

*If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.*

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## Non-collateralised Structured Products

### Base Listing Document relating to Structured Products to be issued by



### The Bank of East Asia, Limited

*(incorporated with limited liability in Hong Kong)*

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This document, for which we accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “**Listing Rules**”) for the purpose of giving information with regard to us and our standard warrants (“**Warrants**”), inline warrants (“**Inline Warrants**”), callable bull/bear contracts (“**CBBCs**”) and other structured products (together, the “**Structured Products**”) to be listed on the Stock Exchange from time to time. This document may be updated and/or amended from time to time by way of addenda.

We, having made all reasonable enquiries, confirm that to the best of our knowledge and belief the information contained in this document is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this document misleading.

**The Structured Products are complex products. You should exercise caution in relation to them. The Structured Products involve derivatives. Investors should not invest in the Structured Products unless they fully understand and are willing to assume the risks associated with them. Investors are warned that the price of the Structured Products may fall in value as rapidly as it may rise and holders may sustain a total loss of their investment. Prospective purchasers should therefore ensure that they understand the nature of the Structured Products and carefully study the risk factors set out in this document and, where necessary, seek professional advice, before they invest in the Structured Products.**

The Structured Products constitute our general unsecured contractual obligations and of no other person and will rank equally among themselves with all our other unsecured obligations (save for those obligations preferred by law) upon liquidation. If you purchase the Structured Products, you are relying upon our creditworthiness and have no rights under the Structured Products against (a) the company which has issued the underlying securities; (b) the fund which has issued the underlying securities, or its trustee (if applicable) or manager; or (c) the index compiler of any underlying index or any company constituting the underlying index. If we become insolvent or default on our obligations under the Structured Products, you may not be able to recover all or even part of the amount due under the Structured Products (if any).

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## IMPORTANT INFORMATION

### What is this document about?

This document is for information purposes only and does not constitute an offer, an advertisement or an invitation to the public to subscribe for or to acquire any Structured Products.

### What documents should you read before investing in the Structured Products?

You must read this document (including any addendum to this document to be issued from time to time) together with the relevant launch announcement and supplemental listing document (including any addendum to such launch announcement and supplemental listing document to be issued from time to time) (together, “**Listing Documents**”) before investing in the Structured Products. You should carefully study the risk factors set out in the Listing Documents.

### Is there any guarantee or collateral for the Structured Products?

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

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

We are a licensed bank regulated by, among others, the Hong Kong Monetary Authority.

### Are we rated by any credit rating agencies?

Our credit ratings as of 12 April 2023 are:

<i>Rating Agency</i>	<i>Rating</i>
Moody’s Investors Service, Inc. (“ <b>Moody’s</b> ”)	A3 (stable outlook)
S&P Global Ratings (“ <b>S&amp;P</b> ”)	A- (stable outlook)

The credit ratings are only an assessment by the rating agencies of our overall financial capacity to pay its debts.

A3 is among the top three major credit rating categories and is the seventh highest investment-grade ranking of the ten investment-grade ratings (including 1, 2 and 3 sub-grades) assigned by Moody’s. A- is among the top three major credit rating categories and is the seventh highest investment-grade ranking of the ten investment-grade ratings (including + or – sub-grades) assigned by S&P. Please refer to the brief guide in Appendix 5 to this document to what such credit ratings mean.

You may visit the following website for updated information of our credit ratings:

[http://www.hkbea.com/hk/ci/investor\\_comm/credit\\_ratings/index.htm](http://www.hkbea.com/hk/ci/investor_comm/credit_ratings/index.htm)

Rating agencies usually receive a fee from companies that they rate.

When evaluating our creditworthiness, you should not solely rely on our credit ratings because:

- (a) a credit rating is not a recommendation to buy, sell or hold the Structured Products;
- (b) ratings of companies may involve difficult-to-quantify factors such as market competition, the success or failure of new products and markets and managerial competence;
- (c) a high credit rating is not necessarily indicative of low risk. Our credit ratings as of 12 April 2023 are for reference only. Any downgrading of our ratings could result in a reduction in the value of the Structured Products;
- (d) a credit rating is not an indication of the liquidity or volatility of the Structured Products; and
- (e) a credit rating may be downgraded if our credit quality declines.

Our credit ratings are subject to change or withdrawal at any time within each rating agency's sole discretion. You should conduct your own research using publicly available sources to obtain the latest information with respect to our ratings from time to time.

**The Structured Products are not rated.**

**Are we subject to any litigation?**

Save as disclosed in this document, we and our subsidiaries have no litigation or claims of material importance pending or threatened against us or them.

**Authorisation for the issue of the Structured Products**

Our management, pursuant to the approval by our Marketing Strategic Group and Senior Management Meeting, authorised the issue of the Structured Products on 19 January 2010, 29 September 2011 and 27 November 2019.

**Has our financial position changed since last financial year-end?**

Save as disclosed in Appendix 6, there has been no material adverse change in our financial or trading position since 31 December 2022.

**Do you need to pay any transaction cost?**

The Stock Exchange charges a trading fee of 0.00565 per cent., the Securities and Futures Commission charges a transaction levy of 0.0027 per cent. and the Financial Reporting Council charges a transaction levy of 0.00015 per cent. for each transaction effected on the Stock Exchange payable by each of the seller and the buyer and calculated on the value of the consideration for the Structured Products. The levy for the investor compensation fund is currently suspended.

**Placing and sale**

No action has been or will be taken by us that would permit a public offering of any series of Structured Products or possession or distribution of any offering material in relation to any Structured Products in any jurisdiction (other than Hong Kong) where action for the purpose is required. No offers, sales, re-sales, transfers or deliveries of any Structured Products, or distribution of any offering material relating to the Structured Products may be made in or from any jurisdiction except in circumstances which will result in compliance with any applicable laws or regulations and which will not impose any obligation on us.

**Where can you read the relevant documents?**

Copies of the following documents are available on the website of the HKEX at [www.hkexnews.hk](http://www.hkexnews.hk) and our website at [www.beawarrants.com.hk/](http://www.beawarrants.com.hk/):

- (a) each of the following documents (in separate English and Chinese versions), including:
- this document or any addendum to this document, which includes our latest audited financial statements and interim financial statements; and
  - the relevant launch announcement and supplemental listing document; and
- (b) the consent letter of the auditor, KPMG (“**Auditor**”), consenting to the reproduction of its auditor's report on our consolidated financial statements in this document (including any supplemental disclosure document or addenda to this base listing document) as and when they become available.

The Listing Documents are also available on the website of the Stock Exchange at [www.hkexnews.hk](http://www.hkexnews.hk).

各上市文件亦可於聯交所的網站 [www.hkexnews.hk](http://www.hkexnews.hk) 瀏覽。

**Has the Auditor consented to the inclusion of its report to the Listing Documents?**

Our Auditor has given and has not withdrawn its written consent to the inclusion of its report dated 16 February 2023 in this document and/or the references to its name in the Listing Documents, in the form and context in which they are included. Its report was not prepared for incorporation into this document.

The Auditor does not hold our shares or shares in our subsidiaries, nor does it have the right (whether legally enforceable or not) to subscribe for or to nominate persons to subscribe for our securities or securities of any of our subsidiaries.

**Authorised representatives**

Amy Tang and Law Chun Tak, Alson, both of 10 Des Voeux Road Central, Hong Kong, are our authorised representatives.

**How can you get further information about us?**

You may visit [www.hkbea.com/warrants](http://www.hkbea.com/warrants) to obtain further information about us.

You must note that the information on our website will be of a general nature and cannot be relied upon as accurate and/or correct and will not have been prepared exclusively for the purposes of any particular financial instrument issued by us, including the Structured Products.

**Governing law of the Structured Products**

All contractual documentation for the Structured Products will be governed by, and construed in accordance with, the laws of Hong Kong.

**The Listing Documents are not the sole basis for making an investment decision**

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

No person has been authorised to give any information or to make any representations other than those contained in this document in connection with the Structured Products, and, if given or made, such information or representations must not be relied upon as having been authorised by us.

The Stock Exchange and HKSCC have made no assessment of, nor taken any responsibility for, our financial soundness or the merits of investing in any Structured Products, nor have they verified the accuracy or the truthfulness of statements made or opinions expressed in this document.

This document has not been reviewed by the Securities and Futures Commission. You are advised to exercise caution in relation to the offer of the Structured Products.

**Capitalised terms**

Unless otherwise specified, capitalised terms used in this document have the meanings set out in the General Conditions set out in Appendix 1 and the Product Conditions applicable to the relevant series of Structured Products set out in Appendix 2, Appendix 3 and Appendix 4 (together, the “**Conditions**”).

## OVERVIEW OF WARRANTS

### What is a Warrant?

A Warrant is a type of derivative warrants.

A derivative warrant linked to a share of a company, a unit or share of a fund, an index or other asset (“**Underlying Assets**”, each an “**Underlying Asset**”) is an instrument which gives the holder an investment exposure to the Underlying Asset by reference to a pre-set price or level called the Exercise Price or Strike Level on the Expiry Date. It usually costs a fraction of the value of the Underlying Asset.

A derivative warrant may provide leveraged return to you (but conversely, it could also magnify your losses).

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

Our Warrants are European style warrants. This means they will be automatically exercised on the Expiry Date, entitling the holder to a potential cash amount called the “**Cash Settlement Amount**” (if positive) according to the Conditions in the Listing Documents.

You will receive the Cash Settlement Amount (if any) less any Exercise Expenses upon expiry. If the Cash Settlement Amount is equal to or less than the Exercise Expenses, no amount is payable to you upon expiry and you will lose all of your investment in the Structured Products.

### How do our Warrants work?

The potential payoff upon expiry of the Warrants is calculated by us by reference to the difference between:

- (a) for Warrants linked to a share or unit, the Exercise Price and the Average Price; and
- (b) for Warrants over index, the Strike Level and the Closing Level.

#### *Call Warrant*

A call Warrant is suitable for an investor holding a bullish view of the price or level of the Underlying Asset during the term of the Warrant.

A call Warrant will be exercised if the Average Price or Closing Level is greater than the Exercise Price or Strike Level (as the case may be). The more the Average Price or Closing Level exceeds the Exercise Price or Strike Level (as the case may be), the higher the payoff upon expiry. If the Average Price or Closing Level is at or below the Exercise Price or Strike Level (as the case may be), an investor in the call Warrant will lose all of his investment.

#### *Put Warrant*

A put Warrant is suitable for an investor holding a bearish view of the price or level of the Underlying Asset during the term of the Warrant.

A put Warrant will be exercised if the Average Price or Closing Level is below the Exercise Price or Strike Level (as the case may be). The more the Average Price or Closing Level is below the Exercise Price or Strike Level (as the case may be), the higher the payoff upon expiry. If the Exercise Price or Strike Level is at or below the Average Price or Closing Level (as the case may be), an investor in the put Warrant will lose all of his investment.

### Where can you find the Product Conditions applicable to our Warrants?

You should review the Product Conditions applicable to each type of the Warrants before your investment.

The Product Conditions applicable to each type of our Warrants are set out in Parts A, B and C of Appendix 2 (as may be supplemented by any addendum and/or the relevant launch announcement and supplemental listing document).

**What are the factors determining the price of a Warrant?**

The price of a warrant generally depends on the prevailing price or level of the Underlying Asset. However, throughout the term of a warrant, its price will be influenced by a number of factors, including:

- (a) the Exercise Price or Strike Level of the warrants;
- (b) the value and volatility of the price or the level of the Underlying Asset (being a measure of the fluctuation in the price or level of the Underlying Asset);
- (c) the time remaining to expiry: generally, the longer the remaining life of the warrant, the greater its value;
- (d) interim interest rates and expected dividend payments or other distributions on the Underlying Asset or on any components comprising the underlying index;
- (e) the liquidity of the Underlying Asset or the futures contracts relating to the underlying index;
- (f) the supply and demand for the warrant;
- (g) our related transaction cost; and
- (h) our creditworthiness.

**What is your maximum loss?**

Your maximum loss in the Warrants will be limited to your entire investment amount plus any transaction cost.

**How can you get information about the warrants after issue?**

You may visit the Stock Exchange website at [https://www.hkex.com.hk/products/securities/structured-products/overview?sc\\_lang=en](https://www.hkex.com.hk/products/securities/structured-products/overview?sc_lang=en) or our website at <http://www.beawarrants.com.hk/> to obtain further information on our Warrants or any notice given by us or the Stock Exchange in relation to our Warrants.



## OVERVIEW OF INLINE WARRANTS

### What is an Inline Warrant?

An Inline Warrant is a type of derivative warrants.

A derivative warrant linked to an Underlying Asset is an instrument which derives its value from the Underlying Asset. It usually costs a fraction of the value of the Underlying Asset.

A derivative warrant may provide leveraged return to you (but conversely, it could also magnify your losses).

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

Our Inline Warrants are European Style warrants. This means they can only be exercised on the Expiry Date.

An Inline Warrant will, upon exercise on the Expiry Date, entitle you to a cash amount called the “**Cash Settlement Amount**” (net of any Exercise Expenses) (if positive) according to the applicable Conditions.

You will receive the Cash Settlement Amount less any Exercise Expenses upon settlement at expiry. As of the date of this document, no Exercise Expenses are payable for cash settled warrants (including our Inline Warrants).

### How do our Inline Warrants work?

Our Inline Warrants carry exotic features and their terms and pricing may be more complicated than the Warrants. Our Inline Warrants provide a pre-fixed potential payoff at either a **capped amount or a floor amount** at expiry.

You will either:

- (i) receive a fixed and capped amount equal to the Maximum Payoff Amount per Inline Warrant at expiry if the Average Price (for an Inline Warrant linked to a share of a company) or Closing Level (for an Inline Warrant linked to an index) is at or below the Upper Strike Price or Upper Strike Level (as the case may be) and at or above the Lower Strike Price or Lower Strike Level (as the case may be); or

- (ii) receive a fixed and floor amount equal to the Minimum Payoff Amount per Inline Warrant (which may be substantially less than your initial investment) at expiry and may suffer loss in your investment if the Average Price (for an Inline Warrant linked to a share of a company) or Closing Level (for an Inline Warrant linked to an index) is above the Upper Strike Price or Upper Strike Level (as the case may be) or below the Lower Strike Price or Lower Strike Level (as the case may be). You will still receive the Minimum Payoff Amount per Inline Warrant in this scenario because such amount is included in the price you pay for buying our Inline Warrants.

### Where can you find the Product Conditions applicable to our Inline Warrants?

You should review the Product Conditions applicable to each type of the Inline Warrants before your investment.

The Product Conditions applicable to each type of our Inline Warrants are set out in Parts A and B of Appendix 3 (as may be supplemented by any addendum and/or the relevant launch announcement and supplemental listing document).

### What are the factors determining the price of an Inline Warrant?

The price of an Inline Warrant generally depends on the prevailing price or level of the Underlying Asset. However, throughout the term of an Inline Warrant, its price will be influenced by one or more of the following factors, including:



- (a) the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive) applicable to that Inline Warrants: generally, the wider the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive) of the Inline Warrants, the greater its value;
  - (b) the value or level of the Underlying Asset: generally, the closer the price or level of the Underlying Asset towards the mid-way of the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level, ignoring interim interest rates and expected dividend payments on the Underlying Asset or on any components comprising the underlying index and assuming all other factors remain constant, the greater the value of the Inline Warrants; conversely, the farther away the price or level of the Underlying Asset from the mid-way of the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level, ignoring interim interest rates and expected dividend payments on the Underlying Asset or on any components comprising the underlying index and assuming all other factors remain constant, the lower the value of the Inline Warrants;
  - (c) the volatility of the price or level of the Underlying Asset (being a measure of the fluctuation in the price or level of the Underlying Asset over time): generally, if an Inline Warrant is “out-of-the-range” (ie. the price or level of the Underlying Asset falls outside the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive)), the higher the volatility, the greater the value of the Inline Warrants; conversely, if an Inline Warrant is “in-the-range” (ie. the price or level of the Underlying Asset falls within the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive)), the higher the volatility, the lower the value of the Inline Warrants;
  - (d) the expected probability of the Average Price or Closing Level falling within the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive) at expiry;
  - (e) the time remaining to expiry: generally, if an Inline Warrant is out-of-the-range, the longer the remaining life of the Inline Warrant, the greater its value; conversely, if an Inline Warrant is in-the-range, the shorter the remaining life of the Inline Warrant, the greater its value;
  - (f) the interim interest rates;
  - (g) the expected dividend payments or other distributions (if any) on the Underlying Asset or on any components comprising the underlying index;
  - (h) the liquidity of the Underlying Asset or of the futures contracts relating to the underlying index;
  - (i) the supply and demand for the Inline Warrant;
  - (j) our related transaction cost; and
  - (k) our creditworthiness.
- What is your maximum loss?**
- If we become insolvent or default on our obligations under our Inline Warrants, the maximum loss in the Inline Warrants will be your entire investment amount plus any transaction cost.
- Otherwise, if the Average Price or Closing Level (as the case may be) is above the Upper Strike Price or Upper Strike Level (as the case may be) or below the Lower Strike Price or Lower Strike Level (as the case may be) at expiry, the maximum loss in the Inline Warrants will be your entire investment amount less the Minimum Payoff Amount per Inline Warrant multiplied by the number of Inline Warrants purchased plus any transaction cost.

**What is your maximum profit?**

The potential maximum profit in our Inline Warrants will be capped at the Maximum Payoff Amount per Inline Warrant multiplied by the number of Inline Warrants purchased less your entire investment amount and transaction cost.

You should note that your profit or loss in the Inline Warrants will be affected by the amount invested by you and transaction cost.

**How can you get information about the Inline Warrants after issue?**

You may visit the HKEX's website at [https://www.hkex.com.hk/products/securities/structured-products/overview?sc\\_lang=en](https://www.hkex.com.hk/products/securities/structured-products/overview?sc_lang=en) or our website at <http://www.beawarrants.com.hk/> to obtain further information on Inline Warrants or any notice given by us or the Stock Exchange in relation to our Inline Warrants.

## OVERVIEW OF CBBCS

### What are CBBCs?

CBBCs are a type of Structured Products that track the performance of an Underlying Asset. CBBCs can be issued on different types of Underlying Assets as prescribed by the Stock Exchange from time to time, including:

- (a) shares of a company listed on the Stock Exchange;
- (b) units or shares of a fund listed on the Stock Exchange;
- (c) Hang Seng Index, Hang Seng China Enterprises Index, Hang Seng TECH Index and Hang Seng China H-Financials Index; and/or
- (d) overseas securities, indices, currencies, commodities (such as oil, gold and platinum) or commodity futures.

A list of eligible Underlying Assets for CBBCs is available on the website of the Stock Exchange at [https://www.hkex.com.hk/Products/Securities/Structured-Products/Eligible-Underlying-Assets?sc\\_lang=en](https://www.hkex.com.hk/Products/Securities/Structured-Products/Eligible-Underlying-Assets?sc_lang=en)

CBBCs are issued either as bull CBBCs or bear CBBCs, allowing you to take either bullish or bearish positions on the Underlying Asset.

Bull CBBCs are designed for investors who have an optimistic view on the Underlying Asset. Bear CBBCs are designed for investors who have a pessimistic view on the Underlying Asset.

CBBCs have a mandatory call feature (the “**Mandatory Call Event**”) and, subject to the limited circumstances set out in the relevant Conditions in which a Mandatory Call Event may be reversed, we must terminate our CBBCs upon the occurrence of a Mandatory Call Event. See “What is the mandatory call feature of CBBCs?” below for further information.

There are 2 categories of CBBCs, namely:

- (a) Category R CBBCs; and
- (b) Category N CBBCs.

Your entitlement following the occurrence of a Mandatory Call Event will depend on the category of the CBBCs. See “Category R CBBCs vs Category N CBBCs” below for further information.

If no Mandatory Call Event occurs, the CBBCs will be exercised automatically on the Expiry Date by payment of a Cash Settlement Amount (if any) on the Settlement Date. The Cash Settlement Amount (if any) payable at expiry represents the difference between the Closing Price/Closing Level of the Underlying Asset on the Valuation Date and the Strike Price/Strike Level. See “Category R CBBCs vs Category N CBBCs” below.

### What is the mandatory call features of CBBCs?

#### *Mandatory Call Event*

Subject to the limited circumstances set out in the relevant Product Conditions in which a Mandatory Call Event may be reversed, we must terminate the CBBCs if a Mandatory Call Event occurs. A Mandatory Call Event occurs if the Spot Price/Spot Level of the Underlying Asset is:

- (a) at or below the Call Price/Call Level (in the case of a bull CBBC); or
- (b) at or above the Call Price/Call Level (in the case of a bear CBBC),

at any time during the Observation Period.

The Observation Period starts from and includes the Observation Commencement Date of the relevant CBBCs and ends on and includes the Trading Day immediately preceding the Expiry Date.

Subject to the limited circumstances set out in the relevant Product Conditions in which a Mandatory Call Event may be reversed and such modification and amendment as may be prescribed by the Stock Exchange from time to time:

- (a) all trades in the CBBCs concluded via auto-matching or manually after the time of the occurrence of a Mandatory Call Event; and

- (b) where the Mandatory Call Event occurs during a pre-opening session or closing auction session (if applicable), all auction trades in the CBBCs concluded in such session and all manual trades concluded after the end of the pre-order matching period in such session,

will be invalid and will be cancelled, and will not be recognised by us or the Stock Exchange.

The time at which a Mandatory Call Event occurs will be determined by reference to:

- (a) in respect of CBBCs over single equities listed on the Stock Exchange or CBBCs over exchange traded funds, the Stock Exchange's automatic order matching and execution system time at which the Spot Price is at or below the Call Price (in the case of a bull CBBC) or is at or above the Call Price (in the case of a bear CBBC); or
- (b) in respect of CBBCs over index, the time the relevant Spot Level is published by the Index Compiler at which the Spot Level is at or below the Call Level (in the case of a bull CBBC) or is at or above the Call Level (in the case of a bear CBBC),

subject to the rules and requirements as prescribed by the Stock Exchange from time to time.

#### *Category R CBBCs vs. Category N CBBCs*

The launch announcement and supplemental listing document for the relevant series of CBBCs will specify whether the CBBCs are Category R CBBCs or Category N CBBCs.

**“Category R CBBCs”** refer to CBBCs for which the Call Price/Call Level is different from their Strike Price/Strike Level. In respect of a series of Category R CBBCs, you may receive a cash payment called the Residual Value upon the occurrence of a Mandatory Call Event. The amount of the Residual Value payable (if any) is calculated by reference to:

- (a) in respect of a series of bull CBBCs, the difference between the Minimum Trade Price/Minimum Index Level of the Underlying Asset and the Strike Price/Strike Level; and

- (b) in respect of a series of bear CBBCs, the difference between the Strike Price/Strike Level and the Maximum Trade Price/Maximum Index Level of the Underlying Asset.

**“Category N CBBCs”** refer to CBBCs for which the Call Price/Call Level is equal to their Strike Price/Strike Level. In respect of a series of Category N CBBCs, you will not receive any cash payment following the occurrence of a Mandatory Call Event.

You must read the applicable Conditions and the relevant launch announcement and supplemental listing document to obtain further information on the calculation formula of the Residual Value applicable to Category R CBBCs.

You may lose all of your investment in a particular series of CBBCs if:

- (a) in the case of a series of bull CBBCs, the Minimum Trade Price/Minimum Index Level of the Underlying Asset is equal to or less than the Strike Price/Strike Level; or
- (b) in the case of a series of bear CBBCs, the Maximum Trade Price/Maximum Index Level of the Underlying Asset is equal to or greater than the Strike Price/Strike Level.

#### **How is the funding cost calculated?**

The issue price of a series of CBBCs represents the difference between the initial reference spot price/spot level of the Underlying Asset as at the launch date of the CBBC and the Strike Price/Strike Level, plus the applicable funding cost.

The initial funding cost applicable to each series of CBBCs will be specified in the relevant launch announcement and supplemental listing document and will fluctuate throughout the life of the CBBCs as the funding rate changes from time to time. The funding rate is a rate determined by us based on one or more of the following factors, including but not limited to the Strike Price/Strike Level, the prevailing interest rate, the expected life of the CBBCs, expected notional dividends or distributions in respect of the Underlying Asset and the margin financing provided by us.

Further details about the funding cost applicable to a series of CBBCs will be described in the relevant launch announcement and supplemental listing document.

**Do you own the Underlying Asset?**

CBBCs convey no interest in the Underlying Asset. We may choose not to hold the Underlying Asset or any derivatives contracts linked to the Underlying Asset. There is no restriction through the issue of the CBBCs on the ability of us and/or our affiliates to sell, pledge or otherwise convey all right, title and interest in any Underlying Asset or any derivatives products linked to the Underlying Asset.

**Where can you find the Product Conditions applicable to our CBBCs?**

You should review the Product Conditions applicable to each type of the CBBCs before your investment.

The Product Conditions applicable to each type of our CBBCs are set out in Parts A, B and C of Appendix 4 (as may be supplemented by any addendum or the relevant launch announcement and supplemental listing document).

**What are the factors determining the price of a series of CBBCs?**

The price of a series of CBBCs tends to follow closely the movement in the value of the Underlying Asset in dollar value (on the assumption of an entitlement ratio of one CBBC to one unit or share of the Underlying Asset).

However, throughout the term of a CBBC, its price will be influenced by a number of factors, including:

- (a) the Strike Price/Strike Level and the Call Price/Call Level;
- (b) the likelihood of the occurrence of a Mandatory Call Event;
- (c) for Category R CBBCs only, the probable range of the Residual Value payable upon the occurrence of a Mandatory Call Event;
- (d) the time remaining to expiry;

(e) the interim interest rates and expected dividend payments or other distributions on the Underlying Asset or on any components comprising the underlying index;

(f) the supply and demand for the CBBCs;

(g) the probable range of the Cash Settlement Amounts;

(h) the liquidity of the Underlying Asset or futures contracts relating to the underlying index;

(i) our related transaction cost; and

(j) our creditworthiness.

**What is your maximum loss in CBBCs?**

Your maximum loss in CBBCs will be limited to your entire investment amount plus any transaction cost.

**How can you get information about the CBBCs after issue?**

You may visit the Stock Exchange website at [https://www.hkex.com.hk/products/securities/structured-products/overview?sc\\_lang=en](https://www.hkex.com.hk/products/securities/structured-products/overview?sc_lang=en) or our website at <http://www.beawarrants.com.hk/> to obtain further information on CBBCs or any notice given by us or the Stock Exchange in relation to our CBBCs.

## INFORMATION ABOUT US

### Place of incorporation

The Bank of East Asia, Limited (“**BEA**”) is incorporated in Hong Kong with limited liability.

### Profile and activities

Incorporated in Hong Kong in 1918, BEA is a leading Hong Kong-based financial services group listed on the Stock Exchange with total consolidated assets of HK\$882.8 billion (US\$113.1 billion) as of 31 December 2022.

BEA provides a comprehensive range of wholesale banking, personal banking, wealth management, and investment services to its customers throughout Greater China and beyond.

BEA maintains one of the largest branch networks in Hong Kong, with full-service branches, SupremeGold Centres and SupremeGold Private Centres for affluent and premium affluent customers respectively; and innovative, extended hour i-Financial Centres conveniently located throughout the city. In Mainland China, BEA’s wholly-owned subsidiary, The Bank of East Asia (China) Limited operates one of the most extensive networks of any foreign bank in China, with outlets in 38 cities nationwide. Overseas, BEA maintains an active presence in Southeast Asia, the United Kingdom, and the United States. Worldwide, BEA serves customers through around 130 outlets and offers rewarding and challenging career opportunities to over 8,000 employees.

The BEA Group strives to be a positive, enabling force in the communities it serves and is committed to long-term sustainable development. The BEA Group integrates social, environmental, ethical, employee, and customer concerns into its business and operations with the aim of aligning the interests of its stakeholders and the society at large.

For more information on BEA, please visit your nearest BEA branch or visit BEA’s homepage at [www.hkbea.com](http://www.hkbea.com).

## Management of BEA

The Board of Directors is the most senior body within BEA with ultimate responsibility for the strategy and management of the company and for the supervision of its executive management.

The following table sets out the 17 members of the Board of Directors as of 31 January 2023:

Board of Directors	Title
Dr. the Hon. Sir David LI Kwok-po	Executive Chairman
Mr. Adrian David LI Man-kiu	Co-Chief Executive
Mr. Brian David LI Man-bun	Co-Chief Executive
Professor Arthur LI Kwok-cheung	Non-executive Director (Deputy Chairman)
Mr. Aubrey LI Kwok-sing	Non-executive Director
Mr. Winston LO Yau-lai	Non-executive Director
Mr. Stephen Charles LI Kwok-sze	Non-executive Director
Dr. Daryl NG Win-kong	Non-executive Director
Mr. Masayuki OKU	Non-executive Director
Dr. Francisco Javier SERRADO TREPAT	Non-executive Director
Dr. Allan WONG Chi-yun	Independent Non-executive Director (Deputy Chairman)
Dr. the Hon. Rita FAN HSU Lai-tai	Independent Non-executive Director
Mr. Meocre LI Kwok-wing	Independent Non-executive Director
Dr. the Hon. Henry TANG Ying-yen	Independent Non-executive Director
Dr. Delman LEE	Independent Non-executive Director
Mr. William Junior Guilherme DOO	Independent Non-executive Director
Dr. David MONG Tak-yeung	Independent Non-executive Director



## RISK FACTORS

*Not all of the risk factors described below will be applicable to a particular series of Structured Products. Please consider all risks carefully prior to investing in any Structured Products and consult your professional independent financial adviser and legal, accounting, tax and other advisers with respect to any investment in the Structured Products. Please read the following section together with the risk factors set out in the relevant launch announcement and supplemental listing document.*

### General risks relating to us

#### *Non-collateralised Structured Products*

The Structured Products are not secured on any of our assets or any collateral. Each series of Structured Products constitutes our general unsecured contractual obligations and of no other person and will rank equally with our other unsecured contractual obligations and with our unsecured and unsubordinated debt. At any given time, the number of our Structured Products outstanding may be substantial.

#### *Credit risk*

If you purchase our Structured Products, you are relying upon our creditworthiness and have no rights under these products against:

- (a) any company which issues the underlying shares;
- (b) any fund which issues the underlying securities or its trustee (if applicable) or manager; or
- (c) any index compiler of the underlying index.

As our obligations under the Structured Products are unsecured, we do not guarantee the repayment of your investment in any Structured Product.

If we become insolvent or default on our obligations under the Structured Products, you may not be able to recover all or even part of the amount due under the Structured Products (if any).

Any downgrading of our ratings could result in a reduction in the value of the Structured Products.

#### *Hong Kong resolution regime*

The Financial Institutions (Resolution) Ordinance (“**FIRO**”) was enacted by the Legislative Council of Hong Kong in June 2016. The FIRO (except Part 8, section 192 and Division 10 of Part 15 thereof) came into operation on 7 July 2017.

The FIRO provides a regime for the orderly resolution of financial institutions with a view to avoiding or mitigating the risks otherwise posed by their non-viability to the stability and effective working of the financial system of Hong Kong, including the continued performance of critical financial functions. The FIRO seeks to provide the relevant resolution authorities with a range of powers to bring about timely and orderly resolution in order to stabilise and secure continuity for a failing authorised institution in Hong Kong. In particular, it is envisaged that subject to certain safe guards, the relevant resolution authority would be provided with powers to affect contractual and property rights as well as payments (including in respect of any priority of payment) that creditors would receive in resolution, including but not limited to powers to write off, or convert into equity, all or a part of the liabilities of the failing financial institution.

As an authorised institution incorporated in Hong Kong, we are subject to and bound by the FIRO. The exercise of any resolution power by the relevant resolution authority under the FIRO in respect of us may have a material adverse effect on the value of the Structured Products, and as a result, you may not be able to recover all or any amount due under the Structured Products.

#### *No deposit liability or debt obligation*

We are obliged to deliver to you the Cash Settlement Amount under the General Conditions and the relevant Product Conditions of each series of Structured Product upon expiry. We do not intend (expressly, implicitly or otherwise) to create a deposit liability or a debt obligation of any kind by the issue of any Structured Product.

## *Conflicts of interest*

We and our subsidiaries (the “**Group**”) engages in financial activities for our own account or the account of others. The Group, in connection with our other business activities, may possess or acquire material information about the Underlying Assets to which a Structured Product is linked. Such activities may involve or otherwise affect the Underlying Assets in a manner that may cause consequences adverse to you or otherwise create conflicts of interests in connection with the issue of Structured Products by us. Such actions and conflicts may include, without limitation, the purchase and sale of securities and exercise of creditor rights. The Group:

- (a) has no obligation to disclose such information about the Underlying Assets or such activities. The Group and our officers and directors may engage in any such activities without regard to the issue of Structured Products by us or the effect that such activities may directly or indirectly have on any Structured Product;
- (b) may from time to time engage in transactions involving the Underlying Assets for our proprietary accounts and/or for accounts under our management and/or to hedge against the market risk associated with issuing the Structured Products. Such transactions may have a positive or negative effect on the price or level of the Underlying Assets and consequently upon the value of the relevant series of Structured Products;
- (c) may from time to time act in other capacities with regard to the Structured Products, such as in an agency capacity and/or as the liquidity provider; and/or
- (d) may issue other derivative instruments in respect of the Underlying Assets and the introduction of such competing products into the market place may affect the value of the relevant series of Structured Products.

## **General risks in relation to Structured Products**

*You may lose all your investment in the Structured Products*

Structured Products involve a high degree of risk, and are subject to a number of risks which may include interest, time value, market and/or political risks. Structured Products may expire worthless.

Options, warrants and equity linked instruments are priced primarily on the basis of the price or level of the Underlying Asset, the volatility of the Underlying Asset’s price or level and the time remaining to expiry of the Structured Product.

The price of Structured Products generally may fall in value as rapidly as they may rise and you should be prepared to sustain a significant or total loss of the purchase price of the Structured Products. Assuming all other factors are held constant, the more the underlying share price, unit price or index level of a Structured Product moves in a direction against your anticipation and the shorter its remaining term to expiration, the greater the risk that you will lose all or a significant part of your investment.

“European Style” Structured Products are only exercisable on their respective Expiry Dates and may not be exercised by you prior to the relevant Expiry Date. Accordingly, if, on such Expiry Date, the Cash Settlement Amount is zero or negative, you will lose the value of your investment.

The risk of losing all or any part of the purchase price of a Structured Product upon expiration means that, in order to recover and realise a return on your investment, you must generally anticipate the direction, timing and magnitude of any change in the price or level of the Underlying Asset specified in the relevant launch announcement and supplemental listing document correctly.

Changes in the price or level of an Underlying Asset can be unpredictable, sudden and large and such changes may result in the price or level of the Underlying Asset moving in a direction which will negatively impact upon the return on your investment. You therefore risk losing your entire investment (or, in the case of Inline Warrants, a substantial part of your investment) if the price or level of the relevant Underlying Asset does not move in the anticipated direction.

*The value of the Structured Products may be disproportionate or opposite to the movement in price or level of the Underlying Assets*

An investment in Structured Products is not the same as owning the Underlying Assets or having a direct investment in the Underlying Asset. The market values of Structured Products are linked to the relevant Underlying Assets and will be influenced (positively or negatively) by it or them but any change may not be comparable and may be disproportionate. It is possible that while the price or level of the Underlying Assets increases, the value of the Warrant or CBBC decreases. In the case of Inline Warrants, generally, ignoring interim interest rates and expected dividend payments on the Underlying Asset or on any components comprising the underlying index and assuming all other factors remain constant, the closer the price/level of the Underlying Asset towards the mid-way of the Upper Strike Price/Upper Strike Level and the Lower Strike Price/Lower Strike Level, the greater the value of the Inline Warrants; conversely, the farther the price/level of the Underlying Asset from the mid-way of the Upper Strike Price/Upper Strike Level and the Lower Strike Price/Lower Strike Level, the lower the value of the Inline Warrants.

If you intend to purchase any series of Structured Products to hedge against the market risk associated with investing in the Underlying Asset specified in the relevant launch announcement and supplemental listing document, you should recognise the complexities of utilising Structured Products in this manner. For example, the value of the Structured Products may not exactly correlate with the price or level of the Underlying Asset. Due to fluctuations in supply and demand for Structured Products, there is no assurance that their value will correlate with movements of the Underlying Asset.

#### *Possible illiquidity of secondary market*

It is not possible to predict if and to what extent a secondary market may develop in any series of Structured Products and at what price such series of Structured Products will trade in the secondary market and whether such market will be liquid or illiquid. The fact that the Structured Products are listed does not necessarily lead to greater liquidity than if they were not listed.

A lessening of the liquidity of the affected series of Structured Products may cause, in turn, an increase in the volatility associated with the price of such Structured Products.

While we have, or will appoint, a liquidity provider for the purpose of making a market for each series of Structured Products, there may be circumstances outside our control or the appointed liquidity provider's control where the appointed liquidity provider's ability to make a market in some or all series of Structured Products is limited, restricted, and/or without limitation, frustrated. In such circumstances we will use our best endeavours to appoint an alternative liquidity provider.

#### *Interest rates*

Value of the Structured Products in the secondary market may be sensitive to movements in interest rates. A variety of factors influence interest rates such as macro economic, governmental, speculative and market sentiment factors. Such fluctuations may have an impact on the value of the Structured Products at any time prior to valuation of the Underlying Assets relating to the Structured Products.

#### *Time decay*

The settlement amount of certain series of Structured Products at any time prior to expiration may be less than the trading price of such Structured Products at that time. The difference between the trading price and the settlement amount will reflect, among other things, a "time value" of the Structured Products. The "time value" of the Structured Products will depend upon, among others, the length of the period remaining to expiration and expectations concerning the range of possible future prices or levels of the Underlying Assets. The value of a Warrant or CBBC is likely to decrease over time. The value of an Inline Warrant is likely to decrease over time when the price or level of the Underlying Asset falls outside the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive), ignoring interim interest rates and expected dividend payments on the Underlying Asset or on any components comprising the underlying index and assuming all other factors remain constant. Therefore, the Structured Products should not be viewed as products for long term investments.

## *Taxes*

You may be required to pay stamp duty or other taxes or other documentary charges. If you are in doubt as to your tax position, you should consult your own independent tax advisers. In addition, you should be aware that tax regulations and their application by the relevant taxation authorities may change from time to time. Accordingly, it is not possible to predict the precise tax treatment which will apply at any given time. See “Taxation in Hong Kong” in the section headed “Taxation” on page 27 for further information.

## *Modification to the Conditions*

Under the Conditions, we may, without your consent, effect any modification of the terms and conditions applicable to the Structured Products or the Instrument which, in our opinion is:

- (a) not materially prejudicial to the interests of the holder of the Structured Products generally (without considering the circumstances of any individual holder or the tax or other consequences of such modification in any particular jurisdiction);
- (b) of a formal, minor or technical nature;
- (c) made to correct a manifest error; or
- (d) necessary in order to comply with mandatory provisions of the laws or regulations of Hong Kong.

## *Possible early termination for illegality or impracticability*

If we determine in good faith and in a commercially reasonable manner that, for reasons beyond our control, it has become or it will become illegal or impracticable:

- (a) for us to perform our obligations under the Structured Products in whole or in part as a result of (i) the adoption of or any change in any relevant law or regulation or (ii) the promulgation of, or any change, in the interpretation by any court, tribunal, governmental, administrative, legislative, regulatory or judicial authority or power with competent jurisdiction of any relevant law or regulation, (each of (i) and (ii), a “**Change in Law Event**”); or

- (b) for us or our affiliates to maintain our hedging arrangements with respect to the Structured Product due to a Change in Law Event,

we may terminate such Structured Products early. If we terminate the Structured Products early, we will, if and to the extent permitted by applicable law, pay an amount determined by us in good faith and in commercially reasonable manner to be the fair market value notwithstanding the illegality or impracticability less our cost of unwinding any related hedging arrangements. Such amount may be substantially less than your initial investment and may be zero.

## *Exchange rate risk*

There may be an exchange rate risk in the case of cash settled Structured Products where the Cash Settlement Amount will be converted from a foreign currency into the Settlement Currency. Exchange rates between currencies are determined by forces of supply and demand in the foreign exchange markets. These forces are, in turn, affected by factors such as international balances of payments and other economic and financial conditions, government intervention in currency markets and currency trading speculations. Fluctuations in foreign exchange rates, foreign political and economic developments and the imposition of exchange controls or other foreign governmental laws or restrictions applicable to such investments may affect the foreign currency market prices and the exchange rate-adjusted equivalent prices of the Structured Products. Fluctuations in the exchange rate of any one currency may be offset by fluctuations in the exchange rate of other relevant currencies.

## **Risks in relation to the Underlying Asset**

### *You have no right to the Underlying Asset*

Unless specifically indicated in the Conditions, you will not be entitled to any:

- (a) voting rights or rights to receive dividends or other distributions or any other rights that a holder of the underlying shares or units would normally be entitled to; or
- (b) voting rights or rights to receive dividends or other distributions or any other rights with respect to any company constituting any underlying index.

### *Valuation risk*

An investment in Structured Products may involve valuation risk with regards to the Underlying Asset to which the particular series of Structured Products relate. The price or level of the Underlying Asset may vary over time and may increase or decrease by reference to a variety of factors which may include corporate actions, macro economic factors, speculation and, where the Underlying Asset is an index, changes in the formula for or the method of calculating the underlying index.

You must be experienced with dealings in these types of Structured Products and must understand the risks associated with dealings in such products. You should reach an investment decision only after careful consideration, with your advisers, of the suitability of any Structured Product in light of your particular financial circumstances, the information regarding the relevant Structured Product and the particular Underlying Asset to which the value of the relevant Structured Product relates.

### *Adjustment related risk*

Certain events relating to the Underlying Asset require or, as the case may be, permit us to make certain adjustments or amendments to the Conditions. You have limited anti-dilution protection under the Conditions of the Structured Products. We may, in our sole and absolute discretion, adjust, among other things, the Entitlement, the Exercise Price, the Strike Level, the Call Price, the Upper Strike Price, the Lower Strike Price or any other terms (including without limitation the closing price or the closing level of the Underlying Asset) of any series of Structured Product. However, we are not required to make an adjustment for every event that may affect an Underlying Asset, in which case the market price of the Structured Product and the return upon the expiry of the Structured Product may be affected.

In the case of Structured Products which relate to an index, the level of the underlying index may be published by the index compiler at a time when one or more shares comprising the underlying index are not trading. If this occurs on the Valuation Date but such occurrence does not constitute a Market Disruption Event under the Conditions, then the value of such share(s) may not be included in the level of the underlying index. In addition, certain events relating to the index (including a material change in the formula

or the method of calculating the underlying index or a failure to publish the underlying index) permit us to determine the level of the underlying index on the basis of the formula or method last in effect prior to such change in formula or method.

### *Suspension of trading*

Prior to the Expiry Date, if trading or dealing in the Underlying Assets is suspended on the Stock Exchange, trading or dealing in the relevant series of Structured Product will be suspended for a similar period. In addition, if an Underlying Asset is an index and the calculation and/or publication of the index level by the index compiler is suspended for whatever reasons, trading in the relevant series of Structured Products may be suspended for a similar period. The value of the Warrants and CBBCs will decrease over time. The value of an Inline Warrant is also likely to decrease over time when the price or level of the Underlying Asset falls outside the range between the Upper Strike Price or Upper Strike Level and the Lower Strike Price or Lower Strike Level (both inclusive), ignoring interim interest rates and expected dividend payments on the Underlying Asset or on any components comprising the underlying index and assuming all other factors remain constant. You should note that in the case of a prolonged suspension period, the market price of the Structured Products may be subject to a significant impact of time decay of such prolonged suspension period and may fluctuate significantly upon resumption of trading after the suspension period of the Structured Products. This may adversely affect your investment in the Structured Products.

### *Delay in settlement*

Unless otherwise specified in the relevant Conditions, in the case of any expiry of Structured Products, there may be a time lag between the date on which the Structured Products expire and the time the applicable settlement amount relating to such event is determined. Any such delay between the time of expiry and the determination of the settlement amount will be specified in the relevant Conditions.



However, such delay could be significantly longer, particularly in the case of a delay in the expiry of such Structured Products arising from a determination by us that a Market Disruption Event, Settlement Disruption Event or delisting of a company has occurred at any relevant time or that adjustments are required in accordance with the Conditions.

The applicable settlement amount may change significantly during any such period, and such movement or movements could decrease or modify the settlement amount of the Structured Products.

You should note that in the event of a Settlement Disruption Event or a Market Disruption Event, payment of the Cash Settlement Amount may be delayed as more fully described in the Product Conditions.

*Risk specific to underlying asset adopting the multiple counters model*

Where the Underlying Asset adopts the multiple counters model for trading its units or shares on the Stock Exchange in Hong Kong dollars (“HKD”) and one or more foreign currencies (such as Renminbi and/or United States Dollars) (each a “**Foreign Currency**”) separately, the novelty and relatively untested nature of the Stock Exchange’s multiple counters model may bring the following additional risks:

- (a) the Structured Products may be linked to the units or shares traded in HKD or Foreign Currency. If the Underlying Asset is the units or shares traded in one currency counter, movements in the trading prices of the units or shares traded in another currency counter should not directly affect the price of the Structured Products;
- (b) if there is a suspension of inter-counter transfer of such units or shares between different currency counters for any reason, such units or shares will only be able to be traded in the relevant currency counter on the Stock Exchange, which may affect the demand and supply of such units or shares and have an adverse effect on the price of the Structured Products; and

- (c) the trading price on the Stock Exchange of the units or shares traded in one currency counter may deviate significantly from the trading price on the Stock Exchange of units or shares traded in another currency counter due to different factors, such as market liquidity, foreign exchange conversion risk, supply and demand in each counter and exchange rate fluctuation. Changes in the trading price of the Underlying Asset in the relevant currency counter may adversely affect the price of the Structured Products.

**Risks relating to Structured Products over funds**

*General risks*

In the case of Structured Products which relate to units or shares of a fund:

- (a) we and our affiliates do not have the ability to control or predict the actions of the trustee (if applicable) or the manager of the relevant fund. Neither the trustee (if applicable) nor the manager of the relevant fund (i) is involved in the offer of any Structured Product in any way, or (ii) has any obligation to consider the interests of the holders of any Structured Product in taking any corporate actions that might affect the value of any Structured Product; and
- (b) we have no role in the relevant fund. The trustee (if applicable) or manager of the relevant fund is responsible for making strategic, investment and other trading decisions with respect to the management of the relevant fund consistent with its investment objectives and in compliance with the investment restrictions as set out in the constitutive documents of the relevant fund. The manner in which the relevant fund is managed and the timing of the manager’s actions may have a significant impact on the performance of the relevant fund. Hence, the market price of the relevant units or shares is also subject to these risks.

### *Commodity market risk*

Where the underlying asset comprises the units or shares of an exchange traded fund (“**ETF**”) whose value relates directly to the value of a commodity, you should note that fluctuations in the price of the commodity could materially adversely affect the value of the underlying units or shares. Commodity market is generally subject to greater risks than other markets. The price of a commodity is highly volatile. Price movement of a commodity is influenced by, among other things, interest rates, changing market supply and demand relationships, trade, fiscal, monetary and exchange control programmes and policies of governments, and international political and economic events and policies.

### *Exchange traded funds*

In the case of Structured Products linked to units or shares of an ETF, you should note that:

- (a) an ETF is exposed to the economic, political, currency, legal and other risks of a specific sector or market related to the underlying asset pool or index or market that the ETF is designed to track;
- (b) there may be disparity between the performance of the ETF and the performance of the underlying asset pool or index or market that the ETF is designed to track as a result of, for example, failure of the tracking strategy, currency differences, fees and expenses; and
- (c) where the underlying asset pool or index or market that the ETF tracks is subject to restricted access, the efficiency in the creation or redemption of units or shares to keep the price of the ETF in line with its net asset value may be disrupted, causing the ETF to trade at a higher premium or discount to its net asset value. Hence, the market price of the Structured Products will also be indirectly subject to these risks.

### *Synthetic exchange traded funds*

Additionally, where the Underlying Asset comprises the units or shares of an ETF adopting a synthetic replication investment strategy to achieve its investment objectives by investing in financial derivative instruments linked to the performance of an underlying asset pool or index that the ETF is designed to track (“**Synthetic ETF**”), you should note that:

- (a) investments in financial derivative instruments will expose the Synthetic ETF to the credit, potential contagion and concentration risks of the counterparties who issued such financial derivative instruments. As such counterparties are predominantly international financial institutions, the failure of one such counterparty may have a negative effect on other counterparties of the Synthetic ETF. Even if the Synthetic ETF has collateral to reduce the counterparty risk, there may still be a risk that the market value of the collateral has fallen substantially when the Synthetic ETF seeks to realise the collateral; and
- (b) the Synthetic ETF may be exposed to higher liquidity risk if the Synthetic ETF invests in financial derivative instruments which do not have an active secondary market.

The above risks may have a significant impact on the performance of the relevant ETF or Synthetic ETF and hence the market price of Structured Products linked to such ETF or Synthetic ETF.

### *Risk specific to ETF investing through the QFI regimes and/or China Connect*

Where the Underlying Asset comprises units or shares of an ETF (“**China ETF**”) issued and traded outside Mainland China with direct investment in the Mainland China’s securities markets through the Qualified Foreign Institution Investor regime and Renminbi Qualified Foreign Institutional Investor regime (collectively, “**QFI regimes**”) and the Shanghai-Hong Kong Stock Connect and/or Shenzhen-Hong Kong Stock Connect (collectively, “**China Connect**”), you should note that, amongst others:



- (a) the novelty and untested nature of China Connect make China ETFs riskier than traditional ETFs investing directly in more developed markets. The policy and rules for the QFI regimes and China Connect prescribed by the Mainland China government are new and subject to change, and there may be uncertainty to their implementation. The uncertainty and change of the laws and regulations in Mainland China may adversely impact on the performance of China ETFs and the trading price of the relevant units or shares;
- (b) a China ETF primarily invests in securities traded in the Mainland China's securities markets and is subject to concentration risk. Investment in the Mainland China's securities markets (which are inherently stock markets with restricted access) involves certain risks and special considerations as compared with investment in more developed economies or markets, such as greater political, tax, economic, foreign exchange, liquidity and regulatory risks. The operation of a China ETF may also be affected by interventions by the applicable government(s) and regulators in the financial markets;
- (c) trading of securities invested by a China ETF under China Connect will be subject to a daily quota which is utilised on a first-come-first-serve basis under the China Connect. In the event that the daily quota under China Connect is reached, the manager may need to suspend creation of further units or shares of such China ETF, and therefore may affect the liquidity in unit or share trading of such China ETF. In such event, the trading price of a unit or share of such China ETF is likely to be at a significant premium to its net asset value, and may be highly volatile. The People's Bank of China and the State Administration of Foreign Exchange have jointly published the detailed implementation rules removing the investment quota under the QFI regimes with effect from 6 June 2020; and
- (d) there are risks and uncertainties associated with the current mainland Chinese tax laws applicable to a China ETF investing in Mainland China through the QFI regimes and/or China Connect. Although such China ETF may have made a tax provision in respect of potential tax liability, the provision may be excessive or inadequate. Any shortfall between the provisions and actual tax liabilities may be covered by the assets of such China ETF and may therefore adversely affect the net asset value of such China ETF and the market value and/or potential payout of the Structured Products.

The above risks may have a significant impact on the performance of the relevant units or shares and the price of the Structured Products.

Please read the offering documents of the relevant China ETF to understand its key features and risks.

#### *Real estate investment trust (“REIT”)*

Where the Underlying Asset comprises the units of a REIT, you should note that the investment objective of a REIT is to invest in a real estate portfolio. Each REIT is exposed to risks relating to investments in real estate, including but not limited to (a) adverse changes in political or economic conditions; (b) changes in interest rates and the availability of debt or equity financing, which may result in an inability by the REIT to maintain or improve the real estate portfolio and finance future acquisitions; (c) changes in environmental, zoning and other governmental rules; (d) changes in market rents; (e) any required repair and maintenance of the portfolio properties; (f) breach of any property laws or regulations; (g) the relative illiquidity of real estate investment; (h) real estate taxes; (i) any hidden interests in the portfolio properties; (j) any increase in insurance premiums and (k) any uninsurable losses.

There may also be disparity between the market price of the units of a REIT and the net asset value per unit. This is because the market price of the units of a REIT also depends on many factors, including but not limited to (a) the market value and perceived prospects of the real estate portfolio; (b) changes in economic or market conditions; (c) changes in market valuations of similar companies; (d) changes in interest rates; (e) the perceived attractiveness of the units of the REIT against those of other equity securities; (f) the future size and liquidity of the market for the units and the REIT market generally; (g) any future changes to the regulatory system, including the tax system and (h) the ability of the REIT to implement its investment and growth strategies and to retain its key personnel.

The above risks may have a significant impact on the performance of the relevant units and the price of the Structured Products.

### **Risks Relating to Inline Warrants**

*The Inline Warrants are exotic warrants and are not comparable to the Warrants*

The Inline Warrants are exotic warrants with different terms and risk and return profile compared to standard call or put Warrants listed on the Stock Exchange and are not comparable to the Warrants. The Inline Warrants carry exotic features and their terms and pricing may be more complicated than the Warrants. The Inline Warrants may behave quite differently from the Warrants and other exotic warrants in its response to the price levels/levels or movements in the price/level of the Underlying Asset. The pricing structure of the Inline Warrants requires investors to assess accurately the value of the Inline Warrants in relation to the expected probability of the Average Price/Closing Level falling within the range between the Upper Strike Price/Upper Strike Level and the Lower Strike Price/Lower Strike Level (both inclusive). The Inline Warrants are highly complicated and risky financial instruments and may be difficult for investors to properly value and/or to use as a hedging tool. You should carefully review and understand the Conditions, including the exotic features, before deciding to invest in the Inline Warrants. In particular, you should note that the Inline Warrants provide a pre-fixed potential payoff at either **a capped amount or a floor amount** at expiry. If the

Average Price/Closing Level falls outside the range between the Lower Strike Price/Lower Strike Level and the Upper Strike Price/Upper Strike Level (both inclusive), you will receive a lower fixed and floor amount equal to the Minimum Payoff Amount per Inline Warrant (which may be substantially less than your initial investment) at expiry and may suffer loss in your investment. You will still receive the Minimum Payoff Amount per Inline Warrant in this scenario because such amount is included in the price you pay for buying the Inline Warrants. Do not invest in the Inline Warrants unless you fully understand them and are willing to assume the risks associated with them.

*Maximum potential payoff is fixed and capped*

If the Average Price/Closing Level stays within the range between the Lower Strike Price/Lower Strike Level and the Upper Strike Price/Upper Strike Level (both inclusive), we will only pay you a fixed and capped amount equal to the Maximum Payoff Amount per Inline Warrant at expiry. This is the maximum potential payoff under the Inline Warrants.

*Rejection of orders and trades at the price above HK\$1*

You should note that any orders and reported trades of Inline Warrants at the price above HK\$1 will be automatically rejected upon their entry to the Stock Exchange's trading system. The Stock Exchange and its recognised exchange controller, HKEX, will not incur any liability (whether based on contract, tort (including, without limitation, negligence), or any other legal or equitable grounds and without regard to the circumstances giving rise to any purported claim except in the case of wilful misconduct on the part of the Stock Exchange and/or HKEX) for any direct, consequential, special, indirect, economic, punitive, exemplary or any other loss or damage suffered or incurred by us or any other party arising from or in connection with such rejection of orders and trades, including without limitation, any delay, failure, mistake or error in such rejection of orders and trades.

We and our affiliates shall not have any responsibility for any losses suffered as a result of such rejection of orders and trades in any circumstances.

*Prohibition on the sale of certain binary options in European retail markets*

There have been regulatory concerns over the sale of certain binary options to retail investors across the European Union in recent years. Such binary options are typically traded over-the-counter with bespoke structures and are very short-term, making them extremely speculative in nature. Until recently, the European Securities and Markets Authority (“ESMA”) implemented a temporary ban on the marketing, distribution or sale of binary options to retail customers in the European Union except for securitised binary options. The temporary ban expired and was lifted by ESMA on 1 July 2019 based on the fact that most national competent authorities within the European Union had taken permanent national product intervention measures relating to binary options that are at least as stringent as ESMA’s measure. For example, the Financial Conduct Authority (“FCA”) in the United Kingdom (a then European Union member) imposed a permanent ban effective from 2 April 2019 on the marketing, distribution or sale of all binary options (including securitised binary options) to retail customers in the United Kingdom while the Federal Financial Supervisory Authority (“BaFin”) in Germany and the Autorite des Marches Financiers (“AMF”) of France had also permanently banned the marketing, distribution or sale of binary options (other than securitised binary options) to retail customers.

The Inline Warrants are a form of securitised binary options. Unlike the binary options in the European retail markets as described above, the Inline Warrants listed on the Stock Exchange have a more standardised structure and relatively longer period to expiry (with a minimum duration of 6 months before expiry).

Irrespective of the differences between the Inline Warrants listed on the Stock Exchange and the binary options in Europe, you should nevertheless note the approach taken by the European regulators over binary options. The Inline Warrants are complex products. You should fully understand the structure and terms and conditions of the Inline Warrants and are willing to assume the risks associated with them before investing in the Inline Warrants.

**Risk relating to CBBCs**

*Correlation between the price of a CBBC and the price/level of the Underlying Asset*

When the Underlying Asset of a CBBC is trading at a price/level close to its Call Price/Call Level, the price of that CBBC tends to be more volatile and any change in the value of that CBBC at such time may be incomparable and disproportionate to the change in the price/level of the Underlying Asset.

*Mandatory Call Event is irrevocable except in limited circumstances*

A Mandatory Call Event is irrevocable unless it is triggered as a result of any of the following events:

- (a) system malfunction or other technical errors of HKEX (such as the setting up of wrong Call Price/Call Level and other parameters), and such event is reported by the Stock Exchange to us and we and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked; or
- (b) manifest errors caused by the relevant third party price source where applicable (such as miscalculation of the index level by the relevant index compiler), and such event is reported by us to the Stock Exchange and we and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked,

in each case, such mutual agreement must be reached between the Stock Exchange and us no later than such time as prescribed in the relevant launch announcement and supplemental listing document. Upon revocation of the Mandatory Call Event, trading of the CBBCs will resume and any trade cancelled after such Mandatory Call Event will be reinstated.

### *Non-recognition of Post MCE Trades*

The Stock Exchange and its recognised exchange controller, HKEX, shall not incur any liability (whether based on contract, tort (including, without limitation, negligence), or any other legal or equitable grounds and without regard to the circumstances giving rise to any purported claim except in the case of wilful misconduct on the part of the Stock Exchange and/or HKEX) for any direct, consequential, special, indirect, economic, punitive, exemplary or any other loss or damage suffered or incurred by us or any other party arising from or in connection with the Mandatory Call Event or the suspension of trading (“**Trading Suspension**”) or the non-recognition of trades after a Mandatory Call Event (“**Non-Recognition of Post MCE Trades**”), including without limitation, any delay, failure, mistake or error in the Trading Suspension or Non-Recognition of Post MCE Trades.

We and our affiliates shall not have any responsibility towards you for any losses suffered as a result of the Trading Suspension and/or Non-Recognition of Post MCE Trades in connection with the occurrence of a Mandatory Call Event, notwithstanding that such Trading Suspension or Non-Recognition of Post MCE Trades may have occurred as a result of an error in the observation of the event.

### *Residual Value will not include residual funding cost*

For Category R CBBCs, the Residual Value (if any) payable by us following the occurrence of a Mandatory Call Event will not include the residual funding cost for the CBBCs. You will not receive any residual funding cost back from us upon early termination of a Category R CBBC following the occurrence of a Mandatory Call Event.

### *Delay in announcements of a Mandatory Call Event*

The Stock Exchange will notify the market as soon as practicable after the CBBC has been called. You must however be aware that there may be delay in the announcements of a Mandatory Call Event due to technical errors or system failures and other factors that are beyond our control or the control of the Stock Exchange.

### *Our hedging activities may adversely affect the price/level of the Underlying Asset*

We and/or any of our affiliates may carry out activities that minimise our risks related to the CBBCs, including effecting transactions for our own account or for the account of our customers and hold long or short positions in the Underlying Asset whether for risk reduction purposes or otherwise. In addition, in connection with the offering of any CBBCs, we and/or any of our affiliates may enter into one or more hedging transactions with respect to the Underlying Asset. In connection with such hedging or market-making activities or with respect to proprietary or other trading activities by us and/or any of our affiliates, we and/or any of our affiliates may enter into transactions in the Underlying Asset which may affect the market price, liquidity or price/level of the Underlying Asset and/or the value of CBBCs and which could be deemed to be adverse to your interests. We and/or our affiliates are likely to modify our hedging positions throughout the life of the CBBCs whether by effecting transactions in the Underlying Asset or in derivatives linked to the Underlying Asset. Further, it is possible that the advisory services which we and/or our affiliates provide in the ordinary course of our business could lead to an adverse impact on the value of the Underlying Asset.

### *Unwinding of hedging arrangements*

The trading and/or hedging activities of us and/or our affiliates related to CBBCs and/or other financial instruments issued by us from time to time may have an impact on the price/level of the Underlying Asset and may trigger a Mandatory Call Event. In particular, when the Underlying Asset is trading close to the Call Price/Call Level, our unwinding activities may cause a fall or rise (as the case may be) in the trading price/level of the Underlying Asset, leading to a Mandatory Call Event as a result of such unwinding activities.

In respect of Category N CBBCs, we and/or our affiliates may unwind any hedging transactions entered into by us and/or our affiliates in relation to the CBBCs at any time even if such unwinding activities may trigger a Mandatory Call Event.

In respect of Category R CBBCs, before the occurrence of a Mandatory Call Event, we and/or our affiliates may unwind our hedging transactions relating to the CBBCs in proportion to the amount of the CBBCs we and/or our affiliates repurchase from time to time. Upon the occurrence of a Mandatory Call Event, we and/or our affiliates may unwind any hedging transactions in relation to the CBBCs. Such unwinding activities after the occurrence of a Mandatory Call Event may affect the trading price/level of the Underlying Asset and consequently the Residual Value for the CBBCs.

### **Risks relating to the legal form of the Structured Products**

Each series of Structured Products will be represented by a global certificate registered in the name of HKSCC Nominees Limited (or such other nominee company as may be used by HKSCC from time to time in relation to the provision of nominee services to persons admitted for the time being by HKSCC as a participant of CCASS).

Structured Product issued in global registered form held on your behalf within a clearing system effectively means evidence of your title and efficiency of ultimate delivery of the Cash Settlement Amount will be subject to the CCASS Rules. Amongst the risks, you should note that:

- (a) you will not receive any definitive certificates where the Structured Product is to remain in the name of HKSCC Nominees Limited for its entire life;
- (b) any register that is maintained by us or on our behalf, while available for inspection by you, will not be capable of registering any interests other than that of the legal title owner, in other words, it will record at all times that the Structured Products are being held by HKSCC Nominees Limited;
- (c) you will have to rely solely upon your broker/custodians and the statements you receive from such party as evidence of your interests in the investment;
- (d) notices or announcements will be published on the HKEX website and/or released by HKSCC to its participants via CCASS. You will need to check the HKEX website regularly and/or rely on your brokers/custodians to obtain such notices/announcements; and

- (e) following the Expiry Date and the determination by us of the Cash Settlement Amount (if any), our obligations to you will be duly fulfilled by payment of the Cash Settlement Amount (if any) to HKSCC Nominees Limited as the “holder” of the Structured Products in accordance with the Conditions. HKSCC or HKSCC Nominees Limited will then distribute the received Cash Settlement Amount to the respective CCASS participants in accordance with the CCASS Rules.

### **Payments made by us to certain holders with respect to the Structured Products may be subject to United States federal withholding tax under the United States Foreign Account Tax Compliance Act**

The Foreign Account Tax Compliance Act (“**FATCA**”) generally imposes a 30 percent United States federal withholding tax on certain United States source payments, including interest (and original issue discount), dividends (and “dividend equivalent” payments), or other fixed or determinable annual or periodical gain, profits, and income, and on the gross proceeds from a disposition of property of a type which can produce United States source interest or dividends (“**Withholdable Payments**”), if paid to a foreign financial institution (including amounts paid to a foreign financial institution on behalf of an account holder), unless such institution enters into an agreement with the U.S. Treasury Department to collect and provide to the U.S. Treasury Department substantial information regarding United States account holders (including certain account holders that are foreign entities with United States owners) with such institution, or such institution otherwise complies with its obligations under FATCA. A Structured Product may constitute an account for these purposes. FATCA also generally imposes a withholding tax of 30 percent on Withholdable Payments made to a non-financial foreign entity unless such entity provides the withholding agent with a certification that it does not have any substantial United States owners or a certification identifying the direct and indirect substantial United States owners of the entity, or otherwise establishes an exemption.

In addition, under FATCA, “passthru payments” made by a foreign financial institution to “recalcitrant account holders” or non-compliant foreign financial institutions are subject to a 30 percent United States federal withholding tax. A “recalcitrant account holder” generally is a holder of an account with a foreign financial institution that fails to comply with certain requests for information that will help enable the relevant foreign financial institution to comply with its obligations under FATCA (a Structured Product may constitute an account for these purposes). Pursuant to the U.S. Treasury regulations, a passthru payment is any Withholdable Payment and any “foreign passthru payment”, which has yet to be defined.

If we determine that withholding is appropriate with respect to the Structured Products, we (or an applicable withholding agent) would be entitled to withhold taxes at the applicable statutory rate without being required to pay any additional amounts with respect to amounts so withheld. See “United States taxation — The Foreign Account Tax Compliance Act” in the section headed “Taxation”.

#### **Effect of the combination of risk factors unpredictable**

Two or more risk factors may simultaneously have an effect on the value of a series of Structured Products such that the effect of any individual risk factor may not be predictable. No assurances can be given as to the effect any combination of risk factors may have on the value of a series of Structured Products.



## TAXATION

The following section is of a general nature which is intended as a general guide only, and is based on current law and practice in Hong Kong and United States. It summarises certain aspects of taxation in Hong Kong and United States, which may be applicable to the Structured Products but is not purported to be a comprehensive description of all tax considerations which may be of relevance. If you are in any doubt as to your tax position on the purchase, ownership, transfer, holding or exercise of any Structured Product, you are strongly advised to consult your own tax advisers.

### General

You may be required to pay stamp duties, taxes and other charges in accordance with the laws and practices of the country of purchase in addition to the purchase price of each Structured Product.

### Taxation in Hong Kong

No tax is payable in Hong Kong by withholding or otherwise in respect of any capital gains arising on the sale of the Structured Products, except that Hong Kong profits tax may be chargeable on any such gains in the case of certain persons carrying on a trade, profession or business in Hong Kong.

You do not need to pay any stamp duty in respect of purely cash settled Structured Products.

### United States taxation – The Foreign Account Tax Compliance Act

The Foreign Account Tax Compliance Act (“**FATCA**”) (Sections 1471 through 1474 of the U.S. Internal Revenue Code) generally imposes a 30 percent United States federal withholding tax on certain United States source payments, including interest (and original issue discount), dividends (and “dividend equivalent” payments), or other fixed or determinable annual or periodical gain, profits, and income, and on the gross proceeds from a disposition of property of a type which can produce United States source interest or dividends (“**Withholdable Payments**”), if paid to a foreign financial institution (including amounts paid to a foreign financial institution on behalf of an account holder), unless such institution enters into an agreement with the U.S. Treasury Department to collect and provide to the U.S. Treasury Department substantial information regarding United States account holders (including certain account holders that are foreign entities with United States owners) with such institution, or such institution otherwise complies with its obligations under FATCA. A Structured Product may constitute an account for these purposes. FATCA also generally imposes a withholding tax of 30 percent on Withholdable Payments made to a non-financial foreign entity unless such entity provides the withholding agent with a certification that it does not have any substantial United States owners or a certification identifying the direct and indirect substantial United States owners of the entity, or otherwise establishes an exemption. Under certain circumstances, a holder may be eligible for refunds or credits of such taxes.

In addition, under FATCA, “passthru payments” made by a foreign financial institution to “recalcitrant account holders” or non-compliant foreign financial institutions are subject to a 30 percent United States federal withholding tax. A “recalcitrant account holder” generally is a holder of an account with a foreign financial institution that fails to comply with certain requests for information that will help enable the relevant foreign financial institution to comply with its obligations under FATCA (a Structured Product may constitute an account for these purposes). Pursuant to the U.S. Treasury regulations, a passthru payment is any Withholdable Payment and any “foreign passthru payment”, which has yet to be defined.

Under the current United States Treasury regulations and related guidance, the 30 percent United States federal withholding tax on “recalcitrant account holders” or non-compliant foreign financial institutions generally may be imposed on “foreign passthru payments” made by us with respect to the Structured Products after the later of (i) 31 December 2018 or (ii) the date of publication in the U.S. Federal Register of final regulations defining the term “foreign passthru payment.” However, payments made with respect to the Structured Products that are not U.S. Source Payments will not be subject to FATCA



withholding tax if the Structured Products are issued on or before (and are not materially modified after) the Grandfather Date; for these purposes, the “**Grandfather Date**” is the date that is six months after the date on which final regulations defining the term “foreign passthru payment” are filed with the U.S. Federal Register.

Recently issued proposed regulations would eliminate FATCA withholding tax on “gross proceeds” and delay the withholding on “foreign passthru payment” until the date that is two years after the date of publication in the Federal Register of final regulations defining the term “foreign passthru payment” (“**Withholding Effective Date**”). Taxpayers generally may rely on the proposed regulations until the final regulations are issued. No such final regulations have been issued as of the date hereof. There is no assurance, however, that the final regulations, once issued, will not reinstate this withholding obligation (or otherwise modify the Proposed Regulations), possibly with retroactive effect.

We will neither offer nor issue any Structured Products providing for payments that are U.S. Source Payments. Additionally, any Structured Products we offer or issue either will be issued on or before (and not be materially modified after) the Grandfather Date or will not provide for any payments on or after the Withholding Effective Date. Therefore, on the basis of the current regulations and the Proposed Regulations and other official guidance and the above analysis, payments made with respect to the Structured Products will not be subject to FATCA withholding tax.

Foreign financial institutions and non-financial foreign entities located in a jurisdiction that has an intergovernmental agreement with the United States governing FATCA may be subject to different rules. Holders are urged to consult with their own tax advisers regarding the possible implications of FATCA on their investment in the Structured Products.

The above summary only applies to you if you are a Non-U.S. Holder. You are a Non-U.S. Holder unless you are: (1) an individual citizen or resident of the United States; (2) a corporation that is formed or organized under the laws of the United States, any state thereof or the District of Columbia (or is taxable as a corporation so formed or organized); (3) an estate, the income of which is subject to U.S. federal income taxation regardless of its source; or (4) a trust that is subject to the jurisdiction of a U.S. court and for which one or more “United States persons” (as defined in the U.S. Internal Revenue Code) control all of the substantial decisions, or has otherwise made an appropriate election under the U.S. tax regulations. If you are an investor treated as a partnership for United States federal income tax purposes, FATCA withholding tax may apply to you and your beneficial owners depending on your and your beneficial owners’ activities and status and you should consult your own tax adviser regarding any FATCA withholding tax consideration arising from your investment in the Structured Products.

## APPENDIX 1

### GENERAL CONDITIONS OF STRUCTURED PRODUCTS

*These General Conditions relate to each series of Structured Products and must be read in conjunction with, and are subject to, the relevant Product Conditions set out in Appendix 2, Appendix 3 and Appendix 4 to this Base Listing Document and the supplemental terms and conditions contained in the Launch Announcement and Supplemental Listing Document in relation to the particular series of Structured Products. These General Conditions and the relevant Product Conditions together constitute the Conditions of the relevant Structured Products, and will be endorsed on the Global Certificate representing the relevant Structured Products. The Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Structured Products may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these General Conditions and the relevant Product Conditions, replace or modify these General Conditions and the relevant Product Conditions for the purpose of such series of Structured Products.*

#### 1. Definitions

**“Base Listing Document”** means the base listing document relating to Structured Products dated 13 April 2023 and issued by the Issuer (including any addenda to such base listing document issued by the Issuer from time to time);

**“Board Lot”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Business Day”** means a day (excluding Saturdays) on which the Stock Exchange is scheduled to open for dealings in Hong Kong and banks are open for business in Hong Kong;

**“CCASS”** means the Central Clearing and Settlement System established and operated by the HKSCC;

**“CCASS Rules”** means the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time;

**“CCASS Settlement Day”** has the meaning ascribed to the term “Settlement Day” in the General Rules of CCASS and the CCASS Operational Procedures in effect from time to time, subject to such modification and amendment prescribed by HKSCC from time to time.

**“Conditions”** means, in respect of a particular series of Structured Products, these General Conditions and the applicable Product Conditions;

**“Designated Bank Account”** means the relevant bank account designated by each Holder;

**“Exercise Expenses”** means, in respect of each series of Structured Products, any charges or expenses (including any taxes or duties) which are incurred in respect of the exercise of a Board Lot of Structured Products;

**“Expiry Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means these general terms and conditions. These General Conditions apply to each series of Structured Products;

**“Global Certificate”** means, in respect of the relevant Structured Products, a global certificate registered in the name of the Nominee;

**“HKSCC”** means Hong Kong Securities Clearing Company Limited;

**“Holder”** means, in respect of each series of Structured Products, each person who is for the time being shown in the Register as the holder of the Structured Products, and such person shall be treated by the Issuer as the absolute owner and holder of the Structured Products;

**“Hong Kong”** means the Hong Kong Special Administrative Region of the People’s Republic of China;

**“Index”** means the index specified as such in the relevant Launch Announcement and Supplemental Listing Document in respect of each series of Structured Products;

**“Instrument”** means an instrument dated 22 July 2010 (as amended, supplemented or replaced from time to time) executed by the Issuer by way of deed poll pursuant to which the Issuer creates and grants to the Holders certain rights in relation to the Structured Products;

**“Issuer”** means The Bank of East Asia, Limited;

**“Launch Announcement and Supplemental Listing Document”** means the launch announcement and supplemental listing document relating to a particular series of Structured Products;

**“Listing Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document and on which dealing of the Structured Products on the Stock Exchange commences;

**“Nominee”** means HKSCC Nominees Limited (or such other nominee company as may be used by HKSCC from time to time in relation to the provision of nominee services to persons admitted for the time being by HKSCC as a participant of CCASS);

**“Product Conditions”** means, in respect of each series of Structured Products, the product specific terms and conditions that apply to that particular series of Structured Products;

**“Register”** means, in respect of each series of Structured Products, the register of the Holders of such series of Structured Products kept by the Issuer outside Hong Kong;

**“Settlement Currency”** means the currency specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Settlement Disruption Event”** means an event which is beyond the control of the Issuer and as a result of which, it is not possible for the Issuer to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder on the original Settlement Date;

**“Share”** means the share specified as such in the relevant Launch Announcement and Supplemental Listing Document in respect of each series of Structured Products;

**“Stock Exchange”** means The Stock Exchange of Hong Kong Limited;

**“Structured Products”** means standard warrants (**“Warrants”**), inline warrants (**“Inline Warrants”**), callable bull/bear contracts (**“CBBCs”**) or such other structured products to be issued by the Issuer from time to time. References to **“Structured Products”** are to be construed as references to a particular series of Structured Products and, unless the context otherwise requires, any further structured products issued pursuant to General Condition 8; and

Other capitalised terms will, unless otherwise defined, have the meanings given to them in the Base Listing Document, the relevant Product Conditions, the relevant Launch Announcement and Supplemental Listing Document and/or the Global Certificate.

## **2. Form, Status, Transfer and Additional Costs and Expenses**

### *2.1 Form*

The Structured Products are issued in registered form subject to and with the benefit of the Instrument. The Holders are entitled to the benefit of, are bound by, and are deemed to have notice of all the provisions of the Instrument. A copy of the Instrument is available for inspection at the offices of the Issuer.

The Structured Products are represented by a Global Certificate. No definitive certificate will be issued. The Structured Products can only be exercised by the Nominee.

### *2.2 Status of the Issuer's obligations*

The settlement obligation of the Issuer in respect of the Structured Products represents general unsecured contractual obligations of the Issuer and of no other person which rank, and will rank, equally among themselves and *pari passu* with all other present and future unsecured and unsubordinated contractual obligations of the Issuer, except for obligations accorded preference by mandatory provisions of applicable law.

Structured Products represent general contractual obligations of the Issuer, and are not, nor is it the intention (expressed, implicit or otherwise) of the Issuer to create by the issue of Structured Products, deposit liabilities of the Issuer or a debt obligation of any kind.

### *2.3 Transfer of Structured Products*

Transfers of Structured Products may be effected only in Board Lots or integral multiples thereof in CCASS in accordance with the CCASS Rules.

### *2.4 Additional Costs and Expenses*

Holders shall be responsible for additional costs and expenses in connection with any exercise of the Structured Products including the Exercise Expenses which amount shall, subject to the General Condition 3.2 and to the extent necessary, be payable to the Issuer and collected from the Holders.

## **3. Rights and Exercise Expenses relating to the Structured Products**

### *3.1 Entitlement of Holders*

Every Board Lot initially entitles the Holders, upon due exercise or early expiration (as the case may be) and upon compliance with these General Conditions and the applicable Product Conditions, the rights to receive payment of the Cash Settlement Amount, if any.

### *3.2 Holders responsible for Exercise Expenses*

Upon exercise or early expiration of a particular series of Structured Products, the Holders of such series will be required to pay a sum equal to all the expenses resulting from the exercise or early expiration of such Structured Products. To effect such payment an amount equivalent to the Exercise Expenses shall be deducted from the Cash Settlement Amount in accordance with the applicable Product Conditions.

#### **4. Purchase**

The Issuer or any of its subsidiaries may at any time purchase Structured Products at any price in the open market or by tender or by private treaty. Any Structured Products so purchased may be held or resold or surrendered for cancellation.

#### **5. Global Certificate**

A Global Certificate representing the Structured Products will be deposited with CCASS in the name of the Nominee. No definitive certificate will be issued.

#### **6. Meetings of Holders and Modification**

##### *6.1 Meetings of Holders*

The Instrument contains provisions for convening meetings of the Holders to consider any matter affecting their interests, including the sanctioning by Extraordinary Resolution (as defined in the Instrument) of a modification of the provisions of the Structured Products or of the Instrument.

Any resolution to be passed in a meeting of the Holders shall be decided by poll. A meeting may be convened by the Issuer or by Holders holding not less than 10 per cent. of the Structured Products for the time being remaining unexercised. The quorum at any such meeting for passing an Extraordinary Resolution will be two or more persons holding or representing not less than 25 per cent. of the Structured Products for the time being remaining unexercised, or at any adjourned meeting two or more persons being or representing Holders whatever the number of Structured Products so held or represented.

A resolution will be an Extraordinary Resolution when it has been passed at a duly convened meeting by not less than three-quarters of the votes cast by such Holders who, being entitled to do so, vote in person or by proxy.

An Extraordinary Resolution passed at any meeting of the Holders shall be binding on all Holders, whether or not they are present at the meeting.

Resolutions can be passed in writing without a meeting of the Holders being held if passed unanimously.

##### *6.2 Modification*

The Issuer may, without the consent of the Holders, effect any modification of the terms and conditions of the Structured Products or the Instrument which, in the opinion of the Issuer, is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holders or the tax or other consequences of such modification in any particular jurisdiction);
- (b) of a formal, minor or technical nature;
- (c) made to correct a manifest error; or
- (d) necessary in order to comply with mandatory provisions of the laws or regulations of Hong Kong.

Any such modification shall be binding on the Holders and shall be notified to them by the Issuer as soon as practicable thereafter in accordance with General Condition 7.

## **7. Notices**

All notices to the Holders will be validly given if published in English and in Chinese on the website of Hong Kong Exchanges and Clearing Limited. The Issuer shall not be required to despatch copies of the notice to the Holders.

## **8. Further Issues**

The Issuer shall be at liberty from time to time, without the consent of the Holders, to create and issue further structured products so as to form a single series with the Structured Products.

## **9. Good Faith and Commercially Reasonable Manner**

Any exercise of discretion by the Issuer under the Conditions will be made in good faith and in a commercially reasonable manner.

## **10. Governing Law**

The Structured Products and the Instrument are governed by and construed in accordance with the laws of Hong Kong. The Issuer and each Holder (by its purchase of the Structured Products) submit for all purposes in connection with the Structured Products and the Instrument to the non-exclusive jurisdiction of the courts of Hong Kong.

## **11. Language**

In the event of any inconsistency between the Chinese translation and the English version of these Conditions, the English version of these Conditions prevails.

## **12. Prescription**

Claims against the Issuer for payment of any amount in respect of the relevant Structured Products will become void unless made within ten years of the Expiry Date or the end of the MCE Valuation Period (as the case may be) and thereafter, any sums payable in respect of such Structured Products shall be forfeited and shall revert to the Issuer.

## **13. Illegality or Impracticability**

The Issuer is entitled to terminate the Structured Products if it determines in good faith and in a commercially reasonable manner that, for reasons beyond its control, it has become or it will become illegal or impracticable:

- (a) for it to perform its obligations under the Structured Products in whole or in part as a result of:
  - (i) the adoption of, or any change in, any relevant law or regulation (including any tax law); or
  - (ii) the promulgation of, or any change, in the interpretation by any court, tribunal, governmental, administrative, legislative, regulatory or judicial authority or power with competent jurisdiction of any relevant law or regulation (including any tax law),(each of (i) and (ii), a “**Change in Law Event**”); or
- (b) for it or any of its affiliates to maintain the Issuer’s hedging arrangements with respect to the Structured Products due to a Change in Law Event.

Upon the occurrence of a Change in Law Event, the Issuer will, if and to the extent permitted by the applicable law or regulation, pay to each Holder a cash amount that the Issuer determines in good faith and in a commercially reasonable manner to be the fair market value in respect of each Structured Products held by such Holder immediately prior to such termination (ignoring such illegality or impracticability) less the cost to the Issuer of unwinding any related hedging arrangement as determined by the Issuer in its sole and absolute discretion. Payment will be made to each Holder in such manner as shall be notified to the Holder in accordance with General Condition 7.

#### **14. Contracts (Rights of Third Parties) Ordinance**

A person who is not a party to the Conditions has no right under the Contracts (Rights of Third Parties) Ordinance (Cap. 623 of the Laws of Hong Kong) to enforce or to enjoy the benefit of any term of the Structured Products.



**APPENDIX 2**  
**PRODUCT CONDITIONS OF WARRANTS**

The following pages set out the Product Conditions in respect of different types of Warrants.

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**PART A**  
**PRODUCT CONDITIONS OF CASH SETTLED WARRANTS OVER SINGLE EQUITIES**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Warrants may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of Warrants.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Average Price”** means the arithmetic mean of the closing prices of one Share (as derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing prices as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) in respect of each Valuation Date;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount payable in the Settlement Currency calculated by the Issuer in accordance with the following formula:

(a) In the case of a series of Call Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Average Price} - \text{Exercise Price}) \times \text{one Board Lot}}{\text{Number of Warrants per Entitlement}}$$

(b) In the case of a series of Put Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Exercise Price} - \text{Average Price}) \times \text{one Board Lot}}{\text{Number of Warrants per Entitlement}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Company”** means the company specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Entitlement”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Exercise Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Market Disruption Event”** means:

- (a) the occurrence or existence on any Valuation Date during the one-half hour period that ends at the close of trading of any suspension of or limitation imposed on trading (by reason of movements in price exceeding limits permitted by the Stock Exchange or otherwise) on the Stock Exchange in:
  - (i) the Shares; or
  - (ii) any options or futures contracts relating to the Shares if, in any such case, such suspension or limitation is, in the determination of the Issuer, material;
- (b) the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal having been issued; or

- (c) a limitation or closure of the Stock Exchange due to any unforeseen circumstances;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of cash settled Warrants over single equities;

**“Settlement Date”** means the third CCASS Settlement Day after the later of: (i) the Expiry Date; and (ii) the day on which the Average Price is determined in accordance with the Conditions;

**“Share”** means the share specified as such in the relevant Launch Announcement and Supplemental Listing Document; and

**“Valuation Date”** means each of the five Business Days immediately preceding the Expiry Date, provided that if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on any Valuation Date, then that Valuation Date shall be postponed until the first succeeding Business Day on which there is no Market Disruption Event irrespective of whether that postponed Valuation Date would fall on a Business Day that is already or is deemed to be a Valuation Date.

For the avoidance of doubt, in the event that a Market Disruption Event has occurred and a Valuation Date is postponed as aforesaid, the closing price of the Shares on the first succeeding Business Day will be used more than once in determining the Average Price, so that in no event shall there be less than five closing prices used to determine the Average Price.

If the postponement of the Valuation Date as aforesaid would result in the Valuation Date falling on or after the Expiry Date, then:

- (i) the Business Day immediately preceding the Expiry Date (the **“Last Valuation Date”**) shall be deemed to be the Valuation Date notwithstanding the Market Disruption Event; and

- (ii) the Issuer shall determine the closing price of the Shares on the basis of its good faith estimate of the price that would have prevailed on the Last Valuation Date but for the Market Disruption Event.

Trading in Warrants on the Stock Exchange shall cease prior to the Expiry Date in accordance with the requirements of the Stock Exchange.

Other capitalised terms shall, unless otherwise defined herein, have the meaning ascribed to them in the Base Listing Document, the General Conditions, the relevant Launch Announcement and Supplemental Listing Document or the Global Certificate.

## **2. Exercise of Warrants**

### *2.1 Exercise of warrants in Board Lots*

The Warrants may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

The Warrants will be deemed to be automatically exercised on the Expiry Date (without notice given to the Holders) if the Issuer determines that the Cash Settlement Amount is positive. The Holders will not be required to deliver any exercise notice and the Issuer or its agent will pay to the Holders the Cash Settlement Amount.

### *2.3 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer on the Expiry Date and deducted from the Cash Settlement Amount prior to delivery to the Holders in accordance with this Product Condition 2, shall be notified by the Issuer to the Holders as soon as practicable after determination thereof and shall be paid by the Holders to the Issuer immediately upon demand.

### *2.4 Record in the Register*

Upon automatic exercise of the Warrants on the Expiry Date of the Warrants in accordance with the Conditions, or in the event the Warrants have expired worthless, the Issuer will, with effect from the first Business Day following the Expiry Date, remove the names of each Holder from the Register in respect of the number of relevant Warrants which are the subject of the automatic exercise or the number of relevant Warrants which have expired worthless, as the case may be, and thereby cancel the relevant Warrants and the Global Certificate.

### *2.5 Cash Settlement*

Upon the automatic exercise of Warrants in accordance with the Conditions, the Issuer will pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable by the Issuer.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date, by crediting that amount, in accordance with the CCASS Rules, to the Designated Bank Account.

Upon the occurrence of a Settlement Disruption Event, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date.

The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of a Settlement Disruption Event.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment in accordance with this Product Condition 2.5.

### 3. Adjustments

Adjustments may be made by the Issuer to the number of Shares to which the Warrants relate on the basis of the following provisions:

#### 3.1 Rights Issues

If and whenever the Company shall, by way of Rights (as defined below), offer new Shares for subscription at a fixed subscription price to the holders of existing Shares pro rata to existing holdings (a "**Rights Offer**"), the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement ("**Rights Issue Adjustment Date**") in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{1 + M}{1 + (R/S) \times M}$$

E: Existing Entitlement immediately prior to the Rights Offer

S: Cum-Rights Share price being the closing price of an existing Share as derived from the daily quotation sheet of the Stock Exchange on the last Business Day on which the Shares are traded on a Cum-Rights basis

R: Subscription price per new Share specified in the Rights Offer plus an amount equal to any dividends or other benefits foregone to exercise the Right

M: Number of new Share(s) (whether a whole or a fraction) per existing Share each holder thereof is entitled to subscribe,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Rights Issue Adjustment Date.

For the purposes of these Product Conditions:

"**Rights**" means the right(s) attached to each existing Share or needed to acquire one new Share (as the case may be) which are given to the holders of existing Shares to subscribe at a fixed subscription price for new Shares pursuant to the Rights Offer (whether by the exercise of one Right, a part of a Right or an aggregate number of Rights).

### 3.2 Bonus Issues

If and whenever the Company shall make an issue of Shares credited as fully paid to the holders of Shares generally by way of capitalisation of profits or reserves (other than pursuant to a scrip dividend or similar scheme for the time being operated by the Company or otherwise in lieu of a cash dividend and without any payment or other consideration being made or given by such holders) (a “**Bonus Issue**”) the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement (“**Bonus Issue Adjustment Date**”) in accordance with the following formula:

$$\text{Adjusted Entitlement} = \text{Adjustment Component} \times E$$

Where:

$$\text{Adjustment Component} = 1 + N$$

E: Existing Entitlement immediately prior to the Bonus Issue

N: Number of additional Shares (whether a whole or a fraction) received by a holder of Shares for each Share held prior to the Bonus Issue,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Bonus Issue Adjustment Date.

### 3.3 Subdivisions and Consolidations

If and whenever the Company shall subdivide its Shares or any class of its outstanding share capital comprised of the Shares into a greater number of shares (a “**Subdivision**”) or consolidate the Shares or any class of its outstanding share capital comprised of the Shares into a smaller number of shares (a “**Consolidation**”), then:

- (a) in the case of a Subdivision, the Entitlement in effect immediately prior thereto will be increased whereas the Exercise Price (which shall be rounded to the nearest 0.001) will be decreased in the same ratio as the Subdivision; and
- (b) in the case of a Consolidation, the Entitlement in effect immediately prior thereto will be decreased whereas the Exercise Price (which shall be rounded to the nearest 0.001) will be increased in the same ratio as the Consolidation,

in each case on the day on which the Subdivision or Consolidation (as the case may be) takes effect.

