

(Incorporated in Hong Kong with limited liability) (Stock Code: 156)

2019

INTERIM REPORT



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The Directors of Lippo China Resources Limited (the "Company") present the unaudited condensed consolidated interim financial statements of the Company and its subsidiaries (collectively, the "Group") for the six months ended 30 September 2019.

Condensed Consolidated Statement of Profit or Loss

For the six months ended 30 September 2019

		Unauc Six months ended	d 30 September
	Note	2019 HK\$'000	2018 HK\$'000
Revenue	4	493,583	1,270,290
Cost of sales	·	(143,761)	(715,908)
Gross profit		349,822	554,382
Other income	5	19,194	16,198
Administrative expenses		(299,351)	(337,855)
Other operating expenses	7	(79,019)	(179,112)
Fair value gain/(loss) on investment properties		(71,859)	22,470
Net fair value loss on financial instruments at			
fair value through profit or loss	7	(2,878)	(188,264)
Other gains/(losses) — net	6	15,805	(16,868)
Finance costs		(28,481)	(26,786)
Share of results of associates		(1,486)	(15,642)
Share of results of joint ventures	8	(469)	(48,051)
Loss before tax	7	(98,722)	(219,528)
Income tax	9	(6,704)	(17,006)
Loss for the period		(105,426)	(236,534)
Attributable to:			
Equity holders of the Company		(109,075)	(256,384)
Non-controlling interests		3,649	19,850
		(105,426)	(236,534)
		, , , , , ,	, , , , , , ,
		HK cents	HK cents
Loss per share attributable to			
equity holders of the Company	10	40.4-3	/a ==:
Basic and diluted		(1.19)	(2.79)

Condensed Consolidated Statement of Comprehensive Income For the six months ended 30 September 2019

		Unaudited Six months ended 30 September			
	2019	2018			
	HK\$'000	HK\$'000			
		(Restated)			
Loss for the period	(105,426)	(236,534)			
Other comprehensive income/(loss)					
Other comprehensive loss that may be reclassified to					
profit or loss in subsequent periods:					
Exchange differences on translation of foreign operations Exchange differences reclassified to profit or loss upon	(30,732)	(84,128)			
liquidation of foreign operations	(19,752)	_			
Share of other comprehensive loss of associates	(14,500)	(34,586)			
Net other comprehensive loss that may be reclassified to					
profit or loss in subsequent periods, net of tax	(64,984)	(118,714)			
Other comprehensive income/(loss) that will not be reclassified to					
profit or loss in subsequent periods:					
Changes in fair value of equity instruments at fair value					
through other comprehensive income	(20,790)	(35,804)			
Gain on property revaluation	_	2,790			
Other comprehensive loss that will not be reclassified to					
profit or loss in subsequent periods, net of tax	(20,790)	(33,014)			
Other comprehensive loss for the period, net of tax	(85,774)	(151,728)			
Total comprehensive loss for the period	(191,200)	(388,262)			
Total comprehensive loss for the period	(151)200)	(300,202)			
Attributable to:					
Equity holders of the Company	(183,846)	(371,843)			
Non-controlling interests	(7,354)	(16,419)			
	(191,200)	(388,262)			

Condensed Consolidated Statement of Financial Position

As at 30 September 2019

		30 September	31 March
	Note	2019 HK\$'000	2019 HK\$'000
	Note	(Unaudited)	(Audited)
		,	, ,
Non-current assets			
Intangible assets		20,977	181,592
Exploration and evaluation assets Fixed assets		801 947,798	602 991,040
Right-of-use assets	2.1	131,228	-
Investment properties		798,463	880,353
Interests in associates		720,917	737,958
Interests in joint ventures		1,771	4,673
Financial assets at fair value through other comprehensive income Financial assets at fair value through profit or loss		335,395 392,157	356,495 389,419
Debtors, prepayments and other assets	12	148,606	38,634
Deferred tax assets		845	845
		3,498,958	3,581,611
Current assets Inventories		0.040	11 240
Debtors, prepayments and other assets	12	8,849 283,752	11,349 328,090
Financial assets at fair value through profit or loss		565,612	571,690
Other financial assets		-	365
Tax recoverable		2	2
Restricted cash Time deposits with original maturity of more than three months		53,641 66,485	59,899 69,342
Cash and cash equivalents		590,536	2,260,905
Assats place: find on hold for sols	10	1,568,877	3,301,642
Assets classified as held for sale	13	834,905	_
		2,403,782	3,301,642
Current liabilities			
Bank and other borrowings	14	411,561	583,339
Lease liabilities	2.1	52,377	_
Creditors, accruals and other liabilities Other financial liabilities	15	187,756 12,825	421,106 9,770
Tax payable		132,484	138,169
.ax payable		132,101	130,103
		797,003	1,152,384
Liabilities directly associated with assets classified as held for sale	13	637,600	
		1,434,603	1,152,384
Net current assets		969,179	2,149,258
Total assets less current liabilities		4,468,137	5,730,869
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Condensed Consolidated Statement of Financial Position (Continued)

As at 30 September 2019

	Note	30 September 2019 HK\$'000 (Unaudited)	31 March 2019 HK\$'000 (Audited)
Non-current liabilities			
Bank and other borrowings	14	428,747	684,444
Lease liabilities	2.1	85,062	_
Creditors, accruals and other liabilities	15	12,620	24,412
Other financial liability		562	220
Deferred tax liabilities		46,363	50,814
		573,354	759,890
Net assets		3,894,783	4,970,979
Equity Equity attributable to equity holders of the Company Share capital Reserves	16	1,705,907 1,779,414	1,705,907 2,202,393
Non-controlling interests		3,485,321 409,462	3,908,300 1,062,679
		3,894,783	4,970,979

Condensed Consolidated Statement of Changes in EquityFor the six months ended 30 September 2019

				Unau	dited			
		Attribu	table to equity	holders of the Co	mpany			
	Share capital HK\$'000	Fair value reserve of financial assets at FVOCI* HK\$'000	Other assets revaluation reserve HK\$'000	Exchange equalisation reserve HK\$'000	Retained profits HK\$'000	Total HK\$'000	Non- controlling interests HK\$'000	Total equity HK\$'000
At 31 March 2019, as previously reported Impact on initial application of HKFRS 16 (Note 2.1)	1,705,907	(108,292) -	2,790	110,376 -	2,197,519 (9,465)	3,908,300 (9,465)	1,062,679 (13,950)	4,970,979 (23,415)
inspect of small application of smaller to proce 2.17					(5) 105)	(5).55)	(15)550)	(25)5)
At 1 April 2019, as adjusted	1,705,907	(108,292)	2,790	110,376	2,188,054	3,898,835	1,048,729	4,947,564
Profit/(Loss) for the period Other comprehensive income/(loss) for the period:	-	-	-	-	(109,075)	(109,075)	3,649	(105,426)
Exchange differences on translation of foreign operations	-	_	-	(18,280)	-	(18,280)	(12,452)	(30,732)
Exchange differences reclassified to profit or loss upon liquidation of								·
foreign operations Changes in fair value of equity instruments at fair value through	-	-	-	(22,557)	-	(22,557)	2,805	(19,752)
other comprehensive income	-	(19,434)	-	-	-	(19,434)	(1,356)	(20,790)
Share of other comprehensive loss of associates	-	-	-	(14,500)	-	(14,500)	-	(14,500)
-		(40.424)		(55.227)	(400.075)	(402.045)	(7.254)	(404 200)
Total comprehensive loss for the period Transfer of fair value reserve upon disposal of equity instruments	-	(19,434)	-	(55,337)	(109,075)	(183,846)	(7,354)	(191,200)
at fair value through other comprehensive income	-	(262)	-	-	262	-	-	-
Change in non-controlling interests without change in control	-	-	-	-	5 (45.025)	5 (4E 02E)	(124)	(119)
2018/2019 final dividend declared and paid to shareholders of the Company 2018/2019 special final dividend declared and paid to shareholders of	-	-	-	-	(45,935)	(45,935)	-	(45,935)
the Company	-	-	-	-	(183,738)	(183,738)	-	(183,738)
Dividends declared and paid to non-controlling shareholders of subsidiaries	-	-	-	-	-	-	(634,712)	(634,712)
Advance from a non-controlling shareholder of a subsidiary	-			-	-	-	2,923	2,923
At 30 September 2019	1,705,907	(127,988)	2,790	55,039	1,849,573	3,485,321	409,462	3,894,783
At 1 April 2018	1,705,907	(215,223)		167,398	2,350,723	4,008,805	519,536	4,528,341
Profit/(Loss) for the period	1,705,507	(213,223)	_	107,330	(256,384)	(256,384)	19,850	(236,534)
Other comprehensive income/(loss) for the period:								
Exchange differences on translation of foreign operations Changes in fair value of equity instruments at fair value through	-	-	-	(48,759)	-	(48,759)	(35,369)	(84,128)
other comprehensive income	-	(34,904)	_	_	_	(34,904)	(900)	(35,804)
Share of other comprehensive loss of associates (restated)	-	-	-	(34,586)	-	(34,586)	-	(34,586)
Gain on property revaluation	-	-	2,790	-	-	2,790	-	2,790
Total comprehensive income/(loss) for the period (restated) Transfer of fair value reserve upon disposal of equity instruments	-	(34,904)	2,790	(83,345)	(256,384)	(371,843)	(16,419)	(388,262)
at fair value through other comprehensive income	-	11,117	-	-	(11,117)	-	-	-
Change in non-controlling interests without change in control	-	-	-	-	3	3	(43)	(40)
2017/2018 final dividend declared to shareholders of the Company	-	-	-	-	(45,935)	(45,935)	-	(45,935)
At 30 September 2018 (restated)	1,705,907	(239,010)	2,790	84,053	2,037,290	3,591,030	503,074	4,094,104

FVOCI stands for fair value through other comprehensive income.

Condensed Consolidated Statement of Cash Flows

For the six months ended 30 September 2019

	Unaud Six months ende	
	2019	2018
Note	HK\$'000	HK\$'000
Net cash flows from/(used in) operating activities	(155,756)	247,210
Cash flows from investing activities		
Payments to acquire fixed assets	(70,434)	(31,391)
Payments to acquire financial assets at fair value through	(),	(- / /
other comprehensive income	-	(233,413)
Payments to acquire financial assets at fair value through profit or loss	(16,103)	(270,583)
Proceeds from disposal of financial assets at fair value through		
other comprehensive income	262	28,629
Proceeds from disposal of financial assets at fair value through	22.200	10.410
profit or loss Other net cash flows arising from investing activities	23,280 12,394	19,410 7,375
other her cash nows arising norm investing activities	12,334	7,575
Net cash flows used in investing activities	(50,601)	(479,973)
Cash flows from financing activities	440.240	F76 626
Drawdown of bank and other borrowings Repayment of bank and other borrowings	149,240 (566,637)	576,636 (331,660)
Principal portion of lease payments	(84,100)	(331,000)
Dividends paid to shareholders of the Company	(229,673)	_
Dividends paid to non-controlling shareholders of subsidiaries	(634,712)	_
Increase in restricted cash	(440)	(83,242)
Other net cash flows arising from financing activities	(23,130)	(23,383)
Net cash flows from/(used in) financing activities	(1,389,452)	138,351
Net decrease in cash and cash equivalents	(1,595,809)	(94,412)
Cash and cash equivalents at beginning of period Cash and cash equivalents included in assets classified as held for sale 13	2,260,905 (35,777)	1,201,861
Exchange realignments	(38,783)	(29,517)
Exchange realignments	(50,705)	(25,511)
Cash and cash equivalents at end of period	590,536	1,077,932

Notes to the Interim Financial Statements

1. BASIS OF PREPARATION

The interim financial statements are unaudited, condensed and have been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 Interim Financial Reporting issued by the Hong Kong Institute of Certified Public Accountants and the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The interim financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 March 2019.

