



(Stock Code 股份代號 : 23)

# Annual Report 2013 年報



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歡迎瀏覽東亞銀行有限公司網站

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# CORPORATE PROFILE

## 本行簡介

### Our Mission 使命宣言

We at BEA strive to provide best in class financial services, always demanding the highest standard of professionalism and integrity of ourselves. With a commitment to quality of service, we focus on satisfying customer needs. We aim to grow, together with our customers, our shareholders and our colleagues.

東亞銀行竭力提供最卓越的金融服務，遵行最高之專業和誠信準則。我們承諾提高服務質素，致力滿足客戶之需要，並以與客戶、股東、員工與時並進為目標。

Incorporated in 1918, The Bank of East Asia, Limited is Hong Kong's largest independent local bank with total consolidated assets of HK\$754.0 billion (US\$97.2 billion) as of 31st December, 2013. The Bank is listed on The Stock Exchange of Hong Kong and is one of the constituent stocks of the Hang Seng Index.

BEA is dedicated to helping its customers grow and prosper through the provision of a comprehensive range of commercial banking, personal banking, wealth management, and investment services.

The Bank maintains one of the largest retail networks of any bank in Hong Kong, with full-service branches, SupremeGold Centres for high net-worth customers, and innovative, extended hour i-Financial Centres conveniently located throughout the city.

In Mainland China, BEA and its wholly-owned subsidiary, The Bank of East Asia (China) Limited operate more than 130 outlets – one of the most extensive networks of any foreign bank in China. Overseas, the Bank maintains an active presence in Southeast Asia, the United Kingdom, and the United States. Worldwide, BEA serves customers through more than 240 outlets and offers rewarding and challenging career opportunities to over 12,000 employees.

The BEA Group's subsidiaries further broaden the Bank's product offering to meet the increasingly diverse and sophisticated needs of a burgeoning customer base. BEA's wholly-owned subsidiaries, BEA Life Limited and Blue Cross (Asia-Pacific) Insurance Limited, serve as the Bank's life insurance and general insurance arms, respectively, and provide a comprehensive range of insurance solutions for individual and corporate customers. A global provider of integrated business, corporate, and investor services, Tricor Holdings Limited helps clients build their businesses by offering outsourced expertise in business support functions.

The BEA Group strives to be a positive, enabling force in the communities it serves and is committed to long-term sustainable development. The 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.

東亞銀行有限公司成立於1918年，現為香港最大的獨立本地銀行。於2013年12月31日，本行的綜合資產總額達港幣7,540億元（972億美元）。本行於香港聯合交易所上市，為恒生指數成份股之一。

本行一直透過各種商業銀行、個人銀行、財富管理和投資服務，竭誠為客戶提供優質及多元化的金融服務，全力支持客戶發展。

本行為香港擁有最龐大零售網絡的銀行之一，分行提供全面的服務，並有專為高端客戶而設的顯卓理財中心。此外，本行於不同的地區設立i-理財中心，為客戶延長營業時間提供便捷及創新的服務。

本行連同其設於內地的全資附屬公司——東亞銀行（中國）有限公司，在內地共設有逾130個網點，為內地網絡最龐大的外資銀行之一。本行於世界各地共設有逾240個網點，遍布東南亞、英國和美國。集團現於全球聘用超過12,000名員工。

此外，本行透過集團附屬公司進一步完善業務範圍，提供全面而適切的方案，以配合日益壯大的客戶群之需要。東亞人壽保險有限公司及藍十字（亞太）保險有限公司為集團拓展保險業務，分別承保人壽保險和一般保險產品，讓個人和企業客戶享有周全的保障；而卓佳集團有限公司則是全球性之專業服務公司，提供綜合的商務、企業和投資者服務，以其外判支援服務，全力協助客戶開拓商機。

東亞銀行集團致力在所服務的社區成為一股正面及積極的動力，以推動長遠的可持續發展。本集團將社會、環境、道德、員工及客戶的考慮融入本集團的業務及營運之中，以符合持份者，乃至廣大社群的利益。

# FINANCIAL HIGHLIGHTS

## 財務摘要

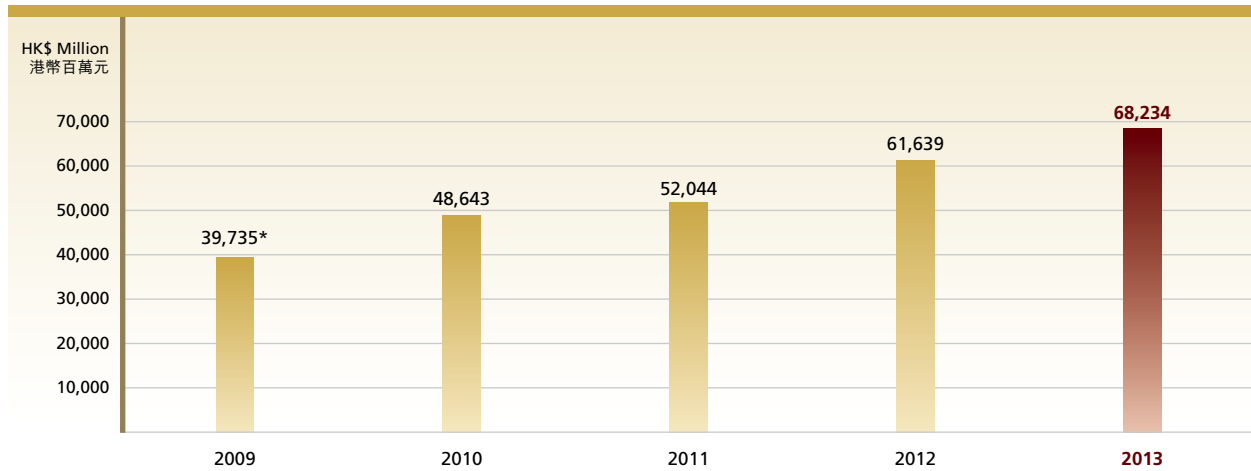
	2013 HK\$ Million 港幣百萬元	2012 HK\$ Million 港幣百萬元	Change變動 % 百分率
<b>Profitability 盈利能力</b>			
Total operating income 經營收入總額	<b>17,253</b>	15,109	+14.2
Profit attributable to owners of the parent 可歸屬於本集團股東溢利	<b>6,613</b>	6,056	+9.2
<b>Balance Sheet Strength 資產負債狀況</b>			
Advances to customers 客戶墊款	<b>405,357</b>	350,720	+15.6
Total consolidated assets 綜合資產總額	<b>753,954</b>	692,114	+8.9
Total deposits 存款總額	<b>577,900</b>	526,140	+9.8
Total equity 股東權益總額	<b>68,234</b>	61,639	+10.7
<b>Earnings Per Share and Dividends Per Share 每股盈利及每股股息</b>			
Basic earnings 基本盈利	<b>HK\$2.78</b>	HK\$2.72	+2.2
Dividends 股息	<b>HK\$1.11</b>	HK\$1.06	+4.7
<b>Key Ratios 主要比率</b>			
Loan to deposit ratio 貸款對存款比率	<b>70.1%</b>	66.7%	
Impaired loan ratio 減值貸款比率	<b>0.4%</b>	0.3%	
Average liquidity ratio 平均流動資金比率	<b>47.0%</b>	46.6%	
Total capital ratio 總資本比率	<b>15.9%</b>	14.3%	

# FIVE-YEAR FINANCIAL SUMMARY

## 5 年財務概要

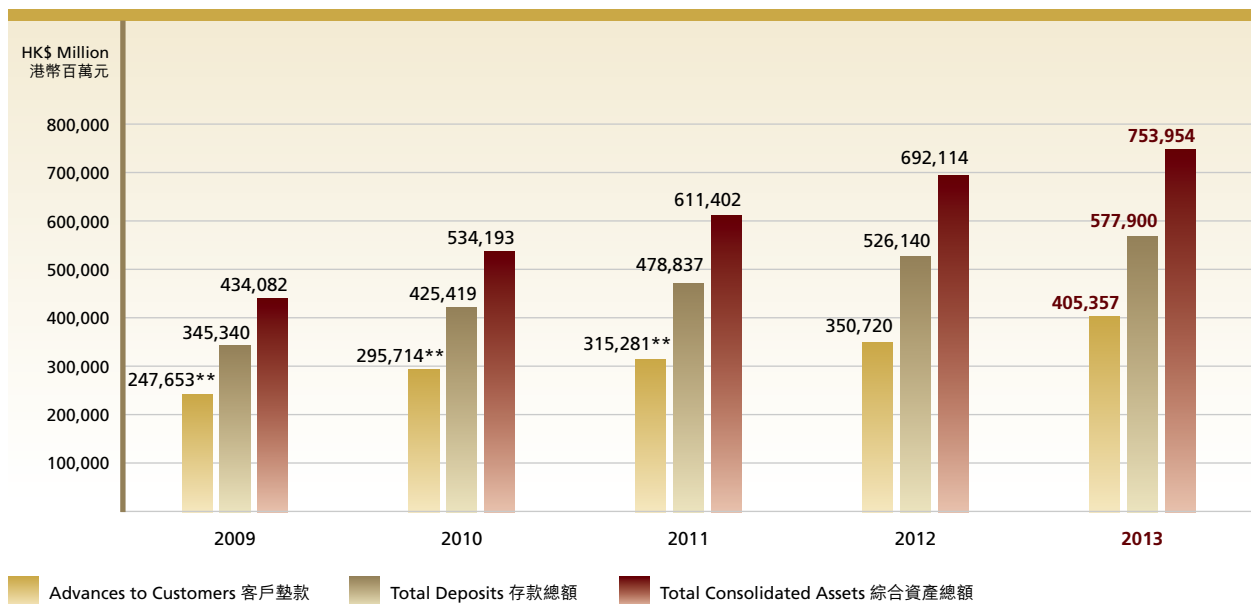
### TOTAL EQUITY

股東權益總額



### ADVANCES TO CUSTOMERS / TOTAL DEPOSITS / TOTAL CONSOLIDATED ASSETS

客戶墊款 / 存款總額 / 綜合資產總額

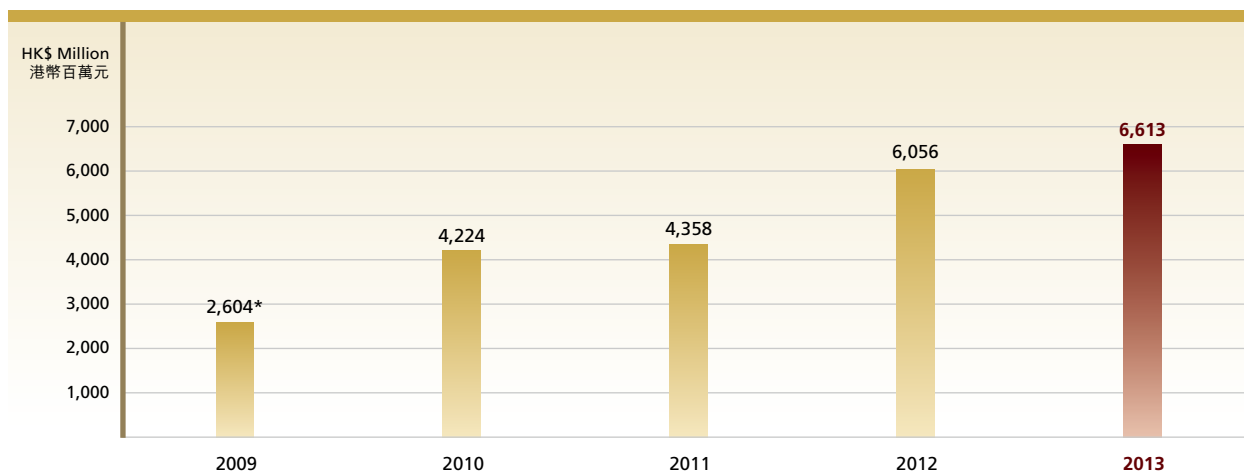


## FIVE-YEAR FINANCIAL SUMMARY (CONTINUED)

### 5年財務概要(續)

#### PROFIT ATTRIBUTABLE TO OWNERS OF THE PARENT

可歸屬於本集團股東溢利



#### FIVE-YEAR COMPARISON

5年比較

	2009 HK\$ Million 港幣百萬元	2010 HK\$ Million 港幣百萬元	2011 HK\$ Million 港幣百萬元	2012 HK\$ Million 港幣百萬元	2013 HK\$ Million 港幣百萬元
Total equity 股東權益總額	39,735*	48,643	52,044	61,639	<b>68,234</b>
Total deposits 存款總額	345,340	425,419	478,837	526,140	<b>577,900</b>
Advances to customers 客戶墊款	247,653**	295,714**	315,281**	350,720	<b>405,357</b>
Total consolidated assets 綜合資產總額	434,082	534,193	611,402	692,114	<b>753,954</b>
Loan to deposit ratio 貸款對存款比率	72%	70%	66%**	67%	<b>70%</b>
Profit attributable to owners of the parent 可歸屬於本集團股東溢利	2,604*	4,224	4,358	6,056	<b>6,613</b>
Earnings per share* 每股盈利*	HK\$1.39*	HK\$1.92	HK\$1.96	HK\$2.72	<b>HK\$2.78</b>
Dividends per share* 每股股息*	HK\$0.76	HK\$0.94	HK\$0.94	HK\$1.06	<b>HK\$1.11</b>

\* Restated due to changes in accounting policies.

\* 因會計政策變更而重報。

\*\* Restated due to reclassification.

\*\* 因應從新分類而重報。

## CHAIRMAN'S STATEMENT

It is my great pleasure to report that the Group once again delivered a record set of results in 2013. Profit attributable to owners of the parent reached a new record high of HK\$6,613 million, HK\$557 million or 9.2% higher than the HK\$6,056 million earned in 2012. Basic earnings per share were HK\$2.78. Return on average equity and return on average assets were 11.0% and 0.9%, respectively.

The Board of Directors has declared a second interim dividend (in lieu of a final dividend) of HK\$0.68 per share for the year ended 31st December, 2013, bringing the dividend for the year to HK\$1.11 per share.

The overall outlook for the global economy is brightening. In January 2014, the World Bank revised its projected global growth figures for 2014 from 3.0% to 3.2%, representing a marked improvement on 2013's growth of 2.4%. Stronger global growth will benefit Hong Kong, and we anticipate that local exports will increase while consumer demand will remain solid with support from Mainland visitor spending.

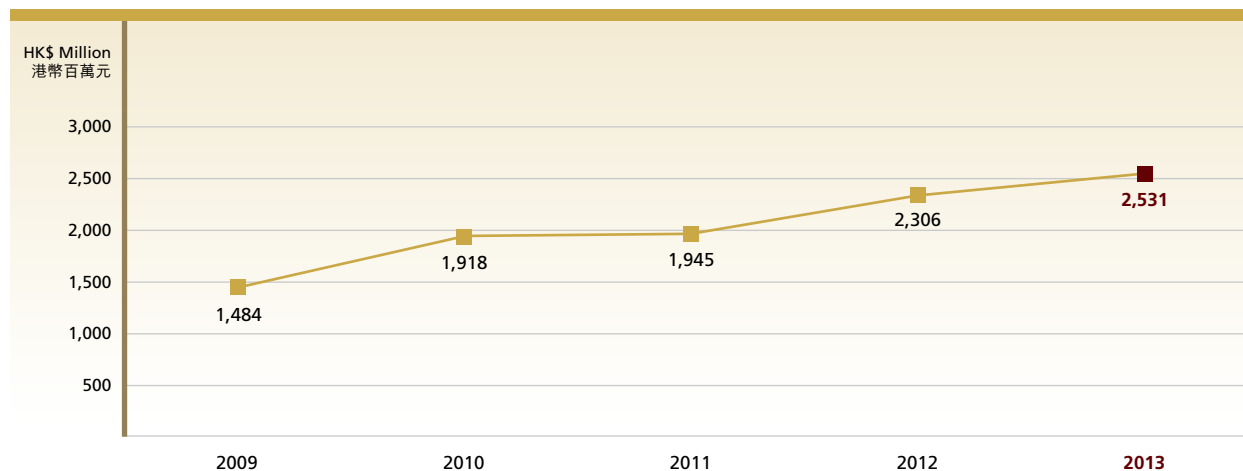
While concerns remain about the potential impact of tapering in the US and uncertainty surrounding the slowing growth rate in China, we have confidence in Hong Kong's ability to prevail. The same holds true for the city's banking industry, which, while highly competitive, is well capitalised and widely recognised

for its sound asset quality. We believe that the Central Government's determination to deepen financial reform is extremely positive for the country's long-term economic development, and Hong Kong is well positioned to capitalise on future developments as China's premier offshore Renminbi centre.

In Hong Kong, we at BEA will place greater emphasis on strengthening the Bank's presence in selected prime areas as part of our efforts to expand our affluent customer base. We will position ourselves to attract clients with whom we can develop a lifelong relationship as their preferred banking partner, and continue to apply technology to enhance our marketing initiatives, customer relationships, and service quality.

Mainland China has been and will remain a key focus for the Group. While the liberalisation of the financial system and the introduction of the China (Shanghai) Pilot Free Trade Zone will no doubt provide challenges as well as opportunities for the financial industry, we believe that BEA is well positioned to respond to any developments. In 2013, we refined our branch and channel strategy on the Mainland to improve efficiency and control costs. We also successfully piloted our supply chain financing programme, which will be rolled out more widely in 2014 to attract new corporate customers.

### DIVIDENDS FOR THE LAST 5 YEARS 過往5年股息紀錄





## 主席報告書

本人欣然公布，東亞銀行集團在2013年再度刷新業績紀錄。可歸屬於集團股東溢利再創新高，達港幣66.13億元，較2012年溢利港幣60.56億元增加港幣5.57億元或9.2%。每股基本盈利為港幣2.78元。平均股本回報率為11.0%，而平均資產回報率則為0.9%。

董事會宣布派發截至2013年12月31日止年度之第二次中期股息（代替末期股息）每股港幣0.68元，令全年派發股息合共每股港幣1.11元。

全球經濟的整體前景越見光明。2014年1月，世界銀行將本年度全球經濟增長預測由3.0%調升至3.2%，顯著高於2013年2.4%的增幅。本行預期，香港將受惠於全球經濟轉佳，本地出口將會上升，而零售消費市場將在內地訪港旅客消費所帶動下持續暢旺。

雖然市場仍關注美國縮減量化寬鬆政策可能帶來的影響，以及中國經濟增長放緩等不明朗因素，但本行相信香港具有能力面對種種考驗。同樣，儘管本港銀行業競爭激烈，但以其資本雄厚兼具優良的資產質素，本行對銀行業亦充滿信心。我們相信，中央政府銳意深化金融改革，對中國經濟長遠發展極為有利，而香港作為中國重要的離岸人民幣中心，可盡握未來發展的機遇。

在香港，東亞銀行將更著力在優越位置開設網點，以擴大其富裕客戶基礎。本行致力吸納能建立長遠合作關係之客戶，並旨在成為他們首選的銀行夥伴。本行亦會繼續利用先進科技，藉以提升市場營銷模式、客戶關係及服務質素。

中國內地一直是本集團的業務重點。隨著中國逐步開放金融體系及中國（上海）自由貿易試驗區的設立，將會為金融業帶來各種挑戰和機遇。本行已準備就緒以迎接未來的發展。2013年，東亞中國優化了內地的分行網絡以提升效益及控制成本。此外，東亞中國亦成功推行供應鏈融資試點計劃，並將於2014年進一步推廣，以引進更多新企業客戶。



**Dr. the Hon. Sir David LI Kwok-po**  
*Chairman & Chief Executive*

主席兼行政總裁  
李國寶爵士

## CHAIRMAN'S STATEMENT (CONTINUED)

We see good prospects for our cross-border business due to the internationalisation of the Renminbi and growing activity among Mainland investors in offshore markets. We will further strengthen collaboration among our branch networks in Hong Kong, Mainland China and overseas to capture opportunities arising from increasing business flows to and from the Mainland.

Internationally, we will continue to expand our overseas businesses, particularly in Singapore and the UK, and to explore opportunities in emerging markets as they arise.

As a Group, we will focus on growth across our operations and we will implement strategies to optimise our asset and portfolio mix. At the same time, we will remain vigilant in managing our risks and strive to enhance efficiency and productivity.

I am pleased to inform shareholders that Mr. Peter Lee Ka-kit was appointed a Non-executive Director of the Bank on 1st May, 2013. In view of Mr. Lee's wealth of experience, I am confident that his contribution to the Board will lead to the further success of the Group.

In closing, I would like to thank our Bank's Board of Directors and the Directors of our subsidiaries and associated companies for their wise counsel and the care with which they have performed their duties during the past year. I also extend our grateful thanks and appreciation to our business partners, with whom we look forward to further extending our cooperation in the coming year. I would also like to thank the management team and staff of BEA for their commitment and outstanding performance. Lastly, on behalf of my entire team, I thank our shareholders and customers for their long-standing loyalty and confidence in The Bank of East Asia.

**David LI Kwok-po**

*Chairman & Chief Executive*

Hong Kong, 18th February, 2014

隨著人民幣國際化及內地投資者在離岸市場的業務更趨活躍，本行看好跨境業務的前景。本行將進一步加強香港、中國內地及海外分行網絡之間的業務合作，以把握中國與外地日益頻繁的業務往來所帶來的機遇。

國際方面，本行將繼續擴展海外業務，特別是新加坡及英國業務，並且伺機發掘新興市場的發展機會。

東亞銀行集團將專注旗下各項業務的增長，並推行多項策略，優化資產組合。與此同時，本行將繼續審慎管理風險，致力提升營運效益及生產力。

本人欣然告知各位股東，李家傑先生於2013年5月1日獲委任為本行非執行董事。本人深信，憑藉李先生豐富的經驗，他對董事會所作出的貢獻將令本集團的表現更上一層樓。

最後，本人謹在此對本行董事會各成員、附屬公司和聯營公司的各位董事表示謝意，感謝他們在過去一年提出的真知灼見，以及竭誠履行職責。本人亦對業務夥伴表示衷心謝意，並期待能夠在來年與他們進一步加強合作。此外，本人在此非常感謝東亞銀行的管理層及每位員工的熱誠投入和卓越的表現。最後，本人謹代表我的團隊向我們的股東及客戶長久以來對東亞銀行的支持及信任，致以謝忱。

主席兼行政總裁

**李國寶**

香港，2014年2月18日

# REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT

## FINANCIAL REVIEW

### Financial Performance

For the year 2013, the Group achieved a record high profit attributable to owners of the parent of HK\$6,613 million, representing an increase of HK\$557 million or 9.2%, compared to the HK\$6,056 million earned in 2012. Basic earnings per share were HK\$2.78. Return on average equity and return on average assets were 11.0% and 0.9%, respectively.

During 2013, the Group's net interest income increased by HK\$2,443 million, or 25.1%, to HK\$12,167 million, primarily due to growth in advances to customers and a widening of the net interest margin. Net fee and commission income rose by HK\$613 million, or 18.1%, to HK\$3,992 million. However, due to weaker performance of the investment portfolio and lower trading income compared with 2012, non-interest income dropped by 5.6% to HK\$5,086 million. Operating income increased by 14.2% to HK\$17,253 million.

Total operating expenses rose by 9.8% to HK\$9,583 million. Operating efficiency further improved as the cost-to-income ratio fell from 57.7% in 2012 to 55.5% in 2013. In China, the Business Tax and related surcharges are classed as operating expenses. If these charges are grouped under taxation, the reported cost-to-income ratio would fall from 54.2% to 51.9%.

Operating profit before impairment losses rose to HK\$7,670 million, an increase of HK\$1,286 million, or 20.1%, when compared with 2012.

Impairment losses grew by 98.6% to HK\$527 million, mainly related to loans and advances. Nevertheless, impairment losses were still at a reasonable and controllable level.

Operating profit after impairment losses was HK\$7,143 million, an increase of 16.7% or HK\$1,024 million.

Profit on disposal of subsidiaries/associates fell significantly to HK\$27 million. In 2012, the disposal of BEA's 80% interest in its US banking subsidiary generated an exceptional gain of HK\$203 million. Valuation gains on investment properties decreased to HK\$388 million. Profit on sale of fixed assets increased to HK\$164 million, mainly due to disposal of some overseas properties. Due to the strong performance of associates, the Group shared after-tax profits from associates of HK\$684 million.

After accounting for income taxes, profit after taxation rose to HK\$6,707 million, an increase of 9.0% over the HK\$6,154 million recorded in 2012. Profit attributable to owners of the parent rose to HK\$6,613 million, an increase of 9.2%.

### Financial Position

Total consolidated assets of the Group stood at HK\$753,954 million at the end of 2013, an increase of 8.9% over the HK\$692,114 million at the end of 2012. Gross advances to customers rose by 15.6% to HK\$405,357 million. Total equity increased to HK\$68,234 million, up 10.7%.

Total deposits from customers grew by 7.3% to HK\$534,971 million. Demand deposits and current account balances increased by HK\$309 million, or 0.4%, compared with the balance at year-end 2012. Savings deposits increased to HK\$92,936 million, a rise of 7.4%, while time deposits increased by HK\$29,505 million, an increase of 8.6%, when compared with the figure as at 31st December 2012. Total deposit funds, comprising deposits from customers and all certificates of deposit issued, grew by 9.8% to HK\$577,900 million.

The loan-to-deposit ratio was 70.1% at the end of December 2013, 3.4 percentage points higher than the 66.7% reported at the end of 2012.

# 行政總裁及高層管理人員報告書

## 財務回顧

### 財務表現

於2013年，本集團錄得可歸屬於集團股東溢利達港幣66.13億元，創出新高，較2012年港幣60.56億元增加港幣5.57億元或9.2%。每股基本盈利為港幣2.78元。平均股本回報率為11.0%，而平均資產回報率則為0.9%。

於2013年，本集團的淨利息收入增加港幣24.43億元，或25.1%，至港幣121.67億元，主要受益於客戶墊款增加及淨息差擴闊。服務費及佣金收入淨額增加港幣6.13億元，或18.1%，至港幣39.92億元。儘管如此，由於投資組合的表現及交易活動的收入遜於2012年，非利息收入下跌5.6%，至港幣50.86億元。經營收入則增加14.2%，至港幣172.53億元。

總經營支出上升9.8%，至港幣95.83億元。經營效率進一步提升，令成本對收入比率從2012年的57.7%下跌至2013年的55.5%。中國業務之營業稅及相關附加稅列為經營支出，若將該等支出納入稅項計算，呈報的成本對收入比率會由54.2%下跌至51.9%。

未扣除減值損失之經營溢利上升至港幣76.70億元，較2012年增加港幣12.86億元，或20.1%。

減值損失為港幣5.27億元，增加98.6%，該增幅主要與貸款及墊款相關。然而，減值損失仍然處於受控的合理水平。

已扣除減值損失之經營溢利為港幣71.43億元，升幅為16.7%或港幣10.24億元。

出售附屬公司/聯營公司之溢利大跌至港幣2,700萬元。於2012年，東亞銀行出售一家位於美國的附屬銀行之80%股權，錄得港幣2.03億元的特殊收益。投資物業重估盈利減少至港幣3.88億元。出售固定資產之溢利增加至港幣1.64億元，主要受出售部分海外物業帶動。受惠於聯營公司業績理想，集團應佔聯營公司之除稅後溢利為港幣6.84億元。

經計及入息稅後，除稅後溢利達港幣67.07億元，相較2012年溢利港幣61.54億元，上升9.0%。可歸屬於集團股東溢利則上升至港幣66.13億元，增加9.2%。

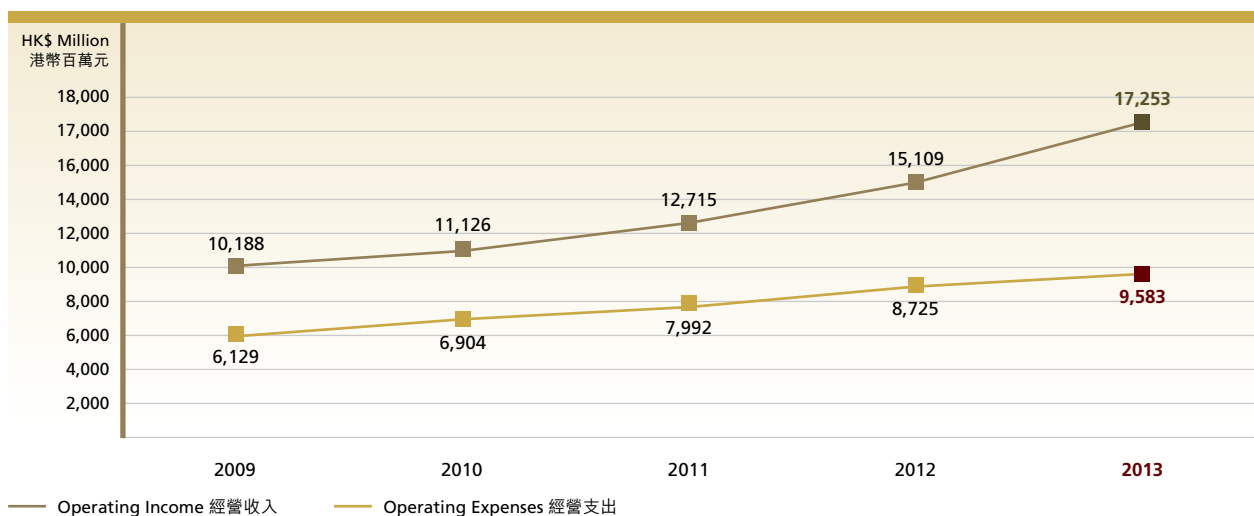
### 財務狀況

於2013年底，本集團綜合資產總額為港幣7,539.54億元，較2012年底總額港幣6,921.14億元，上升8.9%。客戶墊款總額上升15.6%至港幣4,053.57億元。股東權益總額增加10.7%，至港幣682.34億元。

客戶存款為港幣5,349.71億元，上升7.3%。與2012年底的存款數字相比，活期存款和往來存款賬戶結餘增加港幣3.09億元，增幅為0.4%。相較於2012年12月31日之存款數字，儲蓄賬戶存款上升7.4%至港幣929.36億元，定期存款則增長8.6%，增幅為港幣295.05億元。包括客戶存款及所有已發行的存款證的存款總額增加9.8%至港幣5,779.00億元。

於2013年12月底的貸款對存款比率為70.1%，比2012年底呈報的66.7%增加了3.4個百分點。

## OPERATING INCOME VS OPERATING EXPENSES 經營收入及經營支出



## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

## RATINGS

**Standard & Poor's**

<i>The Bank of East Asia, Limited</i>	
Long-term Counterparty Credit (local and foreign currency)	A
Short-term Counterparty Credit (local and foreign currency)	A-1
Outlook	Stable

*The Bank of East Asia (China) Limited*

Long-term Counterparty Credit (local and foreign currency)	A
Short-term Counterparty Credit (local and foreign currency)	A-1
Outlook	Stable

**Moody's Investor Service**

<i>The Bank of East Asia, Limited</i>	
Long-term Bank Deposit (local and foreign currency)	A2
Short-term Bank Deposit (local and foreign currency)	Prime-1
Bank Financial Strength	C-
Outlook	Negative

## RECOGNITION

**The Bank of East Asia, Limited**

- "2013 Best SME's Partner Award" (for the sixth consecutive year)  
- *The Hong Kong General Chamber of Small & Medium Business*
- "2013/14 Distinguished Banking & Finance Award – Outstanding Corporate Banking Services"  
- *Wen Wei Po*
- "2013 RMB Business Outstanding Awards – Outstanding Innovative Products/Services – Connecting China and Hong Kong Award"  
- *Metro Finance, Metro Finance Digital, and Wen Wei Po*
- BENCHMARK Wealth Management Awards 2013 "Outstanding Achiever for Customer Commitment (Retail Bank)"  
- *BENCHMARK magazine*
- "The Highest Growth Rate in 2012 Cardholder Spending in Hong Kong – Winner" and "The Highest Growth Rate in 2012 Outstandings in Hong Kong – 2nd Runner Up" (for card issuance) and "The Highest Market Share in 2012 Cross-border Merchant Purchase Volume in Hong Kong – 2nd Runner Up" (for merchant acquiring)  
- *MasterCard Worldwide*





## 評級

### 標準普爾

#### 東亞銀行有限公司

長期交易對手信貸（港元及外幣）	A
短期交易對手信貸（港元及外幣）	A-1
前景	穩定

#### 東亞銀行（中國）有限公司

長期交易對手信貸（港元及外幣）	A
短期交易對手信貸（港元及外幣）	A-1
前景	穩定

### 穆迪投資服務

#### 東亞銀行有限公司

長期銀行存款（港元及外幣）	A2
短期銀行存款（港元及外幣）	Prime-1
銀行財務實力	C-
前景	負面

## 獎項

### 東亞銀行有限公司

- 「2013中小企業最佳拍擋獎」（連續6年獲獎）  
- 香港中小型企業總商會
- 「2013/14 年度傑出金融企業 — 傑出企業銀行業務獎」  
- 《文匯報》
- 「人民幣業務傑出大獎2013 — 傑出創新產品/服務 — 中港聯動獎」  
- 新城財經台、新城數碼財經台及《文匯報》
- 「2013《指標》財富管理大獎」：「客戶承諾（零售銀行業）」—「傑出表現獎」  
- 《指標》
- 「2012年度香港區最高零售簽賬額增長大獎 — 金獎」及「2012年度香港區最高信用卡結餘增長大獎 — 銅獎」（信用卡發卡業務），以及「2012年度香港區最高跨境商戶簽賬額市場佔有率大獎 — 銅獎」（商戶收單業務）  
- 萬事達卡國際組織



“Outstanding Achiever for Customer Commitment (Retail Bank)”  
「2013《指標》財富管理大獎」

BEA received a number of awards from MasterCard Worldwide in recognition of its exceptional performance.

東亞銀行獲萬事達卡國際組織頒發多個獎項，以表揚其出色表現。



## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

- “2012 Innovative Award – Exclusive Year-Round Reward Platform” (for card issuance) and “Outstanding Acquiring Performance Award in 2012 – UnionPay Online Payment Volume” (for merchant acquiring)  
- *UnionPay International*
- “Risk Management Best Fraud Control, Issuing” (for card issuance) and “Lowest Non-Fraud Chargeback Rate, Acquirer – Visa 2012 Global Service Quality Performance Awards” (for merchant acquiring)  
- *Visa Inc.*
- “2012 Best Innovation Award for the Promotion of Financial Knowledge in China’s Banking Industry”  
- *China Banking Association*
- “Best Brand Building among Foreign Banks” in the 2013 Golden-shell Award of China Programme  
- *21st Century Business Herald*
- “Best Internet Banking among Foreign Banks Award” in the China Business News Financial Value Ranking 2013  
- *China Business News*

### The Bank of East Asia (China) Limited

- “2012 Best Customer Service Centre among Banking Institutions in Shanghai”  
- *Shanghai Banking Association*
- “2012 Preferred Service Provider for Small and Medium Enterprises in China”  
- *China Centre for the Promotion of Small and Medium Enterprise Development, Ministry of Industry and Information Technology of the People’s Republic of China*
- “2013 Best Wealth Management Product Design Award”  
- *Money Weekly*
- “2013 Best Wealth Management Bank Award”  
- *SOHU.com*

“2012 Innovative Award – Exclusive Year-Round Reward Platform” and “Outstanding Acquiring Performance Award in 2012 – UnionPay Online Payment Volume”

「2012年度產品創新獎 — 全年獨家消費優惠平台」及  
「2012年度香港區收單卓越表現獎 — UPOP交易量」



“Risk Management Best Fraud Control, Issuing” and “Lowest Non-Fraud Chargeback Rate, Acquirer – Visa 2012 Global Service Quality Performance Awards”

「2012最佳風險管理防詐騙管控發卡銀行」及  
「2012年度全球優質服務表現獎項收單銀行 — 最低取消交易比對銷售率」





行政總裁及高層管理人員報告書 (續)

- 「2012年度產品創新獎—全年獨家消費優惠平台」(信用卡發卡業務)及「2012年度香港區收單卓越表現獎—UPOP交易量」(商戶收單業務)  
- 銀聯國際
- 「2012最佳風險管理防詐騙管控發卡銀行」(信用卡發卡業務)及「2012年度全球優質服務表現獎項收單銀行—最低取消交易比對銷售率」(商戶收單業務)  
- Visa Inc.
- 「2012年度中國銀行業普及金融知識萬里行活動最佳創新獎」  
- 中國銀行業協會
- 「2013年度中國資產管理金貝獎」—「最佳品牌建設外資銀行」  
- 《21世紀經濟報導》
- 「2013第一財經金融價值榜」—「最佳外資網上銀行」  
- 《第一財經日報》

東亞銀行(中國)有限公司

- 「2012年度上海銀行業最佳客服中心獎」  
- 上海市銀行同業公會
- 「2012中國中小企業首選服務商」  
- 中華人民共和國工業和信息化部中小企業發展促進中心

- 「2013年度最佳設計理財產品獎」  
- 《理財周刊》
- 「2013年度最佳財富管理銀行獎」  
- 搜狐網



## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

### Blue Cross (Asia-Pacific) Insurance Limited

- “The 13th Capital Outstanding Enterprise Awards – Medical and General Insurance” (for the second consecutive year)  
- *CAPITAL magazine*
- BENCHMARK Wealth Management Awards 2013 “Best in Class for Health Care Product (Insurance)”, “Best in Class for Product and Service Innovation (Insurance)”, and “Outstanding Achiever for Online Usability (Insurance)”  
- *BENCHMARK magazine*
- “The Most Favourite Travel Insurance Company Award 2013” (for the ninth consecutive year)  
- *Weekend Weekly Magazine*

### Credit Gain Finance Company Limited

- “Prime Awards for Banking and Finance Corporations 2013 – The Best Brand in Loans”  
- *MetroBox Magazine*
- “Capital Weekly Service Awards 2013 – Finance Service”  
- *Capital Weekly Magazine*

### BEA Union Investment Management Limited

#### *BEA Union Investment Asian Bond and Currency Fund:*

- “Best Bond Fund, Asia Pacific” (3-year performance)  
- *Lipper Fund Awards Programme 2013 Hong Kong*
- “2012 Best of the Best Performance Awards – Asian Bonds, Hard Currency” (3-year performance)  
- *Asia Asset Management*
- “AsianInvestor Investment Performance Awards 2013 – Best Asian Fixed Income, US Dollar”  
- *AsianInvestor*
- “FSM Recommended Mutual Fund Awards 2013/14 – Asian Fixed Income”  
- *FundsUPERMART.COM*
- “BENCHMARK Fund of the Year Awards 2013: Asia Fixed Income within Funds Awards, Best-In-Class”  
- *BENCHMARK magazine*

#### *BEA (MPF) Greater China Equity Fund:*

- “BENCHMARK Fund of the Year Awards 2013: Greater China Equity within MPF Awards, Best-In-Class”  
- *BENCHMARK magazine*



“The 13th Capital Outstanding Enterprise Awards – Medical and General Insurance”

「第13屆資本傑出企業成就獎——最佳醫療及一般保險」



“The Most Favourite Travel Insurance Company Award 2013”

「最受歡迎旅遊保險公司大獎2013」



“Best in Class for Health Care Product (Insurance)”, “Best in Class for Product and Service Innovation (Insurance)”, and “Outstanding Achiever for Online Usability (Insurance)”

「2013《指標》年度財富管理大獎」：「醫療保險產品（保險）——最佳表現獎」、「產品及服務創新（保險）——最佳表現獎」及「網上功能（保險）——傑出表現獎」

行政總裁及高層管理人員報告書（續）

藍十字（亞太）保險有限公司

- 「第13屆資本傑出企業成就獎 — 最佳醫療及一般保險」（連續2年獲獎）  
- 《資本雜誌》
- 「2013《指標》年度財富管理大獎」：「醫療保險產品（保險）— 最佳表現獎」、「產品及服務創新（保險）— 最佳表現獎」及「網上功能（保險）」— 傑出表現獎  
- 《指標》
- 「最受歡迎旅遊保險公司大獎2013」（連續9年獲獎）  
- 《新假期》

領達財務有限公司

- 「都市盛世銀行及金融服務企業獎2013」— 「最佳信貸財務服務獎」  
- 《都市盛世》
- 「資本壹週服務大獎2013」— 「信貸財務服務大獎」  
- 《資本壹週》

東亞聯豐投資管理有限公司

東亞聯豐亞洲債券及貨幣基金：

- 「最佳亞太區債券基金（3年表現）」  
- 理柏基金香港年獎2013
- 「2012 最佳投資表現獎項 — 亞洲債券（美元）（3年表現）」  
- 《亞洲資產管理》
- 「AsianInvestor 投資表現獎項2013 — 最佳亞洲債券（美元）」  
- 《AsianInvestor》
- 「FSM 推薦基金報告2013/14 — 亞洲債券」  
- Fundsupermart.com
- 「《指標》基金2013年度大獎：基金大獎亞洲債券 — 最佳表現獎」  
- 《指標》

東亞（強積金）大中華股票基金：

- 「《指標》基金2013年度大獎：強積金大獎大中華股票 — 最佳表現獎」  
- 《指標》



“Prime Awards for Banking and Finance Corporations 2013 – The Best Brand in Loans”

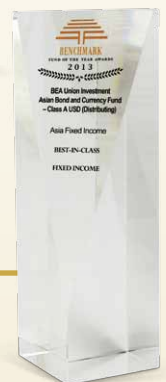
「都市盛世銀行及金融服務企業獎2013」— 「最佳信貸財務服務獎」

“AsianInvestor Investment Performance Awards 2013 – Best Asian Fixed Income, US Dollar”  
「AsianInvestor 投資表現獎項2013 — 最佳亞洲債券（美元）」



“BENCHMARK Fund of the Year Awards 2013: Asia Fixed Income within Funds Awards, Best-In-Class”

「《指標》基金2013年度大獎：基金大獎亞洲債券 — 最佳表現獎」



“Capital Weekly Service Awards 2013 – Finance Service”

「資本壹週服務大獎2013」— 「信貸財務服務大獎」



“Best Bond Fund, Asia Pacific”  
「最佳亞太區債券基金」

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

### OPERATIONS REVIEW

The global economy turned in a mixed performance in 2013. While the US gained momentum, conditions in Europe remained weak. China's economy stabilised in the second half of 2013, as domestic demand strengthened on the back of the government's stimulus measures. Emerging markets, on the other hand, weakened due to lower commodity prices and speculation over the US Federal Reserve's plan to scale back its quantitative easing policies.

With external demand weak, Hong Kong's exports grew at a modest 3.6% pace in 2013. The number of residential property transactions plummeted by 37.7%, following the introduction of a series of cooling measures by the Hong Kong Government.

However, domestic demand and tourist spending remained firm. As a result, Hong Kong's unemployment rate hovered at a low level of 3.2% to 3.5%. These factors boosted private consumption, and retail sales grew by 11% in 2013. Overall, Hong Kong's economy expanded at a moderate pace of 3%, year on year, in the first three quarters.

On the Mainland, the export sector remained weak in the face of continuing subdued demand from Western economies and the slowdown in emerging markets in 2013. Investment growth also moderated, as China continued its shift away from an investment-led growth model. However, an improvement in the US employment market in the fourth quarter supported business confidence in China. This trend should persist in 2014, compensating for the adverse impact on Asian markets of the scaling back of quantitative easing.

Looking ahead, the Chinese Government is expected to take advantage of the relative stability in the global economic environment to tackle structural problems in its economy. As part of this effort, the Third Plenary Session of the 18th Central Committee of the Communist Party of China in November 2013 outlined a package of ambitious reforms, several of which are aimed at fostering more effective and efficient financial markets. Implementation of these reforms will be a priority in 2014.

As the pace of the US economic recovery gathers steam, economic conditions on the Mainland should improve further. China's exports are projected to grow by 10% in 2014. However, credit growth will be restricted, and will serve as a brake on investment growth, diluting the positive impact of improving exports. Consumer demand will remain moderate. The economy is likely to grow by 7.6% in 2014, with inflation remaining under control at 2.8%.

In Hong Kong, meanwhile, GDP is forecast to grow at 3.5% for 2014, while inflation will average 3.7%.

### Business – Hong Kong

As at 31st December, 2013, the aggregate value of all loans to customers and trade bills of BEA in Hong Kong was 14.2% higher than one year earlier. Debt investments increased by 0.2% during the year, while customer deposits grew by 4.4%.

### Corporate and Commercial Banking

BEA increased its portfolio of corporate loans and trade bills by 13.2% in 2013, driving a 75.3% increase in net interest income compared to the previous year. Net fee and commission income rose by 31.3%, as the Bank successfully executed its strategy to cross-sell treasury and insurance products to corporate customers.



## 行政總裁及高層管理人員報告書（續）

## 業務回顧

2013年全球經濟表現參差。美國經濟開始復甦，歐洲的狀況卻依然疲弱。在政府的刺激方案帶動下，中國的內部需求回升，內地經濟因此於2013年下半年回穩。與此同時，由於商品價格下跌及市場揣測美國聯儲局計劃縮減量化寬鬆規模，新興市場經濟轉差。

外部需求疲弱，拖累香港出口表現，2013年出口增長僅為3.6%。此外，香港政府推出一連串冷卻樓市措施後，住宅物業交易宗數銳降37.7%。

儘管如此，香港內部需求及訪港旅客消費仍然穩健，令失業率徘徊於3.2%至3.5%的低位，刺激私人消費，2013年零售銷售增長11%。整體而言，香港經濟於2013年首三個季度按年溫和增長3%。

內地方面，西方經濟的需求在2013年持續偏弱，加上新興市場經濟放緩，使內地出口行業表現依然疲弱。中國繼續轉變投資型經濟增長的模式，亦令投資增長放緩。然而，美國就業市場於去年第四季度好轉，提振了中國的營商信心。此趨勢應會延續至2014年，預期可抵銷美國縮減量化寬鬆規模給亞洲市場所帶來的負面影響。

展望未來，中國政府料將乘全球經濟相對穩定之際，處理內部經濟的結構性問題。為此，於2013年11月召開的中共第十八屆中央委員會第三次全體會議上，

提出了一籃子積極的改革措施，當中多項措施旨在建立更具效率及高效益的金融市場。實施上述改革措施，將成為中國政府於2014年的首要任務。

隨著美國經濟的復甦步伐日益加快，將為中國經濟帶來改善，預計2014年出口增長10%。然而，信貸增長將會受到限制，進而拖慢投資增長，抵銷出口回升的正面影響。另一方面，消費需求將保持溫和。2014年經濟有望增長7.6%，通脹率為2.8%，仍在可控制範圍之內。

與此同時，2014年香港的經濟增長預測為3.5%，平均通脹率則為3.7%。

## 香港業務

於2013年12月31日，東亞銀行香港的客戶貸款及貿易票據總額較2012年底增長14.2%，債券投資增長0.2%，客戶存款亦增加4.4%。

## 企業及商業銀行

本行於2013年的企業貸款及貿易票據組合增長13.2%，推動淨利息收入較2012年增加75.3%。由於本行向企業客戶交叉銷售財資及保險產品的策略取得成效，服務費及佣金收入淨額增加31.3%。



Academics and experts in the financial and property sectors shared their views with more than 650 corporate and personal customers of the Bank at BEA's Economic and Market Outlook Seminar in January 2013.

2013年1月，多位來自學術、金融及地產界別的專家於東亞銀行舉辦的「經濟及市場展望」研討會上，與該行逾650位企業和個人客戶分享市場走勢。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

Cross-border business remained a key driver of income growth. In 2013, BEA created a dedicated department to focus on the development of cross-border business, and on the regions and industries with the greatest potential nationwide. This further enhanced collaboration with The Bank of East Asia (China) Limited, the Bank's wholly-owned subsidiary on the Mainland, and helped drive growth in the trade bills portfolio. As a result of these efforts, and underpinned by rising external trade, the Going Out policy, and the cost benefit of financing in Hong Kong, the Bank was well-positioned to take advantage of strong demand from Chinese corporations.

BEA remained active in lending to Hong Kong customers, despite a subdued domestic borrowing environment. The Bank saw steady demand from local property developers and also focused on co-arranging club deal facilities for blue-chips and mid-cap companies, which generally commanded better pricing than traditional syndicated loans.