### 3.4 Restructuring Events

If it is announced that the Company is to or may merge or consolidate with or into any other corporation (including becoming, by agreement or otherwise, a subsidiary of or controlled by any person or corporation) (except where the Company is the surviving corporation in a merger) or that it is to or may sell or transfer all or substantially all of its assets, the rights attaching to the Warrants may in the absolute discretion of the Issuer be amended no later than the Business Day preceding the consummation of such merger, consolidation, sale or transfer (each a “**Restructuring Event**”) (as determined by the Issuer in its absolute discretion) so that the Warrants shall, after such Restructuring Event, relate to the number of shares of the corporation(s) resulting from or



surviving such Restructuring Event or other securities (“**Substituted Securities**”) and/or cash offered in substitution for the affected Shares, as the case may be, to which the holder of such number of Shares to which the Warrants related immediately before such Restructuring Event would have been entitled upon such Restructuring Event, and thereafter the provisions hereof shall apply to such Substituted Securities, provided that any Substituted Securities may, in the absolute discretion of the Issuer, be deemed to be replaced by an amount in the relevant currency equal to the market value or, if no market value is available, fair value, of such Substituted Securities in each case as determined by the Issuer as soon as practicable after such Restructuring Event is effected. For the avoidance of doubt, any remaining Shares shall not be affected by this paragraph and, where cash is offered in substitution for Shares or is deemed to replace Substituted Securities as described above, references in these Product Conditions to the Shares shall include any such cash.

### 3.5 *Cash Distribution*

No adjustment will be made for an ordinary cash dividend (whether or not it is offered with a scrip alternative) (“**Ordinary Dividend**”). For any other forms of cash distribution (“**Cash Distribution**”) announced by the Company, such as a cash bonus, special dividend or extraordinary dividend, no adjustment will be made unless the value of the Cash Distribution accounts for 2 per cent. or more of the Share’s closing price as derived from the daily quotation sheet of the Stock Exchange on the day of announcement by the Company.

If and whenever the Company shall make a Cash Distribution credited as fully paid to the holders of Shares generally, the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement in respect of the relevant Cash Distribution (“**Cash Distribution Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{S - OD}{S - OD - CD}$$

E: The existing Entitlement immediately prior to the Cash Distribution

S: The closing price of the Share as derived from the daily quotation sheet of the Stock Exchange on the Business Day immediately preceding the Cash Distribution Adjustment Date

CD: The amount of Cash Distribution per Share

OD: The amount of Ordinary Dividend per Share, provided that the Ordinary Dividend and the Cash Distribution shall have the same ex-entitlement date. For the avoidance of doubt, the OD shall be deemed to be zero if the ex-entitlement dates of the relevant Ordinary Dividend and Cash Distribution are different

In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Cash Distribution Adjustment Date.

### 3.6 *Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the Warrants as appropriate where any event (including the events as

contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### *3.7 Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment and of the date from which such adjustment is effective by publication in accordance with General Condition 7.

## **4. Liquidation**

In the event of a liquidation or dissolution of the Company or the appointment of a liquidator, receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, all unexercised Warrants will lapse and shall cease to be valid for any purpose. In the case of voluntary liquidation, the unexercised Warrants will lapse and shall cease to be valid on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, on the date of the relevant court order or, in the case of the appointment of a liquidator or receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of law.

## **5. Delisting**

### *5.1 Adjustments following delisting*

If at any time the Shares cease to be listed on the Stock Exchange, the Issuer shall give effect to these Product Conditions in such manner and make such adjustments and amendments to the rights attaching to the Warrants as it shall, in its absolute discretion, consider appropriate to ensure, so far as it is reasonably able to do so, that the interests of the Holders generally are not materially prejudiced as a consequence of such delisting (without considering the circumstances of any individual Holder or the tax or other consequences that may result in any particular jurisdiction).

### *5.2 Listing on another exchange*

Without prejudice to the generality of Product Condition 5.1, where the Shares are, or, upon the delisting, become, listed on any other stock exchange, these Product Conditions may, in the absolute discretion of the Issuer, be amended to the extent necessary to allow for the substitution of that other stock exchange in place of the Stock Exchange and the Issuer may, without the consent of the Holders, make such adjustments to the entitlements of the Holders on exercise (including, if appropriate, by converting foreign currency amounts at prevailing market rates into the relevant currency) as may be appropriate in the circumstances.

### 5.3 *Adjustments binding*

The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Holders in accordance with General Condition 7 as soon as practicable after they are determined.

**PART B**  
**PRODUCT CONDITIONS OF CASH SETTLED WARRANTS OVER INDEX**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Warrants may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of Warrants.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula (and, if appropriate, either (I) converted (if applicable) into the Settlement Currency at the Exchange Rate or, as the case may be, (II) converted into the Interim Currency at the First Exchange Rate and then (if applicable) converted into Settlement Currency at the Second Exchange Rate):

(a) In the case of a series of Call Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{(\text{Closing Level} - \text{Strike Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

(b) In the case of a series of Put Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{(\text{Strike Level} - \text{Closing Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Closing Level”** means the level specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Divisor”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“First Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Index”** means the index specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Compiler”** means the index compiler specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Business Day”** means a day on which the Index Exchange is scheduled to open for trading for its regular trading sessions;

**“Index Currency Amount”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Exchange”** means the index stock exchange specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Interim Currency”** means the currency specified in the relevant Launch Announcement and Supplemental Listing Document;

**“Market Disruption Event”** means:

- (a) the occurrence or existence, on the Valuation Date during the one-half hour period that ends at the close of trading on the Index Exchange, of any of:
  - (i) the suspension or material limitation of the trading of a material number of constituent securities that comprise the Index;
  - (ii) the suspension or material limitation of the trading of options or futures contracts relating to the Index on any exchanges on which such contracts are traded; or
  - (iii) the imposition of any exchange controls in respect of any currencies involved in determining the Cash Settlement Amount.

For the purposes of this definition:

- (1) the limitation of the number of hours or days of trading will not constitute a Market Disruption Event if it results from an announced change in the regular business hours of any relevant exchange, and
  - (2) a limitation on trading imposed by reason of the movements in price exceeding the levels permitted by any relevant exchange will constitute a Market Disruption Event; or
- (b) where the Index Exchange is the Stock Exchange, the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal having been issued;

- (c) a limitation or closure of the Index Exchange due to any unforeseen circumstances; or

- (d) any circumstances beyond the control of the Issuer in which the Closing Level or, if applicable, the Exchange Rate, the First Exchange Rate or the Second Exchange Rate (as the case may be) cannot be determined by the Issuer in the manner set out in these Conditions or in such other manner as the Issuer considers appropriate at such time after taking into account all the relevant circumstances;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of Warrants over index;

**“Second Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Settlement Date”** means the third CCASS Settlement Day after the later of: (i) the Expiry Date; and (ii) the day on which the Closing Level is determined in accordance with the Conditions;

**“Strike Level”** means the level specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Successor Index Compiler”** means a successor to the Index Compiler acceptable to the Issuer; and

**“Valuation Date”** means the date specified in the relevant Launch Announcement and Supplemental Listing Document, provided that if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on the Valuation Date, then the Issuer shall determine the Closing Level on the basis of its good faith estimate of the Closing Level that would have prevailed on that day but for the occurrence of the Market Disruption Event provided that the Issuer, if applicable, may, but shall not be obliged to, determine such Closing Level by having regard to the manner in which futures contracts relating to the Index are calculated.

Trading in Warrants on the Stock Exchange shall cease prior to the Expiry Date in accordance with the requirements of the Stock Exchange.

Other capitalised terms shall, unless otherwise defined herein, have the meaning ascribed to them in the Base Listing Document, the General Conditions, the relevant Launch Announcement and Supplemental Listing Document or the Global Certificate.

## **2. Exercise of Warrants**

### *2.1 Exercise of warrants in Board Lots*

The Warrants may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

The Warrants will be deemed to be automatically exercised on the Expiry Date (without notice given to the Holders) if the Issuer determines that the Cash Settlement Amount is positive. The Holders will not be required to deliver any exercise notice and the Issuer or its agent will pay to the Holders the Cash Settlement Amount.

### *2.3 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer on the Expiry Date and deducted from the Cash Settlement Amount prior to delivery to the Holders in accordance with this Product Condition 2, shall be notified by the Issuer to the Holders as soon as practicable after determination thereof and shall be paid by the Holders to the Issuer immediately upon demand.

## *2.4 Record in the Register*

Upon automatic exercise of the Warrants on the Expiry Date of the Warrants in accordance with the Conditions, or in the event the Warrants have expired worthless, the Issuer will, with effect from the first Business Day following the Expiry Date, remove the names of each Holder from the Register in respect of the number of relevant Warrants which are the subject of the automatic exercise or the number of relevant Warrants which have expired worthless, as the case may be, and thereby cancel the relevant Warrants and the Global Certificate.

## *2.5 Cash Settlement*

Upon the automatic exercise of Warrants in accordance with the Conditions, the Issuer will pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable by the Issuer.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date, by crediting that amount, in accordance with the CCASS Rules, to the Designated Bank Account.

Upon the occurrence of a Settlement Disruption Event, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of a Settlement Disruption Event.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment in accordance with this Product Condition 2.5.

## **3. Adjustments to the Index**

### *3.1 Successor Index Compiler Calculates and Reports Index*

If the Index is:

- (a) not calculated and announced by the Index Compiler but is calculated and published by a Successor Index Compiler; or
- (b) replaced by a successor index using, in the determination of the Issuer, the same or a substantially similar formula for and method of calculation as used in the calculation of the Index,

then the Index will be deemed to be the index so calculated and announced by the Successor Index Compiler or that successor index, as the case may be.

### *3.2 Modification and Cessation of Calculation of Index*

If:

- (a) on or prior to the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler makes a material change in the formula for or the method of calculating the Index or in any other way materially modifies the Index (other than a modification prescribed in that formula or method to maintain the Index in the event of changes in constituent securities, contracts or commodities and other routine events), or



- (b) on the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler fails to calculate and publish the Index (other than as a result of a Market Disruption Event),

then the Issuer shall determine the Closing Level using, in lieu of the published level for the Index, the level for the Index as at the Valuation Date as determined by the Issuer in accordance with the formula for and method of calculating the Index last in effect prior to that change or failure, but using only those securities, contracts or commodities that comprised the Index immediately prior to that change or failure (other than those securities that have since ceased to be listed on the relevant exchange).

### *3.3 Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the Warrants as appropriate where any event (including the events as contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### *3.4 Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment and of the date from which such adjustment is effective by publication in accordance with General Condition 7.

**PART C**  
**PRODUCT CONDITIONS OF CASH SETTLED WARRANTS OVER EXCHANGE TRADED FUND**

*These Product Conditions will, together with the General Conditions and supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Warrants may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of Warrants.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Average Price”** shall be the arithmetic mean of the closing prices of one Unit (as derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing prices as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) in respect of each Valuation Date;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount payable in the

Settlement Currency calculated by the Issuer in accordance with the following formula:

(a) In the case of a series of Call Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Average Price} - \text{Exercise Price}) \times \text{one Board Lot}}{\text{Number of Warrants per Entitlement}}$$

(b) In the case of a series of Put Warrants:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Exercise Price} - \text{Average Price}) \times \text{one Board Lot}}{\text{Number of Warrants per Entitlement}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Entitlement”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Exercise Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Fund”** means the exchange traded fund specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Market Disruption Event”** means:

- (a) the occurrence or existence on any Valuation Date during the one-half hour period that ends at the close of trading of any suspension of or limitation imposed on trading (by reason of movements in price exceeding limits permitted by the Stock Exchange or otherwise) on the Stock Exchange in:
  - (i) the Units; or
  - (ii) any options or futures contracts relating to the Units if, in any such case, such suspension or limitation is, in the determination of the Issuer, material;
- (b) the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal having been issued; or

- (c) a limitation or closure of the Stock Exchange due to any unforeseen circumstances;

“**Product Conditions**” means these product terms and conditions. These Product Conditions apply to each series of cash settled Warrants over exchange traded funds;

“**Settlement Date**” means the third CCASS Settlement Day after later of: (i) the Expiry Date; and (ii) the day on which the Average Price is determined in accordance with the Conditions;

“**Unit**” means the share or unit of the Fund specified as such in the relevant Launch Announcement and Supplemental Listing Document; and

“**Valuation Date**” means each of the five Business Days immediately preceding the Expiry Date, provided that if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on any Valuation Date, then that Valuation Date shall be postponed until the first succeeding Business Day on which there is no Market Disruption Event irrespective of whether that postponed Valuation Date would fall on a Business Day that is already or is deemed to be a Valuation Date.

For the avoidance of doubt, in the event that a Market Disruption Event has occurred and a Valuation Date is postponed as aforesaid, the closing price of the Units on the first succeeding Business Day will be used more than once in determining the Average Price, so that in no event shall there be less than five closing prices used to determine the Average Price.

If the postponement of the Valuation Date as aforesaid would result in the Valuation Date falling on or after the Expiry Date, then:

- (i) the Business Day immediately preceding the Expiry Date (the “**Last Valuation Date**”) shall be deemed to be the Valuation Date notwithstanding the Market Disruption Event; and

- (ii) the Issuer shall determine the closing price of the Units on the basis of its good faith estimate of the price that would have prevailed on the Last Valuation Date but for the Market Disruption Event.

Trading in Warrants on the Stock Exchange shall cease prior to the Expiry Date in accordance with the requirements of the Stock Exchange.

Other capitalised terms shall, unless otherwise defined herein, have the meaning ascribed to them in the Base Listing Document, the General Conditions, the relevant Launch Announcement and Supplemental Listing Document or the Global Certificate.

## **2. Exercise of Warrants**

### *2.1 Exercise of warrants in Board Lots*

The Warrants may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

The Warrants will be deemed to be automatically exercised on the Expiry Date (without notice given to the Holders) if the Issuer determines that the Cash Settlement Amount is positive. The Holders will not be required to deliver any exercise notice and the Issuer or its agent will pay to the Holders the Cash Settlement Amount.

### *2.3 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer on the Expiry Date and deducted from the Cash Settlement Amount prior to delivery to the Holders in accordance with this Product Condition 2, shall be notified by the Issuer to the Holders as soon as practicable after determination thereof and shall be paid by the Holders to the Issuer immediately upon demand.

### *2.4 Record in the Register*

Upon automatic exercise of the Warrants on the Expiry Date of the Warrants in accordance with the Conditions, or in the event the Warrants have expired worthless, the Issuer will, with effect from the first Business Day following the Expiry Date, remove the names of each Holder from the Register in respect of the number of relevant Warrants which are the subject of the automatic exercise or the number of relevant Warrants which have expired worthless, as the case may be, and thereby cancel the relevant Warrants and the Global Certificate.

### *2.5 Cash Settlement*

Upon the automatic exercise of Warrants in accordance with the Conditions the Issuer will pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable by the Issuer.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date, by crediting that amount, in accordance with the CCASS Rules, to the Designated Bank Account.

Upon the occurrence of a Settlement Disruption Event, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date.

The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of a Settlement Disruption Event.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment in accordance with this Product Condition 2.5.

### 3. Adjustments

Adjustments may be made by the Issuer to the number of Units to which the Warrants relate on the basis of the following provisions:

#### 3.1 Rights Issues

If and whenever the Fund shall, by way of Rights (as defined below), offer new Units for subscription at a fixed subscription price to the holders of existing Units pro rata to existing holdings (a "**Rights Offer**"), the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement ("**Rights Issue Adjustment Date**") in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{1 + M}{1 + (R/S) \times M}$$

E: Existing Entitlement immediately prior to the Rights Offer

S: Cum-Rights Unit price being the closing price of an existing Unit as derived from the daily quotation sheet of the Stock Exchange on the last Business Day on which the Units are traded on a Cum-Rights basis

R: Subscription price per new Unit specified in the Rights Offer plus an amount equal to any distributions or other benefits foregone to exercise the Right

M: Number of new Unit(s) (whether a whole or a fraction) per existing Unit each holder thereof is entitled to subscribe,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Rights Issue Adjustment Date.

For the purposes of these Product Conditions:

"**Rights**" means the right(s) attached to each existing Unit or needed to acquire one new Unit (as the case may be) which are given to the holders of existing Units to subscribe at a fixed subscription price for new Units pursuant to the Rights Offer (whether by the exercise of one Right, a part of a Right or an aggregate number of Rights).

### 3.2 Bonus Issues

If and whenever the Fund shall make an issue of Units credited as fully paid to the holders of Units generally (other than pursuant to a scrip distribution or similar scheme for the time being operated by the Fund or otherwise in lieu of a cash distribution and without any payment or other consideration being made or given by such holders) (a “**Bonus Issue**”) the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement (“**Bonus Issue Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

Adjustment Component =  $1 + N$

E: Existing Entitlement immediately prior to the Bonus Issue

N: Number of additional Units (whether a whole or a fraction) received by a holder of Units for each Units held prior to the Bonus Issue,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Bonus Issue Adjustment Date.

### 3.3 Subdivisions and Consolidations

If and whenever the Fund shall subdivide its Units or any class of its outstanding Units into a greater number of units or shares (a “**Subdivision**”) or consolidate the Units or any class of its outstanding Units into a smaller number of units or shares (a “**Consolidation**”), then:

- (a) in the case of a Subdivision, the Entitlement in effect immediately prior thereto will be increased whereas the Exercise Price (which shall be rounded to the nearest 0.001) will be decreased in the same ratio as the Subdivision; and
- (b) in the case of a Consolidation, the Entitlement in effect immediately prior thereto will be decreased whereas the Exercise Price (which shall be rounded to the nearest 0.001) will be increased in the same ratio as the Consolidation,

in each case on the day on which the Subdivision or Consolidation (as the case may be) takes effect.

### 3.4 Restructuring Events

If it is announced that the Fund is to or may merge or consolidate with or into any other trust or corporation (including becoming, by agreement or otherwise, controlled by any person or corporation) (except where the Fund is the surviving entity in a merger) or that it is to, or may, sell or transfer all or substantially all of its assets, the rights attaching to the Warrants may in the absolute discretion of the Issuer be amended no later than the Business Day preceding the consummation of such merger, consolidation, sale or transfer (each a “**Restructuring Event**”) (as determined by the Issuer in its absolute discretion) so that the Warrants shall, after such Restructuring Event, relate to the number of units or shares of the trust(s) or corporation(s) resulting from or surviving such Restructuring Event or other securities (“**Substituted Securities**”) and/or cash offered in substitution for the affected Units, as the case may be, to which the holder

of such number of Units to which the Warrants related immediately before such Restructuring Event would have been entitled upon such Restructuring Event, and thereafter the provisions hereof shall apply to such Substituted Securities, provided that any Substituted Securities may, in the absolute discretion of the Issuer, be deemed to be replaced by an amount in the relevant currency equal to the market value or, if no market value is available, fair value, of such Substituted Securities in each case as determined by the Issuer as soon as practicable after such Restructuring Event is effected. For the avoidance of doubt, any remaining Units shall not be affected by this paragraph and, where cash is offered in substitution for Units or is deemed to replace Substituted Securities as described above, references in these Product Conditions to the Units shall include any such cash.

### 3.5 Cash Distribution

No adjustment will be made for an ordinary cash distribution (whether or not it is offered with a scrip alternative) (“**Ordinary Distribution**”). For any other forms of cash distribution (“**Cash Distribution**”) announced by the Fund, such as a cash bonus, special distribution or extraordinary distribution, no adjustment will be made unless the value of the Cash Distribution accounts for 2 per cent. or more of the Unit’s closing price as derived from the daily quotation sheet of the Stock Exchange on the day of announcement by the Fund.

If and whenever the Fund shall make a Cash Distribution credited as fully paid to the holders of Units generally, the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement in respect of the relevant Cash Distribution (“**Cash Distribution Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{S - OD}{S - OD - CD}$$

E: The existing Entitlement immediately prior to the Cash Distribution

S: The closing price of the Unit as derived from the daily quotation sheet of the Stock Exchange on the Business Day immediately preceding the Cash Distribution Adjustment Date

CD: The amount of Cash Distribution per Unit

OD: The amount of Ordinary Distribution per Unit, provided that the Ordinary Distribution and the Cash Distribution shall have the same ex-entitlement date. For the avoidance of doubt, the OD shall be zero if the ex-entitlement dates of the relevant Ordinary Distribution and Cash Distribution are different

In addition, the Issuer shall adjust the Exercise Price (which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Exercise Price shall take effect on the Cash Distribution Adjustment Date.

### 3.6 Other Adjustments

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the Warrants as appropriate where any event (including the events as contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:



- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### 3.7 *Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment and of the date from which such adjustment is effective by publication in accordance with General Condition 7.

## 4. **Termination or Liquidation**

In the event of a Termination or the liquidation or dissolution of the Fund or, if applicable, the trustee of the Fund (including any successor trustee appointed from time to time) (“**Trustee**”) (in its capacity as trustee of the Fund) or the appointment of a liquidator, receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of the Fund’s or the Trustee’s (as the case may be) undertaking, property or assets, all unexercised Warrants will lapse and shall cease to be valid for any purpose. In the case of a Termination, the unexercised Warrants will lapse and shall cease to be valid on the effective date of the Termination, in the case of a voluntary liquidation, the unexercised Warrants will lapse and shall cease to be valid on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, the unexercised Warrants will lapse and shall cease to be valid on the date of the relevant court order or, in the case of the appointment of a liquidator or receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of such Fund’s or Trustee’s (as the case may be) undertaking, property or assets, the unexercised Warrants will lapse and shall cease to be valid on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of law.

For the purpose of this Product Condition 4, “**Termination**” means:

- (a) the Fund is terminated or required to be terminated for whatever reason, or the termination of the Fund commences;
- (b) where applicable, the Fund is held or is conceded by the Trustee or the manager of the Fund (including any successor manager appointed from time to time) not to have been constituted or to have been imperfectly constituted;
- (c) where applicable, the Trustee ceases to be authorised under the Fund to hold the property of the Fund in its name and perform its obligations under the trust deed constituting the Fund; or
- (d) the Fund ceases to be authorised as an authorised collective investment scheme under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

## 5. **Delisting**

### 5.1 *Adjustments following delisting*

If at any time the Units cease to be listed on the Stock Exchange, the Issuer shall give effect to these Product Conditions in such manner and make such adjustments and amendments to the rights attaching to the Warrants as it shall, in its absolute discretion, consider appropriate to ensure, so

far as it is reasonably able to do so, that the interests of the Holders generally are not materially prejudiced as a consequence of such delisting (without considering the circumstances of any individual Holder or the tax or other consequences that may result in any particular jurisdiction).

### *5.2 Listing on another exchange*

Without prejudice to the generality of Product Condition 5.1, where the Units are, or, upon the delisting, become, listed on any other stock exchange, these Product Conditions may, in the absolute discretion of the Issuer, be amended to the extent necessary to allow for the substitution of that other stock exchange in place of the Stock Exchange and the Issuer may, without the consent of the Holders, make such adjustments to the entitlements of the Holders on exercise (including, if appropriate, by converting foreign currency amounts at prevailing market rates into the relevant currency) as may be appropriate in the circumstances.

### *5.3 Adjustment binding*

The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Holders in accordance with General Condition 7 as soon as practicable after they are determined.

**APPENDIX 3**  
**PRODUCT CONDITIONS OF INLINE WARRANTS**

The following pages set out the Product Conditions in respect of different types of Inline Warrants.

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**PART A**  
**PRODUCT CONDITIONS OF CASH SETTLED INLINE WARRANTS OVER SINGLE EQUITIES**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Inline Warrants may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of Inline Warrants. Capitalised terms used in these Product Conditions and not otherwise defined herein shall have the meaning given to them in the relevant Launch Announcement and Supplemental Listing Document.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Average Price”** means the arithmetic mean of the closing prices of one Share (as derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing prices as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) in respect of each Valuation Date;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount payable in the Settlement Currency calculated by the Issuer in accordance with the following formula:

- (a) if the Average Price is at or below the Upper Strike Price and at or above the Lower Strike Price:

$$\text{Cash Settlement Amount per Board Lot} = \text{Maximum Payoff Amount per Inline Warrant} \times \text{one Board Lot}$$

or

- (b) if the Average Price is above the Upper Strike Price or below the Lower Strike Price:

$$\text{Cash Settlement Amount per Board Lot} = \text{Minimum Payoff Amount per Inline Warrant} \times \text{one Board Lot}$$

**“Company”** means the company specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Inline Warrants Holder”** means, in respect of each series of Inline Warrants, each person who is for the time being shown in the Register as the holder of the Inline Warrants, and such person shall be treated by the Issuer as the absolute owner and holder of the Inline Warrants;

**“Lower Strike Price”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Market Disruption Event”** means:

- (a) the occurrence or existence on any Valuation Date during the one-half hour period that ends at the close of trading of any suspension of or limitation imposed on trading (by reason of movements in price exceeding limits permitted by the Stock Exchange or otherwise) on the Stock Exchange in:
  - (i) the Shares; or
  - (ii) any options or futures contracts relating to the Shares if, in any such case, such suspension or limitation is, in the determination of the Issuer, material;
- (b) the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal having been issued; or

- (c) a limitation or closure of the Stock Exchange due to any unforeseen circumstances;

**“Maximum Payoff Amount per Inline Warrant”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Minimum Payoff Amount per Inline Warrant”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of cash settled Inline Warrants over single equities;

**“Settlement Date”** means the third CCASS Settlement Day after the later of: (i) the Expiry Date; and (ii) the day on which the Average Price is determined in accordance with the Product Conditions;

**“Share”** means the share specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Upper Strike Price”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3; and

**“Valuation Date”** means each of the five Business Days immediately preceding the Expiry Date, provided that if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on any Valuation Date, then that Valuation Date shall be postponed until the first succeeding Business Day on which there is no Market Disruption Event irrespective of whether that postponed Valuation Date would fall on a Business Day that is already or is deemed to be a Valuation Date.

For the avoidance of doubt, in the event that a Market Disruption Event has occurred and a Valuation Date is postponed as aforesaid, the closing price of the Shares on the first succeeding Business Day will be used more than once in determining the Average Price, so that in no event shall there be less than five closing prices used to determine the Average Price.

If the postponement of the Valuation Date as aforesaid would result in the Valuation Date falling on or after the Expiry Date, then:

- (i) the Business Day immediately preceding the Expiry Date (the “**Last Valuation Date**”) shall be deemed to be the Valuation Date notwithstanding the Market Disruption Event; and
- (ii) the Issuer shall determine the closing price of the Shares on the basis of its good faith estimate of the price that would have prevailed on the Last Valuation Date but for the Market Disruption Event.

Trading in Inline Warrants on the Stock Exchange shall cease prior to the Expiry Date in accordance with the requirements of the Stock Exchange.

Other capitalised terms shall, unless otherwise defined herein, have the meaning ascribed to them in the Base Listing Document, the General Conditions, the relevant Launch Announcement and Supplemental Listing Document or the Global Certificate.

## **2. Exercise of Inline Warrants**

### *2.1 Exercise of Inline Warrants in Board Lots*

The Inline Warrants may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

The Inline Warrants will be deemed to be automatically exercised on the Expiry Date (without notice given to the Inline Warrants Holders). The Inline Warrants Holders will not be required to deliver any exercise notice and the Issuer or its agent will pay to the Inline Warrants Holders the Cash Settlement Amount (net of any Exercise Expenses).

### *2.3 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer on the Expiry Date and deducted from the Cash Settlement Amount prior to delivery to the Inline Warrants Holders in accordance with this Product Condition 2, shall be notified by the Issuer to the Inline Warrants Holders as soon as practicable after determination thereof and shall be paid by the Inline Warrants Holders to the Issuer immediately upon demand.

### *2.4 Record in the Register*

Upon automatic exercise of the Inline Warrants on the Expiry Date of the Inline Warrants in accordance with the Product Conditions, the Issuer will, with effect from the first Business Day following the Expiry Date, remove the names of each Holder from the Register in respect of the number of relevant Inline Warrants which are the subject of the automatic exercise or the number of relevant Inline Warrants, and thereby cancel the relevant Inline Warrants and the Global Certificate.

## 2.5 Cash Settlement

Upon the automatic exercise of Inline Warrants in accordance with the Product Conditions, the Issuer will pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable by the Issuer.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date, by crediting that amount, in accordance with the CCASS Rules, to the Designated Bank Account.

Upon the occurrence of a Settlement Disruption Event, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of a Settlement Disruption Event.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment in accordance with this Product Condition 2.5.

## 3. Adjustments

Adjustments may be made by the Issuer to the number of Shares to which the Inline Warrants relate on the basis of the following provisions:

### 3.1 Rights Issues

If and whenever the Company shall, by way of Rights (as defined below), offer new Shares for subscription at a fixed subscription price to the holders of existing Shares pro rata to existing holdings (a "**Rights Offer**"), the Upper Strike Price and the Lower Strike Price (which shall be rounded to the nearest 0.001) shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement in accordance with the following formula:

Adjusted Upper Strike Price = Upper Strike Price ÷ Adjustment Component

Adjusted Lower Strike Price = Lower Strike Price ÷ Adjustment Component

Where:

$$\text{Adjustment Component} = \frac{1 + M}{1 + (R/S) \times M}$$

S: Cum-Rights Share price being the closing price of an existing Share as derived from the daily quotation sheet of the Stock Exchange on the last Business Day on which the Shares are traded on a Cum-Rights basis

R: Subscription price per new Share specified in the Rights Offer plus an amount equal to any dividends or other benefits foregone to exercise the Right

M: Number of new Share(s) (whether a whole or a fraction) per existing Share each holder thereof is entitled to subscribe,

Provided that no adjustment will be made if the Adjustment Component is equal to or less than 1.



For the purposes of these Product Conditions:

“**Rights**” means the right(s) attached to each existing Share or needed to acquire one new Share (as the case may be) which are given to the holders of existing Shares to subscribe at a fixed subscription price for new Shares pursuant to the Rights Offer (whether by the exercise of one Right, a part of a Right or an aggregate number of Rights).

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.2 Bonus Issues

If and whenever the Company shall make an issue of Shares credited as fully paid to the holders of Shares generally by way of capitalisation of profits or reserves (other than pursuant to a scrip dividend or similar scheme for the time being operated by the Company or otherwise in lieu of a cash dividend and without any payment or other consideration being made or given by such holders) (a “**Bonus Issue**”) the Upper Strike Price and Lower Strike Price (which shall be rounded to the nearest 0.001) shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement in accordance with the following formula:

Adjusted Upper Strike Price = Upper Strike Price ÷ Adjustment Component

Adjusted Lower Strike Price = Lower Strike Price ÷ Adjustment Component

Where:

Adjustment Component = 1 + N

N: Number of additional Shares (whether a whole or a fraction) received by a holder of Shares for each Share held prior to the Bonus Issue.

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.3 Subdivisions and Consolidations

If and whenever the Company shall subdivide its Shares or any class of its outstanding share capital comprised of the Shares into a greater number of shares (a “**Subdivision**”) or consolidate the Shares or any class of its outstanding share capital comprised of the Shares into a smaller number of shares (a “**Consolidation**”), then:

- (a) in the case of a Subdivision, the Upper Strike Price and the Lower Strike Price (which shall be rounded to the nearest 0.001) will be decreased in the same ratio as the Subdivision; and
- (b) in the case of a Consolidation, the Upper Strike Price and the Lower Strike Price (which shall be rounded to the nearest 0.001) will be increased in the same ratio as the Consolidation,

in each case on the day on which the Subdivision or Consolidation (as the case may be) takes effect.

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.4 Restructuring Events

If it is announced that the Company is to or may merge or consolidate with or into any other corporation (including becoming, by agreement or otherwise, a subsidiary of any corporation or controlled by any person or corporation) (except where the Company is the surviving corporation in a merger) or that it is to or may sell or transfer all or substantially all of its assets, the rights attaching to the Inline Warrants may in the absolute discretion of the Issuer be amended no later than the Business Day preceding the consummation of such merger, consolidation, sale or transfer (each a “**Restructuring Event**”) (as determined by the Issuer in its absolute discretion) so that the interests of the Inline Warrants Holders generally are not materially prejudiced as a consequence of such Restructuring Event (without considering the individual circumstances of any Inline Warrants Holder or the tax or other consequences that may result in any particular jurisdiction).

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.5 Cash Distribution

No adjustment will be made for an ordinary cash dividend (whether or not it is offered with a scrip alternative) (“**Ordinary Dividend**”). For any other forms of cash distribution (“**Cash Distribution**”) announced by the Company, such as a cash bonus, special dividend or extraordinary dividend, no adjustment will be made unless the value of the Cash Distribution accounts for 2 per cent. or more of the Share’s closing price as derived from the daily quotation sheet of the Stock Exchange on the day of announcement by the Company.

If and whenever the Company shall make a Cash Distribution credited as fully paid to the holders of Shares generally, the Upper Strike Price and the Lower Strike Price (which shall be rounded to the nearest 0.001) shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement in respect of the relevant Cash Distribution (“**Cash Distribution Adjustment Date**”) in accordance with the following formula:

Adjusted Upper Strike Price = Upper Strike Price ÷ Adjustment Component

Adjusted Lower Strike Price = Lower Strike Price ÷ Adjustment Component

Where:

$$\text{Adjustment Component} = \frac{S - OD}{S - OD - CD}$$

S: The closing price of the Share as derived from the daily quotation sheet of the Stock Exchange on the Business Day immediately preceding the Cash Distribution Adjustment Date

CD: The amount of Cash Distribution per Share

OD: The amount of Ordinary Dividend per Share, provided that the Ordinary Dividend and the Cash Distribution shall have the same ex-entitlement date. For the avoidance of doubt, the OD shall be zero if the ex-entitlement dates of the relevant Ordinary Dividend and Cash Distribution are different

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.6 Other Adjustments

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Product Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the Inline Warrants as appropriate where any event (including the events as contemplated in the applicable Product Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Product Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Inline Warrants Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

*For the avoidance of doubt, the entitlement of the Inline Warrants is always 1 Share and no adjustment will be made to the entitlement.*

### 3.7 Notice of Determinations

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Inline Warrants Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment and of the date from which such adjustment is effective by publication in accordance with General Condition 7.

## 4. Liquidation

In the event of a liquidation or dissolution of the Company or the appointment of a liquidator, receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, all unexercised Inline Warrants will lapse and shall cease to be valid for any purpose. In the case of voluntary liquidation, the unexercised Inline Warrants will lapse and shall cease to be valid on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, on the date of the relevant court order or, in the case of the appointment of a liquidator or receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of law.

## 5. Delisting

### 5.1 Adjustments following delisting

If at any time the Shares cease to be listed on the Stock Exchange, the Issuer shall give effect to these Product Conditions in such manner and make such adjustments and amendments to the rights attaching to the Inline Warrants as it shall, in its absolute discretion, consider appropriate to ensure, so far as it is reasonably able to do so, that the interests of the Inline Warrants Holders generally are not materially prejudiced as a consequence of such delisting (without considering the circumstances of any individual Inline Warrants Holder or the tax or other consequences that may result in any particular jurisdiction).

### 5.2 Listing on another exchange

Without prejudice to the generality of Product Condition 5.1, where the Shares are, or, upon the delisting, become, listed on any other stock exchange, these Product Conditions may, in the absolute discretion of the Issuer, be amended to the extent necessary to allow for the substitution of that other stock exchange in place of the Stock Exchange and the Issuer may, without the

consent of the Inline Warrants Holders, make such adjustments to the entitlements of the Inline Warrants Holders on exercise (including, if appropriate, by converting foreign currency amounts at prevailing market rates into the relevant currency) as may be appropriate in the circumstances.

### *5.3 Adjustments binding*

The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Inline Warrants Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Inline Warrants Holders in accordance with General Condition 7 as soon as practicable after they are determined.

**PART B**  
**PRODUCT CONDITIONS OF CASH SETTLED INLINE WARRANTS OVER INDEX**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of Inline Warrants may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of Inline Warrants. Capitalised terms used in these Product Conditions and not otherwise defined herein shall have the meaning given to them in the relevant Launch Announcement and Supplemental Listing Document.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula (and, if appropriate, either (I) converted (if applicable) into the Settlement Currency at the Exchange Rate or, as the case may be, (II) converted into the Interim Currency at the First Exchange Rate and then (if applicable) converted into Settlement Currency at the Second Exchange Rate):

- (a) if the Closing Level is at or below the Upper Strike Level and at or above the Lower Strike Level:

$$\text{Cash Settlement Amount per Board Lot} = \text{Maximum Payoff Amount per Inline Warrant} \times \text{one Board Lot}$$

or

- (b) if the Closing Level is above the Upper Strike Level or below the Lower Strike Level:

$$\text{Cash Settlement Amount per Board Lot} = \text{Minimum Payoff Amount per Inline Warrant} \times \text{one Board Lot}$$

**“Closing Level”** means the level specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“First Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Index”** means the index specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Compiler”** means the index compiler specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Business Day”** means a day on which the Index Exchange is scheduled to open for trading for its regular trading sessions;

**“Index Exchange”** means the index stock exchange specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Inline Warrants Holder”** means, in respect of each series of Inline Warrants, each person who is for the time being shown in the Register as the holder of the Inline Warrants, and such person shall be treated by the Issuer as the absolute owner and holder of the Inline Warrants;

**“Interim Currency”** means the currency specified in the relevant Launch Announcement and Supplemental Listing Document;

**“Lower Strike Level”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Market Disruption Event”** means:

- (a) the occurrence or existence, on the Valuation Date during the one-half hour period that ends at the close of trading on the Index Exchange, of any of:
  - (i) the suspension or material limitation of the trading of a material number of constituent securities that comprise the Index;
  - (ii) the suspension or material limitation of the trading of options or futures contracts relating to the Index on any exchanges on which such contracts are traded; or
  - (iii) the imposition of any exchange controls in respect of any currencies involved in determining the Cash Settlement Amount.

For the purposes of this definition:

- (1) the limitation of the number of hours or days of trading will not constitute a Market Disruption Event if it results from an announced change in the regular business hours of any relevant exchange, and
  - (2) a limitation on trading imposed by reason of the movements in price exceeding the levels permitted by any relevant exchange will constitute a Market Disruption Event; or
- (b) where the Index Exchange is the Stock Exchange, the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal having been issued;

- (c) a limitation or closure of the Index Exchange due to any unforeseen circumstances; or

- (d) any circumstances beyond the control of the Issuer in which the Closing Level or, if applicable, the Exchange Rate, the First Exchange Rate or the Second Exchange Rate (as the case may be) cannot be determined by the Issuer in the manner set out in these Product Conditions or in such other manner as the Issuer considers appropriate at such time after taking into account all the relevant circumstances;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of Inline Warrants over index;

**“Maximum Payoff Amount per Inline Warrant”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Minimum Payoff Amount per Inline Warrant”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Second Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Settlement Date”** means the third CCASS Settlement Day after the later of: (i) the Expiry Date; and (ii) the day on which the Closing Level is determined in accordance with the Product Conditions;

**“Upper Strike Level”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Successor Index Compiler”** means a successor to the Index Compiler acceptable to the Issuer; and

**“Valuation Date”** means the date specified in the relevant Launch Announcement and Supplemental Listing Document, provided that if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on the Valuation Date, then the Issuer shall determine the Closing Level on the basis of its good faith estimate of the Closing Level that would have prevailed on that day but for the occurrence of the Market Disruption Event provided that the Issuer, if applicable, may, but shall not be obliged to, determine such Closing Level by having regard to the manner in which futures contracts relating to the Index are calculated.

Trading in Inline Warrants on the Stock Exchange shall cease prior to the Expiry Date in accordance with the requirements of the Stock Exchange.

Other capitalised terms shall, unless otherwise defined herein, have the meaning ascribed to them in the Base Listing Document, the General Conditions, the relevant Launch Announcement and Supplemental Listing Document or the Global Certificate.

## **2. Exercise of Inline Warrants**

### **2.1 *Exercise of Inline Warrants in Board Lots***

The Inline Warrants may only be exercised in Board Lots or integral multiples thereof.

### **2.2 *Automatic exercise***

The Inline Warrants will be deemed to be automatically exercised on the Expiry Date (without notice given to the Inline Warrants Holders). The Inline Warrants Holders will not be required to deliver any exercise notice and the Issuer or its agent will pay to the Inline Warrants Holders the Cash Settlement Amount (net of any Exercise Expenses).



### *2.3 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer on the Expiry Date and deducted from the Cash Settlement Amount prior to delivery to the Inline Warrants Holders in accordance with this Product Condition 2, shall be notified by the Issuer to the Inline Warrants Holders as soon as practicable after determination thereof and shall be paid by the Inline Warrants Holders to the Issuer immediately upon demand.

### *2.4 Record in the Register*

Upon automatic exercise of the Inline Warrants on the Expiry Date of the Inline Warrants in accordance with the Product Conditions, the Issuer will, with effect from the first Business Day following the Expiry Date, remove the names of each Inline Warrants Holder from the Register in respect of the number of relevant Inline Warrants which are the subject of the automatic exercise, and thereby cancel the relevant Inline Warrants and the Global Certificate.

### *2.5 Cash Settlement*

Upon the automatic exercise of Inline Warrants in accordance with the Product Conditions, the Issuer will pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Inline Warrants Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable by the Issuer.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date, by crediting that amount, in accordance with the CCASS Rules, to the Designated Bank Account.

Upon the occurrence of a Settlement Disruption Event, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Inline Warrants Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Inline Warrants Holder for any interest in respect of the amount due or any loss or damage that such Inline Warrants Holder may suffer as a result of the existence of a Settlement Disruption Event.

The Issuer's obligations to pay the Cash Settlement Amount shall be discharged by payment in accordance with this Product Condition 2.5.

## **3. Adjustments to the Index**

### *3.1 Successor Index Compiler Calculates and Reports Index*

If the Index is:

- (a) not calculated and announced by the Index Compiler but is calculated and published by a Successor Index Compiler; or
- (b) replaced by a successor index using, in the determination of the Issuer, the same or a substantially similar formula for and method of calculation as used in the calculation of the Index,

then the Index will be deemed to be the index so calculated and announced by the Successor Index Compiler or that successor index, as the case may be.

### 3.2 *Modification and Cessation of Calculation of Index*

If:

- (a) on or prior to the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler makes a material change in the formula for or the method of calculating the Index or in any other way materially modifies the Index (other than a modification prescribed in that formula or method to maintain the Index in the event of changes in constituent securities, contracts or commodities and other routine events), or
- (b) on the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler fails to calculate and publish the Index (other than as a result of a Market Disruption Event),

then the Issuer shall determine the Closing Level using, in lieu of the published level for the Index, the level for the Index as at the Valuation Date as determined by the Issuer in accordance with the formula for and method of calculating the Index last in effect prior to that change or failure, but using only those securities, contracts, commodities or currencies that comprised the Index immediately prior to that change or failure (other than those securities, contracts, commodities or currencies that have since ceased to be listed on the relevant exchange).

### 3.3 *Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Product Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the Inline Warrants as appropriate where any event (including the events as contemplated in the applicable Product Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Product Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Inline Warrants Holders generally (without considering the circumstances of any individual Inline Warrants Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### 3.4 *Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Inline Warrants Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment and of the date from which such adjustment is effective by publication in accordance with General Condition 7.

**APPENDIX 4**  
**PRODUCT CONDITIONS OF CBBCS**

The following pages set out the Product Conditions in respect of different types of CBBCs.

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**PART A**  
**PRODUCT CONDITIONS OF CASH SETTLED CALLABLE BULL/BEAR CONTRACTS**  
**OVER SINGLE EQUITIES**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of CBBCs may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of CBBCs.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Call Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount payable in the Settlement Currency calculated by the Issuer in accordance with the following formula:

(a) following a Mandatory Call Event:

(i) in the case of a series of Category R CBBCs, the Residual Value; or

(ii) in the case of a series of Category N CBBCs, zero; and

(b) at expiry:

(i) in the case of a series of bull CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Closing Price} - \text{Strike Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

(ii) in the case of a series of bear CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Strike Price} - \text{Closing Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Category N CBBCs”** means a series of CBBCs where the Call Price is equal to the Strike Price;

**“Category R CBBCs”** means a series of CBBCs where the Call Price is different from the Strike Price;

**“Closing Price”** means the official closing price of one Share (as derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) as of the Valuation Date;

**“Company”** means the company specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Entitlement”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Mandatory Call Event”** occurs if the Spot Price is:

- (a) in the case of a series of bull CBBCs, at or below the Call Price; or
- (b) in the case of a series of bear CBBCs, at or above the Call Price,

at any time during a Trading Day in the Observation Period;

**“Market Disruption Event”** means:

- (a) the occurrence or existence on any Trading Day during the one-half hour period that ends at the close of trading of any suspension of or limitation imposed on trading (by reason of movements in price exceeding limits permitted by the Stock Exchange or otherwise) on the Stock Exchange in:
  - (i) the Shares; or
  - (ii) any options or futures contracts relating to the Shares if, in any such case, such suspension or limitation is, in the determination of the Issuer, material;
- (b) the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal have been issued; or

- (c) a limitation or closure of the Stock Exchange due to any unforeseen circumstances;

**“Maximum Trade Price”** means the highest Spot Price of the Shares (subject to any adjustment to such Spot Price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) during the MCE Valuation Period;

**“MCE Valuation Period”** means the period commencing from and including the moment upon which the Mandatory Call Event occurs (the trading session on the Stock Exchange during which the Mandatory Call Event occurs is the “**1st Session**”) and up to the end of the trading session on the Stock Exchange immediately following the 1st Session (“**2nd Session**”) unless, in the determination of the Issuer in its good faith, the 2nd Session for any reason (including, without limitation, a Market Disruption Event occurring and subsisting in the 2nd Session) does not contain any continuous period of 1 hour or more than 1 hour during which trading in the Shares is permitted on the Stock Exchange with no limitation imposed, the MCE Valuation Period shall be

extended to the end of the subsequent trading session following the 2nd Session during which trading in the Shares is permitted on the Stock Exchange with no limitation imposed for a continuous period of at least 1 hour notwithstanding the existence or continuance of a Market Disruption Event in such postponed trading session, unless the Issuer determines in its good faith that each trading session on each of the four Trading Days immediately following the date on which the Mandatory Call Event occurs does not contain any continuous period of 1 hour or more than 1 hour during which trading in the Shares is permitted on the Stock Exchange with no limitation imposed. In that case:

- (a) the period commencing from the 1st Session up to, and including, the last trading session on the Stock Exchange of the fourth Trading Day immediately following the date on which the Mandatory Call Event occurs shall be deemed to be the MCE Valuation Period; and
- (b) the Issuer shall determine the Maximum Trade Price or the Minimum Trade Price (as the case may be) having regard to the then prevailing market conditions, the last reported Spot Price and such other factors as the Issuer may determine to be relevant in its good faith.

For the avoidance of doubt, all Spot Prices available throughout the extended MCE Valuation Period shall be taken into account to determine the Maximum Trade Price or the Minimum Trade Price (as the case may be) for the calculation of the Residual Value.

For the purposes of this definition,

- (i) the pre-opening session, the morning session and, in the case of half day trading, the closing auction session (if applicable) of the same day; and
- (ii) the afternoon session and the closing auction session (if applicable) of the same day,

shall each be considered as one trading session only;

**“Minimum Trade Price”** means the lowest Spot Price of the Shares (subject to any adjustment to such Spot Price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) during the MCE Valuation Period;

**“Observation Commencement Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Observation Period”** means the period commencing from and including the Observation Commencement Date up to and including the close of trading (Hong Kong time) on the Trading Day immediately preceding the Expiry Date;

**“Post MCE Trades”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document, subject to such modification and amendment prescribed by the Stock Exchange from time to time;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of cash settled CBBCs over single equities;

**“Residual Value”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula:

- (a) in the case of a series of bull CBBCs:

$$\text{Residual Value per Board Lot} = \frac{\text{Entitlement} \times (\text{Minimum Trade Price} - \text{Strike Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

- (b) in the case of a series of bear CBBCs:

$$\text{Residual Value per Board Lot} = \frac{\text{Entitlement} \times (\text{Strike Price} - \text{Maximum Trade Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

**“Settlement Date”** means the third CCASS Settlement Day after (i) the end of the MCE Valuation Period or (ii) the later of: (a) the Expiry Date; and (b) the day on which the Closing Price is determined in accordance with the Conditions (as the case may be);

**“Share”** means the share specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Spot Price”** means:

- (a) in respect of a continuous trading session of the Stock Exchange, the price per Share concluded by means of automatic order matching on the Stock Exchange as reported in the official real-time dissemination mechanism for the Stock Exchange during such continuous trading session in accordance with the Trading Rules, excluding direct business (as defined in the Trading Rules); and
- (b) in respect of a pre-opening session or a closing auction session (if applicable) of the Stock Exchange (as the case may be), the final Indicative Equilibrium Price (as defined in the Trading Rules) of the Share (if any) calculated at the end of the pre-order matching period of such pre-opening session or closing auction session (if applicable), as the case may be, in accordance with the Trading Rules, excluding direct business (as defined in the Trading Rules),

subject to such modification and amendment prescribed by the Stock Exchange from time to time.

**“Strike Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Trading Day”** means any day on which the Stock Exchange is scheduled to open for trading for its regular trading sessions;

**“Trading Rules”** means the Rules and Regulations of the Exchange prescribed by the Stock Exchange from time to time; and

**“Valuation Date”** means the Trading Day immediately preceding the Expiry Date provided if, in the determination of the Issuer, a Market Disruption Event has occurred on that day, the Valuation Date shall be postponed until the first succeeding Trading Day on which the Issuer determines that there is no Market Disruption Event, unless the Issuer determines that there is a Market Disruption Event occurring on each of the four Trading Days immediately following the original date which (but for the Market Disruption Event) would have been the Valuation Date. In that case:

- (a) the fourth Trading Day immediately following the original date shall be deemed to be the Valuation Date notwithstanding the Market Disruption Event; and



- (b) the Issuer shall determine the Closing Price having regard to the then prevailing market conditions, the last reported trading price of the Share on the Stock Exchange and such other factors as the Issuer determines to be relevant.

## **2. Exercise of CBBCs**

### *2.1 Exercise of CBBCs in Board Lots*

CBBCs may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

If no Mandatory Call Event has occurred during the Observation Period, the CBBCs will be deemed to be automatically exercised on the Expiry Date if the Cash Settlement Amount is positive.

### *2.3 Mandatory Call Event*

- (a) Subject to Product Condition 2.3(b) below, following a Mandatory Call Event, the CBBCs will be terminated automatically and the Issuer shall have no further obligation under the CBBCs except for the payment of the Cash Settlement Amount (if any) on the relevant Settlement Date. The Issuer will notify the Holders of the occurrence of the Mandatory Call Event in accordance with General Condition 7. Trading in the CBBCs will be suspended immediately upon the occurrence of a Mandatory Call Event and any Post MCE Trades will be cancelled and will not be recognised by the Stock Exchange or the Issuer.
- (b) A Mandatory Call Event is irrevocable unless it is triggered as a result of any of the following events:
  - (i) system malfunction or other technical errors of Hong Kong Exchanges and Clearing Limited and such event is reported by the Stock Exchange to the Issuer and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked; or
  - (ii) manifest errors caused by the relevant third party where applicable and such event is reported by the Issuer to the Stock Exchange, and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked;

in each case, such mutual agreement must be reached no later than 30 minutes before the commencement of trading (including the pre-opening session) (Hong Kong time) on the Trading Day of the Stock Exchange immediately following the day on which the Mandatory Call Event occurs, or such other time as prescribed by the Stock Exchange from time to time.

In both cases, the Mandatory Call Event so triggered will be reversed; and all cancelled trades (if any) will be reinstated and trading of the CBBCs will resume as soon as practicable in accordance with the rules and/or requirements prescribed by the Stock Exchange from time to time.

### *2.4 Entitlement*

Every Board Lot of CBBCs entitles the Holder to receive from the Issuer on the Settlement Date the Cash Settlement Amount (if any).

## 2.5 *Cancellation*

Upon early expiration of the CBBCs at the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date, the Issuer will, with effect from the first Business Day following the MCE Valuation Period or the Expiry Date (as the case may be) remove the name of the Holder from the Register in respect of the number of CBBCs which have expired or exercised (as the case may be) and thereby cancel the relevant CBBCs and if applicable, the Global Certificate.

## 2.6 *Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer by the end of the MCE Valuation Period or the Expiry Date (as the case may be) and deducted from the Cash Settlement Amount prior to delivery to the Holder in accordance with this Product Condition 2, shall be notified by the Issuer to the Holder as soon as practicable after determination thereof and shall be paid by the Holder to the Issuer immediately upon demand.

## 2.7 *Cash Settlement*

Upon early termination of the CBBCs following the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date (as the case may be), the Issuer will, in respect of every Board Lot, pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date by crediting that amount in accordance with the CCASS Rules, to the Designated Bank Account.

If as a result of a Settlement Disruption Event, it is not possible for the Issuer to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder on the original Settlement Date, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of the Settlement Disruption Event.

## 2.8 *Responsibility of Issuer*

The Issuer or its agents shall not have any responsibility for any errors or omissions in the calculation and dissemination of any variables published by a third party and used in any calculation made pursuant to these Conditions or in the calculation of the Cash Settlement Amount arising from such errors or omissions. The purchase of CBBCs does not confer on any Holder of such CBBCs any rights (whether in respect of voting, distributions or otherwise) in relation to the Shares.

## 2.9 *Liability of Issuer*

Exercise and settlement of the CBBCs is subject to all applicable laws, rules, regulations and guidelines in force at the relevant time and the Issuer shall not incur any liability whatsoever if it is unable to effect the transactions contemplated, after using all reasonable efforts, as a result of any such laws, rules, regulations or guidelines. The Issuer shall not under any circumstances be liable for any acts or defaults of the CCASS in relation to the performance of its duties in relation to the CBBCs.

## 2.10 Trading

Subject to Product Condition 2.3(b), trading in CBBCs on the Stock Exchange shall cease:

- (a) immediately upon the occurrence of a Mandatory Call Event; or
- (b) at the close of trading for the Trading Day immediately preceding the Expiry Date (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning session only, at the close of trading for the morning session),

whichever is the earlier.

## 3. Adjustments

### 3.1 Rights Issues

If and whenever the Company shall, by way of Rights (as defined below), offer new Shares for subscription at a fixed subscription price to the holders of existing Shares pro rata to existing holdings (a “**Rights Offer**”), the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement (“**Rights Issue Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{1 + M}{1 + (R/S) \times M}$$

E: Existing Entitlement immediately prior to the Rights Offer

S: Cum-Rights Share price being the closing price of an existing Share as derived from the daily quotation sheet of the Stock Exchange on the last Business Day on which the Shares are traded on a Cum-Rights basis

R: Subscription price per new Share specified in the Rights Offer plus an amount equal to any dividends or other benefits foregone to exercise the Right

M: Number of new Share(s) (whether a whole or a fraction) per existing Share each holder thereof is entitled to subscribe,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Rights Issue Adjustment Date.

For the purposes of these Product Conditions:

“**Rights**” means the right(s) attached to each existing Share or needed to acquire one new Share (as the case may be) which are given to the holders of existing Shares to subscribe at a fixed subscription price for new Shares pursuant to the Rights Offer (whether by the exercise of one Right, a part of a Right or an aggregate number of Rights).

### 3.2 Bonus Issues

If and whenever the Company shall make an issue of Shares credited as fully paid to the holders of Shares generally by way of capitalisation of profits or reserves (other than pursuant to a scrip dividend or similar scheme for the time being operated by the Company or otherwise in lieu of a cash dividend and without any payment or other consideration being made or given by such holders) (a “**Bonus Issue**”) the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement (“**Bonus Issue Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

Adjustment Component =  $1 + N$

E: Existing Entitlement immediately prior to the Bonus Issue

N: Number of additional Shares (whether a whole or a fraction) received by a holder of Shares for each Share held prior to the Bonus Issue,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Bonus Issue Adjustment Date.

### 3.3 Subdivisions and Consolidations

If and whenever the Company shall subdivide its Shares or any class of its outstanding share capital comprised of the Shares into a greater number of shares (a “**Subdivision**”) or consolidate the Shares or any class of its outstanding share capital comprised of the Shares into a smaller number of shares (a “**Consolidation**”), then:

- (a) in the case of a Subdivision, the Entitlement in effect immediately prior thereto will be increased whereas the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) will be decreased in the same ratio as the Subdivision; and
- (b) in the case of a Consolidation, the Entitlement in effect immediately prior thereto will be decreased whereas the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) will be increased in the same ratio as the Consolidation,

in each case on the day on which the Subdivision or Consolidation (as the case may be) takes effect.

### 3.4 Restructuring Events

If it is announced that the Company is to or may merge or consolidate with or into any other corporation (including becoming, by agreement or otherwise, a subsidiary of or controlled by any person or corporation) (except where the Company is the surviving corporation in a merger) or that it is to or may sell or transfer all or substantially all of its assets, the rights attaching to the CBBCs may in the absolute discretion of the Issuer be amended no later than the Business Day preceding the consummation of such merger, consolidation, sale or transfer (each a “**Restructuring Event**”) (as determined by the Issuer in its absolute discretion) so that the CBBCs shall, after such

Restructuring Event, relate to the number of shares of the corporation(s) resulting from or surviving such Restructuring Event or other securities (“**Substituted Securities**”) and/or cash offered in substitution for the affected Shares, as the case may be, to which the holder of such number of Shares to which the CBBs related immediately before such Restructuring Event would have been entitled upon such Restructuring Event and thereafter the provisions hereof shall apply to such Substituted Securities, provided that any Substituted Securities may, in the absolute discretion of the Issuer, be deemed to be replaced by an amount in the relevant currency equal to the market value or, if no market value is available, fair value, of such Substituted Securities in each case as determined by the Issuer as soon as practicable after such Restructuring Event is effected. For the avoidance of doubt, any remaining Shares shall not be affected by this paragraph and, where cash is offered in substitution for Shares or is deemed to replace Substituted Securities as described above, references in these Product Conditions to the Shares shall include any such cash.

### 3.5 *Cash Distribution*

No adjustment will be made for an ordinary cash dividend (whether or not it is offered with a scrip alternative) (“**Ordinary Dividend**”). For any other forms of cash distribution (“**Cash Distribution**”) announced by the Company, such as a cash bonus, special dividend or extraordinary dividend, no adjustment will be made unless the value of the Cash Distribution accounts for 2 per cent. or more of the Share’s closing price on the day of announcement by the Company.

If and whenever the Company shall make a Cash Distribution credited as fully paid to the holders of Shares generally, the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Shares becomes ex-entitlement in respect of the relevant Cash Distribution (“**Cash Distribution Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{S - OD}{S - OD - CD}$$

E: The existing Entitlement immediately prior to the Cash Distribution

S: The closing price of the existing Share as derived from the daily quotation sheet of the Stock Exchange on the Business Day immediately preceding the Cash Distribution Adjustment Date

CD: The amount of Cash Distribution per Share

OD: The amount of Ordinary Dividend per Share, provided that the Ordinary Dividend and the Cash Distribution shall have the same ex-entitlement date. For the avoidance of doubt, the OD shall be deemed to be zero if the ex-entitlement dates of the relevant Ordinary Dividend and Cash Distribution are different

In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Cash Distribution Adjustment Date.

### 3.6 *Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the CBBCs as appropriate where any event (including the events as contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### 3.7 *Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment or amendment and of the date from which such adjustment or amendment is effective by publication in accordance with General Condition 7.

## 4. **Liquidation**

In the event of a liquidation or dissolution of the Company or the appointment of a liquidator, receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, all unexercised CBBCs will lapse and shall cease to be valid for any purpose. In the case of voluntary liquidation, the unexercised CBBCs will lapse and shall cease to be valid on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, on the date of the relevant court order or, in the case of the appointment of a liquidator or receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of its undertaking, property or assets, on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of the applicable law.

## 5. **Delisting**

### 5.1 *Adjustments following delisting*

If at any time the Shares cease to be listed on the Stock Exchange, the Issuer shall give effect to these Conditions in such manner and make such adjustments and amendments to the rights attaching to the CBBCs as it shall, in its absolute discretion, consider appropriate to ensure, so far as it is reasonably able to do so, that the interests of the Holders generally are not materially prejudiced as a consequence of such delisting (without considering the circumstances of any individual Holder or the tax or other consequences that may result in any particular jurisdiction).

### 5.2 *Listing on another exchange*

Without prejudice to the generality of Product Condition 5.1, where the Shares are, or, upon the delisting, become, listed on any other stock exchange, the Conditions may, in the absolute discretion of the Issuer, be amended to the extent necessary to allow for the substitution of that other stock exchange in place of the Stock Exchange and the Issuer may, without the consent of the Holders, make such adjustments to the entitlements of the Holders on exercise (including, if appropriate, by converting foreign currency amounts at prevailing market rates into the relevant currency) as may be appropriate in the circumstances.

### 5.3 *Adjustments binding*

The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Holders in accordance with General Condition 7 as soon as practicable after they are determined.



**PART B**  
**PRODUCT CONDITIONS OF CASH SETTLED CALLABLE BULL/BEAR CONTRACTS**  
**OVER INDEX**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of CBBCs may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of CBBCs.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Call Level”** means the level specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula (and, if appropriate, either (I) converted (if applicable) into the Settlement Currency at the Exchange Rate or, as the case may be, (II) converted into the Interim Currency at the First Exchange Rate and then (if applicable) converted into Settlement Currency at the Second Exchange Rate):

(a) following a Mandatory Call Event:

- (i) in the case of a series of Category R CBBCs, the Residual Value; or
- (ii) in the case of a series of Category N CBBCs, zero; and

(b) at expiry:

- (i) in the case of a series of bull CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{(\text{Closing Level} - \text{Strike Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

- (ii) in the case of a series of bear CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{(\text{Strike Level} - \text{Closing Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Category N CBBCs”** means a series of CBBCs where the Call Level is equal to the Strike Level;

**“Category R CBBCs”** means a series of CBBCs where the Call Level is different from the Strike Level;

**“Closing Level”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Divisor”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“First Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Index”** means the index specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Business Day”** means a day on which the Index Exchange is scheduled to open for trading for its regular trading sessions;

**“Index Compiler”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Currency Amount”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Index Exchange”** means the index exchange specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Interim Currency”** means the currency specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Mandatory Call Event”** occurs if the Spot Level is:

- (a) in the case of a series of bull CBBCs, at or below the Call Level; or
- (b) in the case of a series of bear CBBCs, at or above the Call Level,

at any time during an Index Business Day in the Observation Period;

**“Market Disruption Event”** means:

- (a) the occurrence or existence, on any Trading Day or Index Business Day during the one-half hour period that ends at the close of trading on the Index Exchange, of any of:
  - (i) the suspension or material limitation of the trading of a material number of constituent securities that comprise the Index;
  - (ii) the suspension or material limitation of the trading of options or futures contracts relating to the Index on any exchanges on which such contract are traded; or
  - (iii) the imposition of any exchange controls in respect of any currencies involved in determining the Cash Settlement Amount.

For the purposes of this definition:

- (1) the limitation of the number of hours or days of trading will not constitute a Market Disruption Event if it results from an announced change in the regular business hours of any relevant exchange, and
  - (2) a limitation on trading imposed by reason of the movements in price exceeding the levels permitted by any relevant exchange will constitute a Market Disruption Event; or
- (b) where the Index Exchange is the Stock Exchange, the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm signal on any day which either:
- (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal have been issued;

- (c) a limitation or closure of the Index Exchange due to any unforeseen circumstances; or
- (d) any circumstances beyond the control of the Issuer in which the Closing Level or, if applicable, the Exchange Rate, the First Exchange Rate or the Second Exchange Rate (as the case may be) cannot be determined by the Issuer in the manner set out in these Conditions or in such other manner as the Issuer considers appropriate at such time after taking into account all the relevant circumstances;

“**Maximum Index Level**” means the highest Spot Level during the MCE Valuation Period;

“**MCE Valuation Period**” means the period commencing from and including the moment upon which the Mandatory Call Event occurs (the trading session on the Index Exchange during which the Mandatory Call Event occurs is the “**1st Session**”) and up to the end of the trading session on the Index Exchange immediately following the 1st Session (“**2nd Session**”) unless, in the determination of the Issuer in its good faith, the 2nd Session for any reason (including, without limitation, a Market Disruption Event occurring and subsisting in the 2nd Session) does not contain any continuous period of 1 hour or more than 1 hour during which the Spot Levels are available, the MCE Valuation Period shall be extended to the end of the subsequent trading session on the Index Exchange following the 2nd Session during which Spot Levels are available for a continuous period of at least 1 hour notwithstanding the existence or continuance of a Market Disruption Event in such postponed trading session, unless the Issuer determines in its good faith that each trading session on each of the four Index Business Days immediately following the date on which the Mandatory Call Event occurs does not contain any continuous period of 1 hour or more than 1 hour during which Spot Levels are available. In that case:

- (a) the period commencing from the 1st Session up to, and including, the last trading session of the fourth Index Business Day on the Index Exchange immediately following the date on which the Mandatory Call Event occurs shall be deemed to be the MCE Valuation Period; and

- (b) the Issuer shall determine the Maximum Index Level or the Minimum Index Level (as the case may be) having regard to the then prevailing market conditions, the last reported Spot Level of the Index and such other factors as the Issuer may determine to be relevant in its good faith.

For the avoidance of doubt, all Spot Levels available throughout the extended MCE Valuation Period shall be taken into account to determine the Maximum Index Level or the Minimum Index Level (as the case may be) for the calculation of the Residual Value.

For the purposes of this definition,

- (i) the pre-opening session, the morning session and, in the case of half day trading, the closing auction session (if applicable) of the same day; and
- (ii) the afternoon session and the closing auction session (if applicable) of the same day,

shall each be considered as one trading session only;

**“Minimum Index Level”** means the lowest Spot Level during the MCE Valuation Period;

**“Observation Commencement Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Observation Period”** means the period commencing from and including the Observation Commencement Date up to and including the close of trading (Hong Kong time) on the Trading Day immediately preceding the Expiry Date;

**“Post MCE Trades”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document, subject to such modification and amendment prescribed by the Stock Exchange from time to time;

**“Price Source”**, if applicable, has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of cash settled CBBCs over index;

**“Residual Value”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula (and, if appropriate, either (I) converted (if applicable) into the Settlement Currency at the Exchange Rate or, as the case may be, (II) converted into the Interim Currency at the First Exchange Rate and then (if applicable) converted into Settlement Currency at the Second Exchange Rate):

- (a) In the case of a series of bull CBBCs:

$$\text{Residual Value per Board Lot} = \frac{(\text{Minimum Index Level} - \text{Strike Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

- (b) In the case of a series of bear CBBCs:

$$\text{Residual Value per Board Lot} = \frac{(\text{Strike Level} - \text{Maximum Index Level}) \times \text{one Board Lot} \times \text{Index Currency Amount}}{\text{Divisor}}$$

**“Second Exchange Rate”** means the rate specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Settlement Date”** means the third CCASS Settlement Day after (i) the end of the MCE Valuation Period or (ii) the later of: (a) the Expiry Date; and (b) the day on which the Closing Level is determined in accordance with the Conditions (as the case may be);

**“Spot Level”** means:

- (a) if no Price Source is specified, the spot level of the Index as compiled and published by the Index Compiler; or
- (b) if a Price Source is specified, the spot level of the Index as published on the Price Source;

**“Strike Level”** means the level specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Trading Day”** means any day on which the Stock Exchange is scheduled to open for trading for its regular trading sessions; and

**“Valuation Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document, provided that, if the Issuer determines, in its sole discretion, that a Market Disruption Event has occurred on the Valuation Date, then the Issuer shall determine the Closing Level on the basis of its good faith estimate of the Closing Level that would have prevailed on that day but for the occurrence of the Market Disruption Event, provided that the Issuer, if applicable, may, but shall not be obliged to, determine such Closing Level by having regard to the manner in which futures contracts relating to the Index are calculated.

## **2. Exercise of CBBCs**

### *2.1 Exercise of CBBCs in Board Lots*

CBBCs may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

If no Mandatory Call Event has occurred during the Observation Period, the CBBCs will be deemed to be automatically exercised on the Expiry Date if the Cash Settlement Amount is positive.

### *2.3 Mandatory Call Event*

- (a) Subject to Product Condition 2.3(b) below, following a Mandatory Call Event, the CBBCs will be terminated automatically and the Issuer shall have no further obligation under the CBBCs except for the payment of the Cash Settlement Amount (if any) on the relevant Settlement Date. The Issuer will notify the Holders of the occurrence of the Mandatory Call Event in accordance with General Condition 7. Trading in the CBBCs will be suspended immediately upon the occurrence of a Mandatory Call Event and any Post MCE Trades will be cancelled and will not be recognised by the Stock Exchange or the Issuer.
- (b) A Mandatory Call Event is irrevocable unless it is triggered as a result of any of the following events:
  - (i) system malfunction or other technical errors of Hong Kong Exchanges and Clearing Limited and such event is reported by the Stock Exchange to the Issuer and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked; or

- (ii) manifest errors caused by the relevant third party where applicable (such as miscalculation of the index level by the Index Compiler) and such event is reported by the Issuer to the Stock Exchange, and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked;

in each case, such mutual agreement must be reached no later than 30 minutes before the commencement of trading (including the pre-opening session) (Hong Kong time) on the Trading Day of the Stock Exchange immediately following the day on which the Mandatory Call Event occurs, or such other time as prescribed by the Stock Exchange from time to time.

In both cases, the Mandatory Call Event so triggered will be reversed; and all cancelled trades (if any) will be reinstated and trading of the CBBCs will resume as soon as practicable in accordance with the rules and/or requirements prescribed by the Stock Exchange from time to time.

#### *2.4 Entitlement*

Every Board Lot of CBBCs entitles the Holder to receive from the Issuer on the Settlement Date the Cash Settlement Amount (if any).

#### *2.5 Cancellation*

Upon early expiration of the CBBCs at the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date, the Issuer will, with effect from the first Business Day following the MCE Valuation Period or the Expiry Date (as the case may be) remove the name of the Holder from the Register in respect of the number of CBBCs which have expired or exercised (as the case may be) and thereby cancel the relevant CBBCs and if applicable, the Global Certificate.

#### *2.6 Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer by the end of the MCE Valuation Period or the Expiry Date (as the case may be) and deducted from the Cash Settlement Amount prior to delivery to the Holder in accordance with this Product Condition 2, shall be notified by the Issuer to the Holder as soon as practicable after determination thereof and shall be paid by the Holder to the Issuer immediately upon demand.

#### *2.7 Cash Settlement*

Upon early termination of the CBBCs following the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date (as the case may be), the Issuer will, in respect of every Board Lot, pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date by crediting that amount in accordance with the CCASS Rules, to the Designated Bank Account.

If as a result of a Settlement Disruption Event, it is not possible for the Issuer to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder on the original Settlement Date, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of the Settlement Disruption Event.

## 2.8 *Responsibility of Issuer*

The Issuer or its agents shall not have any responsibility for any errors or omissions in the calculation and dissemination of any variables published by a third party and used in any calculation made pursuant to these Conditions or in the calculation of the Cash Settlement Amount arising from such errors or omissions. The purchase of CBBCs does not confer on any Holder of such CBBCs any rights (whether in respect of voting, distributions or otherwise) in relation to the constituent securities, contracts, commodities or currencies comprising the Index.

## 2.9 *Liability of Issuer*

Exercise and settlement of the CBBCs is subject to all applicable laws, rules, regulations and guidelines in force at the relevant time and the Issuer shall not incur any liability whatsoever if it is unable to effect the transactions contemplated, after using all reasonable efforts, as a result of any such laws, rules, regulations or guidelines. The Issuer shall not under any circumstances be liable for any acts or defaults of the CCASS in relation to the performance of its duties in relation to the CBBCs.

## 2.10 *Trading*

Subject to Product Condition 2.3(b), trading in CBBCs on the Stock Exchange shall cease:

- (a) immediately upon the occurrence of a Mandatory Call Event; or
- (b) at the close of trading for the Trading Day immediately preceding the Expiry Date (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning session only, at the close of trading for the morning session),

whichever is the earlier.

## 3. **Adjustments**

### 3.1 *Successor Index Compiler Calculates and Reports Index*

If the Index is:

- (a) not calculated and announced by the Index Compiler but is calculated and published by a successor to the Index Compiler (the “**Successor Index Compiler**”) acceptable to the Issuer; or
- (b) replaced by a successor index using, in the determination of the Issuer, the same or a substantially similar formula for and method of calculation as used in the calculation of the Index,

then the Index will be deemed to be the index so calculated and announced by the Successor Index Compiler or that successor index, as the case may be.

### 3.2 *Modification and Cessation of Calculation of Index*

If:

- (a) on or prior to the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler makes a material change in the formula for or the method of calculating the Index or in any other way materially modifies the Index (other than a modification prescribed in that formula or method to maintain the Index in the event of changes in constituent securities, contracts, commodities or currencies and other routine events); or



- (b) on the Valuation Date, the Index Compiler or (if applicable) the Successor Index Compiler fails to calculate and publish the Index (other than as a result of a Market Disruption Event),

then the Issuer shall determine the Closing Level using, in lieu of a published level for the Index, the level for the Index as at the Valuation Date as determined by the Issuer in accordance with the formula for and method of calculating the Index last in effect prior to that change or failure, but using only those securities, contracts, commodities or currencies that comprised the Index immediately prior to that change or failure (other than those securities, contracts, commodities or currencies that have since ceased to be listed on the relevant exchange).

### *3.3 Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the CBBCs as appropriate where any event (including the events as contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### *3.4 Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holder. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment or amendment and of the date from which such adjustment or amendment is effective by publication in accordance with General Condition 7.

**PART C**  
**PRODUCT CONDITIONS OF CASH SETTLED CALLABLE BULL/BEAR CONTRACTS OVER**  
**EXCHANGE TRADED FUND**

*These Product Conditions will, together with the General Conditions and the supplemental terms and conditions contained in the relevant Launch Announcement and Supplemental Listing Document, and subject to completion and amendment, be endorsed on the Global Certificate. The relevant Launch Announcement and Supplemental Listing Document in relation to the issue of any series of CBBCs may specify additional terms and conditions which shall, to the extent so specified or to the extent they are inconsistent with these Product Conditions, replace or modify these Product Conditions for the purpose of such series of CBBCs.*

**1. Definitions**

For the purposes of these Product Conditions:

**“Call Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Cash Settlement Amount”** means, in respect of every Board Lot, an amount payable in the Settlement Currency calculated by the Issuer in accordance with the following formula:

(a) following a Mandatory Call Event:

(i) in the case of a series of Category R CBBCs, the Residual Value; or

(ii) in the case of a series of Category N CBBCs, zero; and

(b) at expiry:

(i) in the case of a series of bull CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Closing Price} - \text{Strike Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

(ii) in the case of a series of bear CBBCs:

$$\text{Cash Settlement Amount per Board Lot} = \frac{\text{Entitlement} \times (\text{Strike Price} - \text{Closing Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

For the avoidance of doubt, if the Cash Settlement Amount is a negative figure, it shall be deemed to be zero;

**“Category N CBBCs”** means a series of CBBCs where the Call Price is equal to the Strike Price;

**“Category R CBBCs”** means a series of CBBCs where the Call Price is different from the Strike Price;

**“Closing Price”** means the official closing price of one Unit (as derived from the daily quotation sheet of the Stock Exchange, subject to any adjustment to such closing price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) as of the Valuation Date;

**“Entitlement”** means the number specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Fund”** means the exchange traded fund specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“General Conditions”** means the general terms and conditions of Structured Products set out in Appendix 1 of the Base Listing Document;

**“Mandatory Call Event”** occurs if the Spot Price is:

- (a) in the case of a series of bull CBBCs, at or below the Call Price; or
- (b) in the case of a series of bear CBBCs, at or above the Call Price,

at any time during any Trading Day in the Observation Period;

**“Market Disruption Event”** means:

- (a) the occurrence or existence on any Trading Day during the one-half hour period that ends at the close of trading of any suspension of or limitation imposed on trading (by reason of movements in price exceeding limits permitted by the Stock Exchange or otherwise) on the Stock Exchange in:
  - (i) the Units; or
  - (ii) any options or futures contracts relating to the Units if, in any such case, such suspension or limitation is, in the determination of the Issuer, material;
- (b) the issuance of the tropical cyclone warning signal number 8 or above or the issuance of a “BLACK” rainstorm on any day which either:
  - (i) results in the Stock Exchange being closed for trading for the entire day; or
  - (ii) results in the Stock Exchange being closed prior to its regular time for close of trading for the relevant day (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning trading session only, closed prior to its regular time for close of trading for the morning session),

PROVIDED THAT there shall be no Market Disruption Event solely by reason of the Stock Exchange opening for trading later than its regular time for opening of trading on any day as a result of the tropical cyclone warning signal number 8 or above or the “BLACK” rainstorm signal have been issued; or

- (c) a limitation or closure of the Stock Exchange due to any unforeseen circumstances;

**“Maximum Trade Price”** means the highest Spot Price of the Units (subject to any adjustment to such Spot Price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) during the MCE Valuation Period;

**“MCE Valuation Period”** means the period commencing from and including the moment upon which the Mandatory Call Event occurs (the trading session on the Stock Exchange during which the Mandatory Call Event occurs is the **“1st Session”**) and up to the end of the trading session on the Stock Exchange immediately following the 1st Session (**“2nd Session”**) unless, in the determination of the Issuer in its good faith, the 2nd Session for any reason (including, without limitation, a Market Disruption Event occurring and subsisting in the 2nd Session) does not contain any continuous period of 1 hour or more than 1 hour during which trading in the Units is permitted on the Stock Exchange with no limitation imposed, the MCE Valuation Period shall be extended to the end of the subsequent trading session following the 2nd Session during which trading in the Units is permitted on the Stock Exchange with no limitation imposed for a continuous period of at least 1 hour notwithstanding the existence or continuance of a Market Disruption Event in such postponed trading session, unless the Issuer determines in its good faith that each trading session on each of the four Trading Days immediately following the date on which the Mandatory Call Event occurs does not contain any continuous period of 1 hour or more than 1 hour during which trading in the Units is permitted on the Stock Exchange with no limitation imposed. In that case:

- (a) the period commencing from the 1st Session up to, and including, the last trading session on the Stock Exchange of the fourth Trading Day immediately following the date on which the Mandatory Call Event occurs shall be deemed to be the MCE Valuation Period; and
- (b) the Issuer shall determine the Maximum Trade Price or the Minimum Trade Price (as the case may be) having regard to the then prevailing market conditions, the last reported Spot Price and such other factors as the Issuer may determine to be relevant in its good faith.

For the avoidance of doubt, all Spot Prices available throughout the extended MCE Valuation Period shall be taken into account to determine the Maximum Trade Price or the Minimum Trade Price (as the case may be) for the calculation of the Residual Value.

For the purposes of this definition,

- (i) the pre-opening session, the morning session and, in the case of half day trading, the closing auction session (if applicable) of the same day; and
- (ii) the afternoon session and the closing auction session (if applicable) of the same day, shall each be considered as one trading session only;

**“Minimum Trade Price”** means the lowest Spot Price of the Units (subject to any adjustment to such Spot Price as may be necessary to reflect any event as contemplated in Product Condition 3 such as capitalisation, rights issue, distribution or the like) during the MCE Valuation Period;

**“Observation Commencement Date”** means the date specified as such in the relevant Launch Announcement and Supplemental Listing Document;

**“Observation Period”** means the period commencing from and including the Observation Commencement Date up to and including the close of trading (Hong Kong time) on the Trading Day immediately preceding the Expiry Date;

**“Post MCE Trades”** has the meaning given to it in the relevant Launch Announcement and Supplemental Listing Document, subject to such modification and amendment prescribed by the Stock Exchange from time to time;

**“Product Conditions”** means these product terms and conditions. These Product Conditions apply to each series of cash settled CBBCs over exchange traded funds;

**“Residual Value”** means, in respect of every Board Lot, an amount calculated by the Issuer in accordance with the following formula:

- (a) in the case of a series of bull CBBCs:

$$\text{Residual Value per Board Lot} = \frac{\text{Entitlement} \times (\text{Minimum Trade Price} - \text{Strike Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

- (b) in the case of a series of bear CBBCs:

$$\text{Residual Value per Board Lot} = \frac{\text{Entitlement} \times (\text{Strike Price} - \text{Maximum Trade Price}) \times \text{one Board Lot}}{\text{Number of CBBCs per Entitlement}}$$

**“Settlement Date”** means the third CCASS Settlement Day after: (a) the end of the MCE Valuation Period; or (b) the later of: (i) the Expiry Date; and (ii) the day on which the Closing Price is determined in accordance with the Conditions (as the case may be);

**“Spot Price”** means:

- (a) in respect of a continuous trading session of the Stock Exchange, the price per Unit concluded by means of automatic order matching on the Stock Exchange as reported in the official real-time dissemination mechanism for the Stock Exchange during such continuous trading session in accordance with the Trading Rules, excluding direct business (as defined in the Trading Rules); and
- (b) in respect of a pre-opening session or a closing auction session (if applicable) of the Stock Exchange (as the case may be), the final Indicative Equilibrium Price (as defined in the Trading Rules) of the Unit (if any) calculated at the end of the pre-order matching period of such pre-opening session or closing auction session (if applicable), as the case may be, in accordance with the Trading Rules, excluding direct business (as defined in the Trading Rules),

subject to such modification and amendment prescribed by the Stock Exchange from time to time.

**“Strike Price”** means the price specified as such in the relevant Launch Announcement and Supplemental Listing Document, subject to any adjustment in accordance with Product Condition 3;

**“Trading Day”** means any day on which the Stock Exchange is scheduled to open for trading for its regular trading sessions;

**“Trading Rules”** means the Rules and Regulations of the Exchange prescribed by the Stock Exchange from time to time;

**“Unit”** means the share or unit of the Fund specified as such in the relevant Launch Announcement and Supplemental Listing Document; and

**“Valuation Date”** means the Trading Day immediately preceding the Expiry Date provided that if, in the determination of the Issuer, a Market Disruption Event has occurred on that day, the Valuation Date shall be postponed until the first succeeding Trading Day on which the Issuer determines that there is no Market Disruption Event, unless the Issuer determines that there is a Market Disruption Event occurring on each of the four Trading Days immediately following the original date which (but for the Market Disruption Event) would have been the Valuation Date. In that case:

- (a) the fourth Trading Day immediately following the original date shall be deemed to be the Valuation Date notwithstanding the Market Disruption Event; and
- (b) the Issuer shall determine the Closing Price having regard to the then prevailing market conditions, the last reported trading price of the Unit on the Stock Exchange and such other factors as the Issuer determines to be relevant.

## **2. Exercise of CBBCs**

### *2.1 Exercise of CBBCs in Board Lots*

CBBCs may only be exercised in Board Lots or integral multiples thereof.

### *2.2 Automatic exercise*

If no Mandatory Call Event has occurred during the Observation Period, the CBBCs will be deemed to be automatically exercised on the Expiry Date if the Cash Settlement Amount is positive.

### *2.3 Mandatory Call Event*

- (a) Subject to Product Condition 2.3(b) below, following a Mandatory Call Event, the CBBCs will be terminated automatically and the Issuer shall have no further obligation under the CBBCs except for the payment of the Cash Settlement Amount (if any) on the relevant Settlement Date. The Issuer will notify the Holders of the occurrence of the Mandatory Call Event in accordance with General Condition 7. Trading in the CBBCs will be suspended immediately upon the occurrence of a Mandatory Call Event and any Post MCE Trades will be cancelled and will not be recognised by the Stock Exchange or the Issuer.
- (b) A Mandatory Call Event is irrevocable unless it is triggered as a result of any of the following events:
  - (i) system malfunction or other technical errors of Hong Kong Exchanges and Clearing Limited and such event is reported by the Stock Exchange to the Issuer and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked; or
  - (ii) manifest errors caused by the relevant third party where applicable and such event is reported by the Issuer to the Stock Exchange, and the Issuer and the Stock Exchange mutually agree that such Mandatory Call Event is to be revoked;

in each case, such mutual agreement must be reached no later than 30 minutes before the commencement of trading (including the pre-opening session) (Hong Kong time) on the Trading Day of the Stock Exchange immediately following the day on which the Mandatory Call Event occurs, or such other time as prescribed by the Stock Exchange from time to time.

In both cases, the Mandatory Call Event so triggered will be reversed; and all cancelled trades (if any) will be reinstated and trading of the CBBCs will resume as soon as practicable in accordance with the rules and/or requirements prescribed by the Stock Exchange from time to time.

### *2.4 Entitlement*

Every Board Lot of CBBCs entitles the Holder to receive from the Issuer on the Settlement Date the Cash Settlement Amount (if any).

## 2.5 *Cancellation*

Upon early expiration of the CBBCs at the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date, the Issuer will, with effect from the first Business Day following the MCE Valuation Period or the Expiry Date (as the case may be) remove the name of the Holder from the Register in respect of the number of CBBCs which have expired or exercised (as the case may be) and thereby cancel the relevant CBBCs and if applicable, the Global Certificate.

## 2.6 *Exercise Expenses*

Any Exercise Expenses which are not determined by the Issuer by the end of the MCE Valuation Period or the Expiry Date (as the case may be) and deducted from the Cash Settlement Amount prior to delivery to the Holder in accordance with this Product Condition 2, shall be notified by the Issuer to the Holder as soon as practicable after determination thereof and shall be paid by the Holder to the Issuer immediately upon demand.

## 2.7 *Cash Settlement*

Upon early termination of the CBBCs following the occurrence of a Mandatory Call Event or an automatic exercise of the CBBCs on the Expiry Date (as the case may be), the Issuer will, in respect of every Board Lot, pay the Cash Settlement Amount minus the determined Exercise Expenses to the relevant Holder. If the Cash Settlement Amount is equal to or less than the determined Exercise Expenses, no amount is payable.

The Cash Settlement Amount minus the determined Exercise Expenses shall be despatched no later than the Settlement Date by crediting that amount in accordance with the CCASS Rules, to the Designated Bank Account.

If as a result of a Settlement Disruption Event, it is not possible for the Issuer to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder on the original Settlement Date, the Issuer shall use its reasonable endeavours to procure payment electronically through CCASS by crediting the relevant Designated Bank Account of the Holder as soon as reasonably practicable after the original Settlement Date. The Issuer will not be liable to the Holder for any interest in respect of the amount due or any loss or damage that such Holder may suffer as a result of the existence of the Settlement Disruption Event.

## 2.8 *Responsibility of Issuer*

The Issuer or its agents shall not have any responsibility for any errors or omissions in the calculation and dissemination of any variables published by a third party and used in any calculation made pursuant to these Conditions or in the calculation of the Cash Settlement Amount arising from such errors or omissions. The purchase of CBBCs does not confer on any Holder of such CBBCs any rights (whether in respect of voting, distributions or otherwise) in relation to the Units.

## 2.9 *Liability of Issuer*

Exercise and settlement of the CBBCs is subject to all applicable laws, rules, regulations and guidelines in force at the relevant time and the Issuer shall not incur any liability whatsoever if it is unable to effect the transactions contemplated, after using all reasonable efforts, as a result of any such laws, rules, regulations or guidelines. The Issuer shall not under any circumstances be liable for any acts or defaults of the CCASS in relation to the performance of its duties in relation to the CBBCs.



## 2.10 Trading

Subject to Product Condition 2.3(b), trading in CBBCs on the Stock Exchange shall cease:

- (a) immediately upon the occurrence of a Mandatory Call Event; or
- (b) at the close of trading for the Trading Day immediately preceding the Expiry Date (for the avoidance of doubt, in the case when the Stock Exchange is scheduled to open for the morning session only, at the close of trading for the morning session),

whichever is the earlier.

## 3. Adjustments

### 3.1 Rights Issues

If and whenever the Fund shall, by way of Rights (as defined below), offer new Units for subscription at a fixed subscription price to the holders of existing Units pro rata to existing holdings (a “**Rights Offer**”), the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement (“**Rights Issue Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{1 + M}{1 + (R/S) \times M}$$

E: Existing Entitlement immediately prior to the Rights Offer

S: Cum-Rights Unit price being the closing price of an existing Unit as derived from the daily quotation sheet of the Stock Exchange on the last Business Day on which the Units are traded on a Cum-Rights basis

R: Subscription price per new Unit specified in the Rights Offer plus an amount equal to any distributions or other benefits foregone to exercise the Rights

M: Number of new Unit(s) (whether a whole or a fraction) per existing Unit each holder thereof is entitled to subscribe,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Rights Issue Adjustment Date.

For the purposes of these Product Conditions:

“**Rights**” means the right(s) attached to each existing Unit or needed to acquire one new Unit (as the case may be) which are given to the holders of existing Units to subscribe at a fixed subscription price for new Units pursuant to the Rights Offer (whether by the exercise of one Right, a part of a Right or an aggregate number of Rights).

### 3.2 *Bonus Issues*

If and whenever the Fund shall make an issue of Units credited as fully paid to the holders of Units generally (other than pursuant to a scrip distribution or similar scheme for the time being operated by the Fund or otherwise in lieu of a cash distribution and without any payment or other consideration being made or given by such holders) (a “**Bonus Issue**”) the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement (“**Bonus Issue Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

Adjustment Component =  $1 + N$

E: Existing Entitlement immediately prior to the Bonus Issue

N: Number of additional Units (whether a whole or a fraction) received by a holder of Units for each Unit held prior to the Bonus Issue,

provided that if the above formula would result in an adjustment to the Entitlement which would amount to one per cent. or less of the Entitlement immediately prior to the adjustment, then no adjustment will be made. In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Bonus Issue Adjustment Date.

### 3.3 *Subdivisions and Consolidations*

If and whenever the Fund shall subdivide its Units or any class of its outstanding Units into a greater number of units or shares (a “**Subdivision**”) or consolidate the Units or any class of its outstanding Units into a smaller number of units or shares (a “**Consolidation**”), then:

- (a) in the case of a Subdivision, the Entitlement in effect immediately prior thereto will be increased whereas the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) will be decreased in the same ratio as the Subdivision; and
- (b) in the case of a Consolidation, the Entitlement in effect immediately prior thereto will be decreased whereas the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) will be increased in the same ratio as the Consolidation,

in each case on the day on which the Subdivision or Consolidation (as the case may be) takes effect.