The accounting policies and basis of preparation adopted in the preparation of the interim financial statements are consistent with those used in the Group's audited financial statements for the year ended 31 March 2019, except for the adoption of the new and revised Hong Kong Financial Reporting Standards ("HKFRSs"), HKASs and Interpretations (hereinafter collectively referred to as the "new and revised HKFRSs") as disclosed in Note 2.1 to the interim financial statements.

The financial information relating to the year ended 31 March 2019 that is included in the interim financial statements as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance (Cap. 622) is as follows:

The Company has delivered the financial statements for the year ended 31 March 2019 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance (Cap. 622).

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or (3) of the Hong Kong Companies Ordinance (Cap. 622).

2.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following new and revised HKFRSs for the first time for the current period's financial statements:

Amendments to HKFRS 9 HKFRS 16 Amendments to HKAS 19 Amendments to HKAS 28 HK(IFRIC)-Int 23

Annual Improvements 2015-2017 Cycle

Prepayment Features with Negative Compensation

Plan Amendment, Curtailment or Settlement

Long-term Interests in Associates and Joint Ventures

Uncertainty over Income Tax Treatments

Amendments to HKFRS 3, HKFRS 11, HKAS 12 and HKAS 23

Other than as explained below regarding the impact of HKFRS 16, the application of the above new and revised standards has had no significant financial effect on these financial statements.

HKFRS 16 replaces HKAS 17 Leases, HK(IFRIC)-Int 4 Determining whether an Arrangement contains a Lease, HK(SIC)-Int 15 Operating Leases – Incentives and HK(SIC)-Int 27 Evaluating the Substance of Transactions Involving the Legal Form of a Lease. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model. Lessor accounting under HKFRS 16 is substantially unchanged from HKAS 17. Lessors will continue to classify leases as either operating or finance leases using similar principles as in HKAS 17. Therefore, HKFRS 16 did not have any financial impact on leases where the Group is the lessor.

The Group adopted HKFRS 16 using the modified retrospective method of adoption with the date of initial application of 1 April 2019. Under this method, the standard is applied retrospectively with the cumulative effect of initial adoption as an adjustment to the opening balance of equity at 1 April 2019, and the comparative information for prior periods was not restated and continues to be reported under HKAS 17.

2.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

New definition of a lease

Under HKFRS 16, a contract is, or contains a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to obtain substantially all of the economic benefits from use of the identified asset and the right to direct the use of the identified asset. The Group elected to use the transition practical expedient allowing the standard to be applied only to contracts that were previously identified as leases applying HKAS 17 and HK(IFRIC)-Int 4 at the date of initial application. Contracts that were not identified as leases under HKAS 17 and HK(IFRIC)-Int 4 were not reassessed. Therefore, the definition of a lease under HKFRS 16 has been applied only to contracts entered into or changed on or after 1 April 2019.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their stand-alone prices. A practical expedient is available to a lessee, which the Group has adopted, not to separate non-lease components and to account for the lease and the associated non-lease components (e.g., property management services for leases of properties) as a single lease component.

Nature of the effect of adoption of HKFRS 16

The Group has lease contracts for various items of property, vehicles and other equipment. As a lessee, the Group previously classified leases as either finance leases or operating leases based on the assessment of whether the lease transferred substantially all the rewards and risks of ownership of assets to the Group. Under HKFRS 16, the Group applies a single approach to recognise and measure right-of-use assets and lease liabilities for all leases, except for two elective exemptions for leases of low value assets (elected on a lease by lease basis) and short-term leases (elected by class of underlying asset). The Group has elected not to recognise right-of-use assets and lease liabilities for (i) leases of low-value assets (e.g., laptop computers and telephones); and (ii) leases, that at the commencement date, have a lease term of 12 months or less. Instead, the Group recognises the lease payments associated with those leases as an expense on a straight-line basis over the lease term.

Leases previously classified as finance leases

The Group did not change the initial carrying amounts of recognised assets and liabilities at the date of initial application for leases previously classified as finance leases. Upon the adoption of HKFRS 16, the Group reclassified the assets under finance lease from fixed assets to right-of-use assets and related liabilities from obligations under finance leases included in bank and other borrowings to lease liabilities for presentation purpose. There is no impact on the opening balance of equity at 1 April 2019.

Leases previously classified as operating leases

Lease liabilities at 1 April 2019 were recognised based on the present value of the remaining lease payments, discounted using the incremental borrowing rate at 1 April 2019.

The right-of-use assets were either (i) measured at the amount of the lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to the lease recognised in the statement of financial position immediately before 1 April 2019, or (ii) recognised based on the carrying amount as if the standard had always been applied, except for the incremental borrowing rate where the Group applied the incremental borrowing rate at 1 April 2019. All these assets were assessed for any impairment based on HKAS 36 on that date. The Group elected to present the right-of-use assets separately in the statement of financial position.

The Group has used the following elective practical expedients when applying HKFRS 16 at 1 April 2019:

- Applied a single discount rate to a portfolio of leases with reasonably similar characteristics
- Relied on the entity's assessment of whether leases were onerous by applying HKAS 37 immediately before the
 date of initial application as an alternative to performing an impairment review
- Applied the short-term lease exemptions to leases with a lease term that ends within 12 months from the date
 of initial application
- Excluded initial direct costs from the measurement of the right-of-use asset at the date of initial application
- Used hindsight in determining the lease term where the contract contains options to extend/terminate the lease

2.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Nature of the effect of adoption of HKFRS 16 (Continued)

The lease liabilities as at 1 April 2019 reconciled to the operating lease commitments as at 31 March 2019 are as follows:

	HK\$'000
Operating lease commitments as at 31 March 2019	516,057
Weighted average incremental borrowing rate as at 1 April 2019	3.4%
Discounted operating lease commitments as at 1 April 2019 Less: Commitments relating to short-term leases and those leases	493,496
with a remaining lease term ending on or before 31 March 2020	(12,580)
Less: Non-lease components	(11,016)
Less: Commitments relating to leases with lease terms beginning on or after 1 April 2019	(18,182)
Add: Commitments relating to leases previously classified as finance leases	376
Add: Payments for optional extension periods not recognised as at 31 March 2019	178,779
Add: Others	226
Lease liabilities as at 1 April 2019	631,099

The Group's associates and joint ventures also adopted HKFRS 16 on 1 April 2019 using the modified retrospective method. The cumulative effect of initial adoption was adjusted to the carrying amounts of the interests in associates and joint ventures and the opening balance of equity at 1 April 2019.

Besides, certain prepayments and accruals related to previous operating leases of the Group were derecognised upon the initial application of HKFRS 16 at 1 April 2019.

The impacts arising from the adoption of HKFRS 16 as at 1 April 2019 are as follows:

	Increase/ (Decrease) HK\$'000
Assets	
Decrease in fixed assets	(623)
Increase in right-of-use assets	608,823
Decrease in interests in associates	(1,118)
Decrease in debtors, prepayments and other assets	(75)
Increase in total assets	607,007
Liabilities	
Decrease in bank and other borrowings	(376)
Increase in lease liabilities	631,099
Decrease in creditors, accruals and other liabilities	(301)
Increase in total liabilities	630,422
Equity	
Decrease in retained profits	(9,465)
Decrease in non-controlling interests	(13,950)
	(23,415)

2.1 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Summary of new accounting policies

The accounting policy for leases as disclosed in the annual financial statements for the year ended 31 March 2019 is replaced with the following new accounting policies upon adoption of HKFRS 16 from 1 April 2019:

Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Group is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognised right-of-use assets are depreciated on a straight-line basis over the shorter of the estimated useful life and the lease term.

Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in future lease payments arising from change in an index or rate, a change in the lease term, a change in the in-substance fixed lease payments or a change in assessment to purchase the underlying asset.

Significant judgement in determining the lease term of contracts with renewal options

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease if it is reasonably certain not to be exercised.

The Group has applied judgement to determine the lease term for some lease contracts in which it is a lessee that include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which significantly affects the amount of lease liabilities and right-of-use assets recognised.

CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (Continued)

Amounts recognised in the interim condensed consolidated statement of financial position and profit or loss The carrying amounts of the Group's right-of-use assets and lease liabilities, and the movement during the period are as follows:

Right-of-use assets					
	Land and buildings HK\$'000	Furniture, fixtures, plant and equipment HK\$'000	Motor vehicles HK\$'000	Total HK\$′000	Lease liabilities HK\$'000
At 1 April 2019	563,280	2,246	43,297	608,823	631,099
Additions	144,285	130	45,297	144.823	143.422
Reduction	(3,525)	150	400	(3,525)	(3,559)
		(257)	(4.602)		(3,559)
Depreciation charges	(87,336)	(257)	(4,692)	(92,285)	44.020
Interest expenses	_	_	_	_	11,929
Payments	_	-	_	_	(96,029)
Reclassification to assets/liabilities					
held for sale (Note 13)	(514,800)	-	-	(514,800)	(537,456)
Exchange realignment	(10,929)	(43)	(836)	(11,808)	(11,967)
At 30 September 2019	90,975	2,076	38,177	131,228	137,439

The Group recognised rental expenses from short-term leases of HK\$12,575,000 and leases of low-value assets of HK\$1,065,000 and variable lease payments not based on index or rate of HK\$5,985,000 for the six months ended 30 September 2019.

2.2 ISSUED BUT NOT YET EFFECTIVE NEW AND REVISED HKFRSS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements:

Amendments to HKFRS 3 Definition of a Business¹

Amendments to HKFRS 10 and HKAS 28 (2011) Sale or Contribution of Assets between an Investor and

its Associate or Joint Venture³

HKFRS 17 Insurance Contracts² Amendments to HKAS 1 and HKAS 8 Definition of Material¹

- Effective for annual periods beginning on or after 1 January 2020
- Effective for annual periods beginning on or after 1 January 2021
- No mandatory effective date yet determined but available for adoption

The Directors of the Company anticipate that the adoption of above new and revised HKFRSs will have no significant impact on the financial performance and the financial position of the Group.

3. SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services, and has reportable operating segments as follows:

- (a) the property investment segment includes investments relating to letting and resale of properties;
- (b) the treasury investment segment includes investments in money markets;
- the securities investment segment includes investments in securities held-for-trading and for long-term strategic purpose;
- (d) the food businesses segment mainly includes distribution of consumer food and non-food products, food manufacturing and retailing, the management of restaurants and food court operations;
- (e) the healthcare services segment includes provision of healthcare management services;
- (f) the mineral exploration and extraction segment includes mineral exploration, extraction and processing; and
- (g) the "other" segment comprises principally development and sale of properties, money lending, the provision of property management services and investment in closed-end fund.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/(loss) and comprises segment results of the Company and its subsidiaries, the Group's share of results of associates and joint ventures.

Segment results are measured consistently with the Group's profit/(loss) before tax except that the Group's share of results of associates and joint ventures, unallocated corporate expenses and certain finance costs are excluded from such measurement

Segment assets exclude interests in associates and joint ventures, deferred tax assets, tax recoverable and other head office and corporate assets which are managed on a group basis.

Segment liabilities exclude tax payable, deferred tax liabilities and other head office and corporate liabilities which are managed on a group basis.

Inter-segment transactions are on an arm's length basis in a manner similar to transactions with third parties.