### Wealth Management

In 2013, BEA's private banking business achieved solid growth in total operating income through a 60.9% increase in net interest income and a 25.5% rise in net fee and commission income. Meanwhile, assets under management notched up growth of 14.7%, even in the face of a general deleveraging among clients.

Hong Kong is increasingly the investment destination of choice for wealthy Mainland Chinese. Mainland customers account for 30% of the Bank's private banking

client base, and this figure is expected to keep rising given China's gradual economic opening and the ongoing internationalisation of the Renminbi. The Bank increased its sales capabilities in 2013 by recruiting staff to focus on both the Mainland and Taiwanese markets, and will continue to explore new avenues to leverage its extensive network on the Mainland to drive business.

In terms of products, 2013 saw strong unit trust sales, indicating an increased appetite for this asset class among retail investors, which bodes well for fee and commission income. At the same time, the Bank enhanced its foreign exchange capabilities and achieved good growth in sales of related products. Looking forward, the Bank will keep designing product offerings to match market demand, and will launch more RMB products in Hong Kong as opportunities arise.

BEA's private trust business also had a decent year, recording growth of 10.8% in the number of clients and 13.9% in assets under management.

### Retail Banking

During 2013, BEA's personal banking operations generated a 23.7% increase in net fee and commission income while growing current and savings account balances. Growth in consumer loans, property loans and credit card advances was strong. Meanwhile, BEA maintained an overall fifth place ranking in new mortgage loan registrations in 2013, improving its share to 8.3% in the final quarter versus 4.0% over the first nine months of the year.



BEA saw strong growth in unit trust sales in 2013, indicating an increased appetite for this asset class among retail investors.

東亞銀行單位信託基金銷售於2013年表現強勁，顯示零售投資者對該資產類別的投資意欲增加。

## 行政總裁及高層管理人員報告書（續）

跨境業務仍是推動收入增長的主要動力。2013年，本行成立一個專責部門，專注發展跨境業務，尤其著重內地最具潛力的地區及行業。此舉進一步加強了本行與內地全資附屬公司—東亞銀行（中國）有限公司的合作，有助帶動貿易票據組合的增長。受惠於中國對外貿易持續增長、中國企業「走出去」政策及香港的融資成本效益，本行透過推行上述措施，得以充分把握中國企業的殷切需求。

儘管本地借貸環境並不活躍，本行仍積極向香港企業客戶提供貸款，其中來自本地地產發展商的貸款需求保持穩定。此外，本行亦積極聯同其他銀行為大型及中型企業安排俱樂部貸款。此類貸款的回報一般高於傳統的銀團貸款。

### 財富管理

2013年，在淨利息收入增長60.9%及服務費及佣金收入淨額增長25.5%帶動下，本行私人銀行業務的經營收入總額錄得強勁升幅。與此同時，儘管客戶普遍減少使用槓桿，本行管理的資產仍取得14.7%的增長。

香港進一步成為內地富裕人士的投資首選地。內地客戶在本行私人銀行客戶群中約佔30%，而隨著中國逐

步推行經濟開放，加上人民幣邁向國際化，這比例可望繼續上升。本行於2013年亦增聘專注發展內地及台灣市場的人才，令銷售能力得以提升。本行將會繼續積極利用龐大的內地分行網絡，推動業務發展。

產品方面，單位信託基金銷售於2013年表現強勁，顯示零售投資者對該資產類別的投資意欲增加，帶動本行服務費及佣金收入增加。與此同時，本行亦提升了外匯產品及服務平台，令相關投資產品的銷售錄得令人滿意的增長。展望未來，本行將繼續精心設計切合市場需求的產品，並伺機在香港推出更多人民幣產品。

年內，本行的私人信託業務亦表現不俗，客戶總數錄得10.8%的增長，信託管理資產則增長13.9%。

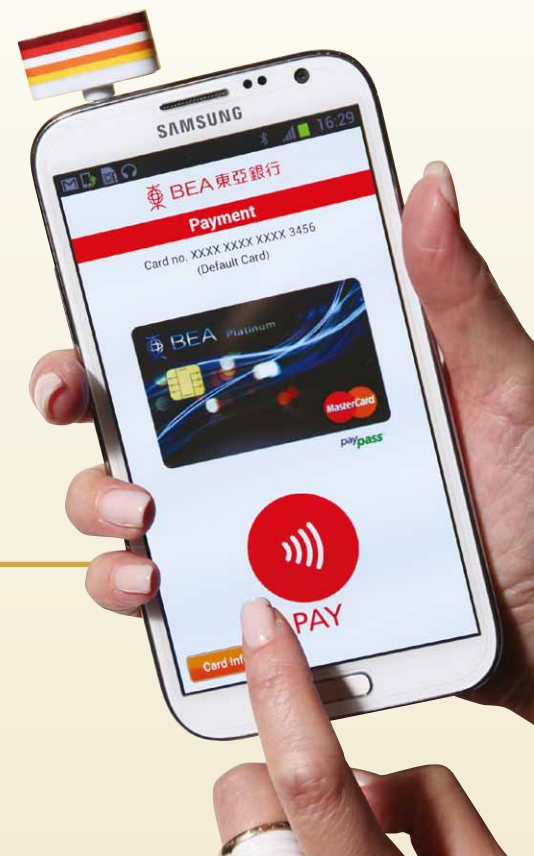
### 零售銀行

於2013年，本行個人銀行業務的服務費及佣金收入淨額增加23.7%，同時往來賬戶及儲蓄賬戶結餘均錄得增長。個人貸款、按揭貸款及信用卡貸款增長強勁。此外，在新造按揭貸款登記方面，本行在2013年整體排名保持第五位，第四季度的新登記按揭市場佔有率升至8.3%，而於年內首9個月則為4.0%。



BEA unveiled its i-Pay contactless mobile payment service for credit card customers in November 2013.

2013年11月，東亞銀行推出專為信用卡客戶而設的i-Pay「無接觸式」流動付款服務。





## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

The Bank's focus remains on expanding its affluent customer base, particularly through the SupremeGold service, which is a significant contributor to the Bank's deposit base and profitability. The number of SupremeGold accounts increased by 21.3% during the year, and the Bank aims to further strengthen its position in the market by enhancing the SupremeGold brand and value proposition in 2014.

As part of the drive to further extend its appeal among the affluent, the Bank will aim to increase its presence in prime areas and roll out a new retail branch model. This model, which was first introduced at ifc mall in January 2014, uses the latest technology to provide innovative banking services and greater convenience to customers.

BEA's online presence also continues to expand, and in 2013 the Bank's two Facebook pages increased fans to over 100,000 while attaining one of the highest social network engagement rates among local banks. BEA uses e-marketing as a cost effective channel to promote loans, credit cards and insurance, and in 2013 successfully employed a new strategy of micro-targeting Facebook advertisements to grow credit card applications. Going forward, BEA will continue to apply technology to strengthen its relationships with customers, expand its services and stay at the forefront of modern banking.

### Insurance and MPF Services

BEA's insurance business is an important contributor to the Bank's non-interest income, and the business recorded yet another year of steady gains in 2013. The Bank's wholly-owned life insurance arm, BEA Life Limited, increased new premium income by 13.7%. Its wholly-owned general insurance arm, Blue Cross (Asia-Pacific) Insurance Limited, grew total premium income by 11.0%, primarily driven by medical insurance income, which rose by 11.7%.

Premium income earned through Blue Cross' e-platform increased by 24.5% during the year, illustrating a migration to electronic channels that is expected to continue. Blue Cross actively designs products in response to the changing requirements of society, and will expand its range of healthcare plans to meet the needs of Hong Kong's ageing population, society's growing focus on health and well-being, and government healthcare reform measures.

The Bank's MPF business continued to perform well in 2013, with total membership of BEA MPF schemes exceeding 570,000, and assets under management rising 12.3% to HK\$17.2 billion. Meanwhile, the competitive position of the Bank's Master Trust schemes was enhanced through a reduction in fees. BEA's Industry Scheme maintained its leadership with a 66.7% market share, growing members by 7.7% and assets under management by 16.7%.



BEA introduced its first digital branch at ifc mall in January 2014.

2014年1月·東亞銀行首間智能數碼分行於國際金融中心商場開業。





## 行政總裁及高層管理人員報告書（續）

本行仍專注於透過顯卓理財服務去擴闊富裕客戶基礎。該服務對本行的存款基礎及盈利有非常重要的貢獻。年內，顯卓理財賬戶數目增加21.3%。於2014年，本行將通過提升顯卓理財的品牌價值，務求進一步鞏固其市場地位。

為了吸納更多富裕客戶，本行將致力於優越位置開設網點，並推出嶄新的零售分行營運模式。而本行第一間以全新營運模式運作的分行已於2014年1月在國際金融中心商場中展示，以最新科技為客戶提供創新及更便捷的銀行服務。

本行在網上的滲透度亦不斷擴張。於2013年，本行兩個Facebook專頁的支持者增至逾100,000名，並躋身於本地銀行社交網絡參與率前列。本行利用網上營銷推廣貸款、信用卡及保險，提高成本效益，並於2013年成功利用「微目標」(Micro-Targeting) Facebook廣告的全新策略，使信用卡申請宗數增加。展望未來，本行將繼續利用先進科技加強與客戶的聯繫及擴大服務範圍，以保持本行的現代化銀行服務先驅地位。

In 2013, BEA attained one of the highest social network engagement rates among local banks.

2013年，東亞銀行躋身於本地銀行社交網絡參與率之前列。



### 保險及強積金服務

保險業務是本行非利息收入的重要來源之一，有關業務於2013年繼續穩步增長。本行旗下全資壽險附屬公司——東亞人壽保險有限公司的新造保單保費收入增長13.7%，而旗下一般保險全資附屬公司——藍十字（亞太）保險有限公司的總保單保費收入則增長11.0%，主要由醫療保險收入上升11.7%所帶動。

年內，藍十字繼續致力發展電子平台業務，來自電子平台的保費收入增加24.5%。因應社會需求不斷轉變，藍十字積極設計適切的產品，並會提供更多種類的醫療保險計劃，以配合香港人口老化、大眾健康意識日益提升及政府醫療改革措施的需要。

本行的強積金業務於2013年繼續表現出色，旗下強積金計劃的成員總數超過570,000名，管理的資產值則增加12.3%至港幣172億元。與此同時，本行的集成信託計劃透過調低收費，提升了競爭力。在行業計劃市場，本行保持其領導地位，市場佔有率達66.7%，成員人數增長7.7%，管理資產值則增長16.7%。



BEA Trustees organised an MPF investment seminar in December 2013 to promote its MPF services.

2013年12月，東亞信託舉辦強積金投資講座，為客戶介紹強積金服務。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

Going forward, the Bank will make continuous efforts to capture new business and consolidate its leading position in the Industry Scheme, and will strive to strengthen inflows to MPF schemes by way of special voluntary contributions through the promotion of retirement planning among customers.

### Broking Operations

Despite periods of volatility, the world's major stock markets generally trended upwards in 2013, buoyed by continued quantitative easing by central banks. However, markets did experience a setback in the second quarter on news that the US Federal Reserve might retreat from its bond purchase programme earlier than expected.

BEA's broking operations staged a strong recovery in 2013 as activity in the local market picked up on better sentiment. Revenue grew strongly, particularly from stockbroking activity, on higher average daily turnover on the Stock Exchange. Renewed interest in initial public offerings also lifted interest income from staggings loans as well as margin loans. Meanwhile, BEA's newly launched bullion operation performed in line with expectations and enabled the Bank to successfully build a solid customer base during the year. Prudent measures to control costs coupled with decent revenue growth lifted pre-tax profit by more than 140%.

The outlook for 2014 is cautiously optimistic, although volatility is expected depending on the timing and degree of any tapering of the quantitative easing policy in the US. The Bank's broking operations will continue to capitalise on the marketing campaigns that it launched in 2013 to enlarge its customer base, and it will also focus on enhancing its product offering via different channels to increase market share.

## Business – Greater China ex-Hong Kong

### Mainland China Operations

In 2013, China's GDP growth rate and CPI stood at 7.7% and 2.6%, respectively, the same levels as in 2012.

The People's Bank of China maintained a prudent monetary policy throughout the year and actively promoted the allocation of financial resources to better support the real economy, especially lending to micro and small enterprises.

In January 2013, PBOC raised the capital requirements for commercial banks operating on the Mainland. PBOC also took further steps toward interest rate liberalisation, removing controls on lending interest rates in July 2013 and launching the Loan Prime Rate Centralised Quote and Publish Mechanism in October 2013. These measures had the effect of further narrowing the net interest margin ("NIM") of banks operating in Mainland China.

Despite these market and regulatory challenges, BEA China improved its NIM during the year by strictly implementing strategies aimed at optimising its asset/liability mix. Furthermore, BEA China posted a 12.7% rise in total loans during the year, taking the total outstanding to HK\$144.2 billion. Total deposits rose by 10.3% when compared with 2012, to HK\$211.8 billion. Net profit improved by 15.6%, to HK\$1,887.9 million.



Tung Shing Bullion (Brokers) Limited opened its Wanchai Branch in February 2013.

東盛金業(經紀)有限公司於2013年2月開設新灣仔分行，東亞銀行及東盛(經紀)集團的管理層均蒞臨熱烈祝賀。

## 行政總裁及高層管理人員報告書（續）

展望未來，本行將不斷努力爭取新業務及鞏固在行業計劃市場的領導地位，亦會透過向客戶推廣退休計劃，吸納特別自願性供款，從而增加強積金計劃的管理資產。

### 經紀業務

在多國央行持續推行量化寬鬆政策下，2013年全球主要股市縱使經歷波動，仍能大致維持升勢。然而，美國聯儲局可能較預期提早縮減債券購買計劃的消息，曾一度令市場於第二季度應聲下挫。

隨著投資氣氛轉好，本地市場交投重拾升軌，令本行經紀業務於2013年呈現強勁復甦。受惠於聯交所的日均成交量上升，股票經紀業務的收入增長尤其顯著。由於新股上市再次受到投資者追捧，新股貸款及孖展貸款的利息收入相繼增長。同時，新推出的貴金屬交易業務表現符合預期，令本行得以在年內建立穩固的客戶基礎。透過實施各種審慎的成本控制措施，加上可觀的收入增長，經紀業務的稅前盈利攀升超過140%。

儘管美國縮減量化寬鬆政策的時機及幅度預計會令市場波動，本行對2014年的前景仍然保持審慎樂觀。本行經紀業務將會延續2013年推廣活動所得的成效，擴大客戶基礎，亦會著力通過不同渠道提供產品，藉以增加市場佔有率。

## 大中華地區業務（香港除外）

### 中國內地業務

2013年，中國的國內生產總值增長及消費物價指數分別為7.7%及2.6%，與2012年持平。

年內，中國人民銀行繼續維持審慎的貨幣政策，並積極推動金融資源配置以支持實體經濟發展，特別對小微企業提供借貸支援。

2013年1月，人行提高內地商業銀行的資本要求。此外，人行進一步推進利率市場化，於2013年7月撤銷對貸款利率的限制及於同年10月推行貸款基礎利率集中報價和發布機制。這些措施均促使內地銀行的淨息差進一步收窄。

儘管面對各種市場及監管挑戰，東亞中國透過優化資產負債結構，於年內改善其淨息差。此外，東亞中國的總貸款額按年上升12.7%至港幣1,442億元。存款總額較2012年底上升10.3%至港幣2,118億元。淨利潤增加15.6%至港幣18.879億元。

BEA China opened its Shenzhen Qianhai Sub-branch in July 2013, becoming the first foreign bank on the Mainland to open a new outlet to serve clients in the Qianhai Shenzhen-Hong Kong Modern Service Industry Cooperation Zone.

東亞中國的深圳前海支行於2013年7月開業，成為首個全新籌建、為服務前海深港現代化服務業合作區客戶的內地外資銀行網點。





## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

Slowing growth, over-capacity, and excessive borrowing by some industries on the Mainland put pressure on the country's banking sector to control credit risk in 2013. Weathering these unfavourable conditions, BEA China's asset quality remained at an acceptable level. The impaired loan ratio rose to 0.49% at the end of 2013, compared with 0.27% at the end of 2012.

In early 2013, BEA China created a new team to promote supply chain financing business. This addition to BEA China's product range enabled it to expand its customer reach and command higher interest margins. BEA China will continue to promote supply chain financing in 2014, extending the coverage to more industries. At the same time, BEA China will further develop its offering, to provide integrated cross-border financial services for both trade and non-trade transactions so as to meet clients' growing needs in overseas acquisitions and business expansion.

BEA China also focused on enhancing the profitability of its retail banking business in 2013. By broadening its product range, expanding its retail customer base, and increasing the productivity of its frontline sales staff, BEA China recorded a rise of 53.0% in fee income from retail business in 2013 compared to the previous year.

The Outlet Repositioning Programme proceeded as planned during the year, driving higher profitability of the branch network. BEA China will continue to reallocate its branch resources and refine its services based on the location and customer profile of each outlet, in order to optimise the business potential of its branch network.

During the period under review, BEA China stepped up efforts to develop high-yield retail loans such as micro-financing loans, auto loans, and credit card instalment loans. As at the end of 2013, retail loans accounted for 22.6% of BEA China's total loan portfolio, up from 20.6% in 2012.

In May 2013, the State Administration of Foreign Exchange granted BEA China the right to conduct RMB and foreign currency swap business for clients, further broadening the range of treasury products offered. Efforts by BEA China to diversify its product range and strengthen its marketing programmes resulted in an increase in the number of corporate customers engaging in treasury transactions.

In June 2013, BEA China became one of the first locally-incorporated foreign banks to be granted a local fund distribution licence. This licence will enable BEA China to offer a greater range of wealth management products to its clients. BEA China also launched a number of new products and services during the year, including integrated circuit cards and Supreme Account services.

BEA China opened two new branches in 2013, in Jinan and Wuxi, and 11 new sub-branches including six "cross-location" sub-branches in Guangdong Province. As at 31st December, 2013, BEA China operated 27 branches and 98 sub-branches in major urban centres nationwide.

In addition to the BEA China network, BEA operates a representative office in Fuzhou, and a rural bank in Fuping County, Shaanxi Province. With 128 outlets in 42 cities, BEA and BEA China together operate one of the most extensive networks of any foreign bank on the Mainland.



In January, 2013, BEA China entered into strategic co-operation agreements with five Chinese enterprises to further expand its supply chain financing business.

2013年1月，東亞中國與內地五家企業簽訂策略合作協議，進一步拓展供應鏈企業融資業務。

## 行政總裁及高層管理人員報告書（續）

2013年，內地部分行業因增長放緩、產能過剩及過度借貸而為內地銀行業在信貸風險監控方面帶來壓力。在此等不利情況下，東亞中國的資產質素仍保持在可接受的水平。減值貸款比率較2012年底的0.27%上升至2013年底的0.49%。

2013年初，東亞中國成立了一支新團隊推廣其供應鏈融資業務。此新業務有助東亞中國拓展客源及取得更高息差。2014年，東亞中國將繼續推廣供應鏈融資業務至更多不同行業的客戶。與此同時，東亞中國將進一步開發產品，提供綜合跨境金融服務予貿易及非貿易交易，以滿足客戶海外收購及業務擴展的殷切需求。

另一方面，東亞中國亦致力提升零售銀行業務的盈利能力。通過增加產品種類、擴大零售客戶基礎及提升前線銷售人員的生產力，東亞中國2013年來自零售業務的服務費收入較去年上升53.0%。

網點業務重新定位計劃於年內順利進行，提升網點的整體盈利表現。為進一步加強各網點的業務能力，東亞中國將繼續按選址位置及客戶組合優化資源分配及調整服務。

回顧期內，東亞中國加大力度發展高息零售貸款，其中包括小微企業貸款、汽車貸款及信用卡分期貸款。於2013年底，零售貸款佔東亞中國貸款總額由2012年的20.6%上升至22.6%。

2013年5月，國家外匯管理局批准東亞中國代客辦理人民幣與外幣掉期業務，進一步擴闊其財資產品種類。東亞中國致力推行產品多元化及加強市場營銷力度，吸引更多企業客戶進行財資交易。

2013年6月，東亞中國成為首批獲得基金銷售資格的內地註冊外資銀行之一。這有助東亞中國為客戶提供更多元化的財富管理產品。年內，東亞中國亦推出多項新產品及服務，包括IC (integrated circuit) 卡及優慧理財賬戶服務。

東亞中國於2013年開設了濟南及無錫兩間新分行和11間新支行，當中包括位於廣東省的6間「異地」支行。於2013年12月31日，東亞中國在全國主要城市共設有27間分行及98間支行。

除了東亞中國的網絡外，本行亦在福州設有一間代表處，以及在陝西省富平縣設有一間村鎮銀行。本行及東亞中國在內地42個城市共設有128個網點，是內地外資銀行中擁有最強大網絡的銀行之一。

BEA China opened a new branch in Jinan, Shandong Province in May 2013.

2013年5月，東亞中國於山東省濟南市開設一間新分行。



## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

### Macau and Taiwan Operations

BEA operates a branch and 4 sub-branches in Macau. During the year under review, BEA Macau's retail deposits grew by 15.5%, year on year. In addition, BEA Macau successfully increased its penetration into the local enterprise market, thereby diversifying its customer portfolio.

BEA Macau registered a 122.7% rise in net profit for 2013, recording its strongest performance since the unit was established in 2001. The exceptional rise in profit was largely due to an increase in the sale of cross-border banking products, which allowed BEA Macau to command higher yields.

In Taiwan, BEA operates two branches, one each in Taipei and Kaohsiung, as well as an Offshore Banking Unit through which it provides a wide range of foreign currency services to offshore clients. In February 2013, Taiwan Branches' Domestic Banking Unit launched RMB services to serve the RMB financing needs of local companies in Taiwan. Going forward, the services will facilitate cross-strait business cooperation with BEA China. The Taiwan Branches also increased their participation in syndicated loans for non-Taiwanese corporations.

Healthy revenue coupled with strict cost control resulted in a 12.6 percentage point drop in the Taiwan Branches' cost-to-income ratio, from 49.4% in 2012 to 36.8% in 2013. Net profit for 2013 rose by 94.0%, which is the highest increase recorded since the establishment of BEA's operations in Taiwan in 1997.



In August 2013, BEA launched mobile banking in Macau.

2013年8月，東亞銀行在澳門推出流動電話理財服務。

### Business – International

BEA's international operations recorded another solid year in 2013.

Driven by growth in cross-border loans arranged in collaboration with BEA China and the extension of its syndicated loan business to all of Southeast Asia, BEA's Singapore Branch registered a strong 43% rise in loan assets during 2013.

Looking ahead, Singapore Branch will continue to leverage its strong presence in Southeast Asia and BEA's extensive network in China to capture new business opportunities arising from robust trade and investment flows between China and member states of the Association of Southeast Asian Nations ("ASEAN"). In addition, the Branch will step up efforts to provide financing to well-established SMEs in Singapore, and syndicated loans to top-tier ASEAN corporations.

The Bank's operations in the United Kingdom also registered strong growth in loan assets and profit in 2013. This was largely due to robust demand from investors in Hong Kong and other Asian markets for residential and commercial properties in the UK, particularly in prime London locations. In May 2013, the Bank opened its Manchester Branch to better serve customers in northwestern England. The Bank now has a strategic foothold in the 3 largest cities in the UK, namely London, Birmingham, and Manchester.

Against the backdrop of a recovering economy, BEA's operations in the US achieved healthy growth in loan assets and profit during the year, due in large part to ample liquidity and the low cost of funding in the market. BEA's US asset quality further improved as compared to the end of 2012.



## 行政總裁及高層管理人員報告書（續）

## 澳門及台灣業務

本行在澳門設有1間分行及4間支行。回顧年內，澳門分行的零售存款按年增加15.5%。此外，該分行成功增加澳門本地企業市場的滲透率，使其客戶組合更多元化。

2013年，澳門分行淨利潤錄得122.7%的升幅，刷新自2001年成立以來最佳業績紀錄。利潤的顯著上升主要由於澳門分行成功加強中澳聯動，並提供較高收益的跨境銀行服務。

台灣方面，本行在台北及高雄共設有兩間分行，並透過其國際金融業務分行為離岸客戶提供廣泛的外幣服務。2013年2月，台灣分行透過其外匯指定銀行牌照推出人民幣服務，以滿足台灣本地企業的人民幣融資需求。展望未來，這些服務將促進台灣分行與東亞中國在海峽兩岸業務的合作。此外，台灣分行亦積極參與非台灣企業的銀團貸款。

理想收益配合嚴格的成本控制，令台灣分行的成本對收入比率由2012年的49.4%下跌12.6個百分點，至2013年的36.8%。2013年淨利潤上升94.0%，錄得自本行1997年開展台灣業務以來最大增幅。



## 國際業務

本行國際業務於2013年再次錄得佳績。

受惠於與東亞中國共同安排跨境貸款，以及在整個東南亞擴展銀團貸款業務，本行新加坡分行於2013年錄得強勁的貸款資產增長，增幅達43%。

展望未來，新加坡分行將繼續充分利用其在東南亞市場的優勢及本行於中國的龐大網絡，把握中國與東南亞國家聯盟（「東盟」）成員國之間蓬勃貿易及投資活動所帶來的新業務機會。此外，該分行將加大力度為新加坡當地具規模的中小企業提供融資，同時積極參與東盟頂尖企業之銀團貸款。

因著香港及其他亞洲投資者對英國（特別是位於倫敦市黃金地段）的住宅及商業樓宇需求殷切，本行英國業務2013年亦在貸款資產及盈利錄得強勁增長。本行曼徹斯特分行於2013年5月開業，為英國西北部的客戶提供更完善的服務。現時本行在英國倫敦、伯明翰及曼徹斯特3大城市均設有策略性據點。

年內，主要受惠於市場流動資金充裕及融資成本較低，本行美國業務在當地經濟逐步復甦的形勢下，錄得穩健的貸款資產及盈利增長。該業務的資產質素較2012年底進一步改善。

Councillor Naeem ul Hassan, JP, The Lord Mayor of Manchester joined Dr. David K.P. Li and other representatives of the Bank in celebrating the opening of BEA's Manchester Branch in October 2013.

2013年10月，曼徹斯特市市長 Councillor Naeem ul Hassan 太平紳士和東亞銀行主席兼行政總裁李國寶博士及其他本行代表，一同慶祝東亞銀行曼徹斯特分行開幕。



BEA extended its reach to northwestern England with the opening of its Manchester Branch in October 2013. 本行曼徹斯特分行於2013年10月開業，將服務拓展至英國西北部。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

In an effort to strengthen its profile in the US wholesale banking market, BEA relocated its New York Branch from Manhattan's Chinatown to a more prominent and accessible location in Midtown in May 2013. Going forward, the Bank will continue its strategy to pursue wholesale and corporate banking business, and expand its corporate and syndicated lending portfolio in the US.

### Other Subsidiaries

#### Credit Gain Finance Company Limited

In the face of intense competition in Hong Kong's sub-prime loan market, Credit Gain Finance Company Limited nonetheless achieved double-digit year-on-year growth in its loan portfolio in 2013. The Company's success can largely be attributed to its flexible business strategies, diversified sales and marketing channels, and the quality of its customer service. Looking ahead, Credit Gain will continue to enhance the value of its services and build its brand in the local personal loan market. Looking beyond the mature Hong Kong market, the Company aims to capitalise on the great potential of the Mainland market by establishing a presence in major cities nationwide. Credit Gain took its first step in 2013 by opening two offices in Shenzhen and plans to extend its coverage to Chongqing in 2014.

#### Tricor Holdings Limited

For a fourth consecutive year, Tricor Holdings Limited reported record-high revenue, which totalled HK\$1,074 million. During the year, there was strong demand for Tricor's company secretarial and compliance services from corporate entities, particularly listed issuers. In addition, Tricor's investor services practice secured the share registration work of 45% of all newly listed companies in Hong Kong. However, an increase in staff and operating costs together with one-off expenses incurred in relocating the Hong Kong office put pressure on Tricor's profit margin during the year under review.

Tricor took the opportunity of the relocation of its Hong Kong offices to Hopewell Centre in September 2013 to upgrade office facilities and consolidate various operating units under one roof. The new office premises also provide Tricor Hong Kong with room for future expansion. During the year, Tricor acquired a 30% interest in International Outsourcing Inc., a reputable, well established professional services firm in Korea, to further enhance the Company's servicing capabilities in Asia. With the addition of the Korean office, Tricor now operates a network covering 29 cities in 16 economies throughout Asia and other parts of the world.



To capitalise on the great potential of the Mainland market, Credit Gain opened two offices in Shenzhen in 2013.

領達財務把握內地市場的龐大商機，於2013年在深圳設立兩間內地辦事處。



## 行政總裁及高層管理人員報告書（續）

為提升在美國批發銀行市場的知名度，本行紐約分行於2013年5月從曼克頓的唐人街搬遷至中城一個更顯要及交通便利的地點。展望未來，本行將繼續拓展其批發及企業銀行業務的策略，務求擴大在美國的企業及銀團貸款組合。

### 其他附屬公司

#### 領達財務有限公司

儘管香港次級貸款市場的競爭劇烈，但領達財務有限公司的貸款組合於2013年仍取得雙位數字的按年增長。該公司成績卓越，主要有賴於靈活的業務策略、多元化的銷售及市場推廣渠道，以及優質的客戶服務。展望未來，領達財務將會繼續提升服務價值，並於本地個人貸款市場建立品牌地位。在成熟的香港市場以外，該公司亦致力在內地主要城市設立據點，把握內地市場的龐大商機。領達財務於2013年邁出第一步，在深圳設立兩個辦事處，並計劃於2014年將業務網絡擴展至重慶。

#### 卓佳集團有限公司

卓佳集團有限公司的收入總額達港幣10.74億元，連續4年創新高。年內，企業機構（特別是上市發行人）對卓佳的公司秘書及合規服務需求殷切；同時，在投資者服務範疇，45%的香港新上市公司亦選用卓佳的股份過戶登記服務。然而，在回顧年度內，員工及營運成本增加，以及搬遷香港辦事處所產生的一次性開支，對卓佳的毛利造成壓力。

2013年9月，卓佳藉著搬遷香港辦事處到合和中心之際，提升辦公室設施及將各業務單位合併於同一商業大廈內。新辦事處亦為卓佳在日後的擴展提供空間。年內，卓佳收購韓國知名專業服務公司International Outsourcing Inc. 百分之三十權益，進一步提升其於亞洲的服務能力。連同該新增的韓國辦事處，卓佳的網絡擴展至涵蓋亞洲及全球其他地方16個經濟體共29個城市。



To enhance its servicing capabilities in Asia, Tricor acquired a 30% interest in International Outsourcing Inc. of Korea in September 2013.

卓佳收購韓國的International Outsourcing Inc. 百分之三十權益，進一步提升其於亞洲的服務能力。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

### BEA Union Investment Management Limited

BEA Union Investment Management Limited registered 8% growth in assets under management in 2013. This growth was mainly due to the Company's success in both the retail and institutional business.

Looking ahead to 2014, BEA Union Investment will explore distribution opportunities in China via the Hong Kong/China "mutual fund recognition" platform, which allows authorised Hong Kong and Mainland funds to be sold directly in both markets.

### Our People

As of 31st December, 2013, the BEA Group employed 12,698 people:

	As at 31st December, 2013	As at 31st December, 2012
Hong Kong	5,757	5,692
Greater China ex-Hong Kong	5,773	5,608
Overseas	1,168	1,141
<b>Total</b>	<b>12,698</b>	<b>12,441</b>

Competition for talent remained intense in Hong Kong's employment market throughout 2013. To attract and retain high calibre manpower, the Bank focused on providing attractive remuneration and benefits packages, as well as opportunities for career advancement and a healthy, positive working environment. The Bank offers 2 trainee programmes for new graduates, the Management Trainee Programme and the Retail Management Trainee Programme. To ensure quality operations support, BEA also established a new Operations Trainee Programme in 2013 to groom future leaders of the Bank's back-end operations.

In April 2013, the Bank launched a new Human Capital Management System, "myHR", to enhance efficiency in the workplace. myHR is an integrated platform that allows staff members to view and manage their personal information securely online. The Bank also continued to offer staff members a wide range of training courses to support their ongoing professional development. In addition to regular in-house programmes, the Bank collaborated with university professors and external training consultants to design and organise customised training courses during the year.



The Bank organised an experiential training course for its Management Trainees in April 2013.

東亞銀行於2013年4月為見習管理人員舉辦體驗式培訓。

Launched in April 2013, BEA's "myHR" allows staff members to view and manage their personal information securely online.

於2013年4月推出的「myHR」，讓員工在網上安全地查看及管理其個人資料。



## 行政總裁及高層管理人員報告書（續）

**東亞聯豐投資管理有限公司**

東亞聯豐投資管理有限公司的管理資產於2013年錄得8%增長，主要歸因於其在零售及機構業務取得的成果。

展望2014年，東亞聯豐投資將透過中港兩地基金相互認可平台（即容許認可的香港及內地基金於兩地直接銷售）探索在內地經營分銷業務的商機。

**人力資源**

東亞銀行集團於2013年12月31日的僱員人數為12,698人，分布如下：

	於2013年 12月31日	於2012年 12月31日
香港	5,757	5,692
大中華地區（香港除外）	5,773	5,608
海外	1,168	1,141
總計	12,698	12,441

2013年香港就業市場的人才競爭依然激烈。為了招攬及挽留優秀人才，本行著力為員工提供具吸引力的薪酬及福利、良好的事業發展機會，以及健康和積極的工作環境。本行亦為應屆畢業生提供兩項見習計劃——「見習管理人員計劃」及「零售業務見習管理人員計劃」。為確保提供優質的業務支援，本行亦於2013年新設立一項「見習營運人員計劃」，以培育後勤營運的未來領袖。

本行於2013年4月推出新的人力資源管理系統「myHR」，以提升工作效率。myHR是一個綜合平台，讓員工在網上安全地查看及管理其個人資料。本行亦不斷為員工提供各種培訓課程，支持持續的專業發展。年內，本行除定期開辦內部培訓課程外，更與大學院系教授及外部培訓顧問合作，設計及籌辦適切的培訓課程。



To ensure quality operations support, BEA established a new Operations Trainee Programme in 2013 to groom future leaders of the Bank's back-end operations.

為提供優質的營運支援，東亞銀行於2013年新設立一項「見習營運人員計劃」，以培育後勤營運的未來領袖。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

### Risk Management

The Group has established comprehensive risk management procedures in line with the requirements set out by the HKMA to identify, measure, monitor, control, and report on the various types of risk that the Group faces, including credit risk, interest rate risk, market risk, liquidity risk and operational risk, and, where appropriate, to allocate capital to cover those risks.

To further enhance the Group's risk management framework, and in line with the best practices encouraged by the HKMA, the Group established the Risk Committee in 2013. The Risk Committee comprises the Group's Chairman & Chief Executive, two Independent Non-executive Directors, and two Non-executive Directors. One of the major responsibilities of the Risk Committee is to manage risks associated with strategic issues of the Group. The Risk Committee is also responsible for the regular review of the Group's risk appetite statement before its submission to the Board of Directors for final review and approval. The related risk levels, where appropriate, are laid down in the risk management policies.

The risk management mechanisms are built around a centralised framework and include the Risk Committee, Crisis Management Committee, Risk Management Committee, specialised risk management committees – namely, Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee – and the Risk Management

Division. These mechanisms capture the different risk-related management activities on a Group basis, including the formulation of policies, risk assessment, setting up of procedures and control limits, and ongoing monitoring before the same are reported to the Board of Directors. The mechanisms ensure compliance with the Group's policies, and legal and regulatory requirements in Hong Kong, China, and overseas. They are supplemented by active management involvement, effective internal controls, and comprehensive audits.

### Certificates of Deposit and Debt Securities Issued and Loan Capital

In 2013, BEA issued floating rate certificates of deposit and debt securities with a face value of HK\$1,108 million and US\$563 million; fixed rate certificates of deposit and debt securities with a face value of HK\$2,555 million, US\$921 million, CNY7,702 million, GBP1,463 million, and SGD103 million; and zero coupon certificates of deposit and debt securities with a face value of HK\$7,203 million, US\$2,331 million, CNY910 million, GBP50 million, EUR32 million, CHF115 million, JPY5,000 million, and SGD27 million. The Group redeemed a quantity of certificates of deposit and debt securities amounting to HK\$60,735 million equivalent upon maturity.

At the end of December 2013, the face value of the outstanding certificates of deposit and debt securities issued was equivalent to HK\$47,713 million, with a carrying amount equivalent to HK\$47,657 million.



## 行政總裁及高層管理人員報告書（續）

**風險管理**

按照金管局發出的規定，本集團已建立一套完善的風險管理制度，以識別、衡量、監察、控制及匯報本集團所承受各類風險，當中涵蓋信貸風險、利率風險、市場風險、流動資金風險和營運風險，並於適當的情況下調配資本以抵禦該等風險。

為了進一步鞏固本集團的風險管理架構及遵循金管局倡導的最佳做法，本集團於2013年設立了風險委員會。風險委員會由本集團的主席兼行政總裁、兩名獨立非執行董事及兩名非執行董事組成。風險委員會的主要職責之一是管理與本集團策略事宜相關的風險。風險委員會亦負責定期檢討本集團的風險偏好報告書並將其呈交董事會作最後審批。在適當的情況下，本集團已將與此有關的風險水平詳列於風險管理政策內。

本集團的風險管理機制是建立在一個中央架構上，當中包括風險委員會、危機管理委員會、風險管理委員會、專責風險管理委員會包括信貸委員會、資產負債管理委員會及營運風險管理委員會，以及風險管理處。這些管理機制可在集團層面上處理各重要的風險

相關事項，包括制定政策、風險評估、設立程序和控制限額，以及持續監測遵守情況等，其後會向董事會匯報，確保風險相關事項已全面符合本集團政策，及於香港、中國和海外的相關法律和監管規定。管理層的積極參與、有效的內部監控和全面的稽核均能完善風險管理制度。

**已發行存款證、債務證券及借貸資本**

於2013年，東亞銀行發行了面值為港幣11.08億元及5.63億美元的浮息存款證及債務證券、面值為港幣25.55億元、9.21億美元、人民幣77.02億元、14.63億英鎊及1.03億新加坡元的定息存款證及債務證券，以及面值為港幣72.03億元、23.31億美元、人民幣9.10億元、5,000萬英鎊、3,200萬歐元、1.15億瑞士法郎、50億日圓及2,700萬新加坡元的零息存款證及債務證券。本集團於到期時贖回各類存款證及債務證券達等值港幣607.35億元。

於2013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477.13億元，賬面值則相等於港幣476.57億元。

## REPORT OF THE CHIEF EXECUTIVE AND SENIOR MANAGEMENT (CONTINUED)

**Maturity Profile of Certificates of Deposit and Debt Securities Issued**

As at 31st December, 2013

*(All expressed in millions of dollars)*

	Total Face Value	Year of Maturity			
		2014	2015	2016	2017
<b>Floating Rate</b>					
HKD	1,573	268	385	920	
USD	810	689	111	10	
<b>Fixed Rate (Note)</b>					
HKD	4,203	1,260	1,019	1,790	134
USD	625	605		20	
CNY	7,936	5,906	2,030		
GBP	223	223			
SGD	68	68			
<b>Zero Coupon</b>					
HKD	3,886	3,886			
USD	1,375	1,325	50		
CNY	1,025	770			255
EUR	32	32			
CHF	115	115			
SGD	27	27			
<b>Total Certificates of Deposit and Debt Securities issued in HKD equivalent</b>	<b>47,713</b>	<b>39,059</b>	<b>5,251</b>	<b>2,942</b>	<b>461</b>

*Note:*

*Associated interest rate swaps have been entered for managing interest rate risk along with long-term Certificates of Deposit and debt securities if deemed necessary*

At the end of December 2013, the face value of the outstanding loan capital issued was equivalent to HK\$13,433 million, with a carrying amount equivalent to HK\$13,632 million.

**Maturity Profile of Loan Capital**

As at 31st December, 2013

*(All expressed in millions of dollars)*

	Total Face Value	Year of Maturity	
		2020	2022
USD (Note 1)	1,100	600	500
SGD (Note 2)	800		800
<b>Total Loan Capital issued In HKD equivalent</b>	<b>13,433</b>	<b>4,652</b>	<b>8,781</b>

*Notes:*

- The US\$500 million loan capital that matures in 2022 will be callable on 4th May, 2017.*
- Callable on 13th September, 2017*

**David LI Kwok-po***Chairman & Chief Executive*

Hong Kong, 18th February, 2014

## 行政總裁及高層管理人員報告書（續）

## 已發行存款證及債務證券的年期

於2013年12月31日

(以百萬元位列示)

	總面值	到期年份			
		2014	2015	2016	2017
<b>浮息</b>					
港元	1,573	268	385	920	
美元	810	689	111	10	
<b>定息 (附註)</b>					
港元	4,203	1,260	1,019	1,790	134
美元	625	605		20	
人民幣	7,936	5,906	2,030		
英鎊	223	223			
新加坡元	68	68			
<b>零息</b>					
港元	3,886	3,886			
美元	1,375	1,325	50		
人民幣	1,025	770			255
歐元	32	32			
瑞士法郎	115	115			
新加坡元	27	27			
<b>所有已發行存款證及債務證券 (港元等值)</b>	<b>47,713</b>	<b>39,059</b>	<b>5,251</b>	<b>2,942</b>	<b>461</b>

附註：

已就管理長期存款證及債務證券附帶的利率風險進行認為必要的相關利率掉期

於2013年12月底，已發行的借貸資本面值相等於港幣134.33億元，賬面值則相等於港幣136.32億元。

## 借貸資本的年期

於2013年12月31日

(以百萬元位列示)

	總面值	到期年份	
		2020	2022
美元 (附註1)	1,100	600	500
新加坡元 (附註2)	800		800
<b>所有已發行借貸資本 (港元等值)</b>	<b>13,433</b>	<b>4,652</b>	<b>8,781</b>

附註：

1. 將於2022年到期的5億美元借貸資本於2017年5月4日可贖回
2. 於2017年9月13日可贖回

主席兼行政總裁

**李國寶**

香港，2014年2月18日

# BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT

## 董事及高層管理人員的個人資料

### DIRECTORS



#### Dr. the Hon. Sir David LI Kwok-po

*GBM, GBS, OBE, MA Cantab. (Economics & Law), Hon. LLD (Cantab), Hon. DSc. (Imperial), Hon. LLD (Warwick), Hon. DBA (Edinburgh Napier), Hon. D.Hum.Litt. (Trinity, USA), Hon. LLD (Hong Kong), Hon. DSocSc (Lingnan), Hon. DLitt (Macquarie), Hon. DSocSc (CUHK), FCA, FCPA, FCPA (Aust.), FCIB, FHKIB, FBCS, CITP, FCIArb, JP, Officier de l'Ordre de la Couronne, Grand Officer of the Order of the Star of Italian Solidarity, The Order of the Rising Sun, Gold Rays with Neck Ribbon, Commandeur dans l'Ordre National de la Légion d'Honneur*

*Chairman & Chief Executive, Chairman of the Nomination Committee and the Risk Committee*

Sir David, aged 74, joined the Bank in 1969. He was appointed a Director in 1977, Chief Executive in 1981, Deputy Chairman in 1995 and Chairman in 1997. Sir David is the Chairman or a Director of various members of the Bank Group, and he is also the Chairman or a Member of various committees appointed by the Board.

Sir David is a Member of the Council of the Treasury Markets Association. He is the Pro-Chancellor of the University of Hong Kong, an Advisory Committee Member of the Chinese University of Hong Kong S.H. Ho College, an Honorary Fellow of the School of Accountancy, Central University of Finance and Economics and a Companion of the Chartered Management Institute. He was a Member of the Legislative Council of Hong Kong from 1985 to 2012.

Sir David is the Chairman of The Chinese Banks' Association, Limited. He is the Honorary Chairman of The Chamber of Hong Kong Listed Companies. Sir David is Vice President of the Council of the Hong Kong Institute of Bankers, Chairman of the Saint Joseph's College Foundation Limited and a Member of the International Advisory Council of the Cambridge Commonwealth Trust and Cambridge Overseas Trust. He is also an Emeritus Trustee of the Cambridge Foundation and a Trustee Emeritus of the Institute for Advanced

### 董事

#### 李國寶爵士

*GBM, GBS, OBE, MA Cantab. (Economics & Law), Hon. LLD (Cantab), Hon. DSc. (Imperial), Hon. LLD (Warwick), Hon. DBA (Edinburgh Napier), Hon. D.Hum.Litt. (Trinity, USA), Hon. LLD (Hong Kong), Hon. DSocSc (Lingnan), Hon. DLitt (Macquarie), Hon. DSocSc (CUHK), FCA, FCPA, FCPA (Aust.), FCIB, FHKIB, FBCS, CITP, FCIArb, JP, Officier de l'Ordre de la Couronne, Grand Officer of the Order of the Star of Italian Solidarity, The Order of the Rising Sun, Gold Rays with Neck Ribbon, Commandeur dans l'Ordre National de la Légion d'Honneur*

*主席兼行政總裁、提名委員會及風險委員會主席*

李爵士，現年74歲，在1969年加入本行，1977年任董事，1981年任行政總裁，1995年任副主席，繼而於1997年獲委任為主席。李爵士亦出任本集團系內其他公司的主席或董事，以及多個由董事會委任的委員會之主席或委員。

李爵士是財資市場公會的議會成員。他是香港大學副校監、香港中文大學善衡學院諮議委員會成員、中央財經大學會計學院榮譽顧問及特許管理學會最高級別會員。他在1985年至2012年期間曾出任香港立法會議員。

李爵士是香港華商銀行公會有限公司主席。他是香港上市公司商會名譽會長。李爵士是香港銀行學會議會副會長、聖約瑟書院基金有限公司主席及Cambridge Commonwealth Trust和Cambridge Overseas Trust之國際諮議會成員。他亦為Cambridge Foundation之名譽信託人及位於普林斯頓的Institute for Advanced Study之名譽信託人。李爵士是救世軍港澳軍區顧問委員會主席、聖雅各福群會執行委員會主席及香港紅十字會顧問團成



## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)

Study in Princeton. Sir David is Chairman of the Advisory Board of The Salvation Army, Hong Kong and Macau Command, Chairman of the Executive Committee of St. James' Settlement and he also serves on the Hong Kong Red Cross Advisory Board. He is a Council Member of the Employers' Federation of Hong Kong, a Director of the David Li Kwok-po Charitable Foundation Limited, a Founder Member and an Executive Committee Member of the Heung Yee Kuk Foundation Limited, Chairman of The Légion d'Honneur Club Hong Kong Chapter Association Limited and Chairman of the Executive Committee of The Marco Polo Society Limited.

Sir David is a Director of CaixaBank, S.A.<sup>Note</sup> (listed in Spain), an Independent Non-executive Director of Guangdong Investment Limited, The Hong Kong and China Gas Company Limited, The Hongkong and Shanghai Hotels, Limited, PCCW Limited, San Miguel Brewery Hong Kong Limited, SCMP Group Limited and Vitasoy International Holdings Limited. He is also a Director of Hong Kong Interbank Clearing Limited and The Hong Kong Mortgage Corporation Limited. He was a Non-independent Non-executive Director of AFFIN Holdings Berhad (listed in Malaysia), an Independent Non-executive Director of China Overseas Land & Investment Limited and COSCO Pacific Limited.

Sir David is a Member of the Board of Trustees of the Asia Society International Council, a Member of the Asia Business Council, a Member of the Munich Re Greater China Advisory Board, and Chairman Emeritus of the Asian Youth Orchestra Board. He serves on the advisory boards of Federal Reserve Bank of New York's International Advisory Committee and Hospital for Special Surgery. Sir David is the Chairman of the INSEAD East Asia Council, the Non-executive Chairman for Edelman Asia-Pacific and a Senior Adviser of Metrobank.

Sir David is the brother of Professor Arthur LI Kwok-cheung, the nephew of Mr. Eric LI Fook-chuen, the cousin of Mr. Aubrey LI Kwok-sing and Mr. Stephen Charles LI Kwok-sze, and the father of Mr. Adrian David LI Man-kiu and Mr. Brian David LI Man-bun.