### 3.4 *Restructuring Events*

If it is announced that the Fund is to or may merge with or into any other trust or consolidate with or into any other trust or corporation (including becoming, by agreement or otherwise, controlled by any person or corporation) (except where the Fund is the surviving entity in a merger) or that it is to or may sell or transfer all or substantially all of its assets, the rights attaching to the CBBCs

may in the absolute discretion of the Issuer be amended no later than the Business Day preceding the consummation of such merger, consolidation, sale or transfer (each a “**Restructuring Event**”) (as determined by the Issuer in its absolute discretion) so that the CBBCs shall, after such Restructuring Event, relate to the number of units or shares of the trust(s) or corporation(s) resulting from or surviving such Restructuring Event or other securities (“**Substituted Securities**”) and/or cash offered in substitution for the affected Units, as the case may be, to which the holder of such number of Units to which the CBBCs related immediately before such Restructuring Event would have been entitled upon such Restructuring Event and thereafter the provisions hereof shall apply to such Substituted Securities, provided that any Substituted Securities may, in the absolute discretion of the Issuer, be deemed to be replaced by an amount in the relevant currency equal to the market value or, if no market value is available, fair value, of such Substituted Securities in each case as determined by the Issuer as soon as practicable after such Restructuring Event is effected. For the avoidance of doubt, any remaining Units shall not be affected by this paragraph and, where cash is offered in substitution for Units or is deemed to replace Substituted Securities as described above, references in these Product Conditions to the Units shall include any such cash.

### 3.5 Cash Distribution

No adjustment will be made for an ordinary cash distribution (whether or not it is offered with a scrip alternative) (“**Ordinary Distribution**”). For any other forms of cash distribution (“**Cash Distribution**”) announced by the Fund, such as a cash bonus, special distribution or extraordinary distribution, no adjustment will be made unless the value of the Cash Distribution accounts for 2 per cent. or more of the Unit’s closing price on the day of announcement by the Fund.

If and whenever the Fund shall make a Cash Distribution credited as fully paid to the holders of Units generally, the Entitlement shall be adjusted to take effect on the Business Day on which trading in the Units becomes ex-entitlement in respect of the relevant Cash Distribution (“**Cash Distribution Adjustment Date**”) in accordance with the following formula:

Adjusted Entitlement = Adjustment Component x E

Where:

$$\text{Adjustment Component} = \frac{S - OD}{S - OD - CD}$$

E: The existing Entitlement immediately prior to the Cash Distribution

S: The closing price of the existing Unit as derived from the daily quotation sheet of the Stock Exchange on the Business Day immediately preceding the Cash Distribution Adjustment Date

CD: The amount of Cash Distribution per Unit

OD: The amount of Ordinary Distribution per Unit, provided that the Ordinary Distribution and the Cash Distribution shall have the same ex-entitlement date. For the avoidance of doubt, the OD shall be deemed to be zero if the ex-entitlement dates of the relevant Ordinary Distribution and Cash Distribution are different

In addition, the Issuer shall adjust the Strike Price and the Call Price (both of which shall be rounded to the nearest 0.001) by the reciprocal of the Adjustment Component, where the reciprocal of the Adjustment Component means one divided by the relevant Adjustment Component. The adjustment to the Strike Price and the Call Price shall take effect on the Cash Distribution Adjustment Date.

### 3.6 *Other Adjustments*

Without prejudice to and notwithstanding any prior adjustment(s) made pursuant to the applicable Conditions, the Issuer may (but shall not be obliged to) make such other adjustments to the terms and conditions of the CBBCs as appropriate where any event (including the events as contemplated in the applicable Conditions) occurs and irrespective of, in substitution for, or in addition to the provisions contemplated in the applicable Conditions, provided that such adjustment is:

- (a) not materially prejudicial to the interests of the Holders generally (without considering the circumstances of any individual Holder or the tax or other consequences of such adjustment in any particular jurisdiction); or
- (b) determined by the Issuer in good faith to be appropriate and commercially reasonable.

### 3.7 *Notice of Determinations*

All determinations made by the Issuer pursuant hereto will be conclusive and binding on the Holders. The Issuer will give, or procure that there is given, notice as soon as practicable of any adjustment or amendment and of the date from which such adjustment or amendment is effective by publication in accordance with General Condition 7.

## 4. **Termination or Liquidation**

In the event of a Termination or the liquidation or dissolution of the Fund or, if applicable, the trustee of the Fund (including any successor trustee appointed from time to time) (“**Trustee**”) (in its capacity as trustee of the Fund) or the appointment of a liquidator, receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of the Fund’s or Trustee’s (as the case may be) undertaking, property or assets, all unexercised CBBCs will lapse and shall cease to be valid for any purpose. In the case of a Termination, the unexercised CBBCs will lapse and shall cease to be valid on the effective date of the Termination, in the case of a voluntary liquidation, the unexercised CBBCs will lapse and shall cease to be valid on the effective date of the relevant resolution and, in the case of an involuntary liquidation or dissolution, on the date of the relevant court order or, in the case of the appointment of a liquidator or receiver or administrator or analogous person under any applicable law in respect of the whole or substantially the whole of such Fund’s or Trustee’s (as the case may be) undertaking, property or assets, on the date when such appointment is effective but subject (in any such case) to any contrary mandatory requirement of the applicable law.

For the purpose of this Product Condition 4, “**Termination**” means:

- (i) the Fund is terminated or required to be terminated for whatever reason, or the termination of the Fund commences;
- (ii) where applicable, the Fund is held or is conceded by the Trustee or the manager of the Fund (including any successor manager appointed from time to time) not to have been constituted or to have been imperfectly constituted;
- (iii) where applicable, the Trustee ceases to be authorised under the Fund to hold the property of the Fund in its name and perform its obligations under the trust deed constituting the Fund; or
- (iv) the Fund ceases to be authorised as an authorised collective investment scheme under the Securities and Futures Ordinance (Cap. 571 of the Laws of Hong Kong).

## **5. Delisting**

### *5.1 Adjustments following delisting*

If at any time the Units cease to be listed on the Stock Exchange, the Issuer shall give effect to these Conditions in such manner and make such adjustments and amendments to the rights attaching to the CBBCs as it shall, in its absolute discretion, consider appropriate to ensure, so far as it is reasonably able to do so, that the interests of the Holders generally are not materially prejudiced as a consequence of such delisting (without considering the circumstances of any individual Holder or the tax or other consequences that may result in any particular jurisdiction).

### *5.2 Listing on another exchange*

Without prejudice to the generality of Product Condition 5.1, where the Units are, or, upon the delisting, become, listed on any other stock exchange, the Conditions may, in the absolute discretion of the Issuer, be amended to the extent necessary to allow for the substitution of that other stock exchange in place of the Stock Exchange and the Issuer may, without the consent of the Holders, make such adjustments to the entitlements of the Holders on exercise (including, if appropriate, by converting foreign currency amounts at prevailing market rates into the relevant currency) as may be appropriate in the circumstances.

### *5.3 Adjustments binding*

The Issuer shall determine, in its absolute discretion, any adjustment or amendment and its determination shall be conclusive and binding on the Holders save in the case of manifest error. Notice of any adjustments or amendments shall be given to the Holders in accordance with General Condition 7 as soon as practicable after they are determined.

## **APPENDIX 5**

### **BRIEF GUIDE TO CREDIT RATINGS**

Information set out in this Appendix 5 is based on, extracted or reproduced from the website of S&P at <https://www.spglobal.com/ratings/en/> and the website of Moody's at <https://www.moodys.com>. Information appearing on those websites does not form part of this document, and we accept no responsibility for the accuracy or completeness of the information appearing on those websites, except that we have accurately extracted and reproduced such information in this Appendix 5 and take responsibility for such extraction and reproduction. We have not separately verified such information. There can be no assurance that such information will not be revised by the relevant rating agency in the future and we have no responsibility to notify you of such change. If you are unsure about any information provided in this Appendix 5 and/or what a credit rating means, you should seek independent professional advice.

#### **What is a credit rating?**

A credit rating is a forward looking opinion by a credit rating agency of a company's overall ability to meet its financial obligations. The focus is on the company's capacity to pay its debts as they become due. The rating does not necessarily apply to any specific obligation.

#### **What do the credit ratings mean?**

Below are guidelines issued by S&P and Moody's on what each of their investment-grade ratings means.

#### **S&P long-term issuer credit ratings**

##### **AAA**

An obligor rated 'AAA' has extremely strong capacity to meet its financial commitments. 'AAA' is the highest issuer credit rating assigned by S&P.

##### **AA**

An obligor rated 'AA' has very strong capacity to meet its financial commitments. It differs from the highest-rated obligors only to a small degree.

##### **A**

An obligor rated 'A' has strong capacity to meet its financial commitments but is somewhat more susceptible to the adverse effects of changes in circumstances and economic conditions than obligors in higher-rated categories.

##### **BBB**

An obligor rated 'BBB' has adequate capacity to meet its financial commitments. However, adverse economic conditions or changing circumstances are more likely to weaken the obligor's capacity to meet its financial commitments.

##### **Plus (+) or minus (-)**

The above ratings (except for 'AAA') may be modified by the addition of a plus (+) or minus (-) sign to show relative standing within the rating categories.

Please refer to <https://disclosure.spglobal.com/ratings/en/regulatory/article/-/view/sourceId/504352> for further details.

## **Moody's long-term ratings definitions**

### *Aaa*

Obligations rated Aaa are judged to be of the highest quality, with minimal risk.

### *Aa*

Obligations rated Aa are judged to be of high quality and are subject to very low credit risk.

### *A*

Obligations rated A are considered upper-medium grade and are subject to low credit risk.

### *Baa*

Obligations rated Baa are subject to moderate credit risk. They are considered medium-grade and as such may possess speculative characteristics.

### *Modifiers "1", "2" and "3"*

Moody's appends numerical modifiers 1, 2 and 3 to each of the above generic rating classifications (except for Aaa). The modifier 1 indicates that the obligation ranks in the higher end of its generic rating category; the modifier 2 indicates a mid-range ranking; and the modifier 3 indicates a ranking in the lower end of that generic rating category.

Please refer to <https://ratings.moodys.io/ratings> for further details.

## **Rating Outlooks**

A rating outlook is an opinion regarding the likely rating direction over the medium term (for example, this is typically six months to two years for S&P). A rating outlook issued by S&P or Moody's will usually indicate whether the rating direction is likely to be "positive", "negative", "stable" or "developing". Please refer to the abovementioned websites of the relevant credit rating agencies for further details regarding rating outlooks published by the relevant credit rating agencies.

**APPENDIX 6**  
**AUDITOR'S REPORT AND OUR CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2022**

*This information in this Appendix 6 has been extracted from our Annual Report for the year ended 31 December 2022. References to page numbers on the following pages are to the page numbers of such Annual Report.*

*Please refer to the base listing document dated 13 April 2022 for our annual report for the year ended 31 December 2021 and the auditor's report on such annual report.*



# INDEPENDENT AUDITOR'S REPORT



## TO THE MEMBERS OF THE BANK OF EAST ASIA, LIMITED

(Incorporated in Hong Kong with limited liability)

### OPINION

We have audited the consolidated financial statements of The Bank of East Asia, Limited ("the Bank") and its subsidiaries (together "the Group") set out on pages 180 to 369, which comprise the consolidated statement of financial position as at 31 December 2022, the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2022 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

### BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Impairment allowances of loans and advances to customers

Refer to notes 2(h)(vii), 28(a), 43(a)(ix) to the consolidated financial statements

##### Key audit matter

The Group's advances to customers as at 31 December 2022 amounted to HK\$549,014 million, with total expected credit losses ("ECL") amounting to HK\$6,620 million as at 31 December 2022. Hong Kong and Mainland China Operations contributed to 54.4% and 26.8% of the Group's advances to customers, and 49.1% and 40.4% of the Group's total ECL respectively.

Impairment allowances of loans and advances to customers across the banking industry continues to be an area of elevated focus due to ongoing challenges in the China real estate sector and tightening monetary policy by many central banks to combat inflation. This has led to a more difficult environment for borrowers and leads to challenges in assessing impairment provisions.

##### How the matter was addressed in our audit

Our audit procedures to assess the Group's impairment allowances on loans and advances to customers measured at amortised cost with regards to the methodology, data and assumptions used in the estimate included the following:

##### Methodology

- understanding and assessing the design, implementation and operating effectiveness of key internal controls on the ECL model monitoring and governance process and on the controls around the final review and determination of impairment allowances by management;
- involving credit risk specialists in assessing the appropriateness of the methodology and reliability of the ECL models used by management in determining impairment allowances; and

## 獨立核數師報告



致東亞銀行有限公司成員  
(於香港註冊成立的有限公司)

## 意見

本核數師(以下簡稱「我們」)已審計列載於第180至第369頁的東亞銀行有限公司(以下簡稱「貴銀行」)及其附屬公司(以下統稱「貴集團」)的綜合財務報表，此綜合財務報表包括於二零二二年十二月三十一日的綜合財務狀況表和截至該日止年度的綜合收益表、綜合全面收益表、綜合權益變動表和綜合現金流量表，以及綜合財務報表附註，包括主要會計政策概要。

我們認為，該等綜合財務報表已根據香港會計師公會頒布的《香港財務報告準則》真實而中肯地反映了 貴集團於二零二二年十二月三十一日的綜合財務狀況及截至該日止年度的綜合財務表現及綜合現金流量，並已遵照香港《公司條例》妥為擬備。

## 意見的基礎

我們已根據香港會計師公會頒布的《香港審計準則》進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部分中作進一步闡述。根據香港會計師公會頒布的《專業會計師道德守則》(以下簡稱「守則」)，我們獨立於 貴集團，並已履行守則中的其他專業道德責任。我們相信，我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

## 關鍵審計事項

關鍵審計事項是根據我們的專業判斷，認為對本期綜合財務報表的審計最為重要的事項。這些事項是在我們審計整體綜合財務報表及出具意見時進行處理的。我們不會對這些事項提供單獨的意見。

## 客戶貸款及墊款的減值準備

請參閱綜合財務報表附註2(h)(vii)、28(a)和43(a)(ix)

關鍵審計事項	審計對策
於二零二二年十二月三十一日， 貴集團的客戶墊款達到港幣5,490.14億元，預期信貸損失於二零二二年十二月三十一日總額為港幣66.20億元。香港與中國內地的業務分別佔 貴集團客戶墊款的54.4%和26.8%，以及佔 貴集團預期信貸損失總額的49.1%和40.4%。	因應估計中使用的方法、數據和假設，我們就評估 貴集團以攤銷成本計量的客戶貸款及墊款的減值準備相關的審計程序包括以下各項：
由於中國房地產行業的持續挑戰以及許多央行行為應對通脹而收緊貨幣政策，銀行業客戶貸款和墊款的減值準備繼續成為關注的焦點。這導致評估減值準備更加困難。	<p>方法</p> <ul style="list-style-type: none"> <li>瞭解並評估與以下項目有關的關鍵內部控制的設計、實施及操作成效：預期信貸損失模型監管和管治流程，以及管理層在最終審閱及釐定減值準備的內部控制；</li> <li>使用信貸風險專家評估管理層在釐定減值準備時所用的預期信貸損失模型的可靠性；及</li> </ul>

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

**Impairment allowances of loans and advances to customers**

*Refer to notes 2(h)(vii), 28(a), 43(a)(ix) to the consolidated financial statements*

**Key audit matter**

The Group applies its ECL models to assess impairment allowances of loans and advances to customers measured at amortised cost. Loan exposures that are not already credit-impaired are classified as stage 1 on origination and a 12-month ECL provision is recognised. Loan exposures will remain in stage 1 until they are repaid, experience a significant increase in credit risk (stage 2) or become credit-impaired (stage 3), for which a lifetime ECL provision is recognised.

The difficulty in identifying those loans which may have significant increase in credit risk or impaired has remained high. Past historical experience on repayment may be less representative of the borrowers' financial conditions and therefore more judgement is required.

Impairment allowances may be materially misstated if the exposures with a significant increase in credit risk are not properly identified and classified in the appropriate stages.

The determination of impairment allowances using the ECL models is subject to a number of key parameters and assumptions, including the identification of loss stages, estimates of probability of default, loss given default, exposures at default and discount rate, adjustments for forward-looking information and other adjustment factors. Management judgment is involved in the selection of those parameters and the application of the assumptions.

In particular, the determination of the impairment allowances is heavily dependent on the external macro environment. The expected credit losses are derived from estimates including the historical losses, internal and external credit grading and other adjustment factors. The expected credit losses for personal loans are derived from estimates whereby management takes into consideration historical overdue data, the historical loss experience for personal loans and other adjustment factors.

**How the matter was addressed in our audit**

- in respect of assessing the accuracy of ECL calculation, calculating the amount of credit loss allowance for 12-month and life-time credit losses using the ECL models based on the above parameters and assumptions for a sample of loans and advances to customers where the credit risk of the loan has not, or has, increased significantly since initial recognition, respectively and comparing to the results from the Group;

**Data**

- understanding and assessing the design, implementation and operating effectiveness of key internal controls on financial reporting over approval, recording and monitoring of loans measured at amortised cost, including the recording of key data elements used in the ECL model;
- assessing the completeness and accuracy of data used for the key parameters in the ECL models, by comparing individual loan information on a sample basis with the underlying agreements and other related documentation to assess the accuracy of the loan information in the ECL models. For key parameters derived from external data, we selected samples to inspect the accuracy of such data by comparing them with publicly available sources; and
- for key parameters used in the ECL models which were derived from system-generated internal data, assessing the accuracy of input data by comparing the input data with original documents on a sample basis. We involved our information technology specialists in assessing the information systems controls critical to the financial reporting process, such as the compilation of the overdue reports for advances to customers. We also assessed the design, implementation and operating effectiveness of relevant automated application controls within these systems, as well as key internal controls over these underlying systems, including controls over access to these systems and controls over data and change management;

## 獨立核數師報告(續)

## 客戶貸款及墊款的減值準備

請參閱綜合財務報表附註2(h)(vii)、28(a)和43(a)(ix)

## 關鍵審計事項

貴集團使用其預期信貸損失模型來評估以攤銷成本計量的客戶貸款及墊款的減值準備。尚未成為不良信貸的貸款於發放時被劃歸為第一階段，並按照相當於12個月的預期信貸損失的金額確認撥備。貸款會保留於第一階段直至其被償還，信貸風險有顯著增加(第二階段)或已成為不良信貸(第三階段)，相應撥備會按照相當於合約期內之預期信貸損失的金額確認。

識別信貸風險可能顯著增加的貸款及不良信貸的難度仍高。當中需要更多的判斷，因為過去的歷史償還經驗可能較難代表客戶的財務狀況。

倘貸款的信貸風險顯著增加未被恰當地識別及分類，可能導致預期信貸損失存在重大錯誤陳述。

採用預期信貸損失模型釐定減值準備時須考慮若干關鍵參數及假設，包括所識別的損失階段、所估計的違約概率、違約損失率、違約風險承擔和貼現率，就前瞻性資訊所作的調整以及其他調整因素。在選取該等參數及應用上述假設時亦須管理層作出判斷。

當中，減值準備的釐定在很大程度上取決於外部宏觀環境及貴集團的內部信貸風險管理策略。預期信貸損失乃源自於對歷史損失、內部及外部信貸評級及其他調整因素的估計。個人貸款的預期信貸損失乃源自於管理層考慮了歷史逾期數據、個人貸款的以往損失經驗以及其他調整因素而作出的估計。

## 審計對策

- 在評估預期信貸損失計算的準確性方面，抽選信貸風險自初始確認以來尚未顯著增加或已顯著增加的客戶貸款及墊款樣本，同時根據上述參數及假設並使用預期信貸損失模型，分別計算該等樣本按照12個月內的信貸損失和合約期內的信貸損失計量的信貸損失準備金額，並將該計算結果與貴集團的結果進行比較；

## 數據

- 瞭解並評估與以下項目有關的關鍵財務報告內部控制的設計、實施及操作成效：以攤銷成本計量的貸款的審批、記錄和監管，包括記錄預期信貸損失模型中使用的關鍵數據；
- 通過在抽樣基礎上對比個別貸款資訊與相關協議及其他相關文檔，評估預期信貸損失模型中的貸款資訊是否準確，以此評估預期信貸損失模型中的關鍵參數所用的數據是否完整及準確。對於源自外部數據的關鍵參數，我們採用抽樣方式將該等數據與公開可獲取的數據進行比較，以檢查該等數據的準確性；及
- 對於預期信貸損失模型中所用的、源自系統生成的內部數據的關鍵參數，在抽樣基礎上將輸入數據與原始文檔進行對比以評估輸入參數的準確性。我們使用我們的資訊技術專家來評估對財務報告流程有重要影響的資訊系統控制，包括客戶墊款逾期報告的編制。我們還評估這些系統內的相關自動化應用程式控制，以及對這些相關系統的主要內部控制(包括對系統登入的控制以及對數據和變更管理的控制)在設計、實施和操作上的成效；

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

**Impairment allowances of loans and advances to customers***Refer to notes 2(h)(vii), 28(a), 43(a)(ix) to the consolidated financial statements***Key audit matter**

Management also exercises judgement in determining the quantum of loss given default based on a range of factors. These include available remedies for recovery, the financial situation of the borrower, the recoverable amount of collateral, macroeconomic factors, the seniority of the claim and the existence and cooperativeness of other creditors. Management refers to valuation reports issued by qualified third party valuers and considers the influence of various factors including the market price, location and use when assessing the value of property held as collateral. The enforceability, timing and means of realisation of collateral can also have an impact on the recoverable amount from collateral and, therefore, the amount of impairment allowances as at the end of the reporting period. The assessment of the recoverable amount of collateral is particularly challenging in Mainland China as the extent of judgement exercised by management in the process of determining the strategy of recovery and assessing the collateral value of these exposures is high. As a result, the impairment allowances of loans and advances to customers in this particular part of business is subject to a higher inherent risk of material misstatements.

We identified the impairment allowances of loans and advances to customers measured at amortised cost as a key audit matter because of the complexity of the inherent uncertainty and management judgment involved and because of its significance to the financial results and capital of the Group.

**How the matter was addressed in our audit****Assumptions**

- understanding and assessing the design, implementation and operating effectiveness of key internal controls on financial reporting over the credit grading process;
- understanding and assessing the design, implementation and operating effectiveness of key internal controls on the monitoring and governance process for the assumptions used in the ECL models, including the assessment of the internal credit grading applied to exposures;
- evaluating the validity of management's assessment on whether the credit risk of the loan has, or has not, increased significantly since initial recognition and whether the loan is credit-impaired by selecting samples for which we checked loan overdue information, made enquiries of the credit managers about the borrowers' business operations, checked borrowers' financial information and researched market information about borrowers' businesses. Our sample of loans and advances to customers selected for credit review, including in Mainland China Operations, focused on accounts with high risk characteristics, including industries, features of loan arrangements, types of collateral and credit quality of the accounts;
- involving credit risk specialists in assessing the appropriateness of the key assumptions in the ECL models, including the criteria used by management in determining loss stages, the probability of default, loss given default, exposure at default, discount rate, adjustments for forward-looking information and other management adjustments;
- for key parameters involving judgement, critically assessing input parameters by seeking evidence from external sources and comparing it to the Group's internal records including historical loss experience and type of collateral. As part of these procedures, we challenged the reasons for modifications to estimates and input parameters and considered the consistency of judgement. We compared the economic factors used in the models with market information to assess whether they were aligned with market and economic development;

## 獨立核數師報告 (續)

## 客戶貸款及墊款的減值準備

請參閱綜合財務報表附註 2(h)(vii)、28(a) 和 43(a)(ix)

## 關鍵審計事項

管理層在釐定違約損失率的數額時亦會根據多項因素作出判斷。這些因素包括收回墊款的方式、借款人的財務狀況、抵押品的可收回金額、宏觀經濟因素、索賠受償順序及其他債權人是否存在及其合作意向等。在評估持作抵押品的物業的價值時，管理層會參考合資格第三方評估師出具的估值報告，並考慮各種因素的影響，包括物業的市場價格、位置及用途。收回抵押品的法律依據、變現時間和方法亦會影響抵押品的可收回金額，並從而影響報告期末的減值準備金額。由於管理層在釐定中國內地的抵押物的收回策略及評估抵押品價值的過程中涉及高度的判斷，評估此類抵押物的可收回金額具有特別難度。因此，有關此部份業務的客戶貸款及墊款減值準備存在較高重大錯誤陳述的內含風險。

由於以攤銷成本計量的客戶貸款及墊款的減值準備所涉及的複雜性、管理層判斷以及內含的不確定性，同時由於其對貴集團財務業績和資本的重大影響，我們將其認定為一項關鍵審計事項。

## 審計對策

## 假設

- 瞭解並評估與信貸評級流程有關的關鍵財務報告內部控制的設計、實施及操作成效；
- 瞭解並評估用於監管和管治預期信貸損失模型中使用的假設的流程的關鍵內部控制的設計、實施及操作成效，包括評估適用於承擔的內部信貸評級；
- 採用抽樣的方式檢查貸款逾期資訊，就借款人的業務運營詢問信貸經理，檢查借款人的財務信息並查考有關借款人業務的市場資訊，以評價管理層對於貸款的信貸風險自初始確認以來是否已，或尚未有，顯著增加以及貸款是否已成為不良信貸的評估是否恰當。我們抽查的客戶貸款及墊款樣本，包括中國業務的樣本，關注於具有高風險條件的貸款，高風險條件包括行業、貸款安排、抵押品類型及信貸質量；
- 使用信貸風險專家評估管理層在預期信貸損失模型中使用的假設的恰當性，包括損失階段的識別、違約概率、違約損失率、違約風險承擔、貼現率、就前瞻性資訊所作的調整以及管理層所作的其他調整；
- 對於涉及判斷的關鍵參數，從外部來源獲得證據並將其與貴集團的內部記錄(包括以往損失經驗和抵押品的類型)進行比較，以對輸入參數進行審慎評估。在這個過程中，我們就管理層對估計及輸入參數的修訂理據提出質詢，並考慮判斷的一致性。我們將模型中所運用的經濟因素與市場資訊進行對比，以評估這些數據是否與市場及經濟發展相符；

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

**Impairment allowances of loans and advances to customers***Refer to notes 2(h)(vii), 28(a), 43(a)(ix) to the consolidated financial statements***Key audit matter****How the matter was addressed in our audit**

- for selected samples of loans and advances to customers that are credit-impaired, evaluating management's assessment of the recoverable amount of the exposure including evaluating management's assessment of the value of any property collateral held by comparison with market prices based on the location and use of the property and the prices of comparable properties. We also evaluated the timing and means of realisation of other collateral, evaluated the forecast cash flows, challenged the viability of the Group's recovery plans and evaluated other credit enhancements that are integral to the contract terms; and
- assessing the appropriateness of material manual adjustments and overlays on ECL model outputs.

Other audit procedures to assess the Group's impairment allowances on loans and advances to customers measured at amortised cost included the following:

- in respect of evaluating the accounting treatments of disposal of impaired loans during the year, inspecting the loan disposal agreements and documents, enquiring of management and assessing whether the transactions are recognised appropriately; and
- evaluating whether the presentation and disclosures on impairment allowances of loans and advances to customers measured at amortised cost meet the requirements of the prevailing accounting standards.

## 獨立核數師報告(續)

## 客戶貸款及墊款的減值準備

請參閱綜合財務報表附註2(h)(vii)、28(a)和43(a)(ix)

## 關鍵審計事項

## 審計對策

- 對於已抽選的不良信貸的客戶貸款及墊款樣本，評價管理層對信貸風險可收回金額的評估，包括根據持作抵押品的物業的位置及用途以及鄰近物業的價格，將持作抵押品的物業的價值與市場價格進行比較，以評價管理層對該類物業價值的評估。我們還評價了其他抵押品的變現時間和方法以及現金流預測，對貴集團回收方案的可行性提出了質詢，並對合同條款中的其他信貸提升進行了評價；及

- 評估重大的手動調整以及預期信貸損失模型輸出值的調整是否恰當；

與評估貴集團以攤銷成本計量的客戶貸款及墊款的減值準備的其他審計程式包括：

- 評估年內減值貸款處置的會計處理，檢查相關貸款處置協議和文件，向管理層詢問並評估該等交易是否恰當地確認；及
- 評價以攤銷成本計量的客戶貸款及墊款的減值準備的列報與披露是否滿足現行會計準則的要求。



## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

**Impairment assessment of an investment in associate, AFFIN Bank Berhad ("AFFIN")***Refer to notes 2(r), 31 to the consolidated financial statements***Key audit matter**

The quoted market price of the Group's investment in AFFIN has been persistently below the carrying amount for a period of time. This is considered an indicator of potential impairment.

HKAS 36 "Impairment of assets" requires recognition of impairment loss when the carrying amount exceeds the recoverable amount, which is the higher of its fair value less costs of disposal and its value in use ("VIU"). An impairment test was performed by the Group using a VIU model to estimate the investment's value assuming the Group continues to hold this investment.

As at 31 December 2022, the recoverable amount based on the VIU calculation was HK\$3,917 million which was above the carrying value.

The VIU model is based on the requirements in HKAS 36 "Impairment of assets" and is dependent on many assumptions, both short-term and long-term in nature. These assumptions, which are judgemental, are derived from a combination of management estimates, forecasts and market data. The assumptions considered the current levels of uncertainty, due to the continuing impact of the COVID-19 pandemic, on the economy in Malaysia.

A number of key judgements were made by management in determining the inputs for the VIU calculation which included:

- forecast cash flows;
- forecast regulatory capital adjustments required;
- growth rates and terminal values; and
- discount rate applied to the forecast cash flows.

We identified the impairment assessment of the Group's investment in AFFIN as a key audit matter because of the increased uncertainty of the VIU estimation and its significance to the consolidated financial statements, and because assessing the key assumptions involved a significant degree of management judgement which may affect both the carrying value of the Group's investment in AFFIN at year end and amount of impairment charge for the year.

**How the matter was addressed in our audit**

Our audit procedures to assess the carrying value of the Group's investment in AFFIN with regards to methodology, data and assumptions used in the estimate included the following:

**Methodology**

- engaging our valuation specialists to evaluate the methodology used in the VIU calculation;

**Data**

- comparing AFFIN's budgeted income and profits with the assumptions used by management in its discounted cash flow forecast; and
- comparing the actual results of AFFIN for the past years to forecasts prepared by management for the preceding years to assess the accuracy of management's forecasting process;

**Assumptions**

- discussing with management, who sit on the board of AFFIN, to understand business performance and future business plans of AFFIN;
- evaluating the assumptions and judgements adopted by management in its discounted cash flow forecast relating to growth rates, terminal value and the discount rate used to derive the recoverable amount of the Group's investment in AFFIN, with support of our valuation specialists, through the following procedures:
  - conducting research on the assumptions and judgements relating to growth rates, terminal value and the discount rate based on available market information;
  - performing an alternative calculation of the discount rate and comparing this calculation with the discount rate applied by management to assess reasonableness of the discount rate used by management;

## 獨立核數師報告(續)

## 投資於聯營公司，AFFIN Bank Berhad (「AFFIN」)，的減值評估

請參閱綜合財務報表附註2(r)和31

## 關鍵審計事項

貴集團對AFFIN的投資的市場報價持續低於賬面值一段時間。這是潛在減值的指標。

按《香港會計準則》第36號「資產減值」的要求，當賬面值高於可收回價值時，便需要確認減值損失。可收回價值為銷售淨值與使用價值中的較高者。在 貴集團繼續持有此投資的假設下， 貴集團利用使用價值模型進行了減值測試以估計此投資的價值。

於二零二二年十二月三十一日，基於使用價值計算的可收回價值為港幣39.17億元。年內沒有確認減值損失。

其使用價值模型是按《香港會計準則》第36號「資產減值」的要求並取決於很多長期及短期的參數。這些具判斷性的參數綜合了管理層估計、預測及市場數據。其中假設已經考慮現時由二零一九冠狀病毒病大流行對馬來西亞經濟帶來持續的影響而產生的不確定性。

管理層於釐定使用價值計算的參數輸入時作出一些關鍵判斷，包括：

- 現金流預測；
- 預測的監管資本需求調整；
- 增長率及終值；及
- 對預測的現金流所使用的折現率。

由於估計使用價值涉及較高的不確定性及其對綜合財務報表的重要性，關鍵參數的評估涉及管理層的重大判斷，這些重大判斷可能影響 貴集團對AFFIN的投資於年末的賬面值及年內的減值損失，我們因此將 貴集團對AFFIN的投資的減值評估識別為關鍵審計事項。

## 審計對策

因應估計中使用的方法、數據和假設，我們就 貴集團對AFFIN的投資的減值評估相關的審計程序包括以下各項：

## 方法

- 使用我們估值專家評估使用價值計算方法；

## 數據

- 對AFFIN的預算收入及盈利與管理層於折現現金流預測使用的假設作出比較；及
- 將AFFIN過去的實際業績與管理層為往年準備的預測進行對比，以評估管理層預測程式的準確性；

## 假設

- 與同時為AFFIN董事會成員的管理層商討並瞭解AFFIN的業務表現及未來商業計劃；
- 在我們估值專家的協助下，透過以下程序評估管理層於折現現金流預測用到的假設及判斷，包括用於計算對AFFIN投資的可收回價值時用到的增長率，終值及折現率。
  - 利用可用市場資訊，對增長率，終值及折現率相關的假設及判斷作出調查；
  - 執行折現率替代性計算，將該計算結果與管理層使用的折現率進行比較，以評估管理層使用的折現率的合理性；

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

**Impairment assessment of an investment in associate, AFFIN Bank Berhad ("AFFIN")***Refer to notes 2(r), 31 to the consolidated financial statements*

Key audit matter	How the matter was addressed in our audit
	<ul style="list-style-type: none"> <li>evaluating the assumptions used in forecasting regulatory capital adjustments required;</li> <li>comparing AFFIN's budgeted income and profits with externally derived data, such as analysts' reports, to assess their reasonableness;</li> <li>evaluating the sensitivity analyses prepared by management for each of the key assumptions adopted in the discounted cash flow forecast, including growth rates applied, cash flow forecast, and discount rate assumptions, and considering any management bias in formulating these assumptions; and</li> <li>evaluating the probabilities assigned by management to the various economic scenarios in the VIU calculation by assessing whether they were aligned with market and economic development.</li> </ul> <p>In addition to the above audit procedures, we also considered whether the disclosures in the consolidated financial statements in respect of the impairment assessment of the Group's investment in AFFIN reflected the risks inherent in the key assumptions with reference to the requirements of the prevailing accounting standards.</p>

## 獨立核數師報告(續)

投資於聯營公司，AFFIN Bank Berhad (「AFFIN」)，的減值評估  
請參閱綜合財務報表附註 2(r) 和 31

## 關鍵審計事項

## 審計對策

- 評價用於預測的監管資本需求調整的假設；及
- 對AFFIN的預算收入及盈利，與源自外部的數據，如分析師報告作出比較，以評估其合理性；
- 評估管理層就於折現現金流預測使用的各項關鍵參數準備的敏感性測試包括增長率，現金流預測及折現率的假設，並考慮作出這些假設當中管理層有偏向的可能性；及
- 評估管理層於使用價值計算中對不同經濟情景使用的概率是否符合市場及經濟發展。

除了上述的審計程序，我們還參考現行會計準則的要求，考慮綜合財務報表內關於 貴集團對AFFIN的投資的減值評估的披露是否反映了關鍵假設的固有風險。

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The directors are responsible for the other information. The other information comprises all the information included in the annual report, other than the consolidated financial statements and our auditor's report thereon. Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The directors are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

### AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

## 獨立核數師報告（續）

**綜合財務報表及其核數師報告以外的資訊**

董事需對其他資訊負責。其他資訊包括刊載於年報內的全部資訊，但不包括綜合財務報表及我們的核數師報告。我們對綜合財務報表的意見並不涵蓋其他資訊，我們亦不對該等其他資訊發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他資訊，在此過程中，考慮其他資訊是否與綜合財務報表或我們在審計過程中所瞭解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。

基於我們已執行的工作，如果我們認為其他資訊存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

**董事就綜合財務報表須承擔的責任**

董事須負責根據香港會計師公會頒布的《香港財務報告準則》及香港《公司條例》擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，董事負責評估 貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將 貴集團清盤或停止經營，或別無其他實際的替代方案。

審計委員會協助董事履行監督 貴集團的財務報告過程的責任。

**核數師就審計綜合財務報表承擔的責任**

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們是按照香港《公司條例》第405條的規定，僅向整體成員報告。除此以外，我們的報告不可用作其他用途。我們概不就本報告的內容，對任何其他人士負責或承擔法律責任。

合理保證是高水平的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或滙總起來可能影響綜合財務報表使用者依賴財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程序以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 瞭解與審計相關的內部控制，以設計適當的審計程序，但目的並非對 貴集團內部控制的有效性發表意見。

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, related safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is McSheaffrey, Paul Kevin.

**KPMG**

*Certified Public Accountants*

8th Floor, Prince's Building

10 Chater Road

Central, Hong Kong

16 February 2023

## 獨立核數師報告（續）

- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對 貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致 貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就 貴集團內實體或業務活動的財務資訊獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責 貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

除其他事項外，我們與審計委員會溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向審計委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及為消除對獨立性的威脅所採取的行動或防範措施（若適用）。

從與審計委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是馬紹輝(McSheaffrey, Paul Kevin)。

## 畢馬威會計師事務所

執業會計師

香港中環

遮打道十號

太子大廈八樓

二零二三年二月十六日



# CONSOLIDATED INCOME STATEMENT

## 綜合收益表

For the year ended 31st December, 2022 截至2022年12月31日止年度

			2022	2021
			HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Interest income	利息收入	5	24,848	18,055
Interest income calculated using the effective interest method	按有效利率方法計算的利息收入		24,871	19,123
Related interest expense	相關利息支出		(23)	(1,068)
Interest expense	利息支出	6	(11,340)	(6,870)
Net interest income	淨利息收入		13,508	11,185
Fee and commission income	服務費及佣金收入	7	3,372	3,916
Fee and commission expense	服務費及佣金支出		(619)	(847)
Net fee and commission income	服務費及佣金收入淨額		2,753	3,069
Net trading profit	交易溢利淨額	8	943	879
Net result on financial instruments at FVTPL	通過損益以反映公平價值金融工具的淨表現	9	(68)	234
Net result on financial assets measured at FVOCI	通過全面收益以反映公平價值金融資產的淨表現	10	175	45
Net loss on sale of investments measured at amortised cost	出售按攤銷成本計量投資之淨虧損		(6)	(14)
Net hedging profit	對沖溢利淨額	11	201	144
Net insurance profit	保險業務淨溢利	12(a)	158	411
Other operating income	其他經營收入	13	290	330
Non-interest income	非利息收入		4,446	5,098
Operating income	經營收入		17,954	16,283
Operating expenses	經營支出	14	(9,224)	(9,321)
Operating profit before impairment losses	未扣除減值損失之經營溢利		8,730	6,962
Impairment losses on financial instruments	金融工具減值損失	15	(5,923)	(1,679)
Impairment losses on assets held for sale	持有作出售資產減值損失		(3)	–
Impairment losses	減值損失		(5,926)	(1,679)
Operating profit after impairment losses	已扣除減值損失後之經營溢利		2,804	5,283
Net profit on sale of assets held for sale	出售持有作出售資產之淨溢利	16	1,445	1,042
Net (loss)/profit on disposal of subsidiaries/associates	出售附屬公司／聯營公司之淨(虧損)／溢利		(1)	181
Net profit/(loss) on disposal of fixed assets	出售固定資產之淨溢利／(虧損)	17	17	(4)
Valuation losses on investment properties	重估投資物業虧損	33	(179)	(132)
Share of profits less losses of associates and joint ventures	應佔聯營公司及合資企業溢利減虧損	31	855	(234)
Profit for the year before taxation	年度內除稅前溢利		4,941	6,136
Income tax	所得稅	18	(563)	(823)
Profit for the year	年度內溢利		4,378	5,313

## CONSOLIDATED INCOME STATEMENT (CONTINUED)

## 綜合收益表(續)

For the year ended 31st December, 2022 截至2022年12月31日止年度

			2022	2021
			HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Attributable to:	可歸屬於：			
Owners of the parent	本集團股東	42(j)	4,359	5,270
Non-controlling interests	非控股權益		19	43
Profit for the year	年度內溢利		4,378	5,313
			HK\$ 港幣元	HK\$ 港幣元
Earnings per share	每股盈利			
Basic	基本	20	1.32	1.53
Diluted	攤薄	20	1.32	1.53

The notes on pages 189 to 369 form part of these financial statements. Details of dividends payable to equity shareholders of the Bank attributable to the profit for the year are set out in Note 19.

第189至369頁之附註屬本財務報表之一部分。有關屬年度內溢利並應付予本行股東之股息詳情已詳載於附註19。

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 綜合全面收益表

For the year ended 31st December, 2022 截至2022年12月31日止年度

		Notes 附註	2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Net profit	淨溢利		4,378	5,313
Other comprehensive income for the year:	年度內其他全面收益：			
Items that will not be reclassified to income statement:	不可轉回收益表的項目：			
Premises:	行址：			
– unrealised surplus on revaluation of premises	– 重估行址所產生的未實現盈餘	42(b)	354	5
– deferred taxes	– 遞延稅項	42(b)	(4)	6
Fair value reserve (equity instruments):	公平價值儲備(股本工具)：			
– net change in fair value	– 公平價值變動	42(g)	127	(571)
– deferred taxes	– 遞延稅項	42(g)	(4)	1
Liability credit reserve:	負債信貸儲備：			
– net change in fair value attributable to Group's own credit risk	– 因集團自身信貸風險而引致的公平價值變動	35,42(h)	73	(18)
– deferred taxes	– 遞延稅項	35,42(h)	(12)	4
Items that may be reclassified subsequently to income statement:	以後可能轉回收益表的項目：			
Fair value reserve (debt instruments):	公平價值儲備(債務工具)：			
– net change in fair value	– 公平價值變動	42(g)	(1,849)	735
– amount transferred to income statement on disposal	– 於出售時轉入收益表的金額	42(g)	13	(492)
– deferred taxes	– 遞延稅項	42(g)	298	(213)
Share of changes in equity of associates and joint ventures	應佔聯營公司及合資企業權益的變動	42(i)	54	(165)
Exchange differences arising from translation of accounts/disposal of overseas branches, subsidiaries, associates and joint ventures	從海外分行、附屬公司、聯營公司及合資企業的賬項折算／出售所產生的匯兌差額		(2,880)	757
Other comprehensive income	其他全面收益		(3,830)	49
Total comprehensive income	全面收益總額		548	5,362
Total comprehensive income attributable to:	全面收益總額可歸屬於：			
Owners of the parent	本集團股東		529	5,319
Non-controlling interests	非控股權益		19	43
			548	5,362

The notes on pages 189 to 369 form part of these financial statements.

第189至369頁之附註屬本財務報表之一部分。

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 綜合財務狀況表

As at 31st December, 2022 於2022年12月31日

		Notes 附註	2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
<b>ASSETS</b>	<b>資產</b>			
Cash and balances with banks	現金及在銀行的結存	24	54,579	55,088
Placements with and advances to banks	在銀行的存款及墊款	25	60,203	74,742
Trade bills	貿易票據	26	529	10,772
Trading assets	交易用途資產	27	1,530	2,483
Derivative assets	衍生工具資產	45(b)(ii)	11,092	3,381
Loans and advances to customers	客戶貸款及墊款	28	542,394	544,437
Investment securities	投資證券	29	147,007	147,507
Investments in associates and joint ventures	聯營公司及合資企業投資	31	9,061	8,947
Fixed assets	固定資產	33	13,476	13,844
– Investment properties	– 投資物業		5,166	4,992
– Other properties and equipment	– 其他物業及設備		7,593	8,015
– Right-of-use assets	– 使用權資產		717	837
Goodwill and intangible assets	商譽及無形資產	32	1,870	1,885
Deferred tax assets	遞延稅項資產	36(b)	1,849	1,861
Other assets	其他資產	34	39,235	42,523
<b>Total Assets</b>	<b>資產總額</b>		<b>882,825</b>	<b>907,470</b>
<b>EQUITY AND LIABILITIES</b>	<b>股東權益及負債</b>			
Deposits and balances of banks	銀行的存款及結餘		25,478	31,766
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	35	4,545	3,639
– At amortised cost	– 攤銷成本		20,933	28,127
Deposits from customers	客戶存款		648,093	633,505
– Demand deposits and current accounts	– 活期存款及往來賬戶		65,899	79,657
– Savings deposits	– 儲蓄存款		145,107	196,662
– Time, call and notice deposits	– 定期及通知存款		437,087	357,186
Trading liabilities	交易用途負債		5	5
Derivative liabilities	衍生工具負債	45(b)(ii)	4,145	5,050
Certificates of deposit issued	已發行存款證		32,662	64,327
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	35	19,001	32,618
– At amortised cost	– 攤銷成本		13,661	31,709
Current taxation	本年稅項	36(a)	1,252	958
Debt securities issued	已發行債務證券		2,892	5,847
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	35	811	620
– At amortised cost	– 攤銷成本		2,081	5,227
Deferred tax liabilities	遞延稅項負債	36(b)	226	559
Other liabilities	其他負債	37	49,799	42,915
Loan capital – at amortised cost	借貸資本—攤銷成本	38	11,927	6,488
<b>Total Liabilities</b>	<b>負債總額</b>		<b>776,479</b>	<b>791,420</b>
Share capital	股本	40	41,856	41,645
Reserves	儲備	42	54,131	60,133
<b>Total equity attributable to owners of the parent</b>	<b>歸屬於本集團股東權益總額</b>		<b>95,987</b>	<b>101,778</b>
Additional equity instruments	額外股本工具	41	10,090	13,968
Non-controlling interests	非控股權益		269	304
<b>Total Equity</b>	<b>股東權益總額</b>		<b>106,346</b>	<b>116,050</b>
<b>Total Equity and Liabilities</b>	<b>股東權益及負債總額</b>		<b>882,825</b>	<b>907,470</b>

Approved and authorised for issue by the Board on 16th February, 2023.

Executive Chairman  
Co-Chief Executives

Director

David LI Kwok-po  
Adrian David LI Man-kiu  
Brian David LI Man-bun  
Meocre LI Kwok-wing

The notes on pages 189 to 369 form part of these financial statements.

董事會於2023年2月16日核准及授權發布。

執行主席  
聯席行政總裁

董事

李國寶  
李民橋  
李民斌  
李國榮

第189至369頁之附註屬本財務報表之一部分。

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 綜合權益變動表

For the year ended 31st December, 2022 截至2022年12月31日止年度

		Share capital	General reserve	Revaluation reserve of bank premises	Capital reserve	Exchange revaluation reserve	Capital reserve – staff share options issued	Fair value reserve	Liability credit reserve	Other reserves <sup>1</sup>	Retained profits	Total	Additional equity instruments	Non-controlling interests	Total equity
		股本	一般儲備	行址重估儲備	資本儲備	匯兌重估儲備	資本儲備 – 已發行權證	公平價值儲備	負債信貸儲備	其他儲備 <sup>1</sup>	留存溢利	總額	額外股本工具	非控股權益	權益總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
At 1st January, 2022	於2022年1月1日	41,645	13,658	1,905	895	1,058	152	1,925	(46)	5,191	35,395	101,778	13,968	304	116,050
Changes in equity	權益變動														
Profit for the year	年度內溢利	-	-	-	-	-	-	-	-	-	4,359	4,359	-	19	4,378
Other comprehensive income	其他全面收益	-	-	350	-	(2,880)	-	(1,415)	61	54	-	(3,830)	-	-	(3,830)
Total comprehensive income	全面收益總額	-	-	350	-	(2,880)	-	(1,415)	61	54	4,359	529	-	19	548
Shares issued in lieu of dividend (Note 40)	以股代息發行的股份 (附註40)	211	-	-	-	-	-	-	-	-	-	211	-	-	211
Equity settled share-based transaction (Note 42)(i))	以股份為基礎作支付之交易 (附註42)(i))	-	-	-	-	-	22	-	-	-	-	22	-	-	22
Transfer	轉賬	-	-	-	-	-	(24)	-	-	(140)	164	-	-	-	-
Distribution/Dividends declared or approved during the year	年度內的分派及已宣布或核准派發股息	-	-	-	-	-	-	-	-	-	(3,455)	(3,455)	-	(48)	(3,503)
Share buy-back <sup>1</sup>	股份回購 <sup>1</sup>	-	-	-	-	-	-	-	-	-	(3,051)	(3,051)	-	-	(3,051)
Redemption of additional equity instruments <sup>2</sup>	贖回額外股本工具 <sup>2</sup>	-	-	-	-	-	-	-	-	-	(47)	(47)	(3,878)	-	(3,925)
Change of ownership in subsidiaries	附屬公司之擁有權變動	-	-	-	-	-	-	-	-	-	-	-	-	(6)	(6)
At 31st December, 2022	於2022年12月31日	41,856	13,658	2,255	895	(1,822)	150	510	15	5,105	33,365	95,987	10,090	269	106,346

1. During the year, the Bank bought back 262 million issued shares at a total consideration of HK\$3,038 million. Together with the direct transaction cost of HK\$13 million, a total amount of HK\$3,051 million were accounted for as a deduction from retained profits. For details of the share buy-back, please refer to Note 40.

2. During the year, the Bank redeemed HK\$3,878 million (USD500 million) undated non-cumulative subordinated Additional Tier 1 capital securities issued in 2017.

3. Other reserves include statutory reserve and other reserves.

The notes on pages 189 to 369 form part of these financial statements.

1. 年內，本行以總代價港幣30.38億元回購2.62億股已發行股份。連同直接交易成本港幣1,300萬元，總額港幣30.51億元已從留存溢利中扣除。有關股份回購的詳情，請參閱附註40。

2. 年內，本行贖回港幣38.78億元（5億美元）於2017年發行的無到期日非累積後償額外一級資本工具。

3. 其他儲備包括法定儲備及其他儲備。

第189至369頁之附註屬本財務報表之一部分。

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

## 綜合權益變動表 (續)

For the year ended 31st December, 2021 截至2021年12月31日止年度

		Share capital	General reserve	Revaluation reserve of bank premises	Capital reserve	Exchange revaluation reserve	Capital reserve – staff share options issued	Fair value reserve	Liability credit reserve	Other reserves <sup>1</sup>	Retained profits	Total	Additional equity instruments	Non-controlling interests	Total equity
		股本	一般儲備	行址重估儲備	資本儲備	匯兌重估儲備	資本儲備—已發行僱員認股權	公平價值儲備	負債信貸儲備	其他儲備 <sup>1</sup>	留存溢利	總額	額外股本工具	非控股權益	權益總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
At 1st January, 2021	於2021年1月1日	41,357	13,657	1,895	895	301	157	2,465	(32)	5,138	32,852	98,885	13,968	943	113,796
Changes in equity	權益變動														
Profit for the year	年度內溢利	-	-	-	-	-	-	-	-	-	5,270	5,270	-	43	5,313
Other comprehensive income	其他全面收益	-	-	11	-	757	-	(540)	(14)	(165)	-	49	-	-	49
Total comprehensive income	全面收益總額	-	-	11	-	757	-	(540)	(14)	(165)	5,270	5,319	-	43	5,362
Shares issued in lieu of dividend (Note 40)	以股代息發行的股份 (附註40)	88	-	-	-	-	-	-	-	-	-	88	-	-	88
Equity settled share-based transaction (Note 42(f))	以股份為基礎作支付之交易 (附註42(f))	-	-	-	-	-	19	-	-	-	-	19	-	-	19
Transfer	轉賬	-	1	(1)	-	-	(24)	-	-	218	(194)	-	-	-	-
Distribution/Dividends declared or approved during the year	年度內的分派及已宣布或核准派發股息	-	-	-	-	-	-	-	-	-	(2,533)	(2,533)	-	(52)	(2,585)
Change of ownership in subsidiaries	附屬公司之擁有權變動	-	-	-	-	-	-	-	-	-	-	-	-	(630)	(630)
At 31st December, 2021	於2021年12月31日	41,645	13,658	1,905	895	1,058	152	1,925	(46)	5,191	35,395	101,778	13,968	304	116,050

1. Other reserves include statutory reserve and other reserves.

1. 其他儲備包括法定儲備及其他儲備。

The notes on pages 189 to 369 form part of these financial statements.

第189至369頁之附註屬本財務報表之一部分。

# CONSOLIDATED CASH FLOW STATEMENT

## 綜合現金流量表

For the year ended 31st December, 2022 截至2022年12月31日止年度

	Notes 附註	2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
<b>OPERATING ACTIVITIES</b>	<b>經營業務活動</b>		
Profit for the year before taxation	年度內除稅前溢利	<b>4,941</b>	6,136
Adjustments for:	調整：		
Charge for impairment losses on financial instruments	金融工具減值損失支銷	<b>5,923</b>	1,679
Charge for impairment losses on assets held for sale	持有作出售資產減值損失支銷	<b>3</b>	–
Share of profits less losses of associates and joint ventures	應佔聯營公司及合資企業溢利減虧損	<b>(855)</b>	234
Net loss on sale of investments measured at amortised cost	出售按攤銷成本計量投資之淨虧損	<b>6</b>	14
Net profit on sale of debt securities measured at FVOCI	出售通過全面收益以反映公平價值債務證券之淨溢利	<b>(142)</b>	(95)
Net loss/(profit) on disposal of subsidiaries and associates	出售附屬公司及聯營公司之淨虧損／(溢利)	<b>1</b>	(181)
Net profit on sale of assets held for sale	出售持有作出售資產之淨溢利 出售固定資產之淨(溢利)／虧損	<b>(1,445)</b>	(1,042)
Net (gain)/loss on disposal of fixed assets		<b>(17)</b>	4
Interest expense on debt securities issued	已發行債務證券利息支出	<b>80</b>	131
Interest expense on loan capital issued	已發行借貸資本利息支出	<b>454</b>	368
Interest expense on lease liabilities	租賃負債利息支出	<b>28</b>	29
Depreciation on bank premises, furniture, fixtures and equipment	行址、傢俬、裝修及設備折舊 33	<b>567</b>	581
Depreciation on right-of-use assets	使用權資產折舊 33	<b>295</b>	374
Dividend income from equity securities measured at FVOCI	通過全面收益以反映公平價值股份證券股息收入 10	<b>(16)</b>	(22)
Amortisation of intangible assets	無形資產攤銷 14	<b>13</b>	14
Amortisation of premium/discount on debt securities and loan capital issued	已發行債務證券及借貸資本的溢價／折扣攤銷	<b>7</b>	11
Revaluation gains on debt securities and loan capital issued	重估已發行債務證券及借貸資本盈利	<b>(298)</b>	(46)
Valuation losses on investment properties	重估投資物業虧損 33	<b>179</b>	132
Equity settled share-based payment expenses	以股份為基礎作支付費用 14,42(f)	<b>22</b>	19
		<b>9,746</b>	8,340

# CONSOLIDATED CASH FLOW STATEMENT (CONTINUED)

## 綜合現金流量表 (續)

For the year ended 31st December, 2022 截至2022年12月31日止年度

		2022	2021
Notes 附註		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(Increase)/decrease in operating assets:	經營資產(增)/減額:		
Cash and balances with banks with original maturity beyond three months	原本期限為3個月以上的現金及在銀行的結存	1,457	1,492
Placements with and advances to banks with original maturity beyond three months	原本期限為3個月以上在銀行的存款及墊款	1,618	378
Trade bills	貿易票據	10,244	1,026
Trading assets	交易用途資產	2,228	(1,471)
Derivative assets	衍生工具資產	(7,711)	4,678
Loans and advances to customers	客戶貸款及墊款	(3,374)	(36,838)
Debt investment securities measured at amortised cost	按攤銷成本計量債務投資證券	2,260	(1,602)
Investment securities measured at FVOCI	按通過全面收益以反映公平價值計量投資證券	(2,761)	(5,634)
Debt investment securities mandatorily measured at FVTPL	強制按通過損益以反映公平價值計量債務投資證券	1,095	180
Non-trading equity securities mandatorily measured at FVTPL	強制按通過損益以反映公平價值非交易用途股份證券	193	135
Other assets	其他資產	624	(10,684)
Increase/(decrease) in operating liabilities:	經營負債增/(減)額:		
Deposits and balances of banks	銀行的存款及結餘	(6,288)	623
Deposits from customers	客戶存款	14,588	44,303
Certificates of deposit issued	已發行存款證	(31,595)	3,461
Trading liabilities	交易用途負債	—	5
Derivative liabilities	衍生工具負債	(905)	(7,966)
Other liabilities	其他負債	8,642	9,976
Exchange adjustments	匯兌調整	1,476	(383)
<b>NET CASH INFLOW FROM OPERATIONS</b>	<b>經營活動現金流入淨額</b>	<b>1,537</b>	<b>10,019</b>
Income tax paid	已付所得稅		
Hong Kong profits tax paid	已付香港利得稅	(199)	(167)
Outside Hong Kong profits tax paid	已付香港以外利得稅	(244)	(176)
<b>NET CASH GENERATED FROM OPERATING ACTIVITIES</b>	<b>源自經營業務活動之現金淨額</b>	<b>1,094</b>	<b>9,676</b>

The notes on pages 189 to 369 form part of these financial statements.

第189至369頁之附註屬本財務報表之一部分。



## CONSOLIDATED CASH FLOW STATEMENT (CONTINUED)

## 綜合現金流量表（續）

For the year ended 31st December, 2022 截至2022年12月31日止年度

	Notes 附註	2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
INVESTING ACTIVITIES	投資活動		
Dividends received from associates and joint ventures	收取聯營公司及合資企業股息	209	–
Dividends received from equity securities measured at FVOCI	收取通過全面收益以反映公平價值股份證券股息	16	22
Purchase of fixed assets	購入固定資產	(555)	(605)
Proceeds from disposal of other properties and equipment	出售其他物業及設備所得款項	174	113
Proceeds from sale of assets held for sale	出售持有作出售資產所得款項	2,290	3,135
Returns of investments in associates	聯營公司投資返還	–	7
NET CASH GENERATED FROM INVESTING ACTIVITIES	源自投資活動之現金淨額	2,134	2,672
FINANCING ACTIVITIES	融資活動		
Ordinary dividends paid	支付普通股股息	(2,584)	(1,686)
Distribution to Additional Tier 1 issue holders	派發予額外一級資本工具持有人	(708)	(811)
Payment for repurchase of shares	支付股份回購	(3,051)	–
Issue of debt securities	發行債務證券	388	692
Issue of loan capital	發行借貸資本	5,793	–
Capital element of lease rentals paid	支付租賃負債之資本部份	(274)	(362)
Interest element of lease rentals paid	支付租賃負債之利息部份	(28)	(26)
Redemption of debt securities issued	贖回已發行債務證券	(3,061)	(4)
Redemption of loan capital	贖回借貸資本	–	(3,898)
Redemption of additional equity instruments	贖回額外股本工具	(3,925)	–
Interest paid on debt securities issued	支付已發行債務證券利息	(161)	(125)
Interest paid on loan capital	支付已發行借貸資本利息	(374)	(391)
NET CASH USED IN FINANCING ACTIVITIES	用於融資活動之現金淨額	(7,985)	(6,611)
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	現金及等同現金項目淨(減少)/增加	(4,757)	5,737
CASH AND CASH EQUIVALENTS AT 1ST JANUARY	於1月1日之現金及等同現金項目	120,646	113,702
Effect of foreign exchange rate changes	匯率變動的影響	(3,740)	1,207
CASH AND CASH EQUIVALENTS AT 31ST DECEMBER	於12月31日之現金及等同現金項目	112,149	120,646
Cash flows from operating activities included:	源自經營業務活動的現金流量包括：		
Interest received	利息收入	23,960	17,894
Interest paid	利息支出	9,079	6,828
Dividend received	股息收入	34	44

The notes on pages 189 to 369 form part of these financial statements.

第189至369頁之附註屬本財務報表之一部分。

# NOTES TO THE FINANCIAL STATEMENTS

## 財務報表附註

### 1. PRINCIPAL ACTIVITIES 主要業務

The Bank and its subsidiaries (the “Group”) are engaged in the provision of banking and related financial services.

本行及其附屬公司（「本集團」）的主要業務為提供銀行及有關的金融服務。

### 2. SIGNIFICANT ACCOUNTING POLICIES 主要會計政策

#### (a) Statement of Compliance

These financial statements have been prepared in accordance with all applicable HKFRS, which collective term includes all applicable individual HKFRS, HKAS and Interpretations issued by the HKICPA, accounting principles generally accepted in Hong Kong and the requirements of Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Listing Rules. A summary of the significant accounting policies adopted by the Group is set out below.

The HKICPA has issued a number of amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Group. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

#### (a) 符合指引聲明

本財務報表乃按照香港會計師公會頒布所有適用的《香港財務報告準則》，其整體已包括個別適用的《香港財務報告準則》、《香港會計準則》及詮釋，以及香港一般採用的會計原則及《公司條例》的要求。本財務報表亦符合聯交所《上市規則》有關的披露規定。本集團採納的主要會計政策簡列如下。

香港會計師公會已頒布數項《香港財務報告準則》的修訂，並於本年度本集團的會計期首次生效或可被提早採納。附註3提供因首次應用該等準則而引致會計政策變動的資料，而該等資料只包括與本集團有關而須反映在本期及去年會計期的財務報表。

#### (b) Basis of Preparation of the Financial Statements

The consolidated financial statements for the year ended 31st December, 2022 comprise the Group and the Group's interest in associates and joint ventures.

The measurement basis used in the preparation of the financial statements is historical cost except that the following assets and liabilities are stated at their fair value as explained in the accounting policies set out below:

- financial instruments classified as trading, designated or mandatorily measured at fair value through profit or loss and measured at fair value through other comprehensive income (Note 2(h)(ii));
- derivative financial instruments (Notes 2(l) and 2(k)); and
- investment properties (Note 2(o)(ii)).

The preparation of financial statements in conformity with HKFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

#### (b) 財務報表編製基準

截至2022年12月31日止年度的綜合財務報表包括本集團及其應佔聯營公司及合資企業之權益。

除以下資產及負債是以公平價值列賬外，本財務報表是以原值成本作為計量基準。有關詳情載列於下列會計政策：

- 分類作交易用途、指定為或強制按通過損益以反映公平價值及按通過其他全面收益以反映公平價值計量的金融工具（附註2(h)(ii)）；
- 衍生金融工具（附註2(l)及2(k)）；及
- 投資物業（附註2(o)(ii)）。

按《香港財務報告準則》之要求，在編製財務報表時，管理層須作判斷、估計及假設從而影響政策實施及資產和負債、及收入與支出之呈報金額。有關估計及假設乃按在既定情況下可合理地相信，根據過往之經驗及其他因素，作出判斷那些未能從其他來源確定的資產及負債的賬面值。實際結果可能與此等估計存在差異。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Details of judgements made by management in the application of HKFRS that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in Note 52.

## (c) Basis of Consolidation

These consolidated financial statements cover the consolidated position of the Bank and all subsidiaries unless otherwise stated and the Group's interest in associates and joint ventures. For information required to be reported in accordance with the Banking (Disclosures) Rules, the basis of consolidation is set out in Note 1 in the Unaudited Supplementary Financial Information.

## (i) Subsidiaries and non-controlling interests

The consolidated financial statements include the financial statements of the Bank and all its subsidiaries made up to 31st December each year. Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances, transactions and cash flows and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

Non-controlling interests represent the equity in a subsidiary not attributable directly or indirectly to the Bank, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meets the definition of a financial liability. For each business combination, the Group can elect to measure any non-controlling interests either at fair value or at the non-controlling interests' proportionate share of the subsidiary's net identifiable assets.

Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from equity attributable to equity shareholders of the Bank. Non-controlling interests in the results of the Group are presented on the face of the consolidated income statement and the consolidated statement of comprehensive income as an allocation of the net profit and total comprehensive income for the year between non-controlling interests and equity shareholders of the Bank.

有關估計及假設須持續作檢討。若修訂只影響該修訂期，會計估計的修訂於該修訂期內確認；或如該修訂影響本期及未來會計期，則於修訂期及未來會計期內確認。

在附註 52 內，管理層已解釋實施對財務報表有重大影響的《香港財務報告準則》所作的詳細判斷及不明朗估計的主要來源。

## (c) 綜合基準

除另外陳述外，本綜合財務報表包括本行及其所有附屬公司及本集團所佔聯營公司及合資企業之權益的綜合狀況。根據《銀行業(披露)規則》所要求匯報的資料，所採納的綜合基準已在未經審核補充財務資料附註 1 列載。

## (i) 附屬公司及非控股權益

本綜合財務報表包括本行及其所有附屬公司截至各相關年度之 12 月 31 日止的財務報表。附屬公司為本集團所控制之實體。本集團基於對有關實體之權利、參與度及權力並可運用此等條件以影響其所得回報，則視為本集團對該實體擁有控制權。在評估是否有控制權時，本集團只考慮實質的權力(由本集團及其他人士所擁有)。

附屬公司之投資由控制權生效日起至控制權失效日止在綜合財務報表內計算。在編製綜合財務報表時，集團之間的結餘、交易及現金流及任何因集團之間交易所產生的未實現溢利均被抵銷。跟未實現溢利相同，因集團之間交易所產生的未實現虧損亦同樣被抵銷，但只局限於未有減值證據。

非控股權益指無論是直接或間接並不歸屬於本行之附屬公司的權益部分，及本集團並未與該等權益持有者達成附加協議，致令本集團整體上對該等權益產生符合金融負債定義的法定義務。就每一業務合併而言，本集團可選擇按公平價值或非控股權益按比例應佔該附屬公司的可辨識淨資產以計量非控股權益。

非控股權益在綜合財務狀況表內的股東權益中列示，但與可歸屬於本集團股東權益分開。非控股權益佔本集團之業績，在綜合收益表內以分配年度溢利之形式列示，而在綜合全面收益表則以分配年度全面收益總額予非控股權益與及可歸屬於本集團股東權益之形式列示。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註 (續)

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transactions, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (Note 2(h)) or, when appropriate, the cost on initial recognition of an investment in an associate and joint venture (Note 2(c)(ii)), and is offset against the gain or loss on the loss of control of that subsidiary.

In the Bank's statement of financial position, its investments in subsidiaries are stated at cost less any impairment losses, if any (Note 2(r)).

#### (ii) Associates and joint ventures

The consolidated financial statements include the attributable share of the results and reserves of associates and joint ventures based on financial statements prepared at dates not earlier than three months prior to 31st December each year.

An associate is a company in which the Group or the Bank has significant influence, but not control or joint control, over its management, including participation in the financial and operating policy decisions.

A joint venture is an arrangement whereby the Group or the Bank and other parties contractually agree to share control of the arrangement, and have rights to the net assets of the arrangement.

本集團將不導致喪失控股權之附屬公司權益的變動按權益交易方式入賬，即只調整在綜合權益內之控股及非控股權益的金額以反映其相關權益的變動，但不調整商譽及確認盈虧。

當本集團喪失對一附屬公司之控股權，將按出售該附屬公司之所有權益入賬，而所產生的盈虧確認為損益。任何在喪失控股權日仍保留該前度附屬公司之權益按公平價值確認，而此金額被視為初始確認一金融資產(附註2(h))的公平價值，或(如適用)按成本初始確認一聯營公司及合資企業投資(附註2(c)(ii))，及當喪失對該附屬公司控股權時與盈虧沖銷。

在本行的財務狀況表中，附屬公司投資是以成本減除任何減值損失(附註2(r))列賬。

#### (ii) 聯營公司及合資企業

本綜合財務報表包括根據截至每年的12月31日止之前不超過三個月的財務報表所編製應佔聯營公司及合資企業的業績及儲備。

聯營公司是指本集團或本行可對其管理發揮重大影響力，包括參予其財務及經營政策的決策，但並不控制或共同控制其管理層。

合資企業是指本集團或本行與其他合約方共同擁有該合資企業之控制權，及對淨資產擁有權的安排。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

Investments in associates and joint ventures are accounted for in the consolidated financial statements under the equity method, unless they are classified as held for sale (or included in a disposal group that is classified as held for sale) (Note 2(ad)). Under the equity method, the investment is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the associate or joint venture's identifiable net assets over the cost of the investment (if any). Thereafter, the investment is adjusted for the post acquisition change in the Group's share of the investee's net assets and any impairment loss relating to the investment (Note 2(q) and 2(r)). Any excess of fair values of the investees' net identifiable assets over the cost of investment upon acquisition, the Group's share of the post-acquisition, post-tax results of the investees and any impairment losses for the year are recognised in the consolidated income statement, whereas the Group's share of the post-acquisition post-tax items of the investees' other comprehensive income is recognised in the consolidated statement of comprehensive income. Any dividend income received from associates and joint ventures reduces the carrying values of the investments in associates and joint ventures, respectively.

When the Group's share of losses exceeds its interest in an associate or a joint venture, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the investee. For these purposes, the Group's interest in the associate or the joint venture is the carrying amount of the investment under the equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the associate or the joint venture.

Unrealised profits and losses resulting from transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in the investee, except when unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

When the Group ceases to have significant influence over an associate or joint control over a joint venture, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former investee at the date when significant influence or joint control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (Note 2(h)).

The Bank accounts for the results of associates and joint ventures to the extent of dividends received. Investments in associates and joint ventures are stated in the Bank's statement of financial position at cost less any impairment losses (Note 2(r)).

除分類為持有作出售資產(或包括在分類為持有作出售資產的出售組別內)(附註2(ad))外,聯營公司及合資企業投資是以權益會計法在綜合財務報表內入賬。根據權益會計法,投資的入賬方法是先以成本入賬,另調整本集團於購入後應佔該聯營公司及合資企業的可辨識淨資產所超出成本之任何金額。往後,需調整在收購後本集團應佔被投資方淨資產之變動及在(附註2(q)和2(r))所載有關投資的減值損失。任何於收購日應佔被投資方可辨識淨資產的公平價值超出投資成本、本集團應佔被投資方收購後和已除稅的業績及年度內的任何減值損失均在綜合收益表內確認,而本集團應佔被投資方收購後和已除稅之其他全面收益項目則在綜合全面收益表內確認。任何由聯營公司及合資企業投資收取的股息收入將分別減低聯營公司及合資企業投資的賬面值。

除本集團對該聯營公司及合資企業所作具法律或推定義務或替該被投資方償付的承擔外,當本集團應佔該聯營公司及合資企業的虧損超出本集團之應佔權益時,超出的虧損將不被確認,而本集團應佔該被投資方之權益將被減值至零。因此,本集團應佔該聯營公司及合資企業權益即按權益會計法計算投資賬面值,及實質上構成本集團應佔該聯營公司及合資企業淨資產的長期權益。

本集團與聯營公司及合資企業交易而產生之未實現溢利及虧損,按本集團應佔該被投資方之權益為限作沖銷。若有證據顯示未實現虧損屬資產轉讓的減值損失,則須立即於損益賬內確認。

當本集團喪失對一聯營公司之重大影響力或合資企業之共同控制權,將按出售該被投資方之所有權益入賬,而所產生的盈虧確認為損益。任何在喪失重大影響力或共同控制權日仍保留該前度被投資方之權益按公平價值確認,而此金額被視為初始確認一金融資產(附註2(h))的公平價值。

本行按照已收取股息計算應佔聯營公司及合資企業之業績。在本行的財務狀況表中,聯營公司及合資企業投資是以成本減除任何減值損失(附註2(r))列賬。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(d) Translation of Foreign Currencies**

Foreign currencies transactions during the year are translated into Hong Kong dollars at the rates of exchange ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the rates of exchange ruling at the end of the reporting period. Exchange gains and losses are recognised in the income statement.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated into Hong Kong dollars using the foreign exchange rates ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was determined.

Exchange differences relating to investments at fair value through profit or loss ("FVTPL") and derivative financial instruments are included in gains less losses from trading securities or financial instruments at fair value through profit or loss. All other exchange differences relating to monetary items are presented as gains less losses from dealing in foreign currencies in the income statement. Differences arising from translation of equity investments for which an election has been made to present subsequent changes in fair value in other comprehensive income are recognised in other comprehensive income and accumulated separately in equity.

The results of foreign operations are translated into Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Items in the statement of financial position, including goodwill arising on consolidation of foreign operations acquired on or after 1st January, 2005, are translated into Hong Kong dollars at the foreign exchange rates ruling at the end of the reporting period. The resulting exchange differences are recognised directly in other comprehensive income and accumulated separately in equity in the exchange reserve. Goodwill arising on consolidation of a foreign operation acquired before 1st January, 2005 is translated at the foreign exchange rate that applied at the date of acquisition of the foreign operation.

On disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified from equity to the income statement when the profit or loss on disposal is recognised.

**(e) Interest****Effective interest rate**

Interest income for financial assets measured at FVOCI or amortised cost, and interest expense on financial liabilities measured at amortised cost is recognised in the income statement using the effective interest method.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the gross carrying amount of the financial asset or the amortised cost of the financial liability.

**(d) 外幣換算**

年度內的外幣交易按交易日的匯率折算為港幣。以外幣為單位的貨幣性資產及負債按報告期結束日的匯率折算為港幣。匯兌盈虧則計入收益表內。

以原值成本列賬但以外幣為單位的非貨幣性資產及負債按交易日的匯率折算為港幣。以外幣為單位及按公平價值列賬的非貨幣性資產及負債按釐定其公平價值日的匯率折算。

有關通過損益以反映公平價值投資及衍生金融工具的匯兌差額分別包括於交易用途證券淨盈虧或通過損益以反映公平價值投資淨盈虧。其他有關貨幣性資產及負債的匯兌差額則於收益表之外幣買賣溢利項下列示。因折算已選擇將往後公平價值變動在其他全面收益列示的股份證券所產生的差額則於其他全面收益內確認，並在股東權益內分開累計。

海外業務之業績按交易日相約的匯率折算為港幣。財務狀況表的項目中，包括於2005年1月1日或以後因收購海外業務而在綜合時所產生的商譽，按報告期結束日的匯率折算為港幣。產生的匯兌差額直接在其他全面收益內確認，並在股東權益之匯兌儲備內分開累計。因於2005年1月1日以前收購海外業務而在綜合時所產生的商譽按收購海外業務日的匯率折算。

當確認出售海外業務的損益時，因該海外業務產生的累計匯兌差額由股東權益計入收益表。

**(e) 利息****有效利率**

按通過其他全面收益以反映公平價值計量或按攤銷成本計量的金融資產的利息收入及按攤銷成本計量的金融負債的利息支出均按有效利率方法於收益表內確認。

有效利率是可準確將金融工具在預計年期內產生之未來現金支出或收入折算為該金融資產的賬面值總額或該金融負債的攤銷成本的利率。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

When calculating the effective interest rate for financial instruments other than credit-impaired assets, the Group estimates future cash flows considering all contractual terms of the financial instrument but not expected credit losses. For financial assets that were purchased or originated as credit-impaired on initial recognition, a credit-adjusted effective interest rate is calculated using estimated future cash flows including expected credit losses (i.e. no expected credit loss provision is required at initial recognition).

The calculation of the effective interest rate includes transaction costs and fees and points paid or received that are an integral part of the effective interest rate. The transaction costs include incremental costs that are directly attributable to the acquisition or issue of a financial asset or financial liability.

The Group adopts Interest Rate Benchmark Reform – Phase 2 Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 (the “Phase 2 amendments”), which allows a practical expedient for changes to the basis for determining contractual cash flows to be treated as changes to a floating rate of interest, provided certain conditions are met. The conditions include that the change is necessary as a direct consequence of interest rate benchmark reform and that the transition takes place on an economically equivalent basis.

#### Amortised cost and gross carrying amount

The “amortised cost” of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured on initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any expected credit loss allowance.

The “gross carrying amount of a financial asset” is the amortised cost of a financial asset before adjusting for any expected credit loss allowance.

#### Calculation of interest income and expense

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

For financial assets that were purchased or originated as credit-impaired on initial recognition, interest income is calculated by applying the credit-adjusted effective interest rate to the amortised cost of the asset. The calculation of interest income does not revert to a gross basis, even if the credit risk of the asset improves.

在計算除信貸不良資產外的金融工具的有效利率時，本集團計及金融工具的所有合約條款，但不計及預期信貸損失，以估計未來現金流。就初始確認時已購入或源生的信貸不良金融資產，使用估計未來現金流（包括預期信貸損失）計算信貸調整有效利率（即在初始確認時無需作出預期信貸損失撥備）。

有效利率的計算包括構成有效利率組成部分的交易成本及費用以及基點支出或收入。交易成本包括金融資產或金融負債的收購或發行直接應佔的增加成本。

本集團採用《香港財務報告準則》第9號、《香港會計準則》第39號、《香港財務報告準則》第7號、《香港財務報告準則》第4號及《香港財務報告準則》第16號有關利率基準改革之第二期修訂（「第二期修訂」），第二期修訂提供了合約現金流之改變可視為浮動利率改變的實務操作方法，若符合某些條件。該等條件包括該變動必須是利率基準改革直接導致的結果；和該變動在經濟上是等同的。

#### 攤銷成本及賬面值總額

金融資產或金融負債的「攤銷成本」是金融資產或金融負債於初始確認時計量的金額減本金還款額，加減使用有效利率方法計算的初始確認金額與到期金額之任何差額而計算的累計攤銷，而就金融資產而言，經任何預期信貸損失準備作調整。

「金融資產的賬面值總額」是金融資產就任何預期信貸損失準備作調整前的攤銷成本。

#### 計算利息收入及支出

在計算利息收入及支出時，有效利率應用於資產的賬面值總額（當資產並非信貸不良時）或負債的攤銷成本。

然而，就初始確認後成為信貸不良的金融資產而言，透過將有效利率應用於該金融資產的攤銷成本而計算利息收入。若資產不再屬信貸不良，則恢復使用總額基準計算利息收入。

就初始確認時已購入或源生的信貸不良金融資產而言，透過將經信貸調整的有效利率應用於該資產的攤銷成本計算利息收入。即使該資產的信貸風險有所改善，亦不恢復使用總額基準計算利息收入。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註 (續)

For information on when financial assets are credit-impaired, please refer to Note 2(h)(vii).

#### (f) Fees and Commission

Fees and commission income and expense that are integral to the effective interest rate on a financial asset or financial liability are included in the effective interest rate calculation (Note 2(e)). Other fee and commission income is recognised in the income statement when the corresponding service is provided.

Origination or commitment fees received/paid by the Group which result in the creation or acquisition of a financial asset are deferred and recognised as an adjustment to the effective interest rate. If it is uncertain that a loan commitment will result in draw-down of a loan, then the related loan commitment fee is recognised as revenue on a straight-line basis over the commitment period.

Other fee and commission expenses relate mainly to transaction and service fees, which are expensed when the services are received.

#### (g) Other Revenue Recognition

Other revenue is measured at the fair value of the consideration received or receivable. Provided it is probable that economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognised in the income statement as follows:

- (i) Net income from financial instruments at fair value through profit or loss and net trading income  
Net income from financial instruments designated as at FVTPL, net income from non-trading financial assets mandatorily measured at FVTPL and net trading income comprises all gains and losses from changes in fair value (net of accrued coupon) of such financial assets and financial liabilities, together with foreign exchange differences and dividend income attributable to these financial instruments. Coupon interest from these financial assets and financial liabilities measured at FVTPL is accrued and presented as interest income or interest expense.
- (ii) Finance income from finance leases  
Finance income implicit in finance leases is recognised as interest income over the period of the lease so as to produce an approximately constant periodic rate of return of the outstanding net investment in the leases for each accounting period.
- (iii) Rental income from operating leases  
Rental income received under operating leases is recognised as other operating income in equal instalments over the periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives granted are recognised in the income statement as an integral part of the aggregate net lease payments receivable. Contingent rentals receivable are recognised as income in the accounting period in which they are earned.

有關金融資產屬信貸不良時的資料見附註 2(h)(vii)。

#### (f) 服務費及佣金

有效利率的計算(附註2(e))包括金融資產及金融負債中構成有效利率組成部分的服務費及佣金收入及支出。其他服務費及佣金收入在有關服務提供時確認為收益表內。

因本集團開展或購入金融資產而產生之開立或承擔服務費收入／支出須遞延及確認為有效利率之調整。如不確定會否借出貸款，該相關承擔服務費按承擔期限以直線法列作收入。

其他服務費及佣金支出主要是交易及服務費，並在獲得服務時支銷。

#### (g) 其他收入確認

其他收入按已收或應收價款的公平價值釐定。假設經濟利益有可能流向本集團及收入和支出(如適用)屬可靠計量的，在收益表內確認收入的方法如下：

- (i) 通過損益以反映公平價值金融工具的淨收入及淨交易收入  
指定為通過損益以反映公平價值金融工具的淨收入，強制按通過損益以反映公平價值之非交易用途金融資產及淨交易收入包括所有金融資產及金融負債之公平價值變動產生的盈虧(減除應計利息)，以及應歸屬於該等金融工具的匯兌差額及股息收入。由該等通過損益以反映公平價值金融資產及金融負債產生的應計票面利息列作利息收入或利息支出。
- (ii) 融資租賃收入  
融資租賃隱含財務收入按租賃年期確認為利息收入，以令每個會計年度期間剩餘的淨租賃投資回報大致相同。
- (iii) 經營租賃租金收入  
除非有更具代表性的基準衡量從租賃資產獲取利益的模式，其經營租賃之租金收入按該租期所涵蓋的年期以等額分期確認為其他經營收入。經營租賃協議所涉及的激勵措施均在收益表中確認為租賃淨收款總額的組成部分。或有租金以賺取該收入的會計期間列作收入。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (iv) Dividend income

Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established unconditionally. Dividend income from listed investments is recognised when the share price of the investment is quoted ex-dividend.

## (v) Net insurance profit

The Group's operating income from its insurance business is presented as net insurance profit in the consolidated income statement. The Group follows the relevant accounting policies for the recognition of such operating income. Gross insurance premium income represents gross premiums received and receivable in respect of long-term and general insurance business, net of discounts and returns. Details of net insurance profit are set out in Note 12.

## (h) Financial Instruments

## (i) Initial recognition

The Group initially recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. A regular way purchase or sale of financial assets at FVTPL, investment securities classified as measured at amortised cost or at fair value through other comprehensive income ("FVOCI"), derivative transactions or debts issued are recognised using trade date accounting. Other financial assets and financial liabilities are recognised using settlement date accounting.

Financial instruments are measured initially at fair value, which normally will be equal to the transaction price plus, in case of a financial asset or financial liability not measured at FVTPL, transaction costs that are directly attributable to the acquisition of the financial asset or issue of the financial liability. Transaction costs on financial assets and financial liabilities measured at FVTPL are expensed immediately.

Any gains and losses of the financial assets or financial liabilities measured at fair value are recorded from the date of initial recognition.

Accrued contractual interests from financial assets and liabilities are presented as accrued interest receivables and payables separately in the financial statements.

## (iv) 股息收入

非上市投資股息收入在股東收取權被無條件確立時才予以確認。上市投資股息收入則在該投資的股價除息時才被確認。

## (v) 保險業務淨溢利

本集團的保險業務的經營收入於綜合收益表中列示為保險業務淨溢利。本集團跟隨相關會計政策以確認有關經營收入。保費收入總額指由長期業務及一般保險業務產生的已收取和應收取之保費總額，並已扣除折扣及回報。保險業務淨溢利之詳情列於附註12。

## (h) 金融工具

## (i) 初始確認

當本集團成為金融工具合約其中一方時初始確認金融資產和金融負債。以正常方式購買或出售按通過損益以反映公平價值的金融資產、按攤銷成本或按通過其他全面收益以反映公平價值計量的投資證券、衍生產品交易或已發行債務俱按交易日會計法確認。其他金融資產和金融負債則按結算日會計法確認。

金融工具於初始期按公平價值計量，而公平價值大致與交易價相同。如金融資產或金融負債不屬於按通過損益以反映公平價值，則包括直接歸屬於購入之金融資產或發行金融負債的交易成本。按通過損益以反映公平價值的金融資產或金融負債的交易成本立即作費用支銷。

自初始確認日期起，按公平價值計量的金融資產或金融負債產生的任何盈利及虧損均予以記錄。

金融資產及負債的應計合約利息在財務報表中作為應計應收及應付利息分開列示。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (ii) Classification

**Financial assets and liabilities***Financial assets*

On initial recognition, a financial asset is classified as measured at: amortised cost, FVOCI or FVTPL.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument is measured at FVOCI only if it meets both of the following conditions and is not designated as at FVTPL:

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in fair value in other comprehensive income – (Note 2(n)). This election is made on an investment-by-investment basis.

All other financial assets are classified as measured at FVTPL.

In addition, on initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

## (ii) 分類

**金融資產及金融負債***金融資產*

於初始確認時，金融資產分類為：按攤銷成本、按通過其他全面收益以反映公平價值或按通過損益以反映公平價值計量。

一項金融資產按攤銷成本計量，其必須符合以下條件及未有指定為通過損益以反映公平價值：

- 該資產是在一個以持有該資產以收取合約現金流為目的之商業模式中持有；及
- 該金融資產的合約條款於指定日期產生符合本金及按本金結餘的利息支付特徵的現金流。

一項債務工具按通過其他全面收益以反映公平價值計量，其必須符合以下條件及未有指定為通過損益以反映公平價值：

- 該資產是在一個以收取合約現金流及出售金融資產為目的之商業模式中持有；及
- 該金融資產的合約條款於指定日期產生符合本金及按本金結餘的利息支付特徵的現金流。

非交易用途之股份投資初始確認時，本集團可作出不可撤回的選擇，將其後續公平價值變化確認於其他全面收益 – (附註2(n))。該選擇是按投資逐項作出。

所有其他金融資產均分類為按通過損益以反映公平價值計量。

此外，於初始確認時，在可消除或明顯減少會計錯配的情況下，本集團可不可撤回地指定在其他情況下符合按攤銷成本或按通過其他全面收益以反映公平價值計量條件的金融資產為按通過損益以反映公平價值計量。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

*Business model assessment*

The Group makes an assessment of the objective of a business model in which an asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. In particular, whether management's strategy focuses on earning contractual interest revenue, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of the liabilities that are funding those assets or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales in prior periods, the reasons for such sales and its expectations about future sales activity. However, information about sales activity is not considered in isolation, but as part of an overall assessment of how the Group's stated objective for managing the financial assets is achieved and how cash flows are realised.

Financial assets that are held for trading or managed and whose performance is evaluated on a fair value basis are measured at FVTPL because they are neither held to collect contractual cash flows nor held both to collect contractual cash flows and to sell financial assets.

*Assessment whether contractual cash flows are solely payments of principal and interest*

For the purposes of this assessment, "principal" is defined as the fair value of the financial asset on initial recognition. "Interest" is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

*商業模式評估*

本集團評估在組合層面持有資產的商業模式之目標，因為這最能反映業務管理的方法及向管理層提供資料的方式。所考慮的資料包括：

- 組合的既定政策和目標以及該等政策的實際操作。尤其是，管理層的策略專注於賺取合約利息收入、維持特定的利率曲線、將金融資產的期限與為該等資產提供資金的負債或通過出售資產變現現金流的期限相配；
- 如何評估組合的表現並向本集團的管理層報告；
- 影響商業模式（及該商業模式下持有的金融資產）表現的風險以及如何管理該等風險；
- 業務管理人員如何得到補償—例如，補償是否根據所管理資產的公平價值或所收取的合約現金流釐定；及
- 過往期間的出售頻率、銷量和出售時點，出售原因以及其對未來出售活動的預期。然而，銷售活動的資料並非孤立考慮，而是作為關於本集團如何實現既定的金融資產管理目標及如何實現現金流的整體評估的一部分。

持作交易用途或管理或按公平值基準評估其表現的金融資產乃按通過損益以反映公平價值計量，因其既非持作收取合約現金流之用，亦非持作收取合約現金流及出售金融資產之用。

*評估合約現金流是否純粹為支付本金及利息*

就此項評估而言，「本金」的定義是金融資產在初始確認時的公平價值。「利息」的定義是貨幣的時間價值以及與特定期段內未償還本金有關的信用風險以及其他基本貸款風險和成本（例如流動性風險和管理費用）及利潤率的代價。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making the assessment, the Group considers:

- contingent events that would change the amount and timing of cash flows;
- leverage features;
- prepayment and extension terms;
- terms that limit the Group's claim to cash flows from specified assets (e.g. non-recourse asset arrangements); and
- features that modify consideration of the time value of money (e.g. periodic reset of interest rates).

*Reclassifications*

Financial assets are not reclassified subsequent to their initial recognition, except in the period after the Group changes its business model for managing financial assets. When (and only when) the Group changes its business model for managing financial assets, it reclassifies all affected financial assets in accordance with the new business model. The reclassification should be applied prospectively from the "reclassification date", which is defined as, "the first day of the first reporting period following the change in business model that results in reclassifying financial assets". Accordingly, any previously recognised gains, losses or interest will not be restated.

If a financial asset is reclassified out of the amortised cost measurement category and into the FVTPL or FVOCI measurement category, its fair value is measured at the reclassification date. Any gain or loss arising from a difference between the previous amortised cost of the financial asset and fair value is recognised in profit or loss (if reclassification as FVTPL measurement category) or is recognised in other comprehensive income (if reclassification as FVOCI measurement category).

If a financial asset is reclassified out of the FVOCI measurement category and into the amortised cost measurement category, the financial asset is reclassified at its fair value at the reclassification date. However, the cumulative gain or loss previously recognised in other comprehensive income is removed from equity and adjusted against the fair value of the financial asset at the reclassification date. As a result, the financial asset is measured at the reclassification date as if it had always been measured at amortised cost.