SEGMENT INFORMATION (Continued) 3. Six months ended 30 September 2019

	Property investment HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Mineral exploration and extraction HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
Revenue									
External Inter-segment	13,001 2,625	8,233 -	13,068 -	451,987 -	-	-	7,294 -	- (2,625)	493,583 -
Total	15,626	8,233	13,068	451,987	-	-	7,294	(2,625)	493,583
Segment results	(65,467)	8,233	9,667	(3,393)	-	(5,815)	2,620	75	(54,080)
Unallocated corporate expenses									(31,204)
Finance costs					(0.000)				(11,483)
Share of results of associates Share of results of joint ventures	-	-	-	- 11	(2,800) (475)	-	1,314 (5)	-	(1,486)
Strate of fesure of Joint Ventures	-	-	-	11	(475)	-	(5)	_	(469)
Loss before tax									(98,722)
Other words from the									
Other segment information: Capital expenditure (Note)	28	_		69,552	_	194	3	_	69,777
Depreciation	(11,478)	_	_	(113,744)	_	(20)	(15)	2,407	(122,850)
Interest income	(11,470)	8,233	_	1,642	_	-	409		10.284
Finance costs	_	-	_	(14,092)	_	_	(3,199)	293	(16,998)
Loss on disposal of fixed assets	_	_	_	(46)	_	_	-	-	(46)
Provisions for impairment losses on:									
Inventories	-	-	-	(280)	-	-	-	-	(280)
Loans and receivables	-	-	-	(275)	-	-	-	-	(275)
Realised translation losses reclassified to									
the statement of profit or loss relating to									
liquidation of foreign operations	-	-	-	(4,692)	-	-	-	-	(4,692)
Net fair value loss on financial instruments at			(4.200)	(4.400)					(2.070)
fair value through profit or loss	- /74.0E0\	-	(1,390)	(1,488)	-	-	-	-	(2,878)
Fair value loss on investment properties Unallocated:	(71,859)	-	-	-	-	-	-	-	(71,859)
Capital expenditure (Note)									879
Depreciation									(5,798)
Finance costs									(11,483)
Gain on disposal of fixed assets									133
Realised translation gains reclassified to									
the statement of profit or loss relating to									
liquidation of a foreign operation									24,444

3. **SEGMENT INFORMATION** (Continued)

Six months ended 30 September 2018

	Property investment HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Mineral exploration and extraction HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
Revenue External Inter-segment	15,004 2,730	3,316 -	28,953 -	1,216,176 -		- -	6,841 -	- (2,730)	1,270,290 -
Total	17,734	3,316	28,953	1,216,176	-	-	6,841	(2,730)	1,270,290
Segment results	33,127	3,316	(179,938)	63,563	-	(4,735)	(2,818)	-	(87,485)
Unallocated corporate expenses Finance costs Share of results of associates Share of results of joint ventures Loss before tax	-	-	-	-	(3,674) (421)	- (47,630)	(11,968) -	-	(49,878) (18,472) (15,642) (48,051)
Other segment information: Capital expenditure (Note) Depreciation Interest income Finance costs Loss on disposal of fixed assets Write-back of provision/(Provisions) for	651 (11,502) - - -	- - 3,316 - -	- - 5,708 (3,097) -	29,594 (19,514) 1,324 (1,989) (639)	- - - -	125 (22) - -	4 (13) 416 (3,228)	- - - -	30,374 (31,051) 10,764 (8,314) (639)
impairment losses on: Fixed assets Inventories Loans and receivables Net fair value loss on financial instruments at fair value through profit or loss Fair value gain on investment properties	- - - 22,470	- - - -	- - - (188,264)	999 (6,040) (2,910)	- - - -	- - - -	- - - -	- - - -	999 (6,040) (2,910) (188,264) 22,470
Unallocated: Capital expenditure (Note) Depreciation Finance costs									2,090 (4,270) (18,472)

Note: Capital expenditure includes additions to fixed assets and exploration and evaluation assets.

3. **SEGMENT INFORMATION** (Continued)

	Property investment HK\$'000	Treasury investment HK\$'000	Securities investment HK\$'000	Food businesses HK\$'000	Healthcare services HK\$'000	Mineral exploration and extraction HK\$'000	Other HK\$'000	Inter- segment elimination HK\$'000	Consolidated HK\$'000
At 30 September 2019 (unaudited) Segment assets Interests in associates Interests in joint ventures Unallocated assets	1,500,552 - -	322,317 - -	1,550,279 - -	1,678,550 - -	- 411,336 923	2,157 - 490	88,937 309,581 358	(18,306) - -	5,124,486 720,917 1,771 55,566
Total assets									5,902,740
Segment liabilities Unallocated liabilities	307,351	-	12,244	1,142,138	418,468	3,796	419,891	(536,911)	1,766,977 240,980
Total liabilities									2,007,957
At 31 March 2019 (audited) Segment assets Interests in associates Interests in joint ventures Unallocated assets	1,592,285 - -	524,978 - -	1,550,767 - -	2,319,940 - 2,932	- 423,772 1,370	2,139 - -	100,462 314,186 371	(966) - -	6,089,605 737,958 4,673 51,017
Total assets									6,883,253
Segment liabilities Unallocated liabilities	316,809	-	10,145	489,561	419,342	4,997	426,474	(386,339)	1,280,989 631,285
Total liabilities									1,912,274

4. **REVENUE**

An analysis of revenue is as follows:

	Six months ende	Six months ended 30 September		
	2019 HK\$'000	2018 HK\$'000		
Revenue from contracts with customers:				
Sale of goods and fast-moving consumer products	151,180	918,717		
Sale of food and beverage	212,832	223,839		
Provision of management services	7,165	6,778		
Revenue from other sources:				
Fees charged to food court tenants	76,938	64,130		
Property rental income	13,001	15,004		
Interest income	9,875	10,348		
Dividend income	13,068	23,245		
Other	9,524	8,229		
	493,583	1,270,290		

4. REVENUE (Continued) Disaggregated revenue information for revenue from contracts with customers

Segments	Food businesses HK\$'000	Other HK\$'000	Total HK\$'000
Six months ended 30 September 2019 Type of goods or services: Sale of goods and fast-moving consumer products Sale of food and beverage Provision of management services	151,180 212,832 –	- - 7,165	151,180 212,832 7,165
Total revenue from contracts with customers	364,012	7,165	371,177
Geographical markets: Hong Kong Mainland China Republic of Singapore Malaysia	113,922 - 247,765 2,325	5,775 1,390 - -	119,697 1,390 247,765 2,325
Total revenue from contracts with customers	364,012	7,165	371,177
Timing of revenue recognition: Goods transferred at a point in time Services transferred over time	364,012 -	- 7,165	364,012 7,165
Total revenue from contracts with customers	364,012	7,165	371,177
Six months ended 30 September 2018 Type of goods or services: Sale of goods and fast-moving consumer products Sale of food and beverage Provision of management services	918,717 223,839 –	- - 6,778	918,717 223,839 6,778
Total revenue from contracts with customers	1,142,556	6,778	1,149,334
Geographical markets: Hong Kong Mainland China Republic of Singapore Malaysia	116,615 – 689,083 336,858	5,521 1,257 – –	122,136 1,257 689,083 336,858
Total revenue from contracts with customers	1,142,556	6,778	1,149,334
Timing of revenue recognition: Goods transferred at a point in time Services transferred over time	1,142,556 –	– 6,778	1,142,556 6,778
Total revenue from contracts with customers	1,142,556	6,778	1,149,334

4. **REVENUE** (Continued)

Disaggregated revenue information for revenue from contracts with customers (Continued)

Set out below is the reconciliation of the revenue from contracts with customers with the amounts disclosed in the segment information:

Segments	Food businesses HK\$'000	Other HK\$'000	Total HK\$'000
Six months ended 30 September 2019 Revenue from contracts with external customers Revenue from other sources – external	364,012 87,975	7,165 129	371,177 88,104
Total segment revenue	451,987	7,294	459,281
Six months ended 30 September 2018 Revenue from contracts with external customers	1,142,556	6.778	1,149,334
Revenue from other sources – external	73,620	63	73,683

5. OTHER INCOME

	Six months ende	Six months ended 30 September		
	2019 HK\$'000	2018 HK\$'000		
Recovery of costs from food court tenants Interest income from promissory note	18,785 409	15,782 416		
	19,194	16,198		

OTHER GAINS/(LOSSES) — NET

	Six months ende	ed 30 September
	2019 HK\$'000	2018 HK\$'000
Gain/(Loss) on disposal of:		
Fixed assets	87	(639)
An associate	_	5
Write-back of provision/(Provisions) for impairment losses on:		
Fixed assets	_	999
Inventories	(280)	(6,040)
Loans and receivables	(275)	(2,910)
Fixed assets written off	(6)	(70)
Foreign exchange losses — net	(3,473)	(8,213)
Realised translation gains reclassified to the statement of		
profit or loss relating to liquidation of foreign operations	19,752	_
	15,805	(16,868)

7. LOSS BEFORE TAX

Loss before tax is arrived at after crediting/(charging):

	Six months ended 2019 HK\$'000	30 September 2018 HK\$'000
Net fair value gain/(loss) on financial instruments at fair value		
through profit or loss:		
Held for trading financial assets at fair value through profit or loss:		
Equity securities	(30,755)	(145,136)
Debt securities	_	(1,355)
Investment funds	309	(18,234)
Other financial assets mandatorily classified at fair value		
through profit or loss: Debt securities	(706)	(2.722)
Investment funds	(786)	(2,723)
Equity linked notes	28,334	(4,542) 15,585
Financial liabilities at fair value through profit or loss	_	13,363
designated as such upon initial recognition	1,508	1,016
Derivative financial instruments	(1,488)	(32,875)
benvative intarical instrainers	(1/100)	(32,073)
	(2,878)	(188,264)
Interest income:		5,708
Financial assets at fair value through profit or loss Promissory note	409	416
Other	9,875	4,640
Depreciation of fixed assets	(36,363)	(35,321)
Depreciation of right-of-use assets	(92,285)	(55,521)
Cost of inventories sold	(142,684)	(714,725)
Selling and distribution expenses (Note)	(10,591)	(86,571)
Legal and professional fees (Note)	(14,707)	(17,647)
Consultancy and service fees (Note)	(8,207)	(11,239)
Utilities charges (Note)	(18,754)	(21,103)
Repairs and maintenance expenses (Note)	(12,161)	(15,967)

Note: The amounts are included in "Other operating expenses" in the condensed consolidated statement of profit or loss.

8. SHARE OF RESULTS OF JOINT VENTURES

Share of results of joint ventures for the six months ended 30 September 2018 mainly included share of loss of Collyer Quay Limited ("CQL") of HK\$47,630,000. CQL is a joint venture consortium to invest in a company (the "JV Company") principally engaged in exploration, extraction and processing of mineral resources. The Group shared a loss from the joint venture for the six months ended 30 September 2018 as a result of the drop in copper price and the increased production cost. The JV Company put the mine into care and maintenance mode in order to minimise the costs incurred and CQL had fully impaired its investment in the JV Company as at 31 March 2019.