員。他亦為香港僱主聯合會諮議會成員、李國寶慈善基金有限公司董事、鄉議局基金有限公司創會會員和執行委員會成員、Légion d'Honneur Club香港分會主席及The Marco Polo Society Limited執行委員會主席。

李爵士是 CaixaBank, S.A.<sup>註</sup> (在西班牙上市) 之董事、粵海投資有限公司、香港中華煤氣有限公司、香港上海大酒店有限公司、電訊盈科有限公司、香港生力啤酒廠有限公司、南華早報集團有限公司及維他奶國際集團有限公司之獨立非執行董事。他亦為香港銀行同業結算有限公司及香港按揭證券有限公司之董事。他曾出任 AFFIN Holdings Berhad (在馬來西亞上市) 之非獨立非執行董事、中國海外發展有限公司及中遠太平洋有限公司之獨立非執行董事。

李爵士為 Asia Society International Council 信託委員會的委員、Asia Business Council 成員、Munich Re Greater China 諮議委員會成員及 Asian Youth Orchestra Board 名譽主席。他亦是其他諮議委員會成員，計有：紐約聯邦儲備銀行國際顧問委員會及 Hospital for Special Surgery。李爵士為法國 INSEAD 東亞區校董會主席、Edelman Asia-Pacific 的非執行主席以及 Metrobank 的資深顧問。

李爵士是李國章教授之胞兄、李福全先生之堂姪、李國星先生及李國仕先生之堂兄、李民橋先生及李民斌先生之父親。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料 (續)



### Professor Arthur LI Kwok-cheung

*GBS, MA, MD, M.B.B.Chir (Cantab), DSc (Hon), DLitt (Hon), Hon DSc (Med), LLD (Hon), Hon Doc (Soka), FRCS (Eng & Edin), FRACS, Hon FACS, Hon FRCS (Glasg & I), Hon FRSM, Hon FPCS, Hon FCSHK, Hon FRCP (Lond), JP*

*Deputy Chairman, Non-executive Director*

Professor Li, aged 68, was a Director of the Bank (1995-2002) and was re-appointed a Director in 2008 and was appointed a Deputy Chairman in 2009.

Professor Li is a Member of the Executive Council of the Hong Kong Special Administrative Region (he was also a Member during 2002 to June 2007). He is also a Member of the National Committee of the Chinese People's Political Consultative Conference.

Professor Li is an Independent Non-executive Director of Shangri-La Asia Limited and Nature Flooring Holding Company Limited (formerly known as China Flooring Holding Company Limited), a Non-Independent Non-executive Director of AFFIN Holdings Berhad (listed in Malaysia) and a Non-executive Director of BioDiem Ltd. (delisted from Australian Securities Exchange in November 2013). He was an Independent Non-executive Director of The Wharf (Holdings) Limited.

Professor Li was the Secretary for Education and Manpower of the Government of HKSAR (2002-June 2007). Before these appointments, he was the Vice Chancellor of the Chinese University of Hong Kong (1996-2002) and was the Chairman of Department of Surgery and the Dean of Faculty of Medicine of the Chinese University of Hong Kong.

Professor Li had held many important positions in various social service organisations, medical associations, and educational bodies, including the Education Commission, Committee on Science and Technology, the Hospital Authority, the Hong Kong Medical Council, the University Grants Committee, the College of Surgeons of Hong Kong, and the United Christian Medical Services Board. He was a Member of the Board of Directors of the Hong Kong Science and Technology Parks Corporation and the Hong Kong Applied Science and Technology Research Institute, and Vice President of the Association of University Presidents of China. He was a Hong Kong Affairs Adviser to China.

Professor Li is the brother of Dr. the Hon. Sir David LI Kwok-po, the nephew of Mr. Eric LI Fook-chuen, the cousin of Mr. Aubrey LI Kwok-sing and Mr. Stephen Charles LI Kwok-sze, and the uncle of Mr. Adrian David LI Man-kiu and Mr. Brian David LI Man-bun.

### 李國章教授

*GBS, MA, MD, M.B.B.Chir (Cantab), DSc (Hon), DLitt (Hon), Hon DSc (Med), LLD (Hon), Hon Doc (Soka), FRCS (Eng & Edin), FRACS, Hon FACS, Hon FRCS (Glasg & I), Hon FRSM, Hon FPCS, Hon FCSHK, Hon FRCP (Lond), JP*

*副主席、非執行董事*

李教授，現年68歲，曾任本行董事（1995-2002）及在2008年再獲委任為本行董事，並於2009年獲委任為副主席。

李教授是香港特別行政區行政會議成員（他在2002年至2007年6月亦曾出任此職）。他亦是中國人民政治協商會議全國委員會委員。

李教授現為香格里拉（亞洲）有限公司及大自然地板控股有限公司（前稱中國地板控股有限公司）之獨立非執行董事、AFFIN Holdings Berhad（在馬來西亞上市）之非獨立非執行董事及BioDiem Ltd.（已於2013年11月在澳洲證券交易所除牌）之非執行董事。他曾出任九龍倉集團有限公司之獨立非執行董事。

李教授曾任香港特別行政區教育及統籌局局長（2002年至2007年6月）。在此之前，他亦曾出任香港中文大學校長（1996-2002），以及香港中文大學醫學院外科學系主任和醫學院院長。

李教授曾於多個社會服務機構、醫務及教育組織擔任重要職位，其中包括教育統籌委員會、科技委員會、香港醫院管理局、香港醫務委員會、大學教育資助委員會、香港外科醫學院，以及基督教聯合醫院醫務協會董事會。他亦曾任香港科技園及香港應用科技研究有限公司董事、中國大學校長聯誼會副會長，以及港事顧問。

李教授是李國寶爵士之胞弟、李福全先生之堂姪、李國星先生及李國仕先生之堂兄、李民橋先生及李民斌先生之叔父。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Dr. Allan WONG Chi-yun

*GBS, MBE, BSc, MSEE, Hon. DTech, JP*  
*Deputy Chairman, Independent Non-executive Director, Chairman of the Remuneration Committee, Member of the Audit Committee and the Nomination Committee*

Dr. Wong, aged 63, was appointed a Director in 1995 and a Deputy Chairman in 2009. He is the Chairman and Group Chief Executive Officer of VTech Holdings Limited. Dr. Wong is an Independent Non-executive Director of China-Hongkong Photo Products Holdings Ltd. and Li & Fung Ltd.

Dr. Wong holds a Bachelor of Science degree in electrical engineering from the University of Hong Kong, a Master of Science degree in electrical and computer engineering from the University of Wisconsin and an honorary degree of Doctor of Technology from the Hong Kong Polytechnic University.

Dr. Wong is the nephew of Mr. WONG Chung-hin.

#### 黃子欣博士

*GBS, MBE, BSc, MSEE, Hon. DTech, JP*  
*副主席、獨立非執行董事、薪酬委員會主席、審核委員會及提名委員會委員*

黃博士，現年63歲，在1995年獲委任為本行董事，並於2009年獲委任為副主席。他是偉易達集團主席兼集團行政總裁。黃博士為中港照相器材集團有限公司及利豐有限公司之獨立非執行董事。

黃博士持有香港大學電機工程系理學士學位、美國麥迪遜威斯康辛大學電機及電腦工程科學碩士學位及香港理工大學頒授榮譽科技博士學位。

黃博士為黃頌顯先生之姪兒。



#### Mr. WONG Chung-hin

*CBE, JP*  
*Independent Non-executive Director and Member of the Audit Committee*

Mr. Wong, aged 80, is a solicitor. He was appointed a Director in 1977. Mr. Wong is the Consultant of P.C. Woo & Co. He is also an Independent Non-executive Director of Power Assets Holdings Limited and Hutchison Whampoa Limited.

Mr. Wong is the uncle of Dr. Allan WONG Chi-yun.

#### 黃頌顯先生

*CBE, JP*  
*獨立非執行董事及審核委員會委員*

黃先生，現年80歲，是律師。他在1977年獲委任為本行董事。黃先生為胡百全律師事務所顧問。他亦是電能實業有限公司及和記黃埔有限公司之獨立非執行董事。

黃先生是黃子欣博士之叔父。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Mr. Aubrey LI Kwok-sing

*ScB, MBA*

*Non-executive Director, Member of the Nomination Committee, the Remuneration Committee and the Risk Committee*

Mr. Li, aged 64, was appointed a Director in 1995. He is Chairman of MCL Partners Limited, a Hong Kong based financial advisory and investment firm. Mr. Li possesses extensive experience in the fields of investment banking, merchant banking and capital markets. He is also an Independent Non-executive Director of Cafe de Coral Holdings Limited, China Everbright International Limited, Kunlun Energy Company Limited, Kowloon Development Co. Ltd, Pokfulam Development Company Limited, Tai Ping Carpets International Limited and a Director of AFFIN Bank Berhad.

Mr. Li has an ScB in Civil Engineering from Brown University and a Master of Business Administration from Columbia University.

Mr. Li is the nephew of Mr. Eric LI Fook-chuen, the cousin of Dr. the Hon. Sir David LI Kwok-po, Professor Arthur LI Kwok-cheung and Mr. Stephen Charles LI Kwok-sze, and the uncle of Mr. Adrian David LI Man-kiu and Mr. Brian David LI Man-bun.

#### 李國星先生

*ScB, MBA*

*非執行董事、提名委員會、薪酬委員會及風險委員會委員*

李先生，現年 64 歲，在 1995 年獲委任為本行董事。他是偉業資本有限公司主席，一間以香港為基地的財務顧問及投資公司。李先生於投資銀行、商人銀行及資本市場界具廣泛經驗。他又為大家樂集團有限公司、中國光大國際有限公司、昆侖能源有限公司、九龍建業有限公司、博富臨置業有限公司、太平地氈國際有限公司之獨立非執行董事及 AFFIN Bank Berhad 之董事。

李先生持有布朗大學土木工程學士學位，及哥倫比亞大學工商管理碩士學位。

李先生是李福全先生之堂姪、李國寶爵士及李國章教授之堂弟、李國仕先生之堂兄、李民橋先生及李民斌先生之堂叔父。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Mr. Winston LO Yau-lai

*SBS, BSc, MSc*

*Independent Non-executive Director, Chairman of the Audit Committee, Member of the Nomination Committee, the Remuneration Committee and the Risk Committee*

Mr. Lo, aged 72, was appointed a Director in 2000. He is the Executive Chairman of Vitasoy International Holdings Limited.

Mr. Lo graduated from the University of Illinois with a Bachelor of Science degree in Food Science and gained his Master of Science degree in Food Science from Cornell University.

Mr. Lo is a Director of Ping Ping Investment Company Ltd.

Mr. Lo is a Life Member of the Cornell University Council.

#### 羅友禮先生

*SBS, BSc, MSc*

獨立非執行董事、審核委員會主席、提名委員會、薪酬委員會及風險委員會委員

羅先生，現年72歲，在2000年獲委任為本行董事。他是維他奶國際集團有限公司執行主席。

羅先生畢業於伊利諾大學，獲食物科學理學學士學位，並獲康乃爾大學頒授食物科學理學碩士學位。

羅先生為平平置業有限公司董事。

羅先生是康乃爾大學校董會終身會員。



#### Tan Sri Dr. KHOO Kay-peng

*PSM, DPMJ, KMN, JP, Hon. DLitt, Hon. LLD, Hon. Ph.D*  
*Independent Non-executive Director*

Tan Sri Dr. Khoo, aged 75, was appointed a Director in 2001. Dr. Khoo is the Chairman and Chief Executive of The MUI Group, a Malaysia-based corporation with diversified business operations in the Asia Pacific, the United States of America ("USA") and the United Kingdom ("UK"). He is the Chairman and Chief Executive of

#### 丹斯里邱繼炳博士

*PSM, DPMJ, KMN, JP, Hon. DLitt, Hon. LLD, Hon. Ph.D*

獨立非執行董事

丹斯里邱博士，現年75歲，在2001年獲委任為本行董事。邱博士為MUI集團的董事主席兼行政總裁。MUI集團是一間業務多元化以馬來西亞為基地的企業集團，業務遍及亞太區、美國及英國。他亦是馬來西亞上市公司Malayan United Industries Berhad及MUI Properties Berhad之董事主席兼行政總裁。邱博士亦是英國羅拉雅斯里公共上市公司(Laura Ashley，在倫敦上市)、英國Corus Hotels Limited及馬來西亞上市公司



## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料（續）

Malayan United Industries Berhad and MUI Properties Berhad (both listed in Malaysia). Dr. Khoo is also the Chairman of Laura Ashley Holdings plc (listed in London) and Corus Hotels Limited in UK and Pan Malaysian Industries Berhad (listed in Malaysia). He is also a Non-executive Director of SCMP Group Limited.

Dr. Khoo is a Trustee of Regent University, Virginia, USA, and a Board Member of Northwest University, Seattle, USA. He also serves as a Council Member of the Malaysian-British Business Council, the Malaysia-China Business Council and the Asia Business Council. Previously, Dr. Khoo had served as the Chairman of the Malaysia Tourist Development Corporation (a Government Agency), the Vice Chairman of Malayan Banking Berhad (Maybank) and a Trustee of the National Welfare Foundation, Malaysia.

Pan Malaysian Industries Berhad之董事會主席。他亦是南華早報集團有限公司之非執行董事。

邱博士是美國維吉尼亞里貞大學之信託人，以及美國西雅圖西北大學的董事，亦是馬英商務理事會、馬中商務理事會及Asia Business Council的委員。邱博士曾任馬來西亞旅遊發展機構（一間政府機構）之主席、馬來亞銀行（Maybank）之副董事主席及馬來西亞國家福利基金之信託人。



### Dr. Thomas KWOK Ping-kwong

*SBS, MSc (Bus Adm), BSc (Eng), Hon DBA, Hon DEng, FCPA (Aust.), JP Independent Non-executive Director, Member of the Nomination Committee and the Remuneration Committee*

Dr. Kwok, aged 62, was appointed a Director in 2001. Dr. Kwok is Chairman and Managing Director of Sun Hung Kai Properties Limited, Chairman of Route 3 (CPS) Company Limited and Joint Chairman of IFC Development Limited. He was a Non-executive Director of SUNeVision Holdings Ltd. Dr. Kwok holds a Master's degree in Business Administration from The London Business School, University of London and a Bachelor's degree in Civil Engineering from Imperial College, University of London. He also holds an Honorary Doctorate in Engineering from The Hong Kong Polytechnic University and an Honorary Doctorate in Business Administration from The Open University of Hong Kong. He is a Fellow of The Hong Kong Management Association and also a Fellow of The Australia Certified Public Accountants.

### 郭炳江博士

*SBS, MSc (Bus Adm), BSc (Eng), Hon DBA, Hon DEng, FCPA (Aust.), JP*

獨立非執行董事、提名委員會及薪酬委員會委員

郭博士，現年62歲，在2001年獲委任為本行董事。郭博士現為新鴻基地產發展有限公司主席兼董事總經理、三號幹線（郊野公園段）有限公司主席及IFC Development Limited聯席主席。他曾任新意網集團有限公司之非執行董事。郭博士持有英國倫敦大學倫敦商學院工商管理碩士學位及倫敦大學帝國學院土木工程系學士學位。他亦持有香港理工大學榮譽工程學博士學位及香港公開大學榮譽工商管理博士學位。他是香港管理專業協會會士及澳洲會計師公會資深會士。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)

Dr. Kwok is the Chairman of the Board of Directors of the Faculty of Business and Economics, The University of Hong Kong. He is also an Executive Vice President and a Member of the Executive Committee of The Real Estate Developers Association of Hong Kong. In July 2007, the Government of the Hong Kong Special Administrative Region awarded Dr. Kwok the Silver Bauhinia Star for his distinguished community service. He is an Honorary Citizen of Guangzhou and a Standing Committee Member of the Chinese People's Political Consultative Conference Shanghai Committee.

In the past, Dr. Kwok served as a government appointed Member of the Commission on Strategic Development, a Member of the Exchange Fund Advisory Committee, the Construction Industry Council, the Council for Sustainable Development, Business Facilitation Advisory Committee and as a Non-official Member of the Provisional Minimum Wage Commission. He also previously served as a Board Member of the Community Chest of Hong Kong and as a Council Member of the Hong Kong Construction Association.

郭博士是香港大學經濟及工商管理學院理事會主席，亦是香港地產建設商會第一副會長及其執行委員會成員。郭博士於2007年7月獲香港特別行政區政府頒授銀紫荊星章，以表揚其對社會作出之傑出貢獻。郭博士為廣州市榮譽市民及中華人民共和國全國政協上海市委員會的常務委員。

郭博士曾獲政府委任為策略發展委員會委員、亦是外匯基金諮詢委員會委員、建造業議會成員、可持續發展委員會、方便營商諮詢委員會之委員及臨時最低工資委員會非官方成員。他亦曾出任香港公益金董事及香港建造商會幹事。



**Mr. Richard LI Tzar-kai**

*Non-executive Director*

Mr. Li, aged 47, was appointed a Director in 2001. Mr. Li is an Executive Director and the Chairman of PCCW Limited, one of Asia's leading companies in Information and Communications Technologies (ICT). He is also the Executive Chairman and an Executive Director of HKT Limited and HKT Management Limited, the trustee-manager of the HKT Trust. He is also the Chairman and Chief Executive of the Pacific Century Group, an Executive Director and the Chairman of Pacific Century Premium Developments Limited, the Chairman and an Executive Director of Singapore-based Pacific Century Regional Developments Limited (listed in Singapore). Mr. Li is a representative of Hong Kong, China to the APEC Business Advisory Council, a Member of the Center for Strategic and International Studies' International Councillors' Group in Washington, D.C., and a Member of the Global Information Infrastructure Commission. Mr. Li was awarded the Lifetime Achievement Award by the Cable & Satellite Broadcasting Association of Asia in November 2011.

### 李澤楷先生

*非執行董事*

李先生，現年47歲，在2001年獲委任為本行董事。李先生現為電訊盈科有限公司執行董事兼主席（該公司為亞洲領先的資訊及通訊科技公司之一）、香港電訊有限公司及香港電訊管理有限公司（作為香港電訊信託的託管人——經理）執行主席兼執行董事、盈科拓展集團主席兼行政總裁、盈科大衍地產發展有限公司執行董事兼主席、新加坡上市公司盈科亞洲拓展有限公司主席兼執行董事。李先生也是亞太區經濟合作組織商貿諮詢理事會中國香港的代表、美國華盛頓策略及國際研究中心國際委員會的成員，以及環球資訊基建委員會的成員。李先生於2011年11月獲亞洲有線與衛星電視廣播協會頒發終身成就獎。



## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料 (續)

**Mr. Kenneth LO Chin-ming***MA, BA**Independent Non-Executive Director, Member of the Audit Committee and the Nomination Committee*

Mr. Lo, aged 71, was appointed a Director in 2005. Mr. Lo is the Chairman and Chief Executive Officer of the Industrial Bank of Taiwan and the Chairman of EverTrust Bank (USA) and the Honorary Chairman of the Chailease Group. He is also a Director of Boston Life Science Venture Corp. and Taiwan Cement Corp (listed in Taiwan). He has been with the banking and finance industry for over 40 years and had abundant experience in securities, trust, leasing, commercial banking, investment banking and venture capital. He was the President of Chinatrust Commercial Bank, the Chairman of IBT Venture Co., the Vice Chairman of China Trust Bank (USA), the Managing Director of International Bank of Taipei and a Director of Hua Nan Commercial Bank.

In addition to his highly recognized professional accomplishments, Mr. Lo is also active in public service. He is the Chairman of the Chinese National Association of Industry and Commerce, Taiwan, the Managing Director of the Bankers Association of the Republic of China, a Member of Asian Executive Board of the Sloan School of Management at the Massachusetts Institute of Technology, and a Member of the National Palace Museum Advisory Committee and Taipei Fine Arts Museum Advisory Board. He was the President of Asian Leasing Association, and the Supervisor of the Bankers Association of the Republic of China.

Mr. Lo holds a B.A. in Economics from National Taiwan University and an M.A. in Finance from the University of Alabama.

**駱錦明先生***MA, BA**獨立非執行董事、審核委員會及提名委員會委員*

駱先生，現年 71 歲，在 2005 年獲委任為本行董事。他現為台灣工業銀行及美國華信銀行董事長和中租企業集團榮譽董事長，並擔任波士頓生物科技創投公司和台灣上市公司台灣水泥公司的董事。他在金融業的資歷超過 40 年以上，在證券、信託金融、租賃、商業銀行、投資銀行及創業投資領域具備豐富之經驗。駱先生曾任中國信託商業銀行總經理、台灣工銀創投公司的董事長、美國中信銀行副董事長、台北國際商業銀行常務董事和華南商業銀行董事，為深受業界敬重之資深金融家。

駱先生除專業素養備受推崇，亦十分熱心公益服務，目前擔任中華民國工商協進會理事長、中華民國銀行公會常務理事、美國麻省理工學院史隆管理學院亞洲區執行委員會委員、國立故宮博物院指導委員及台北市立美術館諮詢委員。曾任亞洲租賃協會會長及中華民國銀行公會監事。

駱先生為台灣大學經濟學士、美國阿拉巴馬州立大學商學碩士。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Mr. Eric LI Fook-chuen

*BscEE, MscEE, MBA, FIM*

*Non-Executive Director, Deputy Chairman of the Nomination Committee, Member of the Remuneration Committee and the Risk Committee*

Mr. Li, aged 84, was appointed a Director in 2006. Mr. Li is a Non-executive Director of BEA Life Limited and Blue Cross (Asia-Pacific) Insurance Limited, both are wholly-owned subsidiaries of the Bank. Mr. Li is currently the Chairman and Chief Executive Officer of the Kowloon Dairy Limited. He is an Independent Non-executive Director of Joyce Boutique Holdings Limited.

Mr. Li holds a Bachelor of Science Degree in Electrical Engineering from the University of Arkansas, U.S.A., a Master of Science Degree in Electrical Engineering from the University of Michigan, U.S.A., and a Master Degree in Business Administration from the University of California, U.S.A. He is also a Fellow of the Chartered Management Institute.

Mr. Li is the uncle of Dr. the Hon. Sir David LI Kwok-po, Professor Arthur LI Kwok-cheung, Mr. Aubrey LI Kwok-sing and Mr. Stephen Charles LI Kwok-sze, and the granduncle of Mr. Adrian David LI Man-kiu and Mr. Brian David LI Man-bun.

#### 李福全先生

*BscEE, MscEE, MBA, FIM*

非執行董事、提名委員會副主席、薪酬委員會及風險委員會委員

李先生，現年84歲，在2006年獲委任為本行董事。李先生亦是本行全資附屬公司——東亞人壽保險有限公司及藍十字（亞太）保險有限公司非執行董事。他現為九龍維記牛奶有限公司主席兼行政總裁。他是Joyce Boutique Holdings Limited的獨立非執行董事。

李先生持有美國阿肯色大學電機工程理學士學位、美國密歇根大學電機工程理碩士學位及美國加州大學工商管理碩士學位。他亦是特許管理學會的資深會員。

李先生是李國寶爵士、李國章教授、李國星先生及李國仕先生之堂叔父、李民橋先生及李民斌先生之堂叔公。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料 (續)

**Mr. Stephen Charles LI Kwok-sze**

*BSc (Hons.), ACA*  
Non-executive Director

Mr. Li, aged 54, was appointed a Director in 2006. He is a Member of the Institute of Chartered Accountants in England and Wales. Mr. Li holds a Bachelor of Science (Hons.) Degree in Mathematics from King's College, University of London, U.K. He is a Director of hedge funds based in the UK and the EU. He is also a Director of AFFIN Investment Bank Berhad. He has extensive experience in investment banking, having held senior capital markets positions with international investment banks in London and Hong Kong.

Mr. Li is the nephew of Mr. Eric LI Fook-chuen, the cousin of Dr. the Hon. Sir David LI Kwok-po, Professor Arthur LI Kwok-cheung and Mr. Aubrey LI Kwok-sing, and the uncle of Mr. Adrian David LI Man-kiu and Mr. Brian David LI Man-bun.

**李國仕先生**

*BSc (Hons.), ACA*  
非執行董事

李先生，現年54歲，在2006年獲委任為本行董事。他是英國及威爾斯特許會計師公會會員。李先生持有英國倫敦大學 King's College 數學（榮譽）理學士學位。他出任以英國和歐盟為基地的對沖基金的董事。李先生亦為 AFFIN Investment Bank Berhad 之董事。他在投資銀行方面擁有豐富經驗，並曾出任倫敦及香港國際投資銀行資本市場要職。

李先生是李福全先生之堂姪、李國寶爵士、李國章教授及李國星先生之堂弟、李民橋先生及李民斌先生之堂叔父。

**Mr. William DOO Wai-hoi**

*BSc, MSc, G.G., Chevalier de la Légion d'Honneur, JP*  
Independent Non-executive Director and Member of the Audit Committee

Mr. Doo, aged 69, was appointed a Director in 2008. He is currently the Vice-chairman and Non-executive Director of New World Development Company Limited. He is an Executive Director

**杜惠愷先生**

*BSc, MSc, G.G., Chevalier de la Légion d'Honneur, JP*  
獨立非執行董事及審核委員會委員

杜先生，現年69歲，在2008年獲委任為本行董事。他現為新世界發展有限公司副主席兼非執行董事，他亦為利福國際集團有限公司執行董事、上海實業城市開發集團有限公司獨立非執行董事及豐盛創建企業有限公司主席。他曾出任新世界中國地產有限公司及新創建集團有限公司副主席。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)

of Lifestyle International Holdings Limited, an Independent Non-executive Director of Shanghai Industrial Urban Development Group Limited and the Chairman of Fung Seng Enterprises Limited. He was the Vice-chairman of New World China Land Limited and the Deputy Chairman of NWS Holdings Limited.

Mr. Doo is a Member of the National Committee of the Twelfth Chinese People's Political Consultative Conference. He is a Governor of the Canadian Chamber of Commerce in Hong Kong and the Honorary Consul General of the Kingdom of Morocco in Hong Kong and Macau.

Mr. Doo holds a Degree of Bachelor of Science from the University of Toronto, Canada and a Master Degree in Science from the University of California, U.S.A. He also holds a Diploma of Graduate Gemologist from the Gemologist Institute of America.

杜先生現為中國人民政治協商會議第十二屆全國委員會委員。他現為香港加拿大商會總監，並獲摩洛哥王國委任為香港及澳門名譽領事。

杜先生持有加拿大多倫多大學理學士學位及美國加州大學理學碩士學位，以及Gemologist Institute of America 寶石學研究生文憑。



#### Mr. KUOK Khoon-ean

*Independent Non-executive Director and Member of the Nomination Committee*

Mr. Kuok, aged 58, was appointed a Director in 2008. He is the Chairman of Kuok (Singapore) Limited, a Director of Kerry Group Limited and Managing Director of Kerry Holdings Limited. Mr. Kuok is also a Non-executive Director of Shangri-La Asia Limited; a Non-executive Director of Wilmar International Limited (listed in Singapore); a Non-executive Director (Independent) of IHH Healthcare Berhad (listed in Malaysia and Singapore) and a Director of Shangri-La Hotel Public Company Limited (listed in Thailand).

Mr. Kuok was Chairman and Executive Director of SCMP Group Limited from January 1998 until January 2013. He also served on the Board of The Post Publishing Public Company Limited from April 1999 to January 2013.

Mr. Kuok is a graduate in Economics from the Nottingham University, U.K.

#### 郭孔演先生

*獨立非執行董事及提名委員會委員*

郭先生，現年 58 歲，在 2008 年獲委任為本行董事。他現為 Kuok (Singapore) Limited 的主席、Kerry Group Limited 的董事及 Kerry Holdings Limited 的董事總經理。郭先生亦為香格里拉（亞洲）有限公司的非執行董事、豐益國際有限公司 (Wilmar International Limited, 在新加坡上市) 的非執行董事、IHH Healthcare Berhad (在馬來西亞及新加坡上市) 的非執行董事 (獨立) 以及 Shangri-La Hotel Public Company Limited (在泰國上市) 的董事。

郭先生曾於 1998 年 1 月至 2013 年 1 月期間出任南華早報集團有限公司的主席兼執行董事。他亦曾於 1999 年 4 月至 2013 年 1 月期間出任 The Post Publishing Public Company Limited 的董事。

郭先生畢業於英國 Nottingham University 經濟系。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Mr. Valiant CHEUNG Kin-piu

*FCPA, FCA*

*Independent Non-executive Director, Member of the Audit Committee and the Risk Committee*

Mr. Cheung, aged 68, was appointed a Director in 2008. He was a Partner at KPMG, a leading international accounting firm in Hong Kong, until his retirement in 2001. He has extensive experience in assurance and corporate finance work, particularly in trading and manufacturing corporations in Hong Kong and the PRC. Mr. Cheung is a Fellow Member of the Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants.

Mr. Cheung is an Independent Non-executive Director of Vitasoy International Holdings Limited, Pacific Century Premium Developments Limited and Dah Chong Hong Holdings Limited.

Mr. Cheung is currently an Independent Non-executive Director, the Chairman of the Audit Committee and the Chairman of the Connected Transactions Control Committee of The Bank of East Asia (China) Limited, a wholly-owned subsidiary of the Bank.

#### 張建標先生

*FCPA, FCA*

*獨立非執行董事、審核委員會及風險委員會委員*

張先生，68歲，在2008年獲委任為本行董事。他於2001年退休前，為香港著名國際會計師事務所畢馬威會計師事務所之合夥人。張先生在審計及企業財務工作方面具備豐富經驗，尤其擅長處理香港及中國內地的貿易及生產公司的事項。張先生是英格蘭及威爾斯特許會計師公會及香港會計師公會的資深會員。

張先生現任維他奶國際集團有限公司、盈科大衍地產發展有限公司及大昌行集團有限公司之獨立非執行董事。

張先生現為本行全資附屬公司 — 東亞銀行(中國)有限公司之獨立非執行董事、審核委員會及關聯交易控制委員會主席。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Dr. Isidro FAINÉ CASAS

*Non-executive Director and Member of the Nomination Committee*

Dr. Fainé, aged 71, was appointed a Director in 2009. Dr. Fainé is the Chairman of the following companies:

- (i) CaixaBank, S.A.<sup>Note</sup>, is an integrated financial group and listed on the Spanish Stock Exchange – with a banking business, insurance activity and investments in international banks - the leader in retail banking in Spain
- (ii) Caja de Ahorros y Pensiones de Barcelona “la Caixa”<sup>Note</sup>, the first Spanish and European savings bank and controlling shareholder of CaixaBank, S.A.
- (iii) “la Caixa” Foundation
- (iv) Criteria CaixaHolding, is a non-listed investment company that brings together the industrial investments and property assets of “la Caixa”

Dr. Fainé currently holds chairmanships and directorships in other listed companies, where “la Caixa Group” has an interest, as follows:

- (i) First Vice Chairman of Abertis Infraestructuras, S.A. (infrastructure manager, listed in Spain)
- (ii) First Vice Chairman of Telefónica, S.A. (integrated operator in the telecommunication sector, listed in Spain)
- (iii) First Vice Chairman of Repsol, S.A. (oil company, listed in Spain)
- (iv) Board Member of Banco BPI, S.A. (financial and multi-specialist group focusing on the banking business, listed in Portugal)

#### 范禮賢博士

*非執行董事及提名委員會委員*

范博士，71歲，在2009年獲委任為本行董事。范博士現時為以下公司的主席：

- (i) CaixaBank, S.A.<sup>註</sup>，為一家綜合金融集團並在西班牙證券交易所上市 — 從事銀行業務、保險活動和國際銀行投資 — 在西班牙的零售銀行業中具領導地位
- (ii) 西班牙巴塞羅那儲蓄銀行<sup>註</sup> (Caja de Ahorros y Pensiones de Barcelona “la Caixa”)，為西班牙及歐洲首家儲蓄銀行，並且是 CaixaBank, S.A. 的控股股東
- (iii) “la Caixa” 基金
- (iv) Criteria CaixaHolding，為一家集合 “la Caixa” 的實業投資及物業資產的非上市投資公司

范博士目前還在其他上市公司 (“la Caixa 集團” 擁有該等公司的權益) 擔任主席及董事職務，詳情如下：

- (i) Abertis Infraestructuras, S.A. 第一副主席，該公司在西班牙上市，專營基建項目管理
- (ii) Telefónica, S.A. 第一副主席，該公司在西班牙上市，為電訊業之一家綜合經營公司
- (iii) Repsol, S.A. 第一副主席，該公司在西班牙上市，為一家石油公司
- (iv) Banco BPI, S.A. 董事，該公司在葡萄牙上市，為主要從事銀行業務之金融及多元化專項集團



## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料（續）

Dr. Fainé is Second Vice Chairman of Sociedad General de Aguas de Barcelona, S.A. He was a Director of Grupo Financiero Inbursa, S.A.B. de C.V. (financial and banking group, listed in Mexico) until 2011.

Dr. Fainé is a Member of the Royal Academy of Economics and Finance and of the Royal Academy of Doctorate Holders, Chairman of the Spanish Confederation of Savings Banks (CECA), First Vice Chairman of the European Savings Bank Group (ESBG) and Chairman of the Association of Catalan Savings Banks. He is also Chairman of the Spanish Confederation of Directors and Executives (CEDE) and the Spanish Chapter of the Club of Rome. He is Founder and Chairman of the Círculo Financiero. He is also Vice Chairman of the World Savings Banks Institute (WSBI). In February 2011 he was appointed as a Member of the Executive Committee of the Business Council for Competitiveness (CEC). In December 2011, Dr. Fainé was appointed Vice Chairman of Institut de Prospective Économique du Monde Méditerranéen (IPEMED). He is also Merited Member of the Association of Economists of Catalonia. In 2012 he was awarded "Business Leader of the Year" by the U.S. Chamber of Commerce and was appointed Doctor Honoris Causa by the San Ignacio de Loyola University (Perú).

Dr. Fainé began his professional banking career as Investment Manager for Banco Atlántico in 1964, later becoming General Manager of Banco de Asunción in Paraguay in 1969. On his return to Barcelona, he held various managerial posts in financial entities: Human Resources Director at Banca Riva y García (1973), CEO of Banca Jover (1974) and CEO of Banco Unión (1978).

Dr. Fainé joined "la Caixa" and was appointed Deputy Executive General Manager in 1982. He was appointed CEO in 1999 and was further appointed Chairman of "la Caixa" in 2007.

Among other academic and professional qualifications, Dr. Fainé holds a PhD in Economics, an International Senior Managers Program in Business Administration from Harvard University, and a Diploma in Executive Management from the IESE Business School.

范博士是 Sociedad General de Aguas de Barcelona, S.A. 第二副主席。他曾在 Grupo Financiero Inbursa, S.A.B. de C.V. 擔任董事直至2011年，該公司在墨西哥上市，為一家金融及銀行集團。

范博士是皇家經濟及金融學院 (Royal Academy of Economics and Finance) 及皇家博士學位持有人學院 (Royal Academy of Doctorate Holders) 的成員、西班牙儲蓄銀行聯盟 (CECA) 主席、歐洲儲蓄銀行集團 (ESBG) 第一副主席、加泰羅尼亞儲蓄銀行協會主席、西班牙董事及行政人員聯合會 (CEDE) 主席、羅馬俱樂部西班牙分會主席、Círculo Financiero 的創立人及主席以及世界儲蓄銀行協會 (WSBI) 副主席。於2011年2月獲委任為競爭力商業委員會 (CEC) 執行委員會委員。於2011年12月，范博士獲委任為 Institut de Prospective Économique du Monde Méditerranéen (IPEMED) 副主席，他亦是加泰羅尼亞經濟學家協會 (Association of Economists of Catalonia) 的優秀會員。於2012年，他榮獲美國商會頒發“年度最佳商業領袖獎”，並獲頒授 San Ignacio de Loyola 大學 (秘魯) 榮譽博士。

范博士早於1964年開始其專業銀行事業，在 Banco Atlántico 擔任投資經理，其後於1969年在巴拉圭 Banco de Asunción 擔任總經理。在返回巴塞羅那後，他曾在多家金融機構擔任管理職務：於1973年在 Banca Riva y García 擔任人力資源董事，於1974年在 Banca Jover 擔任行政總裁，以及於1978年在 Banco Unión 擔任行政總裁。

范博士於1982年加入西班牙巴塞羅那儲蓄銀行，並獲委任為副執行總經理。於1999年，他獲委任該公司行政總裁一職，並且於2007年進一步獲委任為主席。

除其他學術及專業資格外，范博士持有經濟學博士學位、哈佛大學頒發的國際高級經理項目 (工商管理) 資格以及 IESE 商學院頒發的行政管理文憑。



## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



**Mr. Peter LEE Ka-kit**

JP

Non-executive Director

Mr. Lee, aged 50, was appointed a Director in May 2013. Mr. Lee is a Member of the Standing Committee of the 12th National Committee of the Chinese People's Political Consultative Conference. He is the Vice Chairman of Henderson Land Development Company Limited and Henderson Investment Limited, both of which are listed public companies, as well as Henderson Development Limited. He is also a Non-executive Director of The Hong Kong and China Gas Company Limited. He was a Non-executive Director of Intime Department Store (Group) Company Limited (now known as Intime Retail (Group) Company Limited).

Mr. Lee has been appointed as a Justice of the Peace by the Government of the Hong Kong Special Administrative Region and awarded an Honorary University Fellowship by The University of Hong Kong since 2009. He was educated in the United Kingdom.

### 李家傑先生

JP

非執行董事

李先生，50歲，於2013年5月獲委任為董事。李先生為中國人民政治協商會議第十二屆全國委員會常務委員。他為恒基兆業地產有限公司及恒基兆業發展有限公司之副主席，而該兩間公司均為上市公司，他亦為恒基兆業有限公司之副主席。他亦是香港中華煤氣有限公司之非執行董事。他曾任銀泰百貨(集團)有限公司(現稱為銀泰商業(集團)有限公司)之非執行董事。

李先生自2009年獲香港特別行政區政府委任為太平紳士及香港大學頒授名譽大學院士銜。他曾在英國接受教育。

<sup>Note</sup> "la Caixa" is the controlling shareholder of CaixaBank, S.A. Each of "la Caixa" and CaixaBank, S.A. is a substantial shareholder of the Bank as defined under the Listing Rules and within the meaning of Part XV of the SFO, the details of which are disclosed in the "Interest of Substantial Shareholders and Other Persons" section of the Report of the Directors. Dr. the Hon. Sir David LI Kwok-po is a director of CaixaBank, S.A. and Dr. Isidro FAINÉ CASAS is the Chairman of CaixaBank, S.A. and "la Caixa". Dr. Fainé owns 0.013% interest in CaixaBank, S.A. while he is not aware of any of his associates owning any interest in CaixaBank, S.A. or any of its subsidiaries.

<sup>註</sup> 西班牙巴塞羅那儲蓄銀行為 CaixaBank, S.A. 的控股股東。根據《上市規則》及《證券及期貨條例》第XV部之定義，西班牙巴塞羅那儲蓄銀行及 CaixaBank, S.A. 均為本行的主要股東，詳情在董事會報告書內主要股東及其他人士的權益項下披露。李國寶爵士為 CaixaBank, S.A. 的董事，而范禮賢博士則是 CaixaBank, S.A. 及西班牙巴塞羅那儲蓄銀行的主席。范博士擁有 CaixaBank, S.A. 0.013% 的權益，他並不知悉其任何聯繫人士擁有 CaixaBank, S.A. 或其任何附屬公司的任何權益。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料 (續)

## SENIOR MANAGEMENT

**Mr. Adrian David LI Man-kiu**

*MA (Cantab), MBA, LPC, JP*  
Deputy Chief Executive

Mr. Li, aged 40, joined the Bank in 2000 as General Manager & Head of Corporate Banking Division. In April 2009, he was promoted to Deputy Chief Executive for Hong Kong Business, and in his current capacity he is responsible for the overall management of the Bank's business activities in Hong Kong, including corporate banking, personal banking, wealth management, and insurance and retirement benefits. He is also a Director of various members of the Bank Group and a Member of various committees appointed by the Board.

Mr. Li is currently an Independent Non-executive Director of Sino Land Company Limited, Tsim Sha Tsui Properties Limited, Sino Hotels (Holdings) Limited, China State Construction International Holdings Limited, COSCO Pacific Limited and Shanghai Fosun Pharmaceutical (Group) Co., Ltd (which is dual listed in Hong Kong and Shanghai), and a Non-executive Director of The Berkeley Group Holdings plc (listed in London). He is an Alternate Independent Non-executive Director of San Miguel Brewery Hong Kong Limited, and an Alternate Director of AFFIN Holdings Berhad (listed in Malaysia). He also serves as a Member of the International Advisory Board of Abertis Infraestructuras, S.A. (listed in Spain).

Mr. Li is a Member of the Guangdong Provincial Committee of the Chinese People's Political Consultative Conference, a Member of the All-China Youth Federation, Deputy Chairman of the Beijing Youth Federation and a Counsellor of the Hong Kong United Youth Association. He is a Board Member of The Community Chest of Hong Kong, a Member of the HKSAR Government-mandated Banking Industry Training Advisory Committee, and a Member of the MPF Industry Schemes Committee of the MPFA. Mr. Li is an Advisory Committee Member of the Hong Kong Baptist University's School of Business, a Vice President of The Hong Kong Institute of Bankers' Council and a Steering Committee Member of the Asian Financial Forum. He also serves as a Member of the Election Committees responsible for electing the Chief Executive of the HKSAR and deputies of the HKSAR to the 12th National People's Congress.

## 高層管理人員

**李民橋先生**

*MA (Cantab), MBA, LPC, JP*  
副行政總裁

李先生，現年40歲，在2000年加入本行為總經理兼企業銀行主管。其後於2009年4月獲擢升為副行政總裁。李先生主要負責本行的香港業務，當中包括企業銀行、個人銀行、財富管理、保險及退休福利等業務。他同時亦出任本集團系內多間公司之董事及多個由董事會委任之委員會委員。

李先生現任信和置業有限公司、尖沙咀置業集團有限公司、信和酒店(集團)有限公司、中國建築國際集團有限公司、中遠太平洋有限公司及上海復星醫藥(集團)股份有限公司(在香港及上海上市)之獨立非執行董事，以及The Berkeley Group Holdings plc(在倫敦上市)之非執行董事。此外，他亦出任香港生力啤酒廠有限公司之替代獨立非執行董事，以及AFFIN Holdings Berhad(在馬來西亞上市)之替代董事。他亦是西班牙上市公司Abertis Infraestructuras, S.A.之國際諮詢委員會成員。

李先生現為中國人民政治協商會議廣東省委員會委員，亦是中華全國青年聯合會港區特邀委員、北京市青年聯合會副主席及香港青年聯會參事。李先生是香港公益金董事、香港特區政府銀行業行業培訓諮詢委員會委員，以及香港強制性公積金計劃管理局強制性公積金行業計劃委員會委員。他同時是香港浸會大學工商管理學院諮詢委員會成員、香港銀行學會議會副會長及亞洲金融論壇委員會委員。此外，李先生亦為負責推選香港特別行政區行政長官之選舉委員會委員，及香港特別行政區第十二屆全國人民代表大會代表選舉會議成員。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)

Mr. Li holds a Master of Management Degree from Kellogg School of Management, Northwestern University in the US, and a Master of Arts Degree and a Bachelor of Arts Degree in Law from the University of Cambridge in Britain. He is a Member of The Law Society of England and Wales, and The Law Society of Hong Kong.

Mr. Li is the son of Dr. the Hon. Sir David LI Kwok-po, the grandnephew of Mr. Eric LI Fook-chuen, the nephew of Professor Arthur LI Kwok-cheung, Mr. Aubrey LI Kwok-sing and Mr. Stephen Charles LI Kwok-sze. He is the brother of Mr. Brian David LI Man-bun.

李先生持有美國西北大學凱洛格管理學院工商管理碩士學位、英國劍橋大學法學院碩士及學士學位。他是英國律師會及香港律師會會員。

李先生是李國寶爵士之兒子、李福全先生之堂姪孫、李國章教授之姪兒，李國星先生及李國仕先生之堂姪及李民斌先生之胞兄。



#### Mr. Brian David LI Man-bun

*MA (Cantab), MBA, FCA, JP*  
Deputy Chief Executive

Mr. Li, aged 39, joined the Bank Group in 2002. He was General Manager & Head of Wealth Management Division of the Bank from July 2004 to March 2009. He was promoted to Deputy Chief Executive for China and International Business in April 2009. Mr. Li is primarily responsible for the Bank's China and international businesses, as well as the management of BEA Union Investment Management Limited. He is also a Director of various members of the Bank Group and a Member of various committees appointed by the Board.

Mr. Li is currently an Independent Non-executive Director of Towngas China Company Limited, Hopewell Highway Infrastructure Limited and China Overseas Land & Investment Limited.

Mr. Li holds a number of public and honorary positions, including being a Member of the National Committee of the Chinese People's Political Consultative Conference, a Member of the Advisory Committee of the Securities and Futures Commission of Hong Kong, Chairman of the Traffic Accident Victims Assistance Advisory Committee of the Government of Hong Kong Special Administrative Region ("HKSARG"), a Member of the HKSARG Small and Medium Enterprises Committee, a Member of the HKSARG Standing Committee on Judicial Salaries and Conditions of Service, a Member of the HKSARG Harbourfront Commission, a Member of

#### 李民斌先生

*MA (Cantab), MBA, FCA, JP*  
副行政總裁

李先生，現年39歲，在2002年加入本集團，2004年7月至2009年3月期間出任本行總經理兼財富管理處主管，於2009年4月獲擢升為副行政總裁，負責中國與國際業務。李先生主要負責本行的中國及國際業務，以及東亞聯豐投資管理有限公司之管理。他亦是本集團系內多間公司的董事及多個由董事會委任之委員會的委員。

李先生現為港華燃氣有限公司、合和公路基建有限公司及中國海外發展有限公司的獨立非執行董事。

李先生擔任多項公職及榮譽職務，包括中國人民政治協商會議全國委員會委員、香港證券及期貨事務監察委員會諮詢委員會委員、香港特別行政區政府（「香港特區政府」）交通意外傷亡援助諮詢委員會主席、香港特區政府中小型企業委員會委員、香港特區政府司法人員薪俸及服務條件常務委員會委員、香港特區政府海濱事務委員會成員、香港特

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

## 董事及高層管理人員的個人資料 (續)

the HKSARG Aviation Development Advisory Committee, a Member of the Hong Kong-Europe Business Council and a Member of the Hong Kong-Taiwan Business Cooperation Committee.

Mr. Li is a Fellow of the Hong Kong Institute of Certified Public Accountants and a Full Member of the Treasury Markets Association. Mr. Li is also a Fellow of the Institute of Chartered Accountants in England and Wales and he holds an MBA from Stanford University as well as MA and BA from the University of Cambridge.

Mr. Li is the son of Dr. the Hon. Sir David LI Kwok-po, the grandnephew of Mr. Eric LI Fook-chuen, the nephew of Professor Arthur LI Kwok-cheung, Mr. Aubrey LI Kwok-sing and Mr. Stephen Charles LI Kwok-sze. He is the brother of Mr. Adrian David LI Man-kiu.

區政府航空發展諮詢委員會成員、香港歐洲商務委員會委員，以及香港 — 台灣商貿合作委員會委員。

李先生為香港會計師公會資深會計師和財資市場公會專業會員，以及英格蘭及威爾士特許會計師公會資深會員，並獲美國斯坦福大學工商管理碩士學位，和英國劍橋大學文學碩士及學士學位。

李先生是李國寶爵士之兒子、李福全先生之堂姪孫、李國章教授之姪兒，李國星先生及李國仕先生之堂姪，以及李民橋先生之胞弟。



## Mr. Samson LI Kai-cheong

*FCCA, CPA, FCIS, FCS, HKSI*  
Deputy Chief Executive & Chief Investment Officer

Mr. Li, aged 53, joined the Bank in 1987 as Chief Internal Auditor. He was promoted to Deputy Chief Executive & Chief Investment Officer in April 2009. Mr. Li is primarily responsible for the Bank's investment activities and treasury & broking operations including treasury markets. He is also a Director of various members of the Bank Group and a Member of various committees appointed by the Board.