在評估合約現金流是否純粹為支付本金及利息時，本集團考慮工具的合約條款。這包括評估金融資產是否包含可能改變合約現金流的時點或金額，致使其不符合該項條件。在評估時，本集團考慮：

- 將會改變現金流金額及時點的或有事件；
- 槓桿特徵；
- 提前還款和延期條款；
- 限制本集團要求取得指定資產(例如無追索權資產安排)的現金流的條款；及
- 修正金錢時間值代價的特徵(例如定期調整利率)。

*重新分類*

除於本集團改變管理金融資產的商業模式後期間外，金融資產在初始確認後不會作出重新分類。當(並且僅當)本集團更改其管理金融資產的商業模式時，所有受影響的金融資產會根據新商業模式重新分類。重新分類應由「重分類日」前瞻性地應用。「重分類日」定義為「因商業模式變化而重新分類金融資產後的第一個報告期首天」。因此，任何之前確認的收益、虧損或利息不會重報。

如金融資產從按攤銷成本計量重新分類為按通過損益以反映公平價值計量或按通過其他全面收益以反映公平價值計量，則其公平價值會在重分類日計量。金融資產的先前攤銷成本與公平價值之間的差額產生的任何收益或損失會在收益表內確認(如重新分類為按通過損益以反映公平價值計量)或在其他全面收益內確認(如果重新分類為按通過其他全面收益以反映公平價值計量)。

如金融資產從按通過其他全面收益以反映公平價值計量重新分類為按攤銷成本計量，則金融資產會在重分類日按其公平價值重新分類。然而，先前於其他全面收益確認的累計收益或虧損將從權益中扣除，並於重分類日按金融資產的公平價值調整。因此，金融資產在重分類日進行計量，就好像它一直按攤銷成本計量一樣。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

If a financial asset is reclassified out of the FVOCI measurement category and into the FVTPL measurement category, the financial asset continues to be measured at fair value. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

If a financial asset is reclassified out of the FVTPL measurement category and into the amortised cost measurement category, its fair value at the reclassification date becomes its new gross carrying amount.

If an entity reclassifies a financial asset out of the FVTPL measurement category and into the FVOCI measurement category, the financial asset continues to be measured at fair value and subsequent changes in fair value will be recognised in other comprehensive income.

*Financial liabilities*

The Group classifies its financial liabilities, other than financial guarantees and loan commitments, as measured at amortised cost or FVTPL.

The Group may, at initial recognition, irrevocably designate a financial liability as at FVTPL in either of the following circumstances:

- (i) When doing so results in more relevant information because either:
- a group of liabilities or a group of financial assets and liabilities is managed and its performance is evaluated and reported internally on a fair value basis; or
  - the designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.
- (ii) If a liability contract contains one or more embedded derivatives unless the embedded derivative(s) does not significantly modify the cash flows that would otherwise be required by the contract or if it is obvious that separation of the embedded derivative(s) is prohibited.

如金融資產從按通過其他全面收益以反映公平價值計量重新分類為按通過損益以反映公平價值計量，則該金融資產會繼續以公平價值計量。先前於其他全面收益確認的累計收益或虧損於重新分類日重新分類由權益轉入收益表作為重新分類調整。

如金融資產從按通過損益以反映公平價值計量重新分類為按攤銷成本計量，則其在重新分類日的公平價值作為新的賬面值總額。

如金融資產從按通過損益以反映公平價值計量重新分類為按通過其他全面收益以反映公平價值計量，則該金融資產會繼續以公平價值計量，而其後的公平價值變動會在其他全面收益中確認。

*金融負債*

本集團將其金融負債(財務擔保及貸款承擔除外)分類為按攤銷成本或按通過損益以反映公平價值計量類別。

本集團將其金融負債於初始確認時，在以下任一情況下，或分類為不可撤銷形式指定為按通過損益以反映公平價值計量：

- (i) 當指定為按通過損益以反映公平價值計量可提供更相關資訊，因：
- 該負債組別或金融資產及負債是按公平價值作內部管理、評估及呈報；或
  - 該指定可抵銷或明顯減少因計量資產及負債或按不同基準確認盈利和虧損時可能產生計量或確認的不一致。
- (ii) 如負債合約包含一個或多個嵌入式衍生工具，除非該等嵌入式衍生工具不會顯著改變合約原本要求的現金流量，或分拆該等嵌入式衍生工具是明顯地禁止。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (iii) Fair value measurement principles

The fair value of financial instruments is based on their quoted market prices, where available, at the end of the reporting period without any deduction for estimated future selling costs.

If there is no publicly available latest traded price nor a quoted market price on a recognised stock exchange or a price from a broker/dealer for non-exchange-traded financial instruments or if the market for it is not active, the fair value of the instrument is estimated using valuation techniques that provide a reliable estimate of prices which could be obtained in actual market transactions.

Where discounted cash flow techniques are used, estimated future cash flows are based on management's best estimates and the discount rate used is a market rate at the end of the reporting period applicable for an instrument with similar terms and conditions. Where other pricing models are used, inputs are based on market data at the end of the reporting period.

## (iv) Derecognition

The Group derecognises a financial asset when the contractual rights to receive the cash flows from the financial asset expire, or where the financial asset, together with substantially all the risks and rewards of ownership, has been transferred, or in which the Group neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset (or the carrying amount allocated to the portion of the asset derecognised) and the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in other comprehensive income is recognised in the income statement. Any cumulative gain/loss recognised in other comprehensive income in respect of equity investment securities designated as at FVOCI is not recognised in the income statement on derecognition of such securities, as explained in (Note 2(n)).

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

The Group uses the weighted average or first-in first-out method, where appropriate, to determine realised gains and losses to be recognised in the income statement on derecognition.

## (v) Modifications of financial assets and financial liabilities

If the terms of a financial asset are modified, the Group evaluates whether the cash flows of the modified asset are substantially different. If the cash flows are substantially different, then the contractual rights to cash flows from the original financial asset are deemed to have expired. In this case, the original financial asset is derecognised (Note 2(h)(iv)) and a new financial asset is recognised at fair value.

## (iii) 計量公平價值之原則

金融工具的公平價值是根據報告期結束日之可得市場報價但未減除將來的估計出售成本。

如沒有公眾知悉的最後交易價格或在認可交易所的市場報價，或從經紀／交易員獲得屬於非交易所買賣的金融工具報價，又或該市場並不活躍，此工具的公平價值按估值模式估值，而該估值模式可根據實際市場交易提供可靠的估計價格。

當採用現金流折讓價格模式，估計將來現金流按管理層的最佳估計及採用的貼現率是在報告期結束日適用於相同條款工具的市場利率。當採用其他價格模式時，參數是在報告期結束日的市場價格資料。

## (iv) 終止確認

當從金融資產獲得現金流的法定權利屆滿或已將重大風險及回報擁有權同時轉移，或本集團既沒有轉移也沒有保留金融資產的重大風險和回報，並且也沒有保留對該金融資產的控制後，本集團終止確認該金融資產。

於終止確認金融資產時，資產賬面值（或終止確認部分資產的賬面值）與(i)已收代價（包括任何所得新資產減任何新負債）及(ii)已於其他全面收益確認的任何累計收益或虧損會於收益表內確認。指定為通過其他全面收益以反映公平價值的股份投資證券在其他全面收益中確認的任何累計收益／虧損均不會在終止確認時在收益表中確認（附註2(n)）。

當合約的義務已被履行、取消或期滿，本集團終止確認金融負債。

本集團採用加權平均法或先進先出法（如適用）以釐定在終止確認時須在收益表確認的已實現盈利和虧損。

## (v) 修改金融資產及金融負債

若金融資產的條款被修改，本集團會評估經修訂資產的現金流量是否重大不同。如現金流量有重大不同，則原金融資產的現金流量的法定權利被視為已過期。在此情況下，原金融資產會被終止確認（附註2(h)(iv)），並按公平價值確認為新金融資產。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

If the cash flows of the modified asset carried at amortised cost are not substantially different, then the modification does not result in derecognition of the financial asset. In this case, the Group recalculates the gross carrying amount of the financial asset and recognises the amount arising from adjusting the gross carrying amount as a modification gain or loss in the income statement. If such a modification is carried out because of financial difficulties of the borrower (Note 2(h)(vii)), then the gain or loss is presented together with impairment losses. In other cases, it is presented as interest income.

The Group derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the income statement.

In the context of interest rate benchmark reform, the Group's assessment of whether a change to an amortised cost financial instrument is substantial is made after applying the practical expedient introduced by the Phase 2 amendments. This requires the transition from an interbank offered rate to a new alternative benchmark rate to be treated as a change to a floating interest rate as described in (Note 2(e)) above.

The Group updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by the interest rate benchmark reform if the basis for determining the contractual cash flows of a financial asset or financial liability measured at amortised cost changes as a result of the reform. A change in the basis for determining the contractual cash flows is required by interest rate benchmark reform if the following conditions are met:

- the change is necessary as a direct consequence of the reform; and
- the new basis for determining the contractual cash flows is economically equivalent to the previous basis, i.e. the basis immediately before the change.

If changes are made to a financial asset or financial liability in addition to changes to the basis for determining the contractual cash flows required by interest rate benchmark reform, then the Group first updates the effective interest rate of the financial asset or financial liability to reflect the change that is required by interest rate benchmark reform. Subsequently, the Group applies the policies on accounting for modifications set out above to the additional changes.

## (vi) Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position only where there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

如果按攤銷成本計量的已修訂資產之現金流量並無重大差異，則該修訂不會終止確認該金融資產。在這種情況下，本集團會重新計算金融資產的賬面值總額，並將調整賬面值總額所產生的金額在收益表內確認為修訂損益。如果由於借款人的財務困難而進行此類修改(附註2(h)(vii))，則將損益與減值損失一併列報。在其他情況下，應列示為利息收入。

當合約條款被修改及已修訂之金融負債的現金流量有重大不同，本集團會終止確認其金融負債。在這種情況下，基於修改條款後的新金融負債會按公平價值確認。已終止的金融負債與已修改條款的新金融負債的賬面值差額會在收益表內確認。

根據第二期修訂容許，本集團會應用第二期修訂的實務操作方法評估按攤銷成本計量的金融工具是否有實質變動。基準利率被替代基準利率所取代會被視為浮動利率變動(如以上附註2(e)所述)。

本集團更新金融資產或金融負債的有效利率，以反映因利率基準改革而導致按攤銷成本計量的金融資產或金融負債之合約現金流的基礎變動。因利率基準改革要求而改變釐定合約現金流的基礎必須符合以下條件：

- 該變動必須是利率基準改革直接導致的結果；和
- 用於確定合約現金流的新基礎在經濟上是等同於舊基礎(即變動前的基礎)。

如果金融資產或金融負債合約現金流的基礎發生除利率基準改革要求以外的變動，則本集團首先更新該金融資產或金融負債的有效利率，以反映利率基準改革要求的變動。隨後，本集團應用以上修訂的會計政策於額外變動。

## (vi) 抵銷

只有具法定權利抵銷確認金額及計劃以淨額結算，或同時變賣資產以清償負債，金融資產和金融負債互相抵銷，並在財務狀況表內以淨額列示。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (vii) Impairment

The Group recognises loss allowances for expected credit losses (“ECL”) on the following financial instruments that are not measured at FVTPL:

- financial assets that are debt instruments;
- lease receivables;
- financial guarantee contracts issued;
- loan commitments issued; and
- contract assets

No impairment loss is recognised on equity investments.

The Group measures loss allowances for 12-month or lifetime ECL using a 3-stage approach as follows:

## (vii) 減值

本集團就以下非按通過損益以反映公平價值計量的金融工具的預期信貸損失確認減值準備：

- 屬債務工具的金融資產；
- 租賃應收賬款；
- 已發出的財務擔保合約；
- 已發出的貸款承擔；及
- 合約資產

無需為股份投資計算減值。

本集團使用3階段法計量12個月或合約期內之預期信貸損失的減值準備如下：

Stage 階段	Description 描述	Impairment Loss Allowance Measurement 減值損失準備計量
1	Performing 履行中	12-month ECL 12個月內之預期信貸損失
2	Performing but with a significant increase in credit risk at reporting date compared to initial recognition 履行中但自其初始確認以來於報告日的信用風險大幅增加	Lifetime ECL 合約期內之預期信貸損失
3	Non-performing 不良	Lifetime ECL 合約期內之預期信貸損失

12-month ECL is the portion of ECL that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

12個月內之預期信貸損失指金融工具在報告日後之12個月內，所有潛在違約事件所導致的信貸損失。

The mapping between the Group's Stage Allocation and the HKMA's 5-Grade Asset Classification is as follows:

本集團的階段分配與金管局的5級資產分類對應關係如下：

HKMA's 5-Grade Asset Classification 金管局的5級資產類別		Stage Allocation 階段分配
Pass 合格	General (i.e. do not meet the Bank's criteria of "Significant Increase of Credit Risk") 一般(即不符合本行的「信貸風險顯著增加」的準則)	1
	Meet the Bank's criteria of "Significant Increase of Credit Risk" 符合本行的「信貸風險顯著增加」的準則	2
Special Mention 需要關注		2
Substandard 次級		
Doubtful 呆滯		3
Loss 虧損		



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

The criterion of “significant increase of credit risk” takes into consideration of any one of the following key factors:

1. The exposure has a significant deterioration of internal or external rating as compared with the rating at the time when the exposure was originated;
2. The exposure is classified as Special Mention;
3. The rating of the exposure falls out of the “Low-Credit Risk Threshold” that is equivalent to the globally understood definition of “investment grade”; or
4. Other events and indications that the credit risk of the exposure has significantly increased since origination or purchase.

*Measurement of ECL*

ECL are a probability-weighted estimate of credit losses under different economic scenarios. They are measured as:

$$\text{Exposure at Default} \times \text{Probability of Default} \times \text{Loss Given Default}$$

*Credit-impaired (non-performing) financial assets*

At each reporting date, the Group assesses whether financial assets carried at amortised cost and debt financial assets carried at FVOCI are credit-impaired. A financial asset is “credit-impaired” when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes but not limited to the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event;
- the restructuring of a loan or advance by the Group on terms that the Group would not consider otherwise;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for a security because of financial difficulties.

A loan that has been renegotiated due to a deterioration in the borrower's condition is usually considered to be credit-impaired unless there is evidence that the risk of not receiving contractual cash flows has reduced significantly and there are no other indicators of impairment. In addition, a loan that is overdue for 90 days or more is considered impaired.

「信貸風險顯著增加」的準則已計及以下任何一個關鍵因素：

1. 風險的內部或外部評級與風險產生之時的評級相比顯著轉差；
2. 風險被分類為「需要關注」金管局資產類別；
3. 風險的評級不再屬於相當於普遍理解的「投資級別」定義的「低信貸風險界限」；或
4. 其他事件及徵兆顯示其信貸風險自產生或購買後顯著增加。

*計量預期信貸損失*

預期信貸損失是在不同經濟情景中一個信貸損失的概率在加權後的估算值，以如下方法計量：

$$\text{違約風險承擔} \times \text{違約概率} \times \text{違約損失率}$$

*信貸不良金融資產*

於各報告日，本集團評估按攤銷成本列賬的金融資產及按通過其他全面收益以反映公平價值列賬的債務金融資產是否為信貸不良。當發生一宗或多宗對金融資產的估計未來現金流造成不利影響的事件，則該金融資產屬「信貸不良」。

金融資產出現信貸減值的證據包括但不限於以下可觀察數據：

- 借款人或發行人出現重大財政困難；
- 違反合約，如拖欠或逾期事件；
- 本集團根據其他情況下不會考慮的條款重組貸款或墊款；
- 借款人很可能會破產或進行其他財務重組；或
- 因財政困難而導致某擔保失去活躍市場。

因借款人的財政狀況惡化而重訂條款的貸款，除有證據證明無法收取合約現金流的風險已顯著減低且並無其他減值跡象外，通常被視為信貸不良。此外，逾期90日或以上的貸款被視為已減值。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

*Presentation of allowance for ECL in the statement of financial position*

Loss allowances for ECL are presented in the statement of financial position as follows:

- financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets;
- loan commitments and financial guarantee contracts: generally, as a provision on the liabilities side; and
- debt instruments measured at FVOCI: no loss allowance is presented in the statement of financial position because the carrying amount of these assets is their fair value, inclusive of any ECL. However, the loss allowance is disclosed separately.

*Write-off*

Loans and debt securities are written off (either partially or in full) when there is no realistic prospect of recovery. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

**(i) Trading Assets and Liabilities**

Trading assets and liabilities are those assets and liabilities which are acquired or incurred principally for the purpose of selling or repurchasing them in the near term, or are part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. Trading assets and liabilities are initially recognised and subsequently measured at FVTPL.

**(j) Contract Assets and Liabilities**

When revenue is recognised by transferring goods or services to a customer before the consideration is received or before payment is due, the Group presents the amount of revenue as a contract asset, excluding any amounts presented as a receivable. A contract asset is recognised in statement of financial position when there is a right to consideration that is conditional on factors other than the passage of time. The contract asset is transferred to receivables when the right to consideration becomes unconditional. Impairment of a contract asset is measured on the same basis as a financial asset as (Note 2(h)(vii)) above. The Group includes the contract assets in "Others" under "Other assets" in the statement of financial position.

A contract liability is recognised when a customer pays non-refundable consideration or when the Group has a right to an amount of non-refundable consideration that is unconditional, before the Group transfers a good or service to the customer. The Group includes the contract liabilities in "Others" under "Other liabilities" in the statement of financial position.

在財務狀況表中列示預期信貸損失的準備

預期信貸損失的損失準備在財務狀況表中按以下方式列示：

- 按攤銷成本計量的金融資產：從資產的賬面值總額中扣除；
- 貸款承擔及財務擔保合約：一般作為負債方面的撥備；及
- 按通過其他全面收益以反映公平價值計量的債務工具：在財務狀況表中並不列示損失準備，因該等資產的賬面值為其公平價值，包括任何預期信貸損失。然而，損失準備會分開披露。

*撇銷*

若貸款及債務證券無實際可收回的前景，則予撇銷(部分或全部)。當本集團判斷借款人並無資產或收入來源可產生足夠的現金流以償還應撇銷的金額時，一般會如此處理。然而，已撇銷的金融資產仍可進行追討，以遵守本集團收回應收金額的程序。

**(i) 交易用途資產及負債**

作交易用途的資產和負債包括主要是作短期出售或購入的金融資產和金融負債，或屬於組合一部分並共同管理的可辨識金融工具，及有證據顯示近期有短期出售以賺取利潤的模式。交易資產和負債於初始確認，及其後以公平價值計量且其變動計入當期損益。

**(j) 合約資產及負債**

若本集團透過向客戶轉讓貨品或服務履約並於客戶支付代價或款項到期前確認收入，則本集團應將該合約有關收益金額列示為合約資產，惟任何列示為應收賬款的金額除外。若獲取代價的權利以隨時間流逝以外的因素為條件，則合約資產於財務狀況表中確認。當獲取代價的權利成為無條件時，合約資產將轉至應收賬款。合約資產減值與金融資產(附註2(h)(vii))的計算相同。本集團包括合約資產於財務狀況表中「其他資產」內的「其他賬項」。

當客戶在本集團已獲取代價或款項到期時(以較早者為準)擁有收取不可退還代價的權利，則確認為合約負債。本集團的合約負債包括在財務狀況表內的「其他負債」項下的「其他賬項」。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

As a practical expedient, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if the Group expects, at contract inception, that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be one year or less. The Group may recognise the incremental costs of obtaining a contract as an expense when incurred if the amortisation period of the asset that the Group otherwise would have recognised is one year or less.

## (k) Hedging

Hedge accounting recognises the offsetting effects on the income statement of changes in the fair values of the hedging instrument and the hedged item. The Group assesses and documents whether the financial instruments that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items attributable to the hedged risks both at hedge inception and on an ongoing basis. The Group discontinues prospectively hedge accounting when (i) the hedging instrument expires or is sold, terminated or exercised; (ii) the hedge no longer meets the criteria for hedge accounting; or (iii) the Group revokes the designation.

## (i) Cash flow hedges

Where a derivative financial instrument is designated as a hedge of the variability in cash flows of a recognised asset or liability, or a highly probable forecast transaction, or the foreign currency risk of a committed future transaction, the effective part of any gain or loss on remeasurement of the derivative financial instrument to fair value is recognised in other comprehensive income and accumulated separately in equity in the hedging reserve. The ineffective portion of any gain or loss is recognised immediately in the income statement.

If the hedge of a forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, the associated gain or loss is reclassified from equity to be included in the initial cost or other carrying amount of the non-financial asset or liability. If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or a financial liability, the associated gain or loss is reclassified from equity to the income statement in the same period or periods during which the asset acquired or liability assumed affects the income statement (such as when interest income or expense is recognised).

For cash flow hedges, other than those covered by the preceding two policy statements, the associated gain or loss is reclassified from equity to the income statement in the same period or periods during which the hedged forecast transaction affects the income statement. When a hedging instrument expires or is sold, terminated or exercised, or the Group revokes designation of the hedge relationship but the hedged forecast transaction is still expected to occur, the cumulative gain or loss at that point remains in equity until the transaction occurs and is recognised in accordance with the above policy. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss is reclassified from equity to the income statement immediately.

視乎實際情況，若本集團在訂立合約時預期實體向客戶轉讓已承諾的貨品或服務之時起至客戶支付該貨品或服務款項時止的期間為一年或以內，則本集團毋須就重大融資組成部分的影響而調整已承諾的代價金額。若本集團原本會確認的資產攤銷期為一年或以內，則本集團可於產生時將獲得合約的增加成本確認為支出。

## (k) 對沖

對沖會計法是確認因用作對沖工具與被對沖項目因公平價值變動而在收益表內產生之相互抵銷損益的影響。於衍生工具開始列作對沖工具及在對沖期間，本集團會評估及記錄用作對沖交易的金融工具是否有效地對沖相關項目的公平價值變動或現金流之風險。當 (i) 該用作對沖工具到期或已出售、終止或行使；(ii) 該對沖交易不再符合對沖會計法的要求；或 (iii) 本集團取消對沖指定，本集團會停止繼續採用對沖會計法。

## (i) 現金流量對沖

當衍生金融工具被指定對沖已確認資產或負債的不既定現金流量，或是甚有可能發生的預計交易，或已承諾未來交易之外匯風險，其重新計量衍生金融工具至公平價值有效對沖部分盈利或虧損會在其他全面收益內確認，並在股東權益中的對沖儲備內分開累計。而無效對沖部份的盈利或虧損則立即在收益表內確認。

如因對沖預計交易而其後須確認為非金融資產或非金融負債，其相關之盈虧由股東權益重新分類並包括在該非金融資產或負債的初始成本或其他賬面值內。如因對沖一項預計交易而其後須確認為金融資產或金融負債，其相關之盈虧由股東權益轉入收益表並計入相同期間或當購入資產或引起負債而影響該期間之收益表（如當確認為利息收入或支出）。

就現金流量對沖而言，除以上兩段政策已涵蓋外，其相關之盈虧由股東權益重新分類並包括在相同期間或受對沖預計交易所影響期間的收益表。當用作對沖工具已到期或出售、終止或行使，或當本集團取消指定對沖關係但對沖預計交易預期仍會發生，截至此期間所累計的盈利或虧損仍保留在股東權益內，直至交易發生時按以上的政策確認。如預計對沖交易不會發生，在股東權益內的累計盈利或虧損會立即由股東權益轉入收益表。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (ii) Fair value hedges

A fair value hedge seeks to offset risks of changes in the fair value of recognised asset or liability that will give rise to a gain or loss being recognised in the income statement.

The hedging instrument is measured at fair value, with fair value changes recognised in the income statement. The carrying amount of the hedged item is adjusted by the amount of the changes in fair value of hedging instrument attributable to the risk being hedged. This adjustment is recognised in the income statement to offset the effect of the gain or loss on the hedging instrument.

When a hedging instrument expires or is sold, terminated or exercised, the hedge no longer meets the criteria for hedge accounting, or the Group revokes designation of the hedge relationship, any adjustment up to that point, to a hedged item for which the effective interest method is used, is amortised to the income statement as part of the recalculated effective interest rate of the item over its remaining life.

## (iii) Hedge effectiveness testing

In order to qualify for hedge accounting, the Group carries out prospective effectiveness testing to demonstrate that it expects the hedge to be highly effective at the inception of the hedge and throughout its life. Actual effectiveness (retrospective effectiveness) is also demonstrated on an ongoing basis.

The documentation of each hedging relationship sets out how the effectiveness of the hedge is assessed. The method which the Group adopts for assessing hedge effectiveness will depend on its risk management strategy.

For fair value hedge relationships, the Group utilises the cumulative dollar offset method or regression analysis as effectiveness testing methodologies. For cash flow hedge relationship, the Group utilises the change in variable cash flow method or the cumulative dollar offset method using the hypothetical derivative approach.

For prospective effectiveness, the hedging instrument must be expected to be highly effective in achieving offsetting changes in fair value or cash flows attributable to the hedged risk during the period for which the hedge is designated. For actual effectiveness, the changes in fair value or cash flows must offset each other in the range of 80 per cent to 125 per cent for the hedge to be deemed effective.

## (iv) Specific policies for hedges affected by interest rate benchmark reform

The Group applies Interest Rate Benchmark Reform: Amendments to HKFRS 9, HKAS 39 and HKFRS 7 (the "Phase 1 amendments") reliefs to hedging relationships directly affected by interest rate benchmark reform during the period before the replacement of an existing interest rate benchmark with a new alternative benchmark rate.

## (ii) 公平價值對沖

公平價值對沖用作抵銷已確認資產或負債因公平價值變動產生須在收益表內入賬的盈利和虧損的風險。

對沖工具按公平價值列賬，而公平價值的變動在收益表內入賬。被對沖項目的賬面值按對沖工具所對沖之風險的價格變動予以調整。此調整在收益表內入賬以抵銷對沖工具產生的盈利和虧損。

當用作對沖工具到期或已出售、終止或行使，或當對沖不再符合對沖會計法的要求，或本集團取消對沖指定關係，所有截至此期間內按有效利率方式調整的被對沖項目，會按該項目餘下年期當作重新計算有效利率在收益表內攤銷。

## (iii) 對沖效用測試

為符合對沖會計法，本集團必須進行兩種測試：在開始對沖時進行「預計效用」測試，顯示預期成效極高；在對沖期內持續進行「追溯效用」測試，證明實際有效。

有關各對沖關係之文件載有如何評估對沖效用。本集團採納之對沖效用評估方法，是按照既定風險管理策略而實施。

對於公平價值對沖關係，本集團採用累計價值抵銷法或回歸分析作為效用測試之方法。對於現金流量對沖關係，本集團會測試現金流量的變動或對沖組合的規模是否充足，或以模擬衍生工具方式，運用累計價值抵銷法測試。

就預計效用而言，對沖工具必須被預期為在劃定對沖期間內，能高度有效地抵銷對沖風險之公平價值或現金流量之變動。就實際效用而言，公平價值或現金流量之變動抵銷額在80%至125%範圍才被視為有效。

## (iv) 受利率基準改革影響的對沖特定政策

本集團應用《香港財務報告準則》第9號、《香港會計準則》第39號及《香港財務報告準則》第7號之修訂（「第一期修訂」）中有關受利率基準改革直接影響的對沖關係，在現有基準利率被替代基準利率所取代前期間的豁免。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

The reliefs cease to apply once certain conditions are met. These include when the uncertainty arising from interest rate benchmark reform is no longer present with respect to the timing and amount of the benchmark-based cash flows of the hedged item when the hedging relationship is discontinued or once amounts in the cash flow hedge reserve have been released.

The Group also applies the Phase 2 amendments, which provides temporary reliefs that allow the Group's hedging relationships to continue upon the replacement of an existing interest rate benchmark with a new alternative benchmark rate.

## (i) The Phase 1 amendments

The Phase 1 amendments modify specific hedge accounting requirements to provide relief from potential effects of the uncertainties caused by interest rate benchmark reform so that entities applying those hedge accounting requirements assume that the interest rate benchmark on which the hedged cash flows and cash flows of the hedging instrument are based is not altered as a result of interest rate benchmark reform. These amendments replace the need for specific judgements to determine whether certain hedge accounting relationships that hedge the variability of cash flows or interest rate risk exposures for periods after the interest rate benchmarks are expected to be reformed or replaced continue to qualify for hedge accounting.

## (ii) The Phase 2 amendments

The Phase 2 amendments provide a series of temporary exemptions from certain hedge accounting requirements when a change required by interest rate benchmark reform occurs to a hedged item and/or hedging instrument that permit the hedging relationship to be continued without interruption. The Group applies the following relief as and when uncertainty arising from interest rate benchmark reform is no longer present with respect to the timing and the amount of the interest rate benchmark-based cash flows of the hedged item or hedging instrument:

- the Group amends the designation of a hedging relationship to reflect changes that are required by the reform without discontinuing the hedging relationship; and
- when a hedged item in a cash flow hedge is amended to reflect the changes that are required by the reform, the amount accumulated in the cash flow hedge reserve is deemed to be based on the alternative benchmark rate on which the hedged future cash flows are determined.

While uncertainty persists in the timing or amount of the interest rate benchmark-based cash flows of the hedged item or hedging instrument, the Group continues to apply the existing accounting policies.

當符合某些條件後，該豁免應停止使用。條件包括當利率基準改革對被對沖項目或用作對沖工具以利率為基礎的現金流在時間和金額上於對沖關係終止或金額在現金流對沖儲備轉出不再存在不確定性時。

本集團並採用第二期修訂，對某些對沖會計規定亦提供了臨時豁免，當現有基準利率被替代基準利率所取代時，對沖關係得以繼續。

## (i) 第一期修訂

第一期修訂對特定對沖會計的規定作出修改，以減輕因利率基準改革所引起的不確定因素之潛在影響，以使實體採用該等對沖會計規定時，假設被對沖的現金流及用作對沖工具的現金流所依據的利率基準並無因利率基準改革而改變。有關修訂豁免了就利率基準預計被改革或取代後的期間，處理對沖現金流或利率風險承擔變動的若干對沖會計關係時運用特定判斷以釐定該等關係是否仍合資格採用對沖會計法的需要。

## (ii) 第二期修訂

第二期修訂對某些對沖會計規定亦提供了一系列的臨時豁免，容許當被對沖項目和/或用作對沖工具發生利率基準改革所要求的變動時，對沖關係得以繼續並不受干擾。當利率基準改革對被對沖項目或用作對沖工具以利率為基礎的現金流在時間和金額上不再存在不確定性時，本集團採用以下操作：

- 本集團修改對沖關係的指定，以反映改革所要求的變動，且不會導致對沖關係終止；和
- 當現金流對沖的被對沖項目被修改以體現改革要求的變動時，現金流對沖儲備中的累計金額將被視為以用於確定未來被對沖現金流的替代基準利率為基礎而確定的金額。

當被對沖項目或用作對沖工具基於利率基準的現金流在時間或金額上仍存在不確定性，本集團則繼續採用現有會計政策。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註 (續)

#### (l) Derivatives

Derivatives are recognised initially and are subsequently remeasured, at fair value. Derivatives are classified as assets when their fair value is positive or as liabilities when their fair value is negative, this includes embedded derivatives which are bifurcated from the host contract, when they meet the definition of a derivative on a standalone basis.

Derivatives may be embedded in another contractual arrangement (a host contract). The Group accounts for an embedded derivative separately from the host contract when:

- the host contract is not an asset in the scope of HKFRS 9;
- the host contract is not itself carried at FVTPL;
- the terms of the embedded derivative would meet the definition of a derivative if they were contained in a separate contract; and
- the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host contract.

Separated embedded derivatives are measured at fair value, with all changes in fair value recognised in profit or loss unless they form part of a qualifying cash flow or net investment hedging relationship.

#### (m) Loans and Advances

Loans and advances mainly comprise placements with and advances to banks, trade bills and loans and advances to customers:

- loans and advances measured at amortised cost (Note 2(h)(ii)); they are initially measured at fair value plus incremental direct transaction costs, and subsequently at their amortised cost using the effective interest method;
- loans and advances mandatorily measured at FVTPL or designated as at FVTPL (Note 2(h)(ii)); these are measured at fair value with changes recognised immediately in the income statement;
- loans and advances measured at FVOCI (Note 2(h)(ii)); and
- finance lease receivables (Note 2(s)).

When the Group purchases a financial asset and simultaneously enters into an agreement to resell the asset (or a substantially similar asset) at a fixed price on a future date (reverse repo or stock borrowing), the arrangement is accounted for as a loan, and the underlying asset is not recognised in the Group's financial statements.

#### (l) 衍生工具

衍生工具初始確認及其後按公平價值重新計量。當衍生工具的公平價值為正數時，衍生工具分類為資產；當公平價值為負數時，衍生工具則分類為負債，這包括在獨立基礎上符合衍生工具定義但從主合同分拆的嵌入式衍生工具。

衍生工具可能嵌入另一合同(主合同)。在下列情況下，本集團會分開計算主合同及嵌入的衍生工具：

- 該主合同並非在《香港財務報告準則》第9號所覆蓋的資產；
- 該主合同不是按通過損益以反映公平價值計量；
- 嵌入衍生工具的條款如果包含在單獨的合同中，符合衍生工具的定義；及
- 該嵌入衍生工具的經濟特性及風險與主合同並非緊密關連的。

分離的嵌入式衍生工具按公平價值計量，公平價值的所有變動均在收益內確認，除非他們構成合資格現金流量或淨投資對沖關係的一部分。

#### (m) 貸款及墊款

貸款和墊款主要包括在銀行的存款及墊款、貿易票據及客戶貸款及墊款：

- 按攤銷成本計量的貸款和墊款(附註2(h)(ii))：初始以公平價值加上直接相關的交易所成本計量，其後以有效利率法按攤銷成本計量；
- 強制按通過損益以反映公平價值計量或指定為通過損益以反映公平價值計量的貸款及墊款(附註2(h)(ii))：以公平價值計量，其變動立即在收益表內確認；
- 按通過其他全面收益以反映公平價值計量的貸款及墊款(附註2(h)(ii))；及
- 融資租賃應收款項(附註2(s))。

當本集團購買金融資產並同時訂立協議以未來日期的固定價格(反向回購或股票借入)轉售資產(或實質上相似的資產)時，該安排將作為貸款入賬，相關資產不會在本集團財務報表中確認。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (n) Investment Securities

The “investment securities” caption in the statement of financial position includes:

- debt investment securities measured at amortised cost (Note 2(h)(ii)); these are initially measured at fair value plus incremental direct transaction costs, and subsequently at their amortised cost using the effective interest method;
- debt and equity investment securities mandatorily measured at FVTPL or designated as at FVTPL (Note 2(h)(ii)); these are measured at fair value with changes recognised immediately in the income statement;
- debt securities measured at FVOCI (Note 2(h)(ii)); and
- equity investment securities designated at FVOCI (Note 2(h)(ii)).

For debt securities measured at FVOCI, gains and losses are recognised in other comprehensive income, except for the following, which are recognised in the income statement in the same manner as for financial assets measured at amortised cost:

- interest revenue using the effective interest method;
- ECL and reversals; and
- foreign exchange gains and losses.

When a debt security measured at FVOCI is derecognised, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to the income statement.

The Group elects to present changes in the fair value of certain investments in equity instruments that are not held for trading in other comprehensive income. The election is made on an instrument-by-instrument basis on initial recognition and is irrevocable.

Gains and losses on such equity instruments are never reclassified to the income statement and no impairment is recognised in the income statement. Dividends are recognised in the income statement unless they clearly represent a recovery of part of the cost of the investment, in which case they are recognised in other comprehensive income. Cumulative gains and losses recognised in other comprehensive income are transferred to retained earnings on disposal of an investment.

## (n) 投資證券

財務狀況表中的「投資證券」包括：

- 按攤銷成本計量的債務投資證券(附註2(h)(ii))：這些初始按公平價值加上直接相關交易成本計量，其後以有效利率法按攤銷成本計量；
- 債務和股權投資證券強制按通過損益以反映公平價值計量或指定為通過損益以反映公平價值計量(附註2(h)(ii))，其公平價值變動立即在收益表中確認；
- 按通過其他全面收益以反映公平價值計量的債務證券(附註2(h)(ii))；及
- 指定為通過其他全面收益以反映公平價值的股權投資證券(附註2(h)(ii))。

就按通過其他全面收益以反映公平價值計量的債務證券而言，收益及虧損於其他全面收益確認，惟以下各項會於收益表內確認，與按攤銷成本計量的金融資產相同：

- 以有效利率法計算的利息收入；
- 預期信用損失和轉回；及
- 外匯收益和損失。

當按通過其他全面收益以反映公平價值計量的債務證券被終止確認時，以前在其他全面收益中確認的累計收益或虧損將從權益重新分類至收益表內。

本集團選擇在其他全面收益中列示非持有作交易用途的股份工具投資之公平價值變動。該選擇是按個別工具於初始確認時進行，並不可撤銷的。

此類股份工具的收益和損失不會重新分類至收益表，亦不會在收益表中確認減值。股息在收益表內確認，但若該等股息明確顯示為收回部分投資成本者，會在其他全面收益中確認。其他全面收益中確認的累計收益和損失會於出售投資時轉入留存溢利。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (o) Properties

- (i) Bank premises are stated in the statement of financial position at cost or at Directors' valuation as of 1989, by reference to an independent professional valuation, less accumulated depreciation and accumulated impairment loss (Note 2(r)).

In 1989, any deficit arising from revaluation was charged to the income statement, to the extent that it exceeded the amount held in the bank premises revaluation reserve in respect of that same asset immediately prior to the revaluation. Any surplus arising from revaluation was credited to the income statement, to the extent that a deficit on revaluation in respect of that same asset had previously been charged to the income statement.

In preparing these financial statements, advantage of the transitional provisions set out in paragraph 80AA of HKAS 16 "Property, Plant and Equipment" issued by the HKICPA has been taken, with the effect that bank premises have not been revalued to fair value at the end of the reporting period.

- (ii) Investment properties are properties which are held either to earn rental income, for capital appreciation or for both. Investment properties are stated at fair value. Investment properties are valued semi-annually by external independent valuation companies, having an appropriate recognised professional qualification and recent experience in the location and category of property being valued. No allowance has been made in the valuations for any charges, mortgages or amounts owing on the properties nor any expenses or taxation which may be incurred in effecting a sale.

Any gain or loss arising from a change in fair value is recognised in the income statement. Rental income from investment property is accounted for as described in Note 2(g)(iii).

When a bank property is transferred to investment property following a change in its use, any differences arising at the date of transfer between the carrying amount of the bank property immediately prior to transfer and its fair value is recognised as a revaluation of bank premises as described in Note 2(o)(i).

If an investment property becomes owner-occupied, it is reclassified as bank premises and its fair value at the date of reclassification becomes its cost for subsequent accounting purposes.

A property interest under a lease is classified and accounted for as an investment property when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under a lease classified as an investment property is carried at fair value. Lease payments are accounted for as described in Note 2(s).

- (iii) Profit or loss on disposal of bank premises and investment properties is determined as the difference between the net sales proceeds and the carrying amount of the asset and is recognised in the income statement upon disposal. Any surplus that is included in the bank premises revaluation reserve related to the bank premises disposed is transferred to the general reserve.

## (o) 物業

- (i) 行址是按成本或於1989年董事參照獨立專業評估作出的估值，減除累計折舊及減值損失(附註2(r))後於財務狀況表中列賬。

於1989年，任何重估出現虧損時於收益表支銷的金額，只限於超過以往因重估相同行址而存入行址重估儲備的結餘。任何重估出現盈餘時存入收益表內的金額不可超過以往因重估相同行址曾於收益表支銷的重估虧損。

在編製此等財務報表時，由於可採用香港會計師公會頒布的《香港會計準則》第16號「物業、廠房及設備」第80AA段所載的過渡條款，故行址並未在報告期結束日重估至公平價值。

- (ii) 投資物業是持有用作賺取租金收益或資本增值或二者皆是的物業。投資物業按公平價值列賬。投資物業由外來獨立估值公司每半年作估值，該公司擁有適當認可專業資格及對估值物業的所在地和類別有近期經驗。估值並未計算任何抵押、按揭、欠款、及在出售時可能產生的任何費用或稅項。

因公平價值變動而產生的損益在收益表內入賬。投資物業租金收入按附註2(g)(iii)所載計算。

如附註2(o)(i)所載，當一項物業因其用途改變而須轉作投資物業時，該物業於轉賬日前的賬面值與公平價值之差額視作行址重估。

如一投資物業轉為自用，該物業須重新分類為行址。於重新分類日的公平價值視作日後作會計用途的成本值。

本集團以租賃方式持有用作租金收入或資本增值或二者皆是的物業權益分類為投資物業。此等以租賃方式持有的物業權益按公平價值列賬。租金支出按附註2(s)所載入賬。

- (iii) 出售行址及投資物業的損益是以出售所得款項淨額與資產賬面值的差價計算，並在出售時於收益表內入賬。任何有關之重估行址盈餘於出售時從行址重估儲備撥入一般儲備內。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (p) Amortisation and Depreciation

## (i) Bank premises

Freehold land is not amortised. Leasehold land held for own use under an operating lease, the fair value of which cannot be measured separately from the fair value of a building situated thereon at the inception of the lease, is accounted for as being held under a finance lease. Leasehold land is amortised on a straight line basis over the remaining term of the lease. Buildings are depreciated on a straight line basis at rates calculated to write off the cost or valuation of each building over its estimated useful life of 50 years or the remaining lease period of the land on which it is situated, whichever is the shorter.

Investment properties are not depreciated.

## (ii) Other fixed assets

Other fixed assets are stated in the statement of financial position at cost less accumulated depreciation and impairment losses, which is calculated on a straight line basis to write off the assets over their estimated useful lives from 4 to 20 years.

## (q) Goodwill

Goodwill represents the excess of

- (i) the aggregate of the fair value of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the Group's previously held equity interest in the acquiree; over
- (ii) the Group's interest in the net fair value of the acquiree's identifiable assets and liabilities measured as at the acquisition date.

When (ii) is greater than (i), then this excess is recognised immediately in profit or loss as a gain on a bargain purchase.

Goodwill is stated at cost less any accumulated impairment losses. Goodwill arising on a business combination is allocated to each cash-generating unit, or groups of cash-generating units, that is expected to benefit from the synergies of the combination and is tested annually for impairment (Note 2(r)).

On disposal of a cash-generating unit, any attributable amount of purchased goodwill is included in the calculation of the profit and loss on disposal.

Expenditure on internally generated goodwill and brands is recognised as an expense in the period in which it is incurred.

## (p) 攤銷及折舊

## (i) 行址

永久業權之土地不予攤銷。用作經營租賃的租賃土地，而其公平價值是不能夠與租賃於初始時已存在之建築物的公平價值分開計量，則當作持有融資租賃入賬。租賃土地以直線法按租賃剩餘年期攤銷。建築物的成本或估值以直線法按其預計使用年限50年或其座落土地剩餘租賃期兩者中的較短期限計算折舊。

投資物業是不予折舊。

## (ii) 其他固定資產

其他固定資產是按成本減累計折舊及減值損失於財務狀況表中列賬。該等資產是以直線法按照由4年至20年的預計使用年期計算折舊。

## (q) 商譽

商譽指

- (i) 對價轉讓的公平價值、任何被購入者的非控股權益金額及以往本集團曾經持有該被購入者的股東權益公平價值的總和；超出
- (ii) 本集團在收購日計量應佔該被購入者之可辨識資產及負債的公平價值淨額。

當(ii)是大於(i)時，此超出金額立即在損益賬確認為一項議價收購的盈利。

商譽按成本減除累計減值損失列賬。因商業合併而產生的商譽被分配予每一現金生產單位，或一組合之現金生產單位，而預計該現金生產單位是可從商業合併中獲得協同效應，以及須每年接受減值測試(附註2(r))。

當出售單一現金生產單位時，計算出售溢利包括任何可歸屬購入商譽的金額。

由內部產生之商譽及品牌的開支按在發生期間內確認為支出。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(r) Impairment of Non-Financial Assets**

Internal and external sources of information are reviewed at each end of the reporting period to identify indications that any non-financial assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased.

If any such indication exists, the asset's recoverable amount is estimated. In addition, for goodwill, the recoverable amount is estimated annually whether or not there is any indication of impairment.

*Calculation of recoverable amount*

The recoverable amount of an asset is the greater of its fair value less costs to sell and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

*Recognition of impairment losses*

An impairment loss is recognised in the income statement whenever the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs to sell, if measurable, or value in use, if determinable.

*Reversals of impairment losses*

In respect of assets other than goodwill, an impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. An impairment loss in respect of goodwill is not reversed.

A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years.

Reversals of impairment losses are credited to the income statement in the year in which the reversals are recognised.

**(r) 非金融資產減值**

在報告期結束日，須檢討對內及對外資料來源以辨識任何非金融資產是否有減值徵兆或，除商譽外，以往已確認之減值損失是否仍然存在或可能已經減少。

如任何該等徵兆存在，須估計該資產的可收回金額。此外，商譽須每年估計可收回金額以確定是否有減值徵兆。

*可收回金額之計算*

可收回金額是公平價值減出售成本及使用值二者中之較高者。在評估使用值時，會採用一項當時市場評估的時間值及相對於該資產的風險的稅前折扣率將估計未來現金流量折實為現在價值。當某資產未能大部分地獨立於其他資產產生現金流量，其可收回金額取決於可獨立地產生現金流量的最小資產組合（即單一現金生產單位）。

*減值損失之確認*

當資產的賬面值或其所屬的現金生產單位超過可收回金額時，須於收益表內確認減值損失。有關確認現金生產單位減值損失時，首先減低分配予現金生產單位（或其單位群組）之賬面值，其後再按比例減低在該單位（或其單位群組）其他資產的賬面值，但該資產的賬面值不可低過其個別公平價值減出售成本（如可計量的話）或使用值（如可確定的話）。

*減值損失之轉回*

除商譽外的有關資產，如在用來釐定可收回金額的估計發生有利的變化，則減值損失會被轉回。商譽的減值損失不可轉回。

減值損失轉回只局限至該資產的賬面值，猶如該等減值損失從未在往年被確認。

減值損失轉回在該被確認的年度計入收益表內。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (s) Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset;
- the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to directing how and for what purpose the asset is used. In cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
  - the Group has the right to operate the asset; or
  - the Group designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or changed, on or after 1st January, 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 component on the basis of their relative stand-alone prices.

## (i) As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. Where applicable, the cost of right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently measured at cost less any accumulated depreciation and impairment losses (Note 2(r)), and adjusted for certain remeasurements of the lease liability. When a right-of-use asset meets the definition of investment property, it is initially measured at cost, and subsequently at fair value, in accordance with the accounting policy set out in Note 2(o)(ii).

## (s) 租賃

本集團於訂立合約時會評估有關合約是否屬於租賃或包含租賃。倘某項合約為換取代價而給予在某段時間內對可識別資產使用的控制權，則該合約屬於租賃或包含租賃。為評估合約會否給予對可識別資產使用的控制權，本集團會評估：

- 該合約是否涉及使用可識別資產；
- 本集團是否有權於整段使用期間從使用資產獲得絕大部分的經濟利益；及
- 本集團是否有權指示使用資產。當本集團擁有與指示如何及為何使用資產最為相關的決策權時，本集團便擁有此項權利。倘本集團需要預先決定如何及為何使用資產，本集團便可在出現以下其中一種情況時有權指示使用資產：
  - 本集團有權經營該資產；或
  - 本集團以預先決定將會如何及為何使用資產的方式設計資產。

此項政策適用於2019年1月1日或之後訂立或改變的合約。

本集團會在訂立或重新評估包含租賃部分的合約時，根據各租賃部分的相對單獨價格，將合約代價分配予各該等部分。

## (i) 作為承租人

本集團於租賃生效日期確認使用權資產及租賃負債。使用權資產初步按成本計量，其包括租賃負債的初始金額加上任何於生效日期或之前已付之租賃款項，及任何已付之初始直接成本。如適用，使用權資產的成本亦包括拆卸及移除相關資產或還原相關資產或其所在的估計成本之折讓現值，並減去任何已收之租賃激勵款項。

使用權資產其後按成本減任何累計折舊及減值損失計量(附註2(r))，並調整若干重新計量的租賃負債。倘使用權資產符合投資物業的定義，根據附註2(o)(ii)本集團之會計政策，該使用權初始按成本計量，其後按公平價值計量。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. Lease payments included in the measurement of the lease liability comprises the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the Group's assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The lease liability is also remeasured when there is a change in the scope of a lease or the consideration for a lease that is not originally provided for in the lease contract ("lease modification") and is not accounted for as a separate lease. In this case the lease liability is remeasured based on the revised lease payments and lease term using a revised discount rate at the effective date of the modification. The only exception is any rent concession which arose as a direct consequence of the COVID-19 pandemic and satisfied the conditions set out in paragraph 46B of HKFRS 16 Leases. In such case, the Group took advantage of the practical expedient set out in paragraph 46A of HKFRS 16 and recognised the change in consideration as if it were not a lease modification. The rent concessions are recognised as a credit to variable lease expenses in profit or loss.

租賃負債初始按照生效日期尚未支付的租賃款項之現值計量，並採用租約隱含的利率或(倘該利率無法輕易釐定)本集團的增量借款率。本集團一般以其增量借款利率用作貼現率。

租賃負債其後因租賃負債的利息成本而增加，並因所付租賃款項而減少。計量租賃負債時計入的租賃項包括以下項目：

- 固定款項，包括實質固定款項；
- 基於指數或利率而定且初步採用截至生效日期的指數或利率計量的可變租賃款項；
- 根據剩餘價值擔保預計應付的款項；及
- 本集團所合理肯定行使的購買選擇權行使價、可選續租年期的租賃款項(倘本集團合理肯定行使延長選擇權)以及提早終止租賃的罰款(除非本集團合理肯定不會提早終止租賃)。

租賃負債採用有效利率方法按攤銷成本計量。當未來租賃款項因指數或利率變動而有所改變，根據剩餘價值擔保預計應付的款項之估計出現變動、改變有關會否合理肯定行使購買或延長選擇權或是否合理肯定不會行使終止選擇權的評估時，租賃負債會重新計量。

當租賃負債重新計量時，相應調整會在使用權資產之賬面值上調整，或要是使用權資產的賬面值已減至零時，該金額則記入損益賬內。

當租賃範圍或代價變更時，且該變更不是原租賃合同的一部分(「租賃修改」)，租賃負債將重新計量，並且不構成單獨的租賃。在這情況下，租賃負債將根據修訂後的租賃款項及租期，在修改生效日使用修訂後的貼現率重新計量。唯一的例外是因2019冠狀病毒大流行而直接產生，並符合載於《香港財務報告準則》第16號「租賃」第46B段之條件的任何租金寬免。在此情況下，本集團採用《香港財務報告準則》第16號第46A段所載之務實權宜方法，並確認該代價變動並非租賃修改。有關之租金寬免在損益表中確認為可變租賃款項的貸方。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

In the situation that if a lease modification is required by interest rate benchmark reform, the Phase 2 amendments allow the Group to use a revised discount rate that reflects the change in interest rate when remeasuring a lease liability.

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

The Group presents right-of-use assets that do not meet the definition of investment property in "Fixed assets" (Note 33) and lease liabilities in "Other liabilities" (Note 37) in the statement of financial position.

*Short-term leases and leases of low-value assets*

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less ("short-term leases") and leases of underlying assets with an approximate value of HK\$0.04 million or less ("low-value assets"). The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term (Note 14).

(ii) As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, the Group applied HKFRS 15 to allocate the consideration in the contract.

The amounts due from lessees in respect of finance leases are recorded in the statement of financial position as advances to customers at the amounts of net investment which represent the total rentals receivable under finance leases less unearned income. Revenue arising from finance leases is recognised in accordance with the Group's revenue recognition policies, as set out in Notes 2(g)(ii) and 2(e).

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease period as part of "other operating income", as set out in Note 2(g)(iii).

因利率基準改革所要求的租賃修改，在重新計量租賃負債時，第二期修訂容許使用修訂後的貼現率以反映利率變動。

本集團運用判斷以釐定作為承租人若干包括續租權之租約的租期。本集團是否合理肯定行使該等選擇權的評估會影響租期，而租期則會對租賃負債及使用權資產的確認金額產生重大影響。

本集團呈列並不符合投資物業定義的使用權資產於「固定資產」(附註33)中及將租賃負債列於財務狀況表內的「其他負債」(附註37)。

*短期租賃及低價值資產租賃*

本集團已選擇不就若干12個月或以下之租賃(「短期租賃」)及相關資產價值約港幣4萬元或以下之租賃(「低價值資產租賃」)確認使用權資產及租賃負債。本集團將此等租賃相關的租賃款項按租期以直線法確認為支出(附註14)。

(ii) 作為出租人

當本集團作為出租人時，其會於租賃生效時釐定各項租賃屬融資租賃或經營租賃。

為劃分各項租賃，本集團會整體評估租賃會否轉移了相關資產擁有權所附帶的絕大部分風險及回報。如屬上述情況，該租賃便為融資租賃；反之則為經營租賃。作為評估的一部分，本集團會考慮若干指標，例如租賃是否佔資產經濟壽命的大部分。

倘某項安排包括租賃及非租賃部分，本集團便按照《香港財務報告準則》第15號分配合約代價。

有關融資租賃的應收承租人款項按淨投資金額(等於融資租賃項下應收租金總額減去未實現收入)以客戶墊款列載於財務狀況表。融資租賃所產生的收益已根據附註2(g)(ii)及2(e)所載的本集團收入確認政策獲確認。

本集團於租賃期內按直線基準確認經營租賃項下已收租賃款項為收入，以作為附註2(g)(iii)所載「其他經營收入」的一部分。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(t) Repossession of Assets**

In the recovery of impaired loans and advances, the Group may take possession of the collateral assets through court proceedings or voluntary delivery of possession by the borrowers. In accordance with the Group's accounting policy set out in Note 2(h)(vii), impairment allowances for impaired loans and advances are maintained after taking into account the net realisable value of the collateral assets, usually resulting in a partial write-off of the loans and advances against impairment allowances. Repossessed assets are reported as assets held for sale under other assets if it is highly probable that the future economic benefits will flow to the Group, their carrying amount will be recovered through a sale transaction rather than through continuing use and the assets are available for sale in their present condition. Related loans and advances are then written off.

Reposessed assets are recorded at the lower of the amount of the related loans and advances and fair value less costs to sell at the date of exchange. They are not depreciated or amortised.

Impairment losses subsequent to initial classification are recognised in the income statement.

**(u) Income Tax**

(i) Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in the income statement except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

(ii) Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

(iii) Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

Apart from certain limited exceptions, all deferred tax liabilities, and all deferred tax assets to the extent that it is probable that future taxable profits will be available against which the asset can be utilised, are recognised. Future taxable profits that may support the recognition of deferred tax assets arising from deductible temporary differences include those that will arise from the reversal of existing taxable temporary differences, provided those differences relate to the same taxation authority and the same taxable entity, and are expected to reverse either in the same period as the expected reversal of the deductible temporary difference or in periods into which a tax loss arising from the deferred tax asset can be carried back or forward. The same criteria are adopted when determining whether existing deductible temporary differences support the recognition of deferred tax assets arising from unused tax losses and credits, that is, those differences are taken into account if they relate to the same taxation authority and the same taxable entity, and are expected to reverse in a period, or periods, in which the tax loss or credit can be utilised.

**(t) 收回資產**

在收回減值貸款及墊款時，本集團會通過法庭程序或借款人自願交出擁有權收回抵押品資產。根據本集團附註2(h)(vii)所載的會計政策，計算減值貸款及墊款之減值準備已顧及抵押品資產之可變現淨值，通常引致須在減值準備內撇銷部分貸款及墊款。如大有可能本集團享有未來經濟收益，其賬面值須透過變賣而不是持續使用該資產，及該資產可在現況下出售，收回資產在其他資產的持有作出售資產項下列賬。有關貸款及墊款隨後撇銷。

收回資產按有關貸款及墊款的金額或於轉換日已減除出售成本後之公平價值，按兩者之較低者入賬。收回資產毋須計算折舊或攤銷。

緊隨初始確認後的減值損失於收益表確認。

**(u) 所得稅**

(i) 本年度所得稅包括本年及遞延稅項資產和負債的變動。除該稅款與其他全面收益或股東權益有關而須在其他全面收益或股東權益確認的金額外，本年稅項及遞延稅項資產和負債的變動計入收益表內。

(ii) 本年稅項為年度應課稅收入按報告期結束日已生效或基本上已生效的稅率計算的預計應付稅項，並已包括以往年度的應付稅項的任何調整。

(iii) 遞延稅項資產及負債是因納稅基礎計算的資產及負債與其賬面值之間的差異而分別產生的可扣稅及應課稅的暫時性差異。遞延稅項資產也包括未使用的稅損及稅項抵免。

除了若干有限的例外情況外，所有遞延稅項負債及未來可能有應課稅溢利予以抵銷的遞延稅項資產均予確認。未來有應課稅溢利可支持由可扣稅之暫時性差異引致遞延稅項資產之確認，包括現存之應課稅暫時性差異的轉回，但該等差異須屬於同一稅務機關及應課稅實體，以及預計在同期內該可扣稅之暫時性差異轉回或在若干期限內由該遞延稅項資產產生的稅損可以收回或留存。相同標準應用在判斷現時可扣稅暫時性差異能否支持由未使用的稅損或稅免產生的遞延稅項資產確認，即如果是屬於同一稅務機關及應課稅實體，以及預計在某期間內因該稅損或稅免可使用而轉回時，會計入該等差異。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

The limited exceptions to recognition of deferred tax assets and liabilities are those temporary differences arising from goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit (provided they are not part of a business combination), and temporary differences relating to investments in subsidiaries to the extent that, in the case of taxable differences, the Group controls the timing of the reversal and it is probable that the differences will not reverse in the foreseeable future, or in the case of deductible differences, unless it is probable that they will reverse in the future.

Where investment properties are carried at their fair value in accordance with the accounting policy set out in Note 2(o)(ii), the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying value at the reporting date unless the property is depreciable and is held within a business model whose objective is to consume substantially all of the economic benefits embodied in the property over time, rather than through sale. In all other cases, the amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the reporting date. Deferred tax assets and liabilities are not discounted.

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the related tax benefit to be utilised. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profit will be available.

Additional income taxes that arise from the distribution of dividends are recognised when the liability to pay the related dividends is recognised.

- (iv) Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities if the Bank or the Group has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Bank or the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or

在有限例外情況下，不確認遞延稅項資產及負債的暫時性差異包括不可扣稅的商譽、初始時已確認不影響會計及應課稅溢利的資產或負債（須不是商業合併的一部分）、及有關投資附屬公司的暫時性差異，就應課稅差異而言，當本集團可控制該差異轉回的時間而該差異在可見將來不會轉回；而就不可扣稅差異而言，除非該差異在可見將來可以轉回。

當投資物業根據附註2(o)(ii)所載按公平價值列賬，除非該物業是需折舊的及以一商業模式持有，而其目的是要透過時間使用而並非出售該物業以獲取隱含於該物業之重大經濟利益，確認遞延稅項的金額按該物業於結算日假設以賬面值出售的稅率計算。在其他情況下，確認遞延稅項的金額是根據預期變現或償還該資產及負債的賬面值的方式，按在報告日已生效或基本上已生效的稅率計算。遞延稅項資產及負債不作折讓。

於每報告期結束日，本行須重新檢視有關的遞延稅項資產的賬面金額，對預期不再有足夠的應課稅溢利以實現相關稅務利益予以扣減。可轉回之金額不可超過預期將來出現足夠可供扣減的應課稅溢利。

由派發股息引起的額外所得稅在有關股息的支付責任獲確立時確認。

- (iv) 本年稅項與遞延稅項結餘及其變動之金額會分別列示而不會相互抵銷。本行或本集團只有在有合法權利對本年稅項資產及負債抵銷及符合以下附帶條件的情況下，才對本年及遞延稅項資產及負債作出抵銷：

- 就本年稅項資產及負債而言，本行或本集團計劃支付淨額或同時間收回資產及償還負債；或

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
  - the same taxable entity; or
  - different taxable entities, which in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

**(v) Insurance Reserves and Provisions for Outstanding Claims**

Insurance reserves, except those attributable to long term business, represent the proportion of retained premiums written in the year relating to the period of risk from 1st January in the following year to the subsequent date of expiry of policies which is carried forward as a provision for unearned premiums and calculated on a daily basis.

The insurance reserve for long term business is ascertained by actuarial valuation based on the Group's estimates of future deaths, investment returns and administration expenses at each valuation date.

Full provision is made for the estimated cost of claims notified but not settled at the end of the reporting period and for the estimated cost of claims incurred but not reported by that date, after deducting the amounts due from reinsurers. Provision has also been made for the estimated cost of servicing claims notified but not settled at the end of the reporting period and to meet expenses on claims incurred but not reported at the end of the reporting period.

These reserves and provisions are classified as other accounts and provisions.

**(w) Provisions and Contingent Liabilities**

Provisions are recognised for liabilities of uncertain timing or amount when the Group or the Bank has a legal or constructive obligation arising as a result of a past event, and it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditures expected to settle the obligation.

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

- 有關的遞延稅項資產及負債屬同一稅務機關對以下機構徵收所得稅而產生：

- 同一個應課稅實體；或
- 不同的應課稅實體，並預計在未來期間會償還或收回重大遞延稅項負債或資產，該實體計劃以淨額形式變現本年稅項資產及償還本年稅項負債，或同時變現及償還。

**(v) 保險基金及未付索償準備**

不包括長期業務部分，保險基金指年度內收取但已作保留的保金部分，而有關的風險是屬於下年度1月1日至保單到期日為止，該保留保金視作未賺取保費準備並按每日計算。

長期業務的保險基金是根據本集團之估計未來死亡率、投資回報及於每一估值日之行政費用並按精算估值。

本集團已就在報告期結束日已通知但未償付以及已發生但未匯報的索償，經扣除了分保人欠款，作出了充足的準備。此外，已就在報告期結束日已通知但未償付的索償及已發生但未匯報索償而引致的估計費用作出了充足的準備。

此等基金及準備分類為其他賬項及準備。

**(w) 準備及或然負債**

當負債的限期或金額不確定，但有可能因過去事項構成法律或推定義務而須付出經濟利益以償責任，並能對此作可靠估計，此負債便確認為準備。當金額的時間值屬重大的，準備金額須按估計清償負債支出的現值列賬。

倘可能不需要付出經濟利益，或不能對金額作可靠估計，除非付出的機會是極微，則此項責任會視作或然負債披露。如潛在義務的存在須視乎會否發生一項或多項未來事件才獲確定，除非付出經濟利益的機會是極微，此潛在義務亦視作或然負債披露。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (x) Financial Guarantees and Loan Commitments

“Financial guarantees” are contracts that require the Group to make specified payments to reimburse the holder for a loss that it incurs because a specified debtor fails to make payment when it is due in accordance with the terms of a debt instrument. “Loan commitments” are firm commitments to provide credit under pre-specified terms and conditions.

Financial guarantees issued or commitments to provide a loan at a below-market interest rate are initially measured at fair value and the initial fair value is amortised over the life of the guarantee or the commitment. Subsequently, they are measured at the higher of this amortised amount and the amount of loss allowance (Note 2(h)(vii)).

For other loan commitments, the Group recognises impairment loss allowances (Note 2(h)(vii)).

Liabilities arising from financial guarantees and loan commitments are included within other liabilities.

## (y) Employee Benefits

## (i) Salaries, bonuses and leave benefits

Employee entitlements to salaries, annual bonuses, paid annual leave, leave passage and the cost to the Group of non-monetary benefits are recognised when they accrue to employees. An accrual is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the reporting period.

Employee entitlements to sick leave and maternity leave are recognised when the absences occur.

## (ii) Performance-related bonus plan

Liabilities for performance-related bonus plan, which are due wholly within twelve months after the end of the reporting period, are recognised when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

## (iii) Retirement benefits

Retirement benefits are provided to eligible staff of the Group. Hong Kong employees enjoy retirement benefits under either the Mandatory Provident Fund Exempted ORSO Scheme (“MPFEOS”) or the Mandatory Provident Fund Scheme (“MPFS”). Both are defined contribution schemes. The employer’s monthly contributions to both schemes are at a maximum of 10% of each employee’s monthly salary.

The pension schemes covering all the Group’s PRC and overseas employees are defined contribution schemes at various funding rates, and are in accordance with local practices and regulations.

## (x) 財務擔保和貸款承諾

「財務擔保」是指要求本集團支付特定款項以償還持有人因其特定債務人在債務工具條款到期時未能支付而產生的損失的合同。「貸款承諾」是在預定的條款和條件下提供信貸的承諾。

已發行的財務擔保或以低於市場利率的貸款承諾初始按公平價值計量，初始公平價值在擔保或承諾期內攤銷。往後，該擔保及承諾按該攤銷金額及損失準備(附註2(h)(vii))，二者之較高者，計量。

對於其他貸款承諾，本集團確認減值損失準備(附註2(h)(vii))。

財務擔保和貸款承諾產生的負債包含在其他負債中。

## (y) 僱員福利

## (i) 薪酬、花紅及假期福利

僱員應享有的薪酬、年終花紅、有薪年假、旅行假期及其他同種類之非金錢性質福利於確立時確認。至報告期結束日已撥備因僱員提供服務所享有之年假的估計負債。

僱員應享有的病假及分娩假於發生時確認。

## (ii) 表現獎勵花紅計劃

因僱員提供服務而本集團有現存法律或推定義務於報告期結束日後12個月內須全數支付表現獎勵花紅計劃的負債，對此並能作可靠估計，便須予以確認為負債。

## (iii) 退休福利

本集團為其合資格的員工提供退休福利。香港員工可獲得強積金豁免的職業退休計劃或強制性公積金計劃的保障。此兩個計劃同時是定額供款計劃。僱主對兩項計劃的每月供款，上限是每位僱員月薪的10%。

本集團為所有國內及海外員工而設的退休計劃是定額供款計劃，供款率按當地慣例及規定而制定。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

The cost of all these schemes is charged to the income statement for the period concerned and the assets of all these schemes are held separately from those of the Group. Under the MPFEOS, the employer's contribution is not reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. Under the MPFS, the employer's contribution is reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions.

## (iv) Share based payments

The Bank adopted equity-settled share based payment arrangement under Staff Share Option Schemes to grant the options to eligible employees of the Group.

The fair value of share options granted to employees is recognised as an expense in the income statement with a corresponding increase in a capital reserve within equity. The fair value is measured at the grant date using the trinomial model, taking into account the terms and conditions upon which the options were granted. Where the employees have to meet vesting conditions before becoming unconditionally entitled to those share options, the total estimated fair value of the share options is spread over the vesting period, taking into account the probability that the options will vest.

During the vesting period, the number of share options that is expected to vest is reviewed. Any resulting adjustment to the cumulative fair value recognised in prior years is charged or credited to the income statement for the year of the review unless the original expenses qualify for recognition as an asset, with a corresponding adjustment to the capital reserve. On vesting date, the amount recognised as an expense is adjusted to reflect the actual number of share options that vest (with a corresponding adjustment to capital reserve) except where forfeiture is only due to not achieving vesting conditions that relate to the market price of the Bank's shares.

The equity amount is recognised in capital reserve until either the option is exercised and new shares allotted (when it is transferred to share capital) or the option expires (when it is released directly to retained profits). For Grantees who do not meet the applicable vesting conditions, the unvested options are forfeited, either in whole or in part. Forfeited share options are cancelled. When the options are exercised, equity is increased by the amount of the proceeds received.

上述所有計劃的成本在相關期間的收益表內支銷，而所有此類計劃的資產均與本集團的資產分開處理。在強積金豁免的退休保障計劃中，僱主的供款不會因某些僱員於未完全享有僱主的供款前離開計劃被沒收的供款而減少。而強制性公積金計劃方面，僱主的供款則會因某些僱員於未完全享有僱主的供款前離開計劃被沒收的供款而減少。

## (iv) 以股份為基礎作支付

據僱員認股計劃，本行採納按股權結算之股份報酬安排向本集團合資格僱員授予購股權。

授予僱員之認股權的公平價值於收益表內確認為支出，而在股東權益賬內的資本儲備作相應的增加。公平價值乃採用三項式期權定價模式，按認股權授予日計算，並顧及授予認股權的條款。當僱員須符合歸屬期條件才可無條件享有該等認股權，估計公平價值總額在歸屬期內攤分入賬，並已考慮認股權歸屬的或然率。

估計可歸屬認股權的數目須在歸屬期內作出檢討。除非原本支出符合資產確認之要求，任何已在往年確認的累積公平價值之所需調整須在檢討期內的收益表支銷或回撥，並在資本儲備作相應調整。在歸屬日，除非因未能符合歸屬條件引致權利喪失純粹與本行股份的市價有關，確認為支出之金額按歸屬認股權的實際數目作調整（並在資本儲備作相應調整）。

屬股東權益金額確認為資本儲備內，直至當認股權被行使及分配新股時（轉入股本），或當認股權之有效期屆滿時（轉入留存溢利）。對於未能符合適用的歸屬條件的承授人，其未歸屬的認股權會全部或部分被撤銷。被撤銷的認股權會被註銷。當認股權被行使時，所得款項計入股東權益。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (z) Related Parties

For the purposes of these financial statements, a party is considered to be related to the Group if:

- (i) A person, or a close member of that person's family, is related to the Group if that person:
  - (a) has control or joint control over the Group;
  - (b) has significant influence over the Group; or
  - (c) is a member of the key management personnel of the Group or the Group's parent.
- (ii) An entity is related to the Group if any of the following conditions applies:
  - (a) The entity and the Group are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - (b) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - (c) Both entities are joint ventures of the same third party.
  - (d) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (e) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group.
  - (f) The entity is controlled or jointly controlled by a person identified in (i).
  - (g) A person identified in (i)(a) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - (h) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the Group's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

## (z) 關聯人士

在編製本財務報表時，與本集團關聯人士是指：

- (i) 個人或該個人之近親家庭成員，如該個人在以下情況下視為與本集團有關聯：
  - (a) 可控制或共同控制本集團；
  - (b) 對本集團有重大影響力；或
  - (c) 是本集團或本集團之母公司的主要管理人員之成員。
- (ii) 在以下任何情況下，一實體會視為與本集團有關聯：
  - (a) 該實體及本集團皆是同一集團成員（即每一間母公司、附屬公司及同系附屬公司與其他有關聯）。
  - (b) 一實體是另一實體的聯營公司或合營公司（或該聯營公司或合營公司與該另一實體均屬同一集團）。
  - (c) 兩個實體是同一第三者的合營公司。
  - (d) 一實體是一第三者的合營公司而另一實體則是該第三者的聯營公司。
  - (e) 該實體是提供福利予本集團或與本集團有關聯之實體的僱員離職後之福利計劃。
  - (f) 該實體受在(i)項中所辨識的個人所控制或共同控制。
  - (g) 在(i)(a)項中所辨識的個人而該個人對該實體有重大影響力，或該個人是該實體（或是該實體的母公司）的主要管理人員之成員。
  - (h) 該實體或是其集團中一部分之任何成員，而提供主要管理人員服務予本集團或本集團之母公司。

個人的近親家庭成員指可影響，或受該個人影響，他們與該實體交易的家庭成員。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(aa) Segment Reporting**

Operating segments, and the amounts of each segment item reported in the financial statements, are identified from the financial information provided regularly to the Group's most senior executive management for the purposes of allocating resources to, and assessing the performance of, the Group's various lines of business and geographical locations.

Individually material operating segments are not aggregated for financial reporting purposes unless the segments have similar economic characteristics and are similar in respect of the nature of products and services, the nature of production processes, the type or class of customers, the methods used to distribute the products or provide the services, and the nature of the regulatory environment. Operating segments which are not individually material may be aggregated if they share a majority of these criteria.

**(ab) Cash and Cash Equivalents**

For the purposes of the cash flow statement, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition including cash and balances with banks, treasury bills, other eligible bills and certificates of deposit that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

**(ac) Deposits, Debt Securities Issued and Capital Instruments**

Deposits, debt securities issued and capital instruments are the Group's sources of funding.

The Group classifies capital instruments as financial liabilities or equity instruments in accordance with the substance of the contractual terms of the instruments.

The substance of a financial instrument, rather than its legal form, governs its classification. A financial instrument is classified as a liability where there is a contractual obligation to deliver either cash or another financial asset to the holder of that instrument, regardless of the manner in which the contractual obligation will be settled.

Subsequent to initial recognition deposits, debt securities issued and capital instruments classified as financial liabilities are measured at their amortised cost using the effective interest method, except where the Group designates liabilities at FVTPL.

For those capital instruments classified as equity instruments, they are not redeemable by holders and bear an entitlement to coupons at the Bank's sole discretion. Accordingly, they are presented within equity. Distribution thereon are recognised in equity.

**(aa) 分部報告**

經營分部，及在財務報表列報的每一分部項目金額，是從財務資料中辨識出來的，並定期地提供予本集團的最高行政管理層作為資源分配，以及評核本集團各項業務和區域所在地表現。

除非分部有相同經濟特性及在產品和服務之性質、生產程序之性質、客戶類別和等級、用作銷售產品和提供服務之方法、及監管環境之性質是相同的，個別重大的營運分部不會在財務報表內合計。如它們擁有以上大部份的標準，並非個別重大的營運分部可能會被合計。

**(ab) 現金及等同現金項目**

就編製現金流量表而言，現金及等同現金項目包括由購入日起少於3個月到期日的結餘，包括現金及在銀行結餘、國庫債券，及其他受較低風險影響價值及隨時可轉換成預知金額的認可票據及存款證。

**(ac) 存款、已發行債務證券及資本工具**

存款、已發行債務證券及資本工具是本集團籌募資金的來源。

本集團按工具合約條款的實質分類資本工具為金融負債或股本工具。

金融工具的實質而非其法律形式決定其分類。如有法定義務將現金或另一金融資產交付予該金融工具的持有人，則該金融工具被分類為負債，該法定義務的結算方式不影響其分類。

緊隨初始確認後，本集團為存款、已發行債務證券及分類為股本工具的資本工具，惟通過損益的負債除外，已按有效利率方式計算攤銷成本。

就分類為股本工具的資本工具，該等工具是不可贖回及視乎本行決定是否可享有利息。因此，該等工具在股東權益內列賬。相關分派於股東權益內確認。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (ad) Assets Held for Sale

Non-current assets and disposal groups (including both the assets and liabilities of the disposal groups) are classified as held for sale and measured at the lower of their carrying amount and fair value less cost to sell when: (a) their carrying amounts will be recovered principally through sale; (b) they are available for sale in their present condition; and (c) their sale is highly probable.

Immediately before the initial classification as held for sale, the carrying amounts of the asset (or assets and liabilities in the disposal group) are measured in accordance with applicable HKFRSs. On subsequent remeasurement of a disposal group, the carrying amounts of the assets and liabilities that are not within the scope of the measurement requirements of HKFRS 5 "Non-current Assets Held for Sale and Discontinued Operations" are measured in accordance with applicable HKFRSs before the fair value less costs to sell of the disposal group is determined.

Income earned and expenses incurred on assets and liabilities of disposal groups held for sale continue to be recognised in the appropriate line items in the income statement until the transaction is complete.

## (ae) Interim Financial Reporting and Impairment

Under the Listing Rules, the Group is required to prepare an interim financial report in compliance with HKAS 34, "Interim Financial Reporting", in respect of the first six months of the year. At the end of the interim period, the Group applies the same impairment testing, recognition, and reversal criteria as it would at the end of the year (Note 2(h)(vii) and Note 2(r)).

Impairment losses recognised in an interim period in respect of goodwill are not reversed in a subsequent period. This is the case even if no loss, or a smaller loss, would have been recognised had the impairment been assessed only at the end of the financial year to which the interim period relates.

## (ad) 持有作出售資產

當 (a) 其賬面值將主要需通過出售才可收回；(b) 它們可以在現況下可供出售；(c) 出售之機會率是非常高的，非流動資產及出售組別（包括出售組別的資產和負債）按其賬面值及公平價值減出售成本，兩者之較低者，分類為持有作出售資產。

在被初始分類為持有作出售之前，資產的賬面值（或出售組別的資產和負債）按適用的《香港財務報告準則》計算。而往後在重新計算出售組別時，在未決定出售組別的公平價值減成本前，非在《香港財務報告準則》第5號「持有作出售資產的非流動資產及結束營運」所覆蓋的計算要求的資產和負債之賬面值，按適用的《香港財務報告準則》計算。

出售組別的資產和負債之已賺取收入和已發生支出仍繼續在收益表內之有關項目中確認，直至交易完成。

## (ae) 中期財務報告及減值

根據聯交所《上市規則》，本集團須按《香港會計準則》第34號「中期財務報告」編制有關年度首6個月的中期財務報告。於中期期末，本集團採用等同年末的減值測試、確認、及轉回標準（附註2(h)(vii)至附註2(r)）。

已確認於中期期間的商譽減值損失，均不能在較後期間轉回。就算假如該減值只在與該中期期間有關之年底作評估而該減值損失是不會發生、或損失之金額會較小，在此情況下亦不可轉回。

## 3. CHANGES IN ACCOUNTING POLICIES 會計政策之變動

The HKICPA has issued a number of amendments to HKFRSs that are first effective for the current accounting period of the Group.

None of these developments have had a material effect on the Group's results and financial position for the current or prior periods have been prepared or presented. The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

香港會計師公會已頒布數項《香港財務報告準則》的修訂，並於本年度本集團的會計期首次生效。

以上修訂對已編製或已呈報本集團本年度或往期之業績及財務狀況並無重大影響。本集團並未採納任何於本年會計期尚未生效的新準則或詮釋。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

財務報表附註(續)

## 4. BANK-LEVEL STATEMENT OF FINANCIAL POSITION 銀行層面之財務狀況表

	Note 附註	2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
<b>ASSETS</b>	<b>資產</b>		
Cash and balances with banks	現金及在銀行的結存	25,498	25,555
Placements with and advances to banks	在銀行的存款及墊款	48,296	63,177
Trade bills	貿易票據	41	439
Trading assets	交易用途資產	355	851
Derivative assets	衍生工具資產	9,733	1,635
Loans and advances to customers	客戶貸款及墊款	397,533	395,919
Investment securities	投資證券	125,620	124,628
Amounts due from subsidiaries	附屬公司欠款	14,145	12,077
Investments in subsidiaries	附屬公司投資	19,469	19,497
Investments in associates and joint ventures	聯營公司及合資企業投資	4,466	4,344
Fixed assets	固定資產	9,493	9,902
– Investment properties	– 投資物業	4,774	5,034
– Other properties and equipment	– 其他物業及設備	4,293	4,264
– Right-of-use assets	– 使用權資產	426	604
Goodwill and intangible assets	商譽及無形資產	1,460	1,460
Deferred tax assets	遞延稅項資產	197	152
Other assets	其他資產	9,529	10,273
– Assets held for sale	– 持有作出售資產	15	701
– Others	– 其他	9,514	9,572
<b>Total Assets</b>	<b>資產總額</b>	<b>665,835</b>	<b>669,909</b>
<b>EQUITY AND LIABILITIES</b>	<b>股東權益及負債</b>		
Deposits and balances of banks	銀行的存款及結餘	24,031	29,819
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	4,545	3,639
– At amortised cost	– 攤銷成本	19,486	26,180
Deposits from customers	客戶存款	483,553	463,329
Trading liabilities	交易用途負債	5	5
Derivative liabilities	衍生工具負債	2,816	3,411
Certificates of deposit issued	已發行存款證	27,018	52,381
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	19,001	32,618
– At amortised cost	– 攤銷成本	8,017	19,763
Amounts due to subsidiaries	欠附屬公司款項	1,777	2,012
Current taxation	本年稅項	1,255	934
Debt securities issued	已發行債務證券	2,892	2,789
– Designated at fair value through profit or loss	– 指定為通過損益以反映公平價值	811	620
– At amortised cost	– 攤銷成本	2,081	2,169
Deferred tax liabilities	遞延稅項負債	185	526
Other liabilities	其他負債	18,299	8,776
Loan capital – at amortised cost	借貸資本 – 攤銷成本	10,232	4,655
<b>Total Liabilities</b>	<b>負債總額</b>	<b>572,063</b>	<b>568,637</b>
Share capital	股本	41,856	41,645
Reserves	儲備	41,826	45,659
<b>Total equity attributable to owners of the Bank</b>	<b>歸屬於本行股東權益總額</b>	<b>83,682</b>	<b>87,304</b>
Additional equity instruments	額外股本工具	10,090	13,968
		93,772	101,272
<b>Total Equity and Liabilities</b>	<b>股東權益及負債總額</b>	<b>665,835</b>	<b>669,909</b>

Approved and authorised for issue by the Board on 16th February, 2023.

Executive Chairman  
Co-Chief Executives

Director

David LI Kwok-po  
Adrian David LI Man-kiu  
Brian David LI Man-bun  
Meocre LI Kwok-wing

董事會於2023年2月16日核准及授權發布。

執行主席  
聯席行政總裁

董事

李國寶  
李民橋  
李民斌  
李國榮

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 5. INTEREST INCOME 利息收入

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Loans, placements with banks, and trade bills	貸款、在銀行的存款、及貿易票據	20,624	15,595
Investment securities	投資證券		
– measured at amortised cost or FVOCI	– 按攤銷成本或通過其他全面收益以反映公平價值	4,076	2,305
– mandatory at FVTPL	– 強制按通過損益以反映公平價值	120	110
Trading assets	交易用途資產	28	45
		24,848	18,055

For the transactions where interest rate risk is hedged, the periodic payments and receipts arising from interest rate contracts which are qualifying hedging instruments for, or individually managed in conjunction with, interest bearing financial assets are first netted together and then combined with the interest income from the corresponding financial assets.

The above included interest income of HK\$24,871 million (2021: HK\$19,123 million), before hedging effect, for financial assets that are not recognised at fair value through profit or loss.

就已對沖利率風險的交易，賺取利息金融資產的合格對沖工具或可個別地與賺取利息金融資產共同管理的利率合約所產生的定期支出及收入首先抵銷，淨額與其相關金融資產產生的利息收入合併。

在不包括對沖影響前，來自非按公平價值確認損益的金融資產之利息收入為港幣248.71億元(2021年：港幣191.23億元)。

## 6. INTEREST EXPENSE 利息支出

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Customer deposits and deposits of banks	客戶存款及銀行的存款		
– at amortised cost	– 按攤銷成本	9,713	5,655
– designated at FVTPL	– 指定為通過損益以反映公平價值	84	9
Certificates of deposit and debt securities issued	已發行存款證及債務證券		
– at amortised cost	– 按攤銷成本	511	617
– designated at FVTPL	– 指定為通過損益以反映公平價值	485	181
Subordinated notes carried at amortised cost	按攤銷成本列賬的後償票據	460	377
Lease liabilities	租賃負債	28	29
Other borrowings	其他借款	59	2
		11,340	6,870

For the transactions where interest rate risk is hedged, the periodic payments and receipts arising from interest rate contracts which are qualifying hedging instruments for, or individually managed in conjunction with, interest bearing financial liabilities are first netted together and then combined with the interest expense from the corresponding financial liabilities.

The above included interest expense of HK\$10,782 million (2021: HK\$6,719 million), before hedging effect, for financial liabilities that are not recognised at fair value through profit or loss.

就已對沖利率風險的交易，帶息金融負債的合格對沖工具或可個別地與帶息金融負債共同管理的利率合約所產生的定期支出及收入首先抵銷，淨額與其相關金融負債產生的利息支出合併。

在不包括對沖影響前，來自非按公平價值確認損益的金融負債之利息支出為港幣107.82億元(2021年：港幣67.19億元)。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 7. FEE AND COMMISSION INCOME 服務費及佣金收入

Fee and commission income is disaggregated by services:

服務費及佣金收入按服務分類如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Loans, overdrafts and guarantees	貸款、透支及擔保	846	947
Credit cards	信用卡	692	801
Sale of third party insurance policies	銷售第三者發行的保單	484	296
Trust and other fiduciary activities	信託及其他代理業務	224	305
Securities brokerage	證券經紀	203	403
Other retail banking services	其他零售銀行服務	197	176
Investment products	投資產品	195	409
Trade finance	貿易融資	92	90
Others	其他	439	489
Total fee and commission income	服務費及佣金收入總額	3,372	3,916
Net fee income on financial assets and financial liabilities that are not measured at FVTPL (other than those included in determining the effective interest rate)	由非通過損益以反映公平價值列賬之金融資產或負債所產生之淨服務費收入(不包括用作計算有效利率之金額)	2,762	3,082
Fee income	服務費收入	3,372	3,916
Fee expenses	服務費支出	(610)	(834)

## 8. NET TRADING PROFIT 交易溢利淨額

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Profit on dealing in foreign currencies and funding swaps	外幣買賣及外匯掉期溢利	501	436
Loss on trading securities	交易用途證券虧損	(124)	(52)
Net gain on derivatives	衍生工具淨盈利	549	475
Loss on other dealing activities	其他交易業務虧損	(1)	(2)
Dividend income from trading equity securities	交易用途股份證券的股息收入	18	22
		943	879



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 9. NET RESULT ON FINANCIAL INSTRUMENTS AT FVTPL

## 通過損益以反映公平價值金融工具的淨表現

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Net gain from financial instruments designated at FVTPL	指定為通過損益以反映公平價值金融工具的淨盈利	292	89
Net (loss)/gain from financial instruments mandatorily measured at FVTPL (other than those included in net trading profit)	強制按通過損益以反映公平價值計量金融工具的淨(虧損)/盈利(除已包括在交易溢利淨額內)	(360)	145
		(68)	234

## 10. NET RESULT ON FINANCIAL ASSETS MEASURED AT FVOCI

## 通過全面收益以反映公平價值金融資產的淨表現

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Net profit on sale of debt securities	出售債務證券之淨溢利	159	23
Dividend income from equity securities	股份證券股息收入	16	22
		175	45

## 11. NET HEDGING PROFIT 對沖溢利淨額

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Fair value hedges	公平價值對沖		
– Net loss on hedged items attributable to the hedged risk	– 可歸屬於被對沖項目之對沖風險產生的淨虧損	(8,541)	(2,941)
– Net gain on hedging instruments	– 用作對沖工具的淨盈利	8,742	3,085
		201	144

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

財務報表附註(續)

## 12. NET INSURANCE PROFIT 保險業務淨溢利

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(a) Net insurance profit	(a) 保險業務淨溢利		
Net interest income	淨利息收入	18	482
Net trading profit	交易溢利淨額	5	77
Net result on financial instruments at FVTPL	通過損益以反映公平價值金融工具的淨表現	(12)	150
Net (loss)/profit on sale of debt investment securities measured at FVOCI	出售通過其他全面收益以反映公平價值債務投資證券的淨(虧損)/溢利	(17)	72
Net insurance premium (b)	淨保費(b)	683	4,824
Other operating income	其他經營收入	—	3
		677	5,608
Net insurance claims and expenses (c)	保險索償及支出淨額(c)	(520)	(5,168)
		157	440
Operating expenses	經營支出	—	(3)
Recovery/(impairment losses) on financial instruments	金融工具減值回撥/(損失)	1	(26)
		158	411
(b) Net insurance premium	(b) 淨保費		
Gross insurance premium income	保費收入總額	722	4,894
Reinsurers' share of gross insurance premium income	保費收入總額之分保份額	(39)	(70)
		683	4,824
(c) Net insurance claims and expenses	(c) 保險索償及支出淨額		
Claims, benefits and surrenders paid	已付索償、利益及退保	585	3,902
Movement in provisions	準備金變動	(128)	1,193
		457	5,095
Reinsurers' share of claim, benefits and surrenders paid	已付索償、利益及退保之分保份額	(28)	(36)
Reinsurers' share of movement in provisions	準備金變動之分保份額	12	(9)
		(16)	(45)
		441	5,050
Net insurance commission expenses	保險佣金支出淨額	79	118
		520	5,168

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 13. OTHER OPERATING INCOME 其他經營收入

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Rental from safe deposit boxes	保險箱租金收入	120	122
Rental income on properties (Note 33(ii))	物業租金收入(附註33(ii))	133	143
Government subsidy – Employment Support Scheme	政府補貼—「保就業」計劃	8	–
Others	其他	29	65
		290	330

## 14. OPERATING EXPENSES 經營支出

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Contributions to defined contribution plan*	定額供款公積金供款*		
– Hong Kong	– 香港	170	170
– Outside Hong Kong	– 香港以外	223	229
Equity settled share-based payment expenses (Note 42(f))	以股份為基礎作支付的費用(附註42(f))	22	19
Salaries and other staff costs	薪金及其他員工成本	5,078	5,105
Total staff costs	員工成本總額	5,493	5,523
Premises and equipment expenses excluding depreciation	不包括折舊的物業及設備支出		
– Expenses relating to short-term leases	– 有關短期租賃支出	15	20
– Expenses relating to low value assets	– 有關低價值資產租賃支出	6	1
– Variable lease payments not included in the measurement of lease liabilities**	– 不包括計量租賃負債的可變租賃款項**	(2)	(4)
– Maintenance, repairs and others	– 保養、維修及其他	702	669
Total premises and equipment expenses excluding depreciation	不包括折舊的物業及設備支出總額	721	686
Depreciation on (Note 33)	折舊(附註33)		
– Bank premises, furniture, fixtures and equipment	– 行址、傢俬、裝修及設備	567	581
– Right-of-use assets	– 使用權資產	295	374
		862	955
Amortisation of intangible assets (Note 32(b))	無形資產攤銷(附註32(b))	13	14

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註 (續)

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Other operating expenses	其他經營支出		
– Internet platform charges	– 互聯網平台費用	460	482
– Legal and professional fees	– 法律及專業服務費	423	399
– Advertising expenses	– 廣告費	298	224
– Communications, stationery and printing	– 通訊、文具及印刷	294	274
– Insurance expenses	– 保險費	141	111
– Stamp duty, withholding taxes and value added taxes	– 印花稅、預提稅及增值稅	84	72
– Card related expenses	– 有關信用卡支出	74	119
– Business promotions and business travel	– 業務推廣及商務旅遊	69	66
– Audit fee	– 核數師酬金	20	21
– Others	– 其他	272	375
Total other operating expenses	其他經營支出總額	2,135	2,143
Total operating expenses***	經營支出總額***	9,224	9,321

\* Forfeited contributions totalling HK\$36 million (2021: HK\$35 million) were utilised to reduce the Group's contribution during the year. There were no forfeited contributions available for reducing future contributions at the year end (2021: Nil).