Reference was made to the Group's interest in a minority ownership interest in Skye Mineral Partners, LLC ("Skye") whose major asset, prior to the events described below, was substantially all of the equity interests in CS Mining, LLC ("CS Mining"), a company that owned a number of copper ore deposits in the Milford Mineral Belt in Beaver County, State of Utah in the U.S.A. and had engaged in the business of mining and processing copper and other minerals. The JV Company acquired all or substantially all of the mining assets (the "Assets") held by CS Mining in a court-supervised sale process under its bankruptcy proceedings in August 2017. In January 2018, a verified complaint (the "Complaint") was filed in a United States state court in Delaware (the "Delaware State Court") by the majority investors in Skye individually and derivatively on behalf of Skye against, among others, certain entities and persons in or related to the Group. The Complaint alleges, among other things, that the majority investors directly and derivatively through their ownership of Skye, suffered from diminution in the value of their equity interests in CS Mining based on an alleged scheme perpetrated by the Group on CS Mining. The Group filed a motion to dismiss the Complaint earlier this year. The Delaware State Court held a hearing to consider the motion to dismiss in November 2019, and is expected to issue a ruling on the motion to dismiss in the next few months. As discussed more fully in the motion to dismiss, the Group believes that the Complaint is frivolous and wholly without merit and has opposed, and will continue to vigorously oppose, the allegations set forth in the Complaint (including any amendments thereto) and any other claim that the majority investors in Skye may seek to bring against the Group.

9. INCOME TAX

	Six months ended 30 September		
	2019 HK\$'000	2018 HK\$'000	
Hong Kong:			
Charge for the period	587	325	
Underprovision in prior periods	432	-	
Deferred	(280)	67	
	739	392	
Overseas:			
Charge for the period	6,408	16,280	
Underprovision/(Overprovision) in prior periods	1,068	(282)	
Deferred	(1,511)	616	
	5,965	16,614	
Total charge for the period	6,704	17,006	

Hong Kong profits tax has been provided at the rate of 8.25% or 16.5%, as appropriate (2018 —16.5%) on the estimated assessable profits arising in Hong Kong during the period. For the companies operating in the Republic of Singapore and mainland China, corporate taxes have been calculated on the estimated assessable profits for the period at the rates of 17% and 25% (2018 — 17% and 25%), respectively. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries/jurisdictions in which the Group operates.

10. LOSS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE COMPANY

(a) Basic loss per share

Basic loss per share is calculated based on (i) the consolidated loss for the period attributable to equity holders of the Company; and (ii) the weighted average number of approximately 9,186,913,000 ordinary shares (2018 — approximately 9,186,913,000 ordinary shares) in issue during the period.

(b) Diluted loss per share

The Group had no potentially dilutive ordinary shares in issue during the six months ended 30 September 2019 and 2018.

11. INTERIM DIVIDEND

	Six months ende	Six months ended 30 September		
	2019	2018		
	HK\$'000	HK\$'000		
Interim dividend, declared, of HK0.2 cent				
(2018 — HK0.2 cent) per ordinary share	18,374	18,374		

The interim dividend was declared after the end of the reporting period and hence was not accrued on that date.

12. DEBTORS, PREPAYMENTS AND OTHER ASSETS

Included in the balances are trade debtors with an ageing analysis, based on the invoice date and net of loss allowance, as follows:

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Outstanding balances with ages: Within 30 days Between 31 and 60 days Between 61 and 90 days Between 91 and 180 days	28,422 23,519 14,987 1,865	27,405 17,244 13,382 1,696
	68,793	59,727

13. ASSETS/(LIABILITIES) CLASSIFIED AS HELD FOR SALE

In August 2019, the Group entered into a disposal agreement with an independent third party for the disposal of entire issued share in Food Junction Management Pte Ltd ("FJM"), a non-wholly owned subsidiary of the Company, for an initial consideration of \$\$80,000,000 (equivalent to approximately HK\$452,000,000), subject to adjustments (the "FJM Disposal"). FJM and its subsidiaries (the "FJM Group") is engaged in the operation of food courts and retail sale of food and beverage in the food courts managed by it in Singapore and Malaysia and is included in the Group's food businesses segment for segment reporting purposes. The FJM Disposal was completed in October 2019. As at 30 September 2019, the FJM Group was classified as disposal group held for sale. Cumulative exchange losses on translation of foreign operations of HK\$2,263,000 relating to the FJM Group classified as held for sale have been included in other comprehensive income and included in equity.

30 Sentember

The major classes of assets and liabilities classified as held for sale are as follows:

	2019 HK\$'000
Assets	
Intangible assets	157,375
Fixed assets	69,677
Right-of-use assets	514,800
Debtors, prepayments and other assets	50,747
Inventories	1,049
Restricted cash	5,480
Cash and cash equivalents	35,777
Total assets classified as held for sale	834,905
Liabilities	
Lease liabilities	537,456
Creditors, accruals and other liabilities	98,669
Tax payable	630
Deferred tax liabilities	845
Tablifichilista dessified as held for all	627.600
Total liabilities classified as held for sale	637,600
Net costs	407.205
Net assets	197,305

14. BANK AND OTHER BORROWINGS

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Current portion:		
Bank loans: Secured <i>(Note (a))</i>	338,952	359,285
Unsecured	72,609	223,857
Other borrowings: Obligations under finance leases (Note (c))	_	197
	411,561	583,339
	,	303,333
Non-current portion: Secured bank loans (Note (a))	149,224	398,937
Other borrowings:		
Unsecured notes (Note (b)) Obligations under finance leases (Note (c))	279,523 –	285,328 179
	428,747	684,444
	840,308	1,267,783
Bank and other borrowings by currency:		
Hong Kong dollar	338,952	758,222
Singapore dollar	501,356	509,561
	840,308	1,267,783
Bank loans repayable:		
Within one year In the second year	411,561 18,653	583,142 398,937
In the second year In the third to fifth years, inclusive	130,571	396,937
	560,785	982,079
Other because in an area value.		
Other borrowings repayable: Within one year	-	197
In the second year	279,523	285,507
	279,523	285,704

The Group's bank loans bear interest at floating rates ranging from 2.9% to 4.6% (31 March 2019 — 2.5% to 5.1%) per annum.

14. **BANK AND OTHER BORROWINGS** (Continued)

- At the end of the reporting period, the bank loans were secured by first legal mortgages over certain investment properties (a) and land and buildings of the Group with carrying amounts of HK\$405,750,000 (31 March 2019 — HK\$456,100,000) and HK\$762,716,000 (31 March 2019 — HK\$705,269,000), respectively.
- The unsecured notes were issued in connection to the acquisition of TIH Limited ("TIH"), an associate of the Company, (b) through a share offer (the "Offer"). The unsecured notes carried interest at a rate of 2.25% per annum and are redeemable at par on their respective maturity dates in January and February 2021. As at 30 September 2019, restricted cash balances with a carrying amount of HK\$51,650,000 (31 March 2019 — HK\$52,516,000) were placed in a bank account of a subsidiary of the Company which is solely earmarked to satisfy the principal and interest repayment for the unsecured notes (other than those held by the joint offeror and other concert parties of the Offer).
- (c) As at 31 March 2019, the Group had obligations under finance leases for certain fixed assets. The implicit average interest rate in the leases ranged from 2.5% to 2.6% per annum. The obligations under finance leases were secured by rights to certain leased fixed assets of the Group with a carrying amount of HK\$623,000. Upon the adoption of HKFRS 16 on 1 April 2019, the Group reclassified the assets under finance lease from fixed assets to right-of-use assets and related liabilities from obligations under finance leases to lease liabilities for presentation purpose.

15. CREDITORS, ACCRUALS AND OTHER LIABILITIES

Included in the balances are trade creditors with an ageing analysis, based on the invoice date, as follows:

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Outstanding balances with ages: Within 30 days	26,237	47,206
Between 31 and 60 days Between 61 and 90 days	6,365 1,288	10,180 625
Between 91 and 180 days	777	828
Over 180 days	301	313
	34,968	59,152

16. SHARE CAPITAL

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Issued and fully paid: 9,186,912,716 (31 March 2019 — 9,186,912,716) ordinary shares	1,705,907	1,705,907

In accordance with section 135 of the Hong Kong Companies Ordinance (Cap. 622), the ordinary shares of the Company have no par value.

17. SHARE OPTION SCHEME

A share option scheme of Asia Now Resources Corp. ("Asia Now", a subsidiary of the Company) (the "ANR Share Option Scheme"), which was approved by the shareholders of Asia Now, the Company and Lippo Limited ("Lippo"), an intermediate holding company of the Company, was adopted on 11 September 2014.

As at the beginning and end of the period, there were no outstanding options granted under the ANR Share Option Scheme to subscribe for shares in Asia Now (the "ANR Shares"). No option of Asia Now was granted, exercised, cancelled or lapsed under the ANR Share Option Scheme during the period.

Following the entering into receivership in August 2015, the listing of Asia Now was transferred from TSX Venture Exchange of Canada ("TSXVE") to NEX, a separate board of TSXVE which provides a trading forum for listed companies in Canada that have fallen below TSXVE's ongoing financial listing standards. The receivership of Asia Now was completed in April 2016. ANR Shares were subsequently delisted from NEX.

18. CONTINGENT LIABILITIES

Save as disclosed elsewhere in the interim financial statements, the Group had the following contingent liabilities at the end of the reporting period:

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Secured bankers' guarantee Unsecured bankers' guarantee	13,017 21,444	16,981 20,355
	34,461	37,336

The bankers' guarantees were mainly issued in lieu of rental and utility deposits for the premises used in the food businesses segment. As at 30 September 2019, the secured bankers' guarantees were secured by fixed deposits of approximately HK\$7,471,000 (31 March 2019 — HK\$7,383,000) pledged to banks as security for secured bankers' guarantees issued and corporate guarantees from the shareholders of a subsidiary of approximately HK\$389,000 (31 March 2019 — Nil).

19. COMMITMENTS

The Group had the following commitments at the end of the reporting period:

	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Commitments in respect of properties, plant and equipment: Contracted, but not provided for (Note (a))	62,266	111,112
Other commitments: Contracted, but not provided for (Note (b))	67,669	58,335
	129,935	169,447

Note:

- (a) The balance included the Group's commitments in relation to the construction of a new food factory in Malaysia of HK\$60,503,000 (31 March 2019 HK\$109,353,000).
- (b) The balance included the Group's commitments for financial assets at fair value through profit or loss of approximately HK\$59,496,000 (31 March 2019 HK\$55,835,000).

20. RELATED PARTY TRANSACTIONS

In addition to the transactions detailed elsewhere in the interim financial statements, the Group had the following transactions with related parties during the period:

- During the period, the Group received rental income (including service charges) of HK\$323,000 (2018 HK\$315,000) from Lippo. The rental was determined by reference to the then prevailing open market rentals.
- (b) During the period, the Group received rental income (including service charges) of HK\$795,000 (2018 — HK\$776,000) from Hongkong Chinese Limited ("HKC"), a fellow subsidiary of the Company. The rental was determined by reference to the then prevailing open market rentals.
- During the period, the Group made lease payments (including service charges) of HK\$3,087,000 (2018 (c) HK\$3,654,000) to joint ventures of HKC for properties rented to the Group. The rentals were determined by reference to the then prevailing open market rentals.
- (d) As at 30 September 2019, the Group had amounts due from associates and joint ventures of HK\$30,527,000 (31 March 2019 — HK\$30,736,000) and HK\$135,032,000 (31 March 2019 — HK\$137,672,000), respectively. The balances with the associates and joint ventures are unsecured, interest-free and repayable on demand.

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts and fair values of the Group's financial instruments carried at fair value, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

	Carrying amounts		Fair values	
	30 September 2019 HK\$'000	31 March 2019 HK\$'000	30 September 2019 HK\$'000	31 March 2019 HK\$'000
Financial assets				
Financial assets Financial assets at fair value through				
other comprehensive income Financial assets at fair value through	335,395	356,495	335,395	356,495
profit or loss	957,769	961,109	957,769	961,109
Other financial assets	-	365	-	365
	1,293,164	1,317,969	1,293,164	1,317,969
Financial liabilities				
Bank and other borrowings	279,523	285,328	280,499	282,112
Other financial liabilities	13,387	9,990	13,387	9,990
	292,910	295,318	293,886	292,102

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Management has assessed that the fair values of cash and cash equivalents, time deposits with original maturity of more than three months, restricted cash, financial assets included in debtors, prepayments and other assets and financial liabilities included in creditors, accruals and other liabilities approximate to their carrying amounts largely due to the short term maturity of these instruments. In addition, the fair values of interest-bearing bank loans approximate to their carrying amounts as they are floating rate instruments that are repriced to market interest rates at or near the end of the reporting period and the Group's non-performance risk is considered to be minimal.