Mr. Li is a Fellow of The Hong Kong Institute of Chartered Secretaries, the Institute of Chartered Secretaries & Administrators, and The Association of Chartered Certified Accountants. In addition, he is an Associate of the Hong Kong Institute of Certified Public Accountants, a Member of the Hong Kong Securities and Investment Institute and a Member of the Listing Committee of The Stock Exchange of Hong Kong Limited. Mr. Samson Li received his Professional Diploma in Accountancy from The Hong Kong Polytechnic University.

## 李繼昌先生

*FCCA, CPA, FCIS, FCS, HKSI*

副行政總裁兼投資總監

李先生，現年 53 歲，在 1987 年加入本行為總內部稽核，於 2009 年 4 月獲擢升為副行政總裁兼投資總監。李先生主要負責本行的投資活動、資金及經紀業務的運作，包括資金市場。他亦是本集團系內多間公司的董事及多個由董事會委任之委員會的委員。

李先生為香港特許秘書公會、英國特許秘書及行政人員公會和英國特許公認會計師公會資深會士、香港會計師公會會士、香港證券及投資學會會員和香港聯合交易所有限公司上市委員會成員，並獲香港理工大學會計學專業文憑。

## BIOGRAPHICAL DETAILS OF DIRECTORS AND SENIOR MANAGEMENT (CONTINUED)

### 董事及高層管理人員的個人資料 (續)



#### Mr. TONG Hon-shing

*BSc, ACIB, AHKIB, FCIS, FCS*  
*Deputy Chief Executive & Chief Operating Officer*

Mr. Tong, aged 54, joined the Bank in 1975. He was promoted to Assistant General Manager in 1995 and to General Manager in 2000. He was General Manager & Head of Personal Banking Division from 2001 to March 2009. He was further promoted to Deputy Chief Executive and Chief Operating Officer in April 2009. Mr. Tong is primarily responsible for strategic planning and control, operations support, compliance, human resources, and corporate communications of the Bank. He is also a Director of various members of the Bank Group and a Member of various committees appointed by the Board. Mr. Tong is a Fellow of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries & Administrators as well as an Associate of The Hong Kong Institute of Bankers and The Chartered Institute of Bankers. He holds a BSc from the University of Manchester.

#### 唐漢城先生

*BSc, ACIB, AHKIB, FCIS, FCS*  
*副行政總裁兼營運總監*

唐先生，現年54歲，在1975年加入本行。於1995年獲擢升為助理總經理及2000年獲擢升為總經理，2001年至2009年3月期間出任總經理兼個人銀行處主管，並於2009年4月獲擢升為副行政總裁兼營運總監。唐先生主要負責本行的策劃及調控、營運支援、法規監管、人力資源，以及企業傳訊。他亦是本集團系內多間公司的董事及多個由董事會委任之委員會的委員。唐先生為香港特許秘書公會和英國特許秘書及行政人員公會資深會士，及香港銀行學會和英國特許銀行學會會士，並獲英國曼徹斯特大學理學士學位。



## CORPORATE INFORMATION 公司資料

### BOARD OF DIRECTOR

#### Executive Director

Dr. the Hon. Sir David LI Kwok-po  
(Chairman & Chief Executive)

#### Non-executive Directors

Professor Arthur LI Kwok-cheung  
(Deputy Chairman)  
Mr. Aubrey LI Kwok-sing  
Mr. Richard LI Tzar-kai  
Mr. Eric LI Fook-chuen  
Mr. Stephen Charles LI Kwok-sze  
Dr. Isidro FAINÉ CASAS  
Mr. Peter LEE Ka-kit

#### Independent Non-executive Directors

Dr. Allan WONG Chi-yun  
(Deputy Chairman)  
Mr. WONG Chung-hin  
Mr. Winston LO Yau-lai  
Tan Sri Dr. KHOO Kay-peng  
Dr. Thomas KWOK Ping-kwong  
Mr. Kenneth LO Chin-ming  
Mr. William DOO Wai-hoi  
Mr. KUOK Khoon-ean  
Mr. Valiant CHEUNG Kin-piu

### SENIOR ADVISORS

Mr. Joseph PANG Yuk-wing  
BSSc, MBA, Hon. DSocSC, Hon. Fellow (CUHK), ACIB,  
FHKIB, BBS, JP

Mr. CHAN Kay-cheung  
FHKIB

Mr. CHAN Tze-ching  
BBS, JP

### SENIOR MANAGEMENT

Mr. Adrian David LI Man-kiu  
MA (Cantab), MBA, LPC, JP  
Deputy Chief Executive

Mr. Brian David LI Man-bun  
MA (Cantab), MBA, FCA, JP  
Deputy Chief Executive

Mr. Samson LI Kai-cheong  
FCCA, CPA, FCIS, FCS, HKSI  
Deputy Chief Executive & Chief Investment Officer

Mr. TONG Hon-shing  
BSc, ACIB, AHKIB, FCIS, FCS  
Deputy Chief Executive & Chief Operating Officer

### COMPANY SECRETARY

Mr. Alson LAW Chun-tak  
FCCA, FCPA, FCIS, FCS

### AUDITORS

KPMG  
Certified Public Accountants

### 董事會

#### 執行董事

李國寶爵士  
(主席兼行政總裁)

#### 非執行董事

李國章教授  
(副主席)  
李國星先生  
李澤楷先生  
李福全先生  
李國仕先生  
范禮賢博士  
李家傑先生

#### 獨立非執行董事

黃子欣博士  
(副主席)  
黃頌顯先生  
羅友禮先生  
丹斯里邱繼炳博士  
郭炳江博士  
駱錦明先生  
杜惠愷先生  
郭孔演先生  
張建標先生

### 高級顧問

彭玉榮先生  
BSSc, MBA, Hon. DSocSC, Hon. Fellow (CUHK), ACIB,  
FHKIB, BBS, JP

陳棋昌先生  
FHKIB

陳子政先生  
BBS, JP

### 高層管理人員

李民橋先生  
MA (Cantab), MBA, LPC, JP  
副行政總裁

李民斌先生  
MA (Cantab), MBA, FCA, JP  
副行政總裁

李繼昌先生  
FCCA, CPA, FCIS, FCS, HKSI  
副行政總裁兼投資總監

唐漢城先生  
BSc, ACIB, AHKIB, FCIS, FCS  
副行政總裁兼營運總監

### 公司秘書

羅春德先生  
FCCA, FCPA, FCIS, FCS

### 核數師

畢馬威會計師事務所  
執業會計師

**CHIEF EXECUTIVE AND SENIOR MANAGEMENT**  
行政總裁及高層管理人員



Mr. Samson LI  
Kai-cheong  
李繼昌先生

Mr. Adrian David LI  
Man-kiu  
李民橋先生

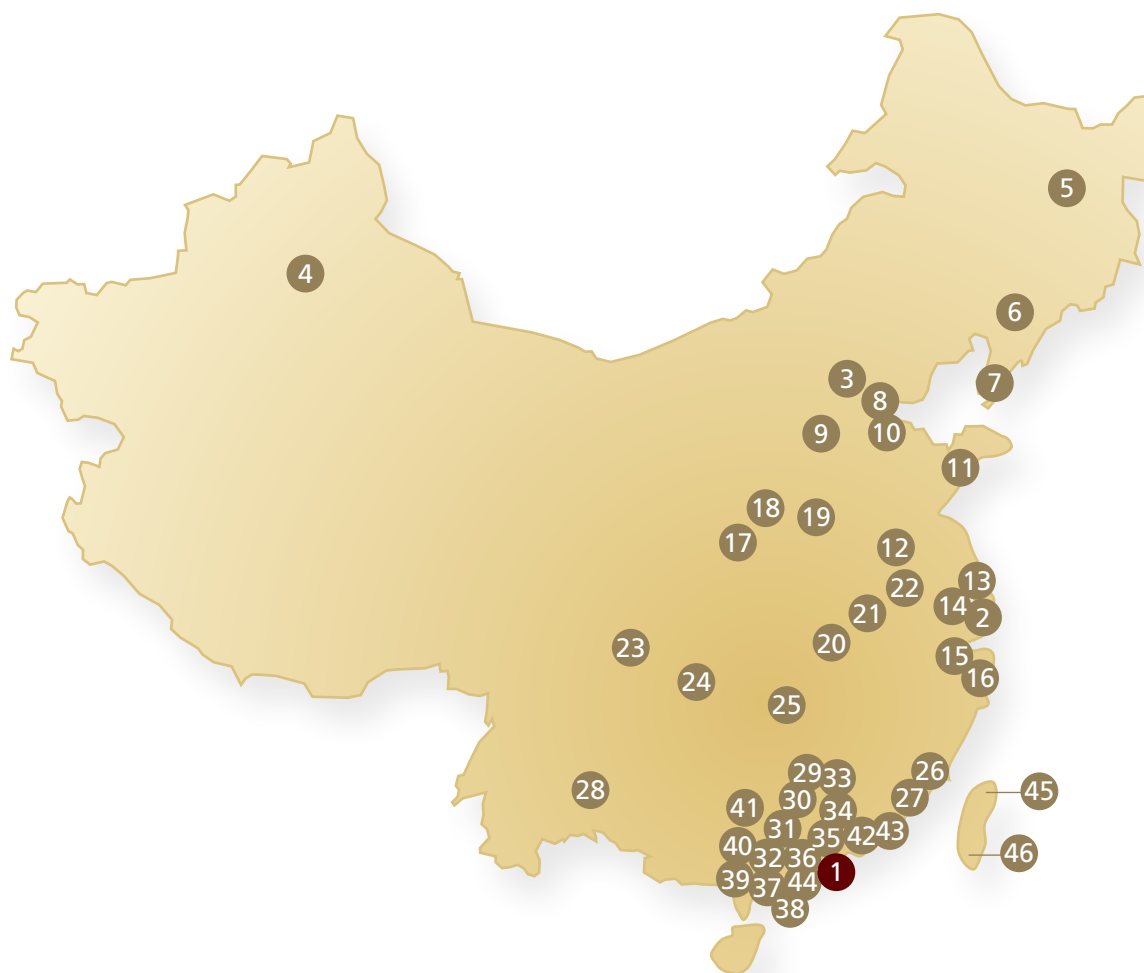
Dr. the Hon. Sir David LI  
Kwok-po  
李國寶爵士

Mr. Brian David LI  
Man-bun  
李民斌先生

Mr. TONG Hon-shing  
唐漢城先生

# LIST OF OUTLETS

## 網絡一覽



### 1 Head Office – Hong Kong 香港 — 總行

#### Greater China (ex-Hong Kong) 大中華地區 (香港除外)

2	Shanghai	上海	17	Xi'an	西安	32	Shaoguan	韶關
3	Beijing	北京	18	Weinan	渭南	33	Jieyang	揭陽
4	Urumqi	烏魯木齊	19	Zhengzhou	鄭州	34	Dongguan	東莞
5	Harbin	哈爾濱	20	Wuhan	武漢	35	Shenzhen	深圳
6	Shenyang	瀋陽	21	Hefei	合肥	36	Zhongshan	中山
7	Dalian	大連	22	Nanjing	南京	37	Zhuhai	珠海
8	Tianjin	天津	23	Chengdu	成都	38	Zhanjiang	湛江
9	Shijiazhuang	石家莊	24	Chongqing	重慶	39	Maoming	茂名
10	Jinan	濟南	25	Changsha	長沙	40	Jiangmen	江門
11	Qingdao	青島	26	Fuzhou	福州	41	Zhaoqing	肇慶
12	Wuxi	無錫	27	Xiamen	廈門	42	Huizhou	惠州
13	Kunshan	昆山	28	Kunming	昆明	43	Shantou	汕頭
14	Suzhou	蘇州	29	Qingyuan	清遠	44	Macau	澳門
15	Hangzhou	杭州	30	Guangzhou	廣州	45	Taipei	台北
16	Ningbo	寧波	31	Foshan	佛山	46	Kaohsiung	高雄

#### Overseas 海外

##### Singapore 新加坡

Singapore 新加坡

##### Malaysia 馬來西亞

Labuan 納閩  
Kuala Lumpur 吉隆坡

##### United Kingdom 英國

London 倫敦  
Birmingham 伯明翰  
Manchester 曼徹斯特

##### United States 美國

New York 紐約  
Los Angeles 洛杉磯

## LIST OF OUTLETS (CONTINUED)

### 網絡一覽 (續)

With more than 240 outlets worldwide, BEA operates an extensive international network covering Hong Kong and the rest of Greater China, Southeast Asia, the United Kingdom, and the United States.

東亞銀行現於全球設有逾240個網點，龐大的國際網絡覆蓋香港、大中華其他地區、東南亞、英國和美國。

### HONG KONG BRANCH NETWORK 香港分行網絡

<b>S</b>	<b>Main Branch</b>	<b>總行</b>	<b>S</b>	Chuk Yuen	竹園	<b>S</b>	Ha Kwai Chung	下葵涌
	<b>Hong Kong Branches</b>	<b>香港分行</b>	<b>S</b>	East Tsim Sha Tsui	尖東		Lingnan University	嶺南大學
<b>S</b>	Aberdeen	香港仔	<b>S</b>	Festival Walk	又一城		Ma On Shan Plaza	馬鞍山廣場
<b>S</b>	Admiralty	金鐘	<b>S</b>	Hoi Yuen Road	開源道	<b>S</b>	Maritime Square	青衣城
<b>S</b>	BEA Harbour View Centre	東亞銀行 港灣中心		Hong Kong Baptist University	香港浸會 大學	<b>S</b>	Metro City Plaza	新都城中心
	Bonham Road	般含道	<b>S</b>	iSQUARE	國際廣場		Park Central	將軍澳中心
	Caine Road	堅道	<b>S</b>	Kowloon City	九龍城	<b>S</b>	Sai Kung	西貢
<b>S</b>	Causeway Bay	銅鑼灣	<b>S</b>	Kowloon Station Elements	九龍站圓方	<b>S</b>	Shatin Plaza	沙田廣場
	Chai Wan	柴灣	<b>S</b>	Kwun Tong	觀塘		Sheung Kwai Chung	上葵涌
	88 Des Voeux Road West	德輔道西 88號	<b>S</b>	Laguna City	麗港城	<b>S</b>	Sheung Shui	上水
<b>S</b>	Happy Valley	跑馬地		Lok Fu	樂富		Sun Chui Estate	新翠邨
<b>i</b>	International Finance Centre	國際金融 中心	<b>S</b>	Ma Tau Wei Road	馬頭圍道	<b>S</b>	Tai Po	大埔
<b>S</b>	399 Hennessy Road	軒尼詩道 399號	<b>S</b>	Mei Foo Sun Chuen	美孚新邨	<b>S</b>	Tai Po Plaza	大埔廣場
	Kennedy Town	堅尼地城		Millennium City 5	創紀之城五期	<b>S</b>	Tai Wai	大圍
<b>S</b>	King's Road	英皇道	<b>S</b>	Mongkok	旺角	<b>S</b>	Tai Wo	太和
<b>S</b>	North Point	北角	<b>S</b>	Mongkok North	旺角北	<b>S</b>	The Chinese University of Hong Kong	香港中文 大學
<b>S</b>	Quarry Bay	鯉魚涌	<b>S</b>	Olympian City	奧海城	<b>S</b>	Tin Shui Wai	天水圍
<b>S</b>	Queen's Road Central	皇后大道中	<b>S</b>	Pau Chung Street	炮仗街		Tiu Keng Leng	調景嶺
<b>S</b>	Queen's Road East	皇后大道東	<b>S</b>	Prince Edward	太子	<b>S</b>	The Hong Kong Institute of Education	香港教育 學院
<b>S</b>	Shauiwan	筲箕灣	<b>S</b>	San Po Kong	新蒲崗	<b>S</b>	The Hong Kong University of Science and Technology	香港科技 大學
<b>S</b>	Shek Tong Tsui	石塘咀	<b>S</b>	Tai Hang Tung	大坑東	<b>S</b>	Tsuen Wan	荃灣
<b>S</b>	Sheung Wan	上環	<b>S</b>	Telford Plaza	德福廣場	<b>S</b>	Tsuen Wan Fou Wah Centre	荃灣富華 中心
<b>S</b>	Shun Tak Centre	信德中心		The Hong Kong Polytechnic University	香港理工 大學		Tuen Mun	屯門
	Siu Sai Wan	小西灣	<b>S</b>	Tsim Sha Tsui	尖沙咀	<b>S</b>	Tuen Mun Town Plaza	屯門市廣場
<b>S</b>	Taikoo Shing	太古城		Tsz Wan Shan	慈雲山	<b>S</b>	Yuen Long	元朗
<b>S</b>	The University of Hong Kong	香港大學	<b>S</b>	Waterloo Road	窩打老道			
<b>S</b>	Wanchai	灣仔	<b>S</b>	Whampoa Garden	黃埔花園			
			<b>S</b>	Wong Tai Sin	黃大仙			
			<b>S</b>	Yaumatei	油麻地			
	<b>Kowloon Branches</b>	<b>九龍分行</b>					<b>Outlying Islands Branches</b>	<b>離島分行</b>
<b>S</b>	Castle Peak Road	青山道					Cheung Chau	長洲
<b>S</b>	Cheung Sha Wan Plaza	長沙灣廣場	<b>S</b>	East Point City	東港城		Tung Chung	東涌
	Cheung Sha Wan Road	長沙灣道	<b>S</b>	Fanling	粉嶺		Silvermine Bay	梅窩
							Tai O	大澳
<b>S</b>	With SupremeGold Centre	設有顯卓理財中心	<b>i</b>	Branch with i-Financial Centre	分行設有i-理財中心			

## CORPORATE GOVERNANCE REPORT

The Bank of East Asia, Limited and its subsidiaries are committed to maintaining the highest corporate governance standards and consider such commitment essential in balancing the interests of shareholders, customers and employees; and in upholding accountability and transparency.

During the financial year ended 31st December, 2013, the Bank has complied with all the Code Provisions set out in the CG Code, except for Code Provision A.2.1 as explained in section A below. The Bank has followed the modules on CG-1 and CG-5.

The Bank has in place a corporate governance framework ("CG Framework") which sets out a range of governance principles and practices to direct and guide the business conducts and affairs of the Group. During the year, the Board has adopted a *Board Succession and Diversity Policy* to define the succession planning and diversity of the Board. The Board has also adopted a *Corporate Social Responsibility Policy* ("CSR Policy") which integrates social, environmental, ethical, employee, and customer concerns into the Group's business and operations. This *CSR Policy*, together with the *Corporate Governance Policy*, sets out the Group's strategies and objectives in regard to Environmental, Social and Governance issues. In light of the changes in the Companies Ordinance in March 2014, the Bank carries out an overall review of its procedures and the Articles of Association to reflect the requirements of the New Companies Ordinance.

The Bank will continue to review and enhance the governance principles and practices under the CG Framework to ensure that they are in line with the relevant requirements and the prevailing corporate governance practices.

### A. BOARD OF DIRECTORS

#### The Board

The Bank is headed by an effective Board which assumes responsibility for leadership and control of the Bank and is collectively responsible for promoting the success of the Bank by directing and supervising the Bank's affairs. The Board takes into account the legitimate interests of shareholders, customers, employees and other relevant stakeholders and ensures that the Bank operates in a reliable, safe manner and meets its obligations on an ongoing basis.

The Board is responsible for providing strategic direction and overseeing effective implementation of pre-determined objectives by the Management. It delegates the day-to-day operation and administration of the Bank's business to the Management.

BM's are held at least 4 times a year at approximately quarterly intervals. In addition, special BM's are held when necessary. Dates of regular Board and Committee meetings are scheduled in the prior year to provide sufficient notice to give all Directors an opportunity to attend. For special BM's, reasonable notice is given. Directors are consulted on matters to be included in the agenda for regular BM's. All BM's involve the active participation, either in person or through other electronic means of communication, of a majority of Directors.

Minutes of the meetings of the Board and Board Committees record in sufficient detail the matters considered by the Board and the Board Committees, the decisions reached, including any concerns raised by Directors or dissenting views expressed. Draft and final versions of minutes of the meetings of the Board, the AC, the RC, the NC and the RIC are sent to all Directors or respective Board Committee members for their comment and record within a reasonable period after the meetings are held.

Minutes of the meetings of the Board, the AC, the RC and the NC are kept by the Company Secretary whereas minutes of the meetings of RIC and other Board Committees (as listed under the subject Board Committees in section D on page 86) are kept by the appointed secretary of each Committee.



# 企業管治報告

東亞銀行有限公司及其附屬公司致力維持最高的企業管治標準，並認為此承諾對於平衡股東、客戶及員工的利益，以及保持問責及透明度，至為重要。

除以下A項所述偏離守則條文A.2.1的行為外，本行在截至2013年12月31日止的財政年度期間內，已遵守《企業管治守則》的全部守則條文。本行已遵循CG-1及CG-5內各項要求。

本行已制定企業管治架構訂明一系列管治原則及實務，為本集團的商業行為及事務提供指引。年內，董事會已採納一套董事會成員接任及多元化政策，訂定董事會成員接任及董事會多元化計劃。董事會亦採納一套企業社會責任政策，將社會、環境、道德、員工及客戶的考慮融入本集團的業務及營運之中。該企業社會責任政策及企業管治政策概述本集團在環境、社會及管治問題方面的策略及目標。因應2014年3月《公司條例》的修改，本行全面檢討其程序及組織章程細則，以反映新《公司條例》的規定。

本行將定期檢討並修訂企業管治架構的管治原則及實務，以確保符合相關規定及現行的企業管治實務。

## A. 董事會

### 董事會

本行以一個行之有效的董事會為首；董事會負有領導及監控本行的責任，並集體負責統管並監督本行事務以促使本行成功。董事會將顧及股東、客戶、員工及其他相關持份者的合法權益，確保本行以可靠及安全的方式營運，以及持續履行其責任。

董事會負責提供策略性指引，並進行監督以確保管理層有效落實預先訂定的目標。董事會授權管理層負責本行業務的日常營運及管理。

董事會會議每年召開最少4次，大約每季一次。此外，在有需要時會召開董事會特別會議。董事會及委員會定期會議的日期在前一年已安排，以讓所有董事有機會騰空出席。至於召開董事會特別會議，則會發出合理通知。董事會定期會議議程之事項，經諮詢董事後釐定。董事會會議均有大部分董事親身出席，或透過其他電子通訊方法積極參與。

董事會及其轄下委員會的會議記錄，對會議上各董事所考慮事項及達致的決定（包括董事提出的任何疑慮或表達的反對意見）都作出足夠的記錄。董事會、審核委員會、薪酬委員會、提名委員會及風險委員會的會議記錄的初稿及最終定稿會在會議後的合理期間內發送全體董事或相關的轄下委員會成員。初稿供其表達意見，最後定稿則作其記錄之用。

董事會、審核委員會、薪酬委員會及提名委員會的會議記錄由公司秘書備存，而風險委員會及其他董事會轄下委員會（列於第87頁D段董事會轄下的委員會項下）的會議記錄則由各個委員會委任的秘書備存。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

## Directors' attendance records

Attendance records of the Directors at BMs, ACMs, RCM, NCMs, RICMs and AGM held in 2013 are as follows:

	Number of meetings attended/held in 2013					
	BM	ACM	RCM	NCM	RICM <sup>1</sup>	AGM
<i>Executive Director:</i>						
David LI Kwok-po (Chairman & Chief Executive)	4/4	N/A	N/A	2/2	3/3	1/1
<i>Non-executive Directors:</i>						
Arthur LI Kwok-cheung (Deputy Chairman)	3/4	N/A	N/A	N/A	N/A	0/1
Aubrey LI Kwok-sing	4/4	N/A	1/1	2/2	3/3	1/1
Richard LI Tzar-kai	4/4	N/A	N/A	N/A	N/A	0/1
Eric LI Fook-chuen	4/4	N/A	1/1	2/2	3/3	1/1
Stephen Charles LI Kwok-sze	4/4	N/A	N/A	N/A	N/A	1/1
Isidro FAINÉ CASAS	4/4	N/A	N/A	2/2	N/A	1/1
Peter LEE Ka-kit <sup>2</sup>	2/2	N/A	N/A	N/A	N/A	N/A
<i>Independent Non-executive Directors:</i>						
Allan WONG Chi-yun (Deputy Chairman)	4/4	3/3	1/1	2/2	N/A	1/1
WONG Chung-hin	3/4	2/3	N/A	N/A	N/A	1/1
LEE Shau-kee <sup>3</sup>	0/1	N/A	N/A	0/1	N/A	N/A
Winston LO Yau-lai <sup>4</sup>	4/4	3/3	1/1	1/1	3/3	1/1
KHOO Kay-peng <sup>5</sup>	4/4	N/A	N/A	N/A	N/A	1/1
Thomas KWOK Ping-kwong	3/4	N/A	1/1	2/2	N/A	0/1
Kenneth LO Chin-ming	4/4	1/3	N/A	2/2	N/A	1/1
William DOO Wai-hoi	3/4	3/3	N/A	N/A	N/A	1/1
KUOK Khoon-ean	1/4	N/A	N/A	1/2	N/A	0/1
Valiant CHEUNG Kin-piu	4/4	3/3	N/A	N/A	3/3	1/1
Average attendance rate	85%	83%	100%	85%	100%	75%

<sup>1</sup> Established on 1st April, 2013

<sup>2</sup> Appointed as Director of the Bank with effect from 1st May, 2013

<sup>3</sup> Resigned as Director of the Bank with effect from 24th April, 2013

<sup>4</sup> Appointed a member of the NC of the Bank on 24th April, 2013

<sup>5</sup> Re-designated as an INED of the Bank with effect from the conclusion of the AGM on 30th April, 2013

## Chairman and Chief Executive Officer

Code Provision A.2.1 of CG Code stipulates that the roles of chairman and chief executive officer should be separate and should not be performed by the same individual.

Dr. the Hon. Sir David LI Kwok-po is the Chairman & Chief Executive of the Bank. The Board considers that this structure will not impair the balance of power and authority between the Board and the Management of the Bank. The division of responsibilities between the Chairman and the Chief Executive is clearly established and set out in the job mandate of the Chairman & Chief Executive. The balance of power and authority is ensured by the operations of the Board, which comprises experienced and high calibre individuals and meets regularly to discuss issues affecting operations of the Bank. There is a strong independent element in the composition of the Board. Out of the 17 Board members, 9 are INEDs. The Board believes that the

current structure is conducive to strong and consistent leadership, enabling the Bank to make and implement decisions promptly and efficiently. The Board believes that Sir David's appointment to the posts of Chairman and Chief Executive is beneficial to the business prospects and management of the Bank.

The Chairman ensures that all Directors are properly briefed on issues arising at BMs. He promotes a culture of openness and debate and encourages all Directors to make a full and active contribution to the Board's affairs. He also takes the lead in ensuring that the Board acts in the best interests of the Bank.

The Chairman also ensures that Directors receive, in a timely manner, adequate information of the Bank which is accurate, clear, complete and reliable.

During the year, apart from the 4 BMs held, the Chairman, who is also an ED of the Bank, held a meeting with the NEDs (including INEDs).

## 董事出席會議記錄

各董事於2013年內舉行的董事會會議、審核委員會會議、薪酬委員會會議、提名委員會會議、風險委員會會議及股東周年常會的出席記錄如下：

	於2013年會議出席次數/舉行次數					
	董事會會議	審核委員會會議	薪酬委員會會議	提名委員會會議	風險委員會會議 <sup>1</sup>	股東周年常會
執行董事：						
李國寶 (主席兼行政總裁)	4/4	不適用	不適用	2/2	3/3	1/1
非執行董事：						
李國章 (副主席)	3/4	不適用	不適用	不適用	不適用	0/1
李國星	4/4	不適用	1/1	2/2	3/3	1/1
李澤楷	4/4	不適用	不適用	不適用	不適用	0/1
李福全	4/4	不適用	1/1	2/2	3/3	1/1
李國仕	4/4	不適用	不適用	不適用	不適用	1/1
范禮賢 <sup>2</sup>	4/4	不適用	不適用	2/2	不適用	1/1
李家傑 <sup>2</sup>	2/2	不適用	不適用	不適用	不適用	不適用
獨立非執行董事：						
黃子欣 (副主席)	4/4	3/3	1/1	2/2	不適用	1/1
黃頌顯	3/4	2/3	不適用	不適用	不適用	1/1
李兆基 <sup>3</sup>	0/1	不適用	不適用	0/1	不適用	不適用
羅友禮 <sup>4</sup>	4/4	3/3	1/1	1/1	3/3	1/1
邱繼炳 <sup>5</sup>	4/4	不適用	不適用	不適用	不適用	1/1
郭炳江	3/4	不適用	1/1	2/2	不適用	0/1
駱錦明	4/4	1/3	不適用	2/2	不適用	1/1
杜惠愷	3/4	3/3	不適用	不適用	不適用	1/1
郭孔演	1/4	不適用	不適用	1/2	不適用	0/1
張建標	4/4	3/3	不適用	不適用	3/3	1/1
平均出席率	85%	83%	100%	85%	100%	75%

<sup>1</sup> 於2013年4月1日成立。

<sup>2</sup> 由2013年5月1日起獲委任為本行董事。

<sup>3</sup> 由2013年4月24日起辭任本行董事。

<sup>4</sup> 由2013年4月24日起獲委任為本行提名委員會委員。

<sup>5</sup> 由2013年4月30日股東周年常會結束後調任為本行獨立非執行董事。

## 主席及行政總裁

《企業管治守則》條文A.2.1 規定主席與行政總裁的角色應有區分，並不應由一人同時兼任。

李國寶爵士為本行的主席兼行政總裁。董事會認為此架構不會影響董事會與管理層兩者之間的權力和職權的平衡。主席及行政總裁之間的職責已清楚區分並以書面列載。本行董事會由極具經驗和才幹的成員組成並定期開會，以商討影響本行運作的事項。透過董事會的運作，足以確保權力和職權得到平衡。董事會的組合具有強大的獨立元素，在17位董事會成員當中，9位是獨立非執行董事。董事會相信現時的架構有助於建立穩健而一致的領導權，使本行能夠迅速及有效地

作出及實施各項決定。董事會相信委任李爵士出任主席兼行政總裁之職，會有利於本行的業務發展及管理。

主席確保董事會會議上所有董事均適當知悉當前的事項。主席提倡公開、積極討論的文化，並鼓勵所有董事全力投入董事會事務。他亦以身作則，確保董事會行事符合本行的最佳利益。

主席亦確保董事適時收到充分的本行資訊，而有關資訊為準確、清晰及完備可靠。

年內，除已舉行的4次董事會會議外，主席（亦是本行的執行董事）與非執行董事（包括獨立非執行董事）舉行了一次會議。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

### Board composition

The current Board is composed of 1 ED, 7 NEDs and 9 INEDs. Over one-third of the Directors are INEDs. The Board has a balance of skills and experience appropriate for the requirements of the Bank's business. Changes to its composition can be managed without undue disruption. There is a strong independent element on the Board, which can effectively exercise independent judgement.

The composition of the Board is shown on page 58 under the subject Corporate Information. All Directors of the Bank are expressly identified by categories of ED, NEDs and INEDs in all corporate communications that disclose the names of the Directors. An updated list of Directors, identifying their roles and functions at the Bank, is available on HKEx's and the Bank's websites.

The biographies of Directors, including relationships with members of the Board, Senior Management and substantial shareholders (as defined in the Listing Rules) of the Bank, are shown on page 38 under the subject Biographical Details of Directors and Senior Management.

### Responsibilities of Directors

Directors, both collectively and individually, are required to fulfil fiduciary duties and duties of skill, care and diligence to a standard commensurate with the standard established by the Laws of Hong Kong. Every Director is required to know his responsibilities as a Director of the Bank and of the conduct, business activities and development of the Bank. The *Terms of Reference of the Board* mandate the responsibilities of the Directors of the Bank and also include the functions of the NEDs (including INEDs) as specifically required under Code Provision A.6.2 of the CG Code.

INEDs and other NEDs shall make a positive contribution to the development of the Bank's strategy and policies through independent, constructive and informed comments.

The Bank has adopted the *Directors' Code of Conduct and Policy on Conflict of Interests* which provides guidance to Directors to help them recognise and deal with ethical issues including the handling of conflict of interests and fair dealing, and help foster a culture of honesty and accountability in the best interests of the Group as well as the shareholders of the Bank.

In order to assist the Directors to discharge their duties to the Group, the Bank's *Policy on Obtaining Independent Professional Advice by Directors* sets out the procedures to enable the Directors, upon reasonable request, to seek independent professional advice in appropriate circumstances, at the Bank's expense.

Directors & Officers Liability and Company Reimbursement Insurance is arranged to protect the Directors and officers of the Group against claims made against them jointly

and severally for any wrongful act committed or alleged to have been committed in their capacity as directors or officers of the Group.

### Directors' Commitments

The Board regularly reviews the contributions required from a Director to perform his responsibilities to the Bank, and whether he is spending sufficient time performing them. It also considers whether Directors, who have multiple board representations, are able to and have been devoting sufficient time to discharge their responsibilities as Directors of the Bank adequately.

The Bank has received confirmation from each Director that he has spent sufficient time and attention to the affairs of the Bank during the year 2013. Directors have also disclosed to the Bank the number and nature of offices held in Hong Kong or overseas listed public companies or organisations and other significant commitments, with the identity of the public companies or organisations and an indication of the time involved. Directors are reminded to notify the Company Secretary in a timely manner any change of such information.

### Induction and continuous development

A formal letter of appointment, which includes the Director's scope of duties and obligations, is provided to every new Director of the Bank. The newly appointed Director also receives an Information Package from the Company Secretary on the first occasion of his/her appointment. This Information Package is a comprehensive, formal and tailored induction on the responsibilities and ongoing obligations to be observed by a Director. In addition, the Information Package includes materials on the operations and business of the Bank. The ED, Senior Management and the Company Secretary will subsequently conduct such briefing as is necessary, to ensure that the Directors have a proper understanding of the operations and business of the Bank and that they are aware of their responsibilities under the laws and applicable regulations.

All Directors of the Bank participate in continuous professional development to develop and refresh their knowledge and skills. The Bank will keep Directors updated on areas, including directors' duties and responsibilities, corporate governance and changes in regulatory requirements, to enable them to properly discharge their duties. The Bank is responsible for arranging and funding suitable training for Directors.

During the year, the external auditors, KPMG, briefed the AC members at the ACMs on the latest development in accounting and governance standards. KPMG presented to Directors about the latest banking regulations. Directors also attended other relevant courses, conferences and seminars at the Bank's expense (where appropriate). All Directors provided to the Bank a record of training they received in 2013.

## 董事會組成

現時的董事會由1位執行董事、7位非執行董事及9位獨立非執行董事組成。超過三分之一的董事為獨立非執行董事。董事會具備符合本行業務所需的技巧和經驗。董事會組成人員的變動不會帶來不適當的干擾。董事會有強大的獨立元素，能夠有效地作出獨立判斷。

董事會的成員名單刊載於第58頁公司資料內。所有載有董事姓名的公司通訊中，已按董事類別，包括執行董事、非執行董事及獨立非執行董事，明確說明本行各董事身份。本行最新的董事會成員名單（當中訂明其在本行的角色和職能）已載於香港交易所及本行網站。

各董事的簡介，包括其與其他董事會成員、高層管理人員和主要股東（根據《上市規則》之定義）的關係，刊載於第38頁董事及高層管理人員的個人資料項下。

## 董事責任

董事須共同及個別地履行誠信責任及應有技能、謹慎和勤勉行事的責任，而履行上述責任時，至少須符合香港法例所確立的標準。每名董事須瞭解其作為本行董事的職責，以及本行的經營方式、業務活動及發展。董事會的職權範圍訂明本行董事的責任，其中包括《企業管治守則》條文第A.6.2條所要求的非執行董事（包括獨立非執行董事）的職能。

獨立非執行董事及其他非執行董事透過提供獨立、富建設性及根據全面資訊的意見，對本行制定策略及政策作出正面貢獻。

本行已採納董事行為守則及利益衝突政策，為董事提供指引，協助他們瞭解及處理有關道德操守等事宜（包括處理利益衝突及公平交易），並協助培養誠信及問責的文化，確保符合本集團及本行股東的最佳利益。

為協助董事履行其對本集團的責任，本行的董事諮詢獨立專業意見政策設定有關程序，讓董事按合理要求，可在適當的情況下尋求獨立專業意見，費用由本行支付。

本行已購買董事和職員責任及公司償還保險，以保障本集團的董事及員工，因其以本集團董事或職員身份觸犯或被指控觸犯行為失當，以集體或個別形式被索償。

## 董事承諾

董事會定期檢討各董事須就履行本行董事職責所需的貢獻，並檢討其是否付出足夠的時間履行其職務。對於身兼多個董事會職務的董事，董事會亦會考慮其是否能夠並已經付出足夠時間，充分履行身為本行董事的職責。

本行已接獲每名董事確認於2013年內付出足夠的時間及充分關注本行事務的聲明。所有董事亦已向本行披露他們於香港或海外上市的公眾公司或組織擔任職位的數目和性質，以及其他重大承擔，並提供了公眾公司或組織的名稱和擔任有關職務所涉及的時間。董事會已提醒各董事，如相關資料有任何變動，須及時通知公司秘書。

## 就職培訓及持續發展

本行所有新委任的董事均獲發一份正式委任函，以訂明其董事的職務及職責範圍。每名新任的董事亦會在首次接受委任時獲得由公司秘書準備的一份資料套件。此資料套件為一份全面、正式兼特別為董事而設的董事責任及持續職責須知。此外，該套件亦包括本行的運作及業務資料。其後，執行董事、高層管理人員及公司秘書會在有需要時向董事作出簡介，以確保各董事對本行的運作及業務均有適當的理解，以及知道本身在法律及適用的規定下的職責。

本行所有董事均參與持續專業發展，發展並更新其知識及技能。本行將向董事提供有關其職責事項（包括董事職責、企業管治、監管規定變動）的最新資訊，使董事能夠適當履行職責。本行負責為董事安排合適的培訓並承擔有關經費。

於本年度內，外聘核數師畢馬威會計師事務所向審核委員會會議上向審核委員會成員簡述了會計及管治標準的最新發展。畢馬威會計師事務所向董事會陳述了最新的銀行業規例。董事亦參與其他相關的課程、會議及研討會，相關費用由本行承擔（如適用）。所有董事均已向本行提供其於2013年內所接受培訓的記錄。



## CORPORATE GOVERNANCE REPORT (CONTINUED)

Participation by individual Directors in continuous professional development in 2013 is summarised in the table below:

Directors	Reading regulatory updates/ manuals and articles relevant to the Bank's business and directors' duties	Attending briefings/ seminars/ conferences relevant to the Bank's business and directors' duties
<i>Executive Director:</i> David LI Kwok-po (Chairman & Chief Executive)	✓	✓
<i>Non-executive Directors:</i> Arthur LI Kwok-cheung (Deputy Chairman)	✓	✓
Aubrey LI Kwok-sing	✓	✓
Richard LI Tzar-kai	✓	✓
Eric LI Fook-chuen	✓	✓
Stephen Charles LI Kwok-sze	✓	✓
Isidro FAINÉ CASAS	✓	✓
Peter LEE Ka-kit	✓	✓
<i>Independent Non-executive Directors:</i> Allan WONG Chi-yun (Deputy Chairman)	✓	✓
WONG Chung-hin	✓	✓
Winston LO Yau-lai	✓	✓
KHOO Kay-peng	✓	✓
Thomas KWOK Ping-kwong	✓	✓
Kenneth LO Chin-ming	✓	✓
William DOO Wai-hoi	✓	✓
KUOK Khoon-ean	✓	✓
Valiant CHEUNG Kin-piu	✓	✓

### Directors' Interests

Directors are required to make declaration of interests in other public companies or organisations upon appointment and provide any material contractual interests in a timely manner to the Company Secretary from time to time. They are also required to declare direct or indirect interests, if any, in the transactions to be considered by the Board and where appropriate, abstain from discussion, voting or otherwise influencing the decision of the Board.

If a Director has a conflict of interest in a matter to be considered by the Board which the Board has determined to be material, the matter shall not be dealt with by way of circulation or by a Committee (except for an appropriate Board Committee set up for that purpose pursuant to a resolution passed in a BM) and a BM shall be held. INEDs who, and whose associates, have no material interest in the transaction shall be present at such BM.

The Bank's *Directors' Code of Conduct and Policy on Conflicts of Interests* provides guidance to deal with issues regarding Directors' conflicts of interests.

### Directors' Securities Transactions

The Bank has established its own code of securities transactions to be observed by Directors and Chief Executive, i.e. *Policy on Insider Dealing – Directors and Chief Executive* ("Insider Dealing Policy") on terms no less exacting than the required standard set out in Appendix 10 – Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") of the Listing Rules. Specific enquiries have been made on all Directors of the Bank. All Directors confirmed that they had complied with the required standard set out in the Model Code and the Insider Dealing Policy at all the applicable times during the year ended 31st December, 2013.

The Bank has also established a *Policy on Insider Dealing – Group Personnel* to be observed by the employees of the Bank or directors or employees of the Bank's subsidiaries, in respect of their dealings in the securities of the Bank.

下表概列每名董事於2013年參與持續專業發展的參與記錄：

董事	閱讀與本行業務及董事職責有關的監管更新資料/手冊及文章	出席與本行業務及董事職責有關的簡介會/研討會/會議
執行董事：		
李國寶 (主席兼行政總裁)	✓	✓
非執行董事：		
李國章 (副主席)	✓	✓
李國星	✓	✓
李澤楷	✓	✓
李福全	✓	✓
李國仕	✓	✓
范禮賢	✓	✓
李家傑	✓	✓
獨立非執行董事：		
黃子欣 (副主席)	✓	✓
黃頌顯	✓	✓
羅友禮	✓	✓
邱繼炳	✓	✓
郭炳江	✓	✓
駱錦明	✓	✓
杜惠愷	✓	✓
郭孔演	✓	✓
張建標	✓	✓

### 董事權益

董事於獲委任時須申報於其他公眾公司或組織的利益，並不時向公司秘書適時披露任何重大的合約權益。董事亦須申報於董事會將予考慮的交易中其直接或間接利益（如有），並（如適用時）避席或避免以其他方式影響董事會的決策。

若有董事在董事會將予考慮的事項中存有董事會認為重大的利益衝突，有關事項不會以書面決議方式或交由轄下委員會處理（根據董事會會議上通過的決議而特別就此事項成立的委員會除外），而董事會會就該事項舉行董事會會議。在交易中本身及其聯繫人均沒有重大利益的獨立非執行董事會出席有關的董事會會議。

本行的董事行為守則及利益衝突政策提供處理有關董事利益衝突的指引。

### 董事的證券交易

本行已自行訂立一套與《上市規則》附錄10「上市發行人董事進行證券交易的標準守則」（「標準守則」）所訂標準同樣嚴格的董事及行政總裁證券交易政策，即內幕交易政策—董事及行政總裁（「內幕交易政策」）。本行已經向所有董事明確查詢，所有董事已確認於截至2013年12月31日止年度內之所有適用期，均已遵守標準守則及內幕交易政策中所要求的標準。

本行亦已訂立一項內幕交易政策—集團人士以供本行僱員，或本行附屬公司的董事或僱員，遵照規定買賣本行證券。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

### Handling and Dissemination of Inside Information

The Bank has in place a *Policy on Handling and Dissemination of Inside Information* ("Inside Information Policy"), which has been revised taking into account the requirements of Part XIVA (Disclosure of Inside Information) of the SFO and the relevant amendments to the Listing Rules in relation to the provision of statutory backing of continuing obligation to disclose inside information. The Inside Information Policy sets out the procedures and internal controls for handling and dissemination of inside information in a timely manner in such a way so as not to place any person in a privileged dealing position and to allow time for the market to price the listed securities of the Bank with the latest available information.

The Inside Information Policy also provides guidelines to staff of the Bank to ensure proper safeguards exist to prevent the Bank from breaching the statutory disclosure requirements. It also includes appropriate internal control and reporting systems to identify and assess potential inside information.

Dissemination of inside information of the Bank shall be conducted by publishing the relevant information on the websites of the HKEx and the Bank, according to the requirements of the Listing Rules.

### Supply of and access to information

Directors are provided in a timely manner with appropriate information that enables them to make an informed decision and to discharge their duties and responsibilities as Directors of the Bank. To ensure that the Board is well supported by accurate, complete and timely information, Directors have unrestricted access to Board papers, minutes and related materials.

Management is aware that it has an obligation to supply the Board and Board Committees with adequate information in a timely manner to enable them to make informed decisions. The information supplied must be complete and reliable. The Board and each Director have separate and independent access to the Senior Management.

In respect of regular BMs and Board Committee meetings and so far as practicable in all other cases, an agenda and accompanying meeting papers are sent in full to the Directors or respective Committee members in a timely manner and at least 3 days before the intended date of the meeting.

### Appointments and re-election of Directors

The Bank adopts a nomination procedure in the selection of new Directors and for the succession of appointments to the Board. A proposal for the appointment of a new Director will be considered and reviewed by the NC. Candidates to be selected and recommended shall be experienced and high calibre individuals who can meet the relevant standards set out in the Listing Rules. In addition, they have to meet the standards set out in CG-1 for being a director of an authorised institution. A candidate who is to be appointed as an INED should also meet the independence criteria set out in Rule 3.13 of the Listing Rules.

Pursuant to the Articles of Association, Directors (including NEDs and INEDs) are appointed for a term of not more than approximately three years. Newly appointed Directors will be subject to re-election by shareholders at the first general meeting after their appointments.

### Independence of Independent Non-executive Directors

In determining the independence of the INEDs, the Bank makes reference to the criteria of independence as set out in Rule 3.13 of the Listing Rules. Assessments of the INEDs' independence are carried out upon their appointment, annually and at any other time as appropriate.

The NC conducts annual review of the independence of INEDs before confirming their independence status to the Board. The relevant INEDs will abstain from participating in the assessments of their own independence. Particular consideration was also paid in assessing the independence of those INEDs who have been serving on the Board for more than 9 years and seeking re-election in the AGM. Reasons will be given in the AGM Circular to explain why the Board believes those INEDs are still independent and should be re-elected.

### Nomination Committee

The Bank has established a NC with specific written Terms of Reference which deal clearly with its authorities and duties. The Terms of Reference of the NC have included the specific duties set out in Code provision A.5.2 of the CG Code, with appropriate modifications where necessary.

The NC is responsible for recommending to the Board on relevant matters relating to appointments, re-appointment, removal and succession planning of Directors, Chief Executive, Senior Management, Division Heads, Chief Compliance Officer and Group Chief Auditor of the Bank; defining succession planning and diversity of the Board and performing evaluation of the Board performance and Directors' contribution to the effectiveness of the Board.