\*\* Included a credit of HK\$2 million (2021: HK\$5 million) of COVID-19-related rent concessions and a credit of HK\$1 million (2021: Nil) of rent concession during the year for the purpose of entering into a new lease.

\*\*\* Included direct operating expenses of HK\$7 million (2021: HK\$8 million) in respect of investment properties which generated rental income during the year.

\* 年度內沒收之供款共港幣3,600萬元(2021年:港幣3,500萬元)已被用作減少本集團的供款。於年末並無任何被沒收而可用作減低將來之供款(2021年:無)。

\*\* 包括年度內港幣200萬元(2021年:港幣500萬元)的2019冠狀病毒病相關租金寬免及港幣100萬元(2021年:無)的訂立新租賃的租金寬免。

\*\*\* 年度內包括由有租金收益的投資物業產生的直接經營支出,金額為港幣700萬元(2021年:港幣800萬元)。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 15. IMPAIRMENT LOSSES ON FINANCIAL INSTRUMENTS 金融工具減值損失

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Loans and advances to customers	客戶貸款及墊款	5,416	1,471
Debt securities	債務證券	345	67
Others	其他	162	141
		5,923	1,679

## 16. NET PROFIT ON SALE OF ASSETS HELD FOR SALE 出售持有作出售資產之淨溢利

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Net (loss)/profit on sale of properties	出售物業之淨(虧損)/溢利	(1)	140
Net profit on sale of disposal groups	出售出售組別之淨溢利	1,446	902
		1,445	1,042

## 17. NET PROFIT/(LOSS) ON DISPOSAL OF FIXED ASSETS 出售固定資產之淨溢利/(虧損)

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Net profit/(loss) on disposal of bank premises, furniture, fixtures and equipment	出售行址、傢俬、裝修及設備之淨溢利/(虧損)	18	(5)
Net (loss)/profit on termination of lease	終止租賃之淨(虧損)/溢利	(1)	1
		17	(4)

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

### 18. INCOME TAX 所得稅

(a) Taxation in the consolidated income statement represents:

(a) 綜合收益表內的稅項為：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Current tax – Hong Kong	本年稅項－香港		
Tax for the year	本年度稅項	485	514
Over-provision in respect of prior years	往年度過剩的回撥	(57)	(96)
		428	418
Current tax – outside Hong Kong	本年稅項－香港以外		
Tax for the year	本年度稅項	325	271
Over-provision in respect of prior years	往年度過剩的回撥	(16)	(18)
		309	253
Deferred tax	遞延稅項		
Origination and reversal of temporary differences (Note 36(b))	暫時性差異的源生及轉回 (附註36(b))	(174)	152
		563	823

The provision for Hong Kong profits tax is calculated at 16.5% (2021: 16.5%) of the estimated assessable profits for the year.

香港利得稅稅款是以年度預計應課稅溢利按稅率 16.5% (2021 年：16.5%) 計算。

Taxation for overseas branches and subsidiaries is charged at the appropriate current rates of taxation ruling in the relevant countries.

海外分行及附屬公司的稅款是按其經營所在地現行稅率而計算。

(b) Reconciliation between tax expense and accounting profit at applicable tax rates:

(b) 稅項支出與會計溢利按適用稅率計算稅項的對賬：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Profit before tax	除稅前溢利	4,941	6,136
Notional tax on profit before tax, calculated at the rates applicable to profits in the tax jurisdictions concerned	根據相關司法地區適用之利得稅稅率按除稅前溢利計算的名義稅款	730	1,137
Tax effect of non-deductible expenses	不可扣減支出的稅項影響	273	144
Tax effect of non-taxable revenue	毋須課稅收入的稅項影響	(385)	(320)
Tax effect of tax losses not recognised	未確認的稅損的稅項影響	8	3
Write back of over-provision in respect of prior years	往年度過剩的回撥	(73)	(114)
Others	其他	10	(27)
Actual tax expense charged to income statement	於收益表支銷的實際稅項	563	823

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 19. DISTRIBUTION/DIVIDENDS 分派／股息

## (a) Dividends attributable to the year

## (a) 應屬本年度股息

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Interim dividend declared and paid of HK\$0.16 per share on 2,689 million shares (2021: HK\$0.35 per share on 2,919 million shares) (Note 42(j))	已宣佈派發及支付中期股息予26.89億股每股港幣0.16元(2021年：29.19億股每股港幣0.35元)(附註42(j))	430	1,022
Special dividend declared and paid of HK\$0.48 per share on 2,695 million shares (Note 42(j))	已宣佈派發及支付特別股息予26.95億股每股港幣0.48元(附註42(j))	1,294	—
Second interim dividend of HK\$0.17 per share on 2,680 million shares (2021: HK\$0.35 per share on 2,923 million shares)	第二次中期股息予26.80億股每股港幣0.17元(2021年：29.23億股每股港幣0.35元)	456	1,023
		2,180	2,045

The total dividend attributable to the year is HK\$0.81 per share (2021: HK\$0.70 per share). The second interim dividend has not been recognised as a liability at the end of the reporting period.

應屬本年度股息為每股港幣0.81元(2021年：每股港幣0.70元)。於報告期末，該第二次中期股息並未確認為負債。

## (b) Dividends attributable to the previous financial year, approved and paid during the year

## (b) 於年度核准及支付屬上年度股息

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Second interim dividend in respect of the previous financial year, approved and paid during the year, of HK\$0.35 per share on 2,923 million shares (2021: HK\$0.24 per share on 2,917 million shares) (Note 42(j))	年度內核准及支付予29.23億股每股港幣0.35元(2021年：29.17億股每股港幣0.24元)的上年度第二次中期股息(附註42(j))	1,023	700

## (c) Distribution to holders of Additional Tier 1 capital instruments

## (c) 分派予額外一級資本工具持有人

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Distribution paid on the Additional Tier 1 capital instruments (Note 42(j))	已付額外一級資本工具的分派(附註42(j))	708	811

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 20. EARNINGS PER SHARE 每股盈利

## (a) Basic earnings per share

The calculation of basic earnings per share is based on the consolidated profit for the year attributable to owners of the parent of HK\$3,651 million (2021: HK\$4,459 million) after accounting for the distribution of HK\$708 million (2021: HK\$811 million) to Additional Tier 1 issue holders, and on the weighted average of 2,759 million ordinary shares outstanding during the year (2021: 2,919 million), calculated as follows:

Weighted average number of ordinary shares

		2022 Number of shares 股份數目 Million 百萬	2021 Number of shares 股份數目 Million 百萬
Issued ordinary shares at 1st January	於1月1日的已發行普通股	2,923	2,917
Effect of shares issued in lieu of dividends	以股代息發行新股的影響	11	2
Effect of share buy-back	股份回購的影響	(175)	–
Weighted average number of ordinary shares at 31st December	於12月31日普通股份的加權平均數	2,759	2,919

## (a) 每股基本盈利

每股基本盈利乃按照已分派予額外一級資本工具持有人港幣7.08億元(2021年:港幣8.11億元)後的可歸屬於本集團股東溢利港幣36.51億元(2021年:港幣44.59億元)及年度內已發行普通股份的加權平均數27.59億股(2021年:29.19億股)計算。

普通股份的加權平均數

## (b) Diluted earnings per share

The calculation of diluted earnings per share is based on the consolidated profit for the year attributable to owners of the parent of HK\$3,651 million (2021: HK\$4,459 million) after accounting for the distribution of HK\$708 million (2021: HK\$811 million) to Additional Tier 1 issue holders, and on the weighted average of 2,759 million ordinary shares outstanding during the year (2021: 2,919 million), adjusted for the effects of all dilutive potential shares.

Weighted average number of ordinary shares (diluted)

		2022 Number of shares 股份數目 Million 百萬	2021 Number of shares 股份數目 Million 百萬
Weighted average number of ordinary shares at 31st December	於12月31日普通股份的加權平均數	2,759	2,919
Effect of deemed issue of ordinary shares under the Bank's share option schemes	假設按認股權計劃發行的普通股份之影響	–	–
Weighted average number of ordinary shares (diluted) at 31st December	於12月31日普通股份的加權平均數(攤薄)	2,759	2,919

## (b) 每股攤薄盈利

每股攤薄盈利乃按照已分派予額外一級資本工具持有人港幣7.08億元(2021年:港幣8.11億元)後的可歸屬於本集團股東溢利港幣36.51億元(2021年:港幣44.59億元)及就年度內所有具備潛在攤薄影響的普通股作出調整得出的普通股份的加權平均數27.59億股(2021年:29.19億股)計算。

普通股份的加權平均數(攤薄)



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 21. DIRECTORS' REMUNERATION 董事酬金

Directors' remuneration disclosed pursuant to section 383(1) of the Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation is as follows:

根據《公司條例》第383(1)條及《公司(披露董事利益資料)規則》第2部之規定披露董事酬金如下：

		Directors' fees	Salaries, allowances and benefits in kind	Discretionary bonuses	Share options <sup>(Note)</sup>	Retirement scheme contributions	2022 Total
		袍金	薪金、津貼及實物收益	酌情花紅	認股權 <sup>(註)</sup>	退休計劃供款	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Executive Chairman</b>	<b>執行主席</b>						
Dr. the Hon. Sir David Li Kwok-po	李國寶爵士	0.6	11.8	3.6	2.9	1.1	20.0
<b>Co-Chief Executives</b>	<b>聯席行政總裁</b>						
Mr. Adrian David Li Man-kiu	李民橋先生	0.5	7.7	6.4	4.7	0.7	20.0
Mr. Brian David Li Man-bun	李民斌先生	0.5	7.7	6.4	4.6	0.7	19.9
<b>Non-executive Directors</b>	<b>非執行董事</b>						
Prof. Arthur Li Kwok-cheung	李國章教授	0.6	—	—	—	—	0.6
Mr. Aubrey Li Kwok-sing	李國星先生	0.6	—	—	—	—	0.6
Mr. Winston LO Yau-lai	羅友禮先生	0.4	—	—	—	—	0.4
Mr. Stephen Charles Li Kwok-sze	李國仕先生	0.4	—	—	—	—	0.4
Dr. Daryl NG Win-kong	黃永光博士	0.6	—	—	—	—	0.6
Mr. Masayuki OKU	奧正之先生	0.5	—	—	—	—	0.5
Dr. Francisco Javier SERRADO TREPAT	Francisco Javier SERRADO TREPAT 博士	0.5	—	—	—	—	0.5
<b>Independent Non-executive Directors</b>	<b>獨立非執行董事</b>						
Dr. Allan WONG Chi-yun	黃子欣博士	0.9	—	—	—	—	0.9
Dr. the Hon. Rita FAN HSU Lai-tai	范徐麗泰博士	0.6	—	—	—	—	0.6
Mr. Meocre Li Kwok-wing	李國榮先生	1.2	—	—	—	—	1.2
Dr. the Hon. Henry TANG Ying-yen	唐英年博士	1.0	—	—	—	—	1.0
Dr. Delman LEE	李國本博士	0.9	—	—	—	—	0.9
Mr. William Junior Guilherme DOO	杜家駒先生	0.8	—	—	—	—	0.8
Dr. David MONG Tak-yeung	蒙德揚博士	0.6	—	—	—	—	0.6
		11.2	27.2	16.4	12.2	2.5	69.5

Note: The share options were granted to Executive Directors under the Bank's Staff Share Option Schemes. The values of share options represented the fair values of the share options granted in 2022 and prior years amortised over the respective vesting periods without actual cash payment. The details of these benefits in kind are disclosed under the paragraph "Information on Share Options" in the Report of the Directors and Note 39.

註：執行董事是根據本行的僱員認股權計劃獲授予認股權。認股權金額是指該等認股權於2022年及往年授予並在歸屬期內攤銷的公平價值，而並非屬於現金支付。有關此等實物收益的詳情列載於董事會報告書的「認股權資料」及附註39內。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		Directors' fees	Salaries, allowances and benefits in kind	Discretionary bonuses	Share options <sup>(Note)</sup>	Retirement scheme contributions	2021 Total
		袍金	薪金、津貼及實物收益	酌情花紅	認股權 <sup>(註)</sup>	退休計劃供款	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Executive Chairman</b>							
<b>執行主席</b>							
Dr. the Hon. Sir David Li Kwok-po	李國寶爵士	0.6	11.8	4.4	3.0	1.1	20.9
<b>Co-Chief Executives</b>							
<b>聯席行政總裁</b>							
Mr. Adrian David Li Man-kiu	李民橋先生	0.5	7.5	7.5	2.9	0.7	19.1
Mr. Brian David Li Man-bun	李民斌先生	0.5	7.5	7.5	2.7	0.7	18.9
<b>Non-executive Directors</b>							
<b>非執行董事</b>							
Prof. Arthur Li Kwok-cheung	李國章教授	0.5	—	—	—	—	0.5
Mr. Aubrey Li Kwok-sing	李國星先生	0.5	—	—	—	—	0.5
Mr. Winston LO Yau-lai	羅友禮先生	0.4	—	—	—	—	0.4
Mr. Stephen Charles Li Kwok-sze	李國仕先生	0.4	—	—	—	—	0.4
Dr. Daryl NG Win-kong	黃永光博士	0.5	—	—	—	—	0.5
Mr. Masayuki OKU	奧正之先生	0.5	—	—	—	—	0.5
Dr. Francisco Javier SERRADO TREPAT	Francisco Javier SERRADO TREPAT 博士	0.5	—	—	—	—	0.5
<b>Independent Non-executive Directors</b>							
<b>獨立非執行董事</b>							
Dr. Allan WONG Chi-yun	黃子欣博士	0.9	—	—	—	—	0.9
Dr. the Hon. Rita FAN HSU Lai-tai	范徐麗泰博士	0.6	—	—	—	—	0.6
Mr. Meocre Li Kwok-wing	李國榮先生	1.1	—	—	—	—	1.1
Dr. the Hon. Henry TANG Ying-yen	唐英年博士	1.0	—	—	—	—	1.0
Dr. Delman LEE	李國本博士	0.8	—	—	—	—	0.8
Mr. William Junior Guilherme DOO	杜家駒先生	0.8	—	—	—	—	0.8
Dr. David MONG Tak-yeung	蒙德揚博士	0.5	—	—	—	—	0.5
		10.6	26.8	19.4	8.6	2.5	67.9

**Note:** The share options were granted to Executive Directors under the Bank's Staff Share Option Schemes. The values of share options represented the fair values of the share options granted in 2021 and prior years amortised over the respective vesting periods without actual cash payment. The details of these benefits in kind are disclosed under the paragraph "Information on Share Options" in the Report of the Directors and Note 39.

**註:** 執行董事是根據本行的僱員認股權計劃獲授予認股權。認股權金額是指該等認股權於2021年及往年授予並在歸屬期內攤銷的公平價值，而並非屬於現金支付。有關此等實物收益的詳情列載於董事會報告書的「認股權資料」及附註39內。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 22. FIVE TOP-PAID EMPLOYEES 5名薪酬最高的僱員

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Salaries and other emoluments	薪金及其他酬金	39	38
Performance-related bonuses	表現獎勵花紅	24	28
Share options	認股權	16	12
Pension contributions	退休金供款	3	3
		82	81

The remuneration of the five top-paid employees is within the following bands:

5名薪酬最高的僱員的金額範圍如下

		2022 Number of Employees 僱員人數	2021 Number of Employees 僱員人數
HK\$ 港幣元			
11,000,001 – 11,500,000		2	2
18,500,001 – 19,000,000		–	1
19,000,001 – 19,500,000		–	1
19,500,001 – 20,000,000		2	–
20,000,001 – 20,500,000		1	–
20,500,001 – 21,000,000		–	1

Included in the emoluments of the five top-paid employees were the emoluments of 3 (2021: 3) Directors and 2 (2021: 2) senior management members. Their director's emoluments have been included in Note 21 above.

5名薪酬最高的僱員中包括3位(2021年: 3位)董事及2位(2021年: 2位)高層管理人員。他們的董事酬金已包括於上述附註21內。

## 23. SEGMENT REPORTING 分部報告

## (a) Business segments

The Group manages its businesses by divisions, which are organised by a mixture of both business lines and geography. In a manner consistent with the way in which information is reported internally to the Group's Senior Management for the purposes of resource allocation and performance assessment, the Group has presented the following nine reportable segments.

*Hong Kong operations*

Hong Kong operations include Hong Kong banking business and other business operations, dividing into the following six reportable segments.

**Personal Banking** includes branch operations, personal internet banking, consumer finance, property loans and credit card business to individual customers in Hong Kong.

## (a) 營業分部

本集團按分處管理其業務，而分處則由業務及地區混合組成。分部資料的列報與內部匯報予本集團的高層管理人員作為資源分配及表現評核的方式是一致的。本集團列報以下九個可匯報分部。

*香港業務*

香港業務包括本行在香港經營的銀行業務及其他業務，分類為以下六個可匯報分部。

**個人銀行**包括在香港之分行營運、個人電子網絡銀行、消費貸款、按揭貸款及個人信用卡業務。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

**Wholesale Banking** includes corporate lending and loan syndication, asset based lending, commercial lending, securities lending and trade financing activities with correspondent banks and corporates in Hong Kong.

**Treasury Markets** include treasury operations and securities dealing in Hong Kong.

**Wealth management** includes private banking business, investment products & advisory and securities & futures broking in Hong Kong.

**Centralised operations** include supporting units of banking operations in Hong Kong.

**Others** mainly include insurance business and trust business carried out by subsidiaries operating in Hong Kong and other supporting units of Hong Kong operations located outside Hong Kong.

#### *Mainland operations*

**Mainland China operations** mainly include the back office unit for Mainland China operations in Hong Kong, all subsidiaries and associates operating in Mainland China, except those subsidiaries carrying out data processing and other back office operations for Hong Kong operations in Mainland China.

#### *Overseas operations*

**Overseas operations** mainly include the back office unit for overseas banking operations in Hong Kong, Macau Branch, Taiwan Branch and all branches, subsidiaries and associates operating overseas.

#### *Corporate management*

**Corporate management** absorbs the regulatory capital cost of loan capital issued by the Bank and receives, from Hong Kong operations, the interest income on business activities funded by capital instruments issued by the Bank.

For the purposes of assessing segment performance and allocating resources among segments, the Group's Senior Management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets include all assets with the exception of interests in associates and joint ventures and assets held for sale. Segment liabilities include deposits, financial liabilities and other liabilities attributable to the individual segments.

Revenue and expenses are allocated to the reportable segments with reference to interest and fee and commission income generated by those segments and the expenses incurred by those segments or which otherwise arise from the depreciation or amortisation of assets attributable to those segments.

**批發銀行**包括在香港之企業借貸及銀團貸款、資產融資、商業貸款、證券業務貸款及與在香港之全球同業間的銀行代理行及企業的金融貿易業務。

**財資市場**包括在香港之財資運作及證券買賣。

**財富管理**包括提供予在香港之私人銀行業務、投資產品和諮詢業務及證券和期貨經紀業務。

**中央營運**包括在香港業務之後勤單位。

**其他業務**主要包括在香港附屬公司經營之保險業務及信託業務，及在香港以外但支援香港業務之後勤單位。

#### *內地業務*

**內地業務**主要包括在香港支援內地業務之後勤單位、所有在內地經營的附屬公司及聯營公司，但不包括在內地經營資料處理及其他後勤支援香港業務之附屬公司。

#### *國際業務*

**國際業務**包括在香港支援國際銀行業務之後勤單位、所有在海外經營的分行包括澳門及台灣、附屬公司及聯營公司。

#### *企業管理*

**企業管理**承擔本行發行借貸資本的監管資本成本及從香港業務獲得由本行發行資本工具所資助之業務活動的利息收入。

在評估分部表現及分配分部間的資源時，集團的高層管理人員根據以下基準監控可歸屬於每一可匯報分部之業績、資產及負債：

除聯營公司及合資企業之權益及持有作出售資產外，分部資產包括所有資產。分部負債包括存款、金融負債及可歸屬於個別分部的其他負債。

收入與支出按有關分部所產生的利息及服務費用和佣金收入，及由有關分部引致的支出或可歸屬於有關分部產生之折舊或攤銷來分配予可匯報分部。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 23. SEGMENT REPORTING (CONTINUED) 分部報告(續)

## (a) Business segments (continued)

## (a) 營業分部(續)

		2022												
		Hong Kong operations 香港業務												
		Hong Kong banking business 香港銀行業務												
		Personal banking 個人銀行 HK\$ Mn 港幣百萬元	Wholesale banking 批發銀行 HK\$ Mn 港幣百萬元	Treasury markets 財資市場 HK\$ Mn 港幣百萬元	Wealth management 財富管理 HK\$ Mn 港幣百萬元	Centralised operations 中央營運 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元	Others 其他 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元	Mainland China operations 內地業務 HK\$ Mn 港幣百萬元	Overseas operations 國際業務 HK\$ Mn 港幣百萬元	Corporate management 企業管理 HK\$ Mn 港幣百萬元	Inter-segment elimination 分部間之交易抵銷 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
Net interest income/(expense)	淨利息收入／(支出)	4,003	2,859	(19)	367	(127)	7,083	25	7,108	3,997	2,177	226	-	13,508
Non-interest income	非利息收入	1,075	625	373	565	249	2,887	549	3,436	860	179	-	(29)	4,446
Operating income	經營收入	5,078	3,484	354	932	122	9,970	574	10,544	4,857	2,356	226	(29)	17,954
Operating expenses	經營支出	(1,659)	(476)	(168)	(358)	(2,171)	(4,832)	(308)	(5,140)	(3,374)	(739)	-	29	(9,224)
Operating profit/(loss) before impairment losses	未扣除減值損失之經營溢利／(虧損)	3,419	3,008	186	574	(2,049)	5,138	266	5,404	1,483	1,617	226	-	8,730
(Charge for)/Write back of impairment losses on financial instruments	金融工具的減值(損失)／回撥	(127)	(3,258)	(70)	(40)	(1)	(3,496)	1	(3,495)	(2,088)	(340)	-	-	(5,923)
Impairment losses on assets held for sale	持有作出售資產的減值損失	-	-	-	-	-	-	-	-	(3)	-	-	-	(3)
Operating profit/(loss) after impairment losses	已扣除減值損失後之經營溢利／(虧損)	3,292	(250)	116	534	(2,050)	1,642	267	1,909	(608)	1,277	226	-	2,804
Net profit/(loss) on sale of assets held for sale	出售持有作出售資產之淨溢利／(虧損)	-	-	-	-	-	-	1,446	1,446	(1)	-	-	-	1,445
Net loss on disposal of subsidiaries/associates	出售附屬公司／聯營公司之淨虧損	-	-	-	-	(1)	(1)	-	(1)	-	-	-	-	(1)
Net profit/(loss) on disposal of fixed assets	出售固定資產之淨溢利／(虧損)	(16)	-	-	-	-	(16)	-	(16)	34	(1)	-	-	17
Valuation losses on investment properties	重估投資物業虧損	-	-	-	-	(148)	(148)	(29)	(177)	-	(2)	-	-	(179)
Share of profits less losses of associates and joint ventures	應佔聯營公司及合資企業溢利減虧損	-	-	-	-	-	-	(9)	(9)	221	643	-	-	855
Profit/(Loss) before taxation	除稅前溢利／(虧損)	3,276	(250)	116	534	(2,199)	1,477	1,675	3,152	(354)	1,917	226	-	4,941
Depreciation for the year	年內折舊	(243)	(12)	(12)	(7)	(219)	(493)	(27)	(520)	(286)	(56)	-	-	(862)
Segment assets	分部資產	119,881	163,395	231,299	22,679	9,964	547,218	1,845	549,063	245,349	126,730	-	(47,405)	873,737
Investments in associates and joint ventures	聯營公司及合資企業投資	-	-	-	-	-	-	56	56	3,893	5,112	-	-	9,061
Other assets – Assets held for sale	其他資產－持有作出售資產	-	-	-	-	15	15	-	15	12	-	-	-	27
Total assets	資產總額	119,881	163,395	231,299	22,679	9,979	547,233	1,901	549,134	249,254	131,842	-	(47,405)	882,825
Total liabilities	負債總額	343,056	54,165	51,773	35,141	2,676	486,811	300	487,111	220,008	116,307	-	(46,947)	776,479
Capital expenditure incurred during the year	年度內資本開支	109	32	63	9	107	320	7	327	442	28	-	-	797

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021												
		Hong Kong operations (Restated) <sup>***</sup> 香港業務(重編) <sup>***</sup>												
		Hong Kong banking business 香港銀行業務												
		Personal banking	Wholesale banking	Treasury markets	Wealth management	Centralised operations	Total	Others	Total	Mainland China operations (Restated) <sup>***</sup>	Overseas operations	Corporate management	Inter-segment elimination	Total
		個人銀行	批發銀行	財資市場	財富管理	中央營運	總額	其他	總額	內地業務(重編) <sup>***</sup>	國際業務	企業管理	分部間之交易抵銷	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Net interest income/(expense)	淨利息收入/(支出)	2,287	2,532	(30)	334	(21)	5,102	70	5,172	3,917	1,775	321	-	11,185
Non-interest income	非利息收入	1,104	642	577	665	294	3,282	801	4,083	840	214	-	(39)	5,098
Operating income	經營收入	3,391	3,174	547	999	273	8,384	871	9,255	4,757	1,989	321	(39)	16,283
Operating expenses	經營支出	(1,692)	(394)	(164)	(315)	(2,089)	(4,654)	(437)	(5,091)	(3,516)	(753)	-	39	(9,321)
Operating profit/(loss) before impairment losses	未扣除減值損失之經營溢利/(虧損)	1,699	2,780	383	684	(1,816)	3,730	434	4,164	1,241	1,236	321	-	6,962
(Charge for)/Write back of impairment losses on financial instruments	金融工具的減值(損失)/回撥	(103)	(1,009)	(11)	3	-	(1,120)	(5)	(1,125)	(620)	66	-	-	(1,679)
Operating profit/(loss) after impairment losses	已扣除減值損失後之經營溢利/(虧損)	1,596	1,771	372	687	(1,816)	2,610	429	3,039	621	1,302	321	-	5,283
Net profit on sale of assets held for sale	出售持有作出售資產之淨溢利	-	-	-	-	133	133	902	1,035	7	-	-	-	1,042
Net profit/(loss) on disposal of subsidiaries/associates	出售附屬公司/聯營公司之淨溢利/(虧損)	-	-	-	-	-	-	-	-	182	(1)	-	-	181
Net profit/(loss) on disposal of fixed assets	出售固定資產之淨溢利/(虧損)	(13)	-	-	-	(3)	(16)	-	(16)	14	(2)	-	-	(4)
Valuation losses on investment properties	重估投資物業虧損	-	-	-	-	(110)	(110)	(22)	(132)	-	-	-	-	(132)
Share of profits less losses of associates and joint ventures	應佔聯營公司及合資企業溢利減虧損	-	-	-	-	-	-	(10)	(10)	(425)	201	-	-	(234)
Profit/(Loss) before taxation	除稅前溢利/(虧損)	1,583	1,771	372	687	(1,796)	2,617	1,299	3,916	399	1,500	321	-	6,136
Depreciation for the year	年內折舊	(308)	(8)	(8)	(7)	(226)	(557)	(38)	(595)	(296)	(64)	-	-	(955)
Segment assets	分部資產	119,858	169,032	229,919	26,605	11,392	556,806	2,185	558,991	262,575	118,789	-	(44,096)	896,259
Investments in associates and joint ventures	聯營公司及合資企業投資	-	-	-	-	-	-	66	66	3,983	4,898	-	-	8,947
Other assets - Assets held for sale	其他資產 - 持有作出售資產	-	-	-	-	15	15	2,232	2,247	17	-	-	-	2,264
Total assets	資產總額	119,858	169,032	229,919	26,605	11,407	556,821	4,483	561,304	266,575	123,687	-	(44,096)	907,470
Segment liabilities	分部負債	331,601	58,997	65,994	29,886	2,244	488,722	384	489,106	234,937	109,059	-	(43,319)	789,783
Other liabilities - Liabilities held for sale	其他負債 - 持有作出售負債	-	-	-	-	-	-	1,637	1,637	-	-	-	-	1,637
Total liabilities	負債總額	331,601	58,997	65,994	29,886	2,244	488,722	2,021	490,743	234,937	109,059	-	(43,319)	791,420
Capital expenditure incurred during the year	年度內資本開支	255	11	32	1	245	544	32	576	301	49	-	-	926

Note: The financials of Hong Kong operations and Mainland China operations have been restated to conform to the current year's presentation that reflected the organisational restructure and other minor reallocations among business segments in 2022. The restructure mainly includes the reorganization of the securities and futures broking businesses from Others segment to Wealth Management segment under Hong Kong operations.

註：香港業務及內地業務之財務數據已經重新分類，以符合本年的呈報方式及反映2022年業務部門之間的架構重組及其他小規模重新分類。重組主要包括將證券及期貨經紀業務從其他業務分部重組至香港業務下的財富管理分部。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 23. SEGMENT REPORTING (CONTINUED) 分部報告(續)

## (b) Geographical segments

The information concerning geographical analysis has been classified by the location of the principal operations of the entities and branches of the Bank responsible for reporting the results or booking the assets or, by the location where the subsidiaries or business units with special risks associated with operations originate.

## (b) 地區分部

按地區分部之資料是根據負責報告業績或將資產入賬之實體或本行之分行的主要業務所在地點，或按與附屬公司或業務單位之營運有特殊風險關連的所在地點予以劃分。

		2022					
		Hong Kong	Mainland China	Other Asian Countries and Regions	Others	Inter-segment elimination	Total
		香港	內地	其他亞洲國家及地區	其他	分部間之交易抵銷	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Operating income	經營收入	11,081	4,832	770	1,590	(319)	17,954
Profit/(loss) before taxation	除稅前溢利／(虧損)	3,167	(179)	938	1,015	—	4,941
Total assets	資產總額	549,662	248,570	51,427	80,336	(47,170)	882,825
Total liabilities	負債總額	487,253	219,631	43,686	72,621	(46,712)	776,479
Contingent liabilities and commitments	或然負債及承擔	94,745	242,178	8,729	6,749	—	352,401
Capital expenditure during the year	年度內資本開支	327	442	24	4	—	797

  

		2021					
		Hong Kong	Mainland China	Other Asian Countries and Regions	Others	Inter-segment elimination	Total
		香港	內地	其他亞洲國家及地區	其他	分部間之交易抵銷	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Operating income	經營收入	9,955	4,749	607	1,339	(367)	16,283
Profit before taxation	除稅前溢利	4,332	314	506	984	—	6,136
Total assets	資產總額	561,867	265,892	48,636	74,969	(43,894)	907,470
Total liabilities	負債總額	490,974	234,521	41,315	67,727	(43,117)	791,420
Contingent liabilities and commitments	或然負債及承擔	85,900	175,419	9,295	7,596	—	278,210
Capital expenditure during the year	年度內資本開支	577	301	43	5	—	926

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 24. CASH AND BALANCES WITH BANKS (Note 47(a)(ii))

## 現金及在銀行的結存(附註47(a)(ii))

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Cash in hand	現金	1,465	1,016
Balances with central banks	在中央銀行的結存	34,496	37,463
Balances with other banks	在其他銀行的結存	18,620	16,612
		54,581	55,091
Less: Impairment allowances (Note 43(a)(ix))	減：減值準備(附註43(a)(ix))	(2)	(3)
– Stage 1	– 第一階段	(2)	(3)
– Stage 2	– 第二階段	–	–
– Stage 3	– 第三階段	–	–
		54,579	55,088

## 25. PLACEMENTS WITH AND ADVANCES TO BANKS (Note 47(a)(ii))

## 在銀行的存款及墊款(附註47(a)(ii))

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Placements with and advances to banks	在銀行的存款及墊款		
Maturing	到期期限		
– within one month	– 1個月內	52,337	73,104
– after one month but within one year	– 1個月至1年內	7,867	1,639
– after one year	– 1年後	–	–
		60,204	74,743
Less: Impairment allowances (Note 43(a)(ix))	減：減值準備(附註43(a)(ix))	(1)	(1)
– Stage 1	– 第一階段	(1)	(1)
– Stage 2	– 第二階段	–	–
– Stage 3	– 第三階段	–	–
		60,203	74,742
Of which:	其中：		
Placements with and advances to central banks	在中央銀行的存款及墊款	495	–



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 26. TRADE BILLS 貿易票據

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Measured at amortised cost	按攤銷成本計量	41	560
Less: Impairment allowances (Note 43(a)(ix))	減：減值準備(附註43(a)(ix))	—	—
– Stage 1	—第一階段	—	—
– Stage 2	—第二階段	—	—
– Stage 3	—第三階段	—	—
		41	560
Measured at FVOCI	按通過其他全面收益以反映公平價值計量	488	10,212
		529	10,772

## 27. TRADING ASSETS 交易用途資產

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Treasury bills (including Exchange Fund Bills) (Note 47(a)(ii))	國庫債券(包括外匯基金票據)(附註47(a)(ii))	292	—
Debt securities (Note 47(a)(iii))	債務證券(附註47(a)(iii))	983	1,632
Equity securities	股份證券	255	851
		1,530	2,483

## 28. LOANS AND ADVANCES TO CUSTOMERS 客戶貸款及墊款

## (a) Loans and advances to customers

## (a) 客戶貸款及墊款

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Loans and advances to customers at amortised cost	按攤銷成本計量的客戶貸款及墊款	549,014	548,808
Less: Impairment allowances (Note 43(a)(ix))	減：減值準備(附註43(a)(ix))	(6,620)	(4,371)
– Stage 1	—第一階段	(1,084)	(667)
– Stage 2	—第二階段	(1,018)	(527)
– Stage 3	—第三階段	(4,518)	(3,177)
		542,394	544,437

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (b) Loans and advances to customers – by industry sectors

The analysis of gross advances to customers and the percentage of secured advances by industry sector is based on the categories and definitions used by the HKMA.

## (b) 客戶貸款及墊款 – 按行業分類

按行業分類的客戶墊款總額及有抵押墊款的百分比是按照金管局所採用的類別和定義。

		2022		2021	
		Gross advances	% of gross advances covered by collateral	Gross advances	% of gross advances covered by collateral
		墊款總額	有抵押墊款的百分比	墊款總額	有抵押墊款的百分比
		HK\$ Mn 港幣百萬元	% 百分率	HK\$ Mn 港幣百萬元	% 百分率
Loans for use in Hong Kong	在香港使用的貸款				
Industrial, commercial and financial	工商金融				
– Property development	– 物業發展	36,872	59.19	34,103	54.12
– Property investment	– 物業投資	52,366	92.57	50,280	91.88
– Financial concerns	– 金融企業	14,892	67.56	15,514	50.18
– Stockbrokers	– 股票經紀	708	99.54	1,957	99.99
– Wholesale and retail trade	– 批發與零售業	6,560	56.18	7,742	47.86
– Manufacturing	– 製造業	4,485	29.00	4,810	32.51
– Transport and transport equipment	– 運輸與運輸設備	5,495	42.22	5,531	46.15
– Recreational activities	– 娛樂活動	347	93.76	304	87.23
– Information technology	– 資訊科技	1,438	34.22	1,268	2.13
– Others	– 其他	16,262	49.00	15,365	58.85
– Sub-total	– 小計	139,425	69.69	136,874	66.89
Individuals	個人				
– Loans for the purchase of flats in the Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	– 購買「居者有其屋計劃」、「私人參建居屋計劃」及「租者置其屋計劃」樓宇貸款	1,200	99.97	1,337	100.00
– Loans for the purchase of other residential properties	– 購買其他住宅物業的貸款	91,944	99.95	91,532	100.00
– Credit card advances	– 信用卡墊款	4,115	0.00	4,284	0.00
– Others	– 其他	24,367	55.23	28,182	63.75
– Sub-total	– 小計	121,626	87.61	125,335	88.43
Total loans for use in Hong Kong	在香港使用的貸款總額	261,051	78.07	262,209	77.18
Trade finance	貿易融資	5,110	38.56	6,088	32.92
Loans for use outside Hong Kong (Note)	在香港以外使用的貸款(註)	282,853	35.50	280,511	36.83
Total advances to customers	客戶墊款總額	549,014	55.75	548,808	56.07

Note: Loans for use outside Hong Kong include the following loans for use in Mainland China and loans for use outside Hong Kong and Mainland China.

註：在香港以外使用的貸款包括以下在內地使用的貸款及在內地及香港以外使用的貸款。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 28. LOANS AND ADVANCES TO CUSTOMERS (CONTINUED) 客戶貸款及墊款(續)

## (b) Loans and advances to customers – by industry sectors (continued)

## (b) 客戶貸款及墊款 – 按行業分類(續)

		2022		2021	
		Gross advances	% of gross advances covered by collateral	Gross advances	% of gross advances covered by collateral
		墊款總額	有抵押墊款的百分比	墊款總額	有抵押墊款的百分比
		HK\$ Mn 港幣百萬元	% 百分率	HK\$ Mn 港幣百萬元	% 百分率
Loans for use in Mainland China	在內地使用的貸款				
Industrial, commercial and financial	工商金融				
– Property development	– 物業發展	38,339	33.92	44,747	34.37
– Property investment	– 物業投資	10,918	76.61	14,134	80.56
– Financial concerns	– 金融企業	43,747	0.79	47,765	0.00
– Stockbrokers	– 股票經紀	678	100.00	–	–
– Wholesale and retail trade	– 批發與零售業	9,331	13.91	10,837	13.94
– Manufacturing	– 製造業	13,291	7.76	11,219	5.76
– Transport and transport equipment	– 運輸與運輸設備	2,077	81.44	811	43.46
– Recreational activities	– 娛樂活動	–	–	25	100.00
– Information technology	– 資訊科技	1,994	0.27	1,967	0.43
– Others	– 其他	18,709	11.63	17,618	12.24
– Sub-total	– 小計	139,084	20.56	149,123	21.10
Individuals	個人				
– Loans for the purchase of other residential properties	– 購買其他住宅物業的貸款	13,139	100.00	15,762	100.00
– Credit card advances	– 信用卡墊款	4,962	0.00	6,370	0.00
– Others	– 其他	16,340	3.34	12,724	5.28
– Sub-total	– 小計	34,441	39.73	34,856	47.15
Total loans for use in Mainland China	在內地使用的貸款總額	173,525	24.37	183,979	26.03
Loans for use outside Hong Kong and Mainland China	在內地及香港以外使用的貸款				
Industrial, commercial and financial	工商金融				
– Property development	– 物業發展	11,335	56.55	12,478	55.51
– Property investment	– 物業投資	40,054	78.58	35,709	86.24
– Financial concerns	– 金融企業	3,379	41.54	2,960	53.28
– Wholesale and retail trade	– 批發與零售業	4,184	18.43	4,017	18.08
– Manufacturing	– 製造業	13,440	3.69	8,000	1.09
– Transport and transport equipment	– 運輸與運輸設備	3,069	44.94	3,207	55.06
– Recreational activities	– 娛樂活動	517	94.78	367	92.39
– Information technology	– 資訊科技	4,063	8.12	3,895	8.57
– Others	– 其他	25,444	45.35	21,089	37.81
– Sub-total	– 小計	105,485	51.47	91,722	55.20
Individuals	個人				
– Loans for the purchase of other residential properties	– 購買其他住宅物業的貸款	3,767	100.00	4,125	99.68
– Credit card advances	– 信用卡墊款	2	0.00	2	0.00
– Others	– 其他	74	87.24	683	97.84
– Sub-total	– 小計	3,843	99.70	4,810	99.37
Total loans for use outside Hong Kong and Mainland China	在內地及香港以外使用的貸款總額	109,328	53.16	96,532	57.40
Total loans for use outside Hong Kong	在香港以外使用的貸款總額	282,853	35.50	280,511	36.83

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

Individually impaired loans, as well as relevant information, in respect of industry sectors which constitute 10% or more of total advances to customers are as follows:

以下按行業分類並佔客戶墊款總額百分之十或以上的墊款中已個別減值的貸款、以及其相關資料如下：

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(i) Property development	(i) 物業發展		
a. Individually impaired loans	a. 已個別減值的貸款	8,114	1,009
b. Specific provisions	b. 特殊準備	2,643	326
c. Collective provisions	c. 整體準備	502	206
d. New provision charged to income statement	d. 於收益表支銷的準備	2,949	607
e. Written off	e. 撇銷	659	87
(ii) Property investment	(ii) 物業投資		
a. Individually impaired loans	a. 已個別減值的貸款	3,325	2,552
b. Specific provisions	b. 特殊準備	956	1,375
c. Collective provisions	c. 整體準備	286	87
d. New provision charged to income statement	d. 於收益表支銷的準備	589	1,644
e. Written off	e. 撇銷	605	12
(iii) Loans for purchase of residential properties	(iii) 購買其他住宅物業的貸款		
a. Individually impaired loans	a. 已個別減值的貸款	318	270
b. Specific provisions	b. 特殊準備	13	10
c. Collective provisions	c. 整體準備	40	27
d. New provision charged to income statement	d. 於收益表支銷的準備	34	146
e. Written off	e. 撇銷	3	–
(iv) Financial concerns	(iv) 金融企業		
a. Individually impaired loans	a. 已個別減值的貸款	43	64
b. Specific provisions	b. 特殊準備	27	34
c. Collective provisions	c. 整體準備	118	43
d. New provision charged to income statement	d. 於收益表支銷的準備	107	201
e. Written off	e. 撇銷	–	–

The specific provisions represent lifetime expected credit loss provisions for credited impaired (Stage 3) exposures and the collective provisions represent the 12-month and lifetime expected credit loss provisions for non-credit impaired (Stage 1 and Stage 2) exposures.

特殊準備指減值信貸風險在合約期內的預期信貸損失(第三階段)準備及整體準備指非減值信貸風險在12個月及合約期內的預期信貸損失(第一階段及第二階段)準備。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 28. LOANS AND ADVANCES TO CUSTOMERS (CONTINUED) 客戶貸款及墊款(續)

## (c) Loans and advances to customers – by geographical areas

The information concerning the breakdown of the gross amount of advances to customers by countries or geographical areas is derived according to the location of the counterparties after taking into account any transfer of risk in accordance with the requirements of Banking (Disclosure) Rules. In general, such transfer of risk takes place if the claims are guaranteed by a party in a country which is different from that of the counterparty or if the claims are on an overseas branch of a bank whose head office is located in another country. The location of a party is determined by its residence which is the economic territory under whose laws the party is incorporated or registered. This requirement is different from the allocation under segment reporting in Note 23 which is prepared in a manner consistent with the way in which information is reported internally to the Group's Senior Management. The specific provisions represent lifetime expected credit loss provisions for credit impaired (Stage 3) exposures and the collective provisions represent the 12-month and lifetime expected credit loss provisions for non-credit impaired (Stage 1 and Stage 2) exposures.

## (c) 客戶貸款及墊款－按區域分類

根據《銀行業(披露)規則》，客戶墊款總額按國家或區域的分類是根據交易對手的所在地，並考慮轉移風險因素後得出的。一般而言，有關墊款的債權獲得並非交易對手所在地的國家的一方擔保，或該債權的履行對象是某銀行的海外分行，而該銀行的總辦事處並非設於交易對手的所在地，風險便確認為由一個國家轉移到另一個國家。一方的所在地由其居住地決定，而該居住地是該締約方註冊或登記的法律所規定的經濟領土。此要求與附註23分部報告的分配不同，後者的編製方法與內部匯報資料予集團高層管理人員的方法是相同的。特殊準備指減值信貸風險在合約期內的預期信貸損失(第三階段)準備及整體準備指非減值信貸風險12個月及合約期內的預期信貸損失(第一階段及第二階段)準備。

		2022				
		Total advances to customers	Advances overdue for over three months	Impaired advances to customers	Specific provisions	Collective provisions
		客戶墊款總額	逾期3個月以上的墊款	減值客戶墊款	特殊準備	整體準備
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Hong Kong	香港	270,332	552	1,924	813	450
Mainland China	內地	183,886	4,405	10,824	3,623	1,069
Other Asian Countries and Regions	其他亞洲國家及地區	30,227	48	58	8	109
Others	其他	64,569	–	339	74	474
Total	總額	549,014	5,005	13,145	4,518	2,102
% of total advances to customers	佔客戶墊款總額的百分比			2.39%		

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021				
		Total advances to customers	Advances overdue for over three months	Impaired advances to customers	Specific provisions	Collective provisions
		客戶墊款總額	逾期3個月以上的墊款	減值客戶墊款	特殊準備	整體準備
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Hong Kong	香港	264,285	409	1,218	254	136
Mainland China	內地	202,365	2,020	4,589	2,822	755
Other Asian Countries and Regions	其他亞洲國家及地區	28,036	22	164	101	62
Others	其他	54,122	–	6	–	241
Total	總額	548,808	2,451	5,977	3,177	1,194
% of total advances to customers	佔客戶墊款總額的百分比			1.09%		

Impaired loans and advances are individually assessed loans with objective evidence of impairment on an individual basis. The above information by countries or geographical areas is derived according to the location of the counterparties after taking into account any transfer of risk.

減值貸款及墊款是個別出現客觀減值證據而須個別評估的貸款。上述資料按國家或區域分類，是根據交易對手的所在地並已考慮轉移風險因素。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 28. LOANS AND ADVANCES TO CUSTOMERS (CONTINUED) 客戶貸款及墊款(續)

## (d) Loans and advances to customers – net investment in finance leases

Loans and advances to customers include net investment in equipment leased under finance leases. The total minimum lease payments receivable under finance leases and their present values at the year end are as follows:

## (d) 客戶貸款及墊款 – 融資租賃的淨投資額

客戶貸款及墊款包括以融資租賃形式租出的設備。根據融資租賃應收的最低租賃付款總額，及其現值如下：

		2022			2021		
		Present value of the minimum lease payments	Interest income relating to future periods	Total minimum lease payments	Present value of the minimum lease payments	Interest income relating to future periods	Total minimum lease payments
		最低租賃付款現值	相關未來利息收入	最低租賃付款總額	最低租賃付款現值	相關未來利息收入	最低租賃付款總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Amounts receivable:	應收賬款：						
Within one year	1年以內	179	69	248	190	53	243
After one year but within two years	1年以後至2年內	151	62	213	156	49	205
After two years but within three years	2年以後至3年內	141	56	197	144	45	189
After three years but within four years	3年以後至4年內	124	51	175	136	42	178
After four years but within five years	4年以後至5年內	120	48	168	127	39	166
After five years	5年以後	1,614	336	1,950	1,776	287	2,063
		2,329	622	2,951	2,529	515	3,044
Less: Impairment allowances	減：減值準備	(10)			(11)		
Net investment in finance leases	融資租賃的淨投資額	2,319			2,518		

The net investment in finance leases is carried on the statement of financial position as loans and advances to customers. No accrual is made for the interest income relating to future periods.

融資租賃的淨投資額被視作客戶貸款及墊款在財務狀況表中列賬，未來期間的利息收入並無計算。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 29. INVESTMENT SECURITIES 投資證券

		2022			
		Mandatorily measured at FVTPL	Measured at FVOCI	Measured at amortised cost	Total
		強制按通過損益以反映公平價值計量	按通過其他全面收益以反映公平價值計量	按攤銷成本計量	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Treasury bills (including Exchange Fund Bills) (Note 47(a)(ii))	國庫債券(包括外匯基金票據)(附註47(a)(ii))	-	22,390	2,428	24,818
Certificates of deposits held (Note 47(a)(ii))	持有存款證(附註47(a)(ii))	-	-	809	809
Debt securities (Note 47(a)(iii))	債務證券(附註47(a)(iii))	3,270	105,167	11,225	119,662
Equity securities	股份證券	37	839	-	876
Investment funds	投資基金	842	-	-	842
		4,149	128,396	14,462	147,007

  

		2021			
		Mandatorily measured at FVTPL	Measured at FVOCI	Measured at amortised cost	Total
		強制按通過損益以反映公平價值計量	按通過其他全面收益以反映公平價值計量	按攤銷成本計量	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Treasury bills (including Exchange Fund Bills) (Note 47(a)(ii))	國庫債券(包括外匯基金票據)(附註47(a)(ii))	-	22,844	2,025	24,869
Certificates of deposits held (Note 47(a)(ii))	持有存款證(附註47(a)(ii))	-	-	646	646
Debt securities (Note 47(a)(iii))	債務證券(附註47(a)(iii))	4,365	101,968	13,875	120,208
Equity securities	股份證券	42	712	-	754
Investment funds	投資基金	1,030	-	-	1,030
		5,437	125,524	16,546	147,507

## Equity securities designated at FVOCI

指定為通過全面收益以反映公平價值的股份證券

		2022		2021	
		Fair value	Dividend income recognised	Fair value	Dividend income recognised
		公平價值	已確認股息收入	公平價值	已確認股息收入
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Equity investments held for long-term strategic purposes	持有作長期策略用途的股份投資	839	16	712	22

As at 31st December, 2022, equity securities designated at FVOCI amounting to HK\$839 million (2021: HK\$712 million) were held for long-term strategic purposes, of which HK\$694 million (2021: HK\$588 million) was attributable to the fair value of the Bank's investment in China UnionPay Co., Ltd. None of these strategic investments was disposed of during 2022 and 2021, and there were no transfers of any cumulative gain or loss within equity relating to these investments.

於2022年12月31日，持有作長期策略用途之指定為通過全面收益以反映公平價值的股份證券金額為港幣8.39億元(2021年：港幣7.12億元)，其中港幣6.94億元(2021年：港幣5.88億元)為本行於中國銀聯股份有限公司之投資的公平價值。在2022及2021年度內沒有出售該等策略投資，亦沒有將該等投資的累計盈利及虧損於股東權益內轉賬。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 30. INVESTMENTS IN SUBSIDIARIES 附屬公司投資

The following list contains only the particulars of subsidiaries which principally affected the results, assets or liabilities of the Group. The class of shares held is ordinary.

以下摘要只包括對本集團的業績、資產或負債有重大影響的附屬公司。此等股份屬普通股份。

Details of these companies are as follows:

此等公司的詳情如下：

Name of company 公司名稱	Place of incorporation and operation 註冊及營業地點	Issued and paid-up capital 已發行及繳足股本	% Held by		Nature of business 業務性質
			The Bank 銀行 所佔權益	The Group 集團 所佔權益	
Ample Delight Limited 承悅有限公司	Hong Kong 香港	HK\$港幣450,000,000元		100%	Investment holding 投資控股
Bank of East Asia (Trustees) Limited 東亞銀行(信託)有限公司	Hong Kong 香港	HK\$港幣150,000,000元	100%		Trustee service 信託服務
BEA Consortium GS Investors L.P.	BVI 英屬處女群島	NIL 無		100%	Acting as a limited partner for the purpose of making investment in private equity fund 出任有限責任合夥人用作投資私募基金
BEA Union Investment Management Limited 東亞聯豐投資管理有限公司	Hong Kong 香港	HK\$港幣374,580,000元	51%		Asset management 資產管理
BEA Union Investment Management (Shenzhen) Limited 東亞聯豐投資管理(深圳)有限公司	PRC 中華人民共和國	US\$6,000,000美元		51%	Asset management/Investment management 資產管理/投資管理
Central Town Limited 滙中興業有限公司	Hong Kong 香港	HK\$港幣2元	100%		Property investment 物業投資
Century Able Limited 階潤有限公司	Hong Kong 香港	HK\$港幣929,752,849元		100%	Investment holding 投資控股
Corona Light Limited	BVI 英屬處女群島	HK\$港幣929,752,849元		100%	Investment holding 投資控股
Credit Gain Finance Company Limited 領達財務有限公司	Hong Kong 香港	HK\$港幣640,000,000元	100%		Money lenders 放債人
Crystal Gleaming Limited	BVI 英屬處女群島	HK\$港幣929,752,849元	100%		Investment holding 投資控股
Dragon Jade Holdings Company Limited 卓領控股有限公司	Hong Kong 香港	HK\$港幣1,127,510,000元	100%		Investment holding 投資控股
East Asia Digital Information Services (Guangdong) Limited (Note 1) 東亞數據信息服務(廣東)有限公司(註1)	PRC 中華人民共和國	US\$3,000,000美元		100%	Servicing 服務

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

Name of company 公司名稱	Place of incorporation and operation 註冊及營業地點	Issued and paid-up capital 已發行及繳足股本	% Held by		Nature of business 業務性質
			The Bank 銀行 所佔權益	The Group 集團 所佔權益	
East Asia Facility Management Limited 東亞設施管理有限公司	Hong Kong 香港	HK\$港幣10,000元		100%	Facility management 設施管理
* East Asia Holding Company, Inc.	U.S.A. 美國	US\$5美元	100%		Bank holding company 銀行控股公司
East Asia International Trustees Limited	BVI 英屬處女群島	US\$1,301,000美元		100%	Trustees service 信託服務
East Asia Securities Company Limited 東亞證券有限公司	Hong Kong 香港	HK\$港幣25,000,000元	100%		Securities broking 證券買賣
Skyray Holdings Limited	BVI 英屬處女群島	HK\$港幣450,000,000元	100%		Investment holding 投資控股
Speedfull Limited	BVI 英屬處女群島	HK\$港幣450,000,000元		100%	Investment holding 投資控股
The Bank of East Asia (China) Limited (Note 1) 東亞銀行(中國)有限公司(註1)	PRC 中華人民共和國	CNY人民幣14,160,000,000元	100%		Banking and related financial services 銀行及有關的金融服務
* Audited by auditors other than KPMG with total net assets and total income constituting approximately 0.6% and less than 0.1% respectively of the related consolidated totals.			* 非由畢馬威會計師事務所審核的公司，其財務報表之資產淨總額及收入總額分別佔相關綜合總額的0.6%及低於0.1%。		
Note:			註：		
1. Represents a wholly foreign owned enterprise registered under the PRC laws.			1. 指根據中華人民共和國法例註冊由外資全資擁有之企業。		

## 31. INVESTMENTS IN ASSOCIATES AND JOINT VENTURES 聯營公司及合資企業投資

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Share of net assets	應佔淨資產	9,408	9,270
Goodwill	商譽	452	476
		9,860	9,746
Less: Impairment allowances	減：減值準備	(799)	(799)
		9,061	8,947

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 31. INVESTMENTS IN ASSOCIATES AND JOINT VENTURES (CONTINUED) 聯營公司及合資企業投資(續)

The following list contains only the particulars of principal associates and joint ventures.

以下列載只包括本集團的主要聯營公司及合資企業。

Name of company 公司名稱	Place of incorporation and operation 註冊及營業地點	% of ordinary share 普通股 held by		Nature of business 業務性質
		The Bank 銀行 所佔權益	The Group 集團 所佔權益	
Associates 聯營公司				
Listed 上市				
AFFIN Bank Berhad	Malaysia 馬來西亞	23.79%		Banking and related financial business 銀行及有關的金融業務
Unlisted 非上市				
Brilliance-BEA Auto Finance Co., Ltd. 華農東亞汽車金融有限公司	PRC 中華人民共和國		22.5%	Auto finance and other related financial businesses 汽車貸款及其他有關金融業務
Dolford Property Holdings Limited	BVI 英屬處女群島		30%	Investment holding 投資控股
East Asia Qianhai Securities Company Limited 東亞前海證券有限責任公司	PRC 中華人民共和國	49%		Securities business 證券業務
Guotong Trust Co., Ltd 國通信託有限責任公司	PRC 中華人民共和國	15.38%		Trust and other financial business 信託及其他金融業務
Industrial and Commercial Bank of China (Canada) 中國工商銀行(加拿大)有限公司	Canada 加拿大	20%		Banking services 銀行服務
Industrial and Commercial Bank of China (USA) N.A. 中國工商銀行(美國)	U.S.A. 美國		20%	Banking services 銀行服務
Million Fortune Development (Shenzhen) Co., Ltd. 寰裕置業(深圳)有限公司	PRC 中華人民共和國		25%	Property development 物業發展
Platinum Holdings Company Limited	Cayman Islands 開曼群島	30%		Investment holding 投資控股
Shanghai Ctrip Financial Information Services Co., Ltd. 上海攜程金融信息服務有限公司	PRC 中華人民共和國		9.6%	Financial services 金融服務

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

At 31st December, 2022, the fair value of the Group's investment in AFFIN Bank Berhad ("AFFIN") based on the quoted market price had been persistently below the carrying amount for a period of time. As a result, the Group performed an impairment test on the investment using a value-in-use ("VIU") methodology and this demonstrated that the recoverable amount of the investment was HK\$3,917 million. The recoverable amount was higher than the carrying value of HK\$3,727 million and no further impairment charge was recognised (2021: no impairment charge). The VIU calculation uses discounted cash flow projections based on AFFIN's latest forecast of financial results and estimates made by the Group's management for the next five years and extrapolating in perpetuity using a long-term growth rate of 3% to derive a terminal value. Discount rate of 11.95% (2021: 11.49%), which is based on a Capital Asset Pricing Model calculation for AFFIN, is used in the VIU calculation.

The following table illustrates the impact on VIU of reasonably possible changes to key assumptions. This reflects the sensitivity of the VIU to each key assumption on its own and it is possible that more than one favourable and/or unfavourable change may occur at the same time.

於2022年12月31日，按市場報價的公允價值，本集團對AFFIN Bank Berhad(「AFFIN」)之投資的市值持續低於賬面值一段時間。因此，本集團對此項投資透過使用價值計算方法進行減值測試，測試顯示此項投資的可收回金額為港幣39.17億元。由於可收回金額高於港幣37.27億元之賬面值，年度內並無確認額外減值損失(2021年沒有減值損失)。使用價值計算方法採用了集團管理層基於AFFIN最新的財務業績的預測以及對未來五年的估計的折現現金流量預測，並使用3%長期增長率永久性推算得出終端價值。在價值計算方法中使用基於AFFIN的資本資產定價模型計算得出的11.95%(2021年：11.49%)折現率。

下表列出主要假設的合理可能變動對使用價值產生的影響。有關資料反映使用價值對各主要假設本身的敏感度。超過一項有利及／或不利變動有可能同時發生。

		Favourable change			Unfavourable change		
		有利變動		不利變動			
		Increase in VIU	VIU	Decrease in VIU		VIU	
		使用價值增加	使用價值	使用價值減少		使用價值	
		HK\$ Mn	HK\$ Mn	HK\$ Mn		HK\$ Mn	
		港幣百萬元	港幣百萬元	港幣百萬元		港幣百萬元	
At 31st December 2022	於2022年12月31日						
Discount rate	折現率	-50 bps 基點	269	4,186	+50 bps 基點	(239)	3,678
Long-term growth rate	長期增長率	+50 bps 基點	36	3,953	-50 bps 基點	(32)	3,885
Expected cash flows	預計現金流	+10%	392	4,309	-10%	(392)	3,525

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 31. INVESTMENTS IN ASSOCIATES AND JOINT VENTURES (CONTINUED) 聯營公司及合資企業投資(續)

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Aggregate information of associates and joint ventures that are not individually material	個別不重大聯營公司及合資企業之總和資料		
Aggregate carrying amount of individually immaterial associates and joint ventures in the consolidated financial statements	個別不重大聯營公司及合資企業在綜合財務報表之總和賬面值	9,061	8,947
Aggregate amounts of the Group's share of those associates and joint ventures	本集團佔該等聯營公司及合資企業之總和金額		
Profit/(loss) after tax	源自持續營運溢利/(虧損)	855	(234)
Other comprehensive income	其他全面收益	(511)	(186)
Total comprehensive income	全面收益總額	344	(420)
Reconciliation of carrying amounts to the Group's total interest in the associates and joint ventures	賬面值與本集團於聯營公司及合資企業的權益對賬		
Carrying amount of material associates and joint ventures	重大聯營公司及合資企業之賬面值	-	-
Carrying amount of individually immaterial associates and joint ventures	個別不重大聯營公司及合資企業之賬面值	9,061	8,947
Interest in associates and joint ventures in the consolidated financial statements	在綜合財務報表中聯營公司及合資企業權益	9,061	8,947

## 32. GOODWILL AND INTANGIBLE ASSETS 商譽及無形資產

Goodwill and intangible assets include goodwill arising on business combinations and acquired intangible assets. Acquired intangible assets are amortised over their estimated economic useful life.

商譽及無形資產包括因業務合併產生的商譽及購入無形資產。購入無形資產按其估計經濟使用期攤銷。

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Goodwill	商譽	1,460	1,460
Acquired intangible assets	購入無形資產	410	425
		1,870	1,885

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(a) Goodwill****(a) 商譽**

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
At 1st January	於1月1日	1,460	1,474
Transfer to asset classified as assets held for sale (Note 55)	轉至分類為持有作出售資產(附註55)	—	(14)
At 31st December	於12月31日	1,460	1,460

Impairment tests for cash-generating units containing goodwill  
Goodwill is allocated to the Group's cash-generating units (CGU) identified according to business segments as follows:

包含商譽的現金生產單位之減值測試  
本集團按業務分部分配商譽予可辨識的現金生產單位如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Personal banking	個人銀行	849	849
Wholesale banking	批發銀行	453	453
Treasury markets	財資市場	158	158
		1,460	1,460

The recoverable amount of the CGU is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated rates stated below. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates.

現金生產單位的可收回金額則根據使用價值計算。計算方法按照管理層已核准的5年財務預算的現金流作估計。超過5年期間的現金流按下述的估計利率作推斷。增長率不可超過該現金生產單位所經營業務的長期平均增長率。

The discount rate used for value-in-use calculations is 7.98% (2021: 9.8%) and the long-term growth rate is 3% (2021: 2.8%).

用於計算使用價值的折扣率為7.98% (2021年：9.8%) 及長期增長率為3% (2021年：2.8%)。

Management determined the budgeted net profit based on past performance and its expectation for market development. The weighted average growth rates used are consistent with the internal forecasts.

管理層根據過往表現及預計市場發展以釐定預算淨溢利。所採用的加權平均增長率與內部預測是一致的。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 32. GOODWILL AND INTANGIBLE ASSETS (CONTINUED) 商譽及無形資產(續)

## (b) Intangible assets (other than goodwill)

Intangible assets consist of building naming rights only. Intangible assets are stated at cost less accumulated amortisation and impairment loss (Note 2(r)).

Amortisation of intangible assets with finite useful lives is charged to the income statement over the assets' estimated useful lives. The following intangible assets with finite useful lives are amortised from the date they are available to use and their estimated useful lives are as follows:

Naming rights: Over the shorter of the lease period of building or land

Both the period and method of amortisation are reviewed annually.

## (b) 無形資產(商譽除外)

無形資產只包括建築物命名權。無形資產按成本減除累計攤銷及減值損失列賬(附註2(r))。

有限定可用期的無形資產按其估計可用期於收益表內攤銷。以下有限定可用期的無形資產由可供使用日起按以下的估計可用期攤銷：

命名權：按建築物或土地兩者較短的租賃期

每年須檢討其期限及攤銷方法。

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cost	成本		
At 1st January	於1月1日	1,404	1,404
Exchange adjustments	匯兌調整	(2)	—
At 31st December	於12月31日	1,402	1,404
Accumulated amortisation	累計攤銷		
At 1st January	於1月1日	(323)	(310)
Amortisation charge for the year (Note 14)	年度內攤銷(附註14)	(13)	(14)
Exchange adjustments	匯兌調整	—	1
At 31st December	於12月31日	(336)	(323)
Impairment allowance	減值準備		
At 1st January	於1月1日	(656)	(656)
Charge for the year	年度內支銷	—	—
Exchange adjustments	匯兌調整	—	—
As at 31st December	於12月31日	(656)	(656)
Carrying amount at 31st December	於12月31日賬面值	410	425

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 33. FIXED ASSETS 固定資產

		2022						
		Investment properties	Bank premises	Furniture, fixtures and equipment	Sub-total	Right-of-use assets – Bank premises	Right-of-use assets – Furniture, fixtures and equipment	Total
		投資物業	行址	傢俬、裝修及設備	小計	使用權資產 – 行址	使用權資產 – 傢俬、裝修及設備	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cost or valuation	成本或估值							
At 1st January, 2022	於2022年1月1日	4,992	8,529	6,448	14,977	1,507	23	21,499
Additions	增置	-	82	473	555	238	4	797
Revaluation deficit	重估虧損	(179)	-	-	-	-	-	(179)
Disposals	出售	-	(209)	(270)	(479)	-	-	(479)
Remeasurement	重新計量	-	-	-	-	(15)	-	(15)
Revaluation surplus on bank premises upon transfer to investment properties (Note 42(b))	行址重估盈餘轉入投資物業(附註42(b))	-	354	-	354	-	-	354
Transfer from bank premises to investment properties	由行址轉入投資物業	493	(493)	-	(493)	-	-	-
Transfer from investment properties to bank premises	由投資物業轉入行址	(139)	139	-	139	-	-	-
Expiry/termination of lease contracts	到期/終止租賃合約	-	-	-	-	(367)	(2)	(369)
Less: Elimination of accumulated depreciation on revalued bank premises	減：抵銷行址重估的累計折舊	-	(35)	-	(35)	-	-	(35)
Exchange adjustments	匯兌調整	(1)	(303)	(173)	(476)	(59)	-	(536)
At 31st December, 2022	於2022年12月31日	5,166	8,064	6,478	14,542	1,304	25	21,037
Accumulated depreciation and amortisation	累計折舊及攤銷							
At 1st January, 2022	於2022年1月1日	-	2,378	4,584	6,962	682	11	7,655
Charge for the year (Note 14)	年度內支銷(附註14)	-	139	428	567	290	5	862
Expiry/termination of lease contracts	到期/終止租賃合約	-	-	-	-	(350)	(2)	(352)
Elimination of accumulated depreciation on revalued bank premises	抵銷行址重估的累計折舊	-	(35)	-	(35)	-	-	(35)
Written off on disposal	出售時撇銷	-	(83)	(239)	(322)	-	-	(322)
Exchange adjustments	匯兌調整	-	(110)	(113)	(223)	(24)	-	(247)
At 31st December, 2022	於2022年12月31日	-	2,289	4,660	6,949	598	14	7,561
Net book value at 31st December, 2022	賬面淨值 於2022年12月31日	5,166	5,775	1,818	7,593	706	11	13,476
The gross amounts of the above assets are stated:	上述資產的總額列示如下：							
At cost	按成本	-	7,316	6,478	13,794	1,304	25	15,123
At Directors' valuation – 1989	按董事估值 – 1989年	-	748	-	748	-	-	748
At professional valuation – 2022	按專業估值 – 2022年	5,166	-	-	-	-	-	5,166
		5,166	8,064	6,478	14,542	1,304	25	21,037



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 33. FIXED ASSETS (CONTINUED) 固定資產(續)

		2021							
		Investment properties	Bank premises	Furniture, fixtures and equipment	Sub-total	Right-of-use assets – Bank premises	Right-of-use assets – Furniture, fixtures and equipment	Sub-total	Total
		投資物業	行址	傢俬、裝修及設備	小計	使用權資產 – 行址	使用權資產 – 傢俬、裝修及設備	小計	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Cost or valuation	成本或估值								
At 1st January, 2021	於2021年1月1日	4,961	8,595	6,311	14,906	1,549	26	1,575	21,442
Additions	增置	–	120	485	605	320	1	321	926
Revaluation deficit	重估虧損	(132)	–	–	–	–	–	–	(132)
Disposals	出售	–	(139)	(304)	(443)	–	–	–	(443)
Revaluation surplus on bank premises upon transfer to investment properties (Note 42(b))	行址重估盈餘轉入投資物業(附註42(b))	–	5	–	5	–	–	–	5
Transfer from bank premises to investment properties	由行址轉入投資物業	163	(163)	–	(163)	–	–	–	–
Expiry/termination of lease contracts	到期／終止租賃合約	–	–	–	–	(373)	(2)	(375)	(375)
Less: Elimination of accumulated depreciation on revalued bank premises	減：抵銷行址重估的累計折舊	–	(4)	–	(4)	–	–	–	(4)
Transfer to asset classified as assets held for sale	轉至分類為持有作出售資產	–	–	(102)	(102)	(2)	(2)	(4)	(106)
Exchange adjustments	匯兌調整	–	115	58	173	13	–	13	186
At 31st December, 2021	於2021年12月31日	4,992	8,529	6,448	14,977	1,507	23	1,530	21,499
Accumulated depreciation and amortisation	累計折舊及攤銷								
At 1st January, 2021	於2021年1月1日	–	2,254	4,444	6,698	670	9	679	7,377
Charge for the year (Note 14)	年度內支銷(附註14)	–	149	432	581	368	6	374	955
Expiry/termination of lease contracts	到期／終止租賃合約	–	–	–	–	(361)	(2)	(363)	(363)
Elimination of accumulated depreciation on revalued bank premises	抵銷行址重估的累計折舊	–	(4)	–	(4)	–	–	–	(4)
Written off on disposal	出售時攤銷	–	(63)	(263)	(326)	–	–	–	(326)
Transfer to asset classified as assets held for sale	轉至分類為持有作出售資產	–	–	(69)	(69)	(1)	(2)	(3)	(72)
Exchange adjustments	匯兌調整	–	42	40	82	6	–	6	88
At 31st December, 2021	於2021年12月31日	–	2,378	4,584	6,962	682	11	693	7,655
Net book value at 31st December, 2021	賬面淨值 於2021年12月31日	4,992	6,151	1,864	8,015	825	12	837	13,844
The gross amounts of the above assets are stated:	上述資產的總額列示如下：								
At cost	按成本	–	7,781	6,448	14,229	1,507	23	1,530	15,759
At Directors' valuation – 1989	按董事估值 – 1989年	–	748	–	748	–	–	–	748
At professional valuation – 2021	按專業估值 – 2021年	4,992	–	–	–	–	–	–	4,992
		4,992	8,529	6,448	14,977	1,507	23	1,530	21,499

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## Fair value measurement of properties

## (i) Fair value hierarchy

The following table presents the fair value of the Group's properties measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, *Fair value measurement*. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

Level 1 valuations:	Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date.
Level 2 valuations:	Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available.
Level 3 valuations:	Fair value measured using significant unobservable inputs.

## 物業公平價值之釐定

## (i) 公平價值分級

根據《香港財務報告準則》第十三號「釐定公平價值」三級公平價值分級之分類定義，下表列示本集團於報告期期末按重覆發生基準以釐定物業之公平價值。分類予每一分級之公平價值釐定取決於以下所採用的估值模式的參數之可觀察性及重要性：

第一級估值：	釐定公平價值只採用第一級參數，即於釐定日在活躍市場相同資產或負債的未經調整報價。
第二級估值：	釐定公平價值採用第二級參數，即不符合第一級的可觀察參數，及未採用重要的非可觀察參數。非可觀察參數是指沒有市場資料之參數。
第三級估值：	釐定公平價值採用重要的非可觀察參數。

		Fair value at 31st December, 2022 於2022年12月31日 之公平價值 HK\$ Mn/港幣百萬元	Fair value measurements as at 31st December, 2022 categorised into 於2022年12月31日釐定公平價值之分類		
			Level 1 第一級 HK\$ Mn/港幣百萬元	Level 2 第二級 HK\$ Mn/港幣百萬元	Level 3 第三級 HK\$ Mn/港幣百萬元
<b>Recurring fair value measurement</b>	<b>重覆發生的公平價值釐定</b>				
Investment properties	投資物業				
Commercial – Hong Kong	商業 – 香港	5,154	–	–	5,154
Commercial – Others	商業 – 其他	12	–	–	12
		<b>5,166</b>	<b>–</b>	<b>–</b>	<b>5,166</b>

		Fair value at 31st December, 2021 於2021年12月31日 之公平價值 HK\$ Mn/港幣百萬元	Fair value measurements as at 31st December, 2021 categorised into 於2021年12月31日釐定公平價值之分類		
			Level 1 第一級 HK\$ Mn/港幣百萬元	Level 2 第二級 HK\$ Mn/港幣百萬元	Level 3 第三級 HK\$ Mn/港幣百萬元
<b>Recurring fair value measurement</b>	<b>重覆發生的公平價值釐定</b>				
Investment properties	投資物業				
Commercial – Hong Kong	商業 – 香港	4,978	–	–	4,978
Commercial – Others	商業 – 其他	14	–	–	14
		<b>4,992</b>	<b>–</b>	<b>–</b>	<b>4,992</b>

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 33. FIXED ASSETS (CONTINUED) 固定資產(續)

## Fair value measurement of properties (continued)

## (i) Fair value hierarchy (continued)

During the years ended 31st December, 2022 and 2021, there were no transfers between Level 1 and Level 2, or transfers into or out of Level 3. 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.

All of the Group's investment properties were revalued by independent valuers as at 31st December, 2022 and 2021.

Investment properties in Hong Kong were valued at HK\$5,154 million (2021: HK\$4,978 million) as at 31st December, 2022 by an independent valuer, Savills Valuation and Professional Services Limited, Chartered Surveyors, who has among their staff Fellows of the Hong Kong Institute of Surveyors with recent experience in the location and category of property being valued. The valuation has been incorporated in the financial statements as at 31st December, 2022 and it was performed on an open market value basis. Details of valuation techniques are described below:

## (ii) Information about Level 3 fair value measurement of properties

Investment properties  
投資物業

Valuation techniques  
估值模式

Income capitalisation  
approach  
收入還原法

Unobservable input  
非可觀察輸入參數

Expected market  
rental  
預期市場租金

Capitalisation rate  
還原率

Direct comparison  
approach  
直接比較法

Premium (discount) on  
quality of the buildings  
樓宇質素溢價(折扣)

## Investment properties not under construction

The fair value of investment properties is determined by adoption of the Income Capitalisation Approach whereby the existing rental income of all lettable units of the property are capitalised for their respective unexpired terms of contractual tenancies whilst vacant units are assumed to be let at their respective market rents as at the valuation date. Upon expiry of the existing tenancies, each unit is assumed to be let at its market rent as at the valuation date, which in turn capitalised at the market yield as expected by investors for each type of property. Due consideration has been given to expectations of the renewals of Government lease upon its expiry. The summation of the capitalised value of the term income for the leased portion, the capitalised value of the reversion income as appropriately deferred for the leased portion and the capitalised value for the vacant portion provides the market value of the property.

## 物業公平價值之釐定(續)

## (i) 公平價值分級(續)

2022年及2021年12月31日止年度內，沒有第一級和第二級兩者之間的轉移，亦未有第三級的轉入或轉出。本集團的政策是只確認於報告期末公平價值分級之間發生的轉移。

於2022年及2021年12月31日，所有本集團的投資物業均由獨立估值師估價。

於2022年12月31日，香港投資物業的估值為港幣51.54億元(2021年：港幣49.78億元)。該等物業由獨立估值師—特許測量師第一太平戴維斯估價，其僱員具香港測量師學會士資歷並對估值物業的所在地及類別有近期經驗。估值是以公開市場價值為基礎，並已計入2022年12月31日之賬項內。估值模式詳述如下：

## (ii) 有關第三級釐定公平價值的物業

## 非正在建築中的投資物業

投資物業的公平價值是按採納收入還原法計算，其方法是將現時物業已出租單位之租金收入按其分別未到期租約條款還原，而空置單位則假設於估價日每一單位可按市值租金租出，再根據投資者預期每一類別物業之市場回報來還原。其中已顧及並預期政府之租約於期限屆滿後可續約。出租部分期間收入之還原值、已適當遞延出租部分之歸還收入的還原值及空置部分之還原值之總和計算出物業的市場價值。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

The market rentals of all lettable units are made (a) by reference to the rentals fetched in the property and/or (b) by reference to the lettings of similar properties in the neighbourhood. The capitalisation rate adopted is made by reference to the yields achieved in analysed market sales transactions and the market expectation from property investors. This expected return reflects implicitly the quality of the investment, the expectation of the potential for future rental growth and capital appreciation, operating costs, risk factor and the like.

As a supporting approach to the Income Capitalisation Approach, the Direct Comparison Approach is also adopted as a check for the valuation. Comparable sales transactions of similar properties in the locality are collected and analysed each in terms of a price per square footage. The collected comparables are then adjusted to take account of the discrepancies between the property and comparables in terms of time, location, age, building quality and the like.

The fair value measurement is positively correlated to the market rental and negatively correlated to the capitalisation rate.

The movements during the year in the balance of these Level 3 fair value measurements are as follows:

所有已租出單位市場租金之計算是(a)參考由物業賺取的租金及／或(b)參考鄰近所租出之類同物業。採納之還原率是參考分析市場出售交易得出之回報及物業投資者對市場的預期。此預期回報已潛在地反映投資的質素、預期未來租金增長和資本增值的潛力、營運成本、風險因素及其他。

除收入還原法外，亦採納直接比較法以核實估值。在鄰近可比較類同物業之出售交易會被收集及分析，以計算每一平方呎的價值。已收集之比較資料根據物業及可比較資料的差異，並按時間、位置、樓齡、樓宇質素及其他作調整。

釐定公平價值與市場租金有正面相互關聯及與還原率有負面相互關聯。

年內該等第三級公平價值釐定之餘額變動如下：

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Investment properties – Commercial	投資物業－商業		
– Hong Kong	－香港		
At 1st January	於1月1日	4,978	4,947
Transfer from bank premises to investment properties	由行址轉入投資物業	493	163
Transfer from investment properties to bank premises	由投資物業轉入行址	(139)	–
Revaluation deficit	重估虧損	(178)	(132)
At 31st December	於12月31日	5,154	4,978
Investment properties – Commercial – Others	投資物業－商業－其他		
At 1st January	於1月1日	14	14
Revaluation deficit	重估虧損	(1)	–
Exchange adjustments	匯兌調整	(1)	–
At 31st December	於12月31日	12	14

Fair value adjustment of investment properties is recognised in the line item “valuation losses on investment properties” on the face of the consolidated income statement.

All the losses recognised in the income statement for the year arise from the properties held at the end of the reporting period.

投資物業的公平價值調整在綜合收益表上之「重估投資物業虧損」項下確認。

所有確認於年度收益表之虧損均源自於報告期末持有之物業。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 33. FIXED ASSETS (CONTINUED) 固定資產(續)

## Fair value measurement of properties (continued)

(ii) Information about Level 3 fair value measurement of properties (continued)

The net book value of bank premises and investment properties comprises:

## 物業公平價值之釐定(續)

(ii) 有關第三級釐定公平價值的物業(續)

行址及投資物業的賬面淨值包括：

		2022		2021	
		Investment properties	Bank premises	Investment properties	Bank premises
		投資物業	行址	投資物業	行址
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Freeholds	永久業權				
Held outside Hong Kong	在香港以外地區	12	606	15	607
Leaseholds	租借地				
Held in Hong Kong	在香港				
On long lease (over 50 years)	長期租約(50年以上)	4,003	1,620	4,177	1,610
On medium-term lease (10–50 years)	中期租約(10至50年)	1,151	1,163	800	1,223
Held outside Hong Kong	在香港以外地區				
On long lease (over 50 years)	長期租約(50年以上)	–	13	–	15
On medium-term lease (10–50 years)	中期租約(10至50年)	–	2,363	–	2,685
On short-term lease (below 10 years)	短期租約(10年以下)	–	10	–	11
		5,166	5,775	4,992	6,151

The Group leases out investment properties under operating leases. The leases typically run for an initial period from 1 to 5 years, with an option to renew the leases after that date at which time all terms are renegotiated. None of the leases includes contingent rentals.

Rental income from investment properties held for use under operating leases amounted to HK\$133 million in 2022 (2021: HK\$143 million).

本集團以經營租賃形式租出投資物業。租賃年期通常由1年至5年，到期日後可再續約但其他條款須另議。所有租約並不包括或有租金。

於年內，以經營租賃形式租出的投資物業之租金收入為港幣1.33億元(2021年：港幣1.43億元)。

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

The total future minimum lease payments of investment properties under non-cancellable operating leases are receivable as follows:

以不可撤銷經營租賃作出租的投資物業的未來最低應收租賃付款總額如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Within one year	1年以內	104	108
After one year but within two years	1年以後至2年內	38	55
After two years but within three years	2年以後至3年內	14	16
After three years but within four years	3年以後至4年內	3	5
After four years but within five years	4年以後至5年內	—	3
After five years	5年以後	—	—
		159	187

### 34. OTHER ASSETS 其他資產

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Accrued interest	應計利息	3,537	2,649
Customer liabilities under acceptances	承兌客戶負債	27,796	28,674
Other accounts	其他賬項	8,094	9,068
Less: Impairment allowances (Note 43(a)(ix))	減：減值準備(附註43(a)(ix))	(219)	(132)
– Stage 1	— 第一階段	(15)	(8)
– Stage 2	— 第二階段	(10)	(2)
– Stage 3	— 第三階段	(194)	(122)
		39,208	40,259
Assets held for sale (Note 55)	持有作出售資產(附註55)	27	2,264
		39,235	42,523

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

### 35. FINANCIAL LIABILITIES DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

#### 指定為通過損益以反映公平價值的金融負債

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Deposits and balances of banks	銀行的存款及結餘	4,545	3,639
Certificates of deposits issued	已發行存款證	19,001	32,618
Debt securities issued	已發行債務證券	811	620
		24,357	36,877

Financial liabilities above have been designated as at FVTPL when the Group holds related derivatives at FVTPL, and designation therefore eliminates or significantly reduces an accounting mismatch that would otherwise arise.

當本集團持有指定為通過損益以反映公平價值的相關衍生工具，以上金融負債被指定為通過損益以反映公平價值，而該指定可消除或明顯減少會計錯配的情況。

The amount of change, during the year and cumulatively, in the fair value of financial liabilities designated at FVTPL that is attributable to changes in the credit risk of these liabilities and recognised in other comprehensive income is set out below.

年內及累計結餘，下表列示指定為通過損益以反映公平價值的金融負債的公平價值變動及在其他全面收益表內確認的金額，而該變動是歸屬於該等負債的信貨風險。

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Balance at 1st January	於1月1日結餘	(46)	(32)
Recognised in other comprehensive income during the year	年內在其他全面收益表內確認的金額	73	(18)
Deferred tax	遞延稅項	(12)	4
Balance at 31st December	於12月31日結餘	15	(46)

There was no transfer of cumulative gain or loss within equity due to de-recognition of liabilities designated at FVTPL during the year (2021: Nil).

年內(2021年：無)並未有指定為通過損益以反映公平價值的負債被終止確認，亦未有將其累計盈利或虧損在股東權益內轉賬。

The change in fair value attributable to changes in credit risk on financial liabilities is calculated using the difference between the fair value of the financial liabilities at the reporting date and the present value computed with adjusted asset swap spread.

計算可歸屬於金融負債信貸風險的公平價值變動是根據於報告日該等金融負債的公平價值與經調整資產掉期利率之現值後的差額。

The carrying amount of financial liabilities designated as at FVTPL was HK\$428 million lower than the contractual amount due at maturity (2021: HK\$46 million lower).

於2022年，指定為通過損益以反映公平價值金融負債的賬面值較其到期日之合約金額低港幣4.28億元(2021年：低港幣4,600萬元)。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 36. INCOME TAX IN THE STATEMENT OF FINANCIAL POSITION 財務狀況表內的所得稅

(a) Current taxation in the statement of financial position represents:

(a) 資產負債表內的本年稅項為：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Provision for Hong Kong profits tax for the year	本年度香港利得稅準備	486	514
Provisional profits tax paid	已付暫繳利得稅	(260)	(394)
		226	120
Balance of profits tax provision relating to prior years	以往年度利得稅準備餘額	772	643
Taxation outside Hong Kong	在香港以外稅項	254	195
		1,252	958

(b) Deferred tax assets and liabilities recognised

The components of deferred tax (assets)/liabilities recognised in the consolidated statement of financial position and the movements during the year are as follows:

(b) 遞延稅項資產及負債確認

確認於綜合財務狀況表中遞延稅項(資產)/負債的組成部分及年內之變動如下：

		2022						
Deferred tax arising from:		Depreciation allowances in excess of related depreciation	Revaluation of properties	Impairment losses on financial assets	Revaluation of financial assets at FVOCI	Tax losses	Others	Total
遞延稅項源自：		超過有關折舊的折舊免稅額	物業重估	金融資產的減值損失	按過其他全面收益以反映公平價值金融資產重估	稅損	其他	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
At 1st January, 2022	於2022年1月1日	339	109	(1,515)	282	(303)	(214)	(1,302)
Charged/(credited) to income statement (Note 18(a))	收益表內支銷/(存入)(附註18(a))	15	-	(494)	-	272	33	(174)
Charged/(credited) to reserves (Notes 42(b), (g) and (h))	儲備內支銷/(存入)(附註42(b)、(g)及(h))	-	4	-	(294)	-	12	(278)
Reversal due to disposal of subsidiaries	出售附屬公司的轉回	-	-	-	1	-	1	2
Exchange and other adjustments	匯兌及其他調整	-	-	105	(4)	15	13	129
At 31st December, 2022	於2022年12月31日	354	113	(1,904)	(15)	(16)	(155)	(1,623)



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 36. INCOME TAX IN THE STATEMENT OF FINANCIAL POSITION (CONTINUED)

## 財務狀況表內的所得稅(續)

## (b) Deferred tax assets and liabilities recognised (continued)

## (b) 遞延稅項資產及負債確認(續)

		2021						
Deferred tax arising from:		Depreciation allowances in excess of related depreciation	Revaluation of properties	Impairment losses on financial assets	Revaluation of financial assets at FVOCI	Tax losses	Others	Total
遞延稅項源自：		超過有關折舊的折舊免稅額	物業重估	金融資產的減值損失	按通過其他全面收益以反映公平價值金融資產重估	稅損	其他	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
At 1st January, 2021	於2021年1月1日	345	115	(1,387)	122	(540)	(217)	(1,562)
Charged/(credited) to income statement (Note 18(a))	收益表內支銷／(存入)(附註18(a))	(7)	–	(91)	–	236	14	152
Charged/(credited) to reserves (Notes 42(b), (g) and (h))	儲備內支銷／(存入)(附註42(b)、(g)及(h))	–	(6)	–	212	–	(4)	202
Transfer to assets held for sale (Note 55)	轉至持有作出售資產(附註55)	(5)	–	–	–	–	–	(5)
Reversal due to disposal of subsidiaries	出售附屬公司的轉回	6	–	–	(52)	15	–	(31)
Exchange and other adjustments	匯兌及其他調整	–	–	(37)	–	(14)	(7)	(58)
At 31st December, 2021	於2021年12月31日	339	109	(1,515)	282	(303)	(214)	(1,302)

		2022		2021	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Net deferred tax assets recognised on the statement of financial position	確認於財務狀況表的遞延稅項資產淨額	(1,849)		(1,861)	
Net deferred tax liabilities recognised on the statement of financial position	確認於財務狀況表的遞延稅項負債淨額	226		559	
		(1,623)		(1,302)	

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (c) Deferred tax assets not recognised

The Group has not recognised deferred tax assets in respect of cumulative tax losses of HK\$101 million (2021: HK\$105 million) as it is not probable that future taxable profits against which the losses can be utilised will be available in the relevant tax jurisdiction and entity. Under the current tax legislation, the expiry dates of the tax losses were as follows:

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Expiring within 5 years	於五年內到期	41	33
No expiry date	無到期日	60	72
		101	105

## (c) 未確認遞延稅項資產

由於可能未來沒有適用於有關稅務機關及實體的應課稅溢利以彌補有關虧損，本集團並未確認累計稅損港幣1.01億元(2021年：港幣1.05億元)為遞延稅項資產。根據現時稅務條例，該等稅損的到期日如下：

## 37. OTHER LIABILITIES 其他負債

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Accrued interest payable	應計應付利息	4,155	1,894
Acceptance draft payable	應付承兌票據	27,796	28,674
Impairment allowances on financial guarantee contracts issued and loan commitments issued (Note 43(a)(ix))	已發行的財務擔保及已發行的貸款承擔之減值準備(附註43(a)(ix))	318	174
– Stage 1	– 第一階段	121	133
– Stage 2	– 第二階段	23	24
– Stage 3	– 第三階段	174	17
Liabilities held for sale (Note 55)	持有作出售負債(附註55)	–	1,637
Lease Liabilities	租賃負債	774	884
Other accounts (Note)	其他賬項(註)	16,756	9,652
		49,799	42,915

Note: Include contract liabilities of HK\$2,476 million (2021: HK\$2,625 million) from contracts with customers under HKFRS 15.

註：包括由《香港財務報告準則》第15號所產生的合約負債港幣24.76億元(2021年：港幣26.25億元)。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 38. LOAN CAPITAL 借貸資本

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Subordinated notes/Loss absorbing notes, at amortised cost with fair value hedge adjustments	按攤銷成本及經公平價值對沖調整後列賬的後償票據/吸收虧損票據		
USD500 million fixed rate subordinated notes due 22nd April, 2032 (1)	在2032年4月22日到期的定息5億美元後償票據 (1)	3,691	—
USD250 million fixed rate loss absorbing notes due 7th July, 2028 (2)	在2028年7月7日到期的定息2.5億美元吸收虧損票據 (2)	1,876	—
Subordinated notes at amortised cost without hedging	按攤銷成本列賬及並未對沖的後償票據		
RMB1,500 million fixed rate subordinated notes due 25th April, 2029 (3)	在2029年4月25日到期的定息人民幣15億元後償票據 (3)	1,695	1,833
USD600 million fixed rate subordinated notes due 29th May, 2030 (4)	在2030年5月29日到期的定息6億美元後償票據 (4)	4,665	4,655
		11,927	6,488

The Group has not had any defaults of principal, interest or other breaches with respect to its debt securities during the years ended 31st December, 2022 and 2021.