The Group's management is responsible for determining the policies and procedures for the fair value measurement of significant financial instruments. At each reporting date, the finance team analyses the movements in the values of financial instruments and determines major inputs applied in the valuation.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The following methods and assumptions were used to estimate the fair values:

The fair values of listed equity securities, debt securities and investment funds are based on quoted market prices.

The fair values of unlisted debt securities are determined by reference to the quoted market prices from the broker using valuation technique with market observable inputs.

The fair value of financial liabilities at fair value through profit or loss designated as such upon initial recognition within Level 2 of fair value hierarchy is determined by reference to the pro-rata share held by external parties of the net asset value of certain exchange traded fund, which is a subsidiary of the Group.

The fair values of the forward currency contracts and interest rate swap are valued using valuation techniques with market observable inputs. The most frequently applied valuation techniques include present value calculations using forward pricing, observable forward interest rate.

The fair values of the unsecured notes have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk for the unsecured notes as at 30 September 2019 was assessed to be insignificant.

The fair values of unlisted investment funds are assessed to approximate the net asset values indicated on the net asset value statements issued by the investment fund managers, which take into consideration the fair values of the underlying assets held under the investments. For unlisted investment funds classified under Level 3 of the fair value measurement hierarchy, when the net asset value increases/decreases 3% (31 March 2019 — 3%), the fair value will be increased/decreased by HK\$11,163,000 (31 March 2019 — HK\$11,081,000).

The fair values of unlisted equity securities are estimated based on either the market approach or the income approach. Market approach is based on price multiple determined with reference to comparable public companies and includes appropriate risks adjustments for lack of marketability. Income approach uses discounted cash flow model which requires management to make assumption about model inputs, including forecast cash flows, the discount rate and volatility based on observable or unobservable market data.

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Below is a summary of significant unobservable inputs to the valuation of the unlisted equity securities used in Level 3 fair value measurements as at 30 September 2019:

	Valuation technique	Significant unobservable inputs	Range	Sensitivity of fair value to the input
Unlisted equity securities	Market approach	Price to earnings multiple ("PE multiple")	14.83 to 15.45 (31 March 2019 — 14.83 to 15.45)	When PE multiple increases/decreases by 0.5 (31 March 2019 — 0.5), the fair value will be increased/decreased by HK\$3,944,000 and HK\$3,949,000 and HK\$3,949,000), respectively.
		Discount for lack of marketability ("DLOM")	15.8% (31 March 2019 —15.8%)	When DLOM increases/decreases, the fair value will be decreased/increased. Fair value changes resulting from reasonably possible changes in DLOM were not significant (31 March 2019 — not significant).
	Income approach	Discount rate	20.3% to 26.0% (31 March 2019 — 20.3% to 26.0%)	When discount rate increases/decreases by 3% (31 March 2019 — 3%), the fair value will be decreased/increased by HK\$2,174,000 and HK\$3,137,000 (31 March 2019 — HK\$2,178,000 and HK\$3,143,000), respectively.
		DLOM	15.8% to 20.6% (31 March 2019 — 15.8% to 20.6%)	When DLOM increases/decreases, the fair value will be decreased/increased. Fair value changes resulting from reasonably possible changes in DLOM were not significant (31 March 2019 — not significant).

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued) Fair value hierarchy

The following table illustrates the fair value measurement hierarchy of the Group's financial instruments:

	Fair valu	Fair value measurement using		
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	Total HK\$'000
At 30 September 2019 Assets measured at fair value Financial assets at fair value through other comprehensive income: Equity securities	201,054	_	134,341	335,395
Held for trading financial assets at fair value through profit or loss: Equity securities Investment funds Other financial assets mandatorily classified at fair value through profit or loss:	546,595 18,609	408	-	546,595 19,017
Debt securities Investment funds	- -	20,056 -	- 372,101	20,056 372,101
	766,258	20,464	506,442	1,293,164
Liabilities measured at fair value Other financial liabilities: Financial liabilities at fair value through profit or loss designated as such upon initial recognition Foreign currency contracts Interest rate swap	=	12,059 766 562		12,059 766 562
	_	13,387		13,387
At 31 March 2019 Assets measured at fair value Financial assets at fair value through other comprehensive income: Equity securities Held for trading financial assets at fair value through profit or loss: Equity securities Investment funds	219,791 568,560 2,470	- - 660	136,704 - -	356,495 568,560 3,130
Other financial assets mandatorily classified at fair value through profit or loss: Debt securities Investment funds Other financial assets Foreign currency contracts	-	20,061 - 365	_ 369,358	20,061 369,358 365
Foreign currency contracts	790,821	21,086	506,062	1,317,969
Liabilities measured at fair value Other financial liabilities: Financial liabilities at fair value through profit or loss designated as such upon initial recognition	_	9,770	-	9,770
Interest rate swap		9,990		9,990

21. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (Continued)

Fair value hierarchy (Continued)

The movements in fair value measurements in Level 3 during the six months ended 30 September 2019 are as follows:

	Equity securities at fair value through other comprehensive income HK\$'000	Investment funds mandatorily classified at fair value through profit or loss HK\$'000
At 1 April 2019 Total gains recognised in the statement of profit or loss Total losses recognised in other comprehensive income Additions Disposals Distributions Exchange adjustments	136,704 - (2,053) - (262) - (48)	369,358 28,334 - 15,322 (23,280) (15,284) (2,349)
At 30 September 2019	134,341	372,101

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 (2018 — Nil). The Group's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

	Fair valu	Fair value measurement using		
	Quoted prices in active markets (Level 1) HK\$'000	Significant observable inputs (Level 2) HK\$'000	Significant unobservable inputs (Level 3) HK\$'000	Total HK\$'000
At 30 September 2019 Liabilities for which fair values are disclosed Bank and other borrowings: Unsecured notes	_	-	280,499	280,499
At 31 March 2019 Liabilities for which fair values are disclosed Bank and other borrowings: Unsecured notes	-	-	282,112	282,112

22. EVENT AFTER THE REPORTING PERIOD

The FJM Disposal, details of which are disclosed in Note 13 to the interim financial statements. It is estimated that the FJM Disposal would give rise to a gain on disposal of subsidiaries of approximately HK\$283,925,000 (subject to audit and adjustment), which shall be recorded in the consolidated statement of profit or loss for the year ending 31 March 2020.

23. COMPARATIVE AMOUNTS

- (a) Comparative amounts for the six months ended 30 September 2018 have been restated as a result of the completion of the purchase price allocation exercise of the acquisition of TIH, an associate of the Company. The retrospective adjustments led to a decrease in share of other comprehensive loss of associates of HK\$430,000 in the Group's consolidated statement of comprehensive income for the six months ended 30 September 2018 and a decrease in the equity attributable to equity holders of the Company as at 30 September 2018 of HK\$9,159,000.
- (b) The Group had initially applied HKFRS 16 on 1 April 2019. Under the transition methods chosen, comparative information is not restated. Further details of the changes in accounting policies are disclosed in Note 2.1 to the interim financial statements.
- (c) Certain comparative amounts have been reclassified to conform with the current period's presentation and disclosures.

Business Review and Prospects

Business Review

Overview

The pace of economic activity remained weak during the period under review. Principal international economic organisations such as International Monetary Fund estimate that the global economy in 2019 would have grown its lowest pace in 10 years. Trade tensions have risen sharply, resulting in significant trade tariff increases between the U.S.A. and the PRC which have affected business sentiment and confidence globally. The financial market sentiment has also been undermined by these developments. The property market in Hong Kong softened during the period under review as sentiment was dampened by local social incidents. Against this backdrop, the performance of the Group during the period under review was invariably affected.

Results for the Period

The Group recorded a consolidated loss attributable to shareholders of approximately HK\$109 million for the six months ended 30 September 2019 (the "Period"), as compared to a consolidated loss of approximately HK\$256 million for the six months ended 30 September 2018 (the "Last Period" or "2018"). The loss for the Period was mainly attributable to fair value loss on investment properties. Such fair value loss was mainly due to the softening property market in Hong Kong for the Period.

Following the completion of the disposal of food distribution business in March 2019, revenue for the Period dropped substantially to HK\$494 million (2018 — HK\$1,270 million). Food businesses remain the principal sources of revenue of the Group, contributing to 92% (2018 — 96%) of total revenue for the Period.

The Group's other operating expenses mainly included selling and distribution expenses and utilities charges for food businesses, legal and professional fees, consultancy and service fees and repairs and maintenance expenses. Total other operating expenses decreased to HK\$79 million for the Period (2018 — HK\$179 million). The decrease in other operating expenses was mainly due to the completion of the disposal of food distribution business.

Food businesses

Following the completion of the disposal of the food distribution business in March 2019, the Group recorded a substantial decrease in revenue in food businesses segment. The Group's food businesses segment recorded a revenue of HK\$452 million (2018 — HK\$1,216 million), mainly from food manufacturing and the food retail operations in chains of cafés and bistros and food courts. As a result of the competitive environment of the remaining food businesses, the segment recorded a loss of HK\$3 million for the Period (2018 — profit of HK\$64 million).

Business Review and Prospects (Continued)

In August 2019, the Group entered into an agreement for the disposal of its entire issued shares in Food Junction Management Pte Ltd ("FJM", together with its subsidiaries, the "FJM Group") for an initial consideration of S\$80 million (subject to adjustments). The FJM Group is engaged in the operation of food courts and retail sale of food and beverage in the food courts managed by it in Singapore and Malaysia. The above disposal was completed in October 2019 and such disposal is expected to give rise to a non-recurring gain attributable to the Group of approximately HK\$111 million (subject to adjustments and audit, and before expenses and taxes), which shall be recorded in the Group's consolidated statement of profit or loss in the second half of this financial year.

After the disposal of food distribution business, a dividend of \$\$220 million (the "Dividend") was distributed in April 2019 by a subsidiary of the food businesses segment to all of its shareholders and the Group received a cash dividend of approximately \$\$110.7 million based on its shareholding in that subsidiary.

The Group adopted new accounting standard for leases on 1 April 2019. Under the new accounting standard, the Group recognised right-of-use assets and lease liabilities for leases. Hence, the segment liabilities of the food businesses increased to HK\$1,142 million as at 30 September 2019 (31 March 2019 — HK\$490 million). On the other hand, as a result of the net impact of the Dividend and right-of-use assets recognised, the segment assets decreased to HK\$1,679 million (31 March 2019 — HK\$2,320 million).

The Group will continue to focus on its food manufacturing business and food retail business. The new food manufacturing factory in Malaysia is under construction and is expected to commence operation in 2020. The Group has been expanding its food retail business, including the opening of new outlets in Hong Kong under the trade name "Chatterbox Café", the first outlet of which was opened in early September 2019. The performance of this outlet is encouraging.

Property investment

Segment revenue from the property investment business was attributable to recurrent rental income from the Group's investment properties located mainly in Hong Kong and mainland China. The total segment revenue for the Period amounted to HK\$16 million (2018 — HK\$18 million). The Group recorded a fair value loss on investment properties of HK\$72 million (2018 — a gain of HK\$22 million), mainly attributable to the softening in the property market in Hong Kong for the Period. As a result, this segment reported a loss of HK\$65 million for the Period (2018 — profit of HK\$33 million).