## 處理及發布內幕消息

本行已訂立一項處理及發布內幕消息政策 (「內幕消息政策」)。按《證券及期貨條例》第XIVA部 (內幕消息披露) 規定及將持續披露內幕消息的責任賦予法定效力後的相應《上市規則》修訂, 本行已對內幕消息政策作出修訂。內幕消息政策列出處理及發布內幕消息的程序及內部監控, 使內幕消息得以適時處理及發布, 而不會導致任何人士在證券交易上處於佔優的地位, 亦讓市場有時間定出能反映現有實況的本行上市證券價格。

內幕消息政策亦為本行員工提供指引, 確保設有適當的措施, 以預防本行違反法定披露規定。該政策亦載有適當的內部監控及匯報制度, 識別及評估潛在的內幕消息。

根據《上市規則》規定, 本行發布內幕消息, 會透過香港交易所及本行網站刊登相關消息。

## 資料提供及使用

董事獲提供適時的適當資料, 使其能夠在掌握有關資料的情況下作出決定, 並能履行其作為本行董事的職務及責任。為確保董事會能夠獲得準確、完整和適時資料, 董事可不受限制地查閱董事會的會議文件、會議記錄及相關資料。

管理層知悉其有責任向董事會及董事會轄下委員會適時提供足夠資料, 以使董事能夠在掌握有關資料的情況下作出決定。管理層所提供的資料均屬完整可靠。董事會及每名董事有自行接觸本行高層管理人員的獨立途徑。

董事會及董事會轄下委員會定期會議的議程及相關會議文件 (在切實可行的情況下) 會全部適時送交董事或個別委員會成員, 並最少在有關會議日期的3天前送出。

## 委任及重選董事

本行就甄選新董事及董事繼任採納一套提名董事程序。委任新董事的建議會由提名委員會考慮及審議。獲甄選及獲推薦的候選人皆為具有豐富經驗及有才幹的人士及符合《上市規則》所載相關的標準。此外, 他們亦須符合CG-1中關於作為一間認可機構董事的標準。如候選人會獲委任為獨立非執行董事, 亦須符合《上市規則》第3.13條所列的獨立性準則。

根據組織章程細則規定, 董事 (包括非執行董事及獨立非執行董事) 的任期為不超過約3年, 而新任董事須於獲委任後首次股東大會退任, 由股東重選。

## 獨立非執行董事的獨立性

在釐定獨立非執行董事的獨立性時, 本行參考《上市規則》第3.13條所列的獨立性準則。本行於委任獨立非執行董事時進行其獨立性評估, 並將每年一次以及於適當時另行進行評估。

提名委員會就獨立非執行董事的獨立性進行年度檢討, 並向董事會確認其獨立性。有關獨立非執行董事不會參與評估本身的獨立性。對於已擔任董事超過9年並將會在股東周年常會上膺選連任的獨立非執行董事, 將另作評估。並在股東周年常會通函內載列董事會為何認為該名獨立非執行董事仍屬獨立人士及應獲重選連任的原因。

## 提名委員會

本行已設立一個提名委員會, 並以書面訂明具體的職權範圍, 清楚說明委員會的職權和責任。提名委員會的職權範圍已包括載於《企業管治守則》條文第A.5.2條所指明的特定責任, 惟因應需要而作出適當修改。

提名委員會負責就本行董事、行政總裁、高層管理人員、處級主管、法規監管總監及集團總稽核的委任、重選、撤職及繼任安排, 向董事會提出建議; 訂定董事會成員接任及董事會多元化計劃; 評估董事會表現及董事對達致董事會有效運作的貢獻。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

A majority of the members of the NC are INEDs. The Chairman of NC is David LI Kwok-po and the Deputy Chairman is Eric LI Fook-chuen. The other members are Allan WONG Chi-yun, Aubrey LI Kwok-sing, Isidro FAINÉ CASAS, Thomas KWOK Ping-kwong, Kenneth LO Chin-ming, KUOK Khoon-ean and Winston LO Yau-lai (appointed on 24th April, 2013).

The number of meetings held by the NC and the attendance of individual members at NCM in 2013 is recorded on page 64.

The following is a summary of the work performed by the NC during and for the year 2013:

- Reviewed the size, structure, composition and diversity of the Board;
- Endorsed the *Procedures for Nomination of Directors by Shareholders*;
- Reviewed the Terms of Reference of the NC;
- Reviewed the *Management Succession Policy*;
- Reviewed the Management Succession Plans;
- Reviewed the appointment of Peter LEE Ka-kit as an NED and re-designation of KHOO Kay-peng as an INED;
- Assessed the independence status of INEDs in particular that of Thomas KWOK Ping-kwong who has served the Board for more than 9 years and will seek re-election at the 2014 AGM, and KHOO Kay-peng who was re-designated as an INED with effect from the conclusion of the 2013 AGM;
- Considered re-election of Arthur LI Kwok-cheung, Thomas KWOK Ping-kwong, Richard LI Tzar-kai, William DOO Wai-hoi, KUOK Khoon-ean and Peter LEE Ka-kit as Directors to be proposed for shareholders' approval at the 2014 AGM;
- Reviewed the measurable objectives of Board diversity; and
- Assessed the Board performance and Directors' contribution to the effectiveness of the Board.

The NC has made available its Terms of Reference, on the websites of HKEx and the Bank, explaining its role and the authorities delegated to it by the Board.

The NC is provided with sufficient resources including the advice of independent professional firms, if necessary, to discharge its duties.

### Board diversity

During the year, the Board adopted a *Board Succession and Diversity Policy* which defines succession planning and diversity of the Board. Board appointments will

continue to be made based on merit and candidates will be considered against objective criteria, having due regard for the benefits of diversity on the Board. In order to maintain an appropriate mix and balance of talents, skills, experience and background on the Board, the NC developed measurable objectives to implement this policy and monitored progress towards achieving these objectives.

### Evaluation of the Board and Directors

During the year, the NC had undertaken an in-house evaluation of the effectiveness of the Board as a whole and the contributions made by each Director to the effectiveness of the Board. The evaluation covered Board structure and composition; Board process; responsibilities of the Board; and duties and responsibilities of Directors. The evaluation revealed that performance of the Board is strong and Board process is effective during the year 2013. All Directors continue to perform effectively and demonstrate commitment to their roles.

The NC will continue to undertake an evaluation of the performance of the Board and Directors annually.

## B. REMUNERATION OF DIRECTORS AND SENIOR EXECUTIVES

### The level and make-up of remuneration and disclosure – Remuneration Committee

The Bank has established an RC with specific written Terms of Reference which deal clearly with its authority and duties. The Terms of Reference of the RC have included the specific duties set out in Code Provision B.1.2 of the CG Code, with appropriate modifications where necessary.

The RC is responsible for making recommendations to the Board regarding the Bank's remuneration policy, and for the formulation and review of the remuneration packages of the Directors, Chief Executive, Senior Management and Key Personnel of the Group.

The basis of determining the emoluments payable by the Bank to its Directors and senior executives is by reference to the level of emoluments normally paid by comparable banks and listed companies in Hong Kong to directors and senior executives of comparable calibre and responsibilities so as to ensure a fair and competitive remuneration package. The Bank will also ensure that no Director, Chief Executive or any of their associates will be involved in deciding his own remuneration.

A majority of the members of the RC are INEDs. This Committee is chaired by Allan WONG Chi-yun. The other members are Aubrey LI Kwok-sing, Winston LO Yau-lai, Thomas KWOK Ping-kwong and Eric LI Fook-chuen.

The number of meetings held by the RC and the attendance of individual members at RCM in 2013 is recorded on page 64.



提名委員會的大部分成員為獨立非執行董事。提名委員會的主席為李國寶，副主席為李福全。其他成員包括黃子欣、李國星、范禮賢、郭炳江、駱錦明、郭孔演及羅友禮（於2013年4月24日獲委任）。

提名委員會於2013年舉行的會議次數及個別成員的出席記錄載於第65頁。

提名委員會在年內及為2013年度所做的工作，摘要如下：

- 檢討董事會的人數、架構、組合及多元化；
- 確認股東提名董事的程序；
- 檢討提名委員會的職權範圍；
- 檢討管理層繼任政策；
- 檢討管理層繼任安排；
- 檢討委任李家傑為非執行董事及調任邱繼炳為獨立非執行董事的建議；
- 評核獨立非執行董事的獨立性，尤其是對已擔任董事超過9年並將會在2014股東周年常會上膺選連任的郭炳江及於2013股東周年常會後調任為獨立非執行董事的邱繼炳；
- 考慮在2014股東周年常會上向股東提呈批准重選李國章、郭炳江、李澤楷、杜惠愷、郭孔演及李家傑為董事的建議；
- 檢討董事會多元化的可計量目標；及
- 評估董事會的表現及董事對達致董事會有效運作的貢獻。

提名委員會的職權範圍登載於香港交易所及本行的網站上，解釋其角色，以及董事會所授予的權力。

提名委員會獲提供充足資源，包括獨立專業公司的意見（如需要），以履行其職責。

### 董事會多元化

年內，董事會已採納一套董事會接任及多元化政策，訂定董事會成員接任及多元化計劃。董事會委任董事時，將繼續以用人唯才的準則，以客觀標準考慮董事

人選，並適當考慮董事會多元化的好處。為使董事會繼續具備適度及均衡的專長、技巧、經驗及不同背景的成員，提名委員會制定了實施該政策的可計量目標，並且監控達到該等目標的進度。

### 評估董事會及董事

年內，提名委員會已就董事會整體工作成效及每位董事對達致董事會有效運作的貢獻進行內部評估。評估範圍涵蓋董事會的架構及組成、董事會程序、董事會的責任，以及董事的職務及責任。評估顯示董事會表現極佳，而且董事會程序於2013年內行之有效。所有董事繼續有效履行責任及對職務的承擔。

提名委員會將繼續每年就董事會及董事的工作成效進行評估。

## B. 董事及高級行政人員的薪酬

### 薪酬及披露的水平及組成 — 薪酬委員會

本行已設立一個薪酬委員會，並以書面訂明具體的職權範圍，清楚說明委員會的職權和責任。薪酬委員會的權責範圍已包括《企業管治守則》條文第B.1.2條所載的特定職責，惟因應需要而作出適當修改。

薪酬委員會負責就本行的薪酬政策，以及就訂立及審議集團董事、行政總裁、高層管理人員及主要管理人員的薪酬待遇，向董事會提出建議。

本行於釐定董事及高級行政人員的酬金時，將參照本港同級銀行及上市公司一般支付予具備同級水平及履行同類職責的董事及高級行政人員的酬金，以確保能提供既公平又具競爭力的薪酬予有關人士。本行亦確保任何董事、行政總裁或任何彼等聯繫人不能自行釐定薪酬。

薪酬委員會的大部分成員為獨立非執行董事。該委員會的主席為黃子欣，其他成員包括李國星、羅友禮、郭炳江及李福全。

薪酬委員會於2013年舉行的會議次數及個別成員的出席記錄載於第65頁。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

The following is a summary of work performed by the RC during and for the year 2013:

- Reviewed the Variable Remuneration for the Chief Executive, Senior Management and Key Personnel for 2012;
- Reviewed the list of Senior Management and other Key Personnel for 2013;
- Reviewed the Remuneration Package for the Chief Executive, Senior Management and Key Personnel for 2013;
- Reviewed the vesting of Deferred Variable Remuneration relating to 2010 and 2011 Awards;
- Reviewed Annual Salary Review for 2013;
- Reviewed Annual Salary Review for 2013 of the Local Staff of Overseas Branches and Subsidiaries;

- Considered Third Offer and Grant of share options under the 2011 Scheme to eligible employees including Chief Executive, Senior Management, and Division Heads;
- Reviewed the remuneration packages for newly promoted General Manager;
- Reviewed the Terms of Reference of the RC;
- Reviewed the *Remuneration Policy*; and
- Reviewed the audit on the Bank's Remuneration System.

The RC has made available its Terms of Reference, on the websites of the HKEx and the Bank, explaining its role and the authorities delegated to it by the Board.

The RC is provided with sufficient resources, including the advice of professional firms, if necessary, to discharge its duties.

The scales of Director's fees, and fees for membership of the AC, NC, RC and RIC are outlined below:

	Amount per annum
	2013
<i>Board of Directors:</i>	
Chairman	HK\$400,000
Deputy Chairman	HK\$280,000
Other Directors	HK\$260,000
<i>Audit Committee:</i>	
Chairman	HK\$180,000
Other members	HK\$105,000
<i>Nomination Committee:</i>	
Chairman	HK\$66,000
Deputy Chairman	HK\$50,000
Other members	HK\$38,500
<i>Remuneration Committee:</i>	
Chairman	HK\$66,000
Other members	HK\$38,500
<i>Risk Committee *:</i>	
Chairman	HK\$66,000
Other members	HK\$38,500

\* Newly established with effect from 1st April, 2013 and Member's fee was paid on a pro-rata basis during the year.

Information relating to the remuneration of each Director for 2013 is set out in Note 20 on the accounts on page 168.

## 企業管治報告 (續)

薪酬委員會在年內及為2013年度所做的工作，摘要如下：

- 檢討2012年度行政總裁、高層管理人員及主要管理人員的浮動薪酬；
- 檢討2013年度高層管理人員及主要管理人員名單；
- 檢討2013年度行政總裁、高層管理人員及主要管理人員的薪酬組合；
- 檢討2010及2011年度遞延浮動薪酬獎勵的歸屬；
- 檢討2013年度薪酬；
- 檢討2013年度海外分行及附屬公司當地員工的薪酬；

- 考慮根據2011計劃，給予及授出第三批認股權予合資格僱員，包括行政總裁、高層管理人員和處級主管；
- 檢討新晉升總經理的薪酬組合；
- 檢討薪酬委員會的職權範圍；
- 檢討薪酬政策；及
- 檢討本行的薪酬制度審核。

薪酬委員會職權範圍登載於香港交易所及本行的網站上，當中解釋其角色及董事會所授予的權力。

薪酬委員會獲供給充足資源，包括專業公司的意見(如需要)，以履行其職責。

董事袍金，以及審核委員會、提名委員會、薪酬委員會和風險委員會成員的酬金摘錄如下：

	年度金額
	2013年
董事會：	
主席	港幣40萬元
副主席	港幣28萬元
其他董事	港幣26萬元
審核委員會：	
主席	港幣18萬元
其他成員	港幣10.5萬元
提名委員會：	
主席	港幣6.6萬元
副主席	港幣5萬元
其他成員	港幣3.85萬元
薪酬委員會：	
主席	港幣6.6萬元
其他成員	港幣3.85萬元
風險委員會*：	
主席	港幣6.6萬元
其他成員	港幣3.85萬元

\* 於2013年4月1日成立，而委員會成員的酬金按比例支付。

有關各董事2013年度的薪酬資料載於第168頁的賬項附註20。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

### Disclosure of Remuneration Policy

In accordance with the “Guideline on a Sound Remuneration System” (the “Guideline”) issued by the HKMA in March 2010, the Bank has reviewed and revised its remuneration policy for employees of the Group, including its overseas branches and subsidiaries. The remuneration policy covers all categories of employees, including the 4 described in paragraph 2.1.1 of the Guideline. The Bank’s annual review of its remuneration policy includes a reassessment of the principles applied in determining remuneration packages, as well as the structure and amount of compensation ultimately awarded.

### General Principles

The remuneration policy of the Group promotes effective risk management, and is designed to encourage employee behaviour that supports the Group’s business objectives, long-term financial soundness, risk tolerance, and risk management framework.

### Remuneration Structure

Employee remuneration packages may consist of a combination of fixed and variable remuneration. The appropriate proportion of fixed and variable remuneration shall vary according to an employee’s seniority, role, responsibilities, and activities within the Group, among other things.

Fixed remuneration refers to an employee’s annual salary (including year-end pay), while variable remuneration – comprising cash bonus payments and/or share options – is awarded based on the employee’s performance with a view to better aligning incentives with risk and longer-term value creation. Variable remuneration, which is awarded in the form of cash bonus payments and/or share options, is determined according to existing industry practice and takes into account an employee’s seniority, role and responsibilities, and the actual or potential risks that the employee’s activities may create for the Group and the extent to which they may affect its overall performance.

Separate bonus schemes apply to risk control personnel, whose awards are not linked to the performances of the business units that they oversee.

### Employees’ Performance Measurements and the Award of Variable Remuneration

The RC determines the measures and the corresponding target levels of the Group’s performance with reference to corporate goals and objectives at the beginning of each financial year and when necessary.

Score-cards comprised of a set of pre-defined and assessable criteria are used to assess the performance of individual employees. The criteria are determined according to the individual’s areas of responsibility, as well as relevant financial and non-financial factors. To help ensure a balanced evaluation, a series of compliance and risk management ratings are also taken into account. The major types of risks covered are market, credit, interest rate, liquidity and operational risks. Other risks including legal, reputation and strategic risks are closely monitored at bank level by various risk management committees and adjustment will be made to an individual’s variable remuneration when appropriate. The award of variable remuneration to an employee is based on the overall performance of the Group, as well as the performance of the relevant business unit, and that individual employee. Poor performance (either financial or non-financial) will result in a reduction or elimination of variable remuneration. Moreover, performance in relation to non-financial factors, including risk and compliance, forms a significant part of the employee performance appraisal exercise, given that poor performance in these areas can be indicative of significant risks to the Group. Adverse performance in non-financial factors, where appropriate, should override outstanding financial achievements. The overall quality of an employee’s performance – as opposed to solely his/her financial performance – can therefore be accurately determined as an integral part of the assessment. This ultimately helps mitigate risk to the Group and ensures the deployment of suitable personnel based on competence.

### Senior Executive Compensation

The RC annually reviews the remuneration packages of the Chief Executive, Senior Management, and Key Personnel. The Senior Management consists of the 4 Deputy Chief Executives while Key Personnel includes 13 division heads, the Executive Director & Chief Executive of BEA China, and the Head of Capital Markets & Liquidity Management Department. The RC engaged an external consultant, Towers Watson, to review its Senior Executive Bonus Plan to ensure that it is in line with the guidelines issued by the various regulatory authorities in Hong Kong. In determining the remuneration packages of the Chief Executive, Senior Management, and Key Personnel, the RC also takes into account individual performances, performances of respective divisions and departments, and the Group’s overall business goals and objectives.

The aggregate payouts for these 21 senior executives for 2013 are shown in the table below in accordance with the disclosure requirement 3.2.3 of the Guideline.

## 薪酬政策的披露

按照金管局於2010年3月發出的《穩健的薪酬制度指引》(「《指引》」)，本行已檢討並修訂對本集團(包括其海外分行及附屬公司)僱員的薪酬政策。薪酬政策適用於所有僱員，並包括依據《指引》第2.1.1段所述而劃分的四類員工。本行每年檢討薪酬政策，當中包括重新評估應用於薪酬組合，以及報酬的架構及最終所發放金額的釐定原則。

### 一般原則

本集團的薪酬政策以促進有效的風險管理為原則，旨在鼓勵僱員支持本集團達成業務目標，維持長期財政穩健，以及本集團在風險承擔、風險管理架構等方面的工作。

### 薪酬架構

僱員的薪酬組合包含固定薪酬和浮動薪酬，兩者之間的合適比例因應僱員的職級、職務、職責，以及其在本集團內所進行的業務等而有所不同。

固定薪酬乃指僱員的年薪(包括雙糧)，而浮動薪酬(包含現金花紅及/或認股權)則根據僱員的工作表現而發放，使其所獲得的報酬更能配合風險和較長期的價值創造。浮動薪酬(發放的形式包括現金花紅及/或認股權)是以業內現行標準為釐定準則，而其中亦考慮到僱員的職級、職務、職責和他們所進行的業務對本集團可能帶來的實質或潛在風險，以及該等風險對本集團整體表現的影響程度。

本集團亦設有獨立賞金計劃予風險控制人員，而發放的獎金並非與其所監管的業務部門表現掛鉤。

### 僱員表現的衡量和浮動薪酬的發放

薪酬委員會於各個財政年度開始時及必要時，參考公司的目的和目標以釐定本集團表現的有關措施及相應目標水平。

本集團使用計分卡來評核個別僱員的工作表現，當中包含一套預設和可供評核的準則。這些準則乃依照僱員的主要職責範圍、相關財務及非財務因素，以及一系列合規和風險管理評級而釐定，確保僱員的工作表現獲平衡考量。主要風險的種類涵蓋市場、信貸、利率、流動資金及營運風險。而其他風險包括法律、信譽及策略風險則由不同的風險管理委員會在銀行層面上作出緊密監察，並於適當時調整個別僱員的浮動薪酬。浮動薪酬乃根據本集團的整體表現，以及相關業務部門及個別僱員的表現發放。如僱員表現未如理想(根據財務或非財務因素衡量)，其浮動薪酬會有所下調甚至撤銷。由於非財務因素(包括風險和合規)相關的表現未如理想時，可能顯示對本集團帶來重大風險，因此該表現將視作為評核僱員表現的重要考量因素。再者，非財務方面表現欠佳(在適當情況下)將凌駕於其財務方面的傑出表現。此舉使僱員的整體表現(而非僅僅考核其財務指標的表現)能準確地反映於一次完整的考核之中，從而有助減低本集團承受的風險，及確保根據僱員的能力調配人力資源。

### 高級行政人員的薪酬

薪酬委員會於每個年度檢討行政總裁、高層管理人員及主要管理人員的薪酬組合。高層管理人員由4名副行政總裁組成，而主要管理人員則包括13名處級主管、東亞中國執行董事兼行長，以及資本市場及流動資金管理部門主管。薪酬委員會委聘外部顧問公司——韜睿惠悅——檢討高級行政人員賞金計劃，並確保其符合香港不同監管機構發布的指引。薪酬委員會在釐定行政總裁、高層管理人員及主要管理人員的薪酬組合時所考慮的因素，包括個人工作表現、相關分處及部門的業績表現，以及本集團的整體業務目的和目標。

根據《指引》第3.2.3項的披露規定，此等合共21名高級行政人員於2013年度獲得的薪酬總額載於下表。



## CORPORATE GOVERNANCE REPORT (CONTINUED)

## Total value of remuneration in 2013

Total value of remuneration awards for the current financial year	Non-deferred (HK\$ Million)	Deferred (HK\$ Million)
(i) Chief Executive		
<i>Fixed remuneration</i>		
• Cash-based	9.82	–
<i>Variable remuneration</i>		
• Cash-based	12.37	9.78
• Share Options	–	8.78
(ii) Senior Management		
<i>Fixed remuneration</i>		
• Cash-based	14.21	–
<i>Variable remuneration</i>		
• Cash-based	15.33	3.91
• Share Options	–	11.42
(iii) Key Personnel		
<i>Fixed remuneration</i>		
• Cash-based	33.13	–
<i>Variable remuneration</i>		
• Cash-based	22.57	8.81
• Share Options	–	6.09

## Remarks:

- (i) For indicative purpose only, the value of share options is calculated based on the fair value of the Bank's shares on 19th February, 2014.
- (ii) No guaranteed bonuses, sign-on, or severance payments were made to the Chief Executive, Senior Management, and Key Personnel of the Group in 2013.

## Total outstanding deferred remuneration in 2013

Outstanding deferred remuneration	Vested during the year 2013 (HK\$ Million)	Unvested as at the end of 2013 (HK\$ Million)
(i) Chief Executive		
• Cash-based	1.11	11.81
• Share Options	6.19	15.30
(ii) Senior Management		
• Cash-based	–	4.99
• Share Options	8.02	19.92
(iii) Key Personnel		
• Cash-based	3.33	13.98
• Share Options	3.72	8.70

## Remarks:

- (i) No performance adjustments were made to the unvested deferred remuneration for the Chief Executive, Senior Management, and Key Personnel of the Group in 2013 due to their performance or any other factors.
- (ii) The values of share options are calculated based on the fair value on the respective Grant Dates.
- (iii) The vested cash bonuses and share options relate to the 2010 variable remuneration award granted in 2011 and vested in 2013, and the 2011 variable remuneration award granted in 2012 and vested in 2013. The total number of share options granted in 2011 and 2012 are 5,950,000 shares and 5,950,000 shares respectively.
- (iv) The unvested cash bonuses and share options relate to the 2010, 2011 and 2012 variable remunerations.
- (v) The outstanding deferred remuneration of Key Personnel in 2013 includes the vested and unvested cash bonuses and share options of 3 Key Personnel who left the Group on 1st January, 2013 and 1st October, 2013 respectively.

Details of the remuneration payable to members of the Senior Management by band are disclosed in Note 21 on the accounts on page 170.

## 2013年度薪酬總值

本財政年度發放的薪酬總值	非遞延 (港幣百萬元)	遞延 (港幣百萬元)
<b>(i) 行政總裁</b>		
固定薪酬		
• 薪金	9.82	—
浮動薪酬		
• 現金花紅	12.37	9.78
• 認股權	—	8.78
<b>(ii) 高層管理人員</b>		
固定薪酬		
• 薪金	14.21	—
浮動薪酬		
• 現金花紅	15.33	3.91
• 認股權	—	11.42
<b>(iii) 主要管理人員</b>		
固定薪酬		
• 薪金	33.13	—
浮動薪酬		
• 現金花紅	22.57	8.81
• 認股權	—	6.09

註：

- (i) 認股權價值乃參照本行股份於2014年2月19日的公平價值計算，僅供參考用途。  
(ii) 集團於2013年度並無向行政總裁、高層管理人員及主要管理人員支付保證花紅、簽約受聘酬金或遣散費。

## 2013年度未發放的遞延薪酬總額

未發放的遞延薪酬	於2013年度已歸屬 (港幣百萬元)	於2013年底未歸屬 (港幣百萬元)
<b>(i) 行政總裁</b>		
• 現金花紅	1.11	11.81
• 認股權	6.19	15.30
<b>(ii) 高層管理人員</b>		
• 現金花紅	—	4.99
• 認股權	8.02	19.92
<b>(iii) 主要管理人員</b>		
• 現金花紅	3.33	13.98
• 認股權	3.72	8.70

註：

- (i) 行政總裁、高層管理人員及主要管理人員的未歸屬遞延薪酬於2013年度並無因彼等工作表現或其他因素而作出調整。  
(ii) 認股權價值乃根據各授予日的公平價值計算。  
(iii) 已歸屬現金花紅及認股權為2011年授予並於2013年歸屬的2010年浮動薪酬和2012年授予並於2013年歸屬的2011年浮動薪酬。於2011及2012年授予的認股權總額分別為5,950,000股及5,950,000股。  
(iv) 未歸屬現金花紅及認股權為2010、2011及2012年浮動薪酬。  
(v) 2013年度之主要管理人員未發放的遞延薪酬含3名已分別於2013年1月1日及2013年10月1日離職之主要管理人員的已歸屬及未歸屬現金花紅及認股權。

按等級披露的高層管理人員的薪酬詳情載於第170頁的賬項附註21內。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

### Deferral Arrangements

The award of variable remuneration to the Chief Executive, Senior Management, and Key Personnel is subject to deferment in such a manner as determined by the RC. In general, the proportion of variable remuneration which is subject to deferment will increase in line with the seniority, scope of responsibilities, and other relevant factors pertinent to the Chief Executive, Senior Management, and Key Personnel.

The award of deferred remuneration is subject to a minimum vesting period and pre-defined vesting conditions as determined by the RC and communicated to all relevant employees. Deferred remuneration is awarded in such a manner so as to align employees' incentive awards with long-term value creation and the time horizons of risk. The future performance (both financial and non-financial) of the Group, relevant business units, and individual employees, as well as the creation of value for our shareholders, are taken into consideration when determining vesting conditions. Vesting and payment of deferred remuneration will be made gradually over a period of 3 years and no faster than on a pro-rata basis.

In circumstances where it is later established that any performance measurement for a particular year was based on data that is later proven to have been manifestly misstated, or it is later established that the relevant employee has committed fraud, malfeasance, or a violation of internal control policies, any unvested portions (i.e. both cash bonuses and/or share option tranches that have yet to be vested) of deferred variable remuneration (relating to that particular year in question) should be forgone, either in part or in whole, as determined by the RC. In certain circumstances, claw back of vested portion of the deferred variable remuneration of that particular year may apply.

### Future Review

As a major financial institution in Hong Kong, the Group not only takes extensive measures to ensure that it complies with all the relevant guidelines, rules, and regulations, but also adopts positive steps to ensure that ethical, social, and environmental aspects are taken into account when determining remuneration policies and packages.

The Group will keep abreast of the latest development in the labour market, especially in the financial services sector, and will review and refine its compensation and remuneration policies whenever necessary to enable the provision of competitive remuneration packages to ensure the retention of talent.

## C. ACCOUNTABILITY AND AUDIT

### Financial reporting

It is the responsibility of the Board to present a balanced, clear and comprehensible assessment of the Bank's performance, position and prospects.

Management shall provide sufficient explanation and information to the Board as will enable the Board to make an informed assessment of the financial and other information presented before the Board for approval. It provides the Board with monthly updates giving a balanced and understandable assessment of the Bank's performance, position and prospects to assist the Board as a whole and each Director to discharge their duties.

The Directors are responsible for keeping proper accounting records and preparing accounts of each financial period, which give a true and fair view of the state of affairs of the Group and of the results and cash flow for that period. In preparing the accounts for the year ended 31st December, 2013, the Directors have:

- consistently applied appropriate accounting policies;
- made judgements and estimates that are prudent and reasonable; and
- prepared the accounts on the going concern basis.

The Bank has announced its annual and interim results within 2 months after the end of the relevant periods, which is earlier than the limit of 3 months (for annual results) and within the limit of 2 months (for interim results) as required by Rule 13.49(1) and (6) of the Listing Rules respectively.

A statement by the auditors about their reporting responsibilities is included in the Independent Auditor's Report on page 124.

The Board will present a balanced, clear and understandable assessment to annual and interim reports, other price-sensitive announcements and other financial disclosures required under the Listing Rules, and reports to regulators as well as to information required to be disclosed pursuant to statutory requirements.

### Internal controls

It is the responsibility of the Board to ensure that the Bank maintains sound and effective internal controls to safeguard the shareholders' investment and the Bank's assets.

The internal control system of the Bank comprises comprehensive policies and standards under a well-established organisational structure. Areas of responsibilities of each business and operational unit are clearly defined to ensure effective checks and balances.

## 遞延安排

行政總裁、高層管理人員及主要管理人員的浮動薪酬依照薪酬委員會所定的遞延安排發放。一般而言，行政總裁、高層管理人員及主要管理人員可予遞延的浮動薪酬比例，會按其本身的職級、職責範圍和其他相關因素而增加。

遞延薪酬的發放受限於薪酬委員會所定並通知各有關僱員的最短歸屬期限和預設的歸屬條件。遞延薪酬的發放應能確保僱員所獲的報酬與長期的價值創造和風險的存在時間相配合。在釐定歸屬條件時，會考慮到集團、相關業務部門和僱員日後在財務及非財務方面的表現，以及為股東所創造的價值。遞延薪酬的歸屬和支付將會在3個年度內分階段及按比例進行。

若日後確定用以衡量某年度工作表現的數據被證實為明顯地錯誤陳述，或有關僱員曾作欺詐、違法或違反內部管控政策等行為，其於該年度內遞延浮動薪酬中的全部或部分未歸屬現金花紅及/或認股權將會按照薪酬委員會的決定予以取消。在若干情況下，該特定年度的已歸屬遞延浮動薪酬可予以收回。

## 未來檢討

本集團作為香港主要的金融機構，在釐定薪酬政策和組合時不但採取廣泛措施確保符合所有相關原則、規則和規例，並採取積極的措施以確保顧及道德、社會和環境各方面。

本集團將會密切留意勞工市場，尤其是金融服務界別的最新發展，並在必要時檢討及改善薪酬及報酬政策，藉此提供具競爭力的薪酬組合以留住人才。

## C. 問責及稽核

### 財務匯報

董事會有責任對本行的表現、狀況及前景作出一個平衡、清晰及全面的評核。

管理層須向董事會提供足夠解釋及資料，讓董事會可以就提交予他們批核的財務及其他資料，作出有根據的評審。管理層每月向董事會提供更新資料，就有關本行的表現、財務狀況及前景的公正且易於理解的評估，以協助董事會及各董事履行彼等的職責。

董事負責備存適當的會計記錄及編製每個財政期間的賬項，使這些賬項能真實和公平地反映本集團在該段期間的財政狀況、業績及現金流量表現。在編製截至2013年12月31日止年度的賬項時，董事已：

- 貫徹地應用適當的會計政策；
- 作出審慎及合理的判斷及估計；及
- 按持續經營基準編製賬項。

本行一向在有關財政期間結束後2個月內公布年度及中期業績，較《上市規則》第13.49(1)條所規定3個月(年度業績)的期限為早，亦符合《上市規則》第13.49(6)條所規定2個月(中期業績)的期限。

核數師的申報責任聲明載於第125頁的獨立核數師報告內。

董事會在各方面將作出平衡、清晰及可理解的評審，包括：年度報告及中期報告、其他涉及股價敏感資料的公告及根據《上市規則》規定須予披露的其他財務資料，以及向監管者提交的報告書，以至根據法例規定須予披露的資料。

### 內部監控

董事會負責確保本行的內部監控系統穩健妥善而且有效，以保障股東的投資及本行的資產。

本行的內部監控系統包含一個完善的公司架構以及全面的政策及標準。各業務及營運單位的職責範圍清晰劃分，以確保有效監察和制衡。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

The key procedures that the Board established to provide effective internal controls are as follows:

- A distinct organisation structure exists with defined lines of authority and control responsibilities.
- A comprehensive management accounting system is in place to provide financial and operational performance indicators to the Management and the relevant financial information for reporting and disclosure purpose.
- Policies and procedures are designed for safeguarding assets against unauthorised use or disposition; for maintaining proper accounting records; and for ensuring the reliability of financial information used within the business or for publication. The procedures provide reasonable but not absolute assurance against material errors, losses or fraud.
- Systems and procedures are also in place to identify, measure, manage, control and report risks including credit, market, operational, liquidity, interest rate, strategic, legal and reputation risks. Exposure to these risks is monitored by RIC, assisted by Risk Management Committee, Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee. In addition, procedures are designed to ensure compliance with applicable laws, rules and regulations.
- The AC reviews reports (including management letter) submitted by external auditors to the Group's Management in connection with the annual audit and internal audit reports submitted by the Group Chief Auditor.
- A *Policy on Handling and Dissemination of Inside Information* is in place, setting out the guiding principles, procedures and internal controls for the handling and dissemination of inside information in a timely manner.
- A *Whistle-blowing Policy* is in place, which encourages employees to raise concerns, in confidence, with the AC about possible improprieties in any matter related to the Bank. The Bank treats all information received confidentially and protects the identity and the interests of all whistle-blowers.

The Board, through the AC, assesses the effectiveness of the Group's internal control system which covers all material controls, including financial, operational and compliance controls as well as risk management functions, on an annual basis. Pursuant to a risk-based approach, the Group's Internal Audit Department conducts independent reviews of risks associated with and controls over various operations and activities. Significant findings on internal controls are reported to the AC twice each year. During the year 2013, no major issue but areas for improvement have been identified and appropriate measures taken. The AC reports its work to the Board on a semi-annual basis.

### Audit Committee

It is the responsibility of the Board to establish formal and transparent arrangements for considering how it will apply the financial reporting and internal control principles and for maintaining an appropriate relationship with the Bank's auditors.

The Bank has established an AC with specific written Terms of Reference which deal clearly with its authority and duties. The Terms of Reference of the AC have included the duties set out in Code Provisions C.3.3, C.3.7 and D.3.1 of the CG Code, with appropriate modifications where necessary.

The AC is delegated by the Board with the responsibility of monitoring and overseeing the corporate governance functions of the Bank as set out in Code Provision D.3.1 of the CG Code.

As laid down in the Terms of Reference, the AC is responsible for reviewing corporate governance functions, financial controls, internal control and risk management systems, the adequacy of resources, staff qualifications and experience, training programmes and budget of the accounting and financial reporting function, annual report and accounts, and half-year interim report.

All the members of the AC are INEDs. This Committee is chaired by Winston LO Yau-lai. The other members are Allan WONG Chi-yun, WONG Chung-hin, Kenneth LO Chin-ming, William DOO Wai-hoi and Valiant CHEUNG Kin-piu.

ACMs are held at least three times a year. The Chairman & Chief Executive, Deputy Chief Executives, other Senior Executives, and the external auditors were invited to attend these meetings. During the year, the external auditors held meetings with the AC, without the presence of the Chairman & Chief Executive, Deputy Chief Executives and the other Senior Executives.

The AC is accountable to the Board and the minutes of the ACM are kept by the Company Secretary. Draft and final versions of minutes of the ACM will be sent to all members of the AC for their comment and record respectively, in both cases within a reasonable period after the meetings.

The number of meetings held by the AC and attendance of individual members at ACM in 2013 is recorded on page 64.

The following is a summary of the work performed by the AC during and for the year 2013:

- Reviewed and endorsed the policies and practices under the Bank's CG Framework, including the *Corporate Governance Policy* and made recommendations to the Board, where appropriate;



以下為董事會為提供有效的內部監控而建立的主要程序：

- 組織架構權責清晰，監控層次分明。
- 設立一個全面的管理會計系統，為管理層提供財務及營運表現的指標，以及用作匯報和披露的財務資料。
- 政策及程序的設計為保障資產不致被非授權挪用或處置；保存恰當的會計記錄；以及確保用作業務及公告上的財務資料的可靠性。有關程序提供合理（而非絕對）的保證，以防出現嚴重的錯誤、損失或舞弊。
- 設有系統及程序去識別、衡量、處理、控制及匯報風險，包括信貸、市場、營運、流動資金、利率、策略、法律以及信譽風險。風險委員會由風險管理委員會、信貸委員會、資產負債管理委員會和營運風險管理委員會協助，負責監察本集團面對風險的程度。此外，程序的設計均為確保遵守適用法例、規則及規例。
- 審核委員會審閱由外聘核數師提交予本集團管理層涉及年度核數的報告（包括致管理層的審核情況說明函件），及由集團總稽核呈交的內部稽核報告。
- 建立一套處理及發布內幕消息政策，列出指導性原則、程序及內部監控，使內幕消息得以適時處理及發布。
- 建立舉報政策，鼓勵僱員在保密情況下就有關本行的任何事宜向審核委員會舉報可能發生的不當行為。本行會對接獲的所有資料保密，並保護舉報人的身份及權益。

董事會透過審核委員會每年一次評核本集團內部監控系統的效能。該系統涵蓋所有重要監控，包括財務、營運及遵守法規的監控，以及風險管理的功能。本集團稽核部採用風險為本的評估方法，針對與各項運作和活動有關的風險及監控進行獨立審閱。有關內部監控的重要審閱結果，每年兩次向審核委員會匯報。2013年內並無發現重大事項，惟需要改進的地方已予確認並已作出相應措施。審核委員會每半年向董事會匯報其工作。

## 審核委員會

董事會負責就如何應用財務匯報及內部監控原則，及如何維持與本行核數師適當的關係，作出正規及具透明度的安排。

本行已設立一個審核委員會，並以書面訂明具體的職權範圍，清楚說明委員會的職權及責任。審核委員會的職權範圍已包括《企業管治守則》條文第C.3.3, C.3.7及D.3.1條所載的職責，惟因應需要而作適當修改。

董事會授權予審核委員會監管及監察本行的企業管治職能的職責，有關職責載於《企業管治守則》條文第D.3.1條。

根據其職權範圍，審核委員會負責檢討企業管治職能、財務監控、內部監控及風險管理系統、會計及財務匯報職能員工的資源、資歷和經驗是否足夠，以及員工所接受的培訓課程及有關預算又是否充足，並負責檢討審閱年度報告、賬目和半年中期報告。

審核委員會的所有成員均為獨立非執行董事。委員會主席為羅友禮，其他成員包括黃子欣、黃頌顯、駱錦明、杜惠愷及張建標。

審核委員會會議每年召開最少3次。主席兼行政總裁、副行政總裁、其他高級行政人員及外聘核數師均獲邀參加會議。年內，在主席兼行政總裁、副行政總裁及其他高級行政人員避席的情況下，外聘核數師與審核委員會舉行會議。

審核委員會須向董事會負責，而審核委員會的會議記錄由公司秘書保存。審核委員會會議記錄的初稿及最後定稿通常在會議後合理期間內先後發送予委員會全體成員，初稿供成員表達意見，最後定稿作記錄之用。

審核委員會於2013年舉行的會議次數及個別成員的出席記錄載於第65頁。

審核委員會在年內及為2013年度所做的工作，摘要如下：

- 檢討及批准本行企業管治架構下的政策及常規，包括企業管治政策，並於適當情況下向董事會提出建議；

## CORPORATE GOVERNANCE REPORT (CONTINUED)

- Reviewed the training and continuous professional development of Directors and Senior Management.
- Reviewed the policies and practices on compliance with legal and regulatory requirements;
- Reviewed the code of conduct and compliance manual applicable to employees and Directors;
- Reviewed the status of compliance with the CG Code and disclosure in the Corporate Governance Report;
- Met with the external auditors to discuss the general scope of their audit work;
- Reviewed External Auditors' 2013 annual audit plan;
- Reviewed external auditor's management letter and management's response;
- Reviewed and approved the appointment of external auditors for providing non-audit services to the Group;
- Reviewed the Auditors' Independent Assurance Reports in respect of the Bank's financial disclosures under the Banking (Disclosure) Rules for 2012 and for the six months ended 30th June, 2013;
- Reviewed and recommended to the Board for approval of the audit fee proposal for the Group for 2013;
- Recommended to the Board to re-appoint KPMG as the Group's external auditors for 2013;
- Reviewed the internal audit reports covering the evaluation of internal controls, including the adequacy of resources, qualifications and experience of the staff of the Bank's accounting and financial reporting function, and their training programmes and budget; internal control systems; and compliance with the CG Code;
- Reviewed the Auditor's Report regarding the internal control systems for 2012 prepared under section 63(3A) of the Banking Ordinance;
- Reviewed the on-site examination reports of the HKMA;
- Reviewed the Interim Report and the interim results announcement for the six months ended 30th June 2013;
- Reviewed the audited accounts and final results announcement for 2013;
- Reviewed and approved Group internal audit plan for 2014; and
- Met with the HKMA to exchange views.

All matters raised by the AC have been addressed by the Management. The work and findings of the AC have been reported to the Board. During the year, no issues brought to the attention of the Management and the Board were of sufficient importance to require disclosure in the Annual Report.

The Board agreed with the AC's proposal for the re-appointment of KPMG as the Group's external auditor for 2014. The recommendation will be presented for the approval of shareholders at the 2014 AGM.

No former partners of the Bank's external auditors is acting as a member of the AC before expiry of a period of one year commencing the later of the date of his ceasing to be a partner of the firm or to have any financial interest in the firm.

The AC has made available its Terms of Reference, on the websites of the HKEx and the Bank, explaining its role and the authorities delegated to it by the Board.

The AC is provided with sufficient resources, including the advice of external auditors and Internal Audit Department, to discharge its duties.

The Bank has established the *Policy on Appointment of External Auditor for Provision of Non-Audit Services*, setting out the principles by which an external auditor may be appointed to provide non-audit services, with a view to ensuring the independence of the external auditor.

### Auditor's Remuneration

During 2013, the fees paid or payable to KPMG, the Bank's external auditor, and its associates for providing non-audit services amounted to approximately HK\$5.1 million, which included the following items:

- Review and consultancy services: HK\$2.4 million;
- Services made at the request of regulators: HK\$0.7 million;
- Taxation services: HK\$1.7 million; and
- Other services: HK\$0.3 million.

The fee paid or payable to KPMG for providing audit service of the Group is HK\$15 million.

### Risk Committee

To further enhance the Group's risk management framework, and in line with the best practices encouraged by the HKMA, in April 2013 the Bank set up the RIC to deal with risk management related issues, in particular strategic issues, of the Group, including risk appetite, risk management strategies, risk management framework, risk management policies and risk profile. The RIC is established with specific written Terms of Reference which deal clearly with its authorities and duties.

## 企業管治報告 (續)

- 檢討董事及高層管理人員的培訓及持續專業發展；
- 檢討在遵守法律及監管規定方面的政策及常規；
- 檢討僱員及董事的操守準則及合規手冊；
- 檢討遵守《企業管治守則》的情況及在企業管治報告內的披露；
- 會見外聘核數師以商討其核數工作的一般範圍；
- 審閱外聘核數師的2013年度稽核計劃；
- 審閱外聘核數師致管理層的審核情況說明函件及管理層的回應；
- 審閱及批准聘用外聘核數師各本集團提供非核數服務；
- 審閱外聘核數師就本行根據《銀行業(披露規則)》作出有關2012年度及截至2013年6月30日止6個月的財務披露的獨立確認報告；
- 審閱及向董事會推薦批准2013年集團的核數費用建議；
- 向董事會建議向股東提呈續聘畢馬威會計師事務所為本集團2013年度的外聘核數師；
- 審閱涵蓋內部監控評估的內部稽核報告，包括本行會計及財務匯報職能員工的資源、資歷和經驗，以及有關職能的培訓計劃和預算是否充裕；內部監控系統；遵守《企業管治守則》的情況；
- 審閱《銀行條例》63(3A)條下2012年度內部監控系統核數師報告；
- 審閱金管局發出的現場審查報告；
- 審閱截至2013年6月30日止6個月的中期報告及中期業績公告；
- 審閱2013年度經審核賬目及全年業績公告；
- 審閱及批准2014年度集團的內部稽核計劃；及
- 與金管局會面交換意見。

審核委員會所提出的事項已交回管理層處理。審核委員會的工作情況及審閱結果已向董事會報告。年內，已提交管理層及董事會所需留意的事項，其重要性不足以需在年報內披露。

董事會同意審核委員會續聘畢馬威會計師事務所為本集團2014年度外聘核數師的建議。推薦建議將在2014股東周年常會上提呈予股東批准。

審核委員會並無任何成員於其終止成為本行核數公司合夥人當日或其不再享有該核數公司財務利益當日起計一年內，擔任核數公司的前任合夥人。

審核委員會的職權範圍登載於香港交易所及本行的網站上，解釋其角色，以及董事會所授予的權力。

審核委員會獲供給充足的資源，包括外聘核數師及內部稽核部的意見，以履行其職責。

本行已訂立委任外聘核數師提供非核數服務政策，訂明委任外聘核數師提供非核數服務的原則，以確保外聘核數師的獨立性。

### 核數師酬金

2013年內支付或需支付予本行的外聘核數師 — 畢馬威會計師事務所 — 及其聯營公司提供非核數服務的費用約為港幣510萬元，其中包括以下事項：

- 審查及顧問服務：港幣240萬元；
- 按監管機構要求所作的服務：港幣70萬元；
- 稅務服務：港幣170萬元；及
- 其他服務：港幣30萬元。

為集團提供核數服務的已支付或須支付予畢馬威會計師事務所的費用為港幣1,500萬元。

### 風險委員會

為了進一步鞏固本集團的風險管理架構及遵循金管局倡導的最佳做法，本行於2013年4月設立了風險委員會，負責處理本集團的風險管理相關事宜，尤其是策略事宜，涵蓋風險偏好、風險管理策略、風險管理架構、風險管理政策及風險狀況。風險委員會於成立時已書面訂明具體的職權範圍，列明其職權及職務。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

The RIC is assisted by the Risk Management Committee and specialised risk management committees, namely Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee, to deal with daily management of risk-related issues; and by the Crisis Management Committee to deal with crisis management.

A majority of the members of the RIC are NEDs (including INEDs). The Committee is chaired by David LI Kwok-po. The other members are Aubrey LI Kwok-sing, Winston LO Yau-lai, Eric LI Fook-chuen and Valiant CHEUNG Kin-piu.

The number of meetings held by the RIC and the attendance of individual members at RICM in 2013 is recorded on page 64.

The following is a summary of the work performed by the RIC during and for the year 2013:

- Reviewed the Group's Risk Appetite Statement;
- Reviewed the Group's risk management strategies;
- Reviewed and monitored the Group's risk profiles;
- Reviewed the Group's risk management framework;
- Reviewed the *Group Risk Management Policy*;
- Reviewed the Internal Capital Adequacy Assessment Process;
- Reviewed the stress-testing results for major risks;
- Reviewed the RIC Report;
- Reviewed regulatory updates on risk management related issues and considered their probable material implications to the Group;
- Reviewed the Terms of Reference of the RIC, Crisis Management Committee, Risk Management Committee, Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee; and
- Oversaw the implementation of risk management policies and compliance with respective statutory rules and regulations.

The RIC has made available its Terms of Reference, on the website of the Bank, explaining its role and the authorities delegated to it by the Board.

The RIC is provided with sufficient resources including the advice of independent professional firms, if necessary, to discharge its duties.

## D. DELEGATION BY THE BOARD

### Board Committees

Board Committees are established to deal with matters as sufficiently prescribed in respective terms of reference. Apart from the AC (particulars are disclosed under section C), the RC (particulars are disclosed under section B), the NC (particulars are disclosed under section A), and the RIC (particulars are disclosed under section C), the Board has also established the following 9 specialised Board Committees, each of which has specific roles and responsibilities delegated by the Board:

1. Sealing Committee is responsible for directing the usage and custody of the Bank's common seal;
2. Executive Committee is responsible for reviewing all major functions and critical issues relating to the businesses and operations of the Group;
3. Policy Committee is responsible for discussing and formulating various strategies and policies for managing businesses and operations of the Group;
4. Risk Management Committee is responsible for assisting the RIC in the daily management of risk-related issues of the Group including risk profile, regulatory updates and stress-testing;
5. Credit Committee is responsible for dealing with all credit risk related issues of the Group;
6. Operational Risk Management Committee is responsible for dealing with all issues related to operational, legal and reputation risks of the Group;
7. Asset and Liability Management Committee is responsible for dealing with all issues related to market, interest rate, liquidity, strategic risks and capital management of the Group;
8. Crisis Management Committee is responsible for dealing with the Group's management of crisis scenarios which jeopardise or have the potential to jeopardise the Group in its reputation, liquidity/ financial position and business continuity; and
9. Investment Committee is responsible for reviewing and formulating investment strategies as well as making investment decisions in respect of fixed income, equity and equity related investments for the Bank, and The Bank of East Asia, Limited Employees' Provident Fund.