截至2022及2021年12月31日止年度內本集團對其所發行之債務證券的本金和利息並無違約或不履行。

(1) Loan capital with face value of HK\$3,901 million (US\$500 million) and carrying amount of HK\$3,691 million represents subordinated notes carrying a coupon rate of 4.875% p.a. qualifying as Tier 2 capital and meeting the loss-absorbing capacity requirements issued on 22nd April, 2022 by the Bank. The notes are listed on the Hong Kong Stock Exchange, will mature on 22nd April, 2032 and are callable on 22nd April, 2027. The notes are under fair value hedge accounting and the hedge ineffectiveness of HK\$3.8 million profit was recorded in 2022.

(1) 票面值港幣39.01億元(5億美元)及賬面值港幣36.91億元的借貸資本，是指由本行於2022年4月22日發行年息4.875%，並評定為二級資本及符合吸收虧損能力之要求的後償票據。該等票據於聯交所上市，並將於2032年4月22日到期，可於2027年4月22日贖回。在2022年，因採用公平價值對沖會計法而錄得的無效對沖部分溢利港幣380萬元。

(2) Loan capital with face value of HK\$1,951 million (US\$250 million) and carrying amount of HK\$1,876 million represents non-preferred loss-absorbing capacity notes carrying a coupon rate of 5.125% p.a. and meeting the loss-absorbing capacity requirements issued on 7th July, 2022 (traded on 28th June, 2022) by the Bank. The notes are listed on the Hong Kong Stock Exchange, will mature on 7th July, 2028 and are callable on 7th July, 2027. The notes are under fair value hedge accounting and the hedge ineffectiveness of HK\$0.1 million profit was recorded in 2022.

(2) 票面值港幣19.51億元(2.5億美元)及賬面值港幣18.76億元的借貸資本，是指由本行於2022年7月7日發行(於2022年6月28日交易)年息5.125%，及符合吸收虧損能力之要求的非優先吸收虧損能力票據。該等票據於聯交所上市，並將於2028年7月7日到期，可於2027年7月7日贖回。在2022年，因採用公平價值對沖會計法而錄得的無效對沖部分溢利港幣10萬元。

(3) Loan capital of face value of HK\$1,696 million (RMB1,500 million) and carrying amount of HK\$1,695 million (2021: HK\$1,833 million) represents subordinated notes carrying a coupon of 4.94% p.a. issued on 25th April, 2019 by the Bank's subsidiary, The Bank of East Asia (China) Limited. The notes will mature on 25th April, 2029 and are callable on 25th April, 2024.

(3) 票面值港幣16.96億元(人民幣15億元)及賬面值港幣16.95億元(2021年：港幣18.33億元)的借貸資本，是指由本行附屬公司東亞中國於2019年4月25日發行年息4.94%的後償票據。該等票據將於2029年4月25日到期，可於2024年4月25日贖回。

(4) Loan capital of face value of HK\$4,681 million (US\$600 million) and carrying amount of HK\$4,665 million (2021: HK\$4,655 million) represents subordinated notes carrying a coupon of 4% p.a. qualifying as Tier 2 capital and meeting the loss-absorbing capacity requirements issued on 29th May, 2020 by the Bank. The notes are listed on the Hong Kong Stock Exchange, will mature on 29th May, 2030 and are callable on 29th May, 2025.

(4) 票面值港幣46.81億元(6億美元)及賬面值港幣46.65億元(2021年：港幣46.55億元)的借貸資本，是指由本行於2020年5月29日發行年息4%，並評定為二級資本及符合吸收虧損能力之要求的後償票據。該等票據於聯交所上市，並將於2030年5月29日到期，可於2025年5月29日贖回。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 39. EQUITY SETTLED SHARE-BASED TRANSACTIONS 以股份為基礎作支付的交易

The Bank has adopted Staff Share Option Schemes (the “Schemes”) whereby the Board of the Bank may at its discretion grant to any employees, including Executive Director(s) and Co-Chief Executives, of the Group options to subscribe for ordinary shares of the Bank. Except as provided otherwise in the rules of the relevant Scheme(s), share options granted under the 2011 Scheme, 2016 Scheme and 2021 Scheme may be exercised beginning on the Vesting Date and ending on the fifth anniversary of the Vesting Date. All options were granted for nil consideration.

本行所採納的僱員認股權計劃(「計劃」)是董事會可酌情授出認股權予本集團之任何僱員，包括執行董事及聯席行政總裁，以認購本行普通股股份。除有關計劃的規則另有規定外，根據2011年計劃、2016年計劃及2021年計劃所授予的認股權的行使期限為歸屬日開始至歸屬日的第5周年止。所有認股權均以不計價款形式發出。

## (a) Particulars of share options:

(i) Share options granted in years 2014 to 2021:

## (a) 認股權詳情：

(i) 在2014年至2021年所授予的認股權：

Date of grant 授予日期	Tranche 部分	Vesting period 有效期	Exercise period 行使期	Exercise price per share 每股行使價 HK\$ 港幣元
02/5/2014	T3	02/5/2014 – 01/5/2017	02/5/2017 – 02/5/2022	32.50
04/5/2015	T2	04/5/2015 – 03/5/2017	04/5/2017 – 04/5/2022	34.15
04/5/2015	T3	04/5/2015 – 03/5/2018	04/5/2018 – 04/5/2023	34.15
08/4/2016	T1	08/4/2016 – 07/4/2017	08/4/2017 – 08/4/2022	28.45
08/4/2016	T2	08/4/2016 – 07/4/2018	08/4/2018 – 08/4/2023	28.45
08/4/2016	T3	08/4/2016 – 07/4/2019	08/4/2019 – 08/4/2024	28.45
07/4/2017	T1	07/4/2017 – 06/4/2018	07/4/2018 – 07/4/2023	32.25
07/4/2017	T2	07/4/2017 – 06/4/2019	07/4/2019 – 07/4/2024	32.25
07/4/2017	T3	07/4/2017 – 06/4/2020	07/4/2020 – 07/4/2025	32.25
10/4/2018	T1	10/4/2018 – 09/4/2019	10/4/2019 – 10/4/2024	32.25
10/4/2018	T2	10/4/2018 – 09/4/2020	10/4/2020 – 10/4/2025	32.25
10/4/2018	T3	10/4/2018 – 09/4/2021	10/4/2021 – 10/4/2026	32.25
19/7/2019	T1	19/7/2019 – 18/7/2020	19/7/2020 – 19/7/2025	22.45
19/7/2019	T2	19/7/2019 – 18/7/2021	19/7/2021 – 19/7/2026	22.45
19/7/2019	T3	19/7/2019 – 18/7/2022	19/7/2022 – 19/7/2027	22.45
07/4/2020	T1	07/4/2020 – 06/4/2021	07/4/2021 – 07/4/2026	16.58
07/4/2020	T2	07/4/2020 – 06/4/2022	07/4/2022 – 07/4/2027	16.58
07/4/2020	T3	07/4/2020 – 06/4/2023	07/4/2023 – 07/4/2028	16.58
13/4/2021	T1	13/4/2021 – 12/4/2022	13/4/2022 – 13/4/2027	17.08
13/4/2021	T2	13/4/2021 – 12/4/2023	13/4/2023 – 13/4/2028	17.08
13/4/2021	T3	13/4/2021 – 12/4/2024	13/4/2024 – 13/4/2029	17.08

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 39. EQUITY SETTLED SHARE-BASED TRANSACTIONS (CONTINUED) 以股份為基礎作支付的交易(續)

## (a) Particulars of share options: (continued)

(ii) Share options granted in year 2022:

## (a) 認股權詳情：(續)

(ii) 在2022年所授予的認股權：

Date of grant 授予日期	Tranche 部分	Vesting period 有效期	Exercise period 行使期	Exercise price per share 每股行使價 HK\$ 港幣元
12/4/2022	T1	12/4/2022 – 11/4/2023	12/4/2023 – 12/4/2028	12.17
12/4/2022	T2	12/4/2022 – 11/4/2024	12/4/2024 – 12/4/2029	12.17
12/4/2022	T3	12/4/2022 – 11/4/2025	12/4/2025 – 12/4/2030	12.17

## (b) The number and weighted average exercise prices of share options are as follows:

## (b) 已行使認股權的數目及加權平均行使價如下：

		2022		2021	
		Weighted average exercise price 加權平均行使價 HK\$ 港幣元	Number of options 認股權數目 Million 百萬	Weighted average exercise price 加權平均行使價 HK\$ 港幣元	Number of options 認股權數目 Million 百萬
Outstanding at the beginning of the year	年初結餘	26.57	36	28.64	38
Exercised during the year	年內行使	—	—	—	—
Granted during the year	年內授予	12.17	16	17.08	4
Lapsed during the year	年內失效	32.04	(5)	32.58	(6)
Outstanding at the end of the year	年末結餘	21.08	47	26.57	36
Exercisable at the end of the year	年末可供行使	27.24	27	29.68	27

There were no share options exercised during the years 2022 and 2021.

於2022年及2021年並無認股權被行使。

The options outstanding at 31st December, 2022 had an exercise price from HK\$12.17 to HK\$34.15 (2021: from HK\$16.58 to HK\$34.15) and a weighted average remaining contractual life of 3.91 years (2021: 3.24 years).

於2022年12月31日，尚未行使認股權的行使價由港幣12.17元至港幣34.15元(2021年：由港幣16.58元至港幣34.15元)，及剩餘合約年期之加權平均數為3.91年(2021年：3.24年)。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (c) Fair value of share options and assumptions

The fair value of services received in return for share options granted is measured by reference to the fair value of share options granted. The estimate of the fair value of the share options granted is measured based on a trinomial lattice model. The contractual life of the option is used as an input into this model.

## (c) 認股權的公平價值及假設

獲得服務以換取認股權的公平價值按授予認股權的公平價值計量。授予認股權之估計公平價值按三項式期權定價模式。認股權的合約年期為該定價模式的參數。

		2022	2021
Fair value at measurement date	於計量日的公平價值		
– Tranche 1	– 部分 1	HK\$ 港幣 1.65 元	HK\$ 港幣 5.05 元
– Tranche 2	– 部分 2	HK\$ 港幣 1.50 元	HK\$ 港幣 5.34 元
– Tranche 3	– 部分 3	HK\$ 港幣 1.30 元	HK\$ 港幣 5.57 元
Share price at measurement date	於計量日的股價	HK\$ 港幣 12.17 元	HK\$ 港幣 17.08 元
Exercise price	行使價	HK\$ 港幣 12.17 元	HK\$ 港幣 17.08 元
Expected volatility	預計波幅	25.12%	36.72%
Option life	認股權年期		
– Tranche 1	– 部分 1	6 years 年	6 years 年
– Tranche 2	– 部分 2	7 years 年	7 years 年
– Tranche 3	– 部分 3	8 years 年	8 years 年
Expected dividends	預計股息	16.06%–18.69%	3.24%–3.69%
Risk-free interest rate (based on Hong Kong Government Bonds)	無風險利率(根據香港政府債券)	2.67%–2.69%	0.97%–1.29%

The expected volatility is based on the historic volatility and the expected dividends are based on historical dividends prior to grant date. Changes in the subjective input assumptions could materially affect the fair value estimate.

預計波幅是根據過往之波幅及按在發行日前過往股息的預計股息。主觀輸入假設的變動可能重大影響公平價值的估計。

Share options were granted under a service condition. This condition has not been taken into account in the grant date fair value measurement of the services received. There were no market conditions associated with the share option grants.

認股權的授予須符合服務條件。該服務條件並未納入計算於授予日獲得服務的公平價值。授予認股權與市場情況並無關係。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 40. SHARE CAPITAL 股本

		2022		2021	
		No. of shares		No. of shares	
		股份數目		股份數目	
		Million 百萬	HK\$ Mn 港幣百萬元	Million 百萬	HK\$ Mn 港幣百萬元
Ordinary shares, issued and fully paid: 已發行及繳足普通股：					
At 1st January 於1月1日		2,923	41,645	2,917	41,557
Shares issued in lieu of dividend 以股代息發行的股份		19	211	6	88
Share repurchased and cancelled 股份回購和註銷		(262)	—	—	—
At 31st December 於12月31日		2,680	41,856	2,923	41,645

## Share buy-back

On 28th March, 2022, the Bank executed a share buy-back deed with Elliott Investment Management's affiliate entities to repurchase 246,510,173 shares of the Bank. The share buy-back transaction was completed on 11th April, 2022 at a consideration of HK\$2,904 million. Together with the direct transaction cost of approximately HK\$12 million, a total amount of HK\$2,916 million was accounted for as deduction from retained profits. The shares repurchased were cancelled on 20th April, 2022.

Pursuant to the general mandate granted to the Board by the Shareholders at the 2022 annual general meeting held on 6th May, 2022, the Bank initiated an on-market buy-back of its Shares in an amount of up to HK\$500 million, depending on the then prevailing market conditions. As at 31st December, 2022, 15,744,800 shares had been repurchased on the Hong Kong Stock Exchange at a consideration of HK\$134 million. Together with the direct transaction cost of approximately HK\$1 million, a total amount of HK\$135 million was accounted for as deduction from retained profits.

## 股份回購

於2022年3月28日，本行與Elliott Investment Management之附屬公司簽署了股份回購協議，回購本行246,510,173股股份。股份回購交易已於2022年4月11日完成，總代價為港幣29.04億元。連同直接交易成本約港幣1,200萬元，總額為港幣29.16億元，已從留存溢利中扣除。回購的股份已於2022年4月20日註銷。

根據股東在2022年5月6日舉行的2022年股東周年常會上授予董事會的一般性授權，本行發起不超過港幣5.00億元的場內股份回購，具體取決於當時的市況。截至2022年12月31日，本行已於香港聯交所回購15,744,800股股份，代價為港幣1.34億元。連同直接交易成本約港幣100萬元，總額為港幣1.35億元已從留存溢利中扣除。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

Below table shows the details of the shares repurchased and cancelled during 2022.

下表列載 2022 年已回購和註銷股份之詳情。

Month		Number of shares	Highest price paid per share	Lowest price paid per share	Average price paid per share	Aggregate price paid
月份		股數	每股支付的最 高價格	每股支付的 最低價格	每股支付的 平均價格	支付總額
			HK\$ 港幣	HK\$ 港幣	HK\$ 港幣	HK\$ Mn 港幣百萬元
Share repurchased:	已回購股份：					
Off-market share buy-back	場外股份回購					
– April 2022	– 2022 年 4 月	246,510,173	n/a 不適用	n/a 不適用	11.78	2,904
On-market share buy-back	場內股份回購					
– October 2022	– 2022 年 10 月	5,829,200	8.93	7.52	8.28	48
– November 2022	– 2022 年 11 月	6,194,200	9.03	7.42	8.32	51
– December 2022	– 2022 年 12 月	3,721,400	9.58	8.91	9.31	35
– Settled	– 已結算	3,525,200				33
– Not yet settled at year end	– 於年末尚未結算	196,200				2
		15,744,800				134
Share cancelled	已註銷股份	261,568,773				

The total numbers of shares repurchased and cancelled in 2022 were 262,254,973 and 261,568,773 respectively, representing 8.97% and 8.95% of the ordinary shares in issue. The remaining 686,200 shares repurchased in 2022 were cancelled on 9th January 2023.

於 2022 年內回購及註銷之股份總數分別為 262,254,973 股及 261,568,773 股，分別佔已發行普通股的 8.97% 和 8.95%。其餘 2022 年回購之 686,200 股已於 2023 年 1 月 9 日註銷。

#### Staff Share Option Schemes

Pursuant to the approved Staff Share Option Schemes, options to purchase ordinary shares in the Bank were granted to eligible employees. Except as provided otherwise in the rules of the relevant Scheme(s), share options granted under 2011 Scheme, 2016 Scheme and 2021 Scheme will be exercisable during the period beginning on the Vesting Date and ending on the fifth anniversary of the Vesting Date.

There were no options exercised and shares issued under the Schemes during the years 2022 and 2021.

#### 僱員認股權計劃

根據已核准的僱員認股權計劃，認股權授予合格僱員以認購本行的普通股股份。除在有關計劃的規則另有規定外，根據 2011 年計劃、2016 年計劃及 2021 年計劃所授予的認股權的行使期限則由歸屬日開始至歸屬日的第 5 周年止。

於 2022 年和 2021 年，在該等計劃下並無任何認股權和股份被行使和發行。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 41. ADDITIONAL EQUITY INSTRUMENTS 額外股本工具

			2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Additional Tier 1 Capital Securities	額外一級資本工具			
USD500 million undated non-cumulative subordinated capital securities	(1) 5億美元無到期日非累積後償資本證券 (1)		–	3,878
USD650 million undated non-cumulative subordinated capital securities	(2) 6.5億美元無到期日非累積後償資本證券 (2)		5,069	5,069
USD650 million undated non-cumulative subordinated capital securities	(3) 6.5億美元無到期日非累積後償資本證券 (3)		5,021	5,021
			10,090	13,968

(1) On 18th May, 2017, the Bank issued undated non-cumulative subordinated capital securities ("Additional Tier 1 Capital Securities") with a face value of US\$500 million (equivalent to HK\$3,878 million net of related issuance costs). The Additional Tier 1 Capital Securities were undated and bore a 5.625% per annum coupon until the first call date on 18th May, 2022. The Bank fully redeemed the Additional Tier 1 Capital Securities on 18th May, 2022.

(2) On 19th September, 2019, the Bank issued undated non-cumulative subordinated capital securities with a face value of US\$650 million (equivalent to HK\$5,069 million net of related issuance costs). The Additional Tier 1 Capital Securities are undated and bear a 5.875% per annum coupon until the first call date on 19th September, 2024. The coupon will be reset every five years, if the Additional Tier 1 Capital Securities are not redeemed, to a fixed rate equivalent to the then-prevailing five-year US Treasury rate plus 4.257% per annum. The coupon payments may be cancelled at the sole discretion of the Bank. The Additional Tier 1 Capital Securities will be written down if a non-viability event occurs and is continuing. They rank higher than ordinary shares in the event of a winding-up, and meet the loss-absorbing capacity requirement.

The first scheduled coupon payment date was 19th March, 2020 and the coupon shall be payable semi-annually. The Bank has the right to cancel coupon payment (subject to the requirement as set out in the terms and conditions of the Additional Tier 1 Capital Securities) and the coupon cancelled shall not be cumulative. However, the Bank is stopped from declaring dividend to its ordinary shareholders unless the next scheduled coupon payment is paid.

(1) 於2017年5月18日，本行發行面值5億美元(扣除有關發行成本後等值港幣38.78億元)無到期日非累積後償資本工具(「額外一級資本工具」)。該額外一級資本工具是無到期日及附帶5.625%年息率，直至2022年5月18日的第一次收回日。本行於2022年5月18日全數贖回該等額外一級資本工具。

(2) 於2019年9月19日，本行發行面值6.5億美元(扣除有關發行成本後等值港幣50.69億元)無到期日非累積後償資本工具。該額外一級資本工具是無到期日及附帶5.875%年息率，直至2024年9月19日的第一次收回日。如該額外一級資本工具並非按相等於當時五年期美國庫券息率加年息4.257%之固定利率贖回，息率將會按每五年重新釐定。本行可自行決定是否取消支付利息。如出現一項無法經營事件並將會持續，該額外一級資本工具將會被撤銷。該額外一級資本工具在發生清盤事件時比普通股有優先權，及符合吸收虧損能力之要求。

第一次既定派息日為2020年3月19日，每半年派發一次。本行可自行決定是否取消支付利息(受限於發行額外一級資本證券所載規則及條款的要求)及利息是不可累計。但是，除非下次利息按既定日支付，本行不能宣佈派發股息予普通股股東。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

The principal of the Additional Tier 1 Capital Securities will be written off up to the amount as directed or agreed with the HKMA if the HKMA notifies the Bank that in the opinion of the HKMA, the Bank would become non-viable if there is no written off of the principal.

The Bank has a call option to redeem all the outstanding Additional Tier 1 Capital Securities from 19th September, 2024 or any subsequent coupon payment date, but subject to restriction as set out in the terms and conditions.

- (3) On 21st October, 2020, the Bank issued undated non-cumulative subordinated capital securities with a face value of US\$650 million (equivalent to HK\$5,021 million net of related issuance costs). The Additional Tier 1 Capital Securities are undated and bear a 5.825% per annum coupon until the first call date on 21st October, 2025. The coupon will be reset every five years, if the Additional Tier 1 Capital Securities are not redeemed, to a fixed rate equivalent to the then-prevailing five-year US Treasury rate plus 5.527% per annum. The coupon payments may be cancelled at the sole discretion of the Bank. The Additional Tier 1 Capital Securities will be written down if a non-viability event occurs and is continuing. They rank higher than ordinary shares in the event of a winding-up, and meet the loss-absorbing capacity requirement.

The first scheduled coupon payment date was 21st April, 2021 and the coupon shall be payable semi-annually. The Bank has the right to cancel coupon payment (subject to the requirement as set out in the terms and conditions of the Additional Tier 1 Capital Securities) and the coupon cancelled shall not be cumulative. However, the Bank is stopped from declaring dividend to its ordinary shareholders unless the next scheduled coupon payment is paid.

The principal of the Additional Tier 1 Capital Securities will be written off up to the amount as directed or agreed with the HKMA if the HKMA notifies the Bank that in the opinion of the HKMA, the Bank would become non-viable if there is no written off of the principal.

The Bank has a call option to redeem all the outstanding Additional Tier 1 Capital Securities from 21st October, 2025 or any subsequent coupon payment date, but subject to restriction as set out in the terms and conditions.

如金管局通知本行並認為本行如不撤銷額外一級資本工具之本金將無法繼續經營，本行將按金管局的指示或與金管局共同協商後得出之金額從額外一級資本工具之本金中撤銷。

由2024年9月19日或以後任何利息支付日，本行可行使認購權以贖回所有額外一級資本工具之結餘，但須受已列載之條款及細則所規限。

- (3) 於2020年10月21日，本行發行面值6.5億美元(扣除有關發行成本後等值港幣50.21億元)無到期日非累積後償資本工具。該額外一級資本工具是無到期日及附帶5.825%年息率，直至2025年10月21日的第一次收回日。如該額外一級資本工具並非按相等於當時五年期美國庫券息率加年息5.527%之固定利率贖回，息率將會按每五年重新釐定。本行可自行決定是否取消支付利息。如出現一項無法經營事件並將會持續，該額外一級資本工具將會被撤銷。該額外一級資本工具在發生清盤事件時比普通股有優先權，及符合吸收虧損能力之要求。

第一次既定派息日為2021年4月21日，每半年派發一次。本行可自行決定是否取消支付利息(受限於發行額外一級資本工具所載規則及條款的要求)及利息是不可累計。但是，除非下次利息按既定日支付，本行不能宣佈派發股息予普通股股東。

如金管局通知本行並認為本行如不撤銷額外一級資本工具之本金將無法繼續經營，本行將按金管局的指示或與金管局共同協商後得出之金額從額外一級資本工具之本金中撤銷。

由2025年10月21日或以後任何利息支付日，本行可行使認購權以贖回所有資本工具之結餘，但須受已列載之條款及細則所規限。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 42. RESERVES 儲備

		The Group 集團		The Bank 銀行	
		2022	2021	2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(a) General reserve	(a) 一般儲備				
At 1st January	於1月1日	13,658	13,657	13,472	13,471
Transferred from property revaluation reserve on disposals	出售後轉自物業重估儲備	-	1	-	1
At 31st December	於12月31日	13,658	13,658	13,472	13,472
(b) Revaluation reserve on bank premises	(b) 行址重估儲備				
At 1st January	於1月1日	1,905	1,895	1,899	1,891
Recognition of deferred tax assets/(liabilities) (Note 36(b))	確認遞延稅項資產/(負債)(附註36(b))	(4)	6	(4)	6
Transferred to general reserve on disposals	出售後轉入一般儲備	-	(1)	-	(1)
Revaluation surplus on bank premises transferred to investment properties (Note 33)	行址重估盈餘轉入投資物業(附註33)	354	5	-	3
At 31st December	於12月31日	2,255	1,905	1,895	1,899
(c) Statutory reserves	(c) 法定儲備				
At 1st January	於1月1日	5,273	5,055	-	-
Transfer (to)/from retained profits	(撥入)/撥自留存溢利	(135)	218	-	-
At 31st December	於12月31日	5,138	5,273	-	-
(d) Capital reserve	(d) 資本儲備				
At 1st January	於1月1日	895	895	-	-
Transfer to retained profits	撥入留存溢利	-	-	-	-
At 31st December	於12月31日	895	895	-	-
(e) Exchange revaluation reserve	(e) 匯兌重估儲備				
At 1st January	於1月1日	1,058	301	127	162
Exchange adjustments	匯兌調整	(2,880)	757	(252)	(35)
At 31st December	於12月31日	(1,822)	1,058	(125)	127
(f) Capital reserve – staff share options issued	(f) 資本儲備—已發行僱員認股權				
At 1st January	於1月1日	152	157	152	157
Forfeited options transferred to retained profits	已註銷認股權轉入留存溢利	(24)	(24)	(24)	(24)
Additions (Note 14)	增加(附註14)	22	19	22	19
At 31st December	於12月31日	150	152	150	152

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		The Group 集團		The Bank 銀行	
		2022	2021	2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(g) Fair value reserve	(g) 公平價值儲備				
At 1st January	於1月1日	1,925	2,465	1,763	1,687
Changes in fair value of securities	證券的公平價值變動	(1,722)	164	(1,545)	221
Reversal upon disposal	於出售時轉回	13	(492)	(153)	(18)
Recognition of deferred tax assets/ (liabilities) (Note 36(b))	確認遞延稅項資產/ (負債)(附註36(b))	294	(212)	295	(127)
At 31st December	於12月31日	510	1,925	360	1,763
(h) Liability credit reserve	(h) 負債信貸儲備				
At 1st January	於1月1日	(46)	(32)	(46)	(32)
Changes in fair value arising from changes in own credit risk	自身信貸變動產生的 公平價值變動	73	(18)	73	(18)
Recognition of deferred tax assets (Note 36(b))	確認遞延稅項資產 (附註36(b))	(12)	4	(12)	4
At 31st December	於12月31日	15	(46)	15	(46)
(i) Other reserves	(i) 其他儲備				
At 1st January	於1月1日	(82)	83	-	-
Transfer to retained profits	撥入留存溢利	(5)	-	-	-
Share of changes in equity of associates and joint ventures	應佔聯營公司及合資企業 權益的變動	54	(165)	-	-
At 31st December	於12月31日	(33)	(82)	-	-
(j) Retained profits	(j) 留存溢利				
At 1st January	於1月1日	35,395	32,852	28,292	24,580
Net profit for the year	年度內溢利	4,359	5,270	4,296	6,221
Transfer from capital reserve - staff share options issued	撥自資本儲備 - 已發行僱員認股權	24	24	24	24
Transfer from/(to) statutory reserve	撥自/(撥入)法定儲備	135	(218)	-	-
Transfer from other reserves	撥自其他儲備	5	-	-	-
Share buy-back (Note 40)	股份回購(附註40)	(3,051)	-	(3,051)	-
Redemption of Additional Tier 1 capital instruments	贖回額外一級股本工具	(47)	-	(47)	-
Distribution/Dividends (Note 19)	分派/股息(附註19)				
- Interim dividend	- 中期股息	(430)	(1,022)	(430)	(1,022)
- Second interim dividend in respect of prior years	- 上年度第二次中期 股息	(1,023)	(700)	(1,023)	(700)
- Special dividend	- 特別股息	(1,294)	-	(1,294)	-
- Additional Tier 1 capital instruments	- 額外一級資本工具	(708)	(811)	(708)	(811)
At 31st December	於12月31日	33,365	35,395	26,059	28,292
(k) Total reserves	(k) 儲備總額	54,131	60,133	41,826	45,659

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 42. RESERVES (CONTINUED) 儲備(續)

General reserve was set up from the transfer of retained earnings and the realised revaluation surplus on disposal of properties.

Revaluation reserve on bank premises and exchange revaluation reserve have been set up and are dealt with in accordance with the accounting policies adopted for the revaluation of bank premises and foreign currency translation.

Statutory reserves are set up to satisfy the statutory requirements of certain overseas subsidiaries and associates mainly for the purpose of covering unidentified potential losses on risk assets in addition to those recognised under the prevailing accounting requirements in their jurisdictions.

Capital reserve represents the capitalisation of subsidiaries', associates' and joint ventures' reserves.

Capital reserve – staff share options issued comprises the fair value of the actual or estimated number of unexercised share options granted to employees of the Bank recognised in accordance with the accounting policy adopted for share based payment in Note 2(y)(iv).

Fair value reserve comprises the cumulative net change in the fair value of FVOCI securities held until the securities are derecognised and is dealt with in accordance with the accounting policies in Note 2(h).

Liability credit reserve includes the cumulative changes in the fair value of the financial liabilities designated as at FVTPL that are attributable to changes in the credit risk of these liabilities other than those recognised in profit or loss.

Other reserves represent share of changes in equity of associates in respect of investment revaluation reserve and revaluation reserve of bank premises.

A regulatory reserve is maintained to satisfy the provisions of the Hong Kong Banking Ordinance for prudential supervision purposes by earmarking amounts in respect of losses which the Bank will or may incur on loans and advances and investments in addition to impairment losses recognised. Movements in the reserve are earmarked directly through retained earnings and in consultation with the HKMA. As at 31st December, 2022, the effect of this requirement is to restrict the amount of reserves which can be distributed by the Bank to shareholders by HK\$1,742 million (2021: HK\$2,658 million).

At 31st December, 2022, the aggregate amount of reserves available for distribution to equity holders of the Bank was HK\$34,698 million (2021: HK\$37,330 million). After the end of the reporting period the directors declared a second interim dividend of HK\$0.17 per ordinary share (2021: HK\$0.35 per share), amounting to HK\$456 million (2021: HK\$1,023 million). The dividend has not been recognised as a liability at the end of the reporting period.

一般儲備的建立，包括來自留存溢利及出售物業時的已實現重估盈餘。

行址及匯兌重估儲備的建立及處理是根據重估行址和外幣折算所採用的會計政策。

法定儲備是用作滿足若干海外附屬公司及聯營公司之法定要求，主要用途為除按當地現行會計要求下已確認而需額外涵蓋風險資產的不可辨別之可能損失。

資本儲備指附屬公司、聯營公司及合資企業投資儲備的資本化發行。

資本儲備(已發行僱員認股權)包括根據已採納有關附註2(y)(iv)所載以股份為基礎作支付的會計政策確認授予本行僱員之實際或估計未行使認股權數目的公平價值。

公平價值儲備包括持有通過全面收益以反映公平價值證券直至證券被終止確認的累計公平價值變動淨額，有關處理的會計政策已詳載於附註2(h)。

負債信貸儲備包括指定為通過損益以反映公平價值金融負債的累計公平價值變動，而有關於該等負債引致的信貸風險變動並非在收益表內確認。

其他儲備包括應佔聯營公司權益之投資重估儲備及重估行址儲備的變動。

為符合香港《銀行業條例》有關審慎監管的規定，本行需在規管儲備中維持超過已確認減值損失的可能貸款及投資減值損失金額。經諮詢金管局後，儲備的變動已直接在留存溢利內劃定。於2022年12月31日，該要求的影響是要限制本行可派發予本集團股東的儲備，金額為港幣17.42億元(2021年：港幣26.58億元)。

於2022年12月31日，可派發予本行股東的儲備總額為港幣346.98億元(2021年：港幣373.30億元)。在報告期期末後董事宣布派發第二次中期股息每股普通股港幣0.17元(2021年：每股港幣0.35元)，總額達港幣4.56億元(2021年：港幣10.23億元)。於報告期期末並未確認該等股息為負債。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

#### 43. PRINCIPAL RISK MANAGEMENT 主要風險管理

This section presents information on the Group's management of principal risks.

The Group has established a risk governance and management framework in line with the requirements set out by the HKMA and other regulators. This framework is built around a structure that enables the Board and Senior Management to discharge their risk management-related responsibilities with appropriate delegation and checks and balances. These responsibilities include defining risk appetite in accordance with the Group's business strategies and objectives, formulating risk policies that govern the execution of those strategies, and establishing procedures and limits for the approval, control, monitoring, and remedy of risks.

The Risk Committee stands at the highest level of the Group's risk governance structure under the Board. It consists of five independent non-executive directors and two non-executive directors and is chaired by one of the independent non-executive directors. The Risk Committee provides direct oversight over the formulation of the Group's risk appetite, and sets the levels of risk that the Group is willing to undertake with reference to its financial capacity, strategic direction, prevailing market conditions, and regulatory requirements.

The Risk Committee also ensures that the Group's risk appetite is reflected in the policies and procedures that Senior Management adopt to execute their business functions. Through the Group's management committees, including Crisis Management Committee, Risk Management Committee, Credit Committee, Asset and Liability Management Committee, and Operational Risk Management Committee – and with overall co-ordination by the Risk Management Division – the Risk Committee regularly reviews the Group's risk management framework and ensures that all important risk-related tasks are performed according to established policies with appropriate resources.

本部分載述有關本集團主要風險管理的資料。

根據金管局及其他監管機構的規定，本集團已建立風險管治及管理架構。該架構讓董事會及高層管理人員能夠以適當授權和制衡方式履行其與風險管理相關的職責。此等職責包括根據本集團的業務策略及目標設定風險偏好、制定風險政策以管理上述策略的執行，並設立風險審批、控制、監控及補救的程序及限額。

風險委員會為本集團僅次於董事會的最高風險管治機構，成員包括五名獨立非執行董事及兩名非執行董事，並由其中一名獨立非執行董事擔任主席。風險委員會直接監督本集團風險偏好的制定，並因應本集團的財務能力、策略性指引、當前市場情況及監管要求設定可承擔的風險水平。

風險委員會亦確保本集團的風險偏好獲反映於政策及程序上，讓高層管理人員加以採用，以行使其業務職能。透過本集團的各個管理委員會，包括危機管理委員會、風險管理委員會、信貸委員會、資產負債管理委員會及營運風險管理委員會，並在風險管理處的整體協調下，風險委員會定期檢討本集團的風險管理架構，確保所有與風險相關的重要任務是根據現有政策及運用適當資源執行。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

The Crisis Management Committee, Risk Management Committee, Credit Committee, Asset and Liability Management Committee, and Operational Risk Management Committee comprise the Senior Management, the Group Chief Risk Officer and where appropriate senior executives from relevant areas.

The Group has implemented an Enterprise Risk Management framework to identify and manage potential risks in a holistic and effective manner. The ERM framework assists the Group to achieve this, and reinforces the “Three Lines of Defence” risk management model.

The Group has adopted the “Three Lines of Defence” risk management structure to ensure that roles and responsibilities in regard to risk management within the Group are clearly defined. The “Three Lines of Defence” model is summarised as follows:

- The first line of defence comprises the Risk Owners, who are heads of business units or supporting units of the Bank Group, together with staff under their management. They are primarily responsible for the day-to-day risk management of their units, including establishing and executing specific risk control mechanisms and detailed procedures.
- The second line of defence consists of the Risk Controllers who are designated staff responsible for setting out a risk management governance framework, monitoring risks independently and supporting the management committees in their oversight of risk management for the Bank Group.
- The third line of defence is the Internal Audit Division, which is responsible for providing assurance as to the effectiveness of the Group's risk management framework, including risk governance arrangements.

The Group Chief Risk Officer co-ordinates all risk management-related matters of the Group, works closely with the Risk Controllers on the formulation of risk management policies and exercises risk oversight at the Group level through a functional working relationship with all Risk Controllers and Risk Owners.

The Group faces a variety of risks that could affect its franchise, operations, and financial conditions. Under the ERM framework, the principal risks comprise credit risk, interest rate risk, market risk, liquidity risk, operational risk, reputation risk, strategic risk, legal risk, compliance risk, and technology risk.

The Group has formulated policies to identify, measure, monitor, control, and report on the various types of risk and, where appropriate, to allocate adequate capital to cover those risks. The Group's major risk management policies and control limits are approved by the Board and are reviewed and enhanced on a regular basis to cater for market changes, statutory requirements, and best practice in risk management processes. The Board has delegated the responsibility for ongoing risk management to the Risk Committee and the management committees. Significant risk management-related issues must be reported to the Board, which oversees risk management, through the Risk Committee. Moreover, on a daily basis, the Group Chief Risk Officer is responsible for overseeing the Group's risk management issues, which include, but are not limited to, the risk management infrastructure, strategies, appetites, culture, and resources.

危機管理委員會、風險管理委員會、信貸委員會、資產負債管理委員會及營運風險管理委員會由高層管理人員、集團風險總監及(在適當情況下)其他有關方面的高級行政人員組成。

本集團已推行企業風險管理架構，旨在全面有效地識別及管理潛在風險。企業風險管理架構協助本集團達到這目標，以及鞏固「三道防線」風險管理模式。

為確保本集團內與風險管理有關的角色與責任明確分工，本集團已採納「三道防線」風險管理框架。「三道防線」模式概述如下：

- 第一道防線為「風險負責人」，由本集團各業務或後勤單位主管，連同其屬下職員組成，主要負責其業務單位的日常風險管理，包括特定風險管理機制及具體程序的設立及執行。
- 第二道防線為「風險監控人」，由指定的職員組成，負責為本集團制定風險管理管治架構、獨立監控風險及輔助各管理委員會對本銀行集團風險管理的監督。
- 第三道防線為稽核處，負責為本集團風險管理架構(包括風險管治安排)的有效性提供保證。

集團風險總監協調本集團所有與風險管理相關的事務，與各風險監控人就風險管理政策的制定作出緊密協作，並透過與所有風險監控人及風險負責人的職能工作關係，在集團層面監督風險。

本集團面臨可能影響其品牌、營運及財務狀況的各類風險。在企業風險管理架構下，主要風險包括信貸風險、利率風險、市場風險、流動性風險、營運風險、聲譽風險、策略性風險、法律風險、合規風險及科技風險。

本集團已制定政策，以識別、衡量、監察、控制及匯報各類風險，並於適當的情況下調配資本以抵禦該等風險。本集團的主要風險管理政策及控制限額由董事會批准，並定期予以檢討及改善，以配合市場轉變、法定要求，以及達致風險管理程序的最佳做法。董事會已將持續管理風險的責任授予風險委員會及相關的管理委員會。與重要風險管理相關的事項須經由風險委員會上報至監督風險管理的董事會。此外，集團風險總監的日常職責為監督與集團風險管理相關的事項，包括但不限於風險管理基礎架構及策略、風險偏好、風險管治文化及有關資源。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

Stress testing is an integral part of the Group's risk management. The Group regularly performs stress tests on the principal risks, where appropriate, to assess the potential impact of stressed business conditions (including hypothetical situations such as a significant economic downturn in Mainland China and Hong Kong) on the Group's financial positions, in particular, capital adequacy, profitability, and liquidity. Whenever necessary, a prompt management response will be developed and executed to mitigate potential impacts.

**(a) Credit risk management**

Credit risk is the risk of loss arising from a borrower or counterparty failing to meet its obligations.

The Credit Committee is responsible for managing all credit risk-related issues of the Group, while the Credit Risk Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to credit risk. The Group identifies and manages credit risk by defining the target market segment, formulating appropriate credit policies, and carrying out credit assessment and monitoring of asset quality. Credit risk control limits are set for different levels. Risk, return, and market situation are considered when setting all limits. Active limit monitoring is undertaken.

In evaluating the credit risk associated with an individual customer or counterparty, financial strength and repayment ability are always the primary considerations. Credit risk may be mitigated by obtaining collateral from the customer or counterparty.

The Group has established policies, procedures, and rating systems to identify, measure, monitor, control, and report on credit risk. In this connection, guidelines for management of credit risk have been laid down in the Group's Credit Risk Management Manual. These guidelines stipulate delegated lending authorities, credit underwriting criteria, credit monitoring processes, an internal rating structure, credit recovery procedures and a provisioning policy. They are reviewed and enhanced on an ongoing basis to cater for market changes, statutory requirements, and best practice in risk management processes.

壓力測試為本集團風險管理的重要部分。本集團在適當情況下定期對相關的主要風險進行壓力測試，評估受壓營商環境（包括中國內地及香港出現嚴重經濟下滑等假設情景）對本集團的財務狀況，尤其是資本充足性、盈利能力及流動性的潛在影響。有需要時，管理層亦會及時制定並執行應對措施以減低潛在影響。

**(a) 信貸風險管理**

信貸風險是指因借款人或交易對手未能履行其責任而導致損失的風險。

信貸委員會負責管理所有與本集團信貸風險有關的事項，而本集團風險管理處轄下的信貸風險管理部則負責監察與信貸風險有關的活動。本集團透過設定目標市場、制定適當的信貸政策、進行信貸評核，以及監控資產質素，來識別和管理信貸風險。信貸風險控制限額設有不同層次。釐定所有限額時會考慮風險、回報及市場情況，並且採用積極限額監控程序。

在評估與個別客戶或交易對手相關的信貸風險時，其財政實力以及還款能力是主要的考慮因素。此外，客戶或交易對手所提供的抵押品亦有助減低信貸風險。

本集團已制定多項政策、程序及評級系統，以識別、衡量、監察、控制及匯報信貸風險。在此方面，本集團已將信貸風險管理指引詳列於集團的信貸風險管理手冊內，對信貸權限授權、授信標準、信貸監控程序、內部評級架構、信貸追收程序及撥備政策訂下規定。本集團持續檢討和改善該等指引，以配合市場轉變及有關法定要求，及達致風險管理程序的最佳做法。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

The Group's credit risk management for the major types of credit risk is depicted as follows:

## (i) Corporate and financial institutions credit risk

The Group has laid down policies and procedures to evaluate the potential credit risk of a particular counterparty or transaction and to approve the transaction. For corporate and bank customers, the Group has different internal rating systems that incorporate different risk factors (e.g. region of operation, corporate size) and are applied to each counterparty. For exposure classified as Specialised Lending in particular, supervisory slotting criteria are adopted. To monitor credit concentration risk, the Group has preset limits for exposures to individual industries and for borrowers and groups of borrowers. The Group also has a review process to ensure that the level of review and approval is proper and will depend on the size of the facility and rating of the credit.

The Group undertakes on-going credit analysis and monitoring at several levels. The policies are designed to promote early detection of counterparty, industry or product exposures that require special monitoring. The overall portfolio risk as well as individual impaired loans and potential impaired loans are monitored on a regular basis.

## (ii) Retail credit risk

The Group's retail credit policy and approval process are designed for the fact that there are high volumes of relatively homogeneous and small value transactions in each retail loan category. The design of the internal rating system and formulation of credit policies are primarily based on customers' background, credit behaviours and the loss experience of the loan portfolios. The Group monitors its own and industry experience to determine and periodically revise product terms and desired customer profiles.

## (iii) Credit risk of treasury transactions

The credit risk of the Group's treasury transactions is managed in the same way as the Group manages its corporate and financial institutions credit risk. The Group applies an internal rating system to its counterparties and sets individual counterparty limits.

## (iv) Credit-related commitments

The risks involved in credit-related commitments and contingencies are essentially the same as the credit risk involved in extending loan facilities to customers. These transactions are subject to the same credit application, portfolio maintenance and collateral requirements as for customers applying for loans.

## (a) 信貸風險管理(續)

本集團就下列各類主要信貸風險實行信貸風險管理：

## (i) 企業及金融機構信貸風險

本集團已制訂多項政策及程序，以評估特定交易對手或交易的潛在信貸風險，以及決定批核有關交易與否。就企業及銀行客戶而言，本集團已制定不同的內部評級系統(例如經營地區、企業規模)以適用於所有交易對手。專門性借貸的風險承擔則採用監管分類準則。為監控信貸集中的風險，本集團已就個別行業及不同的借款人和借款人團體預設風險承擔限額。本集團亦已釐定檢討程序，為貸款進行適當的檢討和審批。

本集團持續進行多個層次的信貸分析和監控。有關政策旨在盡早發現需要特別監控的交易對手、行業或產品的風險承擔。交易組合的整體風險和個別減值貸款及潛在減值貸款，均定期予以監控。

## (ii) 零售信貸風險

本集團的零售信貸政策和審批程序是因應各類零售貸款中均有大量類似的小額交易而制定的。在設計內部評級系統和制訂信貸政策時，本集團的主要考慮因素包括客戶背景、信貸行為和有關貸款組合過往的損失。本集團監控本身和行業狀況以釐定和定期修訂產品條款和目標客戶組合。

## (iii) 財資交易的信貸風險

本集團採用企業及金融機構信貸風險的管理方法，管理本集團財資交易的信貸風險，包括引用內部評級系統處理交易對手及設定個別交易對手的風險限額。

## (iv) 與信貸有關的承諾

與信貸有關的承諾和或有事項的風險，本質上與提供貸款予客戶時的信貸風險相同。因此，有關交易必須符合客戶申請貸款時所要達到的信貸申請、組合保存和抵押要求。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (v) Concentrations of credit risk

Concentration of credit risk exists when changes in geographic, economic or industry factors similarly affect groups of counterparties whose aggregate credit exposure is material in relation to the Group's total exposures. The Group's credit portfolio is diversified along geographic, industry and product sectors. For analysis of loans and advances to customers by industry sectors and geographical areas, please refer to Notes 28(b) and 28(c) respectively.

The Group monitors its credit concentration risk by adopting appropriate risk control measures, such as setting limits on exposures to different industries and loan portfolios.

## (vi) Maximum exposure

The maximum exposure to credit risk at the end of the reporting period without taking into consideration of any collateral held or other credit enhancements is represented by the carrying amount of each financial asset in the statement of financial position after deducting any impairment allowance. A summary of the maximum exposure is as follows:

## (v) 信貸集中的風險

信貸集中的風險源於交易對手團體受到地區、經濟或行業因素的影響，而該等團體的整體信貸風險承擔對本集團的總體風險承擔至關重要。本集團的信貸組合分散覆蓋不同地區、行業和產品。有關按行業分類及區域分類的客戶貸款及墊款，請分別參閱附註28(b)及28(c)。

本集團一直採用適當的風險控制措施，例如就不同行業和貸款組合釐定限額，以監控信貸集中的風險。

## (vi) 最高風險

於報告期結束日並未計算任何抵押品或其他信貸提升的最高信貸風險，即指每一項已減除任何減值準備的金融資產在財務狀況表的賬面值。最高風險摘要如下：

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cash and balances with banks	現金及在銀行的結存	53,114	54,072
Placements with and advances to banks	在銀行的存款及墊款	60,203	74,742
Trade bills	貿易票據	529	10,772
Trading assets	交易用途資產	1,275	1,632
Derivative assets	衍生工具資產	11,092	3,381
Loans and advances to customers	客戶貸款及墊款	542,394	554,437
Investment securities	投資證券	145,289	145,723
Other assets	其他資產	38,974	42,251
Financial guarantees contracts	財務擔保合約	14,032	24,115
Loan commitments	貸款承擔	338,673	264,767
		1,205,575	1,175,892

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

## (vii) Credit quality analysis

*Credit quality of loans and advances*

The following tables set out information about the credit quality of loans and advances to customers. Unless specifically indicated, the amounts in the table represent gross carrying amounts.

## (a) 信貸風險管理(續)

## (vii) 信貸質素分析

*貸款及墊款的信貸質素*

下表載列貸款及墊款的信貸質素分析。除特別指明者外，表格內的金額為賬面值總額。

		2022							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內之預期信貸損失		信貸不良的合約期內之預期信貸損失		總額	
		Accrued		Accrued		Accrued		Accrued	
		Principal	interest	Principal	interest	Principal	interest	Principal	interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Loans and advances to customers at amortised cost	按攤銷成本計量的客戶貸款及墊款								
- Grades 1-15: Pass	- 1-15級：合格	508,308	1,534	11,543	51	-	-	519,851	1,585
- Grades 16-17: Special Mention	- 16-17級：需要關注	-	-	16,018	95	-	-	16,018	95
- Grade 18: Substandard	- 18級：次級	-	-	-	-	9,498	96	9,498	96
- Grade 19: Doubtful	- 19級：呆滯	-	-	-	-	2,756	97	2,756	97
- Grade 20: Loss	- 20級：虧損	-	-	-	-	891	30	891	30
Total gross carrying amount	賬面值總額	508,308	1,534	27,561	146	13,145	223	549,014	1,903
Impairment allowances	減值準備	(1,084)	(5)	(1,018)	(8)	(4,518)	(123)	(6,620)	(136)
Carrying amount	賬面值	507,224	1,529	26,543	138	8,627	100	542,394	1,767
Market value of collateral held against impaired loans and advances to customers	減值客戶貸款及墊款抵押品市值					5,901			

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內 之預期信貸損失		信貸不良的合約期內 之預期信貸損失		總額	
		Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Loans and advances to customers at amortised cost</b>	<b>按攤銷成本計量的客戶貸款及墊款</b>								
- Grades 1-15: Pass	- 1-15級：合格	512,975	1,001	23,845	58	-	-	536,820	1,059
- Grades 16-17: Special Mention	- 16-17級：需要關注	-	-	6,011	16	-	-	6,011	16
- Grade 18: Substandard	- 18級：次級	-	-	-	-	4,324	24	4,324	24
- Grade 19: Doubtful	- 19級：呆滯	-	-	-	-	1,563	50	1,563	50
- Grade 20: Loss	- 20級：虧損	-	-	-	-	90	4	90	4
Total gross carrying amount	賬面值總額	512,975	1,001	29,856	74	5,977	78	548,808	1,153
Impairment allowances	減值準備	(667)	(3)	(527)	(1)	(3,177)	(54)	(4,371)	(58)
Carrying amount	賬面值	512,308	998	29,329	73	2,800	24	544,437	1,095
Market value of collateral held against impaired loans and advances to customers	減值客戶貸款及墊款抵押品市值					3,656			

Collateral includes any tangible security that carries a fair market value and is readily marketable. This includes (but is not limited to) cash and deposits, stocks and bonds, mortgages over properties and charges over other fixed assets such as plant and equipment. Where collateral values are greater than gross loans and advances to customers, only the amount of collateral up to the gross loans and advances is included.

#### Credit quality of financial assets other than loans and advances

The following tables set out the credit analysis for financial assets other than loans and advances to customers, measured at amortised cost and FVOCI. Unless specifically indicated, for financial assets, the amounts in the table represent gross carrying amounts/fair value. For loan commitment and financial guarantee contracts, the amounts in the table represent the amounts committed or guaranteed, respectively.

抵押品包括任何具公平價值及可隨時出售的有形抵押品。這些抵押品包括(但不限於)現金及存款、股票及債券、物業按揭及其他固定資產如器材及設備之押記。倘抵押品價值高於客戶貸款及墊款總額，則只計入最高達貸款及墊款總額的抵押品金額。

除貸款及墊款外的金融資產的信貸質素下表載列除貸款及墊款外並按攤銷成本及通過其他全面收益以反映公平價值計量的債務工具的信貸分析。除特別指明者外，就金融資產而言，表格內的金額為賬面值總額／公平價值。就貸款承擔及財務擔保合約而言，表格內的金額分別為所承擔或擔保的金額。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(vii) Credit quality analysis (continued)

Credit quality of financial assets other than loans and advances (continued)

## (a) 信貸風險管理(續)

(vii) 信貸質素分析(續)

除貸款及墊款外的金融資產的信貸質素  
(續)

		2022							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Trade bills measured at amortised cost	按攤銷成本計量的貿易 票據								
- Grades 1-15: Pass	- 1-15級: 合格	41	-	-	-	-	-	41	-
- Grades 16-17: Special Mention	- 16-17級: 需要關注	-	-	-	-	-	-	-	-
- Grade 18: Substandard	- 18級: 次級	-	-	-	-	-	-	-	-
- Grade 19: Doubtful	- 19級: 呆滯	-	-	-	-	-	-	-	-
- Grade 20: Loss	- 20級: 虧損	-	-	-	-	-	-	-	-
Total gross carrying amount	賬面值總額	41	-	-	-	-	-	41	-
Impairment allowances	減值準備	-	-	-	-	-	-	-	-
Carrying amount	賬面值	41	-	-	-	-	-	41	-

  

		2021							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Trade bills measured at amortised cost	按攤銷成本計量的貿易 票據								
- Grades 1-15: Pass	- 1-15級: 合格	560	-	-	-	-	-	560	-
- Grades 16-17: Special Mention	- 16-17級: 需要關注	-	-	-	-	-	-	-	-
- Grade 18: Substandard	- 18級: 次級	-	-	-	-	-	-	-	-
- Grade 19: Doubtful	- 19級: 呆滯	-	-	-	-	-	-	-	-
- Grade 20: Loss	- 20級: 虧損	-	-	-	-	-	-	-	-
Total gross carrying amount	賬面值總額	560	-	-	-	-	-	560	-
Impairment allowances	減值準備	-	-	-	-	-	-	-	-
Carrying amount	賬面值	560	-	-	-	-	-	560	-

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2022							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Trade bills measured at FVOCI	按透過其他全面收益以 反映公平價值計量的 貿易票據								
- Grades 1-15: Pass	- 1-15 級：合格	480	-	8	-	-	-	488	-
- Grade 18: Substandard	- 18 級：次級	-	-	-	-	-	-	-	-
Total carrying amount at fair value	賬面值總額 - 按公平價值	480	-	8	-	-	-	488	-
Impairment allowances	減值準備	-	-	-	-	-	-	-	-

  

		2021							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Trade bills measured at FVOCI	按透過其他全面收益以 反映公平價值計量的 貿易票據								
- Grades 1-15: Pass	- 1-15 級：合格	10,212	-	-	-	-	-	10,212	-
- Grade 18: Substandard	- 18 級：次級	-	-	-	-	-	-	-	-
Total carrying amount at fair value	賬面值總額 - 按公平價值	10,212	-	-	-	-	-	10,212	-
Impairment allowances	減值準備	(2)	-	-	-	-	-	(2)	-

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(vii) Credit quality analysis (continued)

Credit quality of financial assets other than loans and advances (continued)

## (a) 信貸風險管理(續)

(vii) 信貸質素分析(續)

除貸款及墊款外的金融資產的信貸質素  
(續)

		2022							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內 之預期信貸損失		信貸不良的合約期內 之預期信貸損失		總額	
		Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Placements with and advances to banks	在銀行的存款及墊款								
– Grades 1–15: Pass	– 1–15級：合格	60,204	122	–	–	–	–	60,204	122
Total gross carrying amount	賬面值總額	60,204	122	–	–	–	–	60,204	122
Impairment allowances	減值準備	(1)	–	–	–	–	–	(1)	–
Carrying amount	賬面值	60,203	122	–	–	–	–	60,203	122

  

		2021							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內 之預期信貸損失		信貸不良的合約期內 之預期信貸損失		總額	
		Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Placements with and advances to banks	在銀行的存款及墊款								
– Grades 1–15: Pass	– 1–15級：合格	74,743	10	–	–	–	–	74,743	10
Total gross carrying amount	賬面值總額	74,743	10	–	–	–	–	74,743	10
Impairment allowances	減值準備	(1)	–	–	–	–	–	(1)	–
Carrying amount	賬面值	74,742	10	–	–	–	–	74,742	10

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2022			
		12-month ECL 12個月內之 預期信貸損失 HK\$ Mn 港幣百萬元	Lifetime ECL not credit- impaired 非信貸不良的 合約期內 之預期信貸損失 HK\$ Mn 港幣百萬元	Lifetime ECL credit-impaired 信貸不良的 合約期內 之預期信貸損失 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Loan commitments</b>	<b>貸款承擔</b>				
– Grades 1–15: Pass	– 1–15 級：合格	334,520	3,906	–	338,426
– Grades 16–17: Special Mention	– 16–17 級：需要關注	–	373	–	373
– Grade 18: Substandard	– 18 級：次級	–	–	–	–
Total	總額	334,520	4,279	–	338,799
Impairment allowances	減值準備	(107)	(19)	–	(126)
<b>Financial guarantee contracts</b>	<b>財務擔保合約</b>				
– Grades 1–15: Pass	– 1–15 級：合格	12,476	1,058	–	13,534
– Grades 16–17: Special Mention	– 16–17 級：需要關注	–	28	–	28
– Grade 18: Substandard	– 18 級：次級	–	–	662	662
Total	總額	12,476	1,086	662	14,224
Impairment allowances	減值準備	(14)	(4)	(174)	(192)

  

		2021			
		12-month ECL 12個月內之 預期信貸損失 HK\$ Mn 港幣百萬元	Lifetime ECL not credit- impaired 非信貸不良的 合約期內 之預期信貸損失 HK\$ Mn 港幣百萬元	Lifetime ECL credit-impaired 信貸不良的 合約期內 之預期信貸損失 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Loan commitments</b>	<b>貸款承擔</b>				
– Grades 1–15: Pass	– 1–15 級：合格	261,879	2,999	–	264,878
– Grades 16–17: Special Mention	– 16–17 級：需要關注	–	31	–	31
– Grade 18: Substandard	– 18 級：次級	–	–	1	1
Total	總額	261,879	3,030	1	264,910
Impairment allowances	減值準備	(126)	(17)	–	(143)
<b>Financial guarantee contracts</b>	<b>財務擔保合約</b>				
– Grades 1–15: Pass	– 1–15 級：合格	21,433	2,393	–	23,826
– Grades 16–17: Special Mention	– 16–17 級：需要關注	–	–	–	–
– Grade 18: Substandard	– 18 級：次級	–	–	320	320
Total	總額	21,433	2,393	320	24,146
Impairment allowances	減值準備	(7)	(7)	(17)	(31)



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

## (vii) Credit quality analysis (continued)

*Credit quality of financial assets other than loans and advances (continued)*

Credit risk of treasury transactions is managed in the same way as the Group manages its corporate and bank lending risk and risk gradings are applied to the counterparties with individual counterparty limits set.

At the end of the reporting period, the credit quality of investment in debt securities analysed by designation of external credit assessment institution, Moody's Investor Services, or equivalent, is as follows:

## (a) 信貸風險管理(續)

## (vii) 信貸質素分析(續)

*除貸款及墊款外的金融資產的信貸質素(續)*

資金交易的信貸風險管理方法，與本集團管理其企業及銀行借貸的方法一致及風險級別是適用於設有個別對手限額的對手。

於報告期結束日，按照外部信貸評級機構，穆迪投資服務，或相同等級的評級機構，所指定之債務證券投資的信貸質素分析如下：

		2022							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內之預期信貸損失		信貸不良的合約期內之預期信貸損失		總額	
		Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Debt investment securities measured at amortised cost	按攤銷成本計量的債務投資證券								
Aaa	Aaa	-	-	-	-	-	-	-	-
Aa1 to Aa3	Aa1至Aa3	3,210	1	-	-	-	-	3,210	1
A1 to A3	A1至A3	4,068	72	-	-	-	-	4,068	72
Baa1 to Baa3	Baa1至Baa3	2,248	18	-	-	-	-	2,248	18
Below Baa3	Baa3以下	538	7	405	4	193	2	1,136	13
Unrated	無評級	3,584	48	368	8	253	5	4,205	61
Total gross carrying amount	賬面值總額	13,648	146	773	12	446	7	14,867	165
Impairment allowances	減值準備	(66)	(1)	(98)	(2)	(241)	(7)	(405)	(10)
Carrying amount	賬面值	13,582	145	675	10	205	-	14,462	155

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Debt investment securities measured at amortised cost</b>	<b>按攤銷成本計量的 債務投資證券</b>								
Aaa	Aaa	—	—	—	—	—	—	—	—
Aa1 to Aa3	Aa1至Aa3	2,680	—	—	—	—	—	2,680	—
A1 to A3	A1至A3	4,363	80	—	—	—	—	4,363	80
Baa1 to Baa3	Baa1至Baa3	2,464	21	—	—	—	—	2,464	21
Below Baa3	Baa3以下	1,223	17	524	12	—	—	1,747	29
Unrated	無評級	5,433	61	—	—	—	—	5,433	61
Total gross carrying amount	賬面值總額	16,163	179	524	12	—	—	16,687	191
Impairment allowances	減值準備	(97)	(1)	(44)	(1)	—	—	(141)	(2)
Carrying amount	賬面值	16,066	178	480	11	—	—	16,546	189

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(vii) Credit quality analysis (continued)

Credit quality of financial assets other than loans and advances (continued)

## (a) 信貸風險管理(續)

(vii) 信貸質素分析(續)

除貸款及墊款外的金融資產的信貸質素  
(續)

		2022							
		12-month ECL		Lifetime ECL not credit-impaired		Lifetime ECL credit-impaired		Total	
		12個月內之預期信貸損失		非信貸不良的合約期內 之預期信貸損失		信貸不良的合約期內 之預期信貸損失		總額	
		Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest	Principal	Accrued interest
		本金	應計利息	本金	應計利息	本金	應計利息	本金	應計利息
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Debt investment securities measured at FVOCI	按通過其他全面收益以 反映公平價值計量的 債務投資證券								
Aaa	Aaa	7,305	10	-	-	-	-	7,305	10
Aa1 to Aa3	Aa1至Aa3	21,855	37	-	-	-	-	21,855	37
A1 to A3	A1至A3	56,412	798	-	-	-	-	56,412	798
Baa1 to Baa3	Baa1至Baa3	37,906	419	803	9	-	-	38,709	428
Below Baa3	Baa3以下	233	2	228	3	-	-	461	5
Unrated	無評級	2,815	37	-	-	-	-	2,815	37
Total carrying amount at fair value	賬面值總額—按公平價值	126,526	1,303	1,031	12	-	-	127,557	1,315
where impairment allowances included	包括減值準備	(214)	(2)	(41)	-	-	-	(255)	(2)

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021							
		12-month ECL 12個月內之預期信貸損失		Lifetime ECL not credit-impaired 非信貸不良的合約期內 之預期信貸損失		Lifetime ECL credit-impaired 信貸不良的合約期內 之預期信貸損失		Total 總額	
		Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息	Principal 本金	Accrued interest 應計利息
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Debt investment securities measured at FVOCI</b>	<b>按通過其他全面收益以 反映公平價值計量的 債務投資證券</b>								
Aaa	Aaa	7,261	9	–	–	–	–	7,261	9
Aa1 to Aa3	Aa1 至 Aa3	20,891	6	–	–	–	–	20,891	6
A1 to A3	A1 至 A3	57,540	830	–	–	–	–	57,540	830
Baa1 to Baa3	Baa1 至 Baa3	35,530	343	159	2	–	–	35,689	345
Below Baa3	Baa3 以下	80	1	15	–	–	–	95	1
Unrated	無評級	3,336	36	–	–	–	–	3,336	36
Total carrying amount at fair value	賬面值總額—按公平價值	124,638	1,225	174	2	–	–	124,812	1,227
where impairment allowances included	包括減值準備	(184)	(2)	(2)	–	–	–	(186)	(2)
<b>Debt investment securities measured at FVOCI classified as assets held for sale</b>	<b>按通過其他全面收益以 反映公平價值計量的 債務投資證券分類為 持有作出售資產</b>								
Aaa	Aaa	–	–	–	–	–	–	–	–
Aa1 to Aa3	Aa1 至 Aa3	19	–	–	–	–	–	19	–
A1 to A3	A1 至 A3	665	4	–	–	–	–	665	4
Baa1 to Baa3	Baa1 至 Baa3	628	5	–	–	–	–	628	5
Below Baa3	Baa3 以下	–	–	–	–	–	–	–	–
Unrated	無評級	538	3	–	–	–	–	538	3
Total carrying amount at fair value	賬面值總額—按公平價值	1,850	12	–	–	–	–	1,850	12
where impairment allowances included	包括減值準備	(7)	–	–	–	–	–	(7)	–

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

## (vii) Credit quality analysis (continued)

*Credit quality of financial assets other than loans and advances (continued)*

The following table sets out the credit analysis for non-trading financial assets measured at FVTPL.

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
<b>Debt investment securities</b>	<b>債務投資證券</b>		
Aaa	Aaa	—	—
Aa1 to Aa3	Aa1 至 Aa3	—	—
A1 to A3	A1 至 A3	192	352
Baa1 to Baa3	Baa1 至 Baa3	2,963	3,887
Below Baa3	Baa3 以下	—	—
Unrated	無評級	115	126
Total carrying amount at fair value	賬面值總額—按公平價值	3,270	4,365
<b>Debt investment securities classified as assets held for sale</b>	<b>債務投資證券分類為持有作出售資產</b>		
Aaa	Aaa	—	—
Aa1 to Aa3	Aa1 至 Aa3	—	—
A1 to A3	A1 至 A3	—	—
Baa1 to Baa3	Baa1 至 Baa3	—	26
Below Baa3	Baa3 以下	—	—
Unrated	無評級	—	—
Total carrying amount at fair value	賬面值總額—按公平價值	—	26

The following table sets out the credit analysis for trading debt investment securities.

## (a) 信貸風險管理(續)

## (vii) 信貸質素分析(續)

*除貸款及墊款外的金融資產的信貸質素(續)*

下表載列按通過損益以反映公平價值計量的非交易金融資產的信貸分析。

下表載列作交易用途債務投資證券的信貸分析。

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
<b>Debt investment securities</b>	<b>債務投資證券</b>		
Aaa	Aaa	—	—
Aa1 to Aa3	Aa1 至 Aa3	99	—
A1 to A3	A1 至 A3	1,176	1,632
Baa1 to Baa3	Baa1 至 Baa3	—	—
Below Baa3	Baa3 以下	—	—
Unrated	無評級	—	—
Total carrying amount at fair value	賬面值總額—按公平價值	1,275	1,632

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

The following table shows the credit quality of the counterparties to which there were exposures arising from derivative asset transactions

下表載列由衍生工具資產交易所產生之對手信貸質素分析如下。

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Derivative assets</b>	<b>衍生工具資產</b>		
Aa1 to Aa3	Aa1 至 Aa3	<b>8,317</b>	106
A1 to A3	A1 至 A3	<b>1,183</b>	700
Baa1 to Baa3	Baa1 至 Baa3	<b>612</b>	920
Below Baa3	Baa3 以下	—	—
Unrated	無評級	<b>980</b>	1,655
Total carrying amount at fair value	賬面值總額—按公平價值	<b>11,092</b>	3,381

#### *Cash and balances with banks*

At 31st December, 2022, the Group held cash and balances with banks of HK\$54,581 million (2021: HK\$55,091 million), of which 97% (2021: 98%) of cash and balances with banks counterparties that are rated at investment grade, based on Moody's Investor Services, or equivalent ratings.

#### *現金及在銀行的結存*

於2022年12月31日，本集團持有現金及在銀行的結存為港幣545.81億元（2021年：港幣550.91億元）。基於穆迪投資服務或相當的評級，其中97%（2021年：98%）的現金及在銀行交易對手的結存評級為投資評級。

#### (viii) Details of key areas in measurement of ECLs

The Group adopts a forward-looking “expected credit loss” model for measuring and recognising impairment loss to meet the requirement of HKFRS 9.

(viii) 「預期信貸損失」估算中主要之處的詳述  
本集團採納一套具前瞻性的「預期信貸損失」模型以估算和確認《香港財務報告準則》第9號要求的減值。

The impairment requirements of HKFRS 9 are complex and require management judgements, estimates and assumptions, particularly in the following areas, which are discussed in detail below:

《香港財務報告準則》第9號的減值規定具複雜性並需要管理層作出判斷、估算及假設，特別是在以下將會詳述之處：

- Assessing whether the credit risk of an asset has increased significantly since initial recognition; and
- Incorporating forward-looking information into the measurement of ECLs.

- 評估金融資產的信貸風險會否較初始承擔時明顯增加，及
- 整合前瞻性資料以作估算預期信貸損失。

The key inputs into the measurement of ECL are Probability of default (PD); Loss given default (LGD); and Exposure at default (EAD).

「預期信貸損失」估算的關鍵輸入是違責或然率(PD)、違責損失率(LGD)及違責風險承擔(EAD)。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(viii) Details of key areas in measurement of ECLs (continued)

The Group has established a framework to determine whether the credit risk on a particular financial asset has increased significantly since initial recognition (see Note 2(h)(vii)). The framework aligns with the Group's internal credit risk management process.

*Credit risk grades*

For majority of the Group's portfolios, the Group assigns each exposure to a credit risk grade that is determined according to the predicted level of the risk of default. Credit risk grades are defined using qualitative and quantitative factors that are indicative of risk of default. These factors vary depending on the nature of the exposure and the type of borrower.

The table below provides the 12-month Probability of default ("PD") range for each credit risk grade of retail and non-retail portfolios. The table also provides an indicative mapping of how the Group's internal credit risk grades relate to PD and, for the non-retail portfolio, to external credit ratings of Standard & Poor's.

Internal Credit risk grade 內部信用風險等級	Remarks on default risk 違約風險的備註	12-month PD range 12個月PD範圍	External Rating Benchmark 外部評級基準
1-3	Minimal to Low risk 極小至低的風險	0.0000% to 0.0857%	AAA to 至A-
4-8	Moderate risk 適度風險	0.0857% to 0.4290%	BBB+ to 至BBB-
9-11	Substantial risk 略高風險	0.4290% to 1.6500%	BB+ to 至BB-
12-15	High risk 高風險	1.6500% to 8.3531%	B+ to 至B-
16-17	Very High risk 很高風險	8.3531% to 100%	CCC+ to 至C
18-20	Default 違約	100%	D

For the remaining portfolios without credit risk grade assignment, references of peer bank PD estimates of similar portfolios and the long-run average default rate of the portfolios are used.

## (a) 信貸風險管理(續)

(viii)「預期信貸損失」估算中主要之處的詳述(續)

本集團已建立機制以確定某一金融資產的信貸風險是否較初始承擔時明顯增加(詳見附註2(h)(vii))。此機制與本集團的內部信貸風險管理程序吻合。

*信用風險等級*

對於本集團大多數信貸組合，本集團為每一個信貸風險承擔根據違約風險的預測而配定一個信貸風險評級。信用風險等級使用表明違約風險的定性和定量因素來定義。這些因素取決於風險承擔的性質和借款人的類型。

下表提供了零售和非零售投資組合的每個信用風險等級的12個月違約或然率範圍。該表還提供了本集團非零售信貸組合的內部信用風險等級與標準普爾的外部信用評級的指示性參考。

對於餘下沒有信用風險等級分配的信貸組合，我們使用類似信貸組合的同行銀行違約或然率估計的參考或信貸組合的長期平均違約或然率。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

*Generating the term structure of PD*

Credit risk grades are a primary input into the determination of the term structure of PD for exposures. The Group also collects historical performance and default information about portfolios of credit risk exposures analysed by jurisdiction or region and by type of product and borrower as well as by credit risk grading. For some portfolios with no internal data available, information from external data sources is used. In particular,

*違責或然率的期限結構*

信用風險等級是確定違責或然率的期限結構的主要輸入。本集團亦會按司法管轄區或地區收集有關分析的信貸風險承擔，以及產品及借款人類別以及信貸風險評級的歷史表現及違約信息。對於一些沒有內部數據的投資組合，自外部數據源的信息會被使用。特別是，

Portfolio 組合	External data sources 外部數據源
Debt exposures 債務風險承擔	Moody's: Annual default study corporate default and recovery rates
Bank exposures 銀行風險承擔	穆迪：年度違約研究之公司的違約率和恢復率
Sovereign exposures 主權風險承擔	Moody's: Sovereign default and recovery rates
	穆迪：主權債務的違約率和恢復率

The Group deploys statistical models to analyse the data collected and generate estimates of PD of exposures expected to change as a result of the passage of time. The estimation of PD term structure makes use of the annual credit risk grade transition for the portfolios with credit risk grade assignment. For the portfolios without credit risk grade assignment and no credit risk grade transition information available, the PD term structure estimation is referenced to forecasts of economic index relevant to the portfolio.

本集團採用統計模型分析所收集的數據，並產生預計會因時間推移而發生變化的違責或然率的估計值。具有信用風險等級分配的組合，我們利用信用風險等級的年度轉換以估計對的違責或然率期限結構。對於沒有信用風險等級分配的組合或沒有可用的信用風險等級轉換信息。違責或然率期限結構估計參考了與組合相關的經濟指數預測。

LGD is the magnitude of the likely loss if there is a default. For the retail and corporate portfolio with sufficient historical loss and recovery data, the collateral recovery rates and the LGD estimates can be derived. For portfolios with insufficient historical loss and recovery data, either reference to peer bank LGD estimates of the similar portfolios or external data source are used for deriving the LGD estimates.

如果存在違約，違責損失率是可能損失的幅度。對於具有足夠歷史損失和恢復數據的零售和公司投資組合，可以推導出抵押品回收率和違責損失率估計值。對於歷史損失和恢復數據不足的組合，可以使用同行銀行類似組合的違責損失率估計值或外部數據源來推導違責損失率估計值。

For portfolio with individual assessment of credit risk mitigation measures, collateral values are projected for different economic scenarios so as to reflect the LGD estimates under different economic scenarios. For other portfolios, different scenario portfolio LGDs are derived by benchmarking to corresponding LGDs within a long period of historical LGDs.

對於單獨評估信用風險緩解措施的組合，預測不同經濟情景的抵押品價值，以反映不同經濟情景下的違約損失率估計。對於其他組合，不同情景組合違責損失率通過在長期歷史期間對相應的違責損失率進行基準測試而得出。

EAD represents the expected exposure in the event of a default. The EAD of a financial asset is its gross carrying amount at the time of default. For lending commitments or undrawn limit of retail revolving products, the EAD is the potential future amounts that may be drawn under the contract. For financial guarantees, the EAD represents the amount of the guaranteed exposure when the financial guarantee becomes payable. The EAD estimates are adopted using the parameters suggested by BASEL or statistical model based on historical data.

違責風險承擔表示發生違約時的預期風險。金融資產的違責風險承擔是其違約時的賬面值總額。對於貸款承諾或零售周轉產品的未提取限額，違責風險承擔是可能根據合同提取的未來潛在金額。對於財務擔保，違責風險承擔表示財務擔保到期時的擔保風險金額。違責風險承擔估計採用BASEL建議的參數或基於歷史數據的統計模型。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(viii) Details of key areas in measurement of ECLs (continued)

*Significant increase in credit risk*

Exposures are subject to ongoing monitoring, which may result in an exposure being moved to a different credit risk grade when the risk of asset changes. The Group primarily identifies whether a significant increase in credit risk under HKFRS 9 has occurred for an exposure by comparing:

- the credit risk grade at the reporting date; with
- the credit risk grade at the initial recognition of the exposure.

The Group deems the credit risk of a particular exposure to have increased significantly since initial recognition if the current credit risk grade deteriorates by a pre-determined number of notches. The criteria for determining the number of notches may vary by portfolio and include a backstop based on delinquency.

As a backstop, and as required by HKFRS 9, the Group presumptively considers that a significant increase in credit risk occurs no later than when an asset is more than 30 days past due. Also, being Special-mention under HKMA classification is also an indicator of significant increase in credit risk.

The Group monitors the effectiveness of the criteria used to identify significant increases in credit risk by regular review to confirm that:

- the criteria are capable of identifying significant increase in credit risk before an exposure is in default;
- exposures are not generally transferred directly from 12-month ECL measurement to credit-impaired; and
- there is no unwarranted volatility in loss allowance from transfers between 12-month ECL and lifetime ECL measurements.

*Incorporating forward-looking information into the measurement of ECLs*

The Group has identified key drivers of systematic credit risk for each portfolio of financial assets based on an analysis of historical data in which relationship between macro-economic indicators and the systematic credit risk is exhibited.

The Group formulates economic forward looking scenarios for the view of the future direction of major economic indicators such as GDP, unemployment rate, property price index, interest rate and other economic indicators specific to particular portfolio.

## (a) 信貸風險管理(續)

(viii)「預期信貸損失」估算中主要之處的詳述(續)

*明顯增加的信貸風險*

信貸風險承擔會持續受監控並在其風險程度有所改變時被調配至不同的信貸風險評級。在《香港財務報告準則》第9號下，集團識別一個資產的信貸風險是否明顯增加主要透過比較該資產：

- 於結算日的信貸風險評級；和
- 於初始承擔時的信貸風險評級。

如某一資產的現行信貸風險評級已較本集團初始承擔時的評級轉差了超過一個指定數量的級別，本集團視該資產的信貸風險已有明顯增加。不同的資產組合會以不同的級別數量作為衡量標準，並以逾期情況作為預設的基本標準。

在《香港財務報告準則》第9號下，作為一個基本標準，本集團預設某一已逾期超過30日的資產為信貸風險已經明顯增加。此外，在金管局貸款分類制度下成為需要關注貸款也表明信貸風險顯著增加。

本集團監控識別信貸風險增加的衡量標準的有效性，透過定期檢討以確保：

- 衡量標準能在風險承擔違約前識別信貸風險增加；
- 風險承擔一般不會從12個月內之預期信貸損失直接轉為不良信貸；及
- 不會導致減值撥備因為風險承擔在計算12個月內之預期信貸損失和合約期內之預期信貸損失中的轉變時出現不必要的波動。

*整合前瞻性資料以作估算預期信貸損失*  
本集團根據歷史數據對宏觀經濟指標與系統信用風險之間關係進行分析，確定了各金融資產組合的系統信用風險的關鍵驅動因素。

本集團制定經濟前瞻情景，以了解主要經濟指標的未來方向，例如國內生產總值、失業率、房地產價格指數、利率及特定投資組合的其他經濟指標。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

For each portfolio, the key drivers under forward looking scenarios are applied for estimating the systematic credit risk component of an obligor's Probability of Default ("PD") used in calculating ECLs. In addition to PD, relevant macro-economic indicators are used for projection of the collateral value for recovery rate estimates used in ECL calculation.

The Group adopts the use of three economic scenarios. In each region/country where the Group operates, the Group formulates probability for each scenario and forecast the major macro-economic indicators to reflect the Group's forward-looking view on the future business outcomes in that particular region/country under each scenario.

The forecasts of baseline scenario are based on advice from the in-house economic experts and considerations of a variety of actual and forecast information, such as economic data and forecasts published by governmental bodies and monetary authorities in the regions/countries where the Group operates. The Group also takes reference from forecasts by international agencies and private sector analysts as far as possible to formulate a more objective forecast, while taken into account the current domestic and international economic developments, and changes in local economic policies. Autoregressive econometric model is applied as a tool to forecast the equity and property prices movements in the regions/countries concerned.

The baseline scenario represents the most-likely outcome that the Group expects. The corresponding probability is reflecting the confidence of the future uncertainties are being captured in the baseline scenario forecast.

The other scenarios are an optimistic scenario and a pessimistic scenario, to capture the less likely, yet possible, upside and downside divergence from the baseline forecast. These scenarios and their probabilities represent the Group's view that in case the future outcome is outside the expectation as in the baseline scenario, how likely it would be optimistic (i.e. unexpectedly good) or pessimistic (i.e. unexpectedly bad) and how unexpectedly good or unexpectedly bad outcomes will be, based on current economic outlook, potential domestic and international economic and political risks affecting the regions/countries the Group has business presence, and the strength of a region/country's fundamentals to weather through crises. Forecasts for these two scenarios are mainly derived based on a modification of the Bank of England's fan chart model, where the Group's economic research team assumes the divergences from the baseline scenario are derived from historical volatility of the data series. The spread for the pessimistic scenario is greater than that of the optimistic scenario to reflect the Group's prudent view against downside risks.

The baseline, optimistic and pessimistic scenarios are updated quarterly to timely reflect a change in the current economic sentiment locally and internationally.

對於每個投資組合，前瞻性情景下的關鍵驅動因素將用於估算債務人的違約概率的系統信用風險部分以用於計算預期信貸損失。除違約概率外，相關的宏觀經濟指標將用於預測抵押品價值以估算回收率並使用作計算預期信貸損失。

本集團會採納使用三個經濟情景。在本集團經營的每個地區／國家，本集團將為每個情景制定情景的可能性並預測主要的宏觀經濟指標，以反映集團在每種情景下，該地區／國家未來業務成果的前瞻性觀點。

基準情景的預測是根據本集團經濟專家的建議和對各種外部實際和預測信息的考慮，例如本集團經營所在地區／國家的政府機構和金融管理局公佈的經濟數據和預測。同時，本集團盡可能參考國際機構及私營機構分析師的預測，以及考慮現時本地及海外經濟發展情況、當地經濟政策的轉變。至於相關地區或國家的股票及樓價指數，則使用自迴歸經濟模型作出估算。

基準情景是代表本集團預期中的最具可能性的結果。其相對應的機會率反映了集團在預測基準情景中對未來不確定性的掌握置信度。

其他情景是一個樂觀情景和一個悲觀情景。在這些情景中，我們對可能性較低、卻可能發生的上行和下行狀況作出預測。這些情景及其機會率代表了集團的觀點，即當未來結果超出基準情景預期時，經濟將傾向樂觀（即出乎意料的好）或悲觀（即出乎意外的差）的可能性有多大，以及出乎意料的好或意外的壞的結果將會是怎樣，基於當前的經濟前景、潛在的國內外經濟及政治風險，及其對本集團有業務之地區／國家的影響，並且這些地區／國家的經濟面、應付危機的能力。這兩種情景的預測主要是以英倫銀行扇形圖模型為基礎再修改而來。本集團的經濟研究團隊基於數據列的歷史波動來假設兩種情景與基準情景的差距來自數據列的歷史波動。其中，悲觀情景的差距大於樂觀情景，反映集團對下行風險持謹慎態度。

基準、樂觀及悲觀情景會每季度更新，以及時反映當地及國際經濟情緒的變化。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(viii) Details of key areas in measurement of ECLs (continued)

*Incorporating forward-looking information into the measurement of ECLs (continued)**Baseline Scenario – Hong Kong*

Hong Kong's economy recorded a worse than expected contraction. Despite the government gradually relaxing pandemic control measures and disbursing another round of consumption vouchers, Hong Kong's economic recovery in 2022 was held back by the pandemic, a rapidly tightening global monetary environment, escalating geopolitical tensions, highly volatile global financial markets, and weak consumer spending and business sentiment, etc. Among the major expenditure components, the economic contraction was mainly attributable to the weak external sector and investment performance, while domestic private consumer spending stayed largely stagnant.

Looking forward, Hong Kong's economic outlook remains uncertain. On one hand, Hong Kong's domestic economic activities and employment market are expected to further recover if the pandemic situation continues to stabilize and its negative impacts fade. Together with the gradual resumption of quarantine free travel as well as additional government support measures, Hong Kong's domestic economic activity is expected to recover more meaningfully. On the other hand, the external environment is still expected to be weighed by the ongoing geopolitical tensions, a rapidly tightening monetary environment, potential energy shortage, highly volatile global financial markets, and other headwinds, leading to further downside pressure. Overall, Hong Kong's economic performance is expected to stage a notable recovery in 2023, while inflation remaining moderate.

*Baseline Scenario – Mainland China*

Mainland China's economy was affected by the ongoing pandemic, prolonged property market correction, and global economic slowdown. Industrial sector and infrastructure investment played a major role in economic recovery, while services and real estate lagged somewhat behind. As such, the Mainland authorities have enhanced its supportive measures to accelerate investment, alleviate financial pressure on enterprises, and stabilize demand in the property market, with additional support to finance infrastructure investment. The People's Bank of China (PBoC) has reduced its loan prime rates and reserve requirement ratio. Furthermore, housing policy restrictions at the city level have also been gradually relaxed, indicating a strong intention to stabilize the property markets.

Looking ahead, Mainland China's economic outlook will still be hinged by the evolving pandemic condition, property market performance, slowing global economic outlook, escalating geopolitical tensions, and other persistent headwinds. Since November 2022, the Mainland authorities have introduced a more meaningful change to the policy stance for optimizing the pandemic control work and expanding funding support for quality property developers. With stability remains a priority objective, more supportive macro policy stance, particularly boosting domestic demand, is expected in 2023. In the post-pandemic era, the Mainland China will continue to focus on dual circulation strategy as well as innovation and technology-driven growth for its next stage of economic development. Overall, Mainland China's economic growth is expected to record a more respective growth in 2023, with inflation remaining moderate.

## (a) 信貸風險管理(續)

(viii)「預期信貸損失」估算中主要之處的詳述(續)

*整合前瞻性資料以作估算預期信貸損失(續)**基準情景－香港*

香港經濟表現較預期差，並陷入收縮。儘管受惠於防疫措施放寬及新一輪消費券，2022年香港經濟復甦步伐仍受多項因素困擾，包括疫情、全球貨幣環境迅速收緊、地緣政治局勢升溫、環球金融市場波動、以及消費及營商氣氛疲弱等。按主要開支組成部分劃分，外需及投資疲弱是經濟收縮的主因，而私人消費則仍然停滯。

展望未來，香港經濟前景仍然不明朗。一方面，若疫情持續穩定及其負面影響逐漸減退，本地經濟活動及就業市場有望進一步復甦。再者，入境人士隔離要求逐步放寬，以及特區政府推出支持經濟的措施，亦料將帶動本地經濟活動復甦。另一方面，外圍環境將面對高度不確定性，包括地緣政治緊張局勢、貨幣政策迅速收緊、潛在能源短缺、以及全球金融市場大幅波動等，勢將增加香港經濟下行壓力。整體而言，2023年香港經濟料將明顯復甦，通脹則維持溫和。

*基準情景－內地*

內地經濟受疫情反覆、房地產市場調整及全球經濟放緩所困擾。工業及基建投資擔當推動經濟增長的重要角色，服務業及房地產復甦則有所滯後。故此，內地當局加大政策支持力度以促進投資、紓緩企業財務壓力、穩定房地產市場需求及支持基建投資，中國人民銀行亦已下調貸款市場報價利率及存款準備金率。此外，地方政府亦逐步放寬其樓市政策，以穩定樓市表現。

展望未來，內地經濟前景仍視乎疫情、房地產市場表現、全球經濟前景放緩及地緣政治緊張局勢等因素。自2022年11月起，內地當局對疫情防控和房地產政策的取態有所轉變，分別有序優化疫情防控措施及加強支持財政狀況較佳的開發商。由於穩定經濟仍然是主要的政策目標，預計內地當局將於2023年推出更多宏觀政策措施，特別是推動擴大內需。於後疫情時期，內地將積極實施雙循環發展戰略，重點發展創新科技產業，推動經濟下一階段的发展。整體而言，2023年內地經濟將實現更明顯的復甦，通脹壓力則仍然溫和。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

*Forecast of Key Macroeconomic Indicators (3 years average (2023 – 2025))*

*主要宏觀經濟指標預測 (3年平均 (2023 – 2025))*

Scenario 情景	Macroeconomic Indicator 宏觀經濟指標	Hong Kong 香港	China 中國
Optimistic 樂觀情景	GDP (YoY growth) 國內生產總值增長	6.2%	6.7%
	Property Price Index (Compounded annual growth rate) 房地產價格指數(複合年均增長率)	2.5%	2.8%
	Unemployment Rate 失業率	2.3%	5.0%
	3-month Interest Rate 3個月期利率	5.9%	4.7%
Baseline 基準情景	Real GDP (YoY growth) 國內生產總值增長	3.0%	5.0%
	Property Price Index (Compounded annual growth rate) 房地產價格指數(複合年均增長率)	-1.0%	1.3%
	Unemployment Rate 失業率	3.1%	5.1%
	3-month Interest Rate 3個月期利率	4.5%	3.6%
Pessimistic 悲觀情景	GDP (YoY growth) 國內生產總值增長	-0.3%	3.4%
	Property Price Index (Compounded annual growth rate) 房地產價格指數(複合年均增長率)	-4.8%	-0.3%
	Unemployment Rate 失業率	4.2%	5.2%
	3-month Interest Rate 3個月期利率	4.1%	2.5%

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

## (ix) Impairment allowances reconciliation

The following tables show reconciliations from the opening to the closing balance of the impairment allowance by type of financial instrument. The reconciliation is prepared by comparing the position of impairment allowance between 1st January and 31st December at transaction level. Transfers between different stages of ECL are deemed to occur at the beginning of the year and therefore amounts transferred net to zero. The re-measurement of ECL resulting from a change in ECL stage is reported under the ECL stage in which they are transferred to.

Explanations of 12-month ECL, lifetime ECL and credit-impaired are included in Note 2.

## (a) 信貸風險管理(續)

## (ix) 減值準備對賬

下表列示按金融工具的類別劃分的減值準備的期初結餘與期末結餘的對賬。編製對賬的方法是比較減值準備於1月1日至12月31日期間交易層面的狀況。預期信貸損失不同階段之間的轉撥被視為於年初發生，故金額轉撥淨額為零。因預期信貸損失階段轉變而引致的重新計量預期信貸損失會記於其所轉撥的預期信貸損失階段項下。

關於12個月內之預期信貸損失、合約期內之預期信貸損失及信貸不良的解釋見附註2。

		2022			
		12-month ECL 12個月內之 預期信貸損失	Lifetime ECL not credit-impaired 非信貸不良 的合約期內之 預期信貸損失	Lifetime ECL credit-impaired 信貸不良的 合約期內之 預期信貸損失	Total 總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Loans and advances to customers</b>	<b>客戶貸款及墊款</b>				
Balance at 1st January	於1月1日的結餘	670	528	3,231	4,429
Transfer to 12-month ECL	轉至12個月內之預期信貸損失	155	(155)	-	-
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內之預期信貸損失	(27)	54	(27)	-
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之預期信貸損失	(24)	(141)	165	-
New financial assets originated or purchased, assets derecognised, repayments and further lending	源生或購入之新金融資產、撤銷確認資產、還款及進一步貸款	350	114	273	737
Write-offs	撤銷	-	-	(3,095)	(3,095)
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額(包括外匯調整)	(35)	626	4,094	4,685
Balance at 31st December	於12月31日的結餘	1,089	1,026	4,641	6,756
Of which:	其中：				
For loans and advances to customers at amortised cost (Note 28(a))	就按攤銷成本的客戶貸款及墊款(附註28(a))	1,084	1,018	4,518	6,620
For related accrued interest receivable (Note 34)	就相關應收應計利息(附註34)	5	8	123	136
		1,089	1,026	4,641	6,756

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021			
		12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL credit-impaired	Total
		12個月內之預期信貸損失	非信貸不良的合約期內之預期信貸損失	信貸不良的合約期內之預期信貸損失	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Loans and advances to customers</b>	<b>客戶貸款及墊款</b>				
Balance at 1st January	於1月1日的結餘	849	1,041	3,025	4,915
	轉至12個月內之預期信貸損失				
Transfer to 12-month ECL	損失	150	(150)	–	–
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內之預期信貸損失	(19)	24	(5)	–
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之預期信貸損失	(10)	(371)	381	–
New financial assets originated or purchased, assets derecognised, repayments and further lending	源生或購入之新金融資產、撤銷確認資產、還款及進一步貸款	(4)	46	(74)	(32)
Write-offs	撤銷	–	–	(2,397)	(2,397)
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額(包括外匯調整)	(296)	(62)	2,301	1,943
Balance at 31st December	於12月31日的結餘	670	528	3,231	4,429
Of which:	其中：				
For loans and advances to customers at amortised cost (Note 28(a))	就按攤銷成本的客戶貸款及墊款(附註28(a))	667	527	3,177	4,371
For related accrued interest receivable (Note 34)	就相關應收應計利息(附註34)	3	1	54	58
		670	528	3,231	4,429

The total contractual amounts of loans and advances to customers written off during the year ended 31st December, 2022 and 2021 which are still subject to enforcement activity are HK\$1,067 million and HK\$2,397 million respectively.