Treasury and securities investments

The Group managed its investment portfolio in accordance with its investment committee's terms of reference and looked for opportunities to enhance yields and seek gains. The Group invested in a diversified portfolio including listed and unlisted equity securities, debt securities, investment funds and other structural products. Treasury and securities investments businesses recorded a total revenue of HK\$21 million during the Period (2018 — HK\$32 million), mainly attributable to the interest income and dividend income received from the investment portfolio. The stock markets were volatile during the Period and the Group recorded net fair value loss in the statement of profit or loss from its securities investments of HK\$1 million for the Period under this segment (2018 — HK\$188 million). The net fair value loss included unrealised loss of HK\$10 million (2018 — HK\$155 million) from the changes in fair value of financial instruments in this category and realised a gain on disposal of HK\$9 million (2018 — loss of HK\$33 million). The unrealised loss was a non-cash item subject to volatility of the stock markets. As a result, the treasury and securities investments businesses recorded a net profit of HK\$18 million in the statement of profit or loss for the Period (2018 — loss of HK\$177 million).

As at 30 September 2019, the treasury and securities investments portfolio of HK\$1,873 million (31 March 2019 — HK\$2,076 million) comprised mainly cash and bank balances of HK\$516 million (31 March 2019 — HK\$755 million), financial assets at fair value through profit or loss ("FVPL") of HK\$958 million (31 March 2019 — HK\$961 million) and financial assets at fair value through other comprehensive income ("FVOCI") of HK\$335 million (31 March 2019 — HK\$356 million). Further details of securities investments under different categories are as follows:

Financial assets at fair value through profit or loss

As at 30 September 2019, the Group's financial assets at FVPL amounted to HK\$958 million (31 March 2019 — HK\$961 million), comprising equity securities of HK\$547 million (31 March 2019 — HK\$569 million), debt securities of HK\$20 million (31 March 2019 — HK\$20 million) and investment funds of HK\$391 million (31 March 2019 — HK\$372 million).

Details of the major financial assets at FVPL were as follows:

					For the
				As at	six months ended
	As a	As at 30 September 2019			30 September 2019
	Fair value HK\$'000	Approximate percentage of financial assets at FVPL	Approximate percentage to the net assets	Fair value HK\$'000	Net fair value gain/(loss) HK\$'000
GSH Corporation Limited ("GSH")	163,211	17%	4%	132,830	30,381
Quantedge Global Fund ("Quantedge")	85,478	9%	2%	65,030	21,123
Tencent Holdings Limited ("Tencent")	80,552	8%	2%	88,066	(7,514)
Ascapia Fund II ("Ascapia")	51,229	5%	1%	58,298	(5,934)
FinVolution Group ("FinVolution") (formerly known as PPDAI Group Inc.)	44,455	5%	1%	58,027	(13,553)
Others (Note)	532,844	56%	15%	558,858	(27,401)
Total	957,769	100%	25%	961,109	(2,898)

Note: Others comprised of various securities, none of which accounted for more than 4% of financial assets at FVPL as at 30 September 2019.

GSH

As at 30 September 2019, the fair value of the Group's equity securities in GSH amounted to HK\$163 million, representing approximately 17% of the Group's total financial assets at FVPL. GSH, having its shares listed on the Singapore Exchange Securities Trading Limited ("SGX-ST"), is a property developer in Southeast Asia with certain properties under development in Kuala Lumpur and Kota Kinabalu, Malaysia. The pre-sale of one of its residential projects in Kuala Lumpur received satisfactory response and further contributions are expected. GSH also owns and operates 2 hotels at Sutera Harbour Resort in Kota Kinabalu. GSH is planning to launch the residential project in a prime land parcel in the heart of Kuala Lumpur's Chinatown later this year, which it has a 50% stake. The share price performance of GSH has improved during the Period, resulting in an unrealised fair value gain of HK\$30 million recognised for the Period. It is expected that the share price performance of GSH may continue to fluctuate due to the prevailing stock market conditions, which is not directly related to the actual operational performance of GSH.

Quantedge

The investment objective of Quantedge, an unlisted investment fund, is to achieve absolute long-term capital growth by investing in multiple asset classes across the globe, accordingly the investment results may vary substantially over short periods of time. The Group invested in Quantedge for long-term strategic purpose since early 2018 as its goal is in line with the Group's investment strategy. As at 30 September 2019, the fair value of the Group's investment in Quantedge amounted to HK\$85 million, representing approximately 9% of the Group's total financial assets at FVPL. Quantedge has recovered relatively quickly from the past drawdowns for the Period, mainly contributed by positive returns from asset classes in global bonds, currencies and insurances, while offset by losses from global commodities. The Group reported a fair value gain of HK\$21 million for its investment in Quantedge for the Period. In October 2019, the Group has partially redeemed Quantedge amounting to HK\$19 million to realise the fair value gain captured in this investment. The Group will continue to hold Quantedge for long-term strategic purpose.

Tencent Shares

Tencent is a Chinese multinational investment holding conglomerate founded in 1998, whose subsidiaries specialise in various internet-related services and products, entertainment, artificial intelligence and technology both in the PRC and globally. Tencent is one of the world's most valuable technology conglomerates, one of the world's largest social media groups, venture capital firms and investment corporations. Its many services include social network, music, web portals, e-commerce, mobile games, internet services, payment systems, smartphones, and multiplayer online games, which are all among the world's biggest and most successful in their respective categories. Offerings in the PRC include the instant messenger Tencent QQ and one of the largest web portals, QQ.com. It also owns the majority of the PRC's music services (Tencent Music Entertainment). The share price performance of Tencent will be greatly affected by uncertainties of the global stock markets.

As at 30 September 2019, the fair value of shares in Tencent (the "Tencent Shares") held by the Group under financial assets at FVPL amounted to HK\$81 million, representing approximately 8% of the Group's total financial assets at FVPL. A fair value loss of HK\$8 million was recognised for the Period.

Ascapia

The Group invested in Ascapia for strategic purpose from the beginning of year 2018. As at 30 September 2019, the fair value of the Group's investment in Ascapia amounted to HK\$51 million, representing approximately 5% of the Group's total financial assets at FVPL.

Ascapia is an unlisted investment fund with investment objective to preserve capital and deliver attractive risk-adjusted returns and to outperform the market indices in bearish markets. The investment approach is based on the premise that companies can often trade at attractive discounts to intrinsic value. The investment manager seeks to avoid securities that it considers to be fraudulent, faddish, or financially unsustainable and actively attempts to hedge tail-risk with currency, commodities or futures. The investment approach of Ascapia aligns with the Group's investment strategy and the Group will continue to maintain its position in the Group's investment portfolio. The Group reported a fair value loss of HK\$6 million for its investment in Ascapia for the Period, primarily due to short term volatility and underperformance of certain equity investments in the fund.

FinVolution

As at 30 September 2019, the Group held American Depository Shares ("ADSs") of FinVolution with a carrying amount of HK\$44 million, representing approximately 5% of the Group's total financial assets at FVPL.

FinVolution's ADSs are listed on the New York Stock Exchange. It is one of the leading online consumer finance platform in the PRC connecting underserved individual borrowers with financial institutions. Launched in 2007, FinVolution is the pioneer in the PRC's online consumer finance industry and has developed innovative technologies and has accumulated in-depth experience in the core areas of credit risk assessment, fraud detection, big data and artificial intelligence. FinVolution generates revenues primarily from fees charged to borrowers for FinVolution's services in matching them with investors and for other related services. As of 30 September 2019, FinVolution had approximately 102.8 million cumulative registered users and reached approximately 17.4 million cumulative number of borrowers.

After the initial public offering (the "IPO") of FinVolution's ADSs, an announcement was made by the PRC Government putting a cap on the interest rate and restriction on the licensing in the online financing industry which adversely affected many companies in this sector including FinVolution as reflected in their share price. Hence, the share price performance of FinVolution's ADSs was not satisfactory. It also came to the Group's attention that a class action lawsuit has been filed by law firms in the U.S.A. against FinVolution. The filed complaint concerned whether FinVolution's filings with the U.S. Securities and Exchange Commission in connection with the IPO contained untrue statements or omitted material information regarding FinVolution's business practices, the interest rates on loans or the quality of loans. The case is still outstanding. The Group recorded an unrealised fair value loss of HK\$14 million from its investment in FinVolution for the Period. Volatility in share price of FinVolution's ADSs is expected as regulators in the PRC are pushing through tough reforms in the Peer-to-Peer lending industry.

Financial assets at fair value through other comprehensive income

In addition to the above investments under financial assets at FVPL, the Group also invests in listed and unlisted equity securities which are held for long term strategic purposes. Such investments were recorded under financial assets at FVOCI. As at 30 September 2019, the fair value of such investments amounted to approximately HK\$335 million. During the Period, unrealised fair value loss of HK\$21 million was recognised in other comprehensive income from these investments. The major investments under this category are Tencent Shares and investments in eBroker Holding Limited ("eBroker"), which accounted for 93% of the Group's total financial assets at FVOCI as at 30 September 2019.

The Group has designated certain Tencent Shares as FVOCI at initial recognition. As at 30 September 2019, the fair value of these Tencent Shares amounted to HK\$201 million, representing 60% of the Group's total financial assets at FVOCI. Unrealised fair value loss of HK\$19 million was recorded in other comprehensive income for the Period due to the volatile share price performance.

The carrying amount of total investments in eBroker amounted to HK\$110 million as at 30 September 2019, representing 33% of the Group's total financial assets at FVOCI. Established in September 2015 in Shanghai, the PRC, eBroker conducts its business under the brand name of eDaili (e代理). Its core business is acting as an agent between wealthy individuals in mainland China and financial institutions as well as insurance issuers in overseas via its online wealth management platform. It has a very strong growth in business, in terms of customers, revenue and net profit, since its establishment. There will be no change in business direction. eBroker had already undergone several rounds of fund raising and the Group had recorded the unrealised fair value gain in prior years by reference to the latest round financing in early 2019. Whether the Group will continue to participate in its future round's funding will depend on its business growth rate and financial results as well as the valuation, among other factors.

Healthcare services

The Group's healthcare services business is mainly carried out through its investments in Healthway Medical Corporation Limited ("Healthway", together with its subsidiaries, the "HMC Group"), an associate of the Company. As at 30 September 2019, the Group was interested in approximately 40.95% of the issued shares in Healthway. Healthway is a company listed on the Catalist Board of the SGX-ST and a well-established private healthcare provider in Singapore. The HMC Group owns, operates and manages close to 90 medical centres and clinics in Singapore.

The HMC Group launched its dedicated health screening centre, Healthway Screening@Downtown ("HSDT") in June 2019 which offers full suite of medical services from health screenings to primary and specialist healthcare. The HMC Group's primary and specialist care units, along with the HSDT, will complement the Singapore government's efforts to provide more extensive care to Singapore's ageing population. As of November 2019, the Community Health Assist Scheme has been expanded to make healthcare affordable for all Singaporeans. With healthcare concerns unlikely to wane in the near future, Healthway remains committed to the constant review and upgrading of existing and new services to serve the needs of its stakeholders. The Group's share of loss from the HMC Group amounted to HK\$3 million for the Period (2018 — HK\$4 million). Coupled with the impact of depreciation of Singapore dollar during the Period, the Group's interest in Healthway decreased to HK\$411 million (31 March 2019 — HK\$424 million).