The Terms of Reference of the AC, the RC, the NC, and the RIC require such Board Committees to report back to the Board on their decisions or recommendations. Material matters will be reported to the Board by the other Board Committees according to their respective Terms of Reference.

風險委員會由風險管理委員會及專責風險管理委員會 (包括信貸委員會、資產負債管理委員會和營運風險管理委員會) 協助, 負責處理風險相關事項的日常管理事宜, 並且由危機管理委員會協助, 處理危機管理事宜。

風險委員會大部分成員均為非執行董事 (包括獨立非執行董事)。委員會主席為李國寶, 其他成員包括李國星、羅友禮、李福全及張建標。

風險委員會於 2013 年舉行的會議次數及個別成員的出席記錄載於第 65 頁。

風險委員會在年內及為 2013 年度所做的工作, 摘要如下:

- 檢討本集團的風險偏好報告書;
- 檢討本集團的風險管理策略;
- 檢討及監察本集團的風險狀況;
- 檢討本集團的風險管理架構;
- 檢討集團風險管理政策;
- 檢討內部資本充足評估程序;
- 審閱主要風險的壓力測試結果;
- 審閱風險委員會報告;
- 審閱與風險管理相關的新監管規定, 並考慮其可能對本集團造成的重大影響;
- 審閱風險委員會、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和營運風險管理委員會的職權範圍; 及
- 監督本集團執行風險管理政策及遵守相關法例及法規。

風險委員會的職權範圍登載於本行的網站上, 解釋其角色, 以及董事會所授予的權力。

風險委員會獲提供充足資源, 包括獨立專業公司的意見 (如需要), 以履行其職責。

## D. 董事會權力的轉授

### 董事會轄下的委員會

董事會轄下的委員會負責處理相關職權範圍內訂明的事宜。除審核委員會 (詳情在 C 項下披露)、薪酬委員會 (詳情在 B 項下披露)、提名委員會 (詳情在 A 項下披露) 及風險委員會 (詳情在 C 項下披露) 外, 董事會亦設立以下 9 個專責委員會, 每個專責委員會均獲董事會授予特定的角色及職責:

1. 印章委員會負責監督本行之法定印章的使用及保管;
2. 執行委員會負責檢討集團各項有關業務及運作的主要功能和重大事宜;
3. 政策委員會負責商討及制定策略和政策以管理集團各類業務及運作;
4. 風險管理委員會負責協助風險委員會處理集團風險相關事項的日常管理事宜, 包括風險狀況、新監管規定及壓力測試;
5. 信貸委員會負責處理集團所有與信貸風險有關的事宜;
6. 營運風險管理委員會負責處理集團所有與營運、法律及信譽風險有關的事宜;
7. 資產負債管理委員會負責處理集團所有與市場、利率、流動資金、策略風險及資本管理有關的事宜;
8. 危機管理委員會在發生或有可能發生危害集團聲譽、流動資金/財政狀況及持續業務運作的事故時負責處理集團的危機事故管理事宜; 及
9. 投資委員會負責檢討及制定本行及東亞銀行有限公司僱員公積金就有關定息債券、股票及其他股票相關投資工具的投資策略。

審核委員會、薪酬委員會、提名委員會及風險委員會的職權範圍規定該等委員會要向董事會匯報其決定或建議。而其他董事會轄下的委員會亦會根據其職權範圍向董事會匯報重要事項。



## CORPORATE GOVERNANCE REPORT (CONTINUED)

### Management functions

While the Board is responsible for formulating overall strategy to guide and monitor the performance of the Group, the management of day-to-day operation of the Group's businesses and implementation of the strategy and direction set by the Board has been delegated to the Management.

The Bank has established a *Schedule of Matters Reserved to the Board for Decision* ("Schedule") to formalise the matters reserved for the Board's approval and delegation of power to the Management and Board Committees. The *Schedule* will be reviewed periodically to ensure that it remains appropriate to the Bank's needs.

### E. COMPANY SECRETARY

The Company Secretary is responsible for, among other things, ensuring that Board procedures are observed, and that the Articles of Association, relevant rules and regulations, including requirements of the Listing Rules, Companies Ordinance and Disclosures of Interests under the SFO, are complied with. The Company Secretary assists the Chairman and the Board in implementing and strengthening corporate governance practices and processes of the Bank. All Directors have access to the advice and services of the Company Secretary.

The Company Secretary assists the Chairman in ensuring efficient information flow within the Board and Board Committees and between Directors and Senior Management. The Company Secretary is responsible for facilitating induction programme of new Directors and the continuous professional development of existing Directors. The Company Secretary assists the Chairman of the Board and Chairmen of the Board Committees<sup>6</sup> in the development of the agendas for the Board and Board Committee meetings. He also attends and prepares minutes for Board and Board Committee meetings.

The Company Secretary is an employee of the Bank and reports directly to the Chairman & Chief Executive. The Board approves the selection, appointment or dismissal of the Company Secretary. During the year, the Company Secretary undertook over 15 hours of professional training.

### F. SHAREHOLDERS' RIGHTS & INVESTOR RELATIONS

#### Communication with Shareholders

The Bank recognises the importance of maintaining continuous communication with shareholders and has in place a *Shareholders Communication Policy* which sets out the practices in relation to communication with the shareholders and the investment community. Such Policy which is published on the website of the Bank, shall be reviewed by the AC and the Board on a regular basis to ensure its effectiveness.

In order to ensure shareholders and investors have fair, timely and simultaneous access to the Bank's information, the Bank through various channels, including its website ([www.hkbea.com](http://www.hkbea.com)), provide shareholders and investors timely access and continuous disclosure of the Bank's announcements, financial results, and press release. The Bank also hold press conference to present half-year and full-year financial results to the media and analysts.

The Bank welcomes shareholders' views and concerns relating to the Group's management and governance. Shareholders may at any time send their enquiries to the Board by addressing to the Bank's Company Secretary at the Bank's registered address or email at [info@hkbea.com](mailto:info@hkbea.com).

#### General Meetings

The Board endeavours to maintain an ongoing dialogue with shareholders and, in particular, uses the AGMs or other general meetings which provide a useful forum for shareholders to exchange views with the Board. The Chairman of each of the AC, NC, RC and RIC, external auditors, Senior Management and legal advisors, are also present to answer shareholders' questions.

Shareholders are informed of details about the AGM through published notices or circulars sent to all shareholders and are requested to participate and openly communicate their views on matters relating to the Bank. Separate resolutions are proposed at general meetings for each substantial issue, including the election and re-election (as the case may be) of individual Directors. An explanation of the detailed procedures of conducting a poll will be provided to shareholders at the AGM, to ensure that shareholders are familiar with such procedures.

<sup>6</sup> Those Board Committees of which the Company Secretary is the appointed secretary.

## 管理功能

董事會的職責在於制定整體策略來指導及監察集團的表現，至於集團業務日常營運管理，以及實施董事會制定的策略和方向等職能則授權管理層進行。

本行已訂立一份保留予董事會決定的事項表（「事項表」），以界定保留予董事會決定及授權管理層和董事會轄下委員會權力的事項，並定期檢討該事項表以確保符合本行的需要。

## E. 公司秘書

公司秘書的責任（其中包括）為確保本行遵守董事會程序、組織章程細則、相關規則及規例（包括《上市規則》的規定、《公司條例》及《證券及期貨條例》下披露權益的規定）。公司秘書須協助主席及董事會執行及加強本行的企業管治實務及程序。所有董事均可取得公司秘書的意見和享用其服務。

公司秘書協助主席確保董事會及董事會轄下委員會之間，以及董事與高層管理人員之間的資訊有效率地交流。公司秘書負責安排新任董事就職培訓及現任董事的持續專業發展。公司秘書協助董事會主席及各董事會轄下委員會<sup>6</sup>主席制定會議的議程。公司秘書亦出席所有董事會及其轄下委員會會議，並負責編寫會議記錄。

公司秘書為本行僱員，直接向主席兼行政總裁匯報。公司秘書的遴選、委任或解僱由董事會批准。年內，公司秘書已接受超過 15 個小時的專業培訓。

## F. 股東權利及投資者關係

### 與股東的溝通

本行深明與股東保持持續溝通的重要性，並已制定股東通訊政策（登載於本行網站），訂明有關與股東及投資人士溝通的政策，並由審核委員會及董事會定期檢討，以確保其成效。

為確保股東及投資者能夠公平、適時及同步地獲取本行最新資訊，本行利用不同渠道，包括本行網站（www.hkbea.com），適時及持續地向股東及投資者提供本行的公告、財務業績及新聞稿。本行亦舉行新聞發布會，向傳媒及分析員公布半年及全年業績表現。

本行歡迎股東提出有關本集團管理及企業管治的意見及關注事項。股東如有查詢，可隨時郵寄至本行註冊地址，或電郵至本行郵箱 info@hkbea.com，並註明公司秘書收。

### 股東大會

董事會致力與股東保持對話，尤其藉股東周年常會或其他股東大會作為一個有效平台與股東直接溝通。審核委員會、提名委員會、薪酬委員會及風險委員會的主席、外聘核數師、高層管理人員及法律顧問須出席並回答股東提問。

股東可透過寄發予全體股東的通告或通函了解股東周年常會的詳情，並參與股東大會表達其對有關本行事務的意見。每項重要之議題包括選舉及重選（視乎情況而定）個別董事，會以獨立議決案形式提呈股東批准。本行亦會於股東周年常會上，向各股東講解有關按點算股數形式進行投票表決之程序，以確保各股東明白有關安排。

<sup>6</sup> 該等委員會的秘書為公司秘書。

## CORPORATE GOVERNANCE REPORT (CONTINUED)

The Bank has provided detailed information on the Bank's 2013 AGM held on 30th April, 2013 in a circular to shareholders which included Notice of the AGM, information on the retiring Directors who were eligible for re-election at the 2013 AGM, re-designation of KHOO Kay-peng as an INED and explanatory statement on repurchase of shares. All the resolutions were proposed on each substantially separate issue and were voted on by poll and approved by the shareholders of the Bank. The Bank had engaged KPMG to act as the scrutineer for the poll voting. The results of the poll voting were posted on the websites of HKEx and the Bank on the same day of the 2013 AGM.

The Bank's 2014 AGM will be held on Friday, 2nd May, 2014 at 11:30 a.m., the notice of which will be sent to shareholders at least 20 clear business days before the meeting. Please refer to the circular to shareholders for the 2014 AGM which will be despatched to the shareholders on or around 25th March, 2014 for further details.

### Convening of extraordinary general meeting on requisition

Subject to the New Companies Ordinance, Directors of the Bank shall on the request of shareholders of the Bank who represent at least 5% of the total voting rights of all the members having a right to vote at general meetings, forthwith proceed to convene an extraordinary general meeting of the Bank. Each request must state the general nature of the business to be dealt with at the meeting, the name and contact details of the person making the request, must be authenticated by the person making it and may be sent to the Bank in hard copy form or in electronic form. Shareholders may include the text of a resolution that may properly be moved and is intended to be moved at the meeting. The Bank will take appropriate actions and make necessary arrangements in accordance with the requirements of the New Companies Ordinance once a valid request is received.

For further details, shareholders may refer to the requirements as set out in the New Companies Ordinance.

### Nomination of Directors by Shareholders

Shareholders are allowed to propose a person other than a retiring Director of the Bank to be elected as a Director at a general meeting. A notice in writing shall be given to the Company Secretary of the Bank by the shareholder (not being the person to be proposed) entitled to attend and vote at the meeting for which such notice is given of his/her intention to propose such person for election and also notice in writing signed by the person to be proposed

of his willingness to be elected. Such notice must be sent to the Company Secretary of the Bank within 7 days after the day of despatch of the notice of the general meeting (or such other period, being a period of not less than 7 days, commencing no earlier than the day after the despatch of the notice of such meeting and ending no later than 7 days prior to the date appointed for such meeting). The *Procedures for Nomination of Directors by Shareholders* are published on the website of the Bank.

### Investors Relations

In accordance with the *Shareholders Communication Policy*, the Bank maintains an open and regular dialogue with institutional and individual shareholders, fund managers, analysts and the media through an effective corporate communication system which provides transparent, regular and timely public disclosures on the Group's latest developments and strategies through different means. Apart from the AGMs, other communication channels include:

- the Group's website at [www.hkbea.com](http://www.hkbea.com);
- annual and interim reports, and press releases;
- announcements, notices and circulars;
- press conferences after the announcement of interim and final results for media and analysts;
- meetings with analysts; and
- roadshows.

## G. RELATED PARTY TRANSACTIONS

Details of the material related party transactions are provided under Note 49 to the Financial Statements. These transactions were entered into by the Bank in the ordinary and usual course of business and on normal commercial terms and, if constituted connected transactions or continuing connected transactions, are exempt from the relevant disclosure requirements under Chapter 14A of the Listing Rules.

## H. RESPONSIBILITIES OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Directors acknowledged that they are responsible for the preparation of the consolidated financial statements of the Bank. During the year, in strict compliance with relevant provisions, the Bank published the 2012 Annual Report and the 2013 Interim Report as scheduled.

有關本行2013年4月30日舉行的股東周年常會詳情的通函已向股東發出，當中載有股東周年常會通告、於2013股東周年常會退任而有資格重選的董事的資料、調任邱繼炳為獨立非執行董事的資料及購回股份授權建議的說明函件。各重要議題均以獨立決議案提呈各股東及以投票方式表決，並獲本行股東批准通過。本行已聘請畢馬威會計師事務所擔任監票員。投票結果已於2013股東周年常會同日在香港交易所及本行網站刊登。

本行2014年股東周年常會將於2014年5月2日(星期五)上午11時30分舉行，其通告將於會議前最少足20個營業日寄出。詳情請參閱將於2014年3月25日寄發予股東之2014股東周年常會通函。

### 要求召開股東特別大會

受新《公司條例》的規定所約束，本行董事在接獲本行股東的要求時，須安排召開股東特別大會，而該等股東須佔全體有權在股東大會上投票表決的股東的總表決權最少5%。每項要求均必須述明將於會上處理事務的一般性質、該股東姓名及聯絡資料，並且必須由該股東認證及可透過印本形式或電子形式送交本行。股東可加入可在該大會上恰當地動議並擬在該大會上動議的決議的文本。一旦接獲有效的請求，本行將根據新《公司條例》的規定採取適當措施及作出必要安排。

股東欲了解詳情，可參閱新《公司條例》所載的規定。

### 股東提名董事

股東可於股東大會上推薦(本行即將退任董事除外)某位人士參選董事。該股東應向本行公司秘書發出一份由該名有權出席並可於會上投票的股東(不得為被推舉者)書面通知書，表明有意推舉某人為董事，並提供該人士簽署同意被推舉的書面通知。該通知書必

須於發送股東會議通告後7天內(或其他期限，該期限不少於7天，由發送股東會議通告之後開始計算及不得遲於該股東會議訂定舉行日期之前7天結束)寄發予本行公司秘書。股東提名董事的程序已於本行網站刊載。

### 投資者關係

根據股東通訊政策，本行透過一個有效的企業傳訊系統與機構及個人股東、基金經理、分析員及傳媒維持開放及定期對話；利用不同渠道提供透明、定期及適時的集團最新發展及策略的公開披露。除股東周年常會外，其他傳訊渠道包括：

- 本集團網址 [www.hkbea.com](http://www.hkbea.com)；
- 年報及中期報告，以及新聞稿；
- 公告、通告及通函；
- 在中期及年度業績公告後舉行傳媒及分析員新聞發布會；
- 與分析員會面；及
- 巡迴推介。

### G. 關聯人士交易

關聯人士的重大交易列於財務報表附註49。該等交易為本行於一般及日常業務過程中按正常商業條款訂立，並在如構成關連交易或持續關連交易時，獲豁免《上市規則》第14A章項下的相關披露規定。

### H. 董事就綜合財務報表須承擔的責任

本行董事承認有編製本行的綜合財務報表的責任。本行嚴格遵守有關規定，在年內本行已按時刊發2012年年報及2013年中期報告。



# CORPORATE SOCIAL RESPONSIBILITY REPORT

The Bank of East Asia Group integrates environmental, social, and governance concerns into its business and operations with the aim of aligning the interests of its employees, customers, other stakeholders, and the society at large.

This Corporate Social Responsibility Report highlights the major milestones and achievements of the Group in 2013. Each year, BEA also issues a standalone review of the Group's CSR activities, and makes the review available via the BEA homepage at [www.hkbea.com](http://www.hkbea.com).

During the period under review, BEA took an important step toward establishing a Group-wide CSR strategy by creating the BEA Group CSR Task Force. Comprising representatives of the Bank's divisions and major Group members, the Task Force is responsible for developing a systematic framework for the Group's approach to CSR. As its first major project, the Task Force drove the development of a Group-wide CSR Policy. This policy, which sets out BEA's CSR strategies and objectives, has been published on the Bank's website.

## THE BANK OF EAST ASIA, LIMITED

### Employees

We regard our employees as our most important asset. We strive to ensure that our over 12,000-strong workforce enjoys a healthy and supportive working environment, and that each individual has opportunities to apply his or her talent and find professional fulfilment. To attract, retain, and motivate employees, BEA provides a comprehensive range of staff benefits.

To ensure that staff members are well informed about a variety of corporate and employee issues, the Bank issues two regular e-newsletters, namely the staff e-newsletter and the BEA CSR e-Newsletter. In December 2013, the Bank conducted its first-ever online CSR survey to gauge staff members' views on BEA's CSR efforts. The results of the survey will be incorporated into BEA's CSR Report for 2013. More than 200 staff members shared their views on the Bank's employee wellness programmes in a second survey conducted in December. The results of the survey will help BEA determine the direction and scope of future wellness programmes.

The "Smart Suggestion Award" Programme continued to be popular among staff members in 2013. During the year, over 130 submissions were received by the Bank, and the winning suggestions have already been or are in the process of being implemented.

To promote a healthy work-life balance, the Bank organised 15 wellness talks on a variety of subjects during the year. Weekend outings were also arranged for staff members' enjoyment and personal enrichment. More than 30,000 participants joined over 50 activities organised by the Banks' Staff Sports and Recreation Club in 2013.

### Recruitment and Outreach Programmes

Throughout the year, BEA helps university graduates and others gain work experience by holding career talks and recruitment days at educational institutions and non-governmental organisations. BEA staff members also assist students by participating in mock interviews, to help students prepare for their job search.



The Bank provides a fully-equipped gym at BEA Tower for the exclusive use of employees.

東亞銀行在東亞銀行中心提供設備完善的健身室，供僱員專用。

In 2013, more than 200 classroom and online courses were conducted on a wide range of work-related topics for staff members.

2013年，東亞銀行為員工提供200多個面授及網上課程，內容廣泛且與日常工作息息相關。



## 企業責任報告

東亞銀行集團將環境、社會、管治的考慮融入業務及營運之中，以符合本集團員工、客戶、其他持份者，乃至廣大社群的利益。

本集團會於企業責任報告概述 2013 年各項重大發展里程及成果，並每年獨立刊發一份企業社會責任活動報告，有關報告可於本行網頁 [www.hkbea.com](http://www.hkbea.com) 下載瀏覽。

回顧年內，東亞銀行成立了東亞銀行集團企業社會責任工作小組，為集團制定企業社會責任策略邁出重要一步。工作小組由本行跨部門及主要集團成員的代表組成，負責為本集團制定周詳的企業社會責任制度框架。工作小組負責的首個主要項目是協助制定本集團的企業社會責任政策。該政策闡明東亞銀行的企業社會責任策略與目標，已上載至本行網頁，以供瀏覽。

### 東亞銀行有限公司

#### 僱員

僱員是本行最重要的資產，我們致力為 12,000 多名員工建立健康的工作環境，向員工提供所需支援，讓每位員工在不同崗位一展所長，於專業發展上獲得滿足感。此外，為招攬、保留及激勵人才，東亞銀行亦為僱員提供完善的福利制度。

為確保員工得悉各項企業及僱員資訊，本行會定期刊發員工通訊及東亞 CSR 通訊。在 2013 年 12 月，本行更首次在網上展開企業社會責任調查，收集員工對本行舉辦企業社會責任活動的意見，調查結果將刊載於東亞銀行 2013 企業責任報告內。同月，本行展開另一項有關僱員身心健康活動主題的問卷調查，共超過 200 名員工分享了自己的意見，有關調查結果日後可助東亞銀行制定員工身心健康計劃的方針及內容。

2013 年的「精明建議獎勵」計劃繼續深受廣大員工的支持。年內，本行合共接獲 130 多份建議書，所有得獎建議均已落實執行或正籌備推行。

為鼓勵僱員平衡工作與生活，本行年內共組織了 15 場不同主題的身心健康專題講座，並多次組織員工週末外遊活動，讓員工消閒娛樂之餘，亦可舒展身心。在 2013 年，本行的員工康體會共組織了 50 多項活動，吸引超過 30,000 人次的員工參與。

#### 招聘及延伸計劃

本年度，東亞銀行致力於教育機構及非政府機構舉辦職業講座及招聘日活動，協助大學畢業生及其他人士獲取工作經驗，而東亞銀行員工亦透過舉行模擬面試，幫助學生為求職作好準備。

For the second consecutive year, BEA supported Arch Community Outreach by organising a 4-day banking career programme for Form 5 students from under-resourced communities.

東亞銀行連續第二年支持 Arch Community Outreach，為多名來自資源不足社群的中五學生舉辦了為期 4 天的銀行業職業計劃活動。



## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

## Community Involvement

BEA is committed to supporting the communities it serves through donations, volunteering, and other actions.

### Education

BEA has a long tradition of supporting students to better themselves through education. The Bank also supports the pursuit of knowledge in general, by providing research grants for major universities in Hong Kong, including the Hong Kong University of Science and Technology's Institute for Advanced Study and The Chinese University of Hong Kong's Institute of Global Economics and Finance.

In January 2013, experts from the Bank shared their knowledge and expertise with heads of disadvantaged and single-family households at the Financial Education Workshop organised by The Hong Kong Association of Banks, in co-operation with The Hong Kong Council of Social Service.

### Health

Health is another core focus of BEA. In 2013, the Bank supported a wide range of organisations including the Haven of Hope Christian Service, the Hong Kong Cancer Fund, the Hospital Authority, and United Christian Medical Service.

## Social Welfare

A longstanding supporter of The Community Chest of Hong Kong, BEA was actively involved in many programmes organised by the Chest in 2013, including the Corporate and Employee Contribution Programme 2012/2013, Hong Kong and Kowloon Walk, The Community Chest Wheelock Swim for a Million (together with the Tricor Group), and Dress Casual Day.

Other events supported by BEA in 2013 included the Headquarters Redevelopment Project of the Hong Kong Red Cross, "Hike for Hospice" organised by the Society for the Promotion of Hospice Care, Po Leung Kuk's Charity Walk and Carnival, and the UNICEF Charity Run 2013 (together with the Tricor Group) at Hong Kong Disneyland Resort.

## Arts & Culture

BEA sponsored a variety of arts and cultural events in 2013 including "Le French May 2013" organised by the Association Culturelle France – Hong Kong. The Bank also served as title sponsor for the Hong Kong Repertory Theatre's production, "A Bowlful of Kindness", which was performed in Hong Kong, Guangzhou, and Shanghai in October and November 2013.



Professor Ching W. Tang was appointed as the first IAS Bank of East Asia Professor in November 2013.

2013年11月，鄧青雲教授獲頒發新成立的高等研究院東亞銀行教授席。

The Bank and its staff supported a number of charitable events organised by The Community Chest in 2013 including Dress Casual Day in September 2013.

在2013年，本行與旗下員工參與了公益金舉辦的多項慈善活動，包括於2013年9月舉行的「公益金便服日」。

Teams representing BEA and Tricor Group competed in The Community Chest Wheelock Swim for a Million in October 2013.

在2013年10月舉辦的「公益金會德豐百萬泳」活動中，東亞銀行與卓佳集團的代表隊奮力競賽。



## 參與社區事務

東亞銀行透過捐款、義工活動及其他參與形式，積極為所服務的社群貢獻一分力量。

### 教育事務

多年來，東亞銀行一直資助學生透過教育提升自我。為支持對知識的追求探索，本行向香港科技大學高等研究院和香港中文大學全球經濟及金融研究所等多間香港知名學府提供研究經費。

2013年1月，在香港銀行公會與香港社會服務聯合會合辦的理財教育坊上，本行同事與弱勢和單親家庭分享他們專業的理財知識。

### 健康

健康是東亞銀行另一個非常關注的核心議題。在2013年，本行向基督教靈實協會、香港癌症基金會、醫院管理局、基督教聯合醫務協會等多間機構提供資助。

## 社會福利

多年來，東亞銀行一直熱心支持香港公益金，於2013年亦積極參與由公益金籌辦的多項活動，包括「商業及僱員募捐計劃」、「2012/2013港島、九龍區百萬行」、「公益金會德豐百萬泳」(與卓佳集團共同參與)，以及「公益金便服日」。

東亞銀行在2013年支持的其他活動包括：香港紅十字會新總部大樓重建計劃、善寧會舉辦的「登山善行」、保良局慈善步行及嘉年華，以及在香港迪士尼樂園舉行的「聯合國兒童基金會慈善跑2013」(與卓佳集團共同參與)。

## 文化藝術

2013年東亞銀行贊助了一系列文化藝術節目，其中包括由Association Culturelle France – Hong Kong舉辦的「法國五月2013」。此外，本行亦冠名贊助由香港話劇團演出的《有飯自然香》，該劇於2013年10月至11月期間，分別在香港、廣州及上海三地演出。



BEA served as title sponsor for the Hong Kong Repertory Theatre's "A Bowlful of Kindness" in the fourth quarter of 2013. 在2013年第四季，東亞銀行冠名贊助香港話劇團演出的《有飯自然香》。



## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

**Staff Volunteering**

BEA's cross-divisional Volunteer Team recorded more than 3,700 staff volunteering hours in 2013. Major projects included:

- Stargaze Camp, organised by the Volunteer Service of the Hong Kong Government's Social Welfare Department in October, and
- a New Year Party for St. Mary's Home and Visit to St. Joseph's Home, jointly organised with Little Sisters of the Poor.

To provide underprivileged children with access to quality reading material, the Volunteer Team launched the "Books for Kids" programme in November 2013, collecting over 1,000 books from staff members and distributing them to the Ronald McDonald House Charities of Hong Kong, Children's Cancer Foundation, and The Boys' and Girls' Clubs Association of Hong Kong.

**Environment**

BEA is committed to environmental protection and sustainable development. We continuously source and apply the latest technologies for energy efficiency in buildings, with the aim of reducing energy consumption and carbon emissions.

The Bank began phasing out all remaining conventional fluorescent tubes in its branches and replacing them with LED light tubes during the year. As a result of its energy saving initiatives, BEA achieved total energy savings of more than 624,000 kWh in 2013 compared with 2012, which is equivalent to a reduction of more than 430 tonnes of greenhouse gas emissions. The reduction in energy consumption at BEA's two main office buildings was 1.4% year-on-year, well exceeding the target of a 1.1% savings for the year.

BEA stepped up recycling efforts during the festive season by organising recycling drives. Bank representatives joined the Wood Recycling & Tree Conservation Scheme organised by Hong Kong Environmental Protection Association, collecting holiday displays including Christmas trees and Lunar New Year peach trees and flower pots for recycling. In recognition of its efforts to protect the environment and conserve resources, BEA was named a first-honour support organisation by the HKEPA.

In March 2013, BEA participated in the World Wide Fund for Nature's "Earth Hour 2013" initiative, together with the Bank's Singapore Branch, BEA China, BEA Wealth Management Services (Taiwan) Limited, and Credit Gain. All participating units turned off non-essential lighting for one hour, as a show of solidarity for efforts to counter climate change.



BEA's Volunteer Team and the Children's Cancer Foundation organised a "Fun Day" for young cancer patients and their families in August 2013.

2013年8月，東亞銀行義工隊與兒童癌病基金為癌症病童及其家人合辦「東亞童樂續FUN日」。



BEA invited over 200 representatives from the Children's Cancer Foundation, Ebenezer School, Hong Kong Society for the Protection of Children, and New Life Psychiatric Rehabilitation Association to attend a buy-out event at Disneyland Hong Kong, organised in partnership with Visa, in September 2013.

2013年9月，東亞銀行與Visa攜手舉辦香港迪士尼樂園獨家派對。東亞銀行特別邀請了兒童癌病基金、心光學校、香港保護兒童會及新生精神康復會的200多名成員參與是次活動，一起分享開心時刻。

### 義工活動

東亞銀行組建了一支跨部門的義工隊，在2013年，義工隊的義工服務時數逾3,700小時，參與的主要活動包括：

- 於10月由香港政府社會福利署轄下義務工作統籌課主辦的「盲人觀星傷健營」；及
- 與安貧小姊妹會攜手合辦的聖瑪利安老會新年派對，以及聖約瑟安老院探訪日活動。

此外，義工隊亦在2013年11月舉辦「兒童書籍捐贈及轉贈活動」，向來自弱勢家庭的兒童捐贈優質圖書。在活動中，本行員工合共捐出逾1,000本圖書，收集所得的書籍全數捐予麥當勞叔叔之家慈善基金、兒童癌病基金及香港小童群益會。

### 環境保護

東亞銀行致力保護環境，積極推動可持續發展，並且不斷搜尋和應用最新技術，提升大廈的能源效益，從而減少能源消耗，降低碳排放量。

年內，本行開始逐步更換各分行尚餘的傳統光管，並改以高效能的發光二極管代替。在2013年，藉着推行各項節能措施，東亞銀行較2012年多節省逾624,000度耗電量，相當於減少排放430多噸溫室氣體。其中，東亞銀行兩座主要辦公大樓的能源消耗量按年遞減1.4%，遠超1.1%的全年節省目標。

東亞銀行亦藉着各傳統節日，籌辦各種廢物回收活動，以加強推廣回收再用的意識。其中，本行參與了香港環境保護協會舉辦的「木材回收」及「保育樹木」活動，將聖誕樹及農曆新年的桃花和盆栽回收。東亞銀行更因此獲得香港環境保護協會冠以全港首屆榮譽支持機構，以表彰本行在保護環境及保育資源方面所付出的努力。

2013年3月，東亞銀行聯同新加坡分行、東亞中國、東亞證券股份有限公司以及領達財務，參加了世界自然基金會主辦的「2013地球一小時」節能行動。所有參與活動的部門及分支機構將非必要使用的燈光關掉一小時，團結一致對抗氣候變化。

As part of its efforts to ensure a healthy working environment, BEA conducts indoor air quality testing in its offices each year.

為確保工作環境健康，東亞銀行每年進行室內空氣質素檢定。

BEA's Volunteer Team held "A Day-off for Mom and Dad" in April 2013 for families of Yat Tung Estate in Tung Chung, Lantau Island, in co-operation with the Tung Chung Centre of the YMCA of Hong Kong.

2013年4月，東亞銀行義工隊與香港基督教青年會東涌中心為居住於大嶼山東涌逸東邨的家庭，攜手合辦「給爸媽一天假」活動。





## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

### Customer Initiatives

In June 2013, BEA took part in HKAB's "Banks and the Community, We Care, We Share" campaign by participating in a series of educational and volunteering activities including a "Junior Banker" programme and candy-making workshop for children with special needs.

In October, BEA signed the Treat Customers Fairly Charter. A commitment by banks in Hong Kong to treat customers fairly at every stage, the Charter has been endorsed by the Hong Kong Monetary Authority. In line with the spirit of the Charter, BEA waived dormant account fees on all deposit accounts.

To offer assistance to the elderly, BEA supported the Guangdong Scheme under the Social Security Allowance Scheme by enabling elderly Hong Kong citizens residing in Guangdong Province to remit the Old Age Allowance from Hong Kong to Mainland bank accounts starting from October 2013.

### The Bank of East Asia Charitable Foundation

The Bank of East Asia Charitable Foundation supports the advancement of education. In 2013, the BEA Foundation served as the title sponsor of the BEA Parent-Child Reading Programme organised by the Hong Kong Sheng Kung Hui's Religious Education Resource Centre. In addition to fostering interest in reading, the Programme helped to strengthen parent-child bonds. More than 1,200 Primary 1 to 4 students, primarily from families receiving Comprehensive Social Security Assistance, took part in the programme. In addition, the BEA Foundation awarded scholarships to tertiary students in recognition of their outstanding academic achievements.

### THE BANK OF EAST ASIA (CHINA) LIMITED

BEA China, the Bank's wholly-owned subsidiary on the Mainland, contributes to a wide range of charitable causes in China.

The Shanghai Soong Ching Ling Foundation – BEA Charity Fund is committed to improving educational opportunities for children in rural areas of China through its flagship Firefly Project. This Project provides children in impoverished areas with access to computers and other educational tools, offering them the same opportunities to benefit from the digital world that their peers in more developed regions of the country enjoy. In 2013, 11 new Firefly Centres were established, bringing the total number of centres opened nationwide to 31 by the end of the year. More than 19,000 "Firefly 60" backpacks containing books and stationery have been distributed to children on the Mainland since the establishment of the Charity Fund in 2009. As at 31st December, 2013, the Fund had raised a total of CNY35.62 million.

Staff members of BEA China have also participated in teaching programmes organised through the Charity Fund. A team of 12 volunteers from BEA China arranged a 3-day teaching programme for students in Liuji Secondary School in Jishishan County, Gansu Province in May 2013. The Charity Fund also arranged volunteers to provide summer training programmes for more than 150 teachers of rural schools in nine cities in China. In addition, the Charity Fund awarded scholarships to 75 outstanding students of Fudan University, Sun Yatsen University, Shenzhen Polytechnic, and Jinan University's Shenzhen Tourism College, who were in need of financial assistance to continue their studies.



BEA representatives shared their knowledge with participants in HKAB's "Junior Banker" programme. 東亞銀行代表與香港銀行公會「銀行通識研習坊」的參加者分享專業知識。

### 以客户為主的服務計劃

2013年6月，東亞銀行參加了香港銀行公會舉辦的「銀行與你·關愛同行」活動，參與一系列為有特殊需要的小朋友而設的教育及義工活動，包括「銀行通識研習坊」及糖果工作坊。

在10月，東亞銀行簽訂了「公平待客約章」，以示本港銀行在任何服務層面均會公平待客的承諾，該約章並獲得香港金融管理局認可。按照約章精神，東亞銀行現已豁免所有存款賬戶的不動賬戶收費。

為方便長者，東亞銀行自2013年10月起響應公共福利金計劃下的廣東計劃，為擇居廣東的本港長者提供匯款服務，讓長者將所領取的高齡津貼匯至其內地銀行賬戶。

### 東亞銀行慈善基金有限公司

東亞銀行慈善基金一直積極支持教育發展。2013年，基金冠名贊助聖公會宗教教育中心主辦的「東亞銀行親子閱讀證書獎勵計劃」。該計劃的目的，不僅是要培養孩子的閱讀興趣，還希望鼓勵親子共讀，促進家庭和諧。是次贊助惠及1,200名就讀小一至小四的兒童，他們大部分均來自領取綜合社會保障援助的家庭。此外，東亞銀行慈善基金亦為大專生提供獎學金，以表彰學術成績優異的學生。

The BEA Foundation served as venue sponsor for the Asia Pacific Regional Conference on End-of-Life and Palliative Care, which was held in September at the successful completion of the palliative care pilot funded by the Foundation in partnership with "la Caixa" Foundation and The Salvation Army Hong Kong and Macau Command.

由東亞銀行慈善基金資助，並與「la Caixa」基金會及救世軍港澳軍區合辦的安老舒緩照顧試驗計劃圓滿結束，東亞銀行慈善基金特此為9月舉行的「亞太區長期護理臨終及舒緩照顧會議」提供會場贊助。

In September 2013, the BEA Foundation and RERC launched the BEA Parent-Child Reading Programme to foster interest in reading and strengthen parent-child bonds.

2013年9月，東亞銀行慈善基金與聖公會宗教教育中心攜手舉辦「東亞銀行親子閱讀證書獎勵計劃」，培養兒童的閱讀興趣，加強親子關係，促進家庭和諧。

### 東亞銀行(中國)有限公司

東亞中國是本行在中國內地的全資附屬公司，一直為內地各類公益事務作出貢獻。

上海宋慶齡基金會—東亞銀行公益基金透過「螢火蟲計劃」，致力為內地偏遠地區的貧困兒童提供更多接受教育的機會，為貧困地區的兒童提供電腦及其他教學工具，讓他們能與國內較發達地區的兒童一樣，享有接觸數碼世界的機會。在2013年，共有11所全新的「螢火蟲樂園」先後落成，而截至2013年底，公益基金已於全國共捐建31所「螢火蟲樂園」。公益基金自2009年創立以來，已捐贈逾19,000個內含書籍和文具的「螢火蟲60背包」予內地的孩童。截至2013年12月31日，公益基金共籌得善款人民幣3,562萬元。

東亞中國的員工積極參與公益基金組織的教學活動。2013年5月，東亞中國12位義工前赴甘肅省積石山縣劉集中學，為該校學童安排了三天的教學活動。公益基金亦安排義工隊，為內地9個城市150多名鄉村教師提供暑期培訓活動。此外，公益基金向復旦大學、中山大學、深圳職業技術學院及暨南大學深圳旅遊學院的75名有經濟困難的優秀學生提供助學金，資助他們繼續完成學業。





## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

In support of the work carried out by NGOs, the Charity Fund launched its 2013 Funding Plan for NGOs in May 2013. In Shanghai, the Charity Fund supported various NGO programmes, namely the Early Rehabilitation Project for Autistic Children organised by the Shanghai Qingcongquan Training Centre for Children with Special Needs, the Youth Career Development Training Camp organised by the Shanghai Lequn Social Work Service, and the Guided Reading Scheme of the Shanghai Smile Youth Community Service Centre Library.

In June 2013, the Charity Fund donated CNY100,000 in support of a project to establish “water cellars” (underground containers designed for collecting rainwater) to alleviate drought in Yunnan Province.

BEA China’s other charitable activities included:

- Donation of CNY1 million to help the victims of the earthquake that struck Ya’an City, Sichuan Province on 20th April, 2013.
- Distribution of donated stationery, educational materials, and toys by 140 staff members, customers, and other volunteers to underprivileged children in 19 cities nationwide in the “Making your Dreams Come True” programme organised in celebration of Children’s Day on 1st June.
- Delivery of five tons of food and clothing collected from staff members and the community by Shenyang Branch and one of its customers for the victims of the flood that devastated villages in Qingyuan County of Fushun City, Liaoning Province on 16th August, 2013.

## BLUE CROSS (ASIA-PACIFIC) INSURANCE LIMITED

Blue Cross continued its close partnership with the Hong Kong Physically Handicapped and Able-bodied Association by taking part in the “Happy Teens, Full of Fun Programme” for the second straight year. Designed to help promote the integration of teenagers with and without disabilities into society, the 2012/13 programme served more than 900 people.

In January 2013, Blue Cross took part in the “PHAB Walk for Integration” for the second year. In recognition of its fundraising efforts, Blue Cross was named “top sponsor”.

## CREDIT GAIN FINANCE COMPANY LIMITED

For the third consecutive year, Credit Gain joined hands with the Evangelical Lutheran Church Social Service-Hong Kong to serve disadvantaged elderly residents of Kwai Tsing district. Credit Gain employees organised a home visit, a tea gathering, and an outing for elderly residents during the year.

In addition, Credit Gain employees set up booths and sold candy in the Charity Candy Campaign organised by the Lok Sin Tong Benevolent Society Kowloon in March.

To commemorate Arbour Day, more than 520 BEA China employees and their friends and family members took part in the “Tree-planting for Blue Sky” campaign held from March to May 2013 by planting approximately 400 trees in 11 cities around the country.

為慶祝植樹節，520多名東亞中國的員工及親友於2013年3月至5月期間一同參與了「植樹戰霧霾，藍天齊守護」活動，在全國11個城市種植約400株樹木。



BEA China collected 4,200 books, stationery, sports equipment, and funds for needy children in primary schools and orphanages around the country in the “Book Donations for the New Year” programme held in March 2013.

東亞中國於2013年3月舉辦「迎春送好書·剪出吉祥年」活動，將收集到的4,200本書籍、文具、體育用品及捐款，捐贈予內地的小學及孤兒院有需要的兒童。



2013年5月，公益基金正式啟動「2013民間公益組織資助計劃」，以支持內地民間公益組織的慈善工作。公益基金在上海資助了多個民間公益組織活動，包括：上海青聰泉兒童智慧訓練中心早期自閉症兒童康復訓練計劃、上海樂群社工服務社新市民職業發展訓練營及上海微笑青年公益服務中心微笑圖書館繪本導讀。

2013年6月，公益基金向雲南省「愛心水窖」建設項目（即興建收集雨水的地下水窖）捐款人民幣10萬元，以協助解決當地乾旱的問題。

東亞中國參與的其他慈善活動還包括：

- 捐款人民幣100萬元，以援助四川省雅安市2013年4月20日地震中的災民。
- 為慶祝六一兒童節而舉辦「為你的七彩心願圓夢」活動，140名參與活動的員工、客戶及義工，向全國19個省市有需要的兒童派發文具、學習用品及玩具。
- 東亞中國瀋陽分行的員工聯同一名客戶，將近5噸從員工及社會上收集的糧食及衣物，捐助予受2013年8月16日水災影響的遼寧省撫順市清原縣村民。

Credit Gain joined hands with the Evangelical Lutheran Church Social Service-Hong Kong to help disadvantaged elderly residents for the third straight year.

領達財務連續第三年與基督教香港信義會社會服務部合作，為基層長者提供支援服務。

## 藍十字（亞太）保險有限公司

藍十字繼續與香港傷健協會緊密合作，連續第二年參與「樂TEEN滿FUN計劃」。是項計劃致力幫助傷殘及健全的青少年融入社會，而2012/13年度的計劃則合共為逾900名有需要人士提供協助。

2013年1月，藍十字第二年參與「傷健共融步行日」活動，並獲大會嘉許為最高籌款贊助機構，以表揚藍十字為籌款所付出的努力。

## 領達財務有限公司

領達財務連續第三年與基督教香港信義會社會服務部合作，為葵青區的基層長者提供支援服務。年內，領達財務曾安排員工探訪長者，並舉行茶聚及到郊外一天遊等活動。

此外，領達財務的員工亦於3月參加了九龍樂善堂舉行的「樂善『糖』甜心行動」，設置攤位義賣糖果。



For the second consecutive year, Blue Cross supported the Hong Kong Physically Handicapped and Able-bodied Association in the "Happy Teens, Full of Fun Programme".

藍十字連續第二年支持香港傷健協會舉辦的「樂TEEN滿FUN計劃」。



## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

### TRICOR HOLDINGS LIMITED

In 2013, Tricor organised regular luncheon talks for staff members on a wide range of topics including health care, personal soft skills enhancement, and more. Tricor also continued to offer internship opportunities to college and university students, providing them with valuable working experience.

Following the consolidation of its offices in Hopewell Centre in September, Tricor Hong Kong donated used office furniture to the Home Care for Girls and St. James' Settlement. In October 2013, Tricor participated in HKRC's "Run for Red" fundraising event. In November, the Company hosted its annual corporate governance seminar, which was attended by 1,200 clients and business associates at the Hong Kong Convention and Exhibition Centre.

In September, Tricor Malaysia participated in The Edge-Bursa Malaysia Kuala Lumpur Rat Race 2013 for the fourth consecutive year and its Penang office helped raise funds for the blind in a fundraising event organised by the St. Nicholas Home. In November, Tricor Malaysia organised its 9th Tricor Tax & Corporate Seminar in Kuala Lumpur, which was well received by the Company's clients and business associates.



### BEA GROUP'S CSR ACHIEVEMENTS IN 2013

#### BEA

- "President's Award" (for the 14th straight year)
  - *The Community Chest*
- Named "Caring Company" (for the 10th straight year)
  - *HKCSS*
- "Corporate Social Responsibility Award" in the Best Practice Awards Programme 2013
  - *Best Practice Management*
- "Distinguished Green Bank Award" in the Green China Award Programme 2013
  - *Wen Wei Po, the United Nations' Environment Programme Foundation, and environmental agencies in Mainland China, Taiwan, and Macau*
- Gold Organisation Volunteer Movement Certificate
  - *Hong Kong Government's Social Welfare Department - Central Office for Volunteer Service*

The Community Chest's  
"President's Award"  
香港公益金之「公益榮譽獎」



Tricor supported "Free Ride Day" in Hong Kong, which enabled members of the general public to enjoy free rides on trams and Star Ferry routes throughout the day.

在香港，卓佳贊助「免費乘搭車船日」活動，讓市民全日均可免費乘坐電車及天星小輪。



## 卓佳集團有限公司

在2013年，卓佳經常舉辦員工午餐講座，講授保健和提升個人軟技能等知識。此外，卓佳亦一如既往，繼續為大學及大專院校學生提供實習機會，讓他們獲取寶貴的工作經驗。

2013年9月，卓佳香港在搬遷辦事處往合和中心後，把部份的舊辦公室傢具捐予關愛之家及聖雅各福群會；於10月，卓佳參加了香港紅十字會籌辦的「Run for Red」籌款接力賽；11月，卓佳在香港會議展覽中心舉辦一年一度的企業管治研討會，吸引了1,200位客戶及商業夥伴出席參加。

在9月份，卓佳馬來西亞連續第四年參加「The Edge-Bursa Malaysia Kuala Lumpur Rat Race 2013」慈善跑，而其檳城辦事處亦參加了聖尼古拉盲人之家舉辦的籌款活動，為視障人士籌募善款。及後於11月，卓佳馬來西亞在吉隆坡舉辦了「第九屆卓佳稅務與企業研討會」，公司客戶及商業夥伴反應熱烈。

## 2013年東亞銀行集團的企業社會責任成果

### 東亞銀行

- 香港公益金頒發「公益榮譽獎」(連續第14年)
- 榮獲社聯嘉許為「商界展關懷」機構(連續第10年)
- 最佳業務實踐集團頒發「2013年最佳業務實踐獎」之「企業社會責任獎」
- 文匯報、聯合國環境規劃基金會以及大中華區環保組織合辦的「綠色中國大獎2013」中榮獲「傑出綠色銀行獎」
- 社會福利署義務工作統籌課頒發機構義工服務金嘉許狀



“Corporate Social Responsibility Award” in the Best Practice Awards Programme 2013  
「2013年最佳業務實踐獎」之「企業社會責任獎」

“Distinguished Green Bank Award” in the Green China Award Programme 2013  
「綠色中國大獎2013」中榮獲「傑出綠色銀行獎」



## CORPORATE SOCIAL RESPONSIBILITY REPORT (CONTINUED)

- “Class of Excellence” Energywi\$e Label in the Hong Kong Awards for Environmental Excellence programme (for BEA’s Head Office Building and BEA Tower)
- “Class of Excellence” Wastewi\$e Label in the HKAEF programme (for BEA’s Head Office Building and BEA Tower)
- Silver Award in the Web Accessibility Recognition Scheme
  - *The Office of the Government Chief Information Officer and the Equal Opportunities Commission*

### BEA China

- “Best Practice of Social Responsibility Award for Year 2012” (for the second consecutive year)
  - *China Banking Association*
- “Outstanding Charitable Project for the Year 2012” (for BEA China’s Funding Plan for NGOs)
  - *China Banking Association*

- “2013 Most Influential Financial Institution (Education Sector) Award” in the 2013 Warm-hearted Finance Charity Ranking
  - *China Business Network Co., Ltd. and Shanghai Lujiazui Finance and Trade Zone Administration*
- “Charity Compassion Award” in the 12th Pudong New Area Charity Commonweal United Donation Programme
  - *Pudong New Area Charity Commonweal United Donation Organisation Committee*

### Credit Gain

- “Consumer Caring Company” in the Consumer Caring Scheme (second consecutive year)
  - *GS1 Hong Kong*
- “Caring Enterprise Award”
  - *Lok Sin Tong Benevolent Society Kowloon*
- Right to display the “Heart to Heart Company” logo (third straight year)
  - *Hong Kong Federation of Youth Groups*

Silver Award in the Web Accessibility Recognition Scheme  
「無障礙網頁嘉許計劃」中榮獲「銀獎」



“Class of Excellence” Energywi\$e Label in the Hong Kong Awards for Environmental Excellence and “Class of Excellence” Wastewi\$e Label in the HKAEF programme

「香港環保卓越計劃」內之「卓越級別」節能標誌及「香港環保卓越計劃」內之「卓越級別」減廢標誌



企業責任報告 (續)

- 獲頒發「香港環保卓越計劃」內之「卓越級別」節能標誌 (中環總行大廈及觀塘東亞銀行中心)
- 獲頒發「香港環保卓越計劃」內之「卓越級別」減廢標誌 (中環總行大廈及觀塘東亞銀行中心)
- 政府資訊科技總監辦公室及平等機會委員會合辦的「無障礙網頁嘉許計劃」中榮獲「銀獎」

東亞中國

- 中國銀行業協會頒發「2012 年度最佳社會責任實踐案例獎」(連續第二年)
- 東亞中國推出的「民間公益組織資助計劃」獲中國銀行業協會頒發「2012 年度公益慈善優秀項目獎」

- 上海第一財經傳媒有限公司及上海陸家嘴金融貿易區管理委員會合辦的「溫暖金融 2013 年度金融公益榜」中榮獲「年度影響力獎 (教育領域)」
- 浦東新區慈善公益聯合捐組委會頒發第十二屆浦東新區慈善公益聯合捐「慈善公益愛心獎」

領達財務

- 香港貨品編碼協會頒發「貼心企業」嘉許計劃 2013 之貼心企業 (連續第二年)
- 九龍樂善堂頒發「愛心企業獎」
- 香港青年協會頒發「有心企業」標誌 (連續第三年)

“Outstanding Charitable Project for the Year 2012”  
「2012 年度公益慈善優秀項目獎」



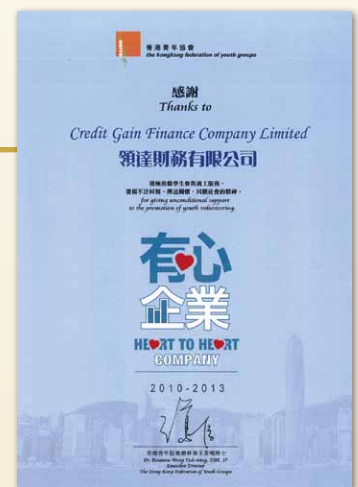
“Best Practice of Social Responsibility Award for Year 2012”  
「2012 年度最佳社會責任實踐案例獎」

“Charity Compassion Award”  
「慈善公益愛心獎」



“2013 Most Influential Financial Institution (Education Sector) Award”  
「年度影響力獎 (教育領域)」

“Heart to Heart Company” Logo  
「有心企業」標誌



“Caring Enterprise Award”  
「愛心企業獎」



## REPORT OF THE DIRECTORS

The Directors have pleasure in presenting their annual report together with the audited accounts for the year ended 31st December, 2013.