在截至2022年及2021年12月31日止年度內已撤銷的客戶貸款及墊款的合約餘額中仍在進行追討的貸款分別為港幣10.67億元及港幣23.97億元。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(ix) Impairment allowances reconciliation (continued)

## (a) 信貸風險管理(續)

(ix) 減值準備對賬(續)

		2022			
		12-month ECL	Lifetime ECL not credit-impaired	Lifetime ECL credit-impaired	Total
		12個月內之 預期信貸損失	非信貸不良 的合約期內之 預期信貸損失	信貸不良的 合約期內之 預期信貸損失	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Debt investment securities</b>	<b>債務投資證券</b>				
Balance at 1st January	於1月1日的結餘	284	47	–	331
Transfer to 12-month ECL	轉至12個月內之預期信貸損失	–	–	–	–
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內之 預期信貸損失	(11)	11	–	–
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之 預期信貸損失	(5)	(13)	18	–
New financial assets originated or purchased, assets derecognised, repayments and further investment	源生或購入之新金融資產、 撤銷確認資產、還款及 進一步投資	25	21	–	46
Write-offs	撤銷	–	–	–	–
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額 (包括外匯調整)	(10)	75	230	295
Balance at 31st December	於12月31日的結餘	283	141	248	672
Of which:	其中：				
For debt investment securities measured at amortised cost	就按攤銷成本計量的債務投資 證券	66	98	241	405
For related accrued interest receivable (Note 34)	就相關應收應計利息 (附註34)	1	2	7	10
		67	100	248	415
For debt investment securities measured at FVOCI	就按通過其他全面收益以反映 公平價值計量的債務投資證券	214	41	–	255
For related accrued interest receivable	就相關應收應計利息	2	–	–	2
		216	41	–	257

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021			
		12-month ECL	Lifetime ECL	Lifetime ECL	Total
		12個月內之	not credit-impaired	credit-impaired	
		預期信貸損失	非信貸不良	信貸不良的	
		的合約期內之	的合約期內之	的合約期內之	
		預期信貸損失	預期信貸損失	預期信貸損失	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Debt investment securities</b>	<b>債務投資證券</b>				
Balance at 1st January	於1月1日的結餘	273	–	–	273
Transfer to 12-month ECL	轉至12個月內之預期信貸損失	–	–	–	–
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內之預期信貸損失	(6)	6	–	–
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之預期信貸損失	–	–	–	–
New financial assets originated or purchased, assets derecognised, repayments and further investment	源生或購入之新金融資產、撤銷確認資產、還款及進一步投資	(27)	26	–	(1)
Write-offs	撤銷	–	–	–	–
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額(包括外匯調整)	51	15	–	66
Transfer to assets held for sale	轉至持有作出售資產	(7)	–	–	(7)
Balance at 31st December	於12月31日的結餘	284	47	–	331
Of which:	其中：				
For debt investment securities measured at amortised cost	就按攤銷成本計量的債務投資證券	97	44	–	141
For related accrued interest receivable (Note 34)	就相關應收應計利息(附註34)	1	1	–	2
		98	45	–	143
For debt investment securities measured at FVOCI	就按通過其他全面收益以反映公平價值計量的債務投資證券	184	2	–	186
For related accrued interest receivable	就相關應收應計利息	2	–	–	2
		186	2	–	188

The impairment allowances of debt investment securities measured at FVOCI are not separately recognised in the statement of financial position because they have been adjusted to the carrying amounts of debt investment securities measured at FVOCI as their fair values.

按通過其他全面收益以反映公平價值計量的債務證券的減值準備並不在財務狀況表內確認，因按通過其他全面收益以反映公平價值計量的債務投資證券的賬面值是其公平價值。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

(ix) Impairment allowances reconciliation (continued)

## (a) 信貸風險管理(續)

(ix) 減值準備對賬(續)

		2022			
		12-month ECL 12個月內之 預期信貸損失	Lifetime ECL not credit-impaired 非信貸不良 的合約期內之 預期信貸損失	Lifetime ECL credit-impaired 信貸不良的 合約期內之 預期信貸損失	Total 總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Others</b>	<b>其他</b>				
Balance at 1st January	於1月1日的結餘	143	24	85	252
Transfer to 12-month ECL	轉至12個月內之預期信貸 損失	2	(2)	—	—
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內 之預期信貸損失	—	—	—	—
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之 預期信貸損失	(1)	(7)	8	—
New financial assets originated or purchased, assets derecognised and repayments	源生或購入之新金融資產、 撤銷確認資產及還款	11	(3)	68	76
Write-offs	撤銷	—	—	—	—
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額 (包括外匯調整)	(22)	11	77	66
Balance at 31st December	於12月31日的結餘	133	23	238	394
Of which:	其中：				
For trade bills measured at FVOCI	就按通過其他全面收益以 反映公平價值計量的貿易 票據	—	—	—	—
For related accrued interest receivable	就相關應收應計利息	—	—	—	—
		—	—	—	—
For trade bills measured at amortised cost (Note 26)	就按攤銷成本計量的貿易 票據(附註26)	—	—	—	—
For related accrued interest receivable	就相關應收應計利息	—	—	—	—
		—	—	—	—
For placements with and advances to banks (Note 25)	就在銀行的存款及墊款 (附註25)	1	—	—	1
For related accrued interest receivable	就相關應收應計利息	—	—	—	—
		1	—	—	1
For cash and balances with banks (Note 24)	就現金及在銀行的結存 (附註24)	2	—	—	2
For related accrued interest receivable	就相關應收應計利息	—	—	—	—
		2	—	—	2
For loan commitments and financial guarantee contracts (Note 37)	就貸款承擔和財務擔保合 約(附註37)	121	23	174	318
For account receivables and other accounts other than accrued interest receivable (Note 34)	就應收賬款及其他賬項 (應收應計利息除外) (附註34)	9	—	64	73

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021			
		12-month ECL 12個月內之 預期信貸損失	Lifetime ECL not credit-impaired 非信貸不良 的合約期內之 預期信貸損失	Lifetime ECL credit-impaired 信貸不良的 合約期內之 預期信貸損失	Total 總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Others</b>	<b>其他</b>				
Balance at 1st January	於1月1日的結餘	89	19	121	229
Transfer to 12-month ECL	轉至12個月內之預期信貸損失	2	(2)	–	–
Transfer to lifetime ECL not credit-impaired	轉至非信貸不良的合約期內之預期信貸損失	–	–	–	–
Transfer to lifetime ECL credit-impaired	轉至信貸不良的合約期內之預期信貸損失	–	–	–	–
New financial assets originated or purchased, assets derecognised and repayments	源生或購入之新金融資產、撤銷確認資產及還款	(14)	1	(1)	(14)
Write-offs	撇銷	–	–	(124)	(124)
Net remeasurement of impairment allowances (including exchange adjustments)	減值準備的重新計量淨額(包括外匯調整)	66	6	89	161
Balance at 31st December	於12月31日的結餘	143	24	85	252
Of which:	其中:				
For trade bills measured at FVOCI	就按通過其他全面收益以反映公平價值計量的貿易票據	2	–	–	2
For related accrued interest receivable	就相關應收應計利息	–	–	–	–
		2	–	–	2
For trade bills measured at amortised cost (Note 26)	就按攤銷成本計量的貿易票據(附註26)	–	–	–	–
For related accrued interest receivable	就相關應收應計利息	–	–	–	–
		–	–	–	–
For placements with and advances to banks (Note 25)	就在銀行的存款及墊款(附註25)	1	–	–	1
For related accrued interest receivable	就相關應收應計利息	–	–	–	–
		1	–	–	1
For cash and balances with banks (Note 24)	就現金及在銀行的結存(附註24)	3	–	–	3
For related accrued interest receivable	就相關應收應計利息	–	–	–	–
		3	–	–	3
For loan commitments and financial guarantee contracts (Note 37)	就貸款承擔和財務擔保合約(附註37)	133	24	17	174
For account receivables and other accounts other than accrued interest receivable (Note 34)	就應收賬款及其他賬項(應收應計利息除外)(附註34)	4	–	68	72

The impairment allowances of trade bills measured at FVOCI are not recognised in the statement of financial position because the carrying amount of trade bills measured at FVOCI is their fair value.

按通過其他全面收益以反映公平價值計量的債務證券的減值準備並不在財務狀況表內確認，因按通過其他全面收益以反映公平價值計量的債務投資證券的賬面值是其公平價值。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (a) Credit risk management (continued)

## (x) Collateral and other credit enhancements

The Group has established guidelines on the acceptability of various classes of collateral and determined the corresponding valuation parameters. The guidelines and collateral valuation parameters are subject to regular reviews to ensure their effectiveness over credit risk management.

The extent of collateral coverage over the Group's loans and advances to customer depends on the type of customers and the product offered. Types of collateral include residential properties (in the form of mortgages over property), other properties, aircraft, other registered securities over assets, cash deposits, standby letters of credit and guarantees. Collateral generally is not held over balances and placements with banks, and loans and advances to banks, except when securities are held as part of sale and repurchase and securities borrowing activity. The Group takes possession of collateral through court proceedings or voluntary delivery of possession by the borrowers during the course of the recovery of impaired loans and advances. These repossessed assets are reported in the statement of financial position within "other assets" (Note 2(t)). If the recovery from the repossessed assets exceeds the corresponding gross exposure, the surplus fund is made available either to repay the borrower's other secured loans with lower priority or is returned to the borrower.

Collateral held as security for financial assets other than loans and advances is determined by the nature of the instrument. Debt securities, treasury and other eligible bills are generally unsecured with the exception of asset-based securities and similar instruments, which are secured by pools of financial assets. However the credit risk may be implicit in the terms or reflected in the fair value of the corresponding instruments.

The Group's preferred agreement for documenting derivatives activity is the ISDA Master Agreement which covers the contractual framework within which dealing activity across a full range of over-the-counter products is conducted and contractually binds both parties to apply close-out netting across all outstanding transactions covered by an agreement, if either party defaults or following other pre-agreed termination events. It is also common for the Group to execute a Credit Support Annex in conjunction with the ISDA Master Agreement with the counterparty under which collateral is passed between the parties to mitigate the market contingent counterparty risk inherent in the outstanding position.

For contingent liabilities and commitments that are unconditionally cancellable (Note 45), the Group will assess the necessity to withdraw the credit line when there is a concern over the credit quality of the customers. Accordingly, the exposure to significant credit risk is considered as minimal. For commitments that are not unconditionally cancellable, the Group assesses the necessity of collateral depending on the type of customer and the product offered.

## (a) 信貸風險管理(續)

## (x) 抵押品及其他信用提升

本集團已制訂可接受不同類別抵押品的指引，並釐定相關估值參數。本集團會定期檢討指引及抵押品估值參數，以確保信貸風險管理的成效。

本集團客戶貸款及墊款的抵押品範圍視乎客戶類別及所提供產品而定。抵押品類別包括住宅物業(以物業按揭形式)、其他物業、飛機、其他登記抵押資產、現金存款、備用信用證及擔保。除持有用作回購及證券借貸活動的抵押品外，在銀行的結存及存款，以及銀行貸款及墊款一般不需要抵押品。在收回減值貸款及墊款時，本集團會通過法庭程序或借款人自願交出擁有權收回抵押品。該等收回資產於財務狀況表中以「其他資產」列賬(附註2(t))。倘從收回資產所得之追收額超出相關風險承擔時，則會使用盈餘資金償還借款人優先次序較低的已抵押貸款或退回予借款人。

持有用作非貸款及墊款金融資產的抵押品，是按照工具之性質決定。除以一籃子金融資產作抵押的資產融資證券及相同工具外，債務證券、庫券及其他認可票據一般俱屬無抵押的。然而，信貸風險可能隱含於相關工具的條款內或於相關工具的公平價值中反映。

ISDA的主合約為本集團處理衍生交易文件的優先合約，當中涵蓋合約框架，而在合約框架之下，本集團可進行一系列的場外產品交易活動，如其中一方違約或發生其他預先協定的終止事件，則按合約約束參與者以淨額結算合約涵蓋的所有未履行交易。本集團亦會在簽訂ISDA的主合約的同時，與交易對手簽訂信貸附約，據此，抵押品可於訂約方之間轉交，以降低出現在未履約情況下的內在市場或然交易對手風險。

對於或然負債及可無條件取消的承擔(附註45)，如本集團對客戶的信貸質素有疑慮，則會評估是否需要撤回信貸額。因此，本集團面臨重大信貸風險機會視為微乎其微。對於不可無條件取消的承擔，本集團會視乎客戶類別及所提供產品評估是否需要進行抵押。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(b) Market risk management**

Market risk is the risk arising from adverse movements in market rates and prices such as interest rates, foreign exchange rates, equity prices, debt security prices and commodity prices, which result in potential losses for the Group. The aim in managing market risk is to reduce the Group's exposure to the volatility inherent in market factors.

The Asset and Liability Management Committee deals with all market risk-related issues of the Group. It is also responsible for conducting a regular review of interest rate trends and deciding the corresponding future business strategy. Market risk is managed daily by the Treasury Markets Division of the Group within the limits approved by the Board or the Asset and Liability Management Committee. The Market & Liquidity Risk Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to market risk. The Internal Audit Division performs periodic reviews to ensure that the market risk management functions are performed effectively.

The use of derivatives for trading and the sale of derivatives to customers as risk management products are integral parts of the Group's business activities. These instruments are also used to manage the Group's own exposures to market risk, as part of its asset and liability management process. The principal derivative instruments used by the Group are interest rate, foreign exchange, and equity-related contracts, in the form of both over-the-counter derivatives and exchange-traded derivatives. Most of the Group's derivatives positions have been entered into to meet customer demand and to manage the risk of these and other trading positions.

In this connection, the key types of market risk that must be managed are:

**(i) Currency risk**

The Group's foreign currency positions arise from foreign exchange dealing (including derivatives), commercial banking operations, and structural foreign currency exposures. The Group's non-structural foreign currency exposures are denominated in major currencies, particularly USD and RMB. All foreign currency positions are managed within limits approved by the Board and the Asset and Liability Management Committee.

Structural foreign currency positions, which arise mainly from foreign currency investments in the Group's branches, subsidiaries, and associated companies, are excluded from value-at-risk measurements, as related gains or losses are taken to reserves. Such foreign currency positions are held with the intention of hedging any adverse effect, partially or totally, of exchange rate movements on the capital adequacy ratio. The Group seeks to match its foreign currency denominated assets closely with corresponding liabilities in the same currencies.

**(b) 市場風險管理**

市場風險是指因市場價格，例如利率、匯率、股票價格、債務證券價格及商品價格的不利變動而導致本集團有機會出現虧損的風險。市場風險管理旨在減少市場因素的波動為本集團帶來的風險。

資產負債管理委員會負責處理所有與本集團市場風險有關的事項，亦負責定期檢討利率走勢及釐定相應的未來業務策略。市場風險由集團的資金市場處按董事會資產負債管理委員會批准的限額範圍進行日常管理。本集團風險管理處轄下的市場及流動性風險管理部，負責監察與市場風險有關的活動。稽核處會進行定期審查，以確保市場風險管理職能得到有效執行。

透過衍生工具進行自營交易及向客戶出售衍生工具以用作風險管理產品，為本集團其中一項重要業務。此等工具亦用以管理本集團所承受的市場風險，作為本集團資產負債管理的一部分。本集團所採用的衍生工具主要為利率、外匯和股份相關合約，即為場外或場內交易的衍生工具。本集團大部分的衍生工具持倉均為切合客戶需求，以及為此等和其他交易項目而進行對沖。

在此方面，本集團必須管理的主要市場風險包括：

**(i) 貨幣風險**

本集團的外幣持倉源自外匯買賣（包括衍生工具）、商業銀行業務和結構性外匯風險。本集團的非結構性外匯風險以主要貨幣計值，當中以美元及人民幣為主。所有外幣持倉均維持在董事會或資產負債管理委員會所訂定的限額內。

結構性外匯持倉主要源自於本集團分行、附屬公司和聯營公司的外匯投資，其有關的溢利或虧損因為已撥入儲備，所以未計算在風險值內。此等結構性外幣持倉的主要目的，是對沖因匯率變動而對本集團資本充足比率產生的部分或全部不利影響。本集團盡力將以外幣計值的資產與以同一貨幣計值的負債，保持在相若水平。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (b) Market risk management (continued)

## (i) Currency risk (continued)

The Group had the following net structural positions which were not less than 10% of the total net structural foreign currency position at the end of the reporting period:

		2022			2021		
		RMB	MYR	USD	RMB	MYR	USD
		人民幣	馬幣	美元	人民幣	馬幣	美元
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Net structural position	結構性持倉淨額	15,727	2,335	(9,098)	17,014	2,335	(12,983)

## (ii) Interest rate risk in trading book

The Group's trading interest rate positions arise from treasury and dynamic hedging of retail and commercial banking activities. Interest rate risk is managed daily by the Treasury Markets Division of the Group within the limits approved by the Board or the Asset and Liability Management Committee. The instruments used to manage interest rate risk include interest rate swaps and other derivatives. For the interest rate risk management of the Group's banking book positions, please refer to Note 43(e).

## (iii) Equity risk

The Group's equity positions arise from equity investment and dynamic hedging of customer-driven business. Equity risk is managed daily by the Investment Department within the limits approved by the Board, Investment Committee, or the Asset and Liability Management Committee.

Market risk control limits have been set at varying levels according to the practical requirements of different units. The Board approves the core control limits and has delegated the authority to set detailed control limits to the Asset and Liability Management Committee. Risk, return, and market conditions are considered when setting limits. Active limit monitoring is carried out.

In this connection, the Asset and Liability Management Committee monitors the related market risk arising from the risk-taking activities of the Group to ensure that market risk exposures are within the Group's risk tolerance levels. Risk exposures are monitored frequently to ensure that they are within established control limits.

The Group quantifies the market risk of the underlying trading portfolio by means of VaR. VaR is a statistical estimate that measures the potential losses in market value of a portfolio as a result of unfavourable movements in market rates and prices, assuming that positions are held unchanged over a certain horizon time period.

## (b) 市場風險管理(續)

## (i) 貨幣風險(續)

於報告期結束日，本集團的以下結構性持倉淨額不低於結構性外幣淨持倉總額 10%：

## (ii) 交易賬冊的利率風險

本集團的交易組合中的利率持倉來自零售及商業銀行業務的動態對沖。利率風險由本集團資金市場處按董事會或資產負債管理委員會批准的限額範圍進行日常管理。管理利率風險的工具包括利率掉期和其他衍生工具。就管理本集團銀行賬冊持倉的利率風險而言，請參閱附註 43(e)。

## (iii) 股份風險

本集團的股份持倉來自股份投資及客戶業務的動態對沖。股份風險由投資部按董事會、投資委員會或資產負債管理委員會批准的限額範圍進行日常管理。

市場風險控制限額設有不同層次以配合各類業務的實際需要。董事會審批核心控制限額並授權資產負債管理委員會審批具體的控制限額。釐定限額時會考慮風險、回報及市場情況等因素，並且採用積極限額監控程序。

在此方面，資產負債管理委員會負責監察本集團進行風險活動時所產生的相關市場風險，確保其市場風險處於本集團的風險承受範圍內。本集團會經常監控風險承擔情況，以確保所承擔風險屬於既定的控制限額內。

本集團運用風險值來量化相關交易組合的市場風險。風險值是統計學上的估計，用來量度假設於某一時段內持倉維持不變的情況下，因市場息率及價格的不利波動而引致組合的市值潛在虧損。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

The Group estimates VaR for the Group's trading portfolio by the historical simulation approach, where the VaR is calculated by revaluing the portfolio for each of the market movement scenarios obtained from the historical observation period. This methodology uses movements in market rates and prices over a one-day holding period with a 99% confidence level under a two-year observation period.

The market value of listed shares, the fair value of private equity funds and unlisted equities (collectively the "Unlisted Securities"), are subject to limits and these are managed by the Investment Department of the Group. The Unlisted Securities are not included in the VaR for the equity trading position, and are managed through delegated limits. The limits are subject to regular review by the Asset and Liability Management Committee.

#### Value-at-risk statistics

本集團通過歷史模擬法評估本集團交易組合的風險值，其按從歷史觀察期中截獲的每個市場波動情景對有關組合進行重新估值以計算風險值。該方法是依據1日持倉期、99%置信水平以及過往兩年觀察期來推算市場利率與價格的波動。

上市股份的市值、私人股份基金及非上市股份(統稱「非上市證券」)的公平價值均由本集團投資部按限額管理。非上市證券是根據特定限額管理，且不包括在交易股份持倉的風險值計算內。資產負債管理委員會須定期檢討該限額。

#### 風險值統計

		2022			
		At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
VaR for total trading activities	交易活動的風險值總額	11	33	11	19
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	6	12	5	8
VaR for interest rate trading positions	利率交易持倉的風險值	–	5	–	1
VaR for equity trading positions	股份交易持倉的風險值	5	20	5	11

  

		2021			
		At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
VaR for total trading activities	交易活動的風險值總額	28	36	26	31
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	10	13	5	9
VaR for interest rate trading positions	利率交易持倉的風險值	2	4	–	1
VaR for equity trading positions	股份交易持倉的風險值	19	26	18	22

\* Including all foreign exchange positions but excluding structural foreign exchange positions.

\* 包括所有外匯持倉但不包括結構性外匯持倉。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (b) Market risk management (continued)

## (b) 市場風險管理(續)

		2022			
		At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Stressed VaR for total trading activities	交易活動的受壓風險值總額	27	59	24	41

  

		2021			
		At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Stressed VaR for total trading activities	交易活動的受壓風險值總額	57	74	52	64

A stressed VaR measure is intended to replicate a VaR calculation that would be generated on current trading portfolio if the relevant market factors were experiencing a period of stress.

受壓風險值是假設相關市場因素在受壓期間下，模擬計算由現行交易組合產生的風險值。

## (c) Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people, systems or from external events.

The objectives of operational risk management are to identify, measure, assess and monitor the operational risk exposures associated to the Group; to control and mitigate the exposures by taking effective measures; to report in a structured, systematic and consistent manner; and to comply with the relevant regulatory requirements.

The Operational Risk Management Committee is responsible for overseeing the effectiveness of operational risk management of the Group while the Operational Risk Management Department under the Risk Management Division of the Group assists the Management in managing the Group's operational risk, including the establishment and review of the operational risk management and resilience policies and framework, designing the operational risk management tools and reporting mechanism; assessing, monitoring and reporting the overall operational risk position to the Management and Risk Management Committee. All the heads of business units and support units of the Group are responsible for the day-to-day operational risk management of their units.

The Group has put in place an effective internal control process which requires the establishment of policies and control procedures for all the key activities. The Group adheres to the fundamental principles of proper segregation of duties and authorisation. The Group adopts various operational risk management tools such as key risk indicators, risk and control self-assessments, operational risk incident management to identify, assess, monitor and control the risks inherent in business activities and products, as well as purchase of insurance to mitigate unforeseeable and significant operational risk incidents. Business continuity plans are established to support business operations in the event of an emergency or disaster.

## (c) 營運風險管理

營運風險是指由於內部流程、人員和系統不足或缺陷，或因外部事件而導致損失的風險。

營運風險管理的目的在於識別、衡量、評估及監控與本集團有關的營運風險；採取有效的措施以管控及緩減風險承擔；以具組織、系統及一致的方式作出匯報；以及遵守相關監管規定的要求。

營運風險管理委員會負責監督集團的營運風險管理的有效性，而本集團風險管理處轄下的營運風險管理部負責協助管理層管理本集團的營運風險，包括制定和重檢營運風險管理運作及穩健性政策和框架；設計營運風險的管理工具和匯報機制；評估監察及向管理層和風險管理委員會匯報總體營運風險狀況。本集團所有部門或後勤單位主管均負責其單位的日常營運風險管理。

本集團建立了有效的內部控制程序，對所有重大活動訂下政策及監控措施。設置適當的職責分工和授權乃本集團緊守的基本原則。本集團採用關鍵風險指標、風險與管控自我評估、營運風險事件匯報及檢查等不同的營運風險管理工具及方法以識別、評估、監察及控制潛在於業務活動及產品內的風險，同時透過購買保險，將未能預見的重大營運風險減低。對支援緊急或災難事件時的業務運作備有持續業務運作計劃。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(d) Liquidity risk management**

Liquidity risk is the risk that the Group may not be able to meet its obligations as they come due because of an inability to obtain adequate funding (funding liquidity risk); or that the Group cannot easily liquidate assets quickly without significantly lowering market prices because of inadequate market depth or market disruptions (market liquidity risk).

The purpose of liquidity risk management is to ensure sufficient cash flows to meet all financial commitments and to capitalise on opportunities for business expansion. This includes the Group's ability to meet deposit withdrawals either on demand or at contractual maturity, to repay borrowings as they mature, to make new loans and investments as opportunities arise and, last but not least, to comply with all the statutory requirements for liquidity risk management, including Liquidity Coverage Ratio ("LCR") and Net Stable Funding Ratio ("NSFR").

The Group reviews the risk profile through regular assessments of both qualitative and quantitative risk factors to determine its tolerance of prevailing risk levels against applicable risk appetite statement for liquidity risk approved annually by the Board. The Asset and Liability Management Committee is delegated by the Board to oversee the Group's liquidity risk management. The Asset and Liability Management Committee comprises balanced representation of senior staff from various business units, Treasury, Risk Management and Finance, who jointly formulate funding strategies. The Asset and Liability Management Committee sets the strategy, policy, and limits for managing liquidity risk and the means for ensuring that such strategy and policy are implemented. Regular meetings are held to review the compliance status of the monitoring matrix established and the need for any change in strategy and policy. Liquidity is managed daily by the Capital Markets & Liquidity Management Department under the Treasury Markets Division of the Group within the set limits. The Market & Liquidity Risk Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to liquidity risk. The Internal Audit Division performs periodic reviews to ensure that the liquidity risk management functions are carried out effectively.

The LCR and NSFR statutory requirements are part of the stringent regulatory regime that covers the liquidity risk management of the Group. To ensure compliance with the regulatory requirements, internal targets for LCR and NSFR have been set above regulatory required levels, after considering the Group's liquidity risk appetite. In addition, material changes in the LCR and NSFR are reviewed regularly by the Asset and Liability Management Committee together with proposed mitigation actions to cope with adverse changes arising from, but not limited to, composition of the deposit base and remaining tenor to maturity, lending activities with respect to different maturity tenors, and the Group's asset and liability mix strategy. In planning the asset and liability mix strategy, the Group's relevant business units contribute to an assessment of the impact of asset growth and funding structure on the LCR and NSFR for review and decision by the Asset and Liability Management Committee.

**(d) 流動性風險管理**

流動性風險是指本集團因未能獲得充足資金投入而可能無法履行到期責任的風險(資金流動性風險);或因市場深度不足或市場失序,本集團非得大幅降低市場價格的情況下無法輕易迅速變現資產的風險(市場流動性風險)。

流動性風險管理是為了確保本集團維持充足的現金流量以履行所有財務承擔,並掌握業務擴展的機會。當中包括確保本集團能夠在即時或合約期滿時滿足提款要求,在借款期滿時能夠還款,掌握貸款和投資的機會,以及符合所有有關流動性風險管理的法定規定,包括流動性覆蓋比率及穩定資金淨額比率。

本集團通過定期評估定性及定量的風險因素檢討風險狀況,根據董事會每年批准的適用於流動性風險的風險偏好釐定其現行風險承受範圍。資產負債管理委員會獲董事會授權,負責監察本集團的流動性風險管理。資產負債管理委員會由各業務單位、司庫、風險管理及財務的管理層出任以共同制定資金策略方案。資產負債管理委員會制訂管理流動性風險的策略、政策及限額,以及確保執行有關策略與政策的措施。委員會定期舉行會議,檢討各既有監控架構的合規情況,以及是否需要改變策略及政策。流動資金狀況由本集團資金市場處轄下的資本市場及流動資金管理部每日按所訂限額範圍進行管理。本集團風險管理處轄下的市場及流動性風險管理部負責監察與流動性風險相關的活動。稽核處會定期作出檢討,確保流動性風險管理功能得以有效執行。

流動性覆蓋比率及穩定資金淨額比率的法定要求是本集團對流動性風險管理的嚴格監管制度部份之一。為確保遵守監管要求,本集團考慮過其流動性風險偏好後,為流動性覆蓋比率及穩定資金淨額比率設定的內部目標均高於上述監管規定水平。此外,資產負債管理委員會會定期檢閱流動性覆蓋比率及穩定資金淨額比率的重重大變動,並提出建議補救措施,以應對來自(但不限於)存款基礎及其餘下到期期限、不同到期期限的貸款活動以及本集團資產及負債組合策略所產生的不利變動。在規劃資產及負債組合策略時,本集團的相關業務單位就資產增長及資金結構對流動性覆蓋比率及穩定資金淨額比率的影响提交評估,以供資產負債管理委員會檢討和作出決策。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (d) Liquidity risk management (continued)

As part of Group efforts to manage the LCR and NSFR effectively, emphasis is placed on strengthening the deposit base by retaining loyal customers and maintaining customer relationships. The Group balances funding among retail, small business, and wholesale funding to avoid concentration in any one source. Professional markets are accessed through the issuance of certificates of deposit, medium-term notes, subordinated debt, money market placement, and other borrowings for the purposes of providing additional funding, maintaining a presence in local money markets, and optimising asset and liability maturities.

The Group manages liquidity risk of the overseas branches and significant subsidiary in a holistic approach. The liquidity risk management policies of the Group are abided by all of the overseas branches and significant subsidiary, while supplementing their respective local practices and statutory requirements. Reporting to the Group Chief Risk Officer, the Risk Management Unit of each of the overseas branches and significant subsidiary reports and escalates liquidity risk related matter to the liquidity risk management team at Head Office. The respective local Asset and Liability Management Committee or respective local authorities are also established for overseeing liquidity risk in accordance with the local regulatory requirements and limits approved.

In addition to observing the statutory LCR and NSFR, the Group has established different liquidity metrics – including but not limited to the loan-to-deposit ratio, cumulative maturity mismatch ratio, funding concentration ratio, intra-group exposure threshold, and cross currency funding ratio – to measure and analyse the Group's liquidity risk. The Group maintains sufficient High-quality liquid assets ("HQLAs") as a liquidity cushion that can be accessed in times of stress. The HQLAs for fulfilling the LCR consist of cash, exchange fund bills and notes, high quality government debt securities and other equivalent liquid marketable assets. The majority of HQLAs are denominated in Hong Kong dollars. Contingent funding sources are maintained to provide strategic liquidity to meet unexpected and material cash outflows.

Internally, intra-group funding transactions are carried out at arm's length and treated in a manner in line with third-party transactions, with regular monitoring and appropriate control. A majority of the Group's liquidity risk arises from the maturity mismatch gap between the Group's asset and liability portfolios. The Group manages liquidity risk by conducting regular cash flow analysis and projections through the use of the Bank's management information system so as to facilitate the identification of funding needs arising from on and off-balance sheet items over a set of time horizons.

## (d) 流動性風險管理(續)

為有效地管理流動性覆蓋比率及穩定資金淨額比率，本集團特別著重存留忠實客戶及維持客戶關係，藉以增強存款基礎。本集團在零售、小企業以及批發市場資金之間保持平衡，避免資金集中於任何一種來源。本集團透過發行存款證、中期票據、後償債項、貨幣市場拆借及其他借貸進入專業市場，獲取額外資金，以此維持本行於本地金融市場的地位及優化資產及負債的期限。

本集團全面有效地管理海外分行及主要附屬公司的流動性風險。集團的流動性風險管理政策涵蓋了所有海外分行及主要附屬公司，當中包括了當地法定要求及個別管理辦法。各海外分行及主要附屬公司的風險管理單位需要向本行風險管理部門匯報有關流動性風險事宜，而各風險管理單位需上報集團風險總監。此外，本集團在各海外分行及主要附屬公司當地成立了資產負債管理委員會或相關管理委員會，以監督各海外分行及主要附屬公司需符合當地監管規定及已批准的風險限額。

除了緊守法定的流動性覆蓋比率及穩定資金淨額比率外，本集團已設立不同的流動性指標，以衡量及分析流動性風險，包括(但不限於)貸存比率、累積到期錯配比例、資金集中比率、集團內公司之間風險限額以及跨貨幣資金比率。本集團維持充足的優質流動資產，作為能夠在資金受壓時取用的流動資金緩衝。作為滿足流動性覆蓋比率所需的優質流動資產包括：現金、外匯基金票據和債券、優質的政府債務票據，以及其他同等的可供出售的流動資產，其中大部分優質流動資產以港幣計值。本集團維持應急資金來源，能提供策略性的流動資金，以應付未能預計及大量的資金需求。

內部方面，集團內公司間的融資交易乃按一般正常公平交易原則進行，處理方式與第三方交易一致，並會定期進行監察及適當控制。本集團大部分流動性風險來自資產與負債組合之間的期限錯配差距。本集團會透過使用本行的管理資訊系統，對一系列時間內的資產負債表內、外項目定期進行現金流量分析及預測，以確定不同時段的資金需要，從而管理流動性風險。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

The Group also conducts stress-testing regularly to analyse liquidity risk. Both on and off-balance sheet items and their impact on cash flow are considered, together with applicable hypothetical and historical assumptions. The assessment and review of market liquidity risk are included in the various control processes, including investment/trading strategy, market risk monitoring, valuation, and portfolio review. Three stress scenarios – namely an institution-specific crisis, a general market crisis, and a crisis involving a combination of the two – are adopted with minimum survival period defined according to the HKMA's Supervisory Policy Manual LM-2, "Sound Systems and Controls for Liquidity Risk Management".

With reference to the stress-testing results, the Group identifies potential vulnerabilities within the Group, establishes internal limits and formulates a contingency funding plan that sets out the Group's strategy for dealing with any liquidity problem and the procedures for making up cash flow deficits in emergency situations.

The contingency funding plan is designed to be pro-active and pre-emptive, and stipulates the following three stages:

1. The Group utilises early warning indicators, which cover both qualitative and quantitative measures, and monitors both internal and external factors. Should there be any early signs of significant impact on the Group's liquidity position, the Asset and Liability Management Committee is informed. The Asset and Liability Management Committee will consider appropriate remedial actions and will consider employing crisis management if the situation warrants.
2. A Crisis Management Committee, which is chaired by the Co-Chief Executives, is formed to handle the crisis. Strategy and procedures for obtaining contingency funding, as well as roles and responsibilities of the parties concerned, are clearly stated.
3. In the final stage, a post-crisis review is carried out to recommend necessary improvements to avoid incidents of a similar nature in the future.

An annual drill test is conducted and the contingency funding plan is subject to regular review in order to accommodate any changes in the business environment. Any significant changes to the contingency funding plan are approved by the Board.

本集團亦會定期進行壓力測試，以分析流動資金風險。透過適用的虛擬及歷史假設，本集團的壓力測試均已考慮資產負債表內外項目及其對現金流量造成的影響。市場流動資金風險的評估及檢討納入各個控制環節，包括投資／交易策略、市場風險監控、估值及組合檢討。三個壓力情景－即個別銀行危機、整體市場危機，以及結合上述兩種情況的綜合危機－均採用金管局監管政策手冊LM-2「穩健的流動性風險管理系統及管控措施」界定的最短存活期。

本集團會參照壓力測試結果，確認集團內的潛在弱點，訂立內部限額，並制訂應急資金計劃，當中載列了本集團處理流動資金問題的策略及於緊急情況下彌補現金流不足的程序。

應急資金計劃旨在提供防患未然的積極措施，並訂明以下3個階段：

1. 本集團運用預早警報指標，當中包括質性及數量性的措施，及監察內部及外在因素。假如有任何早期跡象顯示本集團流動資金狀況將受重大影響，應通知資產負債管理委員會。資產負債管理委員會將考慮適當的補救措施，並在情況需要時會考慮採用危機管理措施。
2. 本集團已設立危機管理委員會，並由聯席行政總裁擔任該委員會的主席，該委員會專責處理危機，並明確規定取得應急資金的策略及程序，以及有關各方的職務及職責。
3. 於最後階段，本集團會在危機結束後對問題進行檢討，並作出必要改進，避免日後出現同類事件。

為應付商業環境中的任何轉變，本集團每年進行演習測試，並定期檢討應急資金。應急資金計劃如有任何重大變動，均須分別取得董事會的批准。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (d) Liquidity risk management (continued)

Analysis of assets and liabilities by remaining maturity:

## (d) 流動性風險管理(續)

資產及負債的剩餘期限分析：

		2022						
		Repayable on demand	Within 1 month	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	Over 5 years	Undated or overdue
		即時還款	1個月內	1個月以上至3個月	3個月以上至1年	1年以上至5年	5年以上	無註明日期或逾期
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
								Total
								總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Assets	資產							
Cash and balances with banks	現金及在銀行的結存	44,156	-	-	96	-	-	10,327
Placements with and advances to banks	在銀行的存款及墊款	-	52,337	7,866	-	-	-	60,203
Trade bills	貿易票據	1	147	148	233	-	-	529
Trading assets	交易用途資產	-	1,176	99	-	-	-	255
Derivative assets	衍生工具資產	-	-	-	-	-	-	11,092
Loans and advances to customers	客戶貸款及墊款	2,594	53,685	38,832	116,096	202,555	121,575	7,057
Investment securities	投資證券	-	10,446	10,510	19,043	64,709	40,618	1,681
Investments in associates and joint ventures	聯營公司及合資企業投資	-	-	-	-	-	-	9,061
Fixed assets	固定資產	-	-	-	-	-	-	13,476
Goodwill and intangible assets	商譽及無形資產	-	-	-	-	-	-	1,870
Deferred tax assets	遞延稅項資產	-	-	-	-	-	-	1,849
Other assets	其他資產	27	4,845	7,463	18,286	505	437	7,672
Total assets	資產總額	46,778	122,636	64,918	153,754	267,769	162,630	64,340
								882,825
Liabilities	負債							
Deposits and balances of banks	銀行的存款及結餘	2,263	8,074	9,255	5,886	-	-	-
Deposits from customers	客戶存款	212,727	106,604	160,879	151,421	16,462	-	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	65,899	-	-	-	-	-	-
- Savings deposits	- 儲蓄存款	145,107	-	-	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	1,721	106,604	160,879	151,421	16,462	-	-
Trading liabilities	交易用途負債	-	-	-	-	-	-	5
Derivative liabilities	衍生工具負債	-	-	-	-	-	-	4,145
Certificates of deposit issued	已發行存款證	-	3,559	12,971	12,244	3,888	-	-
Current taxation	本年稅項	-	-	-	1,252	-	-	-
Debt securities issued	已發行債務證券	-	-	1,404	672	816	-	-
Deferred tax liabilities	遞延稅項負債	-	-	-	-	-	-	226
Other liabilities	其他負債	779	5,027	8,261	19,697	1,124	1,541	13,370
- Lease liabilities	- 租賃負債	1	24	40	155	347	207	-
- Other accounts	- 其他賬項	778	5,003	8,221	19,542	777	1,334	13,370
Loan capital	借貸資本	-	-	-	-	11,927	-	-
Total liabilities	負債總額	215,769	123,264	192,770	191,172	34,217	1,541	17,746
								776,479
Net gap	淨差距	(168,991)	(628)	(127,852)	(37,418)	233,552	161,089	

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021							
		Repayable on demand	Within 1 month	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	Over 5 years	Undated or overdue	Total
		即時還款	1個月內	1個月以上 至3個月	3個月以上 至1年	1年以上 至5年	5年以上	無註明日期 或逾期	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Assets</b>	<b>資產</b>								
Cash and balances with banks	現金及在銀行的結存	43,103	–	–	–	–	–	11,985	55,088
Placements with and advances to banks	在銀行的存款及墊款	–	73,103	1,639	–	–	–	–	74,742
Trade bills	貿易票據	–	2,596	5,553	2,623	–	–	–	10,772
Trading assets	交易用途資產	–	122	–	–	1,424	86	851	2,483
Derivative assets	衍生工具資產	–	–	–	–	–	–	3,381	3,381
Loans and advances to customers	客戶貸款及墊款	2,507	69,226	31,993	119,963	198,315	120,417	2,016	544,437
Investment securities	投資證券	–	5,123	3,468	29,833	66,365	40,975	1,743	147,507
Investments in associates and joint ventures	聯營公司及合資企業投資	–	–	–	–	–	–	8,947	8,947
Fixed assets	固定資產	–	–	–	–	–	–	13,844	13,844
Goodwill and intangible assets	商譽及無形資產	–	–	–	–	–	–	1,885	1,885
Deferred tax assets	遞延稅項資產	–	–	–	–	–	–	1,861	1,861
Other assets	其他資產	49	5,380	6,710	20,765	1,152	1,216	7,251	42,523
Total assets	資產總額	45,659	155,550	49,363	173,184	267,256	162,694	53,764	907,470
<b>Liabilities</b>	<b>負債</b>								
Deposits and balances of banks	銀行的存款及結餘	5,237	7,986	8,540	10,003	–	–	–	31,766
Deposits from customers	客戶存款	277,711	95,546	164,176	86,374	9,698	–	–	633,505
– Demand deposits and current accounts	– 活期存款及往來賬戶	79,657	–	–	–	–	–	–	79,657
– Savings deposits	– 儲蓄存款	196,662	–	–	–	–	–	–	196,662
– Time, call and notice deposits	– 定期及通知存款	1,392	95,546	164,176	86,374	9,698	–	–	357,186
Trading liabilities	交易用途負債	–	–	–	–	–	–	5	5
Derivative liabilities	衍生工具負債	–	–	–	–	–	–	5,050	5,050
Certificates of deposit issued	已發行存款證	–	7,565	11,652	35,600	9,510	–	–	64,327
Current taxation	本年稅項	–	–	–	958	–	–	–	958
Debt securities issued	已發行債務證券	–	–	3,058	234	2,555	–	–	5,847
Deferred tax liabilities	遞延稅項負債	–	–	–	–	–	–	559	559
Other liabilities	其他負債	1,007	3,542	7,139	20,929	1,490	2,039	6,769	42,915
– Lease liabilities	– 租賃負債	1	29	49	183	434	188	–	884
– Other accounts	– 其他賬項	1,006	3,513	7,090	20,746	1,056	1,851	6,769	42,031
Loan capital	借貸資本	–	–	–	–	6,488	–	–	6,488
Total liabilities	負債總額	283,955	114,639	194,565	154,098	29,741	2,039	12,383	791,420
Net gap	淨差距	(238,296)	40,911	(145,202)	19,086	237,515	160,655		

As the trading assets and debt instruments measured at FVOCI may be sold before maturity or deposits from customers may mature without being withdrawn, the contractual maturity dates do not represent expected dates of future cash flows.

由於作交易資產及反映公平價值之債務工具可能於到期前出售或客戶存款可能在到期前未被提取，合約到期日並非代表未來現金流的預計日期。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (d) Liquidity risk management (continued)

The following tables provide an analysis of the undiscounted cashflow projection of the non-derivative financial liabilities of the Group at the end of the reporting period based on the dates of their contractual payment obligations:

## (d) 流動性風險管理(續)

下表展示於報告期結束日集團的未經折扣之非衍生工具金融負債的預計現金流按其合約支付債務之日期分析：

		2022							
		Carrying amount	Gross cash outflow 現金流出 賬面值 HK\$ Mn 港幣百萬元	Repayable on demand 即時還款 或以下 HK\$ Mn 港幣百萬元	Between		Between one and five years 1年以上 至5年 HK\$ Mn 港幣百萬元	More than five years 5年以上 無註明日期 HK\$ Mn 港幣百萬元	Undated
					Less than	three			
					three	months and			
					months	one year			
		3個月 或以上	3個月以上 至1年	1年以上 至5年	5年以上				
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	
Deposits and balances of banks	銀行的存款及結餘	25,478	26,017	2,263	17,510	6,244	-	-	-
Deposits from customers	客戶存款	648,093	655,121	212,946	270,268	155,184	16,723	-	-
- Demand deposits and current accounts	-活期存款及往來賬戶	65,899	65,978	65,978	-	-	-	-	-
- Savings deposits	-儲蓄存款	145,107	145,174	145,174	-	-	-	-	-
- Time, call and notice deposits	-定期及通知存款	437,087	443,969	1,794	270,268	155,184	16,723	-	-
Trading liabilities	交易用途負債	5	5	-	-	-	-	-	5
Certificates of deposit issued	已發行存款證	32,662	33,270	-	16,727	12,559	3,984	-	-
Current taxation	本年稅項	1,252	1,252	-	-	1,252	-	-	-
Debt securities issued	已發行債務證券	2,892	2,946	-	1,435	690	821	-	-
Loan capital	借貸資本	11,927	13,918	-	50	511	13,357	-	-
Other liabilities	其他負債	49,799	45,742	540	11,265	18,119	982	1,466	13,370
- Lease liabilities	-租賃負債	774	872	1	69	171	398	233	-
- Other accounts	-其他賬項	49,025	44,870	539	11,196	17,948	584	1,233	13,370
Total	總額	772,108	778,271	215,749	317,255	194,559	35,867	1,466	13,375

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		2021						
		Carrying amount	Gross cash outflow	Repayable on demand	Less than three months	Between three months and one year	Between one and five years	More than five years
		賬面值	總額	即時還款	3個月或以下	3個月以上至1年	1年以上至5年	5年以上
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Deposits and balances of banks	銀行的存款及結餘	31,766	31,844	5,252	16,553	10,039	-	-
Deposits from customers	客戶存款	633,505	636,607	277,785	260,716	87,586	10,520	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	79,657	79,709	79,709	-	-	-	-
- Savings deposits	- 儲蓄存款	196,662	196,674	196,674	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	357,186	360,224	1,402	260,716	87,586	10,520	-
Trading liabilities	交易用途負債	5	5	-	-	-	-	-
Certificates of deposit issued	已發行存款證	64,327	64,864	-	19,354	35,906	9,604	-
Current taxation	本年稅項	958	958	-	-	958	-	-
Debt securities issued	已發行債務證券	5,847	5,999	-	3,175	252	2,572	-
Loan capital	借貸資本	6,488	7,505	-	-	278	7,227	-
Other liabilities	其他負債	42,915	41,124	960	9,788	20,326	1,228	2,053
- Lease liabilities	- 租賃負債	884	987	1	84	200	484	218
- Other accounts	- 其他賬項	42,031	40,137	959	9,704	20,126	744	1,835
Total	總額	785,811	788,906	283,997	309,586	155,345	31,151	2,053
								6,774

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (d) Liquidity risk management (continued)

The following tables summarise the undiscounted cashflows of the Group by remaining contractual maturity as at 31st December for derivative financial liabilities that will be settled on net and gross basis. The Group's derivative financial liabilities that will be settled on a net basis mainly include interest rate swaps whereas the derivative financial liabilities that will be settled on a gross basis mainly include foreign exchange forwards and futures and foreign exchange swaps.

## (d) 流動性風險管理(續)

下表概述了本集團於12月31日以剩餘合約到期日列示之現金流，包括按淨額基準結算及所有按總額基準之衍生金融負債。本集團按淨額基準結算之衍生金融工具主要包括利率掉期，而按總額基準結算之衍生金融工具主要包括外匯遠期及外匯掉期。

		2022						
		Carrying amount	Total cash outflow	Repayable on demand	Less than three months	Between three months and one year	Between one and five years	More than five years
		賬面值	總額	即時還款	3個月或以下	3個月以上至1年	1年以上至5年	5年以上
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Derivative financial liabilities	衍生金融負債	4,145	3,978	37	1,261	1,180	1,172	328
Derivative financial liabilities settled on a net basis	按淨額基準結算之衍生金融負債							
Total net cash outflow	總淨現金流出		3,074	6	767	998	1,024	279
Derivative financial liabilities settled on a gross basis	按總額基準結算之衍生金融負債							
Total cash inflow	總現金流入		(51,195)	(325)	(33,383)	(12,552)	(4,782)	(153)
Total cash outflow	總現金流出		52,099	356	33,877	12,734	4,930	202

  

		2021						
		Carrying amount	Total cash outflow	Repayable on demand	Less than three months	Between three months and one year	Between one and five years	More than five years
		賬面值	總額	即時還款	3個月或以下	3個月以上至1年	1年以上至5年	5年以上
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Derivative financial liabilities	衍生金融負債	5,050	6,492	289	1,086	1,910	2,485	722
Derivative financial liabilities settled on a net basis	按淨額基準結算之衍生金融負債							
Total net cash outflow	總淨現金流出		5,194	100	654	1,433	2,284	723
Derivative financial liabilities settled on a gross basis	按總額基準結算之衍生金融負債							
Total cash inflow	總現金流入		(56,277)	(344)	(28,681)	(24,313)	(2,538)	(401)
Total cash outflow	總現金流出		57,575	533	29,113	24,790	2,739	400

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

### Certificates of Deposit, Debt Securities Issued, and Loan Capital

In 2022, BEA issued floating rate certificates of deposit and debt securities with face values of HK\$200 million and US\$20 million; fixed rate certificates of deposit and debt securities with face values of US\$1,671 million; and zero coupon certificates of deposit and debt securities with face values of HK\$1,230 million, US\$1,338 million, CNY9,920 million, and EUR1,070 million. The Group redeemed a quantity of certificates of deposit and debt securities amounting to HK\$79,153 million equivalent upon maturity.

At the end of December 2022, the face value of the outstanding certificates of deposit and debt securities issued was equivalent to HK\$36,041 million, with a carrying amount equivalent to HK\$35,554 million.

### Maturity Profile of Certificates of Deposit and Debt Securities Issued

As at 31st December, 2022

(All amounts expressed in millions of dollars of respective currencies)

### 已發行存款證、債務證券及借貸資本

2022年，東亞銀行發行了面值為港幣2億元及2,000萬美元的浮息存款證及債務證券；面值為16.71億美元的定息存款證及債務證券；以及面值為港幣12.30億元、13.38億美元、人民幣99.2億元及10.7億歐元的零息存款證及債務證券。本集團於到期時贖回的各類存款證及債務證券達等值港幣791.53億元。

於2022年12月底，已發行在外的存款證及債務證券面值相等於港幣360.41億元，賬面值則相等於港幣355.54億元。

### 已發行存款證及債務證券的年期

於2022年12月31日

(金額以各個貨幣的百萬元位列示)

	Total Face Value 總面值	Year of Maturity 到期年份		
		2023	2024	2025
Amount in currencies of issuance 發行金額的貨幣				
Floating Rate 浮息				
HKD 港元	200	—	—	200
USD 美元	818	740	58	20
Fixed Rate (Note) 定息 (註)				
HKD 港元	865	865	—	—
USD 美元	1,703	1,172	430	101
Zero Coupon 零息				
HKD 港元	1,230	1,230	—	—
USD 美元	722	722	—	—
CNY 人民幣	5,040	5,040	—	—
EUR 歐元	329	329	—	—
Total Certificates of Deposit and Debt Securities issued in				
HKD equivalent 所有已發行存款證及債務證券 (港幣等值)	36,041	31,089	3,808	1,144

Note: Associated interest rate swaps have been arranged in order to manage interest rate risk arising from long-term certificates of deposit and debt securities issued, if deemed necessary.

註：已就管理已發行長期存款證及債務證券引致的利率風險，安排認為必要的相關利率掉期。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (d) Liquidity risk management (continued)

Certificates of Deposit, Debt Securities Issued, and Loan Capital (continued)

In 2022, BEA issued fixed rate loan capital with a face value of USD 250 million and USD 500 million respectively.

At the end of December 2022, the face value of the outstanding loan capital issued was equivalent to HK\$12,229 million, with a carrying amount equivalent to HK\$11,927 million.

Maturity Profile of Loan Capital

As at 31st December, 2022

(All amounts expressed in millions of dollars of respective currencies)

## (d) 流動性風險管理(續)

已發行存款證、債務證券及借貸資本(續)

2022年，東亞銀行分別發行了面值為2.50億美元和5億美元的借貸資本。

於2022年12月底，已發行在外的借貸資本面值相等於港幣122.29億元，賬面值則相等於港幣119.27億元。

借貸資本的年期

於2022年12月31日

(金額以各個貨幣的百萬元位列示)

	Total Face Value 總面值	Year of Maturity 到期年份			
		2028	2029	2030	2032
Amount in currencies of issuance 發行金額的貨幣					
USD (Note 2, 3, 4) 美元 (註2, 3, 4)	1,350	250	–	600	500
CNY (Note 1) 人民幣 (註1)	1,500	–	1,500	–	–
Total Loan Capital issued in HKD equivalent 所有已發行借貸資本 (港幣等值)					
	12,229	1,951	1,696	4,681	3,901

Notes: 1. The CNY1,500 million loan capital that will mature in 2029 is callable on 25th April, 2024.

2. The US\$250 million loan capital that will mature in 2028 is callable on 7th July, 2027.

3. The US\$600 million loan capital that will mature in 2030 is callable on 29th May, 2025.

4. The US\$500 million loan capital that will mature in 2032 is callable on 22nd April, 2027.

註：1. 將於2029年到期的人民幣15億元借貸資本於2024年4月25日可贖回。

2. 將於2028年到期的美元2.5億元借貸資本於2027年7月7日可贖回。

3. 將於2030年到期的美元6億元借貸資本於2025年5月29日可贖回。

4. 將於2032年到期的美元5億元借貸資本於2027年4月22日可贖回。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(e) Interest rate risk management**

Interest rate risk is the risk resulting from adverse movements in interest rates that affect the earnings and economic value of the Group's banking book positions. The Asset and Liability Management Committee is delegated by the Board to oversee the Group's interest rate risk management, establish the strategy and policy for managing interest rate risk, and determine the means for ensuring that such strategies and policies are implemented. Interest rate risk is managed daily by the Treasury Markets Division of the Group within the limits approved by the Board or the Asset and Liability Management Committee. The Market & Liquidity Risk Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to interest rate risk. The Internal Audit Division performs periodic reviews to ensure that the interest rate risk management functions are implemented effectively.

Interest rate risk primarily results from the timing differences in the re-pricing of interest rate-sensitive assets, liabilities, and off-balance sheet items in the banking book. In determining the level of interest rate risk, assessments are made for the gap risk, basis risk and option risk. The Group manages the interest rate risk on the banking book primarily by focusing on re-pricing mismatches. Gap analysis provides a static view of the maturity and re-pricing characteristics of the Group's interest rate-sensitive assets, liabilities, and off-balance sheet positions. Re-pricing gap position limits are set to control the Group's interest rate risk.

Sensitivity analysis in relation to the impact of changes in interest rates on earnings, in terms of net interest income ("NII"), and economic value, in terms of economic value of equity ("EVE") is assessed regularly through a number of hypothetical interest rate shock scenarios prescribed by the HKMA. EVE represents an assessment of the present value of expected net cash flows, discounted to reflect market rates. As fluctuations in interest rates will affect earnings, they will also affect its net worth. Sensitivity limits are set to control the Group's interest rate risk exposure under both earnings and economic value perspectives. The results are reported to the Asset and Liability Management Committee on a regular basis.

In order to produce quantitative estimation on IRRBB, the Group has assumed shock scenarios to interest rate yield curves which allow changes in economic value and earnings to be computed with consideration of optionality and behavioural assumptions. These scenarios are applied to IRRBB exposures in each currency for which the Group has material positions.

**(e) 利率風險管理**

利率風險是指本集團的銀行帳內的利率風險(簡稱「IRRBB」)受到不利的利率走勢對其盈利及經濟價值造成不利的影響所帶來的風險。資產負債管理委員會獲董事會授權，負責監察本集團的利率風險管理，訂立管理利率風險的策略與政策，並制定相應措施，以確保執行有關策略與政策。利率風險由本集團資金市場處按董事會或資產負債管理委員會批核的限額範圍進行日常管理。本集團風險管理處轄下的市場及流動性風險管理部，負責監察利率風險相關的活動。稽核處會定期作出檢討，確保利率風險管理功能得以有效執行。

利率風險主要是由銀行賬冊內利率敏感性資產、負債及資產負債表外項目在再定息時的時差所致。釐定利率風險水平時，對差距風險、息率基準風險及期權風險進行評估。本集團管理銀行賬冊上的利率風險主要集中於重訂息率的錯配。差距分析可讓本集團從靜態角度了解利率敏感性資產、負債和資產負債表外持倉的到期情況及重訂息率特點。本行設有重訂息率差距限額，以控制本集團的利率風險。

本集團每月定期進行敏感度分析，以估算利率變動對盈利和股權經濟價值的影響，當中包括金管局規定的不同利率衝擊假設情景。股權經濟價值反映對按照市場利率折算其預計淨現金流的現值的評估。由於利率變動會影響本集團的盈利，因此亦會影響本集團的淨值。本集團設有敏感度限額，以控制本集團的盈利及經濟價值兩方面的利率風險承擔。有關結果會定期向資產負債管理委員會匯報。

為了對IRRBB進行定量估計，本集團假設利率收益率曲線受到衝擊並考慮了選擇權和習性的設定，從而計算經濟價值和盈利的變化。這些情境適用於本集團持有的IRRBB風險敞口於各種重要貨幣。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (e) Interest rate risk management (continued)

The prescribed interest rate shock scenarios are provided by the HKMA in their Supervisory Policy Manual IR-1, Interest Rate Risk in the Banking Book and generally described as follows:

1. Parallel up: A constant parallel shock up across all time buckets
2. Parallel down: A constant parallel shock down across all time buckets
3. Steepener: Short rates down and long rates up
4. Flattener: Short rates up and long rates down
5. Short rate up: Rates up are greatest at shortest time bucket and diminish towards current rates in longer time buckets
6. Short rate down: Rates down are greatest at shortest time bucket and diminish towards current rates in longer time buckets

Based on the sensitivity analysis performed by the Group for each of the prescribed interest rate shock scenarios for the annual reporting date at 31st December 2022, the maximum adverse impact on EVE and NII over the next 12 months are HK\$1,687 million (31st December 2021: HK\$1,093 million) and HK\$2,927 million (31st December 2021: HK\$2,792 million) respectively.

Details of the sensitivity analysis on interest rate risk can be found on the Bank's website accessible through the "Regulatory Disclosures" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

## (e) 利率風險管理(續)

規定的利率衝擊情境是由香港金融管理局在其監管政策手冊IR-1「銀行帳內的利率風險」中提供，其一般描述如下：

1. 平行向上：利率收益率曲線在所有時間段內平行向上移動
2. 平行向下：利率收益率曲線在所有時間段內平行向下移動
3. 較傾斜：短期利率下降而長期利率上升
4. 較橫向：短期利率上升而長期利率下降
5. 短率上升：利率在最短的時間段內上升差距最大，而差距隨著較長時段減少至與當前利率相若
6. 短率下跌：利率在最短的時間段內下降差距最大，而差距隨著較長時段減少至與當前利率相若

根據本集團在2022年12月31日年度報告日於規定的利率衝擊情境下的敏感性分析，未來12個月對股權經濟價值及淨利息收入的最高不利影響分別為港幣16.87億元（2021年12月31日：港幣10.93億元）及港幣29.27億元（2021年12月31日：港幣27.92億元）。

有關利率風險敏感性分析可瀏覽本行網站[www.hkbea.com](http://www.hkbea.com)主頁內「監管披露」的連繫或按[www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html)的直接連繫。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(f) Strategic risk management**

Strategic risk is the risk of current or potential impact on the Group's earnings, capital, reputation, or standing arising from changes in the environment the Group operates in, adverse strategic decisions, improper implementation of decisions, or lack of responsiveness to industry, economic, or technological changes.

The objective of managing strategic risk is to identify, assess, monitor, report, and mitigate strategic risk, and to ensure compliance with the relevant regulatory requirements.

The Group establishes comprehensive policies, manuals, profiles and reports to set out the management framework as well as assessment and monitoring tools.

The Group formulates, and adheres to the Strategic Risk Management Manual, which outlines a systematic approach to the management of strategic risk, including a framework for strategic risk identification, assessment, monitoring, mitigation and control, thereby enhancing the level of strategic risk management of the Group.

The Risk Management Committee is responsible for overseeing the management of the Group's strategic risk.

**(g) Legal risk management**

Legal risk is the risk of loss arising from unenforceable contracts, lawsuits, or adverse judgements that may disrupt or otherwise negatively affect the operations or financial condition of the Group.

The objective of managing legal risk is to identify, assess, monitor and report on legal risk, and to comply with the relevant legal and regulatory requirements.

From time to time, the Group provides training conducted by qualified internal personnel and/or external lawyers/professionals to staff members. It also issues reminders to staff members when necessary. When dealing with legal matters, the Group consults qualified internal personnel and, when necessary and appropriate, engages external lawyers with appropriate expertise.

The Operational Risk Management Committee is responsible for overseeing the management of the Group's legal risk.

**(f) 策略性風險管理**

策略性風險是指因本集團營運環境變動、不良策略決策、決策實施不當或對工業、經濟或技術變動反應遲緩而對本集團盈利、資本、聲譽或地位造成當前或潛在影響的風險。

策略性風險管理的目的在於識別、評估、監控、匯報及降低策略性風險，以及確保符合相關監管規定的要求。

本集團制定全面的政策、指引、狀況及報告，載列管理架構及評估和監控工具。

本集團制定並遵從策略性風險管理手冊，該手冊載錄對策略性風險實施系統化管理的方法，包括識別、評估、監控、緩減及控制策略性風險的機制，藉此提升本集團的策略性風險管理水平。

風險管理委員會負責監督本集團的策略性風險管理。

**(g) 法律風險管理**

法律風險是指出現合約未能執行、訴訟或不利審判的情況，可能對本集團的日常運作或財務狀況造成擾亂或負面影響而導致損失的風險。

法律風險管理的目的，在於識別、評估、監控及匯報法律風險，以及遵守相關法律及監管規定的要求。

本集團會不時向員工提供由合資格內部人員及／或外聘律師／專業人士講解的培訓，並於有需要時向員工發出提示。當處理法律事宜，本集團諮詢合資格內部人員，並於必要及適當的情況下聘請具備相應專業知識的外聘律師。

營運風險管理委員會負責監督本集團的法律風險管理。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (h) Reputation risk management

Reputation risk is the risk that the Group's reputation is damaged by one or more events that result in negative publicity about the business practices, conduct, or financial condition of the Group. Such negative publicity, whether true or not, may impair public confidence in the Group and may result in costly litigation, or lead to a decline in the Group's customer base, business, and/or revenue.

The objective of managing reputation risk is to identify, assess, monitor, report, and mitigate reputation risk, and to ensure compliance with the relevant regulatory requirements.

The Group establishes various policies, guidelines, manuals and codes to ensure compliance with applicable laws, rules and regulations, and to ensure that the Group maintains a high standard of corporate governance, which in turn helps to safeguard and enhance the Group's reputation.

The Group formulates, and adheres to the Reputation Risk Management Manual, which outlines a systematic approach to the management of reputation risk, including a framework for reputation risk identification, assessment, mitigation, control and monitoring, thereby protecting and enhancing the reputation of the Group. The Guidelines for Incident Response and Management are established for swift response to and management of unexpected incidents. The Media Guidelines are established to ensure effective and consistent delivery of the Group's key messages to the media.

The Operational Risk Management Committee is responsible for overseeing the management of the Group's reputation risk.

## (h) 聲譽風險管理

聲譽風險是指因對本集團一項或多項有關營商手法、行為或財務狀況事件的負面報導而損及本集團聲譽的風險。此等負面報導，不管真確與否，有可能影響公眾對本集團的信心，並可能導致高昂的訴訟費用，或令本集團客戶基礎、業務及／或收入減少。

聲譽風險管理的目的在於識別、評估、監控、匯報及降低聲譽風險，以及確保符合相關監管規定的要求。

本集團制定各項政策、指引、手冊及守則，確保遵守適用法例、規則及規例，同時確保本集團維持高水準的企業管治，藉此保障及提升本集團的聲譽。

本集團制定並遵從聲譽風險管理手冊，該手冊載錄對聲譽風險實施系統化管理的方法，包括識別、評估、緩減、控制及監控聲譽風險的機制，藉此保護及提升本集團的聲譽。本集團已建立事件應對及管理指引，以快速應對並管理未能預期的事件。並已建立媒體指引，以確保有效及一致地將本集團的關鍵信息傳達予媒體。

營運風險管理委員會負責監督本集團的聲譽風險管理。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

#### (i) Compliance risk management

Compliance risk is the risk of potential losses arising from legal or regulatory sanctions, fines and penalties, financial losses or damage to reputation that the Group may suffer as a result of its failure to comply with laws, regulations, rules, related self-regulatory organisation standards, and codes of conduct applicable to its business activities.

The Group establishes various policies, guidelines and manuals to ensure compliance with all applicable legislation, rules, codes of conduct, industry standards, and guidelines issued by the relevant regulatory authorities that govern the Group's operations. The Group formulates, and adheres to, the Compliance Risk Management Manual, which outlines a systematic approach to the management of compliance risk, including a framework for compliance risk identification, assessment, monitoring, mitigation and control, thereby enabling the Group to manage its compliance risk effectively. Independent regulatory compliance reviews are conducted on major functions of the Group using a risk-based approach.

#### (j) Technology risk management

Technology risk is the risk of loss to the Group due to inadequate or failed technical processes, people, and/or computing systems, or unauthorised access or disruption to technology resources, in particular relating to cyber security and e-banking.

To address increasing cyber security threats, the Group has put in place adequate security resources and proper control measures based on a defined risk appetite level. The Group has developed technology risk related policies and cyber security strategies as well as comprehensive security awareness programmes to strengthen cyber security at all levels.

The Group has also established a framework for proper management of technology risk. The Board and designated committees at the top level are responsible for overall management of technology risk for the Group. They lead various working teams and the "Three Lines of Defence" to address specific areas of concern.

Comprehensive control policies, standards, guidelines, and procedures are maintained to ensure that adequate control measures relating to the security of internet systems and applications, customer authentication, risk assessment for new products and services, third-party security and confidentiality, integrity and availability of information are all in place.

#### (i) 合規風險管理

合規風險是指因未能遵守適用於本集團業務活動的法例、規例、規則、相關自我監管機構所定的標準及行為守則而引致的法律及監管制裁、罰金或罰款、財務損失，或令聲譽受損而導致本集團可能損失的風險。

本集團已制定各項政策、指引及手冊，確保遵守所有適用法例、規則、行為守則、行業標準及有關監管機構發出的規管本集團營運的指引。本集團已制定並遵從合規風險管理手冊，該手冊載錄對合規風險實施系統化管理的方法，包括識別、評估、監控、緩減及控制合規風險的機制，藉此令本集團有效地管理合規風險。並採用風險為本的方式對本集團主要職能進行獨立合規監察審查。

#### (j) 科技風險管理

科技風險是指因技術程序、人員及／或計算系統不足或出現故障；或因未經授權使用或破壞技術資源（尤其在涉及網絡安全及電子銀行時）導致本集團損失的風險。

為應對日漸上升的網絡安全威脅，本集團已根據既定風險偏好級別投入充足的網絡安全資源和實施適當的控制措施。本集團已制定科技風險相關政策及網絡安全策略，以及全面的安全意識計劃，以加強各個級別的網絡安全。

本集團亦已為科技風險設立妥善管理框架。處於集團頂層的董事會及其指定委員會負責對本集團科技風險的整體管理，統領各工作小組及「三道防線」解決個別領域的問題。

本集團繼續落實全面的控制政策、標準、指引及程序，確保充分實施與網絡系統及應用程式安全、客戶身份驗證、新產品及服務風險評估、第三方安全性、以及資料保密、完整性及可用性相關的控制措施。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 43. PRINCIPAL RISK MANAGEMENT (CONTINUED) 主要風險管理(續)

## (k) Capital management

The Group's primary objectives when managing capital are to meet the regulatory requirements and safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

Capital managed by the Group to achieve these objectives includes ordinary share capital, retained profits, other reserves, and non-controlling interests after deductions for goodwill and intangible assets. It also includes subordinated liabilities, impairment allowances and regulatory reserve for general banking risks as allowed under Banking (Capital) Rules.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between the higher shareholder returns that might otherwise be possible with greater gearing and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

The Steering Group for Capital Management and Recovery and Resolution Planning is responsible for overseeing issues related to the capital positions and monitoring the capital adequacy against all regulatory and internal reference. The capital position is also reviewed regularly by the Risk Management Committee, Risk Committee and the Board.

The HKMA supervises the Group on both a consolidated basis and a solo-consolidated basis and, as such, sets capital requirements and receives information of capital adequacy on a regular basis for the Group as a whole. Individual overseas branches and banking subsidiaries are directly regulated by respective domestic banking supervisors, who set and monitor their capital adequacy requirements. In certain jurisdictions, non-banking financial subsidiaries are also subject to the supervision and capital requirements of domestic regulatory authorities.

In implementing current capital requirements the HKMA requires the Group to maintain a prescribed ratio of total capital to total risk-weighted assets.

The Group monitors its capital structure on the basis of the capital adequacy ratios and there have been no material changes in the Group's policy on the management of capital during the year.

The capital adequacy ratios as at 31st December, 2022 and 31st December, 2021 as disclosed are computed on the consolidated basis of the Bank and certain of its subsidiaries as specified by the HKMA for its regulatory purposes, and are in accordance with the Banking (Capital) Rules of the Hong Kong Banking Ordinance.

The Group and its individually regulated operations have complied with all externally imposed capital requirements throughout the year ended 31st December, 2022 and 31st December, 2021 and the Group's capital ratios are well above the minimum required by the HKMA.

## (k) 資本管理

本集團管理資本的主要目的是要符合監管規定及保障本集團可持續經營，藉以不斷為股東提供回報及為其他利益關涉者帶來利益。方法包括依照風險水平釐定產品及服務價格，及以合理的成本提供融資渠道。

以求達至該目的，本集團管理資本包括股本、留存溢利、其他儲備，及非控股權益（已扣除商譽和無形資產）。管理資本亦包括無償負債、減值準備及資本規則所容許的一般銀行業風險的規管儲備。

本集團積極定期檢討及管理資本架構，以期在爭取更高股東回報與維持良好資本的好處和安全之間取得平衡，並且因應經濟情況的轉變調整資本架構。

資本管理、恢復及處置規劃督導組負責監督與資本狀況相關的事項，並根據監管機構及內部指引以監控資本充足度。風險管理委員會、風險委員會及董事會亦會定期檢討資本狀況。

金管局按綜合基準及單獨綜合基準以監管本集團，並制訂資本要求及定期收集本集團整體性的資本充足資料。個別海外分行及銀行附屬公司分別由當地的銀行監管機關直接監管，並制訂及監控其資本充足要求。在某些地區，非銀行財務附屬公司是受當地監管機關規管及資本要求。

在實施現行資本要求，金管局要求本集團維持特定的總資本對風險資產總額比率。

本集團以資本充足比率為基準監察資本架構，年度內本集團資本管理政策並無重大改變。

2022年12月31日及2021年12月31日的資本充足比率的披露是依據金管局為監管目的而制定的，本行及若干附屬公司已按綜合基準計算，並符合《銀行業條例》的《銀行業（資本）規則》。

截至2022年12月31日及2021年12月31日止年度內，本集團及其個別受監管業務已符合所有外間訂立的資本規定，以及本集團俱遠高於金管局所定的最低規定比率。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (I) Climate-related risk management

The Group is of the view that there is growing urgency for immediate climate action in building resilience and to mitigate potential negative impacts of climate change. The Group distinguishes climate related risk between physical risk and transition risk. "Physical risk" refers to the impacts of weather and climate-related events, which could lead to disruptions to the business and operations of banks and their clients. "Transition risk" refers to the risk related to the process of adjustment towards a low-carbon economy, which can be prompted by policy, legal, technology and market changes as climate-change mitigation and adaptation measures are adopted.

The Bank's Board of Directors has established a Board-level ESG Committee to oversee the Group's ESG performance. The ESG Steering Committee ("Steering Committee") reports directly to the ESG Committee. The Steering Committee, chaired by the Co-Chief Executive, is responsible for driving ESG strategy development, assessing the materiality of existing and emerging ESG topics, and ESG target setting and performance review, which is then reported to the ESG Committee. The Group Chief Risk Officer sits on the ESG Steering Committee and is tasked with managing and reporting on ESG risks.

Through the HKMA-led Climate Risk Stress Test ("CRST") exercise, the Group has identified emerging climate risks and opportunities which may materially affect the Group's business and operations. Based on the results from the climate risk and scenario analysis, the Group is able to determine certain financial and non-financial impacts of climate change which could manifest in the major risk categories through impacting of the asset quality (i.e. borrower repayment ability, collateral quality), valuation of financial instruments (i.e. market fluctuation), operational resilience (i.e. operational damage to bank premises and assets and business disruption) and reputational impact to the Group. The Group has developed plans to strengthen its strategies and risk governance framework to ensure its resilience against extreme climate events and to mitigate the vulnerabilities identified during this CRST exercise. Due to strong capital buffers built up over past years, the estimated financial impact from climate change do not create material capital impact to the Group.

The Group's climate risk management measures include supporting customers towards transition to a low carbon economy, controlling the Group's exposure to high climate risk sectors, and the development of net zero roadmaps for both operational emissions (Scope 1 and 2), as well as financed emissions (Scope 3). The significant climate risk issues will be reported and escalated to management committees and the Board through the existing enterprise risk management organizational structure. The Group has a risk appetite statement for ESG risk, supported by quantitative metrics established in 2022 for rollout in 2023, to guide its efforts in managing the impacts that climate change could have on its business and financial performance.

## (I) 氣候相關風險管理

本集團認為應對氣候行動刻不容緩，必須建立氣候抗禦力和緩解氣候變化潛在的不利影響。本集團將氣候相關風險區分為實體風險及轉型風險。「實體風險」指天氣及氣候相關事件的影響，可能對銀行及相關客戶的業務和營運造成干擾。「轉型風險」指與轉型至低碳經濟過程中的相關風險，可以是歸因於推行氣候變化的緩解及適應措施導致的政策、法規、科技和市場變化。

本行董事會已成立董事會層面的環境、社會及管治委員會以監督集團的可持續發展表現。環境、社會及管治督導委員會(「督導委員會」)直接向環境、社會及管治委員會匯報。督導委員會由聯席行政總裁擔任主席，負責促進訂訂可持續發展策略、評估現有及新興可持續發展議題的重要性、訂立可持續發展目標和檢討表現，然後向環境、社會及管治委員會匯報。集團風險總監為環境、社會及管治督導委員會的成員之一，專責管理和匯報環境、社會及管治風險。

本集團藉著金管局推出的氣候風險壓力測試識別可能對本集團業務及營運構成重大影響的新興氣候風險與機遇。本集團根據氣候風險及情境分析結果，透過對資產質素(即借款人償還能力、抵押品質素)、金融票據的估值(即市場波動)、營運抗禦力(即銀行處所及資產運作受損和業務中斷)造成的影響，確定可能落入主要風險類別的氣候變化的財務及非財務影響，以及對本集團聲譽的影響。本集團已制訂多個方案強化策略及風險管治架構，確保可以抵禦極端氣候事件和緩解氣候風險壓力測試所識別的弱點。由於本集團過去多年建立了雄厚的緩衝資本，因此氣候變化的估計財務影響不會對本集團的資本構成重大影響。

本集團的氣候風險管理措施包括協助客戶過渡至低碳經濟、控制本集團於高氣候風險行業的投資，以及為營運碳排放(範圍1及2)和本集團提供融資的排放量(範圍3)擬定淨零碳排放路線圖。重大氣候風險議題將通過現有的企業風險管理架構匯報給相關的管理層委員會和董事會。本集團制訂環境、社會及管治風險的風險偏好聲明，並於2022年確立量化指標，準備於2023年正式實施作為指引，妥善管理氣候變化可能對本集團業務及財務表現造成的各種影響。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註（續）

## 44. FAIR VALUES OF FINANCIAL INSTRUMENTS 金融工具的公平價值

## (a) Financial instruments carried at fair value

Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. The Group measures fair values using the following hierarchy of methods:

Level 1 – Quoted market price in an active market for an identical instrument.

Level 2 – Valuation techniques based on observable input. This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.

Level 3 – Valuation techniques using significant unobservable inputs. This category includes all instruments where the valuation technique includes inputs not based on observable data and the unobservable inputs could have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Fair values of financial assets and financial liabilities that are traded in active markets are based on quoted market prices or counterparty quotations. For all other financial instruments the Group determines fair values using valuation techniques. Valuation techniques include net present value and discounted cash flow models and various market recognised option pricing models. Assumptions and inputs used in valuation techniques include risk-free and benchmark interest rates, equity prices, foreign currency exchange rates, index prices, historical or implied volatilities and correlations. The objective of valuation techniques is to arrive at a fair value measurement that reflects the price of the financial instrument that would be received to sell the asset or paid to transfer the liability in an orderly transaction between market participants at the reporting date.

## (a) 以公平價值列賬的金融工具

公平價值估計是根據金融工具的特性和相關市場資料於某一特定時間作出，因此一般是主觀的。本集團以下列的分級方法計算公平價值：

第一級－參考同一工具在活躍市場取得的市場報價。

第二級－根據可觀察的參數之估值模式。為此級別估值的工具，包括以下方式：就相若工具在活躍市場取得的市場報價；就相若工具在非活躍市場取得的市場報價；或其他估值模式，而該等估值模式所用的參數，是直接或間接可從市場觀察所得的數據。

第三級－根據重要但非可觀察得到的參數之估值模式。為此級別估值的工具，其估值模式所輸入之參數為非可觀察的數據，惟該等非可觀察的數據可以對估值產生重大影響。為此級別估值的工具，也包括在活躍市場取得相若金融工具的市場報價，惟當中需要作出非可觀察之調整或假設，以反映不同金融工具之間的差別。

於活躍市場買賣的金融資產及金融負債，是根據市場報價或交易對手報價以釐定其公平價值。而對於所有其他金融工具，本集團則利用估值模式以釐定公平價值。估值模式包括淨現值及現金流量折現模式、以及其他市場廣泛應用的期權估值模式。用於估值模式之假設及參數包括無風險利率、基準利率、股票價格、外幣兌換率、指數價格、過往或預期波幅及相聯關係。採用估值模式的目的是計量公平價值，藉以在申報日能反映金融工具的價格，而該價格可被視為在正常交易下市場人士當賣出資產時可收取或當轉移負債時須支付之款項。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

The Group uses widely recognised valuation models for determining the fair value of common and simpler financial instruments, like interest rate and currency swaps that use only observable market data and require little management judgement and estimation. Observable prices and model inputs are usually available in the market for listed debt and equity securities, exchange traded derivatives and simple over-the-counter derivatives like interest rate swaps. Availability of observable market prices and model inputs reduces the need for management judgement and estimation and also reduces the uncertainty associated with determination of fair values. Availability of observable market prices and inputs varies depending on the products and markets and is prone to changes based on specific events and general conditions in the financial markets.

For more complex instruments, the Group uses valuation models, which usually are developed from recognised valuation methodologies. Some or all of the significant inputs into these models may not be observable in the market, and are derived from market prices or rates or are estimated based on assumptions. Valuation models that employ significant unobservable inputs require a higher degree of management judgement and estimation in determination of fair value. Management judgement and estimation are usually required for selection of the appropriate valuation model to be used, determination of expected future cash flows on the financial instrument being valued, determination of probability of counterparty default and prepayments and selection of appropriate discount rates.

The Group has an established control framework with respect to the measurement of fair values. This framework includes a valuation control function, namely Financial Instruments Valuation Group ("FIVG") which comprises control units independent of front office management. Procedures for price verification have been established. Any pricing models to be used would be subject to a rigorous validation and approval process.

本集團會使用廣泛應用的估值模式，以釐定一般性及較簡單金融工具的公平價值，例如僅使用可觀察市場價格、及毋須管理層耗時判斷及估計之利率及貨幣掉期。可觀察價格及模式的參數，通常可從市場上的上市債務及股份證券、在交易所買賣的衍生工具和簡單的場外交易衍生工具如利率掉期獲取。獲取可觀察市場價格及模式的參數，可以減省管理層需時判斷及估計，也可減少有關釐定公平價值的不穩定因素。是否取得可觀察市場價格及參數，視乎產品及市場性質，並會因金融市場的個別事件和一般情況而有不同變化。

至於較複雜的金融工具，本集團會使用通常由已有認受性的估值模式改動而來。部分甚或所有須予輸入模式的重要參數或未能從市場中觀察得出，而必須從市場價格或利率計算、或基於假設而估計而得出。該等須利用重要而非可觀察之參數的估值模式，需要管理層投入較多時間於判斷及估計，始能釐定金融工具的公平價值；而揀選適當的估值模式、為估值之金融工具決定其預期的未來現金流、決定交易對手方違約和提早還款的或然率，以及挑選適用的貼現率等，一般皆需要管理層的判斷和估計。

本集團已就計算公平價值設立了監控機制。此機制包括擁有產品監控功能並獨立於前線管理人員，稱為金融工具估值群組（「群組」）。價格核實的程序已經確立。任何將被採用的價格模式必須經過嚴格的檢測及審批程序。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 44. FAIR VALUES OF FINANCIAL INSTRUMENTS (CONTINUED) 金融工具的公平價值(續)

## (a) Financial instruments carried at fair value (continued)

The table below analyses financial instruments, measured at fair value at the end of the reporting period, by the level in the fair value hierarchy into which the fair value treatment is categorised:

## (a) 以公平價值列賬的金融工具(續)

下表是分析於報告期期末，在公平價值分級內金融工具之公平價值的處理方式：

		2022				2021			
		Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
		第一級	第二級	第三級	總額	第一級	第二級	第三級	總額
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Recurring fair value measurement</b>	<b>重覆發生的公平價值釐定</b>								
<b>Assets</b>	<b>資產</b>								
	貿易票據—按通過其他全面收益以反映公平價值計量	-	488	-	488	-	10,212	-	10,212
Trade Bills – Measured at FVOCI									
Trading assets	交易用途資產	354	1,176	-	1,530	851	1,632	-	2,483
Derivative assets	衍生工具資產	200	10,892	-	11,092	146	3,235	-	3,381
Investment securities	投資證券								
	—強制按通過損益以反映公平價值計量	-	3,417	732	4,149	2	4,627	808	5,437
- Mandatorily measured at FVTPL									
	—按通過其他全面收益以反映公平價值計量	24,654	102,903	839	128,396	25,083	99,729	712	125,524
- Measured at FVOCI									
		25,208	118,876	1,571	145,655	26,082	119,435	1,520	147,037
Investment securities classified as assets held for sale	投資證券分類為持有作出售資產								
	—強制按通過損益以反映公平價值計量	-	-	-	-	50	26	-	76
- Mandatorily measured at FVTPL									
	—按通過其他全面收益以反映公平價值計量	-	-	-	-	-	1,850	-	1,850
- Measured at FVOCI									
		-	-	-	-	50	1,876	-	1,926
<b>Liabilities</b>	<b>負債</b>								
Trading liabilities	交易用途負債	5	-	-	5	5	-	-	5
Derivative liabilities	衍生工具負債	99	4,046	-	4,145	98	4,952	-	5,050
	指定為通過損益以反映公平價值的金融負債	-	24,357	-	24,357	-	36,877	-	36,877
Financial liabilities designated at FVTPL									
		104	28,403	-	28,507	103	41,829	-	41,932

During the years ended 31st December, 2022 and 2021, there were no significant transfers of financial instruments between Level 1 and Level 2 of the fair value hierarchy. 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.

截至2022年及2021年12月31日止之年內，根據第一級及第二級分級方法釐定公平價值之金融工具，兩者之間並無重大的轉移。本集團的政策是只確認於報告期期末公平價值分級之間發生的轉移。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

Information about significant unobservable inputs in Level 3 valuations

有關第三級估值的重要非可觀察參數資料

	Valuation technique 估值模式	Significant unobservable input(s) 重要非可觀察參數	Range 幅度
Unlisted debt securities, equity securities and investment funds 非上市債務證券、股份證券及投資基金	Counterparty quote 交易對手報價	N/A 不適用	N/A 不適用
	Net asset value 資產淨值	N/A 不適用	N/A 不適用
	Discounted cash flow model 現金流折扣模式	Discount rate 折扣率	12.2% (2021: 15.3%)
		Marketability discount 市場性折扣	20% (2021: 20%)
		Earnings multiple 盈利倍數	20.51–27.66 (2021: 21.98–36.67)
	Market-comparable approach 市場可類比法	EV/EBIT 企業價值／稅息前利潤	21.61–27.78 (2021: 30.18–37.54)
		Marketability discount 市場性折扣	50% (2021: 50%)

The fair values of unlisted equity instruments mandatorily measured at FVTPL or measured at FVOCI are estimated using the discounted cash flow model, on the basis of an analysis of the investee's financial position and results, or with reference to multiples of comparable listed companies, adjusted for a marketability discount to reflect the fact that the shares are not actively traded. An increase in the ratio/investee's financial position and results in isolation will result in favourable movement in the fair values, while an increase in discount rate/marketability discount in isolation will result in unfavourable movement. The fair value of the unlisted investment funds are estimated by using the net asset valuations ("NAV") provided by the managers of the funds.

強制按通過損益以反映公平價值計量或通過其他全面收益以反映公平價值計量的非上市股份工具的公平價值，是採用現金流折扣模式作估算，根據受投資公司的財務狀況及業績之分析，或參考可比較上市公司之倍數，並計入市場性折扣以反映該股份並非有活躍交易之調整。任何因比率／受投資公司的財務狀況及業績之個別增加對公平價值有正面影響，而因折扣率／市場性折扣之個別增加則對公平價值有負面影響。非上市投資基金的公平價值是採用基金經理提供的資產淨值作估算。

Valuation of financial instruments in Level 3 are subject to the same valuation control framework as described above and reviewed regularly by FIVG.

在第三級之金融工具估值是受以上所述之相同估值監控機制及金融工具估值群組的定期檢視。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 44. FAIR VALUES OF FINANCIAL INSTRUMENTS (CONTINUED) 金融工具的公平價值(續)

## (a) Financial instruments carried at fair value (continued)

## (1) Valuation of financial instruments with significant unobservable inputs

Movements in the recognised fair values of instruments with significant unobservable inputs were as follows:

## (a) 以公平價值列賬的金融工具(續)

## (1) 使用重要而非可觀察之參數的金融工具估值

已列賬並含有重要而非可觀察參數的工具，其公平價值之變動如下：

		2022		2021	
		Investment securities mandatorily measured at FVTPL	Investment securities measured at FVOCI	Investment securities mandatorily measured at FVTPL	Investment securities measured at FVOCI
		強制按通過損益以反映公平價值計量的投資證券	按通過其他全面收益以反映公平價值計量的投資證券	強制按通過損益以反映公平價值計量的投資證券	按通過其他全面收益以反映公平價值計量的投資證券
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>				
At 1st January	於1月1日	808	712	850	1,283
Additions/Purchases	增加/購入	31	-	413	-
Disposals/Settlements	出售/結算	(27)	-	(484)	-
Changes in fair value recognised in the income statement	公平價值變動確認於收益表	(80)	-	29	-
Changes in fair value recognised in the other comprehensive income	公平價值變動確認於其他全面收益	-	127	-	(571)
At 31st December	於12月31日年度內	732	839	808	712
Total gains/(losses) for the year included in FVOCI fair value reserve of the other comprehensive income for assets held at the end of the reporting period	於報告期結束日持有按通過其他全面收益以反映公平價值資產而已計入其他全面收益的公平價值儲備之年度內收益/(虧損)總額	-	127	-	(571)
Total (losses)/gains for the year included in the income statement for assets held at the end of the reporting period recorded in net results from other financial instruments at FVTPL	於報告期結束日持有之資產而已計入期內收益表之通過損益以反映公平價值金融工具的淨表現之年度內(虧損)/收益總額	(80)	-	29	-

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

(2) Effects of changes in significant unobservable assumptions to reasonably possible alternative assumptions

(2) 因重要而非可觀察之假設變動至合理可行之另類假設所產生的影響

		2022			
		Effect recorded in profit or loss 直接記錄於損益上之影響		Effect recorded directly in equity 直接記錄於股東權益上之影響	
		Favourable 有利	(Unfavourable) (不利)	Favourable 有利	(Unfavourable) (不利)
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Financial assets	金融資產				
Investment securities mandatorily measured at FVTPL	強制按通過損益以反映公平價值計量的投資證券	61	(61)	-	-
Investment securities measured at FVOCI	按通過其他全面收益以反映公平價值計量的投資證券	-	-	70	(70)
		61	(61)	70	(70)

  

		2021			
		Effect recorded in profit or loss 直接記錄於損益上之影響		Effect recorded directly in equity 直接記錄於股東權益上之影響	
		Favourable 有利	(Unfavourable) (不利)	Favourable 有利	(Unfavourable) (不利)
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Financial assets	金融資產				
Investment securities mandatorily measured at FVTPL	強制按通過損益以反映公平價值計量的投資證券	67	(67)	-	-
Investment securities measured at FVOCI	按通過其他全面收益以反映公平價值計量的投資證券	-	-	59	(59)
		67	(67)	59	(59)

The fair values of financial instruments are in certain circumstances, measured using valuation models that incorporate assumptions that are not supported by prices from observable current market transactions in the same instrument and are not based on observable market data. The table above shows the sensitivity of fair values due to parallel movement of plus or minus 10 per cent in reasonably possible alternative assumptions.