Mineral exploration and extraction

Reference was made to the Group's interest in a minority ownership interest in Skye Mineral Partners, LLC ("Skye") whose major asset, prior to the events described below, was substantially all of the equity interests in CS Mining, LLC ("CS Mining"), a company that owned a number of copper ore deposits in the Milford Mineral Belt in Beaver County, State of Utah in the U.S.A. and had engaged in the business of mining and processing copper and other minerals. Subsequently the Group invested in Collyer Quay Limited ("CQL"), a joint venture of the Company, for an investment in a joint venture consortium (the "JV Company"). The JV Company, in which the Group has an effective interest of 45%, acquired all or substantially all of the mining assets (the "Assets") held by CS Mining in a court-supervised sale process under its bankruptcy proceedings in August 2017. In January 2018, a verified complaint (the "Complaint") was filed in a United States state court in Delaware (the "Delaware State Court") by the majority investors in Skye individually and derivatively on behalf of Skye against, among others, certain entities and persons in or related to the Group. The Complaint alleges, among other things, that the majority investors directly and derivatively through their ownership of Skye, suffered from diminution in the value of their equity interests in CS Mining based on an alleged scheme perpetrated by the Group on CS Mining. The Group filed a motion to dismiss the Complaint earlier this year. The Delaware State Court held a hearing to consider the motion to dismiss in November 2019, and is expected to issue a ruling on the motion to dismiss in the next few months. As discussed more fully in the motion to dismiss, the Group believes that the Complaint is frivolous and wholly without merit and has opposed, and will continue to vigorously oppose, the allegations set forth in the Complaint (including any amendments thereto) and any other claim that the majority investors in Skye may seek to bring against the Group.

The JV Company put the mine into care and maintenance mode in early 2019 in order to minimise the costs incurred. CQL fully impaired its investment in the JV Company as at 31 March 2019 and no further loss was shared from this investment for the Period. In 2018, the Group shared a loss of joint venture of HK\$48 million as a result of the drop in copper price and the increased production cost. Segment loss before accounting for the share of results of joint ventures for the Period amounted to HK\$6 million (2018 — HK\$5 million).

Other business

The Group recorded a share of profit of HK\$1 million from its investment in TIH Limited ("TIH"), an associate of the Company and listed on the Mainboard of the SGX-ST, for the Period (2018 loss of HK\$14 million), mainly attributable to the fair value gain on its investments at FVPL. Offset by the effect of depreciation of Singapore dollar during the Period, the interests in TIH as at 30 September 2019 decreased to HK\$285 million (31 March 2019 — HK\$296 million). Amidst the challenging operating environment, TIH will capitalise on the volatility in the current markets to source for attractive opportunities in special situations, corporates deleveraging and non-core secondary assets at attractive valuations. TIH's wholly-owned subsidiary, TIH Investment Management Pte. Ltd., which has a Capital Markets Services License from the Monetary Authority of Singapore, will continue to actively seek out non-dilutive financing to deploy or manage to increase its recurring income base.

Financial Position

The Group's financial position remained healthy. As at 30 September 2019, its total assets decreased to HK\$5.9 billion (31 March 2019 — HK\$6.9 billion), mainly due to the decreased cash balances after the payment of dividends to non-controlling shareholders after the disposal of the food distribution business and repayment of bank loans during the Period, offset by the recognition of right-of-use assets upon the adoption of the new accounting standard for leases on 1 April 2019. As at 30 September 2019, total cash and bank balances (consisting of cash and cash equivalents, time deposits with original maturity of more than three months and restricted cash) decreased to HK\$711 million (31 March 2019 — HK\$2,390 million). Accordingly, current ratio as at 30 September 2019 decreased to 1.7 (31 March 2019 — 2.9).

Total liabilities increased to HK\$2.0 billion (31 March 2019 — HK\$1.9 billion), mainly attributable to the recognition of lease liabilities upon the adoption of the new accounting standard for leases on 1 April 2019, offset by the repayment of bank loans during the Period.

As at 30 September 2019, bank and other borrowings of the Group decreased to HK\$841 million (31 March 2019 — HK\$1,268 million), which included bank loans of HK\$561 million (31 March 2019 — HK\$982 million) and unsecured notes of HK\$280 million (31 March 2019 — HK\$285 million). The balance as at 31 March 2019 also included obligations under finance leases of HK\$0.4 million.

As at 30 September 2019, the bank loans comprised secured bank loans of HK\$488 million (31 March 2019 — HK\$758 million) and unsecured bank loans of HK\$73 million (31 March 2019 — HK\$224 million) and were denominated in Hong Kong dollars and Singapore dollars. The bank loans were secured by certain properties of the Group. All of the bank loans carried interest at floating rates. Where appropriate, the Group would use interest rate swaps to modify the interest rate characteristics of its borrowings to limit interest rate exposure. The unsecured notes were unsecured, denominated in Singapore dollars, and carried interest at a rate of 2.25% per annum. The Group purchased certain motor vehicles under hire purchase which were secured by the rights to the leased fixed assets. The related hire purchase commitment previously recorded under obligation under finance leases were reclassified to lease liabilities on 1 April 2019 upon the initial application of new accounting standard for leases. As at 30 September 2019, hire purchase commitment amounted to HK\$0.3 million and was included in lease liabilities on the statement of financial position.

As at 30 September 2019, approximately 49.0% (31 March 2019 — 46.0%) of the bank and other borrowings were repayable within one year. As at 30 September 2019, the gearing ratio (measured as total borrowings, net of non-controlling interests, to equity attributable to equity holders of the Company) was 20.3% (31 March 2019 — 29.0%).

The net asset value attributable to equity holders of the Company decreased to HK\$3.5 billion as at 30 September 2019 (31 March 2019 — HK\$3.9 billion), mainly attributable to the loss for the Period, 2018/19 final and special final dividends paid to the shareholders of the Company and translation loss on foreign operations from the depreciation of Singapore dollar and Renminbi. This was equivalent to HK38 cents per share as at 30 September 2019 (31 March 2019 — HK43 cents per share).

The Group monitors the relative foreign exchange position of its assets and liabilities to minimise foreign currency risk. When appropriate, hedging instruments including forward contracts, swap and currency loans would be used to manage the foreign exchange exposure.

The Group had bankers' guarantees of approximately HK\$34 million as at 30 September 2019 (31 March 2019 — HK\$37 million) issued in lieu of rental and utility deposits for the premises used for operation of food businesses. Approximately 38% (31 March 2019 — 45%) of the bankers' guarantees were secured by certain bank deposits of the Group and corporate guarantees from the shareholders of a subsidiary. Aside from the abovementioned, the Group had neither material contingent liabilities outstanding nor charges on the Group's assets at the end of the Period (31 March 2019 — Nil).

The Group's commitments are mainly related to the securities investments and the construction of a new food factory in Malaysia. Due to the progress payment of the purchase of equipment for the new factory, total commitment as at 30 September 2019 decreased to HK\$130 million (31 March 2019 — HK\$169 million). The investments or capital assets will be financed by the Group's internal resources and/or external bank financing, as appropriate.

Staff and Remuneration

The Group had 933 full-time employees as at 30 September 2019 (30 September 2018 — 1,848 full-time employees). Staff costs (including directors' emoluments) charged to the statement of profit or loss for the Period amounted to HK\$160 million (2018 — HK\$211 million). The Group ensures that its employees are offered competitive remuneration packages. The Group also provides benefits such as medical insurance and retirement funds to employees to sustain competitiveness of the Group.

Prospects

Looking ahead, the difficult external environment is likely to persist. Global economic outlook remains clouded by uncertainties and downside risks such as trade conflicts, Brexit and geopolitical tensions. It is expected that the prolonged social incidents will continue to affect the economy and property market in Hong Kong.

The Group will be watchful of market developments and stay vigilant in monitoring its investments and seek suitable business opportunities with a view to enhancing shareholder value and sustainable long term return.

Additional Information

Interim Dividend

The Directors have resolved to declare the payment of an interim dividend of HK0.2 cent per share (For the six months ended 30 September 2018 – HK0.2 cent per share) amounting to approximately HK\$18.4 million for the six months ended 30 September 2019 (For the six months ended 30 September 2018 – approximately HK\$18.4 million), which will be paid on Thursday, 30 January 2020 to shareholders whose names appear on the Register of Members on Friday, 10 January 2020.

Closure of Register of Members

The Register of Members of the Company will be closed from Wednesday, 8 January 2020 to Friday, 10 January 2020 (both dates inclusive) during which period no transfer of share will be registered. In order to qualify for the interim dividend for the six months ended 30 September 2019, all transfers of shares accompanied by the relevant share certificates and transfer forms must be lodged with the Company's Registrar, Tricor Tengis Limited, Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong not later than 4:30 p.m. on Tuesday, 7 January 2020.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company and Associated Corporations

As at 30 September 2019, the interests or short positions of the Directors and chief executive of the Company in the shares and underlying shares of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO")) (the "Associated Corporations"), as recorded in the register required to be kept by the Company under Section 352 of the SFO or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers under the Rules Governing the Listing of Securities on the Stock Exchange (the "Model Code"), were as follows:

Directors' and Chief Executive's Interests and Short Positions in Shares. Underlying Shares and Debentures of the Company and Associated **Corporations** (Continued)

Interests in shares and underlying shares of the Company and Associated Corporations

Name of Director	Personal interests (held as beneficial owner)	Family interests (interest of spouse)	Corporate interests (interest of controlled corporations)	Total interests	Approximate percentage of total interests in the issued shares		
Number of ordinary shares in the Company							
Stephen Riady	-	-	6,890,184,389 Notes (i) and (ii)	6,890,184,389	74.99		
James Siu Lung Lee	2,000	-	_	2,000	0.00		
Number of ordinary shares in Lippo Limited ("Lippo")							
Stephen Riady	-	-	369,800,219 Note (i)	369,800,219	74.98		
John Luen Wai Lee	1,031,250	_	-	1,031,250	0.21		
Number of ordinary shares of HK\$1.00 each in Hongkong Chinese Limited ("HKC")							
Stephen Riady	-	-	1,477,715,492 Notes (i) and (iii)	1,477,715,492	73.95		
John Luen Wai Lee	2,000,270	270	-	2,000,540	0.10		
King Fai Tsui	600,000	75,000	-	675,000	0.03		
James Siu Lung Lee	2,000	_	_	2,000	0.00		

Note:

- As at 30 September 2019, Lippo Capital Limited ("Lippo Capital"), an Associated Corporation of the Company, and (i) through its wholly-owned subsidiary, J & S Company Limited, was directly and indirectly interested in an aggregate of 369,800,219 ordinary shares in, representing approximately 74.98% of the issued shares of, Lippo Capital was a 60% owned subsidiary of Lippo Capital Holdings Company Limited ("Lippo Capital Holdings"), an Associated Corporation of the Company, which in turn was a wholly-owned subsidiary of Lippo Capital Group Limited ("Lippo Capital Group"), an Associated Corporation of the Company. Dr. Stephen Riady ("Dr. Riady") was the beneficial owner of one ordinary share in, representing 100% of the issued share capital of, Lippo Capital Group.
- As at 30 September 2019, Lippo, through its 100% owned subsidiaries, was indirectly interested in 6,890,184,389 ordinary shares in, representing approximately 74.99% of the issued shares of, the Company.
- (iii) As at 30 September 2019, Lippo, through its 100% owned subsidiaries, was indirectly interested in 1,477,715,492 ordinary shares of HK\$1.00 each in, representing approximately 73.95% of the issued shares of, HKC.