### PRINCIPAL PLACE OF BUSINESS

The Bank of East Asia, Limited is a licensed bank incorporated and domiciled in Hong Kong and has its registered office and principal place of business at 10 Des Voeux Road Central, Hong Kong.

### PRINCIPAL ACTIVITIES

The Bank and its subsidiaries are engaged in the provision of banking and related financial services, and business, corporate and investor services.

### ACCOUNTS

The profit attributable to equity holders of the Group for the year ended 31st December, 2013 and the state of the Bank's and the Group's affairs as at that date are set out in the accounts on pages 126 to 283.

### TRANSFER TO RESERVES

Profit attributable to equity holders of the Group, before dividends, of HK\$6,613 million (2012: HK\$6,056 million) has been transferred to reserves. Other movements in reserves are set out in Note 41 on the accounts.

An interim dividend of HK\$0.43 per share (2012: HK\$0.43 per share) was paid on 13th September, 2013. The Directors have declared the payment of a second interim dividend (in lieu of final dividend) of HK\$0.68 per share (2012: a second interim dividend of HK\$0.63 per share) in respect of the financial year ended 31st December, 2013.

### MAJOR CUSTOMERS

The Directors believe that the five largest customers of the Group accounted for less than 30% of the total of interest income and other operating income of the Group for the year.

### DONATIONS

Donations made by the Group during the year for charitable and community purposes amounted to approximately HK\$19 million (2012: HK\$14 million).

### FIXED ASSETS

Details of the movements in fixed assets are set out in Note 34 on the accounts.

### SHARE CAPITAL

During the year, 33,520,699 ordinary shares of HK\$2.50 each were issued at HK\$29.602 each and 24,101,268 ordinary shares of HK\$2.50 each were issued at HK\$29.0985 each to shareholders who had elected to receive new shares in lieu of cash dividend in respect of the 2012 second interim dividend and the 2013 interim dividend respectively.

During the year, 4,785,000 ordinary shares of HK\$2.50 each were issued for cash of HK\$118,558,750 on the exercise of options granted under the approved Staff Share Option Schemes.

### DEALINGS IN LISTED SECURITIES OF THE BANK

There was no purchase, sale or redemption by the Bank or any of its subsidiaries, of listed securities of the Bank during the year ended 31st December, 2013.

### DIRECTORS

The present Directors are shown on page 58.

In accordance with the Articles of Association, any Director elected by the Bank by ordinary resolution shall be elected for a term of not more than approximately three years expiring at the conclusion of the annual general meeting of the Bank held in the third year following the year of his appointment and on expiration of his term he shall be deemed a retiring Director and eligible for re-appointment. Accordingly, Arthur LI Kwok-cheung, Thomas KWOK Ping-kwong, Richard LI Tzar-kai, William DOO Wai-hoi and KUOK Khoo-ean will retire, and, being eligible, offer themselves for re-election at the 2014 AGM.

Peter LEE Ka-kit was appointed a Non-executive Director on 1st May, 2013 to fill the vacancy left by LEE Shau-kee who resigned as an INED with effect from 24th April, 2013. Peter Lee will offer himself for re-election at the 2014 AGM.

# 董事會報告書

董事會全寅現謹向各股東發表年度報告書及截至2013年12月31日止年度的已審核賬項。

## 主要營業地點

東亞銀行有限公司乃一間在香港成立及註冊的持牌銀行，其註冊辦事處和主要營業地點為香港德輔道中10號。

## 主要業務

本行及其附屬公司的主要業務為提供銀行及有關的金融服務，以及商務、企業及投資者服務。

## 賬項

本集團截至2013年12月31日止年度的股東應佔溢利，及本行和本集團於當日的財政狀況，載列於第126頁至283頁的賬項內。

## 撥入儲備

本集團除股息前的股東應佔溢利中的港幣66.13億元（2012年：港幣60.56億元）已予撥入儲備。至於儲備的其他變動，則載於賬項附註41。

中期股息每股港幣0.43元（2012年：每股港幣0.43元）已於2013年9月13日派發。董事會現宣布派發截至2013年12月31日止年度第二次中期股息（代替末期股息）每股港幣0.68元（2012年：第二次中期股息每股港幣0.63元）。

## 主要客戶

董事會認為，本集團5位最大客戶所佔是年度本集團總利息收入及其他經營收入少於30%。

## 捐款

本集團本年內所作出的慈善及公益捐款約為港幣1,900萬元（2012年：港幣1,400萬元）。

## 固定資產

固定資產的變動詳情載於賬項附註34。

## 股本

年內，本行分別以每股港幣29.602元發行33,520,699股每股面值港幣2.50元的普通股及以每股港幣29.0985元發行24,101,268股每股面值港幣2.50元的普通股，派發予選擇以新股代替現金收取2012第二次中期股息及2013中期股息的股東。

本年內，在認可僱員認股計劃認股權方面，發行4,785,000股每股面值港幣2.50元的普通股，所得現金為港幣118,558,750元。

## 買賣本行上市證券

截至2013年12月31日止的年度內，本行或其任何附屬公司並無購入、出售或贖回本行的上市證券。

## 董事會

本行現任董事的名單載於第58頁。

根據章程細則規定，任何在普通決議案獲選的董事，其任期不得超過約3年，並於其獲委任後的第3年的股東周年常會結束時屆滿；其任期屆滿時，將被視為一位卸任董事而有資格重選。根據此規定，李國章、郭炳江、李澤楷、杜惠愷及郭孔演將於2014股東周年常會上卸任，並願膺選連任。

李家傑於2013年5月1日獲委任為非執行董事，以填補李兆基（於2013年4月24日辭任為獨立非執行董事）的空缺。李家傑將於2014股東周年常會上膺選連任。



## REPORT OF THE DIRECTORS (CONTINUED)

As approved by the Shareholders at 2013 AGM held on 30th April, 2013, KHOO Kay-peng was re-designated as an INED with effect from the conclusion of the 2013 AGM. The NC has assessed the independence of Dr. Khoo who has served the Board for more than nine years. Save for his current role as an INED, Dr. Khoo had not held any executive or management role and is not involved in the daily management of the Bank or with other members of the Bank Group, nor is he in any relationship or circumstances which would interfere with the exercise of his independent judgment. Dr. Khoo has demonstrated his ability to provide an independent, balanced and objective view in respect of the affairs of the Bank. Dr. Khoo has provided a written confirmation of independence to the Bank. The Board is satisfied that Dr. Khoo meets the independence requirements of the Listing Rules notwithstanding the length of his service with the Bank and believes that Dr. Khoo's knowledge and experience will continue to benefit the Bank and the Shareholders as a whole.

Details of the Directors to be re-elected at the 2014 AGM are set out in the circular to the shareholders sent together with this Annual Report.

No Director proposed for re-election at the 2014 AGM has an unexpired service contract that is not determinable by the Bank or any of its subsidiaries within one year without payment of compensation, other than normal statutory obligations.

David Li Kwok-po is employed as the Chief Executive of the Bank. His existing three-year term service contract commenced in April 2012 and will expire in March 2015.

No contracts of significance to which the Bank or any of its subsidiaries was a party and in which a Director of the Bank had a material interest subsisted at the end of the year or at any time during the year.

None of the Directors of the Bank is interested in any business apart from the Bank's business that competes or is likely to compete, either directly or indirectly, with the Bank's business.

At no time during the year was the Bank or any of its subsidiaries a party to any arrangement to enable the Directors or Chief Executive of the Bank or their spouses or children under 18 years of age to acquire benefits by means of the acquisition of shares in or debentures of the Bank or any other body corporate with the exception of the Staff Share Option Schemes, details of which are set out in the following section under the heading "Information on Share Options", and Notes 2(q)(iv) and 39 on the accounts.

The Bank has received independence confirmations from the INEDs, namely: Allan WONG Chi-yun, WONG Chung-hin, LEE Shau-kee<sup>1</sup>, Winston LO Yau-lai, KHOO Kay-peng<sup>2</sup>, Thomas KWOK Ping-kwong, Kenneth LO Chin-ming, William DOO Wai-hoi, KUOK Khoon-ean and Valiant CHEUNG Kin-piu and considers them to be independent.

The Chairman received HK\$400,000, each of the Deputy Chairmen received HK\$280,000 and each of the other Directors (including the INEDs) received HK\$260,000, as director's fees for the year ended 31st December, 2013.

The fees to the Director who resigned or was appointed during 2013 were paid in accordance with their length of service.

### CORPORATE GOVERNANCE

Being the largest independent local bank in Hong Kong, the Bank is committed to maintaining the highest corporate governance standards. Information on the corporate governance practices adopted by the Bank is set out in the Corporate Governance Report.

<sup>1</sup> During the period from 1st January, 2013 up to and including 23rd April, 2013

<sup>2</sup> From the conclusion of the 2013 Annual General Meeting held on 30th April 2013

## 董事會報告書（續）

本行股東於2013年4月30日舉行的股東周年常會上批准調任邱繼炳博士為獨立非執行董事，並於2013股東周年常會結束後生效。提名委員會對擔任董事超過9年的邱博士的獨立性已作出評估。除出任獨立非執行董事現在的職責外，邱博士並無於本行或本集團系內的其他公司擔任行政或管理職能及參與本行日常業務管理，且不會受任何關係或情況影響其行使獨立判斷。邱博士對本行事務不時提供獨立、適度及客觀意見。邱博士已向本行呈交其獨立性的書面確認。儘管邱博士已擔任本行董事多年，董事會認為其獨立性符合《上市規則》的要求，而邱博士的廣泛知識及經驗能繼續對本行及其股東整體作出貢獻。

所有在2014股東周年常會重選的董事的資料，載於連同本年報寄發予股東的股東通函內。

所有擬在2014股東周年常會上膺選連任的董事，並沒有尚未屆滿且屬本行或其附屬公司在一年內不可在不予賠償（法定賠償除外）的情況下終止的服務合約。

李國寶受聘為本行的行政總裁。他現行為期3年的服務合約已於2012年4月起生效，並將於2015年3月屆滿。

本年內凡與本行或其任何附屬公司業務有重大關係的合約，本行各董事均無佔有任何實質上的權益。

除本行業務外，本行各董事並無在其他直接或間接與本行的業務構成競爭或可能構成競爭的業務中佔有權益。

除於下列「認股權資料」項下及賬項附註2(q)(iv)及39所詳載的僱員認股計劃外，本年內本行或其任何附屬公司並無作任何安排，以致本行各董事或行政總裁或他們的配偶或18歲以下子女從中取得本行或其他法人團體的股份或債券而獲益。

本行已收到獨立非執行董事：黃子欣、黃頌顯、李兆基<sup>1</sup>、羅友禮、邱繼炳<sup>2</sup>、郭炳江、駱錦明、杜惠愷、郭孔演及張建標的獨立性確認函。本行對他們的獨立性表示認同。

本行主席獲港幣40萬元，副主席各獲港幣28萬元；而其他董事（包括獨立非執行董事）各獲得港幣26萬元，作為截至2013年12月31日止財政年度的董事袍金。

在年內退任或獲委任的董事袍金按其服務期支付。

### 企業管治

作為本港最大的獨立本地銀行，本行致力維持最高的企業管治標準。有關本行所採納的企業管治常規的資料，載列於企業管治報告內。

<sup>1</sup> 由2013年1月1日至（並包括）2013年4月23日期內

<sup>2</sup> 由2013年4月30日股東周年常會結束後開始

## REPORT OF THE DIRECTORS (CONTINUED)

## DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS

As at 31st December, 2013, the interests and short positions of the Directors and Chief Executive of the Bank in the shares, underlying shares and debentures of the Bank and its associated corporations as recorded in the register required to be kept under section 352 of the SFO (the "Register") were as follows:

## I. Long positions in ordinary shares of the Bank:

Name	Capacity and nature	No. of shares	Total	% of issued share capital
David LI Kwok-po	Beneficial owner	59,979,318	61,955,633 <sup>1</sup>	2.71
	Interest of spouse	1,811,380		
	Interest of corporation	164,935		
Arthur LI Kwok-cheung	Beneficial owner	10,646,183	25,582,386 <sup>2</sup>	1.12
	Founder of discretionary trust	14,936,203		
Allan WONG Chi-yun	Beneficial owner	379,644	14,616,669 <sup>3</sup>	0.64
	Interest of spouse	136		
	Founder of discretionary trust	14,236,889		
WONG Chung-hin	Beneficial owner	51,491	430,035 <sup>4</sup>	0.02
	Interest of spouse	378,544		
Aubrey LI Kwok-sing	Beneficial owner	25,730	34,901,306 <sup>5</sup>	1.53
	Interest of spouse	20,513		
	Beneficiary of discretionary trust	34,855,063		
Winston LO Yau-lai	-	-	Nil	Nil
KHOO Kay-peng	-	-	Nil	Nil
Thomas KWOK Ping-kwong	-	-	Nil	Nil
Richard LI Tzar-kai	Interest of corporation	128,600	128,600 <sup>6</sup>	0.01
Kenneth LO Chin-ming	-	-	Nil	Nil
Eric LI Fook-chuen	Beneficial owner	4,946,893	38,367,123 <sup>7</sup>	1.68
	Founder and beneficiary of discretionary trust	24,008,353		
	Interest of corporation	9,411,877		
Stephen Charles LI Kwok-sze	Beneficial owner	12,136,286	15,135,466 <sup>8</sup>	0.66
	Interest of children	566,513		
	Beneficiary of discretionary trusts	2,432,667		
William DOO Wai-hoi	-	-	Nil	Nil
KUOK Khoon-ean	-	-	Nil	Nil
Valiant CHEUNG Kin-piu	-	-	Nil	Nil
Isidro FAINÉ CASAS	-	-	Nil	Nil
Peter LEE Ka-kit	Interest of corporation	679,000	1,779,000 <sup>9</sup>	0.08
	Beneficiary of discretionary trust	1,100,000		

## 董事會報告書（續）

## 董事及行政總裁權益

於2013年12月31日，根據《證券及期貨條例》第352條須予備存的登記冊（「該登記冊」）所記錄，本行各董事及行政總裁於本行及其相聯法團的股份、相關股份及債權證中擁有的權益及淡倉如下：

## I. 本行普通股股份權益的好倉：

姓名	身份及性質	股份數目	總數	佔已發行股本的百分率
李國寶	實益擁有人	59,979,318	61,955,633 <sup>1</sup>	2.71
	配偶的權益	1,811,380		
	法團的權益	164,935		
李國章	實益擁有人	10,646,183	25,582,386 <sup>2</sup>	1.12
	酌情信託的成立人	14,936,203		
黃子欣	實益擁有人	379,644	14,616,669 <sup>3</sup>	0.64
	配偶的權益	136		
	酌情信託的成立人	14,236,889		
黃頌顯	實益擁有人	51,491	430,035 <sup>4</sup>	0.02
	配偶的權益	378,544		
李國星	實益擁有人	25,730	34,901,306 <sup>5</sup>	1.53
	配偶的權益	20,513		
	酌情信託的受益人	34,855,063		
羅友禮	-	-	無	無
邱繼炳	-	-	無	無
郭炳江	-	-	無	無
李澤楷	法團的權益	128,600	128,600 <sup>6</sup>	0.01
駱錦明	-	-	無	無
李福全	實益擁有人	4,946,893	38,367,123 <sup>7</sup>	1.68
	酌情信託的成立人及受益人	24,008,353		
	法團的權益	9,411,877		
李國仕	實益擁有人	12,136,286	15,135,466 <sup>8</sup>	0.66
	子女的權益	566,513		
	酌情信託的受益人	2,432,667		
杜惠愷	-	-	無	無
郭孔演	-	-	無	無
張建標	-	-	無	無
范禮賢	-	-	無	無
李家傑	法團的權益	679,000	1,779,000 <sup>9</sup>	0.08
	酌情信託的受益人	1,100,000		

## REPORT OF THE DIRECTORS (CONTINUED)

### Notes:

- 1 David LI Kwok-po was the beneficial owner of 59,979,318 shares and he was deemed to be interested in 1,811,380 shares through the interests of his spouse, Penny POON Kam-chui. He was also deemed to be interested in 164,935 shares held by David Li Kwok-po Charitable Foundation Limited, a charitable institution of which David LI Kwok-po is a director and the sole member.
- 2 Arthur LI Kwok-cheung was the beneficial owner of 10,646,183 shares. Arthur LI Kwok-cheung made a voluntary disclosure of 14,936,203 shares held by a discretionary trust of which he is the founder but has no influence on how the trustee exercises his discretion.
- 3 Allan WONG Chi-yun was the beneficial owner of 379,644 shares and he was deemed to be interested in 136 shares through the interests of his spouse, Margaret KWOK Chi-wai (deceased). He was also deemed to be interested in 14,236,889 shares held by a discretionary trust, Allan Wong 2011 Trust, of which Allan WONG Chi-yun is a founder and an eligible beneficiary.
- 4 WONG Chung-hin was the beneficial owner of 51,491 shares and he was deemed to be interested in 378,544 shares through the interests of his spouse, LAM Mei-lin.
- 5 Aubrey LI Kwok-sing was the beneficial owner of 25,730 shares and he was deemed to be interested in 20,513 shares through the interests of his spouse, Elizabeth WOO. The remaining 34,855,063 shares were held by The Fook Wo Trust, a discretionary trust in which Aubrey LI Kwok-sing is one of the discretionary beneficiaries.
- 6 Richard LI Tzar-kai was deemed to be interested in 128,600 shares which were held by PineBridge Investments LLC ("PBI LLC") in its capacity as an investment manager. PBI LLC is an indirect subsidiary of Chiltonlink Limited which is 100% owned by Richard LI Tzar-kai.
- 7 Eric LI Fook-chuen was the beneficial owner of 4,946,893 shares, and 24,008,353 shares were held by New Jerico Limited. Eric LI Fook-chuen is the sole director of New Jerico Limited. The only one share in New Jerico Limited is held by The New Elico Trust, of which Eric LI Fook-chuen is the founder and a discretionary beneficiary. Eric LI Fook-chuen was also deemed to be interested in 9,411,877 shares held by The Kowloon Dairy Limited of which he is the Chairman and Chief Executive Officer.
- 8 Stephen Charles LI Kwok-sze was the beneficial owner of 12,136,286 shares, and he was deemed to be interested in 566,513 shares through the interests of his children under the age of 18. Of the remaining 2,432,667 shares, (i) 2,227,000 shares were held by a discretionary trust, Settlement of Dr. Simon F. S. LI, of which Stephen Charles LI Kwok-sze, his spouse and his children under the age of 18 were beneficiaries and (ii) 205,667 shares were held by a discretionary trust, Longevity Trust, of which his children under the age of 18 were beneficiaries.
- 9 Of these 1,779,000 shares, 679,000 shares were owned by Golf Limited which in turn is wholly-owned by Peter LEE Ka-kit. He was also deemed to be interested in 1,100,000 shares ("Deemed Shares"). The Deemed Shares were beneficially owned by a subsidiary of The Hong Kong and China Gas Company Limited ("HKCG") and Peter LEE Ka-kit is a director of HKCG and a discretionary beneficiary of the discretionary trusts which indirectly control more than one third of the voting power at the general meeting of HKCG.

### II. Long positions (in respect of equity derivatives) in underlying shares of the Bank:

Shares options, being unlisted physically settled equity derivatives, to subscribe for the ordinary shares of the Bank were granted to David LI Kwok-po pursuant to the approved Staff Share Option Schemes. Information in relation to these shares options during the year ended 31st December, 2013 was shown in the following section under the heading "Information on Share Options".

### III. Interests in Hybrid Tier I Capital Instruments:

Allan WONG Chi-yun was the beneficial owner of the following capital instruments<sup>Note:</sup>

Issuer	Type/Class of securities	Amount of debentures	No. of shares
The Bank of East Asia, Limited	Subordinated Notes	US\$7,000,000	-
Innovate Holdings Limited	Preference Shares	-	7,000
The Bank of East Asia, Limited	Substitute Preference Shares (unissued)	-	7,000

Note: In November 2009, the Bank issued capital instruments qualifying as hybrid tier 1 capital with a face value of US\$500 million. The capital instruments comprise 8.5% step-up subordinated notes due 2059 issued by the Bank (the "2059 Notes") stapled with perpetual non-cumulative step-up preference shares of no par value issued by Innovate Holdings Limited, a wholly-owned subsidiary of the Bank (the "Innovate Preference Shares"). The 2059 Notes and the Innovate Preference Shares are listed as stapled units on the Singapore Stock Exchange. The Substitute Preference Shares (being perpetual non-cumulative step-up preference shares having a par value of US\$1,000 each) are created, and to be issued by the Bank upon the occurrence of a Substitution Event (as defined in the circular to shareholders of the Bank dated 11th November, 2009) as one of the terms of the issue of the 2059 Notes and the Innovate Preference Shares.

Save as disclosed above, no other interest or short position in the shares, underlying shares or debentures of the Bank or any of its associated corporations were recorded in the Register.



## 董事會報告書 (續)

附註：

- 1 李國寶為59,979,318股的實益擁有人。由於其配偶潘金翠擁有1,811,380股之權益，他亦被視為擁有該等股份。他亦被視為擁有由李國寶慈善基金有限公司持有的164,935股，李國寶為該慈善機構的董事兼唯一成員。
- 2 李國章為10,646,183股的實益擁有人。李國章自願披露其作為成立人的一個酌情信託所持有的14,936,203股，由於他不可以影響受託人如何行使其酌情權，有關披露純屬自願性質。
- 3 黃子欣為379,644股的實益擁有人。由於其配偶郭志蕙(已歿)擁有136股之權益，黃子欣被視為擁有該等股份。而由於黃子欣為一個酌情信託Allan Wong 2011 Trust的成立人及一位合資格受益人，他亦被視為擁有該酌情信託所持有的14,236,889股。
- 4 黃頌顯為51,491股的實益擁有人。由於其配偶林美蓮擁有378,544股之權益，他亦被視為擁有該等股份。
- 5 李國星為25,730股的實益擁有人。由於其配偶吳伊莉擁有20,513股之權益，他亦被視為擁有該等股份。餘下之34,855,063股由一個酌情信託The Fook Wo Trust持有，李國星為該信託的其中一位酌情受益人。
- 6 李澤楷被視為擁有由PineBridge Investments LLC (「PBI LLC」) 以投資經理身份所持有的128,600股。PBI LLC是李澤楷全資擁有的Chiltonlink Limited的間接附屬公司。
- 7 李福全為4,946,893股的實益擁有人。而24,008,353股由New Jerico Limited持有，李福全是New Jerico Limited的唯一董事。The New Elico Trust持有New Jerico Limited的全部(一股)股份，而李福全為The New Elico Trust的成立人及一位酌情受益人。他亦被視為擁有由九龍維記牛奶有限公司持有的9,411,877股股份，李福全為該公司的主席兼行政總裁。
- 8 李國仕為12,136,286股的實益擁有人。他亦被視為擁有由其18歲以下子女持有的566,513股。餘下的2,432,667股當中：(i) 2,227,000股由一個酌情信託—Settlement of Dr. Simon F. S. Li持有，李國仕、其配偶及其18歲以下子女皆為該酌情信託的受益人；及(ii) 205,667股由一個酌情信託—Longevity Trust持有，而李國仕的18歲以下子女為該酌情信託的受益人。
- 9 該1,779,000股中，679,000股由李家傑全資擁有的公司Golf Limited持有。他亦被視為擁有1,100,000股(「該等被視為擁有之股份」)。該等被視為擁有之股份乃由中華煤氣有限公司(「中華煤氣」)之一間附屬公司實益擁有，而李家傑為中華煤氣之董事，並為全權信託之可能受益人，而該等信託間接控制中華煤氣股東大會超過三份之一投票權。

## II. 本行相關股份(就股本衍生工具而言)的好倉：

根據本行的認可僱員認股計劃，李國寶獲授予認股權，以認購本行普通股股份。該等認股權屬於非上市以實物交收的期權。有關此等認股權在截至2013年12月31日止年度內的資料，見於下列「認股權資料」項下。

## III. 混合一級資本工具的權益：

黃子欣為下列資本工具的實益擁有人<sup>附註：</sup>

發行人	證券種類/類別	債權證數額	股份數目
東亞銀行有限公司	後償票據	7,000,000美元	-
Innovate Holdings Limited	優先股	-	7,000
東亞銀行有限公司	替代優先股(尚未發行)	-	7,000

附註：本行於2009年11月發行面值為5億美元的混合一級資本工具。該資本工具包括由本行發行並於2059年到期的步陞後償票據(票據息率為年利率8.5%)(「2059票據」)，以及由本行全資附屬公司Innovate Holdings Limited發行之無面值永久非累積步陞優先股(「Innovate優先股」)。2059票據連同Innovate優先股以不可分拆單位形式於新加坡交易所上市。替代優先股(每股面值1,000美元之永久非累積步陞優先股)由本行設立及將於發生替代事件(定義見日期為2009年11月11日本行發出之股東通函)時發行以作為發行2059票據及Innovate優先股的條款之一。

除上述披露外，概無其他本行或其任何相聯法團的股份、相關股份或債權證的權益或淡倉載於該登記冊內。

## REPORT OF THE DIRECTORS (CONTINUED)

## INFORMATION ON SHARE OPTIONS

Information in relation to share options disclosed in accordance with the Listing Rules was as follows:

(1) Movement of share options during the year ended 31st December, 2013:

Name	Date of Grant	Number of Share Options				Outstanding at 31/12/2013
		Outstanding at 1/1/2013	Granted	Exercised	Lapsed	
David Li Kwok-po	05/5/2008 <sup>a</sup>	2,200,000	-	-	2,200,000	Nil
	06/7/2010 <sup>a</sup>	2,000,000	-	2,000,000 <sup>d</sup>	-	Nil
	05/5/2011 <sup>b</sup>	666,000 <sup>T1</sup>	-	-	-	666,000
	05/5/2011 <sup>b</sup>	666,000 <sup>T2</sup>	-	-	-	666,000
	05/5/2011 <sup>b</sup>	668,000 <sup>T3</sup>	-	-	-	668,000
	10/5/2012 <sup>b</sup>	666,000 <sup>T1</sup>	-	100,000 <sup>d</sup>	-	566,000
	10/5/2012 <sup>b</sup>	666,000 <sup>T2</sup>	-	-	-	666,000
	10/5/2012 <sup>b</sup>	668,000 <sup>T3</sup>	-	-	-	668,000
	03/5/2013 <sup>c</sup>	-	666,000 <sup>T1</sup>	-	-	666,000
	03/5/2013 <sup>c</sup>	-	666,000 <sup>T2</sup>	-	-	666,000
	03/5/2013 <sup>c</sup>	-	668,000 <sup>T3</sup>	-	-	668,000
Aggregate of other Employees*	05/5/2008 <sup>a</sup>	1,540,000	-	-	1,540,000	Nil
	05/5/2009 <sup>a</sup>	2,920,000	-	2,485,000 <sup>d</sup>	-	435,000
	06/7/2010 <sup>a</sup>	3,500,000	-	50,000 <sup>d</sup>	-	3,450,000
	05/5/2011 <sup>b</sup>	1,164,000 <sup>T1</sup>	-	-	-	1,164,000
	05/5/2011 <sup>b</sup>	1,164,000 <sup>T2</sup>	-	-	-	1,164,000
	05/5/2011 <sup>b</sup>	1,172,000 <sup>T3</sup>	-	-	-	1,172,000
	10/5/2012 <sup>b</sup>	1,164,000 <sup>T1</sup>	-	-	-	1,164,000
	10/5/2012 <sup>b</sup>	1,164,000 <sup>T2</sup>	-	-	-	1,164,000
	10/5/2012 <sup>b</sup>	1,172,000 <sup>T3</sup>	-	-	-	1,172,000
	03/5/2013 <sup>c</sup>	-	1,164,000 <sup>T1</sup>	-	-	1,164,000
	03/5/2013 <sup>c</sup>	-	1,164,000 <sup>T2</sup>	-	-	1,164,000
03/5/2013 <sup>c</sup>	-	1,172,000 <sup>T3</sup>	-	-	1,172,000	
Other Participants**	05/5/2008 <sup>a</sup>	330,000	-	-	330,000	Nil
	06/7/2010 <sup>a</sup>	250,000	-	100,000 <sup>d</sup>	-	150,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T1</sup>	-	50,000 <sup>d</sup>	-	100,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T2</sup>	-	-	50,000	100,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T3</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T1</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T2</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T3</sup>	-	-	50,000	100,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T1</sup>	-	-	50,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T2</sup>	-	-	50,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T3</sup>	-	-	50,000

\* Employees working under employment contracts that were regarded as "Continuous Contracts" for the purpose of the Hong Kong Employment Ordinance.

\*\* Other Participants refer to three former employees who ceased to be employees of the Bank in 2013. The share options were granted to them prior to their cessation as employees of the Bank.

## 董事會報告書 (續)

## 認股權資料

根據《上市規則》所披露有關認股權的資料如下：

(1) 截至2013年12月31日止年度內認股權的變動：

姓名	授予日期	認股權數目				
		於1/1/2013 尚未行使	授出	行使	失效	於31/12/2013 尚未行使
李國寶	05/5/2008 <sup>a</sup>	2,200,000	-	-	2,200,000	無
	06/7/2010 <sup>a</sup>	2,000,000	-	2,000,000 <sup>d</sup>	-	無
	05/5/2011 <sup>b</sup>	666,000 <sup>T1</sup>	-	-	-	666,000
	05/5/2011 <sup>b</sup>	666,000 <sup>T2</sup>	-	-	-	666,000
	05/5/2011 <sup>b</sup>	668,000 <sup>T3</sup>	-	-	-	668,000
	10/5/2012 <sup>b</sup>	666,000 <sup>T1</sup>	-	100,000 <sup>d</sup>	-	566,000
	10/5/2012 <sup>b</sup>	666,000 <sup>T2</sup>	-	-	-	666,000
	10/5/2012 <sup>b</sup>	668,000 <sup>T3</sup>	-	-	-	668,000
	03/5/2013 <sup>c</sup>	-	666,000 <sup>T1</sup>	-	-	666,000
	03/5/2013 <sup>c</sup>	-	666,000 <sup>T2</sup>	-	-	666,000
	03/5/2013 <sup>c</sup>	-	668,000 <sup>T3</sup>	-	-	668,000
	其他僱員的總數*	05/5/2008 <sup>a</sup>	1,540,000	-	-	1,540,000
05/5/2009 <sup>a</sup>		2,920,000	-	2,485,000 <sup>d</sup>	-	435,000
06/7/2010 <sup>a</sup>		3,500,000	-	50,000 <sup>d</sup>	-	3,450,000
05/5/2011 <sup>b</sup>		1,164,000 <sup>T1</sup>	-	-	-	1,164,000
05/5/2011 <sup>b</sup>		1,164,000 <sup>T2</sup>	-	-	-	1,164,000
05/5/2011 <sup>b</sup>		1,172,000 <sup>T3</sup>	-	-	-	1,172,000
10/5/2012 <sup>b</sup>		1,164,000 <sup>T1</sup>	-	-	-	1,164,000
10/5/2012 <sup>b</sup>		1,164,000 <sup>T2</sup>	-	-	-	1,164,000
10/5/2012 <sup>b</sup>		1,172,000 <sup>T3</sup>	-	-	-	1,172,000
03/5/2013 <sup>c</sup>		-	1,164,000 <sup>T1</sup>	-	-	1,164,000
03/5/2013 <sup>c</sup>		-	1,164,000 <sup>T2</sup>	-	-	1,164,000
03/5/2013 <sup>c</sup>		-	1,172,000 <sup>T3</sup>	-	-	1,172,000
其他參與人**	05/5/2008 <sup>a</sup>	330,000	-	-	330,000	無
	06/7/2010 <sup>a</sup>	250,000	-	100,000 <sup>d</sup>	-	150,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T1</sup>	-	50,000 <sup>d</sup>	-	100,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T2</sup>	-	-	50,000	100,000
	05/5/2011 <sup>b</sup>	150,000 <sup>T3</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T1</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T2</sup>	-	-	50,000	100,000
	10/5/2012 <sup>b</sup>	150,000 <sup>T3</sup>	-	-	50,000	100,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T1</sup>	-	-	50,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T2</sup>	-	-	50,000
	03/5/2013 <sup>c</sup>	-	50,000 <sup>T3</sup>	-	-	50,000

\* 按香港《僱傭條例》所指的「連續合約」工作的僱員。

\*\* 其他參與人指本行三位於2013年終止為本行僱員的前僱員。在其終止為本行僱員前已獲授予該等認股權。

## REPORT OF THE DIRECTORS (CONTINUED)

Notes:

a Particulars of share options granted in years 2008 to 2010:

Date of Grant	Vesting Period	Exercise Period	Exercise Price Per Share HK\$
05/5/2008	05/5/2008 – 04/5/2009	05/5/2009 – 05/5/2013	40.09
05/5/2009	05/5/2009 – 04/5/2010	05/5/2010 – 05/5/2014	21.25
06/7/2010	06/7/2010 – 05/7/2011	06/7/2011 – 06/7/2015	28.49

b Particulars of share options granted in year 2011 and 2012:

Date of Grant	Tranche	Vesting Period	Exercise Period	Exercise Price Per Share HK\$
05/5/2011	T1	05/5/2011 – 04/5/2012	05/5/2012 – 05/5/2017	32.00
05/5/2011	T2	05/5/2011 – 04/5/2013	05/5/2013 – 05/5/2018	32.00
05/5/2011	T3	05/5/2011 – 04/5/2014	05/5/2014 – 05/5/2019	32.00
10/5/2012	T1	10/5/2012 – 09/5/2013	10/5/2013 – 10/5/2018	28.99
10/5/2012	T2	10/5/2012 – 09/5/2014	10/5/2014 – 10/5/2019	28.99
10/5/2012	T3	10/5/2012 – 09/5/2015	10/5/2015 – 10/5/2020	28.99

c Share options granted in year 2013:

(i) Particulars:

Date of Grant	Tranche	Vesting Period	Exercise Period	Exercise Price Per Share HK\$
03/5/2013	T1	03/5/2013 – 02/5/2014	03/5/2014 – 03/5/2019	31.40
03/5/2013	T2	03/5/2013 – 02/5/2015	03/5/2015 – 03/5/2020	31.40
03/5/2013	T3	03/5/2013 – 02/5/2016	03/5/2016 – 03/5/2021	31.40

(ii) The closing price of the shares of the Bank on 2nd May, 2013 (being the business day immediately preceding 3rd May, 2013 on which the options were granted) was HK\$31.00.

(iii) Fair value of share options granted during the year ended 31st December, 2013 and the assumptions are set out in Note 39 on the accounts.

d The annual weighted average ("AWA") closing price of the shares of the Bank immediately before the date on which the Options were exercised during the year ended 31st December, 2013:

Date of Grant	No. of Options Exercised	Exercise Price Per Share HK\$	AWA Closing Price HK\$
05/5/2009	2,485,000	21.25	31.80
06/7/2010	2,150,000	28.49	32.03
05/5/2011	50,000	32.00	32.90
10/5/2012	100,000	28.99	33.70

(2) No share options were cancelled during the year ended 31st December, 2013.

(3) The accounting policy adopted for share options is set out in Note 2(q)(iv) on the accounts.

Save as disclosed above, as at 31st December, 2013, none of the Directors or Chief Executive of the Bank or their spouses or children under 18 years of age were granted or exercised any right to subscribe for any equity or debt securities of the Bank or any of its associated corporations.

### INFORMATION ON SHARE OPTION SCHEME

The following is a summary of the 2011 Scheme disclosed in accordance with the Listing Rules:

#### 1. Purpose of the 2011 Scheme:

- The 2011 Scheme is a share incentive scheme and is established to recognise and acknowledge the contributions that eligible persons had made or may make to the Group.
- The 2011 Scheme will provide the eligible persons with an opportunity to have a personal stake in the Bank with the view to motivating the eligible persons to optimise their performance and efficiency for the benefit of the Group.

## 董事會報告書 (續)

附註：

a 由2008年至2010年授予的認股權詳情：

授予日期	有效期	行使期	每股行使價 港幣(元)
05/5/2008	05/5/2008 – 04/5/2009	05/5/2009 – 05/5/2013	40.09
05/5/2009	05/5/2009 – 04/5/2010	05/5/2010 – 05/5/2014	21.25
06/7/2010	06/7/2010 – 05/7/2011	06/7/2011 – 06/7/2015	28.49

b 於2011年及2012年授予的認股權詳情：

授予日期	部分	有效期	行使期	每股行使價 港幣(元)
05/5/2011	T1	05/5/2011 – 04/5/2012	05/5/2012 – 05/5/2017	32.00
05/5/2011	T2	05/5/2011 – 04/5/2013	05/5/2013 – 05/5/2018	32.00
05/5/2011	T3	05/5/2011 – 04/5/2014	05/5/2014 – 05/5/2019	32.00
10/5/2012	T1	10/5/2012 – 09/5/2013	10/5/2013 – 10/5/2018	28.99
10/5/2012	T2	10/5/2012 – 09/5/2014	10/5/2014 – 10/5/2019	28.99
10/5/2012	T3	10/5/2012 – 09/5/2015	10/5/2015 – 10/5/2020	28.99

c 於2013年授予的認股權：

(i) 詳情：

授予日期	部分	有效期	行使期	每股行使價 港幣(元)
03/5/2013	T1	03/5/2013 – 02/5/2014	03/5/2014 – 03/5/2019	31.40
03/5/2013	T2	03/5/2013 – 02/5/2015	03/5/2015 – 03/5/2020	31.40
03/5/2013	T3	03/5/2013 – 02/5/2016	03/5/2016 – 03/5/2021	31.40

(ii) 本行股份在2013年5月2日(即2013年5月3日授出認股權當日之前一個營業日)的收市價為港幣31.00元。

(iii) 在截至2013年12月31日止年度內授出認股權的公平價值及假設載於賬項附註39。

d 在截至2013年12月31日止年度內本行股份在緊接有關認股權行使日期之前的全年加權平均收市價：

授予日期	行使認股權數目	每股行使價 港幣(元)	全年加權平均收市價 港幣(元)
05/5/2009	2,485,000	21.25	31.80
06/7/2010	2,150,000	28.49	32.03
05/5/2011	50,000	32.00	32.90
10/5/2012	100,000	28.99	33.70

(2) 截至2013年12月31日止年度內並無認股權被註銷。

(3) 有關認股權的會計政策載於賬項附註2(q)(iv)。

除上述所披露外，於2013年12月31日，本行的董事或行政總裁或他們的配偶或18歲以下子女概無獲授或行使任何權利以認購本行或其任何相聯法團的股本或債務證券。

### 認股權計劃資料

根據《上市規則》披露的有關於2011計劃的摘要如下：

#### 1. 2011計劃的目的：

- 2011計劃屬於一項股份獎勵計劃，設立的目的是在於肯定合資格人士對本集團作出或可能作出的貢獻。
- 2011計劃為合資格人士提供機會持有本行的股權，藉此鼓勵僱員努力工作，提高效率，為本集團賺取更多利益。



## REPORT OF THE DIRECTORS (CONTINUED)

### 2. Participants of the 2011 Scheme:

The Board may at its discretion grant options to any employees including Executive Directors and Chief Executive of the Group.

### 3. Total number of shares available for issue under the 2011 Scheme and % of issued share capital at 31st December, 2013:

The total number of shares available for issue under the 2011 Scheme is 102,251,616 ordinary shares representing 4.47% of the issued share capital at 31st December, 2013.

### 4. Maximum entitlement of each participant under the 2011 Scheme:

No options may be granted to any eligible persons, which if exercised in full would result in the total number of shares issued and to be issued upon exercise of the share options already granted or to be granted to such eligible person under the 2011 Scheme or any other schemes (which are subject to regulation under Chapter 17 of the Listing Rules) of the Bank (including exercised, cancelled and outstanding share options) in the 12-month period up to and including the date of such new grant exceeding 1% of the issued share capital as at the date of such new grant. Any grant of further options above this limit shall be subject to certain requirements as stipulated in the rules of the 2011 Scheme.

### 5. The period within which the shares must be taken up under an option:

Beginning on the vesting date of such options, the date on which such option is vested and becomes exercisable, and ending on the fifth anniversary of the vesting date thereof, except as provided otherwise in the rules of the 2011 Scheme.

### 6. The minimum period for which an option must be held before it can be exercised:

From the Date of Grant of such options up to the day immediately before the vesting date thereof.

### 7. The amount payable on application or acceptance of the option and the period within which payments or calls must or may be made or loans for such purposes must be paid:

N/A

### 8. The basis of determining the exercise price:

The exercise price is determined by the Directors and being not less than the highest of:

- (a) the closing price of the Bank's ordinary shares in the Stock Exchange's daily quotations sheet on the date of grant of the relevant options;
- (b) an amount equivalent to the average closing price of the Bank's ordinary shares as stated in the Stock Exchange's daily quotation sheets for the 5 business days immediately preceding the date of grant of the relevant options; and
- (c) the nominal value of the Bank's ordinary shares.

**2. 2011計劃的參與人：**

董事會可按其酌情權，向本集團任何僱員，包括執行董事和行政總裁，授予認股權。

**3. 2011計劃中可予發行的股份數目及其於2013年12月31日佔已發行股本的百分率：**

2011計劃中可予發行的股份數目為102,251,616股普通股，佔本行於2013年12月31日已發行股本的4.47%。

**4. 2011計劃中每名參與人可獲授權益上限：**

凡合資格人士在行使全部認股權後，會導致該位合資格人士在截至獲授新認股權之日（包括當日）止十二個月內，因行使已經根據或將會根據2011計劃及本行任何其他計劃（該計劃受《上市規則》第17章的規定所規限）獲授的認股權（包括已行使、已註銷及尚未行使的認股權）時，所獲發行及將予發行的股份總數超出新認股權授出當日的已發行股份的1%，則不得向該位合資格人士再授出新認股權。再度授出超出該上限的認股權，須受載於2011計劃的規則內的若干規定所約束。

**5. 可根據認股權認購股份的期限：**

除2011計劃的規則另有規定外，由該認股權歸屬日（該認股權被歸屬並變為可行使之日期）開始截至歸屬日的第5周年止。

**6. 認股權行使之前必須持有的最短期限：**

由認股權授出之日起直至歸屬日之前一日。

**7. 申請或接受認股權須付金額以及付款或通知付款的期限或償還申請期權貸款的期限：**

不適用

**8. 行使價的釐定基準：**

行使價由董事會釐定，但不少於下列的較高價：

- (a) 於授出有關認股權當日，本行普通股股份於聯交所日報表的收市價；
- (b) 相等於緊接授出有關認股權當日之前5個營業日，本行普通股股份於聯交所日報表的平均收市價；及
- (c) 本行普通股股份的面值。

## REPORT OF THE DIRECTORS (CONTINUED)

### 9. Vesting of Options:

Save as provided otherwise in the rules of the 2011 Scheme, an option granted under the 2011 Scheme shall be vested and become exercisable as follows:

- (a) not more than one third of the option shall be vested and become exercisable on the first anniversary of the Date of Grant;
- (b) not more than one third of the option shall be vested and become exercisable on the second anniversary of the Date of Grant; and
- (c) the remaining balance of the option shall be vested and become exercisable on the third anniversary of the Date of Grant.

### 10. The remaining life of the 2011 Scheme:

The Scheme Period will end on 18th April, 2016.

## INTERESTS OF SUBSTANTIAL SHAREHOLDERS AND OTHER PERSONS

As at 31st December, 2013, the interests and short positions of substantial shareholders and other persons in the shares and underlying shares of the Bank as recorded in the register required to be kept under section 336 of the SFO (the "Register") were as follows:

Long positions in ordinary shares of the Bank:

Name	Capacity and nature	No. of shares	% of issued share capital
CaixaBank, S.A.	Beneficial owner	364,746,530 <sup>1</sup>	16.38
Caja de Ahorros y Pensiones de Barcelona	Interest of corporation	364,746,530 <sup>1</sup>	16.38
Guoco Management Company Limited	Beneficial owner	339,766,793 <sup>2,3</sup>	15.02 <sup>4</sup>
Guoco Group Limited	Interest of corporation	339,766,793 <sup>2</sup>	15.02
GuoLine Overseas Limited	Interest of corporation	339,766,793 <sup>2</sup>	15.02 <sup>4</sup>
GuoLine Capital Assets Limited	Interest of corporation	339,766,793 <sup>2</sup>	15.02 <sup>4</sup>
Hong Leong Company (Malaysia) Berhad	Interest of corporation	339,766,793 <sup>2,3</sup>	15.02
HL Holdings Sdn Bhd	Interest of corporation	339,766,793 <sup>2</sup>	15.02
QUEK Leng Chan	Interest of corporation	339,766,793 <sup>2</sup>	15.02
Hong Leong Investment Holdings Pte. Ltd.	Interest of corporation	339,766,793 <sup>3</sup>	15.02
Davos Investment Holdings Private Limited	Interest of corporation	339,766,793 <sup>3</sup>	15.02
KWEK Leng Kee	Interest of corporation	339,766,793 <sup>3</sup>	15.02
Sumitomo Mitsui Banking Corporation	Beneficial owner	211,553,938 <sup>5</sup>	9.50
Sumitomo Mitsui Financial Group, Inc.	Interest of Corporation	211,553,938 <sup>5</sup>	9.50

Notes:

<sup>1</sup> As at 31st December, 2013, Caja de Ahorros y Pensiones de Barcelona held a controlling interest in CaixaBank, S.A. which directly held the above 364,746,530 shares of the Bank. Caja de Ahorros y Pensiones de Barcelona was deemed to be interested in the above 364,746,530 shares of the Bank.