在若干情況下，計算金融工具的公平價值所使用的估值模式，其含有的假設並非依據在相同工具的當前可觀察市場交易價格，亦非依賴其他可觀察的市場數據。上表顯示公平價值之敏感度，即因轉用至合理可行之另類假定所產生的正、負 10% 的價值的並行變動。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 44. FAIR VALUES OF FINANCIAL INSTRUMENTS (CONTINUED) 金融工具的公平價值(續)

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

The following methods and significant assumptions have been applied in determining the fair values of financial instruments presented below:

- (i) The fair value of demand deposits and savings accounts with no specific maturity is assumed to be the amount payable on demand at the end of the reporting period.
- (ii) The fair value of variable rate financial instruments is assumed to be approximated by their carrying amounts and, in the case of loans and unquoted debt securities, does not, therefore, reflect changes in their credit quality, as the impact of credit risk is recognised separately by deducting the amount of the impairment allowances from both the carrying amount and fair value.
- (iii) The fair value of fixed rate loans and mortgages carried at amortised cost is estimated by comparing market interest rates when the loans were granted with current market rates offered on similar loans. Changes in the credit quality of loans within the portfolio are not taken into account in determining gross fair values, as the impact of credit risk is recognised separately by deducting the amount of the impairment loss and allowances from both the carrying amount and fair value.
- (iv) The fair value of financial guarantees issued is determined by reference to fees charged in an arm's length transaction for similar services, when such information is obtainable, or is otherwise estimated by reference to interest rate differentials, by comparing the actual rates charged by lenders when the guarantee is made available with the estimated rates that lenders would have charged, had the guarantees not been available, where reliable estimates of such information can be made.

The carrying amounts of the Group's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31st December, 2022 and 2021.

## (b) 以公平價值以外列賬的金融工具公平價值

本集團採用下列方法和重要假定，以釐定如下的金融工具的公平價值：

- (i) 不設指定期限的活期存款和儲蓄賬戶的公平價值，乃假定為於報告期結束日可按要求而支付的金額。
- (ii) 浮息金融工具的公平價值，乃假定為與其賬面值相若。如此等工具為貸款和非上市債務證券，由於相關的信貸風險影響是在賬面值和公平價值中將減值準備金額減除後才分別予以確認，因此其公平價值不能反映其信貸素質的改變。
- (iii) 以攤銷成本入賬的定息貸款和按揭貸款的公平價值，乃在此等貸款按相若貸款所獲提供的目前市場利率批出時，以市場利率比較的方式估計。由於相關的信貸風險影響是在賬面值和公平價值中將減值準備金額減除後才分別予以確認，在決定公平價值總額時，貸款組合內各項貸款的信貸素質的改變均不會予以考慮。
- (iv) 已發出的融資擔保之公平價值，是以參考在相若服務的公平交易中所徵收費用之可取得相關資料而釐定；有關的資料也可參考利率差價而估計，亦可以就貸款機構對發出擔保所實際徵收的息率，與在沒有取得擔保之情況下而貸款機構將可能徵收的估計息率作出比較，並在當中取用較可靠的相關資料以釐定公平價值。

本集團以成本或攤銷成本入賬的金融工具賬面值，與其於2022年12月31日及2021年同日之公平價值相若。

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

### 45. OFF-BALANCE SHEET EXPOSURES 資產負債表以外的風險

#### (a) Contingent liabilities and commitments

The following is a summary of the contractual amounts of each significant class of contingent liabilities and commitments and the aggregate credit risk-weighted amount and is prepared with reference to the completion instructions for the HKMA return of capital adequacy ratio.

#### (a) 或然負債及承擔

參照金管局資本充足比率申報表的填報指示，每項或然負債及承擔及信貸風險加權金額的主要類別摘要如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Contingent liabilities	或然負債		
Direct credit substitutes	直接信貸代替品	4,220	4,664
Transaction-related contingencies	與交易有關的或然項目	3,846	4,295
Trade-related contingencies	與貿易有關的或然項目	6,143	5,046
		14,209	14,005
Commitments	承擔		
Commitments that are unconditionally cancellable without prior notice	可無條件取消而毋須事先通知的承擔	303,920	232,146
Other commitments with an original maturity	其他承擔的原到期日		
– up to 1 year	– 1年或以下	2,229	3,145
– over 1 year	– 1年以上	32,043	28,914
		338,192	264,205
Total	總額	352,401	278,210
Credit risk weighted amounts	信貸風險加權金額	23,651	21,412

The credit risk-weighted amount is calculated in accordance with the Capital Rules. Contingent liabilities and commitments are credit-related instruments which include acceptances, letters of credit, guarantees and commitments to extend credit. The contractual amounts represent the amounts at risk should the contract be fully drawn upon and the client default. Since a significant portion of guarantees and commitments is expected to expire without being drawn upon, the total of the contract amounts does not represent expected future cash flows.

信貸風險加權金額是按《資本規則》計算。或然負債及承擔是與信貸有關的工具，包括用以提供信貸的承兌票據、信用證、擔保書和承付款項。合約金額是指當合約被完全提取及客戶違約時所承擔風險的金額。由於預期擔保書及承付款項的大部分金額會在未經提取前逾期，合約金額並不代表預計未來現金流量。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives

## (i) Notional amount of derivatives

Derivatives refer to financial contracts whose value depends on the value of one or more underlying assets or indices.

The following is a summary of the notional amounts of each significant type of derivative of the Group:

## (b) 衍生工具

## (i) 衍生工具的名義金額

衍生工具是指由一項或多項潛在資產或指數價值釐定價值的財務合約。

集團的每項衍生工具主要類別的名義金額摘要如下：

		2022			
		Qualifying for hedge accounting	Managed in conjunction with financial instruments designated at fair value through profit or loss	Others, including held for trading	Total
		符合對沖會計法	金融工具模式管理	其他，包括持有作交易用途	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約	–	4,163	288,758	292,921
Interest rate contracts	利率合約	113,222	19,685	186,718	319,625
Equity contracts	股份合約	–	–	4,774	4,774
		113,222	23,848	480,250	617,320

  

		2021			
		Qualifying for hedge accounting	Managed in conjunction with financial instruments designated at fair value through profit or loss	Others, including held for trading	Total
		符合對沖會計法	金融工具模式管理	其他，包括持有作交易用途	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約	48	5,640	286,033	291,721
Interest rate contracts	利率合約	83,518	28,201	291,839	403,558
Equity contracts	股份合約	–	–	8,370	8,370
		83,566	33,841	586,242	703,649

Derivatives arise from futures, forward, swap and option transactions undertaken by the Group and the Bank in the foreign exchange, interest rate and equity markets. The notional amounts of these instruments indicate the volume of transactions outstanding at the end of the reporting period; they do not represent amounts at risk.

衍生工具是由本集團及本行在外匯、利率及股票市場進行期貨、遠期、掉期及期權交易而產生。這些工具的名義金額指在報告期結束日仍未完成的交易量，但並不代表所承受風險的金額。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (ii) Fair value of derivatives

## (ii) 衍生工具之公平價值

		2022 Fair value 公平價值		2021 Fair value 公平價值	
		Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元	Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約	1,781	1,749	1,207	1,174
Interest rate contracts	利率合約	9,220	2,297	1,764	3,548
Equity contracts	股份合約	91	99	410	328
		11,092	4,145	3,381	5,050

## (iii) Hedge accounting

## (iii) 對沖會計

## (a) Fair value hedges of interest rate risk

## (a) 利率風險的公平價值對沖

The Group uses interest rate swaps to hedge its exposure to changes in the fair values of certain fixed rate subordinated notes issued and fixed rate debt investment securities and loans and advances in respect of a benchmark interest rate. Pay-floating/receive-fixed interest rate swaps are matched to specific issuances of fixed rate subordinated notes or pay-fixed/receive-floating interest rate swaps are matched to fixed rate debt securities investment and loans and advances with terms that closely align with the critical terms of the hedged item.

本集團以利率掉期合約對沖若干其發行的定息後償票據、持有的定息債券投資及貸款和墊款因基準利率而導致的公平價值轉變的風險。對沖以支付浮動／收取固定利率掉期合約與定息後償票據的特定發行配對或以支付固定利率／收取浮動利率掉期合約與定息債券和貸款配對，其條款與被對沖項目的關鍵條款一致。

The Group's approach to managing market risk, including interest rate risk, is discussed in Note 43(b). Interest rate risk to which the Group applies hedge accounting arises from fixed rate subordinated notes issued and fixed rate debt securities investment and loans and advances, whose fair value fluctuates when benchmark interest rates change. The Group hedges interest rate risk only to the extent of benchmark interest rates because the changes in fair value of a fixed rate debt security or loan are significantly influenced by changes in the benchmark interest rate. Hedge accounting is applied where economic hedge relationships meet the hedge accounting criteria.

本集團管理市場風險的方法，包括利率風險詳述於附註43(b)。本集團採用對沖會計的利率風險來自其發行定息後償票據、定息債券投資及貸款和墊款，其公平價值在基準利率變動時波動。因定息債券及貸款和墊款的公平價值變動受基準利率變動的顯著影響，本集團僅在基準利率範圍內對沖利率風險。對沖會計適用於符合對沖會計條件的經濟對沖關係。

By using derivative financial instruments to hedge exposures to changes in interest rates, the Group also exposes itself to credit risk of the derivative counterparty, which is not offset by the hedged item. The Group minimises counterparty credit risk in derivative instruments by entering into transactions with high-quality counterparties and requiring the counterparties to post collateral (see Note 43(a)(x)).

通過使用衍生金融工具對沖利率變動的風險，本集團亦面對衍生工具交易對手的信貸風險，而該風險並未被被對沖項目抵銷。本集團通過與高質量交易對手進行交易，要求交易對手提供抵押品，減低衍生工具交易對手的信用風險（詳見附註43(a)(x)）。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

## (iii) Hedge accounting (continued)

## (a) Fair value hedges of interest rate risk (continued)

Before fair value hedge accounting is applied by the Group, the Group determines whether an economic relationship between the hedged item and the hedging instrument exists based on an evaluation of the qualitative characteristics of these items and the hedged risk that is supported by quantitative analysis. The Group considers whether the critical terms of the hedged item and hedging instrument closely align when assessing the presence of an economic relationship. The Group evaluates whether the fair value of the hedged item and the hedging instrument respond similarly to similar risks. The Group further supports this qualitative assessment by using cumulative dollar offset method or regression analysis to assess whether the hedging instrument is expected to be and has been highly effective in offsetting changes in the fair value of the hedged item.

The Group establishes a hedge ratio by aligning the par amount of the hedged fixed-rate loan or note and the notional amount of the interest rate swap designated as a hedging instrument. Under the Group policy, in order to conclude that a hedge relationship is effective, all of the following criteria should be met.

- The regression co-efficient (R squared), which measures the correlation between the variables in the regression, is at least 0.8.
- The slope of the regression line is within a 0.8–1.25 range.
- The confidence level of the slope is at least 95%.

In these hedge relationships, the main sources of ineffectiveness are:

- the effect of the counterparty and the Group's own credit risk on the fair value of the interest rate swap, which is not reflected in the fair value of the hedged item attributable to the change in interest rate; and
- differences in maturities of the interest rate swap and the loans or the debt securities.

## (b) 衍生工具(續)

## (iii) 對沖會計(續)

## (a) 利率風險的公平價值對沖(續)

在採用公平價值對沖會計法前，本集團根據被對沖項目和對沖工具的定性特徵評估和支持對沖風險評估的定量分析，以確定被對沖項目與對沖工具之間是否存在經濟關係。本集團在評估經濟關係的存在時，會考慮被對沖項目及對沖工具的關鍵條款是否一致。本集團評估被對沖項目和對沖工具的公平價值是否對類似風險反應相似。本集團採用累計價值抵銷法或回歸分析評估對沖工具是否預期及非常有效地抵銷被對沖項目的公平價值變動以進一步支持定性評估。

本集團通過調整對沖定息貸款或票據的面值與指定為對沖工具的利率掉期合約的名義金額來確定對沖比率。根據本集團政策，有效對沖關係應滿足以下所有條件：

- 測量回歸中變量之間相關性的回歸係數(R平方)至少為0.8。
- 回歸線的斜率在0.8–1.25範圍內。
- 斜率的置信水平至少為95%。

在這些對沖關係中，無效對沖部份的主要來源是：

- 交易對手和本集團自身信用風險對利率掉期合約公平價值的影響未能反映在利率變動導致的被對沖項目的公平價值中；及
- 利率掉期和相關貸款或債券的到期日之差異。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

At 31st December, 2022, and 2021, the Group held the following interest rate swaps as hedging instruments in fair value hedges of interest risk:

於2022年及2021年12月31日，  
本集團持有以下利率掉期合約作為  
利率風險公平價值對沖的對沖工具：

		2022 Maturity 到期日		
		Less than 1 year 少於1年	1-5 years 1-5年	More than 5 years 多於5年
Risk category	風險類別			
Interest rate risk	利率風險			
Hedge of debt securities investment	對沖債務證券投資			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	9,953	39,974	44,403
Average fixed interest rate	平均固定利率	2.33%	1.33%	1.33%
Hedge of loans and advances	對沖貸款及墊款			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	125	869	27
Average fixed interest rate	平均固定利率	2.78%	1.54%	2.59%
Hedge of subordinated notes issued	對沖已發行後償票據			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	—	5,852	—
Average fixed interest rate	平均固定利率	—	2.72%	—
Hedge of deposits from customers	對沖客戶存款			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	9,631	—	—
Average fixed interest rate	平均固定利率	3.67%	—	—
Hedge of repo	對沖回購			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	2,388	—	—
Average fixed interest rate	平均固定利率	4.72%	—	—

  

		2021 Maturity 到期日		
		Less than 1 year 少於1年	1-5 years 1-5年	More than 5 years 多於5年
Risk category	風險類別			
Interest rate risk	利率風險			
Hedge of debt securities investment	對沖債務證券投資			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	10,122	37,110	35,351
Average fixed interest rate	平均固定利率	2.31%	1.31%	1.53%
Hedge of loans and advances	對沖貸款及墊款			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	—	863	72
Average fixed interest rate	平均固定利率	—	1.77%	0.51%

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

## (iii) Hedge accounting (continued)

## (a) Fair value hedges of interest rate risk (continued)

The amounts relating to items designated as hedging instruments and hedge ineffectiveness were as follows:

## (b) 衍生工具(續)

## (iii) 對沖會計(續)

## (a) 利率風險的公平價值對沖(續)

指定為對沖工具及無效對沖金額如下：

	2022						
	Carrying amount			Line item in the consolidated statement of financial position where the hedging instrument is included	Change in fair value used for calculating hedge ineffectiveness	Ineffectiveness recognised in profit or loss	Line item in consolidated income statement that includes hedge ineffectiveness
	賬面值			包含對沖工具的綜合財務狀況表的項目	公平價值變動以計算無效對沖部份	於損益表內確認的無效對沖部份	包含無效對沖部份的綜合收益表的項目
	Nominal amount	Assets	Liabilities				
	名義金額 HK\$ Mn 港幣百萬元	資產 HK\$ Mn 港幣百萬元	負債 HK\$ Mn 港幣百萬元				
Interest rate risk 利率風險							
Interest rate swaps – hedge of debt securities investment 利率掉期－ 對沖債務證券投資	94,330	7,311	(113)	Derivative assets/ (liabilities) 衍生工具資產／ (負債)	8,958	172	Net hedging profit/(loss) 對沖溢利／ (虧損)淨額
Interest rate swaps – hedge of loans and advances 利率掉期－ 對沖貸款及墊款	1,021	65	–	Derivative assets/ (liabilities) 衍生工具資產／ (負債)	72	4	Net hedging profit/(loss) 對沖溢利／ (虧損)淨額
Interest rate swaps – hedge of subordinated notes issued 利率掉期－ 對沖已發行後償票據	5,852	–	(299)	Derivative assets/ (liabilities) 衍生工具資產／ (負債)	(255)	4	Net hedging profit/(loss) 對沖溢利／ (虧損)淨額
Interest rate swaps – hedge of deposits from customers 利率掉期－ 對沖客戶存款	9,631	9	(37)	Derivative assets/ (liabilities) 衍生工具資產／ (負債)	(29)	(2)	Net hedging profit/(loss) 對沖溢利／ (虧損)淨額
Interest rate swaps – hedge of repo 利率掉期－對沖回購	2,388	–	(1)	Derivative assets/ (liabilities) 衍生工具資產／ (負債)	(4)	23	Net hedging profit/(loss) 對沖溢利／ (虧損)淨額

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

				2021			
				Line item in the consolidated statement of financial position where the hedging instrument is included 包含對沖工具的綜合財務狀況表的項目	Change in fair value used for calculating hedge ineffectiveness 公平價值變動以計算無效對沖部份	Ineffectiveness recognised in profit or loss 於損益表內確認的無效對沖部份	Line item in consolidated income statement that includes hedge ineffectiveness 包含無效對沖部份的綜合收益表的項目
	Nominal amount 名義金額 HK\$ Mn 港幣百萬元	Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元				
Interest rate risk 利率風險							
Interest rate swaps – hedge of debt securities investment 利率掉期 – 對沖債務證券投資	82,583	591	(2,265)	Derivative assets/(liabilities) 衍生工具資產／(負債)	3,090	143	Net hedging profit/(loss) 對沖溢利／(虧損)淨額
Interest rate swaps – hedge of loans and advances 利率掉期 – 對沖貸款及墊款	935	9	(18)	Derivative assets/(liabilities) 衍生工具資產／(負債)	33	1	Net hedging profit/(loss) 對沖溢利／(虧損)淨額

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(iii) Hedge accounting (continued)

(a) Fair value hedges of interest rate risk (continued)

The amounts relating to items designated as hedged items were as follows:

## (b) 衍生工具(續)

(iii) 對沖會計(續)

(a) 利率風險的公平價值對沖(續)

指定為被對沖項目金額如下:

	2022						
	Carrying amount 賬面值		Accumulated amount of fair value hedge adjustments included in the carrying amount of the hedged item 包含於被對沖項目賬面值的 累計公平價值對沖調整		Line item in the consolidated statement of financial position where the hedged item is included 包含被對沖項目 的綜合財務 狀況表的项目	Change in value used for calculating hedge ineffectiveness 公平價值變動 以計算無效 對沖部份	Accumulated amount of fair value hedge adjustments remaining in the statement of financial position for any hedged items that have ceased to be adjusted for hedging gains and losses 包含於財務狀況表的 已終止調整對沖盈利及 虧損的被對沖項目 之累計公平價值 對沖調整餘額
	Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元	Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Debt securities investment 債務證券投資	85,306	-	(7,683)	-	Investment securities 投資證券	(8,786)	-
Loans and advances 貸款及墊款	1,028	-	(62)	-	Loans and advances to customers 客戶貸款及墊款	(68)	-
Subordinated notes issued 已發行後償票據	-	5,567	-	(257)	Loan capital 借貸資本	259	-
Deposits from customers 客戶存款	-	9,604	-	(27)	Deposits from customers 客戶存款	27	-
Repo 回購	-	2,361	-	(27)	Deposits and balances of banks 銀行的存款及結餘	27	-

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註 (續)

				2021					
								Accumulated amount of fair value hedge adjustments remaining in the statement of financial position for any hedged items that have ceased to be adjusted for hedging gains and losses	
								包含於財務狀況表的已終止調整對沖盈利及虧損的被對沖項目之累計公平價值對沖調整餘額	



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

## (iii) Hedge accounting (continued)

## (b) Cash flow hedges of foreign currency risk (continued)

As noted above for fair value hedges, the Group exposed itself to credit risk of the counterparties to the derivatives, which was not offset by the hedged items. This exposure was managed similarly to that for fair value hedges.

The Group determined whether an economic relationship exists between the cash flows of the hedged item and hedging instrument based on an evaluation of the qualitative characteristics of these items and the hedged risk that was supported by quantitative analysis. The Group considered whether the critical terms of the hedged item and hedging instrument closely align when assessing the presence of an economic relationship. The Group evaluates whether the cash flows of the hedged item and the hedging instrument respond similarly to the hedged risk, such as the notional amount, maturity and underlying currencies.

The Group assessed hedge effectiveness using the hypothetical derivative method, which created a derivative instrument to serve as a proxy for the hedged transaction. The terms of the hypothetical derivative matched the critical terms of the hedged item and it had a fair value of zero at inception. The dollar offset ratio, being the periodic change in fair value of the hypothetical exchange rate forward contract attributable to changes in forward rate was calculated to assess whether the hedge can achieve 0.8–1.25 cumulative dollar offset on each reporting date.

At 31st December, 2022, the Group has completed the disposal of its insurance subsidiaries and had no exposure that is under cash flow hedge for foreign currency risk.

## (b) 衍生工具(續)

## (iii) 對沖會計(續)

## (b) 外匯風險的現金流對沖(續)

如上文對於公平價值對沖所述，本集團面對衍生工具交易對手的信用風險，而該風險未有被被對沖項目抵銷。這種風險與公平價值對沖的風險管理類似。

本集團根據對這些項目的定性特徵的評估以及支持的對沖風險的定量分析，以確定被對沖項目的現金流量與對沖工具之間是否存在經濟關係。本集團在評估經濟關係的存在時，會考慮被對沖項目及對沖工具的關鍵條款是否一致。本集團評估被對沖項目和對沖工具的現金流量是否就對沖風險的反應相似，例如以名義金額，到期日及相關貨幣評估。

本集團採用模擬衍生工具方法評估對沖效用，該方法建立一衍生工具作為對沖交易的代理。模擬衍生工具的條款與被對沖項目的關鍵條款一致，並且在開始時其公平價值為零。價值抵銷比率，即由遠期利率變動引起的模擬匯率遠期合約的公平價值的周期性變化，計算以評估對沖是否可在每個報告日期實現0.8–1.25的累計價值抵銷。

於2022年12月31日，本集團已完成出售其保險附屬公司及並無外匯風險的現金流對沖。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

At 31st December, 2021, the Group held the following instruments to hedge exposures to changes in foreign currency:

於2021年12月31日，本集團持有以下工具對沖外匯變動風險：

		2021 Maturity 到期日		
		Less than 1 year 少於1年	1–5 years 1–5年	More than 5 years 多於5年
Foreign currency risk	外匯風險			
Exchange rate forward contracts (HKD: USD)	匯率遠期合約(港幣：美元)			
Nominal amount (HK\$ Mn)	名義金額(港幣百萬元)	48	–	–
Average forward price	平均遠期金額	7.72	–	–

The amounts relating to items designated as hedging instruments and hedge ineffectiveness were as follows:

指定為對沖工具及無效對沖金額如下：

		2021						
		Carrying amount 賬面值	Line item in the consolidated statement of financial position where the hedging instrument is included 包含對沖工具的 綜合財務狀況表 項目	Changes in fair value used for calculating hedge ineffectiveness 公平價值變動 以計算無效 對沖部份	Changes in the value of the hedging instrument recognised in OCI 確認於其他全面 收益的對沖工具 公平價值變動	Hedge ineffectiveness recognised in profit or loss 確認於收益表的 無效對沖部份	Line item in consolidated income statement that includes hedge ineffectiveness 包含對沖無效的 綜合收益表的項目	Line item in consolidated income statement affected by the reclassification 受轉入影響的 綜合收益表項目
Nominal amount 名義金額 HK\$ Mn 港幣百萬元	Assets 資產 HK\$ Mn 港幣百萬元	Liabilities 負債 HK\$ Mn 港幣百萬元		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元		HK\$ Mn 港幣百萬元
Currency rate risk 外匯風險								
Exchange rate forward contracts (HKD: USD) 匯率遠期合約(港幣：美元)	48	–	– Other liabilities – liabilities held for sale 其他負債—持有待 出售負債	–	–	–	Net insurance profit 保險業務淨溢利	– Net insurance profit 保險業務淨溢利

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(iii) Hedge accounting (continued)

(b) Cash flow hedges of foreign currency risk (continued)

The amounts relating to items designated as hedged items were as follows:

## (b) 衍生工具(續)

(iii) 對沖會計(續)

(b) 外匯風險的現金流對沖(續)

指定為被對沖項目金額如下：

		2021		Balances remaining in the cash flow hedge reserve from hedging relationships for which hedge accounting is no longer applied
Line item in the consolidated statement of financial position where the hedged item is included	Change in value used for calculating hedge ineffectiveness	Cash flow hedge reserve	不再應用對沖會計法的現金流對沖儲備餘額	不再應用對沖會計法的現金流對沖儲備餘額
包含被對沖項目的綜合財務狀況表的項目	公平價值變動以計算無效對沖部分	現金流對沖儲備	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Currency rate risk 外匯風險				
Debt securities investment 債務證券投資	Other assets – assets held for sale 其他資產—持有作出售資產	—	—	—

## (c) Capital commitments

Capital commitments outstanding at 31st December and not provided for in the financial statements were as follows:

## (c) 資本承擔

於12月31日未償付但並未在財務報表中提撥準備的資本承擔如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Expenditure authorised and contracted for	已核准支出並已簽約	452	285
Expenditure authorised but not contracted for	已核准支出但未簽約	138	171
		590	456

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(d) Leases committed but not yet commenced**

At 31st December, 2022 and 2021, the total future cash outflows to which the Group (as a lessee) is exposed that are not reflected in the measurement of lease liabilities are as follows:

**(d) 已承擔但仍未開始的租賃**

於2022年及2021年12月31日，本集團作為承租人所承擔但並未反映於租賃負債計量中的未來現金流出總額如下：

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Properties	物業		
Within one year	1年以內	2	10
After one year but within five years	1年至5年內	20	13
After five years	5年以後	6	—
		28	23
Equipment	設備		
Within one year	1年以內	—	—
After one year but within five years	1年至5年內	—	—
		—	—
Total lease committed but not yet commenced	已承擔但仍未開始的租賃總額	28	23

**(e) Contingencies**

The Group receives legal claims against it arising in the normal courses of business. The Group considers none of these matters as material. Where appropriate the Group recognises provisions for liabilities when it is probable that an outflow of economic resources embodying economic benefits will be required and for which a reliable estimate can be made of the obligation.

**(e) 或有事項**

本集團收到正常業務過程中產生的法律索賠。本集團認為這些事項均不重大。在適當情況下，本集團在很可能需要經濟利益流出並且可以對該責任作出可靠估計時確認負債準備。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 46. OFFSETTING OF FINANCIAL ASSETS AND LIABILITIES 抵銷金融資產及金融負債

To mitigate credit risks, the Group enters into master netting arrangements with same counterparties. Netting agreements provide that, if an event of default occurs, all outstanding transactions with the counterparty will be terminated and all amounts outstanding will be settled on a net basis. Except for the event of default, all outstanding transactions with the counterparty are settled on a gross basis and generally do not result in offsetting the assets and liabilities in the statement of financial position.

The following tables present details of financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements.

本集團與其相同對手簽訂淨額結算總安排以減低信貸風險。若發生違約事件，根據淨額結算協議，所有與該對手之交易會終止及所有結餘金額以淨額結算。除發生違約事件外，所有與對手之交易會以總額結算及在財務狀況表中的資產和負債通常不會互相抵銷。

下表列示受抵銷、具法律效力之淨額結算總安排及相近協議約束的金融工具詳情。

		2022								
		Amounts subject to enforceable netting arrangements 涉及具法律效力之淨額結算安排之金額								
		Effects of offsetting in the consolidated statement of financial position 在綜合財務狀況表抵銷之影響			Amounts not set off in the consolidated statement of financial position 並無在綜合財務狀況表內抵銷之金額					
		Net amounts presented in the consolidated statement of financial position			Amounts not subject to enforceable netting arrangements 不涉及 具法律效力 之淨額結算 安排之金額					
		Gross amounts 總額 HK\$ Mn 港幣百萬元	Amounts offset 抵銷之金額 HK\$ Mn 港幣百萬元	於綜合財務 狀況表中列示 之淨金額 HK\$ Mn 港幣百萬元	Financial instruments 金融工具 HK\$ Mn 港幣百萬元	Non-cash collateral 非現金抵押品 HK\$ Mn 港幣百萬元	Cash collateral 現金抵押品 HK\$ Mn 港幣百萬元	Net amounts 淨額 HK\$ Mn 港幣百萬元	Amounts not subject to enforceable netting arrangements 不涉及 具法律效力 之淨額結算 安排之金額 HK\$ Mn 港幣百萬元	Total amounts 總額 HK\$ Mn 港幣百萬元
<b>Financial assets</b>	<b>金融資產</b>									
Derivative assets	衍生工具資產	9,985	-	9,985	(2,298)	-	(5,264)	2,423	1,107	11,092
Placements with and advances to banks - under reverse repos, securities borrowing and similar agreements with banks	在銀行的存款及墊款 - 與銀行的反向回購 或證券借入及 相近協議	3,498	-	3,498	-	(3,232)	(11)	255	-	3,498
Other assets	其他資產	431	(396)	35	-	-	-	35	-	35
Total	總額	13,914	(396)	13,518	(2,298)	(3,232)	(5,275)	2,713	1,107	14,625
<b>Financial liabilities</b>	<b>金融負債</b>									
Derivative liabilities	衍生工具負債	3,404	-	3,404	(2,298)	-	(109)	997	741	4,145
Deposits and balances of banks - under repos, securities lending and similar agreements with banks	銀行的存款及結餘 - 與銀行的回購或證券 借出及相近協議	2,953	-	2,953	-	(2,900)	(53)	-	-	2,953
Deposits from customers - under repos, securities lending and similar agreements with non-banks	客戶存款 - 與非銀行的回購或證券 借出及相近協議	283	-	283	-	(283)	-	-	-	283
Other liabilities	其他負債	396	(396)	-	-	-	-	-	-	-
Total	總額	7,036	(396)	6,640	(2,298)	(3,183)	(162)	997	741	7,381

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註 (續)

		2021								
		Amounts subject to enforceable netting arrangements								
		涉及具法律效力之淨額結算安排之金額								
		Effects of offsetting in the consolidated statement of financial position			Amounts not set off in the consolidated statement of financial position			Amounts not subject to enforceable netting arrangements		
		在綜合財務狀況表抵銷之影響			並無在綜合財務狀況表內抵銷之金額			不涉及		
		Net amounts presented in the consolidated statement of financial position								
		Gross amounts	Amounts offset	於綜合財務狀況表中列示之淨金額	Financial instruments	Non-cash collateral	Cash collateral	Net amounts	具法律效力之淨額結算安排之金額	Total amounts
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
<b>Financial assets</b>	<b>金融資產</b>									
Derivative assets	衍生工具資產	2,724	–	2,724	(2,193)	–	(28)	503	657	3,381
Placements with and advances to banks	在銀行的存款及墊款									
– under reverse repos, securities borrowing and similar agreements with banks	– 與銀行的反向回購或證券借入及相近協議	2,096	–	2,096	–	(2,096)	–	–	–	2,096
Other assets	其他資產	633	(554)	79	–	–	–	79	–	79
Total	總額	5,453	(554)	4,899	(2,193)	(2,096)	(28)	582	657	5,556
<b>Financial liabilities</b>	<b>金融負債</b>									
Derivative liabilities	衍生工具負債	4,278	–	4,278	(2,193)	–	(59)	2,026	772	5,050
Deposits and balances of banks	銀行的存款及結餘									
– under repos, securities lending and similar agreements with banks	– 與銀行的回購或證券借出及相近協議	8,918	–	8,918	–	(8,900)	(18)	–	–	8,918
Deposits from customers	客戶存款									
– under repos, securities lending and similar agreements with non-banks	– 與非銀行的回購或證券借出及相近協議	612	–	612	–	(612)	–	–	–	612
Other liabilities	其他負債	586	(554)	32	–	–	–	32	–	32
Total	總額	14,394	(554)	13,840	(2,193)	(9,512)	(77)	2,058	772	14,612

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 47. NOTES ON CONSOLIDATED CASH FLOW STATEMENT 綜合現金流量表附註

## (a) Cash and cash equivalents

- (i) Components of cash and cash equivalents in the consolidated cash flow statement

## (a) 現金及等同現金項目

- (i) 在綜合現金流量表內現金及等同現金項目的組成部分

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cash and balances with banks with original maturity within three months	原本期限為3個月以內之現金及在銀行的結存	44,158	43,211
Placements with and advances to banks with original maturity within three months	原本期限為3個月以內在銀行的存款及墊款	60,091	73,012
Treasury bills with original maturity within three months	原本期限為3個月以內的國庫債券	6,107	3,774
Certificates of deposit held with original maturity within three months	原本期限為3個月以內之持有的存款證	226	—
Debt securities with original maturity within three months	原本期限為3個月以內的債務證券	1,567	646
Add: Cash and balances with banks included in "Assets held for sale" (Note 55)	加：包括在「持有作出售資產」(附註55)的現金及在銀行的結存	—	3
		112,149	120,646

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## (ii) Reconciliation with the consolidated statement of financial position

## (ii) 與綜合財務狀況表的對賬

		2022	2021
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cash and balances with banks (Note 24)	現金及在銀行的結存 (附註24)	54,579	55,088
Placements with and advances to banks (Note 25)	在銀行的存款及墊款 (附註25)	60,203	74,742
Treasury bills, certificates of deposit held and debt securities	國庫債券、持有存款證及債務證券		
– trading assets (Note 27)	– 交易用途資產 (附註27)	1,275	1,632
– investment securities (Note 29)	– 投資證券 (附註29)	145,289	145,723
		146,564	147,355
Add: Cash and balances with banks included in “Assets held for sale” (Note 55)	加：包括在「持有作出售資產」的現金及在銀行的結存 (附註55)	–	3
Certificates of deposit held – investment securities included in “Assets held for sale” (Note 55)	包括在「持有作出售資產」持有存款證 – 投資證券 (附註55)	–	690
Debt securities – investment securities included in “Assets held for sale” (Note 55)	包括在「持有作出售資產」債務證券 – 投資證券 (附註55)	–	1,186
Amounts shown in the consolidated statement of financial position	在綜合財務狀況表列示的金額	261,346	279,064
Less: Amounts with an original maturity of beyond three months	減：原本期限為3個月以上的金額	(138,774)	(146,538)
Cash balance with central bank subject to regulatory restriction	受規管限制的在中央銀行的現金結存	(10,423)	(11,880)
Cash and cash equivalents in the consolidated cash flow statement	在綜合現金流量表內的現金及等同現金項目	112,149	120,646



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 47. NOTES ON CONSOLIDATED CASH FLOW STATEMENT (CONTINUED) 綜合現金流量表附註(續)

## (b) Reconciliation of liabilities arising from financing activities

The table below details changes in the Group's liabilities from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flows will be, classified in the Group's consolidated cash flow statement as cash flows from financing activities.

## (b) 源自融資活動產生的負債之對賬

下表列載本集團由融資活動產生的負債之變動，包括現金及非現金之變動。源自融資活動產生的負債指在本集團的綜合現金流量表內分類為由融資活動產生的現金流或未來現金流產生的負債。

		Debt securities issued	Loan capital	Debt securities accrued interest payable	Loan capital accrued interest payable	Lease liabilities	Interest rate swaps held to hedge borrowings liabilities	Total
		已發行債務證券 HK\$ Mn 港幣百萬元	借貸資本 HK\$ Mn 港幣百萬元	已發行債務證券之應計利息 HK\$ Mn 港幣百萬元	借貸資本之應計利息 HK\$ Mn 港幣百萬元	租賃負債 HK\$ Mn 港幣百萬元	持用作對沖借款的利率掉期合約負債 HK\$ Mn 港幣百萬元	總額 HK\$ Mn 港幣百萬元
At 1st January, 2022	於2022年1月1日	5,847	6,488	95	79	884	2	13,395
Changes from financing cash flows	源自融資現金流的變動							
Issue of debt securities	發行債務證券	388	-	-	-	-	-	388
Issue of loan capital	發行借貸資本	-	5,793	-	-	-	-	5,793
Redemption of debt securities issued	贖回已發行債務證券	(3,061)	-	-	-	-	-	(3,061)
Interest paid on loan capital	支付借貸資本利息	-	-	-	(374)	-	-	(374)
Interest paid on debt securities issued	支付已發行債務證券利息	-	-	(161)	-	-	-	(161)
Payment of lease liabilities	支付租賃負債	-	-	-	-	(302)	-	(302)
Total changes from financing cash flows	源自融資現金流的變動總額	(2,673)	5,793	(161)	(374)	(302)	-	2,283
Exchange adjustments	匯兌調整	(239)	(103)	-	-	(41)	-	(383)
Changes in fair value	公平價值變動	(44)	-	-	-	-	6	(38)
Revaluation under hedge accounting	對沖會計法之重估	-	(257)	-	-	-	299	42
Interest expenses	利息支出	1	6	80	454	28	-	569
Increase in lease liabilities from entering into new leases during the year	年度內訂立新租賃引致租賃負債增加	-	-	-	-	205	-	205
Total other changes	其他變動總額	(282)	(354)	80	454	192	305	395
At 31st December, 2022	於2022年12月31日	2,892	11,927	14	159	774	307	16,073

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

		Debt securities issued	Loan capital	Debt securities issued accrued interest payable	Loan capital accrued interest payable	Lease liabilities	Interest rate swaps held to hedge borrowings (assets) 持有作對沖借款的利率掉期合約(資產)	Interest rate swaps held to hedge borrowings liabilities 持有作對沖借款的利率掉期合約負債	Total
		已發行債務證券 HK\$ Mn 港幣百萬元	借貸資本 HK\$ Mn 港幣百萬元	已發行債務證券之應計利息 HK\$ Mn 港幣百萬元	借貸資本之應計利息 HK\$ Mn 港幣百萬元	租賃負債 HK\$ Mn 港幣百萬元	合約(資產) HK\$ Mn 港幣百萬元	合約負債 HK\$ Mn 港幣百萬元	總額 HK\$ Mn 港幣百萬元
<b>At 1st January, 2021</b>	<b>於 2021 年 1 月 1 日</b>	5,057	10,311	89	102	936	(45)	–	16,450
<b>Changes from financing cash flows</b>	<b>源自融資現金流的變動</b>								
Issue of debt securities	發行債務證券	692	–	–	–	–	–	–	692
Issue of loan capital	發行借貸資本	–	–	–	–	–	–	–	–
Redemption of debt securities issued	贖回已發行債務證券	(4)	–	–	–	–	–	–	(4)
Redemption of loan capital	贖回已發行借貸資本	–	(3,898)	–	–	–	–	–	(3,898)
Interest paid on loan capital	支付借貸資本利息	–	–	–	(391)	–	–	–	(391)
Interest paid on debt securities issued	支付已發行債務證券利息	–	–	(125)	–	–	–	–	(125)
Payment of lease liabilities	支付租賃負債	–	–	–	–	(388)	–	–	(388)
<b>Total changes from financing cash flows</b>	<b>源自融資現金流的變動總額</b>	<b>688</b>	<b>(3,898)</b>	<b>(125)</b>	<b>(391)</b>	<b>(388)</b>	<b>–</b>	<b>–</b>	<b>(4,114)</b>
Exchange adjustments	匯兌調整	104	104	–	–	8	–	–	216
Changes in fair value	公平價值變動	(4)	–	–	–	–	–	2	(2)
Revaluation under hedge accounting	對沖會計法之重估	–	(38)	–	–	–	45	–	7
Interest expenses	利息支出	2	9	131	368	29	–	–	539
Increase in lease liabilities from entering into new leases during the year	年度內訂立新租賃引致租賃負債增加	–	–	–	–	299	–	–	299
<b>Total other changes</b>	<b>其他變動總額</b>	<b>102</b>	<b>75</b>	<b>131</b>	<b>368</b>	<b>336</b>	<b>45</b>	<b>2</b>	<b>1,059</b>
<b>At 31st December, 2021</b>	<b>於 2021 年 12 月 31 日</b>	<b>5,847</b>	<b>6,488</b>	<b>95</b>	<b>79</b>	<b>884</b>	<b>–</b>	<b>2</b>	<b>13,395</b>

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 48. ASSETS PLEDGED AS SECURITY 用作抵押品的資產

The following assets have been pledged as collateral for own liabilities at the end of the reporting period.

於報告期期末，以下資產經已用作本身負債之抵押品。

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Secured liabilities	有抵押負債	3,236	9,530
Assets pledged:	抵押資產：		
Investment securities	投資證券		
– measured at FVOCI	— 按通過其他全面收益以反映 公平價值計量	2,999	9,950
– measured at amortised cost	— 按攤銷成本計量	461	–
		3,460	9,950

The following balances with banks have been pledged as collateral for securities borrowings and margin deposits of derivatives.

以下的銀行結餘已用作證券借貸及衍生工具孖展按金之抵押品。

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Cash collateral for borrowed securities	用作證券借貸的現金抵押品	24	3
Margin accounts for open futures and forward contracts	用作開立期貨及遠期合約的孖展賬戶	3,125	3,889
		3,149	3,892

These transactions are conducted under terms that are usual and customary to standard lending and securities borrowing and lending activities.

此等交易之條款是按一般及慣常標準借款及證券借貸交易進行。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 49. LOANS TO DIRECTORS AND ENTITIES CONNECTED WITH DIRECTORS

## 董事及與董事有關連實體的貸款

The aggregate of loans to directors of the Bank and entities connected with directors disclosed pursuant to Section 383(1)(d) of the Hong Kong Companies Ordinance and Part 3 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, are as follows:

根據《公司條例》第383(1)(d)條及《公司(披露董事利益資料)規則》第3部規定，本行董事及與董事有關連實體之貸款總額披露如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Aggregate amount of relevant loans outstanding at 31st December	相關貸款於12月31日的結欠總額		
By the Bank	由銀行借出	1,613	1,749
By subsidiaries	由附屬公司借出	—	—
		1,613	1,749
The maximum aggregate amount of relevant loans outstanding during the year	年度內相關貸款之最高結欠總額		
By the Bank	由銀行借出	2,465	2,977
By subsidiaries	由附屬公司借出	—	—
		2,465	2,977

As at 31st December, 2022 and 2021, there was no interest due but unpaid and the impairment allowance made against these loans as required under HKFRS 9 were insignificant.

於2022年12月31日及2021年12月31日，沒有逾期未償付利息，面對該等貸款按《香港財務報告準則》第9號所作出之減值準備是不重大的。

## 50. MATERIAL RELATED PARTY TRANSACTIONS 關聯人士的重大交易

## (a) Key management personnel remuneration

Remuneration for key management personnel of the Group, including amounts paid to the Bank's directors as disclosed in Note 21 and certain of the highest paid employees as disclosed in Note 22, is as follows:

## (a) 主要管理人員薪酬

本集團之主要管理人員薪酬，已包括在附註21中所披露支付予本行董事及在附註22中所披露支付予本行若干最高薪酬僱員的金額如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Short-term employee benefits	短期僱員福利	169	182
Post-employment benefits	僱員退休福利	8	8
Equity compensation benefits	股份補償福利	23	19
		200	209

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 50. MATERIAL RELATED PARTY TRANSACTIONS (CONTINUED) 關聯人士的重大交易(續)

(b) The Group maintains certain retirement benefit schemes for its staff as per Note 2(y)(iii). In 2022, the total amount of contributions the Group made to the schemes was HK\$204 million (2021: HK\$200 million).

The Group enters into a number of transactions with the Group's related parties, including its associates, shareholders with significant influence, and key management personnel and their close family members and companies controlled or significantly influenced by them. The transactions include accepting deposits from and extending credit facilities to them. All interest rates in connection with the deposits taken and credit facilities extended are under terms and conditions normally applicable to customers of comparable standing.

The interest received from and interest paid to the Group's related parties for the year, outstanding balances of amounts due from and due to at the year end, and maximum outstanding balance of amounts due from and due to them during the year are aggregated as follows:

(b) 本集團為其職員提供若干退休保障計劃，並已於附註2(y)(iii)披露。於2022年內，本集團對該等計劃的供款總數為港幣2.04億元(2021年：港幣2億元)。

本集團與其關聯人士進行多項交易，該等人士包括聯營公司、有重大影響力之股東、及主要行政人員與其直系親屬、及受該等人士所控制或具有重大影響力的公司。該等交易包括接受該等人士存款及為他們提供信貸。所有存款及信貸的利率，均按照給予一般相若水平客戶的條款。

年度內，本集團從關聯人士所收取與支付的利息，及在年末關聯人士的欠款及欠關聯人士的款項，及在年度內關聯人士最高欠款及欠關聯人士的最高款項總結如下：

		Key management personnel		Associates		Shareholders with significant influence	
		主要管理人員		聯營公司		有重大影響力之股東	
		2022	2021	2022	2021	2022	2021
		HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn	HK\$ Mn
		港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元	港幣百萬元
Interest income	利息收入	40	18	76	76	—	—
Interest expense	利息支出	26	45	—	—	—	—
Amounts due from	關聯人士的欠款	1,763	1,847	1,335	1,767	120	4,187
Amounts due to	欠關聯人士的款項	3,075	2,209	34	329	1	44
Maximum amounts due from	關聯人士的最高欠款	2,636	2,057	2,219	2,517	8,054	8,863
Maximum amounts due to	欠關聯人士的最高款項	6,599	5,234	438	487	43	745
Committed facilities to	給予信貸承諾	876	395	2,244	1,807	—	—

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 51. EQUITY COMPENSATION PLANS 股份補償計劃

The Bank has adopted Staff Share Option Schemes whereby the Board of the Bank may at its discretion grant to any employees of the Group, including Executive Director and Co-Chief Executives, options to subscribe for ordinary shares of the Bank. All options were granted for nil consideration.

本行所採納的僱員認股權計劃是董事會可酌情發出認股權予本集團之任何僱員，包括執行董事及聯席行政總裁，以認購本行普通股股份。所有認股權均以無計價款形式發出。

## (a) Particulars of share options

## (a) 認股權詳情

Date of grant 授予日期	Vesting period 有效期	Exercise period 行使期	Exercise price per share 每股行使價 HK\$ 港幣元
02/5/2014(T3)	02/5/2014 – 01/5/2017	02/5/2017 – 02/5/2022	32.50
04/5/2015(T2)	04/5/2015 – 03/5/2017	04/5/2017 – 04/5/2022	34.15
04/5/2015(T3)	04/5/2015 – 03/5/2018	04/5/2018 – 04/5/2023	34.15
08/4/2016(T1)	08/4/2016 – 07/4/2017	08/4/2017 – 08/4/2022	28.45
08/4/2016(T2)	08/4/2016 – 07/4/2018	08/4/2018 – 08/4/2023	28.45
08/4/2016(T3)	08/4/2016 – 07/4/2019	08/4/2019 – 08/4/2024	28.45
07/4/2017(T1)	07/4/2017 – 06/4/2018	07/4/2018 – 07/4/2023	32.25
07/4/2017(T2)	07/4/2017 – 06/4/2019	07/4/2019 – 07/4/2024	32.25
07/4/2017(T3)	07/4/2017 – 06/4/2020	07/4/2020 – 07/4/2025	32.25
10/4/2018(T1)	10/4/2018 – 09/4/2019	10/4/2019 – 10/4/2024	32.25
10/4/2018(T2)	10/4/2018 – 09/4/2020	10/4/2020 – 10/4/2025	32.25
10/4/2018(T3)	10/4/2018 – 09/4/2021	10/4/2021 – 10/4/2026	32.25
19/7/2019(T1)	19/7/2019 – 18/7/2020	19/7/2020 – 19/7/2025	22.45
19/7/2019(T2)	19/7/2019 – 18/7/2021	19/7/2021 – 19/7/2026	22.45
19/7/2019(T3)	19/7/2019 – 18/7/2022	19/7/2022 – 19/7/2027	22.45
07/4/2020(T1)	07/4/2020 – 06/4/2021	07/4/2021 – 07/4/2026	16.58
07/4/2020(T2)	07/4/2020 – 06/4/2022	07/4/2022 – 07/4/2027	16.58
07/4/2020(T3)	07/4/2020 – 06/4/2023	07/4/2023 – 07/4/2028	16.58
13/4/2021(T1)	13/4/2021 – 12/4/2022	13/4/2022 – 13/4/2027	17.08
13/4/2021(T2)	13/4/2021 – 12/4/2023	13/4/2023 – 13/4/2028	17.08
13/4/2021(T3)	13/4/2021 – 12/4/2024	13/4/2024 – 13/4/2029	17.08
12/4/2022(T1)	12/4/2022 – 11/4/2023	12/4/2023 – 12/4/2028	12.17
12/4/2022(T2)	12/4/2022 – 11/4/2024	12/4/2024 – 12/4/2029	12.17
12/4/2022(T3)	12/4/2022 – 11/4/2025	12/4/2025 – 12/4/2030	12.17

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 51. EQUITY COMPENSATION PLANS (CONTINUED) 股份補償計劃(續)

## (b) Movement of share options during the year

## (b) 年內認股權之變動

2022		Number of share options 認股權數目					
Date of grant	Tranche	Exercise price per share	Outstanding at 1/1/2022	Granted	Exercised	Lapsed	Outstanding at 31/12/2022
授予日期	部分	每股行使價 HK\$ 港幣元	於2022年 1月1日 尚未行使	已授予	已行使	已失效	於2022年 12月31日 尚未行使
02/5/2014	T3	32.50	1,903,500	–	–	1,903,500	–
04/5/2015	T2	34.15	1,980,000	–	–	1,980,000	–
04/5/2015	T3	34.15	1,955,746	–	–	–	1,955,746
08/4/2016	T1	28.45	1,064,000	–	–	1,064,000	–
08/4/2016	T2	28.45	1,946,000	–	–	–	1,946,000
08/4/2016	T3	28.45	2,046,500	–	–	–	2,046,500
07/4/2017	T1	32.25	2,080,000	–	–	–	2,080,000
07/4/2017	T2	32.25	2,080,000	–	–	–	2,080,000
07/4/2017	T3	32.25	1,563,000	–	–	–	1,563,000
10/4/2018	T1	32.25	2,125,000	–	–	–	2,125,000
10/4/2018	T2	32.25	1,613,500	–	–	–	1,613,500
10/4/2018	T3	32.25	1,673,000	–	–	50,000	1,623,000
19/7/2019	T1	22.45	1,493,500	–	–	–	1,493,500
19/7/2019	T2	22.45	1,543,500	–	–	50,000	1,493,500
19/7/2019	T3	22.45	1,550,500	–	–	–	1,550,500
07/4/2020	T1	16.58	1,778,165	–	–	50,000	1,728,165
07/4/2020	T2	16.58	1,785,328	–	–	–	1,785,328
07/4/2020	T3	16.58	1,818,336	–	–	–	1,818,336
13/4/2021	T1	17.08	1,443,797	–	–	–	1,443,797
13/4/2021	T2	17.08	1,443,906	–	–	–	1,443,906
13/4/2021	T3	17.08	1,448,850	–	–	–	1,448,850
12/4/2022	T1	12.17	–	5,353,820	–	–	5,353,820
12/4/2022	T2	12.17	–	5,347,653	–	–	5,347,653
12/4/2022	T3	12.17	–	5,417,117	–	–	5,417,117
Total 總額			36,336,128	16,118,590	–	5,097,500	47,357,218

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

2021		Number of share options 認股權數目					
Date of grant	Tranche	Exercise price per share	Outstanding at 1/1/2021	Granted	Exercised	Lapsed	Outstanding at 31/12/2021
授予日期	部分	每股行使價 HK\$港幣元	於 2021 年 1 月 1 日 尚未行使	已授予	已行使	已失效	於 2021 年 12 月 31 日 尚未行使
03/5/2013	T3	31.40	1,840,000	–	–	1,840,000	–
02/5/2014	T2	32.50	1,942,000	–	–	1,942,000	–
02/5/2014	T3	32.50	1,953,500	–	–	50,000	1,903,500
04/5/2015	T1	34.15	2,030,000	–	–	2,030,000	–
04/5/2015	T2	34.15	2,030,000	–	–	50,000	1,980,000
04/5/2015	T3	34.15	2,005,746	–	–	50,000	1,955,746
08/4/2016	T1	28.45	1,064,000	–	–	–	1,064,000
08/4/2016	T2	28.45	1,996,000	–	–	50,000	1,946,000
08/4/2016	T3	28.45	2,096,500	–	–	50,000	2,046,500
07/4/2017	T1	32.25	2,130,000	–	–	50,000	2,080,000
07/4/2017	T2	32.25	2,130,000	–	–	50,000	2,080,000
07/4/2017	T3	32.25	1,600,500	–	–	37,500	1,563,000
10/4/2018	T1	32.25	2,225,000	–	–	100,000	2,125,000
10/4/2018	T2	32.25	1,663,500	–	–	50,000	1,613,500
10/4/2018	T3	32.25	1,673,000	–	–	–	1,673,000
19/7/2019	T1	22.45	1,543,500	–	–	50,000	1,493,500
19/7/2019	T2	22.45	1,543,500	–	–	–	1,543,500
19/7/2019	T3	22.45	1,550,500	–	–	–	1,550,500
07/4/2020	T1	16.58	1,778,165	–	–	–	1,778,165
07/4/2020	T2	16.58	1,785,328	–	–	–	1,785,328
07/4/2020	T3	16.58	1,818,336	–	–	–	1,818,336
13/4/2021	T1	17.08	–	1,443,797	–	–	1,443,797
13/4/2021	T2	17.08	–	1,443,906	–	–	1,443,906
13/4/2021	T3	17.08	–	1,448,850	–	–	1,448,850
Total 總額			38,399,075	4,336,553	–	6,399,500	36,336,128

(c) There were no share option forfeited and cancelled during the year ended 31st December, 2022 and 2021.

(c) 截至 2022 年 12 月 31 日及 2021 年 12 月 31 日止年度內並無被撤銷並註銷的認股權。



## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 52. ACCOUNTING ESTIMATES AND JUDGEMENTS 會計估計及判斷

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

## (a) Key sources of estimation uncertainty

Notes 32, 39 and 44 contain information about the assumptions and their risk factors relating to goodwill impairment, fair value of share options granted and fair values of financial instruments. Other key sources of estimation uncertainty are as follows:

## (i) Impairment losses

Note 43(a)(viii): impairment of financial instruments involves determining inputs into the ECL measurement model, including incorporation of forward-looking information.

Note 31: impairment testing of investments in associates involves significant judgement in determining the value in use, and in particular estimating the present values of cash flows expected to arise from continuing to hold the investment.

## (ii) Valuation of financial instruments

The Group's accounting policy for valuation of financial instruments is included in Note 2. The fair value of the financial instruments is mainly based on the quoted market price on a recognised stock exchange or a price quoted from a broker/dealer for non-exchanged traded financial instruments. For all other financial instruments the Group determines fair values using valuation techniques. Valuation techniques include net present value and discounted cash flow models and various market recognised pricing models. Some or all of the significant inputs into these models may not be observable in the market and are derived from market prices or rates or are estimated based on assumptions. Valuation models that employ significant unobservable inputs require a higher degree of management judgement and estimation in determination of fair value. Management estimation are usually required for selection of the appropriate valuation model, assumptions and inputs to be used.

## (iii) Provisions for tax uncertainties

The Group makes provisions for tax uncertainties by either estimating the most likely amount, which is the single most likely amount in a range of possible outcomes, or the expected value in a range of possible outcomes. The estimate could be different from the actual results of resolution. Any increase or decrease in the provision would affect profit or loss in future years.

在編製本綜合財務報表時，管理層經已作出若干對應用本集團會計政策及所匯報的資產、負債、收入及支出之金額披露有影響的判斷、估計和假定。最終結果與該等估計可能不盡相同。

估計及相關假定會定期作檢討。估計之修改不會被追溯確認。

## (a) 估計不穩定因素的主要來源

附註32、39和44載述有關商譽減值、已授予股權的公平價值和金融工具的公平價值的假定及其風險因素。估計不穩定因素的其他主要來源如下：

## (i) 減值損失

附註43(a)(viii)：金融工具減值涉及決定預期信貸損失計量模型的計算因素，包括植入具前瞻性的資料。

附註31：聯營公司投資的減值測試包括估計使用值的重大判斷，及估算因持續持有該投資而產生的預計現金流的現值。

## (ii) 金融工具的估值

本集團對金融工具估值的會計政策列載於附註2。金融工具的公平價值主要根據認可之交易所的市場報價，或就非在交易所作交易的金融工具而言，則根據經紀／交易員的報價。而對於所有其他金融工具，本集團則利用估值模式以釐定公平價值。估值模式包括淨現值及現金流量折現模式，以及其他市場廣泛應用的期權估值模式。部分或所有須予輸入模式的重要參數或未能從市場中觀察得出，而必須從市場價格或利率計算，或基於假定而估計而得出。該等須利用重要而非可觀察之參數的估值模式，需要管理層投入較多時間於判斷及估計，始能釐定金融工具的公平價值。一般而言，揀選適當的估值模式、假定及參數亦需要管理層估計。

## (iii) 稅務不確定性之撥備

本集團對稅務之不確定性會以最大可能，即最具可能性或預期價值的結果範圍內，作出撥備。該估計值可能與實際情況有差異。撥備的任何增加或減少將影響未來年度的損益。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

**(b) Critical accounting judgements in applying the Group's accounting policies**

Certain critical accounting judgements in applying the Group's accounting policies are described below:

**(i) Classification of financial assets**

Note 2(h)(ii): assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are SPPI on the principal amount outstanding.

**(ii) Measurement of ECL**

Note 43(a)(viii): establishing the criteria for determining whether credit risk on the financial asset has increased significantly since initial recognition, determining methodology for incorporating forward-looking information into measurement of ECL and selection of models used to measure ECL.

**(iii) Recognition of deferred tax assets**

The Group recognises deferred tax assets only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Estimates and judgements are applied in determining the amount of future taxable profits and the probability that such future taxable profits are available in the foreseeable future to support recognition of the deferred tax assets. The Group uses all readily available information, including estimates based on reasonable and supportable assumptions and projections of revenue and operating costs, in determining future taxable profits. Changes in these estimates could significantly affect the timing of deferred tax asset recognition and the amount of asset recognised.

**(b) 本集團應用會計政策的重要會計判斷**

本集團應用會計政策的若干重要會計判斷如下：

**(i) 金融資產分類**

附註2(h)(ii)：評估持有資產的商業模型，即金融資產合約期內是否純粹是本金及按本金結餘的利息支付。

**(ii) 預期信貸損失計量**

附註43(a)(viii)：訂立標準以決定金融資產的信貸風險是否比初始確認時經已大幅增加及制定方法以植入具前瞻性計量預期信貸損失的資料及選擇模型以計算預期信貸損失。

**(iii) 遞延稅項資產之確認**

須在未來可能有應課稅溢利予以抵銷遞延稅項資產的情況下，本集團才確認遞延稅項資產。在釐定未來應課稅溢利的金額及其可能性時，須估計及判斷在可見之將來該未來應課稅溢利可否支持確認該遞延稅項資產。本集團使用所有已有的資料，包括根據合理及可支持之假設和對收入及支出成本的估計，以釐定未來應課稅溢利。此等估計的變動可能對遞延稅項資產確認的時間及資產確認的金額有重大影響。

**53. COMPARATIVE FIGURES 比較數字**

Certain 2021 comparative figures have been restated to conform to current year's presentation. Please refer to Note 23 for the effect of restatement.

若干2021年的比較數字經已重報以符合本年度的呈報方式。請參閱附註23中所述的重報影響。

**54. NON-ADJUSTING EVENTS AFTER THE REPORTING PERIOD  
毋須調整的報告期結束日後的事件**

After the end of the reporting period the directors declared a second interim dividend. Further details are disclosed in Note 19(a).

董事於報告期結束日後擬派發第二次中期股息。詳情已在附註19(a)作披露。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 55. ASSETS HELD FOR SALE 持有作出售資產

The assets held for sale and liabilities held for sale after elimination of inter-companies balances are summarised below:

持有作出售之資產及負債，並撇銷與本集團屬下業務公司之間的交易摘要如下：

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Assets held for sale (Note 34)	持有作出售資產(附註34)		
Disposal groups held for sale (Note)	持有作出售組別(註)	–	2,232
Other properties	其他物業	27	32
		27	2,264
Liabilities held for sale (Note 37)	持有作出售負債(附註37)		
Disposal groups held for sale (Note)	持有作出售組別(註)	–	1,637

Note:

2021 – Include Blue Cross (Asia-Pacific) Insurance Limited. On 26th August, 2022, the Bank completed the disposal of Blue Cross (Asia-Pacific) Insurance Limited.

註:

2021：包括藍十字(亞太)保險有限公司。本行已於2022年8月26日出售藍十字(亞太)保險有限公司。

There was no disposal group held for sale as at 31st December 2022. As at 31st December 2021, the assets and liabilities of the disposal groups held for sale after elimination of inter-companies balances are summarised below:

於2022年12月31日並無持有作出售組別。於2021年12月31日，持有作出售組別的資產和負債，並撇銷與本集團屬下業務公司之間的交易摘要如下：

		2021 HK\$ Mn 港幣百萬元
<b>ASSETS</b>	<b>資產</b>	
Cash and balances with banks	現金及在銀行的結存	3
Investment securities	投資證券	1,926
Fixed assets	固定資產	34
– Other properties and equipment	– 其他物業及設備	33
– Right-of-use assets	– 使用權資產	1
Goodwill	商譽	14
Other assets	其他資產	255
Assets held for sale	持有作出售資產	2,232
<b>LIABILITIES</b>	<b>負債</b>	
Current taxation	本年稅項	4
Deferred tax liabilities	遞延稅項負債	5
Other liabilities	其他負債	1,628
Liabilities held for sale	持有作出售負債	1,637

As at 31st December 2021, the total equity of the disposal groups attributable to the Group was HK\$770 million.

於2021年12月31日，可歸屬於本集團之出售組別的股東權益總額為港幣7.70億元。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註 (續)

## Investment Securities

## 投資證券

		2021			
		Mandatorily measured at FVTPL	Measured at FVOCI	Measured at amortised cost	Total
		強制按通過 損益以反映 公平價值計量	按通過其他 全面收益以 反映公平價值 計量	按攤銷成本 計量	總額
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Certificates of deposits held	持有存款證	–	690	–	690
Debt securities	債務證券	26	1,160	–	1,186
Equity securities	股份證券	50	–	–	50
		76	1,850	–	1,926

The cumulative income recognised in other comprehensive income relating to disposal groups held for sale is as follows:

有關持有作出售組別在其他全面收益內確認之累計收入如下：

		2021
		HK\$ Mn 港幣百萬元
Cumulative income recognised in other comprehensive income	確認為其他全面收益內之累計收入	(36)

## 56. EXPOSURES TO INTERBANK OFFERED RATES 銀行同業拆借利率風險

Following the decision of global regulators to phase out LIBORs and replace them with risk free rates as alternative reference rates ("ARRs"), LIBORs of CHF, EUR, GBP and JPY were ceased available after 2021. 1-week and 2-month USD LIBORs were also ceased. Other tenors of USD LIBOR will cease available after June 2023.

因應全球監管機構決定逐步停止使用倫敦銀行同業拆借利率("LIBORs")，轉用無風險利率作為替代參考利率("ARRs")，瑞士法郎、歐元、英鎊及日元的LIBOR已於2021年後停止使用。1星期和2個月美元LIBOR亦已停止使用。其他年期的美元LIBOR將於2023年6月後停止使用。

With the completion of the IBOR Reform Project, the Group has the operational capability to trade in ARRs and manage the transition of the aforesaid LIBORs and the remaining demising regional rates that yet to transit to alternative benchmarks which include SG Swap Offer Rate and SIBOR.

隨著銀行同業拆借利率改革項目的完成，本集團已具備交易ARRs及處理上述LIBORs和其尚未過渡至替代基準(包括新加坡元掉期利率和新加坡銀行同業拆借利率)的淘汰利率掛鈎過渡至ARRs的能力。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

## 財務報表附註(續)

## 56. EXPOSURES TO INTERBANK OFFERED RATES (CONTINUED) 銀行同業拆借利率風險(續)

The following table shows outstanding amounts of financial instruments referencing the interest rate benchmarks that have yet to transit to alternative benchmark rates as at 31st December, 2022, excluding the financial instruments that will expire before the transition date. The amounts of financial assets and liabilities are shown at gross carrying amounts, and derivatives are shown at notional amounts.

下表載列了截至 2022 年 12 月 31 日參考利率基準而又尚未過渡至替代基準利率的金融工具之餘額，並不包括將在過渡日之前到期的金融工具。金融資產和負債的金額以賬面值總額列示，而衍生工具則以名義金額列示。

		2022			
		Gross Carrying Amount/Notional Amount			
		賬面值總額/ 名義金額			
		USD LIBOR	GBP LIBOR	SG Swap Offer Rate	SIBOR
		美元倫敦銀行同業拆借利率	英鎊倫敦銀行同業拆借利率	新加坡元掉期利率	新加坡銀行同業拆借利率
		HKS Mn 港幣百萬元	HKS Mn 港幣百萬元	HKS Mn 港幣百萬元	HKS Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>				
Loans and advances to customers	客戶貸款及墊款	35,270	94	1,743	4,276
Placements with and advances to banks	在銀行的存款及墊款	4,276	-	-	-
Negotiable debt instruments held, including negotiable certificates of deposit	已持有可轉讓債務工具，包括可轉讓存款證	78	-	-	-
<b>Total asset</b>	<b>資產總額</b>	<b>39,624</b>	<b>94</b>	<b>1,743</b>	<b>4,276</b>
<b>Liabilities</b>	<b>負債</b>				
Certificate of deposit and debt securities issued	已發行存款證及債務證券	2,715	-	-	-
<b>Total liabilities</b>	<b>負債總額</b>	<b>2,715</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Derivatives</b>	<b>衍生工具</b>				
Interest rate swaps	利率掉期	53,628	-	-	-
Cross currency swaps	交叉貨幣掉期	1,515	-	-	-
Other derivatives	其他衍生工具	156	-	-	-
<b>Gross total derivatives</b>	<b>衍生工具總額</b>	<b>55,299</b>	<b>-</b>	<b>-</b>	<b>-</b>

The Group has fair value hedge accounting relationships maturing beyond the anticipated cessation date for IBORs. Significant judgement will be required in determining when uncertainty is expected to be resolved and when targeted relief will cease to apply. As at 31st December, 2022, the Group believes uncertainty continues to exist as to when and how the replacement may occur with respect to the relevant derivative hedging instruments, and so the targeted reliefs apply to the Group's hedge accounting relationships that reference benchmarks subject to reform or replacement.

本集團的公平價值對沖會計關係在銀行同業拆借利率的預期終止日後到期。於釐定何時能解決因銀行同業拆借利率改革所引起的不確定因素，並停止應用有關豁免，須運用重大判斷。於 2022 年 12 月 31 日，本集團認為有關衍生對沖工具何時以及如何進行替代仍存在不確定性，故此，有關豁免適用於本集團所有對沖會計關係，當中的參考基準可予改革或取代。

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### 財務報表附註(續)

As at 31st December, 2022, the details of derivative instruments designated in fair value hedge accounting relationships linked to IBORs, excluding the derivative instruments that will expire before the transition date, are as follows:

於2022年12月31日，下表載列了與銀行同業拆借利率相關的按公平價值對沖會計關係指定的衍生工具，但不包括將在過渡日之前到期的衍生工具：

		2022	
		Notional designated 指定名義金額 HK\$ Mn 港幣百萬元	Weighted average exposure years 加權平均承擔年期
Interest rate swaps	利率掉期		
USD LIBOR	美元倫敦銀行同業拆借利率	44,908	4.29
		44,908	4.29

#### 57. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31ST DECEMBER, 2022

在截至2022年12月31日止年度前已公布但尚未生效的修訂、新準則和詮釋所產生的可能影響

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments to standards and new standards which are not yet effective for the year ended 31st December, 2022 and which have not been adopted in these financial statements. These include the following which may be relevant to the Group.

直至此等財務報表之發布日期，香港會計師公會已頒布了多項修訂及新準則；但該等修訂和新準則於截至2022年12月31日止會計年度尚未生效，因此尚未應用於此等財務報表。可能與本集團有關之修訂和新準則如下。

	Effective for accounting periods beginning on or after 由會計期開始或以後起生效
Amendments to HKAS 1, <i>Classification of Liabilities as Current or Non-current</i> 《香港會計準則》第1號之修訂「流動及非流動負債的分類」	1st January, 2023 2023年1月1日
Amendments to HKAS 1 and HKFRS Practice Statement 2, <i>Disclosure of accounting policies</i> 《香港會計準則》第1號及《香港財務報告準則實務公告》第2號之修訂「會計政策之披露」	1st January, 2023 2023年1月1日
Amendments to HKAS 8, <i>Definition of accounting estimates</i> 《香港會計準則》第8號之修訂「會計估計之定義」	1st January, 2023 2023年1月1日
Amendments to HKAS 12, <i>Deferred tax related to assets and liabilities arising from a single transaction</i> 《香港會計準則》第12號之修訂「與單一交易所產生之資產及負債有關之遞延稅項」	1st January, 2023 2023年1月1日
HKFRS 17 and amendments to HKFRS 17, <i>Insurance Contracts</i> 《香港財務報告準則》第17號「保險合約」及其修訂	1st January, 2023 2023年1月1日
Amendments to HKFRS 16, <i>Lease Liability in a Sale and Leaseback</i> 《香港財務報告準則》第16號之修訂「售後租回交易中的租賃負債」	1st January, 2024 2024年1月1日

The Group is in the process of making an assessment of what the impact of these amendments and new standards are expected to be in the period of initial application. So far the adoption of them is unlikely to have a significant impact on the consolidated financial statements.

本集團正在評估該等修訂和新準則對首個應用期可能產生的影響。至今所得結論是若採納該等修訂、新準則和詮釋對本集團的綜合財務報表不可能構成重大影響。

# UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION

## 未經審核補充財務資料

The following information is disclosed as part of the accompanying information to the financial statements and does not form part of the audited financial statements.

以下所披露的資料只屬於財務報表的附帶資料而並不構成已審核財務報表之一部分。

The preparation of supplementary financial information is in accordance with the Banking (Disclosure) Rules and consolidated supervision arrangement approved by the HKMA.

編制補充財務資料是根據《銀行業（披露）規則》及金管局核準的綜合監管要求。

### (1) CAPITAL ADEQUACY 資本充足

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Capital base	資本基礎		
– Common Equity Tier 1 capital	– 普通股權一級資本	81,282	86,487
– Additional Tier 1 capital	– 額外一級資本	10,090	13,968
– Total Tier 1 capital	– 一級資本總額	91,372	100,455
– Tier 2 capital	– 二級資本	12,048	9,262
– Total capital	– 資本總額	103,420	109,717
Risk-weighted assets by risk type	風險加權資產類別		
– Credit risk	– 信貸風險	483,104	467,566
– Market risk	– 市場風險	4,053	11,788
– Operational risk	– 營運風險	30,580	31,054
		517,737	510,408
Less: Deductions	減：扣除	(2,864)	(3,099)
		514,873	507,309
		2022 % 百分率	2021 % 百分率
Common Equity Tier 1 capital ratio	普通股權一級資本比率	15.8	17.0
Tier 1 capital ratio	一級資本比率	17.7	19.8
Total capital ratio	總資本比率	20.1	21.6

Capital adequacy ratios are compiled in accordance with the Capital Rules issued by the HKMA. In accordance with the Capital Rules, the Bank has adopted the foundation internal ratings-based approach for the calculation of the risk-weighted assets for credit risk and the internal models approach for the calculation of market risk and standardised approach for operational risk.

資本充足比率乃根據金管局所頒布的《資本規則》計算。根據《資本規則》，本行選擇採納「基礎內部評級基準計算法」計算信貸風險之風險加權資產、「內部模式計算法」計算市場風險及「標準計算法」計算營運風險。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料 (續)

The basis of consolidation for regulatory purposes is different from the basis of consolidation for accounting purposes. Subsidiaries included in consolidation for regulatory purposes are specified in a notice from the HKMA in accordance with Section 3C of the Capital Rules. Subsidiaries not included in consolidation for regulatory purposes are non-financial companies and securities and insurance companies that are authorised and supervised by a regulator and are subject to supervisory arrangements regarding the maintenance of adequate capital to support business activities comparable to those prescribed for authorised institutions under the Capital Rules and the Banking Ordinance. The Bank's shareholdings in these subsidiaries are deducted from its Tier 1 capital subject to the thresholds as determined in accordance with Part 3 of the Capital Rules.

The list of subsidiaries that are not included in consolidation for regulatory purposes are:

用作監管用途之綜合基礎與作會計用途之綜合基礎是不相同的。包括在用作監管用途之附屬公司乃根據金管局按《資本規則》第3C條所頒布的通知內列載。不包括在綜合基礎用作監管用途之附屬公司為非金融類公司以及已核准和受一監管機構規管的證券及保險公司，對該等公司有關維持足夠資本以支持商業活動的監管安排，與按照適用於《資本規則》及《銀行業條例》的金融機構之標準相符。本行於該等公司的權益已按《資本規則》第3部分所述之門檻規定經計算後從一級資本中扣除。

以下附屬公司並未包括在用作監管用途之綜合計算內：

Name of company 公司名稱	Nature of business 業務性質	Total assets 資產總額 HK\$ Mn 港幣百萬元	Total equity 股東權益總額 HK\$ Mn 港幣百萬元
Ample Delight Limited 承悅有限公司	Investment holding 投資控股	315	315
BC (BVI) Holdings Limited	Investment holding 投資控股	—	—
BEA Consortium GS Investors L.P.	Acting as a limited partner for the purpose of making investment in private equity fund 出任有限責任合夥人用作投資予私募基金	10	10
BEA Insurance Agency Limited 東亞保險代理有限公司	Insurance agency 保險代理	—	—
BEA Union Investment Management Limited 東亞聯豐投資管理有限公司	Asset management 資產管理	555	493
BEA Union Investment Management (Shenzhen) Limited 東亞聯豐投資管理(深圳)有限公司	Asset management/Investment management 資產管理／投資管理	10	7
Blue Care (BVI) Holdings Limited	Investment holding 投資控股	—	—
Central Town Limited 滙中興業有限公司	Property investment 物業投資	735	625
Century Able Limited 階濶有限公司	Investment holding 投資控股	85	85
Citiview Capital Limited	Acting as the general partner and limited partner of a limited partnership 出任普通合夥人及有限責任合夥人	1	1
Corona Light Limited	Investment holding 投資控股	930	930
Crystal Gleaming Limited	Investment holding 投資控股	930	930
Dragon Jade Holdings Company Limited 卓領控股有限公司	Investment holding 投資控股	1,127	1,127
EA Securities Limited	Investment holding 投資控股	—	(62)
East Asia Financial Services (BVI) Ltd.	Investment holding 投資控股	—	—



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (1) CAPITAL ADEQUACY (CONTINUED) 資本充足(續)

Name of company 公司名稱	Nature of business 業務性質	Total assets 資產總額		Total equity 股東權益總額	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
East Asia Futures Limited 東亞期貨有限公司	Futures and options trading 期貨及期權交易	58		58	
East Asia Indonesian Holdings Limited	Investment holding 投資控股	2		1	
East Asia International Trustees Holdings (BVI) Limited	Investment holding 投資控股	10		10	
East Asia International Trustees Limited	Trustee services 信託服務	46		43	
East Asia Properties Holding Company Limited 東亞物業控股有限公司	Investment holding 投資控股	—		(32)	
East Asia Property Agency Company Limited 東亞物業代理有限公司	Property agency 物業代理	9		9	
East Asia Qianhai Holdings Company Limited 東亞前海控股有限公司	Investment holding 投資控股	207		207	
East Asia Secretaries Limited 東亞秘書有限公司	Secretarial services 秘書服務	—		—	
East Asia Securities Company Limited 東亞證券有限公司	Securities broking 證券買賣	1,233		1,021	
Golden Empire International Inc.	Property investment 物業投資	1		—	
Leader One Limited	Investment holding 投資控股	1		1	
Manchester Property Holdings Ltd.	Property holding 物業持有	26		13	
Quantum Hong Kong Holdings Company Limited 君騰香港控股有限公司	Investment holding 投資控股	77		77	
Red Phoenix Limited	Leasing of motor vehicles 汽車租賃	4		4	
Shaftesbury Property Holdings Limited	Investment holding 投資控股	50		50	
Shaftesbury Property Investments Limited	Investment holding 投資控股	34		34	
Shanghai Lingxie Business Consulting Co. Ltd. 上海領偕商務諮詢有限公司	Business information consulting, corporate management consulting 商業資訊諮詢、企業管理諮詢	204		204	
Silver River International Limited	Acting as the general partner and limited partner of a limited partnership 出任普通合夥人及有限責任合夥人	2		2	
Skyray Holdings Limited	Investment holding 投資控股	450		450	
Speedfull Limited	Investment holding 投資控股	450		450	
The Bank of East Asia (Nominees) Limited 東亞銀行受託代管有限公司	Nominee services 受託代管服務	—		—	
The Bank of East Asia (Nominees) Private Limited	Trustee, fiduciary and custody services 信託、代理及託管服務	—		—	
United Chinese (Nominee) Limited	Dormant 不活動	—		—	

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料 (續)

There are no subsidiaries which are included within both the accounting scope of consolidation and the regulatory scope of consolidation but where the method of consolidation differs at 31st December, 2022.

There are no subsidiaries which are included within the regulatory scope of consolidation but not included within the accounting scope of consolidation at 31st December, 2022.

There are no relevant capital shortfalls in any of the Group's subsidiaries as at 31st December, 2022 (31st December, 2021: Nil) which are not included in the Group's consolidation for regulatory purposes.

The Group operates subsidiaries in a number of countries and territories where capital is governed by local rules and there may be restrictions on the transfer of regulatory capital and funds between members of the banking group.

For the purpose of compliance with the Banking (Disclosure) Rules and Part 6 of the Financial Institutions (Resolutions) (Loss-absorbing Capacity Requirements – Banking Sector) Rules, the Group has established a section on the Bank's website. Additional information relating to the Group's regulatory capital and other disclosures can be found in this section of the Bank's website, accessible through the "Regulatory Disclosure" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

並未有已包括在用作會計範疇及監管範疇之綜合賬的附屬公司，而於2022年12月31日其綜合計算方法是不相同的。

於2022年12月31日，並未有附屬公司已包括在用作監管範疇之綜合賬但並未包括在用作會計範疇之綜合賬內。

於2022年12月31日(2021年12月31日：無)，本集團之附屬公司並無有關資本不足而未有包括在本集團用作監管用途之綜合賬內。

本集團之附屬公司在多個國家及地區營運而其資本乃受當地法則約束，可能在轉移受規管資本及在銀行集團成員間的資金調配方面存在某些限制。

為符合《銀行業(披露)規則》及《金融機構(處置機制)(吸收虧損能力規定-銀行界)規則》第6部，本集團已在本行網站內增設一節。有關本集團的監管資本工具及其他披露資料，可於本行網站該節內找到，只要瀏覽本行網站[www.hkbea.com](http://www.hkbea.com)主頁內「監管披露」的連繫或按[www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html)的直接連繫。

## (2) LEVERAGE RATIO 槓桿比率

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Total Tier 1 capital	一級資本總額	91,372	100,455
Exposure measure	風險承擔計量	935,197	941,722
		% 百分率	% 百分率
Leverage ratio	槓桿比率	9.8	10.7

The disclosure on leverage ratio is effective since 31st March, 2015 and is computed on the same consolidated basis as specified in a notice from the HKMA in accordance with section 3C of the Capital Rules. The relevant disclosures can be found on the Bank's website accessible through the "Regulatory Disclosures" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

槓桿比率之披露是由2015年3月31日起生效，其計算乃按金管局根據《資本規則》第3C條頒布的通知內所指定的綜合基準。有關披露資料可瀏覽本行網站[www.hkbea.com](http://www.hkbea.com)主頁內「監管披露」的連繫或按[www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html)的直接連繫。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (3) LIQUIDITY POSITION 流動資金狀況

## Liquidity coverage ratio

## 流動性覆蓋比率

		2022 % 百分率	2021 % 百分率
Average liquidity coverage ratio	平均流動性覆蓋比率		
– First quarter	– 第一季	184.2	189.4
– Second quarter	– 第二季	187.5	177.3
– Third quarter	– 第三季	179.1	180.9
– Fourth quarter	– 第四季	197.7	182.4

The liquidity coverage ratio is calculated in accordance with the Banking (Liquidity) Rules effective from 1st January, 2015. The information for the regulatory disclosure can be found on the Bank's website accessible through the "Regulatory Disclosures" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

流動性覆蓋比率是根據由2015年1月1日起生效的《銀行業(流動性)規則》計算。相關的監管披露資料可瀏覽本行網站 [www.hkbea.com](http://www.hkbea.com) 主頁內「監管披露」的連繫或按 [www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html) 的直接連繫。

The Bank held an amount of HKD-denominated level 1 assets that was not less than 20% of its HKD-denominated total net cash outflows. There is no significant currency mismatch in the Bank's LCR at respective levels of consolidation.

本行持有以港幣計價的一級優質流動資產不少於以港幣計價的淨現金流出總額的20%。按各綜合層級的流動性覆蓋比率並沒有重大的貨幣錯配。

## Net stable funding ratio

## 穩定資金淨額比率

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Total available stable funding	可用穩定資金總額	568,204	562,512
Total required stable funding	所需穩定資金總額	489,801	486,536

  

		2022 % 百分率	2021 % 百分率
Net stable funding ratio	穩定資金淨額比率	116.0	115.6

The net stable funding ratio is calculated in accordance with the Banking (Liquidity) Rules effective from 1st January, 2018. The information for the regulatory disclosure can be found on the Bank's website accessible through the "Regulatory Disclosures" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

穩定資金淨額比率是根據由2018年1月1日起生效的《銀行業(流動性)規則》計算。相關的監管披露資料可瀏覽本行網站 [www.hkbea.com](http://www.hkbea.com) 主頁內「監管披露」的連繫或按 [www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html) 的直接連繫。

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

(4) OVERDUE, RESCHEDULED AND REPOSSESSED ASSETS  
逾期、經重組及收回資產

(a) Overdue and rescheduled advances to customers

(a) 逾期及經重組客戶墊款

		2022		2021	
		HK\$ Mn	% of total advances to customers	HK\$ Mn	% of total advances to customers
		港幣百萬元	佔客戶墊款總額的百分比	港幣百萬元	佔客戶墊款總額的百分比
Advances to customers overdue for	逾期客戶墊款				
– 6 months or less but over 3 months	– 3個月以上至6個月	2,257	0.4	948	0.2
– 1 year or less but over 6 months	– 6個月以上至1年	1,630	0.3	1,014	0.2
– Over 1 year	– 1年以上	1,118	0.2	489	0.1
		5,005	0.9	2,451	0.5
Rescheduled advances to customers	經重組客戶墊款	1,193	0.2	262	0.0
Total overdue and rescheduled advances	逾期及經重組墊款總額	6,198	1.1	2,713	0.5
Covered portion of overdue advances	逾期墊款涵蓋部份	2,745	0.5	1,932	0.4
Uncovered portion of overdue advances	逾期墊款非涵蓋部份	2,261	0.4	519	0.1
Current market value of collateral held against the covered portion of overdue advances	逾期墊款涵蓋部份之抵押品市值	5,454		3,518	
Specific provisions made on advances overdue for more than 3 months	逾期3個月以上墊款的特殊準備	1,830		1,310	

Loans and advances with a specific repayment date are classified as overdue when the principal or interest is overdue and remains unpaid at the year-end. Loans repayable by regular instalments are treated as overdue when an instalment payment is overdue and remains unpaid at year-end. Loans repayable on demand are classified as overdue either when a demand for repayment has been served on the borrower but repayment has not been made in accordance with the demand notice, and/or when the loans have remained continuously outside the approved limit advised to the borrower for more than the overdue period in question.

An asset considered as an eligible collateral should generally satisfy the following:

- (a) The market value of the asset is readily determinable or can be reasonably established and verified;
- (b) The asset is marketable and there exists a readily available secondary market for disposing of the asset;
- (c) The Bank's right to repossess the asset is legally enforceable and without impediment; and
- (d) The Bank is able to secure control over the asset if necessary.

有明確到期日之貸款，若其本金或利息已逾期，並於年結日仍未償還，則列作逾期處理。定期分期償還之貸款，若其中一次還款逾期，而於年結日仍未償還，則列作逾期處理。即時到期之貸款，若已向借款人送達還款通知，但借款人未按指示還款，或貸款已超出借款人獲通知的批准限額，而此情況持續超過有關逾期期限，亦列作逾期處理。

可視作合格抵押品的資產須符合下列條件：

- (a) 該資產的市值是可即時決定的或是可合理地確定及證實的；
- (b) 該資產是有市價的及有二手市場可即時將該資產出售；
- (c) 本行收回資產的權利是有法律依據及沒有障礙的；及
- (d) 本行在有需要時可對該資產行使控制權。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (4) OVERDUE, RESCHEDULED AND REPOSSESSED ASSETS (CONTINUED)

## 逾期、經重組及收回資產(續)

The two main types of “Eligible Collateral” are as follows:

- (i) “Eligible Financial Collateral” mainly comprises cash deposits and shares.
- (ii) “Eligible Physical Collateral” mainly comprises land and buildings, vehicles and equipment.

When the Bank's clients face financial difficulties and fail to settle their loans, depending on different situations, the Bank usually takes the following actions to recover the debt:

- (a) Debt rescheduling/restructuring
- (b) Enforcement of security
- (c) Legal action
- (d) Recovery via debt collector

合格抵押品主要分為下列兩種：

- (i) 合格金融抵押品主要包括現金存款及股票。
- (ii) 合格實物抵押品主要包括土地及建築物、汽車及設備。

按不同情況下，當本行客戶面對財政困難而無力償還貸款，本行一般採用以下方式以追收欠款：

- (a) 重新編排債務還款期時間表／債務重組
- (b) 沒收抵押品
- (c) 採取法律行動
- (d) 通過收數公司追收

## (b) Overdue and rescheduled advances to banks

## (b) 逾期及經重組銀行墊款

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Advances to banks overdue for	逾期銀行墊款		
– 6 months or less but over 3 months	– 3個月以上至6個月	–	–
– 1 year or less but over 6 months	– 6個月以上至1年	–	–
– Over 1 year	– 1年以上	–	–
Rescheduled advances to banks	經重組銀行墊款	–	–
Total overdue and rescheduled advances	逾期及經重組墊款總額	–	–

## (c) Other overdue and rescheduled assets

## (c) 其他逾期及經重組資產

		2022		
		Accrued interest 應計利息	Debt securities 債務證券	Other assets* 其他資產*
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Other assets overdue for	其他逾期資產			
– 6 months or less but over 3 months	– 3個月以上至6個月	31	124	–
– 1 year or less but over 6 months	– 6個月以上至1年	48	114	–
– Over 1 year	– 1年以上	68	–	–
Rescheduled assets	經重組資產	147	238	–
Total other overdue and rescheduled assets	其他逾期及經重組資產總額	23	–	–
Specific provisions made on other assets overdue for more than 3 months	逾期3個月以上其他資產的特殊準備	170	238	–
		78	166	–

# UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

		2021			
		Accrued interest 應計利息	Debt securities 債務證券	Other assets* 其他資產*	
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Other assets overdue for	其他逾期資產				
– 6 months or less but over 3 months	– 3個月以上至6個月	13	–		–
– 1 year or less but over 6 months	– 6個月以上至1年	17	–		–
– Over 1 year	– 1年以上	36	–		–
		66	–		–
Rescheduled assets	經重組資產	3	–		–
Total other overdue and rescheduled assets	其他逾期及經重組資產總額	69	–		–
Specific provisions made on other assets overdue for more than 3 months	逾期3個月以上其他資產的特殊準備	45	–		–

\* Other assets refer to trade bills and receivables.

\* 其他資產是指貿易票據及應收款項。

### (d) Repossessed assets

### (d) 收回資產

		2022 HK\$ Mn 港幣百萬元	2021 HK\$ Mn 港幣百萬元
Reposessed land and buildings (Note)	收回土地及建築物(註)	416	195
Reposessed vehicles and equipment	收回汽車及設備	–	–
Reposessed machines	收回機器	–	–
Total reposessed assets	收回資產總額	416	195

The amount represents the estimated market value of the reposessed assets as at 31st December.

此等金額指於12月31日收回資產的估計市值。

Note: The balance included HK\$26 million (2021: HK\$14 million) relating to properties that were contracted for sale but not yet completed.

註：結餘中包括港幣2,600萬元(2021年：港幣1,400萬元)已簽約出售但仍未成交的物業。

## (5) BANKING DISCLOSURE STATEMENT 銀行業披露報表

Additional information disclosures for this year which are prepared in accordance with the Banking (Disclosure) Rules, the disclosure requirements in Part 6 of Financial Institutions (Resolution) (Loss-absorbing Capacity Requirements – Banking Sector) Rules and disclosure templates issued by the HKMA can be found on the Bank's website accessible through the "Regulatory Disclosures" link on the home page of the Bank's website at [www.hkbea.com](http://www.hkbea.com) or at the following direct link: [www.hkbea.com/regulatory\\_disclosures](http://www.hkbea.com/regulatory_disclosures).

本年的額外資料披露是根據《銀行業(披露)規則》、《金融機構(處置機制)(吸收虧損能力規定—銀行界)規則》第6部之披露要求及按金管局所頒布的披露模版而編製，詳情可瀏覽本行網站 [www.hkbea.com](http://www.hkbea.com) 主頁內「監管披露」的連繫或按 [www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html](http://www.hkbea.com/html/tc/bea-about-bea-regulatory-disclosures.html) 的直接連繫。

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