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company and Associated **Corporations** (Continued)

Interests in shares and underlying shares of the Company and Associated Corporations (Continued)

As mentioned in Note (i) above, Dr. Riady was the beneficial owner of one ordinary share in, representing 100% of the issued share capital of, Lippo Capital Group. Through his interest in Lippo Capital Group, Dr. Riady was also interested or taken to be interested (through controlled corporations) in the issued shares of the following Associated Corporations of the Company as at 30 September 2019:

Name of Associated Corporation	Note	Class of shares	Number of shares interested	Approximate percentage of interest in the issued shares
Auric Pacific Group Limited ("Auric")	(a)	Ordinary shares	80,618,551	65.48
Bentham Holdings Limited	(b)	Ordinary shares	1	100
Boudry Limited	(c)	Ordinary shares	10	100
	(c)	Non-voting deferred shares	1,000	100
Brimming Fortune Limited	(c)	Ordinary shares	1	100
Broadwell Overseas Holdings Limited	(c)	Ordinary shares	1	100
First Tower Corporation	(d)	Ordinary shares	1	100
Gainmate Hong Kong Limited	(e)	Ordinary shares	100	100
Greenorth Holdings Limited	(c)	Ordinary shares	1	100
HKCL Investments Limited	(c)	Ordinary shares	1	100
International Realty (Singapore) Pte. Limited	(c)	Ordinary shares	2	100
J & S Company Limited	(c)	Ordinary shares	1	100
Lippo Capital	(b)	Ordinary shares	423,414,001	60
Lippo Capital Holdings	(f)	Ordinary shares	1	100
Lippo Finance Limited	(c)	Ordinary shares	6,176,470	82.35
Skyscraper Realty Limited	(d)	Ordinary shares	10	100
Superfood Retail Limited ("Superfood")	(g)	Ordinary shares	100,000	100

Directors' and Chief Executive's Interests and Short Positions in Shares, Underlying Shares and Debentures of the Company and Associated **Corporations** (Continued)

Interests in shares and underlying shares of the Company and Associated Corporations (Continued)

Note:

- Of these shares, 4,999,283 ordinary shares were held by Jeremiah Holdings Limited ("Jeremiah"), a 60% owned (a) indirect subsidiary of the Company; 20,004,000 ordinary shares were held by Nine Heritage Pte Ltd ("Nine Heritage"), an 80% owned direct subsidiary of Jeremiah; 36,165,052 ordinary shares were held by Pantogon Holdings Pte Ltd ("Pantogon"), a 100% owned indirect subsidiary of the Company and 759,000 ordinary shares were held by Max Turbo Limited ("Max Turbo"), a 100% owned indirect subsidiary of the Company. Details of Dr. Riady's interest in the Company are disclosed in Notes (i) and (ii) above. In addition, as at 30 September 2019, 18,691,216 ordinary shares were held by Silver Creek Capital Pte. Ltd. ("Silver Creek"). Dr. Riady, through companies controlled by him, is the beneficial owner of 100% of the issued shares in Silver Creek. Accordingly, Dr. Riady was taken to be interested in an aggregate of 80,618,551 ordinary shares in, representing approximately 65.48% of the issued shares of, Auric.
- Such share(s) was/were held directly by Lippo Capital Holdings which in turn was a direct wholly-owned subsidiary of Lippo Capital Group.
- Such share(s) was/were 100% held directly or indirectly by Lippo Capital, a 60% owned indirect subsidiary of Lippo Capital Group.
- Such share(s) was/were 100% held directly or indirectly by Lippo. Details of Dr. Riady's interest in Lippo are disclosed in Note (i) above.
- 50 ordinary shares were held by Oddish Ventures Pte. Ltd. ("Oddish"), a 100% owned direct subsidiary of OUE Limited ("OUE"). OUE was indirectly owned as to approximately 68.65% by Fortune Crane Limited ("FCL", formerly known as Fortune Code Limited). HKC, through its 50% joint venture, Lippo ASM Asia Property Limited, held 92.05% interest in FCL. 50 ordinary shares were held by Raising Fame Ventures Limited, a 100% owned indirect subsidiary of the Company. Details of Dr. Riady's interest in HKC and the Company are disclosed in Notes (i) to (iii) above.
- (f) Such share was 100% held directly by Lippo Capital Group.
- Of these shares, 1,625 ordinary shares were held by Nine Heritage; 2,937 ordinary shares were held by Pantogon; (g) 406 ordinary shares were held by Jeremiah; 62 ordinary shares were held by Max Turbo and 4,970 ordinary shares were held by Oddish. Accordingly, Dr. Riady was taken to be interested in an aggregate of 10,000 ordinary shares in, representing 100% of the issued shares of, Superfood.

As at 30 September 2019, none of the Directors or chief executive of the Company had any interests in the underlying shares in respect of physically settled, cash settled or other equity derivatives of the Company or any of its Associated Corporations.

All the interests stated above represent long positions. Save as disclosed herein, as at 30 September 2019, none of the Directors or chief executive of the Company had any interests or short positions in the shares, underlying shares and debentures of the Company or any of its Associated Corporations which were required to be recorded in the register kept by the Company under Section 352 of the SFO or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

As at 30 September 2019, none of the Directors or chief executive of the Company nor their spouses or minor children (natural or adopted) were granted or had exercised any rights to subscribe for any equity or debt securities of the Company or any of its Associated Corporations.

Share Option Scheme

Details of the share option scheme of a subsidiary of the Company are disclosed in Note 17 to the interim financial statements.

Purchase, Sale or Redemption of the Company's Listed Securities

During the six months ended 30 September 2019, there was no purchase, sale or redemption of the Company's listed securities by the Company or any of its subsidiaries.

Interests and Short Positions of Shareholders Discloseable under the Securities and Futures Ordinance

As at 30 September 2019, so far as is known to the Directors of the Company, the following persons (other than the Directors or chief executive of the Company) had interests or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the Securities and Futures Ordinance (the "SFO") as follows:

Interests of substantial shareholders in shares of the Company

Name of substantial shareholder	Number of ordinary shares	Approximate percentage of the issued shares
Skyscraper Realty Limited ("Skyscraper")	6,890,184,389	74.99
First Tower Corporation ("First Tower")	6,890,184,389	74.99
Lippo Limited ("Lippo")	6,890,184,389	74.99
Lippo Capital Limited ("Lippo Capital")	6,890,184,389	74.99
Lippo Capital Holdings Company Limited ("Lippo Capital Holdings")	6,890,184,389	74.99
Lippo Capital Group Limited ("Lippo Capital Group")	6,890,184,389	74.99
Madam Shincee Leonardi	6,890,184,389	74.99
PT Trijaya Utama Mandiri ("PT TUM")	6,890,184,389	74.99
Mr. James Tjahaja Riady	6,890,184,389	74.99
Madam Aileen Hambali	6,890,184,389	74.99

Interests and Short Positions of Shareholders Discloseable under the **Securities and Futures Ordinance** (Continued)

Interests of substantial shareholders in shares of the Company (Continued) Note:

- 6,890,184,389 ordinary shares of the Company were held by Skyscraper directly as beneficial owner which in turn is a 1 100% owned subsidiary of First Tower. First Tower is a 100% owned subsidiary of Lippo Capital, and through its wholly-owned subsidiary, J & S Company Limited, was directly and indirectly interested in 369,800,219 ordinary shares in, representing approximately 74.98% of the issued shares of, Lippo.
- 2. Lippo Capital Holdings owned 60% of the issued shares in Lippo Capital. Lippo Capital Group owned 100% of the issued share capital of Lippo Capital Holdings. Dr. Stephen Riady was the beneficial owner of 100% of the issued share capital of Lippo Capital Group. Madam Shincee Leonardi is the spouse of Dr. Stephen Riady.
- 3 PT TUM owned the remaining 40% of the issued shares in Lippo Capital. PT TUM was wholly owned by Mr. James Tjahaja Riady who is a brother of Dr. Stephen Riady. Madam Aileen Hambali is the spouse of Mr. James Tjahaja Riady.
- Skyscraper's interests in the ordinary shares of the Company were recorded as the interests of First Tower, Lippo, Lippo Capital, Lippo Capital Holdings, Lippo Capital Group, Madam Shincee Leonardi, PT TUM, Mr. James Tjahaja Riady and Madam Aileen Hambali. The above 6,890,184,389 ordinary shares of the Company related to the same block of shares that Dr. Stephen Riady was interested, details of which are disclosed in the above section headed "Directors' and chief executive's interests and short positions in shares, underlying shares and debentures of the Company and associated corporations".

All the interests stated above represent long positions. Save as disclosed herein, as at 30 September 2019, none of the substantial shareholders or other persons (other than the Directors or chief executive of the Company) had any interests or short positions in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO.

Audit Committee

The Company has established an audit committee (the "Committee"). The existing members of the Committee comprise three independent non-executive Directors, namely Mr. Victor Ha Kuk Yung (Chairman), Mr. Edwin Neo and Mr. King Fai Tsui and one non-executive Director, Mr. Leon Nim Leung Chan. The Committee has reviewed with the management of the Company the accounting principles and practices adopted by the Group and financial reporting matters including the review of the unaudited consolidated interim financial statements of the Company for the six months ended 30 September 2019.

Additional Information (Continued)

Corporate Governance

The Company is committed to ensuring high standards of corporate governance practices. The Board of Directors of the Company (the "Board") believes that good corporate governance practices are increasingly important for maintaining and promoting investor confidence. Corporate governance requirements keep changing, therefore the Board reviews its corporate governance practices from time to time to ensure they meet public and shareholders' expectation, comply with legal and professional standards and reflect the latest local and international developments. The Board will continue to commit itself to achieving a high quality of corporate governance so as to safeguard the interests of shareholders and enhance shareholder value.

To the best knowledge and belief of the Directors, the Directors consider that the Company has complied with the code provisions of the Corporate Governance Code as set out in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited for the six months ended 30 September 2019.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited as the code for securities transactions by Directors. Having made specific enquiry of all Directors, the Directors have complied with the required standard set out in the Model Code during the period under review.

> By Order of the Board **Lippo China Resources Limited** John Luen Wai Lee Chief Executive Officer

Hong Kong, 28 November 2019

Corporate Information

BOARD OF DIRECTORS

Executive Directors

Dr. Stephen Riady (Chairman) Mr. John Luen Wai Lee, BBS, JP (Chief Executive Officer) Mr. James Siu Lung Lee

Non-executive Director

Mr. Leon Nim Leung Chan

Independent non-executive Directors

Mr. Edwin Neo Mr. King Fai Tsui Mr. Victor Ha Kuk Yung

COMMITTEES

Audit Committee

Mr. Victor Ha Kuk Yung (Chairman) Mr. Leon Nim Leung Chan Mr. Edwin Neo

Mr. King Fai Tsui

Remuneration Committee

Mr. King Fai Tsui (Chairman) Mr. Leon Nim Leung Chan Mr. Victor Ha Kuk Yung Mr. Edwin Neo Dr. Stephen Riady

Nomination Committee

Mr. King Fai Tsui (Chairman) Mr. Leon Nim Leung Chan Mr. Victor Ha Kuk Yung Mr. Edwin Neo

Dr. Stephen Riady

SECRETARY

Ms. Millie Yuen Fun Luk

AUDITOR

Ernst & Young

PRINCIPAL BANKERS

Fubon Bank (Hong Kong) Limited China CITIC Bank International Limited Oversea-Chinese Banking Corporation Limited

SOLICITORS

Howse Williams

REGISTRAR

Tricor Tengis Limited Level 54, Hopewell Centre 183 Queen's Road East Hong Kong

REGISTERED OFFICE

40th Floor, Tower Two Lippo Centre 89 Queensway Hong Kong

STOCK CODE

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