The Bank had been notified that the shareholdings of the above two corporations had been increased such that, as at 31st December, 2013, they stood at 378,013,906 shares (equivalent to approximately 16.51% of the issued share capital of the Bank as at 31st December, 2013). Such increases in shareholdings were not required to be disclosed under Part XV of the SFO.

**9. 認股權的歸屬：**

除2011計劃的規則另有規定外，按2011計劃授出的認股權將被歸屬及成為可行使如下：

- (a) 不多於三分之一的認股權將於授予日的第1周年被歸屬及成為可行使；
- (b) 不多於三分之一的認股權將於授予日的第2周年被歸屬及成為可行使；及
- (c) 餘下的認股權將於授予日的第3周年被歸屬及成為可行使。

**10. 2011計劃尚餘的有效期：**

計劃期間於2016年4月18日終止。

**主要股東及其他人士的權益**

於2013年12月31日，根據《證券及期貨條例》第336條須予備存的登記冊（「該登記冊」）所記錄，主要股東及其他人士擁有本行的股份及相關股份的權益如下：

本行普通股股份權益的好倉：

姓名	身份及性質	股份數目	佔已發行股本的百分率
CaixaBank, S.A.	實益擁有人	364,746,530 <sup>1</sup>	16.38
西班牙巴塞羅那儲蓄銀行	法團的權益	364,746,530 <sup>1</sup>	16.38
國浩管理有限公司	實益擁有人	339,766,793 <sup>2,3</sup>	15.02 <sup>4</sup>
國浩集團有限公司	法團的權益	339,766,793 <sup>2</sup>	15.02
GuoLine Overseas Limited	法團的權益	339,766,793 <sup>2</sup>	15.02 <sup>4</sup>
GuoLine Capital Assets Limited	法團的權益	339,766,793 <sup>2</sup>	15.02 <sup>4</sup>
Hong Leong Company (Malaysia) Berhad	法團的權益	339,766,793 <sup>2,3</sup>	15.02
HL Holdings Sdn Bhd	法團的權益	339,766,793 <sup>2</sup>	15.02
郭令燦	法團的權益	339,766,793 <sup>2</sup>	15.02
Hong Leong Investment Holdings Pte. Ltd.	法團的權益	339,766,793 <sup>3</sup>	15.02
Davos Investment Holdings Private Limited	法團的權益	339,766,793 <sup>3</sup>	15.02
KWEK Leng Kee	法團的權益	339,766,793 <sup>3</sup>	15.02
三井住友銀行	實益擁有人	211,553,938 <sup>5</sup>	9.50
三井住友金融集團	法團的權益	211,553,938 <sup>5</sup>	9.50

附註：

1 於2013年12月31日，西班牙巴塞羅那儲蓄銀行擁有控制CaixaBank, S.A.的權益，因此而被視為擁有CaixaBank, S.A.所持有上列的364,746,530股本行股份的權益。

本行已收到通知上述2個法團的持股量已增加，於2013年12月31日持股量為378,013,906股（佔本行於2013年12月31日已發行股本約16.51%）。根據《證券及期貨條例》第XV部，彼等增持有關股份無須作出披露。

## REPORT OF THE DIRECTORS (CONTINUED)

- 2 The references to 339,766,793 shares of the Bank in Notes 2 and 3 relate to the same block of shares. Guoco Management Company Limited was the beneficial owner of 339,766,793 shares (equivalent to approximately 15.02% of the issued share capital of the Bank at the time of disclosure pursuant to Part XV of the SFO and approximately 14.84% of the issued share capital of the Bank as at 31st December, 2013). Hong Leong Company (Malaysia) Berhad was deemed to be interested in the 339,766,793 shares held by Guoco Management Company Limited by virtue of its 100% interest in GuoLine Capital Assets Limited which owned a 100% interest in GuoLine Overseas Limited. GuoLine Overseas Limited held a 74.10% interest in Guoco Group Limited which in turn owned a 100% interest in Guoco Management Company Limited. GuoLine Capital Assets Limited, GuoLine Overseas Limited and Guoco Group Limited were all deemed to be interested in the 339,766,793 shares held by Guoco Management Company Limited.

Quek Leng Chan was deemed to be interested in the 339,766,793 shares held by Guoco Management Company Limited by virtue of his 100% interest in HL Holdings Sdn Bhd ("HLH"). Hong Leong Company (Malaysia) Berhad was 49.27% owned by Quek Leng Chan as to 2.424% under his personal name, 46.534% via HLH which was wholly-owned by him and 0.311% via Newton (L) Limited.

- 3 The references to 339,766,793 shares of the Bank in Notes 2 and 3 relate to the same block of shares. Hong Leong Company (Malaysia) Berhad was 34.69% held by Hong Leong Investment Holdings Pte. Ltd. which was in turn 33.59% held by Davos Investment Holdings Private Limited. Hong Leong Investment Holdings Pte. Ltd. and Davos Investment Holdings Private Limited were deemed to be interested in the 339,766,793 shares (equivalent to approximately 15.02% of the issued share capital of the Bank at the time of disclosure pursuant to Part XV of the SFO and approximately 14.84% of the issued share capital of the Bank as at 31st December, 2013) held by Guoco Management Company Limited by virtue of their interests in Hong Leong Company (Malaysia) Berhad.

KWEK Leng Kee was deemed to be interested in the 339,766,793 shares held by Guoco Management Company Limited by virtue of his 41.92% interest in Davos Investment Holdings Private Limited.

- 4 GuoLine Overseas Limited and GuoLine Capital Assets Limited are wholly-owned subsidiaries of Hong Leong Company (Malaysia) Berhad and Guoco Management Company Limited is a wholly-owned subsidiary of Guoco Group Limited. With the filing of the substantial shareholder notices by Hong Leong Company (Malaysia) Berhad and Guoco Group Limited, GuoLine Overseas Limited, GuoLine Capital Assets Limited and Guoco Management Company Limited do not need to file their respective substantial shareholder notices under the "wholly-owned group exemption" as provided in the SFO.

- 5 Sumitomo Mitsui Financial Group, Inc. owned a 100% interest in Sumitomo Mitsui Banking Corporation which directly held the above 211,553,938 shares of the Bank. Sumitomo Mitsui Financial Group, Inc. was deemed to be interested in the above 211,553,938 shares of the Bank.

The Bank had been notified that the shareholdings of the above two corporations had been increased such that, as at 31st December, 2013, they stood at 219,249,051 shares (equivalent to approximately 9.58% of the issued share capital of the Bank as at 31st December, 2013). Such increases in shareholdings were not required to be disclosed under Part XV of the SFO.

Save as disclosed above, no other interest or short position in the shares or underlying shares of the Bank were recorded in the Register.

### PUBLIC FLOAT

As at the date of this Report, the Bank has maintained the prescribed public float under the Listing Rules, based on the information that is publicly available to the Bank and within the knowledge of the Directors.

### COMPLIANCE

The financial statements for the financial year ended 31st December, 2013 comply fully with the applicable disclosure provisions of the Banking (Disclosure) Rules.

### AUDITORS

A resolution for the re-appointment of KPMG as auditors of the Bank is to be proposed at the forthcoming Annual General Meeting.

On behalf of the Board  
**David Li Kwok-po**  
 Chairman & Chief Executive

Hong Kong, 18th February, 2014



## 董事會報告書（續）

- 2 附註2及3所指之339,766,793股本行股份為同一批股份。國浩管理有限公司為339,766,793股（約佔根據《證券及期貨條例》第XV部作出披露時本行已發行的股本的15.02%及佔本行於2013年12月31日已發行股本約14.84%）之實益擁有人。由於Hong Leong Company (Malaysia) Berhad 全資擁有GuoLine Capital Assets Limited、GuoLine Capital Assets Limited全資擁有GuoLine Overseas Limited、GuoLine Overseas Limited持有國浩集團有限公司的74.10%權益及國浩集團有限公司全資擁有國浩管理有限公司、Hong Leong Company (Malaysia) Berhad因此而被視為擁有國浩管理有限公司所持有的339,766,793股的權益。GuoLine Capital Assets Limited、GuoLine Overseas Limited和國浩集團有限公司均被視為擁有國浩管理有限公司所持有的339,766,793股的權益。

郭令燦擁有HL Holdings Sdn Bhd（「HLH」）的全部權益，而郭令燦分別以其個人名義及透過其全資擁有的HLH持有Hong Leong Company (Malaysia) Berhad的2.424%及46.534%權益，以及透過Newton (L) Limited持有0.311%（合共49.27%權益），因此郭令燦被視為擁有國浩管理有限公司持有的339,766,793股股份的權益。

- 3 附註2及3所指之339,766,793股本行股份為同一批股份。Davos Investment Holdings Private Limited 持有Hong Leong Investment Holdings Pte. Ltd. 的33.59%權益，Hong Leong Investment Holdings Pte. Ltd. 則持有Hong Leong Company (Malaysia) Berhad 的34.69%權益。Davos Investment Holdings Private Limited 和Hong Leong Investment Holdings Pte. Ltd. 因持有Hong Leong Company (Malaysia) Berhad的權益而被視為擁有國浩管理有限公司所持有的339,766,793股（約佔根據《證券及期貨條例》第XV部作出披露時本行已發行的股本的15.02%及佔本行於2013年12月31日已發行股本約14.84%）的權益。

KWEK Leng Kee因持有Davos Investment Holdings Private Limited的41.92%權益而被視為擁有國浩管理有限公司所持有之339,766,793股的權益。

- 4 GuoLine Overseas Limited 及 GuoLine Capital Assets Limited 為Hong Leong Company (Malaysia) Berhad的全資附屬公司；而國浩管理有限公司則為國浩集團有限公司的全資附屬公司。由於Hong Leong Company (Malaysia) Berhad 及國浩集團有限公司已將大股東權益的通知存檔，GuoLine Overseas Limited、GuoLine Capital Assets Limited及國浩管理有限公司根據《證券及期貨條例》中「全資集團豁免條文」毋須將其大股東權益通知存檔。

- 5 三井住友金融集團全資擁有三井住友銀行，因此三井住友金融集團被視為擁有三井住友銀行所持有上列的211,553,938股本行股份的權益。

本行已收到通知上述2個法團的持股量已增加至219,249,051股（佔本行於2013年12月31日已發行股本約9.58%）。根據《證券及期貨條例》第XV部，彼等增持有關股份無須作出披露。

除上述所披露外，概無其他本行股份或相關股份的權益或淡倉載於該登記冊內。

## 公眾持股量

基於公開予本行查閱之資料及據董事所知悉，截至本報告日期為止，本行一直維持《上市規則》所訂明之公眾持股量。

## 符合指引

截至2013年12月31日止年度賬項已完全符合《銀行業（披露）規則》中所適用的披露規定。

## 核數師

在即將召開的股東周年常會中，將提請通過續聘畢馬威會計師事務所為本行核數師的議案。

主席兼行政總裁

**李國寶**

香港，2014年2月18日

# INDEPENDENT AUDITOR'S REPORT



## TO THE SHAREHOLDERS OF THE BANK OF EAST ASIA, LIMITED

(incorporated in Hong Kong with limited liability)

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 126 to 283, which comprise the consolidated and the Bank's statements of financial position as at 31st December, 2013, 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 a summary of significant accounting policies and other explanatory information.

### DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Bank are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants 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.

### AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. This report is made solely to you, as a body, in accordance with section 141 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.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the consolidated financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### OPINION

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Bank and of the Group as at 31st December, 2013 and of the Group's profit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

#### KPMG

*Certified Public Accountants*  
8th Floor, Prince's Building  
10 Chater Road  
Central, Hong Kong

Hong Kong, 18th February, 2014

# 獨立核數師報告



## 致東亞銀行有限公司各股東：

(於香港註冊成立的有限公司)

本核數師(以下簡稱「我們」)已審計列載於第126頁至第283頁東亞銀行有限公司(「貴銀行」)及其附屬公司(統稱「集團」)的綜合財務報表，此綜合財務報表包括於2013年12月31日的綜合財務狀況表及 貴銀行的財務狀況表，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主要會計政策概要及其他附註解釋資料。

### 董事就綜合財務報表須承擔的責任

貴銀行的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》編製綜合財務報表，以令綜合財務表作出真實而公平的反映及落實其認為編製綜合財務報表所必要的內部控制，以使綜合財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述。

### 核數師的責任

我們的責任是根據我們的審計對該等綜合財務報表作出意見。我們是按照香港《公司條例》第141條的規定，僅向 整體股東報告。除此以外，我們的報告不可用作其他用途。我們概不就本報告書的內容，對任何其他人士負責或承擔法律責任。

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。該等準則要求我們遵守道德規範，並規劃及執行審計，以合理確定綜合財務報表是不存在重大錯誤陳述。

審計涉及執行程序以獲取有關綜合財務報表所載金額及披露資料的審計憑證。所選定的程序取決於核數師的判斷，包括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。在評估該等風險時，核數師考慮與該公司編製綜合財務報表以作出真實而公平的反映相關的內部控制，以設計適當的審計程序。但目的並非對公司內部控制的有效性發表意見。審計亦包括評價董事所採用的會計政策的合適性及所作出的會計估計的合理性，以及評價綜合財務報表的整體列報方式。

我們相信，我們所獲得的審計憑證能充足和適當地為我們的審計意見提供基礎。

### 意見

我們認為，該等綜合財務報表已根據《香港財務報告準則》真實而公平地反映 貴銀行及 貴集團於2013年12月31日的事務狀況及截至該日止年度的集團利潤及現金流量，並已按照香港《公司條例》妥為編製。

#### 畢馬威會計師事務所

執業會計師

香港中環

遮打道10號

太子大廈8樓

香港，2014年2月18日

# CONSOLIDATED INCOME STATEMENT

## 綜合收益表

For the year ended 31st December, 2013 截至2013年12月31日止年度

		Notes 附註	2013 HK\$ Mn 港幣百萬元	2012 HK\$ Mn 港幣百萬元
Interest income	利息收入	4	25,084	22,635
Interest expense	利息支出	5	(12,917)	(12,911)
Net interest income	淨利息收入		12,167	9,724
Fee and commission income	服務費及佣金收入	6	4,874	4,159
Fee and commission expense	服務費及佣金支出		(882)	(780)
Net fee and commission income	服務費及佣金收入淨額		3,992	3,379
Net trading profits	交易溢利淨額	7	878	765
Net result from financial instruments designated at fair value through profit or loss	指定為通過損益以反映公平價值金融工具的淨表現	8	(387)	664
Net hedging loss	對沖虧損淨額	9	(22)	(15)
Other operating income	其他經營收入	10	625	592
Non-interest income	非利息收入		5,086	5,385
Operating income	經營收入		17,253	15,109
Operating expenses	經營支出	11	(9,583)	(8,725)
Operating profit before impairment losses	未扣除減值損失之經營溢利		7,670	6,384
Impairment losses on loans and advances	貸款及墊款減值損失	12	(458)	(213)
Write back of impairment losses on held-to-maturity investments	持至到期投資減值損失回撥	30	-	11
Impairment losses on available-for-sale financial assets	可供出售金融資產減值損失		(69)	(63)
Impairment losses	減值損失		(527)	(265)
Operating profit after impairment losses	已扣除減值損失後之經營溢利		7,143	6,119
Net profit on sale of available-for-sale financial assets	出售可供出售金融資產之淨溢利	13	80	82
Net profit on sale of loans and receivables	出售貸款及應收賬項之淨溢利		-	35
Net profit on sale of subsidiaries/associates	出售附屬公司/聯營公司之淨溢利		27	203
Net profit on sale of fixed assets	出售固定資產之淨溢利	14	164	139
Valuation gains on properties	重估物業盈利	15, 34	388	451
Share of profits less losses of associates	應佔聯營公司溢利減虧損		684	536
Profit for the year before taxation	年度內除稅前溢利		8,486	7,565
Income tax	所得稅	16	(1,779)	(1,411)
Profit for the year after taxation	年度內除稅後溢利		6,707	6,154
Attributable to:	可歸屬於：			
Owners of the parent	本集團股東		6,613	6,056
Non-controlling interests	非控股權益	42	94	98
Profit after taxation	除稅後溢利		6,707	6,154
Earnings per share	每股盈利		HK\$ 港幣	HK\$ 港幣
Basic	基本	19	2.78	2.72
Diluted	攤薄	19	2.78	2.72

The notes on pages 134 to 283 form part of these accounts. Details of dividends payable to equity shareholders of the Bank attributable to the profit for the year are set out in Note 18.

第134至283頁之附註屬本賬項之一部分。有關屬年度內溢利應付予本行股東股息之詳情已詳載於附註18。

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

## 綜合全面收益表

For the year ended 31st December, 2013 截至2013年12月31日止年度

	Notes 附註	2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Net Profit			6,707		6,154
Other comprehensive income for the year (after taxation and reclassification adjustments):					
Item that will not be reclassified to income statement:					
Premises:					
– unrealised surplus on revaluation of premises	41(c)		670		–
– exchange differences	41(c)		2		1
Items that may be reclassified subsequently to income statement:					
Premises:					
– deferred taxes	41(c)		1		1
Available-for-sale investment revaluation reserve:					
– fair value changes recognised (from)/to equity	41(h)		(46)		1,121
– fair value changes reclassified from/(to) income statement:					
– on impairment and amortisation	41(h)		84		98
– on disposal	41(h)		(142)		(113)
– deferred taxes	41(h)		71		(120)
– exchange differences	41(h)		(1)		(1)
Share of changes in equity of associates	41(i)		(18)		4
Exchange differences on other reserves	41(d)		64		15
Exchange differences on translation of:					
– accounts of overseas branches, subsidiaries and associates	41(f)		105		379
Other comprehensive income			790		1,385
Total comprehensive income			7,497		7,539
Total comprehensive income attributable to:					
Owners of the parent			7,403		7,441
Non-controlling interests	42		94		98
			7,497		7,539

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。



# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

## 綜合財務狀況表

As at 31st December, 2013 2013年12月31日

		Notes 附註	2013 HK\$ Mn 港幣百萬元	2012 HK\$ Mn 港幣百萬元
<b>ASSETS</b>	<b>資產</b>			
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	23	68,777	85,512
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	24	57,372	50,618
Trade bills	貿易票據	25	59,932	55,740
Trading assets	交易用途資產	26	5,331	4,213
Financial assets 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資產	27	11,606	15,169
Positive fair value of derivatives	衍生工具的正公平價值	45(b)(ii)	3,625	3,125
Advances to customers and other accounts	客戶墊款及其他賬項	28	448,255	387,273
Available-for-sale financial assets	可供出售金融資產	29	71,589	64,731
Held-to-maturity investments	持至到期投資	30	5,048	4,320
Investments in associates	聯營公司投資	32	4,779	4,677
Fixed assets	固定資產	34	13,530	12,552
– Investment properties	– 投資物業		4,400	3,100
– Other property and equipment	– 其他物業及設備		9,130	9,452
Goodwill and intangible assets	商譽及無形資產	33	3,990	4,041
Deferred tax assets	遞延稅項資產	36(b)	120	143
<b>Total Assets</b>	<b>資產總額</b>		<b>753,954</b>	692,114
<b>EQUITY AND LIABILITIES</b>	<b>股東權益及負債</b>			
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘		28,923	30,597
Deposits from customers	客戶存款		534,971	498,770
Trading liabilities	交易用途負債	37(a)	11	21
Negative fair value of derivatives	衍生工具的負公平價值	45(b)(ii)	4,545	3,806
Certificates of deposit issued	已發行存款證		42,929	27,370
– At fair value through profit or loss	– 通過損益以反映公平價值		8,509	6,095
– At amortised cost	– 攤銷成本		34,420	21,275
Current taxation	本期稅項	36(a)	1,353	988
Debt securities issued	已發行債務證券		4,728	8,657
– At fair value through profit or loss	– 通過損益以反映公平價值		150	698
– At amortised cost	– 攤銷成本		4,578	7,959
Deferred tax liabilities	遞延稅項負債	36(b)	647	626
Other accounts and provisions	其他賬項及準備	37(b)	53,981	45,377
Loan capital – at amortised cost	借貸資本 – 攤銷成本	38	13,632	14,263
<b>Total Liabilities</b>	<b>負債總額</b>		<b>685,720</b>	630,475
Share capital	股本	40	5,724	5,568
Reserves	儲備	41	57,958	51,585
<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>63,682</b>	57,153
Non-controlling interests	非控股權益	42	4,552	4,486
<b>Total Equity</b>	<b>股東權益總額</b>		<b>68,234</b>	61,639
<b>Total Equity and Liabilities</b>	<b>股東權益及負債總額</b>		<b>753,954</b>	692,114

Approved and authorised for issue by the Board on 18th February, 2014.

董事會於2014年2月18日核准及授權發布。

Chairman and Chief Executive  
DirectorsDavid LI Kwok-po  
Allan WONG Chi-yun  
WONG Chung-hin  
Winston LO Yau-lai主席兼行政總裁  
董事  
李國寶  
黃子欣  
黃頌顯  
羅友禮

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。

# STATEMENT OF FINANCIAL POSITION

## 財務狀況表

As at 31st December, 2013 2013年12月31日

		Notes 附註	2013 HK\$ Mn 港幣百萬元	2012 HK\$ Mn 港幣百萬元
<b>ASSETS</b>	<b>資產</b>			
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	23	22,212	19,756
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	24	13,399	19,335
Trade bills	貿易票據	25	52,739	47,931
Trading assets	交易用途資產	26	1,925	1,726
Financial assets 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資產	27	11,199	14,870
Positive fair value of derivatives	衍生工具的正公平價值	45(b)(ii)	1,729	2,267
Advances to customers and other accounts	客戶墊款及其他賬項	28	266,925	228,226
Amounts due from subsidiaries	附屬公司欠款	35	24,124	15,566
Available-for-sale financial assets	可供出售金融資產	29	47,330	45,016
Held-to-maturity investments	持至到期投資	30	3,940	3,219
Investments in subsidiaries	附屬公司投資	31	15,270	13,958
Investments in associates	聯營公司投資	32	2,505	2,565
Fixed assets	固定資產	34	7,609	6,836
– Investment properties	– 投資物業		3,738	2,428
– Other property and equipment	– 其他物業及設備		3,871	4,408
Goodwill and intangible assets	商譽及無形資產	33	1,460	1,460
Deferred tax assets	遞延稅項資產	36(b)	101	130
<b>Total Assets</b>	<b>資產總額</b>		<b>472,467</b>	422,861
<b>EQUITY AND LIABILITIES</b>	<b>股東權益及負債</b>			
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘		23,507	10,607
Deposits from customers	客戶存款		323,114	306,653
Trading liabilities	交易用途負債	37(a)	11	21
Negative fair value of derivatives	衍生工具的負公平價值	45(b)(iii)	2,766	3,059
Certificates of deposit issued	已發行存款證		45,129	29,570
– At fair value through profit or loss	– 通過損益以反映公平價值		8,509	6,095
– At amortised cost	– 攤銷成本		36,620	23,475
Amounts due to subsidiaries	欠附屬公司款項	35	3,108	3,105
Current taxation	本期稅項	36(a)	1,097	872
Debt securities issued	已發行債務證券		3,448	1,200
– At fair value through profit or loss	– 通過損益以反映公平價值		150	698
– At amortised cost	– 攤銷成本		3,298	502
Deferred tax liabilities	遞延稅項負債	36(b)	596	600
Other accounts and provisions	其他賬項及準備	37(b)	6,330	7,033
Loan capital	借貸資本	38	18,110	18,673
– At fair value through profit or loss	– 通過損益以反映公平價值		4,478	4,410
– At amortised cost	– 攤銷成本		13,632	14,263
<b>Total Liabilities</b>	<b>負債總額</b>		<b>427,216</b>	381,393
Share capital	股本	40	5,724	5,568
Reserves	儲備	41	39,527	35,900
<b>Total equity attributable to owners of the Bank</b>	<b>歸屬於本行股東權益總額</b>		<b>45,251</b>	41,468
<b>Total Equity and Liabilities</b>	<b>股東權益及負債總額</b>		<b>472,467</b>	422,861

Approved and authorised for issue by the Board on 18th February, 2014.

Chairman and Chief Executive  
DirectorsDavid LI Kwok-po  
Allan WONG Chi-yun  
WONG Chung-hin  
Winston LO Yau-lai

董事會於2014年2月18日核准及授權發布。

主席兼行政總裁 李國寶  
董事 黃子欣  
黃頌顯  
羅友禮

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

## 綜合權益變動表

For the year ended 31st December, 2013 截至2013年12月31日止年度

		Share capital	Share premium	Capital reserve – staff share options issued	Exchange revaluation reserve	Investment revaluation reserve	Revaluation reserve of bank premises	Capital reserve	General reserve	Other reserves*	Retained profits	Total	Non-controlling interests	Total equity
		股本	股份溢價	資本儲備 – 已發行僱員認股權	匯兌重估儲備	投資重估儲備	行址重估儲備	資本儲備	一般儲備	其他儲備*	留存溢利	總額	非控股權益	權益總額
		HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS 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
At 1st January, 2013	於2013年1月1日	5,568	16,083	135	2,769	1,012	976	130	13,823	2,611	14,046	57,153	4,486	61,639
Changes in equity	權益變動													
Profit for the year	年度內溢利	-	-	-	-	-	-	-	-	-	6,613	6,613	94	6,707
Other comprehensive income	其他全面收益	-	-	-	105	(34)	673	-	-	46	-	790	-	790
Total comprehensive income	全面收益總額	-	-	-	105	(34)	673	-	-	46	6,613	7,403	94	7,497
Shares issued in lieu of dividend	以股代息發行的股份	144	1,550	-	-	-	-	-	-	-	-	1,694	-	1,694
Shares issued under Staff Share Option Schemes	根據僱員認股計劃發行的股份	12	106	-	-	-	-	-	-	-	-	118	-	118
Equity settled share-based transaction	以股份為基礎作支付之交易	-	-	21	-	-	-	-	-	-	-	21	-	21
Transfer	轉賬	-	31	(87)	-	-	(7)	70	54	1,113	(1,174)	-	-	-
Dividends declared or approved during the year	年度內已宣布或核准派發股息	-	-	-	-	-	-	-	-	-	(2,707)	(2,707)	(64)	(2,771)
Purchase of interests in businesses from non-controlling interests investors	向非控股權益投資者購入商業權益	-	-	-	-	-	-	-	-	-	-	-	33	33
Exchange adjustments	匯兌調整	-	-	-	-	-	-	-	-	-	-	-	3	3
At 31st December, 2013	於2013年12月31日	5,724	17,770	69	2,874	978	1,642	200	13,877	3,770	16,778	63,682	4,552	68,234

\* Other reserves include statutory reserve and other reserves.

\* 其他儲備包括法定儲備及其他儲備。

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

### 綜合權益變動表(續)

For the year ended 31st December, 2012 截至2012年12月31日止年度

		Share	Share	Capital	Exchange	Investment	Revaluation	Capital	General	Other	Retained	Non-	Total	
		capital	premium	reserve – staff share options issued	revaluation reserve	revaluation reserve	reserve of bank premises							controlling interests
		股本	股份溢價	資本儲備 – 已發行權證	匯兌重估 儲備	投資重估 儲備	行址重估 儲備	資本儲備	一般儲備	其他儲備*	留存溢利	總額	非控股權益	權益總額
		HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS Mn	HKS 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
At 1st January, 2012	於2012年1月1日	5,190	12,037	140	2,390	27	1,032	86	13,744	2,202	10,768	47,616	4,428	52,044
Changes in equity	權益變動													
Profit for the year	年度內溢利	-	-	-	-	-	-	-	-	-	6,056	6,056	98	6,154
Other comprehensive income	其他全面收益	-	-	-	379	985	2	-	-	19	-	1,385	-	1,385
Total comprehensive income	全面收益總額	-	-	-	379	985	2	-	-	19	6,056	7,441	98	7,539
Shares issued in lieu of dividend	以股代息發行的股份	97	1,002	-	-	-	-	-	-	-	-	1,099	-	1,099
Subscription of new shares	發行新股	279	3,022	-	-	-	-	-	-	-	-	3,301	-	3,301
Shares issued under Staff Share Option Schemes	根據權證認股計劃發行的股份	2	16	-	-	-	-	-	-	-	-	18	-	18
Equity settled share-based transaction	以股份為基礎作支付之交易	-	-	22	-	-	-	-	-	-	-	22	-	22
Transfer	轉賬	-	6	(27)	-	-	(58)	48	79	390	(485)	(47)	47	-
Dividends declared or approved during the year	年度內已宣布或核准派發股息	-	-	-	-	-	-	-	-	-	(2,293)	(2,293)	(68)	(2,361)
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	-	-	-	-	-	-	(4)	-	-	-	(4)	-	(4)
Exchange adjustments	匯兌調整	-	-	-	-	-	-	-	-	-	-	-	(19)	(19)
At 31st December, 2012	於2012年12月31日	5,568	16,083	135	2,769	1,012	976	130	13,823	2,611	14,046	57,153	4,486	61,639

\* Other reserves include statutory reserve and other reserves.

\* 其他儲備包括法定儲備及其他儲備。

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。

# CONSOLIDATED CASH FLOW STATEMENT

## 綜合現金流量表

For the year ended 31st December, 2013 截至2013年12月31日止年度

		2013	2012
		HKS Mn 港幣百萬元	HK\$ Mn 港幣百萬元
		Notes 附註	
<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>8,486</b>	7,565
Adjustments for:	調整：		
Charge for impairment losses on loans and advances	貸款及墊款減值損失支銷	12 <b>458</b>	213
Charge for impairment allowances on held-to-maturity investments and available-for-sale financial assets	持至到期投資和可供出售金融資產之減值準備支銷	<b>69</b>	52
Share of profits less losses of associates	應佔聯營公司溢利減虧損	<b>(684)</b>	(536)
Net profit on sale of available-for-sale financial assets	出售可供出售金融資產淨溢利	<b>(80)</b>	(82)
Net profit on sale of subsidiaries and associates	出售附屬公司及聯營公司溢利	<b>(27)</b>	(203)
Net profit on sale of fixed assets	出售固定資產之淨溢利	<b>(164)</b>	(139)
Interest expense on loan capital and certificates of deposit	已發行借貸資本及存款證利息支出	<b>1,579</b>	1,534
Depreciation on fixed assets	固定資產折舊	11, 34 <b>670</b>	657
Dividend income from available-for-sale financial assets	可供出售金融資產股息收入	<b>(43)</b>	(42)
Amortisation of intangible assets	無形資產攤銷	11 <b>32</b>	33
Amortisation of premium/discount on certificates of deposit and loan capital issued	已發行存款證及借貸資本的溢價/折扣攤銷	<b>132</b>	110
Revaluation (gains)/losses on certificates of deposit and loan capital issued	重估已發行存款證及已發行借貸資本(盈利)/虧損	<b>(487)</b>	298
Valuation gains on investment properties	重估投資物業盈利	34 <b>(388)</b>	(454)
Revaluation loss on bank premises	重估行址虧損	-	3
Equity-settled share-based payment expenses	以股份為基礎作支付費用	<b>21</b>	22
<b>OPERATING PROFIT BEFORE CHANGES IN WORKING CAPITAL</b>	<b>營運資金變動前的經營溢利</b>	<b>9,574</b>	9,031
(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個月以上的現金及其他銀行存款的結存	<b>(5,178)</b>	(811)
Placements with banks and other financial institutions with original maturity beyond three months	原本期限為3個月以上的銀行及其他金融機構存款	<b>10,390</b>	8,715
Trade bills	貿易票據	<b>(4,191)</b>	(8,849)
Trading assets	交易用途資產	<b>(1,092)</b>	(1,828)
Financial assets 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資產	<b>3,563</b>	1,494
Positive fair value of derivatives	衍生工具的正公平價值	<b>(500)</b>	90
Advances to customers	客戶墊款	<b>(55,000)</b>	(40,074)
Advances to banks and other financial institutions	銀行及其他金融機構墊款	<b>141</b>	47
Held-to-maturity debt securities	持至到期債務證券	<b>(623)</b>	379
Available-for-sale financial assets	可供出售金融資產	<b>(12,087)</b>	(12,256)
Other accounts and accrued interest	其他賬項及應計利息	<b>(6,591)</b>	(10,578)
Increase/(decrease) in operating liabilities:	經營負債增/(減)額：		
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	<b>(1,674)</b>	14,715
Deposits from customers	客戶存款	<b>36,201</b>	35,710
Trading liabilities	交易用途負債	<b>(10)</b>	11
Negative fair value of derivatives	衍生工具的負公平價值	<b>739</b>	(618)
Other accounts and provisions	其他賬項及準備	<b>8,684</b>	9,382
Exchange adjustments	匯兌調整	<b>728</b>	368
<b>NET CASH (OUTFLOW)/INFLOW FROM OPERATIONS</b>	<b>經營活動現金(流出)/流入淨額</b>	<b>(16,926)</b>	4,928
Income tax paid	已付所得稅		
Hong Kong profits tax paid	已付香港利得稅	<b>(537)</b>	(50)
Outside Hong Kong profits tax paid	已付海外利得稅	<b>(767)</b>	(746)
<b>NET CASH (USED IN)/GENERATED FROM OPERATING ACTIVITIES</b>	<b>(用於)/源自經營業務活動之現金淨額</b>	<b>(18,230)</b>	4,132

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。



## CONSOLIDATED CASH FLOW STATEMENT (CONTINUED)

### 綜合現金流量表(續)

For the year ended 31st December, 2013 截至2013年12月31日止年度

		2013	2012
		Notes 附註	HK\$ Mn 港幣百萬元
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>INVESTING ACTIVITIES</b>	<b>投資活動</b>		
Dividends received from associates	收取聯營公司股息	151	140
Dividends received from available-for-sale equity securities	收取可供出售股份證券股息	43	42
Purchase of equity securities	購入股份證券	(1,293)	(777)
Proceeds from sale of equity securities	出售股份證券所得款項	1,336	745
Purchase of fixed assets	購入固定資產	(750)	(436)
Purchase of investment properties	購入投資物業	(154)	(38)
Proceeds from disposal of fixed assets	出售固定資產所得款項	591	505
Purchase of shareholding in associates	購入聯營公司權益	(71)	(99)
Proceeds from disposal of an associate	出售一間聯營公司所得款項	160	-
Purchase of subsidiaries	購入附屬公司	-	(11)
Proceeds from sale of interest in a subsidiary	出售一間附屬公司權益所得款項	-	584
Purchase of interests in business from non-controlling interests investors	向非控股權益投資者購入商業權益	33	-
<b>NET CASH GENERATED FROM INVESTING ACTIVITIES</b>	<b>源自投資活動之現金淨額</b>	<b>46</b>	<b>655</b>
<b>FINANCING ACTIVITIES</b>	<b>融資活動</b>		
Ordinary dividends paid	支付普通股股息	(747)	(932)
Distribution to Hybrid Tier 1 issue holders	派發予混合一級資本工具持有人	(330)	(331)
Issue of ordinary share capital	發行普通股股本	118	18
Subscription of new shares	認購新股	-	3,301
Issue of certificates of deposit	發行存款證	68,516	40,875
Issue of debt securities	發行債務證券	4,002	4,910
Issue of loan capital	發行借貸資本	-	5,066
Redemption of certificates of deposit issued	贖回已發行存款證	(53,274)	(25,070)
Redemption of debt securities issued	贖回已發行債務證券	(8,173)	(2,710)
Redemption of loan capital	贖回已發行借貸資本	-	(7,920)
Interest paid on loan capital	支付借貸資本利息	(752)	(768)
Interest paid on certificates of deposit issued	支付已發行存款證利息	(537)	(324)
Interest paid on debt securities issued	支付已發行債務證券利息	(370)	(345)
<b>NET CASH GENERATED FROM FINANCING ACTIVITIES</b>	<b>源自融資活動之現金淨額</b>	<b>8,453</b>	<b>15,770</b>
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>	<b>現金及等同現金項目淨(減)/增額</b>	<b>(9,731)</b>	<b>20,557</b>
<b>CASH AND CASH EQUIVALENTS AT 1ST JANUARY</b>	<b>於1月1日之現金及等同現金項目</b>	<b>99,738</b>	<b>79,181</b>
<b>CASH AND CASH EQUIVALENTS AT 31ST DECEMBER</b>	<b>於12月31日之現金及等同現金項目</b>	<b>90,007</b>	<b>99,738</b>
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	25,131	23,083
Interest paid	利息支出	12,698	12,896
Dividend received	股息收入	78	74

The notes on pages 134 to 283 form part of these accounts.

第134至283頁之附註屬本賬項之一部分。

# NOTES ON THE ACCOUNTS

## 賬項附註

### 1. PRINCIPAL ACTIVITIES 主要業務

The Group are engaged in the provision of banking and related financial services, and business, corporate and investor services.

本集團的主要業務為提供銀行及有關的金融服務、以及商務、企業及投資者服務。

### 2. SIGNIFICANT ACCOUNTING POLICIES 主要會計政策

#### (a) Statement of Compliance

These accounts 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 the Companies Ordinance. These accounts 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 certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Bank. Note 3 provides information on the 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 accounts.

#### (b) Basis of Preparation of the Accounts

The accounts for the year ended 31st December, 2013 comprise the Group and the Group's interest in associates.

The measurement basis used in the preparation of the accounts 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 at fair value through profit or loss and available-for-sale (Note 2(f)(ii)); and
- investment properties (Note 2(h)(ii)).

The preparation of accounts in conformity with HKFRSs 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.

#### (a) 符合指引聲明

本賬項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，香港一般採用的會計原則及《公司條例》而編製。本賬項亦符合《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新增及經修訂的《香港財務報告準則》，並於本年度本集團及本行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賬項。

#### (b) 賬項編製基準

截至2013年12月31日止年度的賬項包括本集團及其應佔聯營公司之權益。

除以下資產及負債是以公平價值列賬外，本賬項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、指定通過損益以反映公平價值及可供出售的金融工具(附註2(f)(ii))；及
- 投資物業(附註2(h)(ii))。

按《香港財務報告準則》之要求，在編製賬項時，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不盡相同。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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 HKFRSs that have significant effect on the accounts and major sources of estimation uncertainty are discussed in Note 52.

#### (c) Basis of Consolidation

These consolidated accounts cover the consolidated position of the Bank and all subsidiaries unless otherwise stated and the Group's interest in associates. For information required to be reported in accordance with the Banking (Disclosures) Rules, the basis of consolidation is set out in the Notes (1) and (2) in the Unaudited Supplementary Financial Information.

##### (i) Subsidiaries and Non-controlling interests

The consolidated accounts include the accounts of the Bank and all its subsidiaries made up to 31st December each year. Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

An investment in a subsidiary is consolidated into the consolidated accounts from the date that control commences until the date that control ceases. Intra-group balances and transactions and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated accounts. 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 (previously known as "minority 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 these 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 their proportionate share of the subsidiary's net identifiable assets.

Non-controlling interests are presented in the consolidated statement of financial position and consolidated statement of changes in equity within equity, separately from equity attributable to equity shareholders of the Group. 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賬項有重大影響的《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，本綜合賬項包括本行及其所有附屬公司及本集團所佔聯營公司之權益的綜合狀況。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)及附註(2)列載。

##### (i) 附屬公司及非控股權益

本綜合賬項包括本行及其所有附屬公司截至各相關年度之12月31日止的賬項。附屬公司為本集團所控制之實體。當本集團有權決定該實體的財務及經營政策從而獲取利益，控制權被確立。在評估控制權時，現存並可行使的潛在投票權已計算在內。

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賬項內計算。在編製綜合賬項時，集團之間的結餘及交易及任何因集團之間交易所產生的未實現溢利均被抵銷。跟未實現盈利相同，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(以往稱為「少數權益」)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及綜合股東權益變動表內的股東權益列示，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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(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(f)) or, when appropriate, the cost on initial recognition of an investment in an associate (Note 2(c)(ii)).

In the Bank's statement of financial position, its investments in subsidiaries are stated at cost less any impairment losses (Note 2(k)).

## (ii) Associates

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.

An investment in an associate is accounted for in the consolidated accounts under the equity method unless it is classified as held-for-sale, and is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the associate'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 associate's net assets and any impairment loss relating to the investment (Note 2(j) and 2(k)). Any acquisition-date excess over cost, the Group's share of the post-acquisition, post-tax results of the associates 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 associate's other comprehensive income is recognised in the consolidated statement of comprehensive income.

When the Group's share of losses exceeds its interest in the associates, 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 associate. For these purposes, the Group's interest in the associate 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.

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates, except when unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in profit or loss.

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(f))的公平價值，或(如適用)按成本初始確認一聯營公司投資(附註2(c)(ii))。

在本行的財務狀況表中，附屬公司投資是以成本減除減值損失(附註2(k))列賬。

## (ii) 聯營公司

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。

除非分類為持有作出售用途，聯營公司投資是以權益會計法在綜合賬內入賬。入賬方法是先以成本另調整本集團於購入後應佔該聯營公司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聯營公司淨資產之變動及在(附註2(j)和2(k))所載有關投資的減值損失。任何超出於收購日之成本、本集團應佔聯營公司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，而本集團應佔聯營公司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。

除本集團對該聯營公司所作具法律或推定義務或替該公司償付的承擔外，當本集團應佔該聯營公司的虧損超出本集團應佔該聯營公司之權益時，超出的虧損將不被確認，而本集團應佔該聯營公司之權益將被減值至零。因此，本集團應佔該聯營公司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淨資產的長期權益。

本集團與聯營公司交易而產生之未實現溢利及虧損，按本集團應佔該聯營公司之權益為限作沖銷。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。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

When the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that associate, with a resulting gain or loss being recognised in profit or loss. Any interest retained in that former associate at the date when significant influence 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(f)).

The Bank accounts for the results of associates to the extent of dividends received. Investments in associates are stated at cost less any impairment losses (Note 2(k)).

An associate is considered material if it is material to either profit or loss or balance sheet of the Group in two consecutive years.

當本集團喪失對一聯營公司之重大影響力，將按出售該聯營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聯營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(f))的公平價值。

本行按照已收取股息計算應佔聯營公司業績。聯營公司投資是以成本減除任何減值損失(附註2(k))列賬。

若連續兩年其損益表或資產負債表對於集團是重大的，該聯營公司會被視為重大。

#### (d) Translation of Foreign Currencies

Transactions in foreign currencies 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 differences are dealt with 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 and derivative financial instruments are included in gains less losses from trading securities or financial instruments designated 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 on translation of available-for-sale equity instruments 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. Balance sheet items, 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 enterprise, the cumulative amount of the exchange differences which relate to that foreign enterprise is included in the calculation of the profit or loss on disposal.

#### (d) 外幣換算

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。匯兌差額則計入收益表內。

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指定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。因折算可供出售股份證券而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。資產負債表項目，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，並分別累計在股東權益之匯兌儲備內。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。

計算出售海外企業的損益包括截至出售日因該海外企業產生的累計匯兌差額。



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (e) Revenue Recognition

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:

Interest income for all interest-bearing financial instruments, except those classified as held for trading or designated at fair value through profit or loss, is recognised as interest income in the income statement on an accruals basis using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

For impaired loans, the accrual of interest income based on the original terms of the loan is discontinued, but any increase in the present value of impaired loans due to the passage of time is reported as interest income.

Net income from financial instruments designated at fair value through profit or loss 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 dividend income attributable to those financial instruments.

Fee and commission income is recognised in the income statement when the corresponding service is provided, except where the fee is charged to cover the costs of a continuing service to, or risk borne for, the customer, or is interest in nature. In these cases, the fee is recognised as income in the accounting period in which the costs or risk is incurred and is accounted for as interest income.

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 the commitment expires without the Group making a loan, the fee is recognised as revenue on a straight-line basis over the commitment period.

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.

## (e) 收入確認

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:

除分類為持有作交易或指定通過損益以反映公平價值外,所有帶息金融工具的利息收入按有效利率方法於收益表內以應計基準列作利息收入。

有效利率方法是一種計算攤銷成本及分配利息收入於相關期間的方法。有效利率是可準確將金融工具在預計年內產生之未來現金支出或收入折算為現值,或在較短期內折算為該金融工具賬面值的利率(如適用)。當計算有效利率時,本集團在估計現金流須考慮金融工具的所有合約條款,但不包括未來信貸損失。有效利率組成部分的計算包括所有合約對手之間的費用及基點支出或收入、交易成本及其他所有溢價或折扣。

就減值貸款而言,根據貸款原本條款計算的應計利息收入終止,但因隨時間過去令致減值貸款之現值增加則列作利息收入。

指定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股息收入。

服務費及佣金收入在有關服務提供時確認為收益表內,但如服務費是為彌補持續為客戶提供一項服務的成本或承受風險而收取或費用性質為利息則除外。在此情況下,服務費在成本或風險產生的會計期內列作收入,並按利息收入入賬。

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。如承擔期滿而本集團毋須貸款,該服務費按承擔期限以直線法列作收入。

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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

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.

Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established. Dividend income from listed investments is recognised when the share price of the investment is quoted ex-dividend.

**(f) Financial Instruments****(i) Initial recognition**

The Group classifies its financial instruments into different categories at inception, depending on the purpose for which the assets were acquired or the liabilities were incurred. The categories are: fair value through profit or loss, loans and receivables, held-to-maturity investments, available-for-sale financial assets and other financial liabilities.

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 held at fair value through profit or loss, 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 at fair value through profit or loss are expensed immediately.

The Group 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 is recognised using trade date accounting. From this date, any gains and losses arising from changes in fair value of the financial assets or financial liabilities at fair value through profit or loss are recorded.

**(ii) Categorisation***Fair value through profit or loss*

This category comprises financial assets and financial liabilities held for trading, and those designated at fair value through profit or loss upon initial recognition, but excludes those investments in equity instruments that do not have a quoted market price and whose fair value cannot be reliably measured.

Trading financial instruments are financial assets or financial liabilities which are acquired or incurred principally for the purpose of trading, 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. Non-hedging derivatives are accounted for as trading instruments.

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。

非上市投資股息收入在股東收權被確立時才予以確認。上市投資股息收入則在該投資的股價除息時才被確認。

**(f) 金融工具****(i) 初始確認**

本集團根據於初始期購入資產或產生負債時之原定用途，以分類其金融工具。種類包括通過損益以反映公平價值、貸款和應收賬款、持至到期投資、可供出售金融資產及其他金融負債。

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。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。

當本集團成為金融工具合約其中一方時確認金融資產和金融負債。以有規律方式購買或出售金融資產按交易日會計法計算。該等按通過損益以反映公平價值列賬的金融資產及金融負債因公平價值變動而產生的盈利及虧損由該日起計算。

**(ii) 分類***通過損益以反映公平價值*

此類別包括持有作交易用途和初始被指定為通過損益以反映公平價值的金融資產及金融負債，但不包括沒有市場報價的股份證券投資，及其公平價值是不能夠可靠計量的。

作交易用途的金融工具包括購入金融資產或產生金融負債，主要是作短期出售或屬可辨識金融工具組合的一部分，該組合是整體管理的，及有證據顯示近期有短期出售以賺取利潤的模式。非對沖衍生工具視作交易工具。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

Financial instruments are designated at fair value through profit or loss upon initial recognition when:

- the assets or liabilities are managed, evaluated and reported internally on a fair value basis;
- the designation eliminates or significantly reduces an accounting mismatch which would otherwise arise;
- the asset or liability contains an embedded derivative that significantly modifies the cash flows that would otherwise be required under the contract; or
- the separation of the embedded derivatives from the financial instrument is not prohibited.

Financial assets and financial liabilities under this category are carried at fair value. Changes in the fair value are included in the income statement in the period in which they arise. Upon disposal or repurchase, the difference between the net sale proceeds or the net payment and the carrying value is included in the income statement.

*Loans and receivables*

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than (a) those that the Group intends to sell immediately or in the near term, which will be classified as held for trading; (b) those that the Group, upon initial recognition, designates as at fair value through profit or loss or as available-for-sale; or (c) those where the Group may not recover substantially all of its initial investment, other than because of credit deterioration, which will be classified as available-for-sale. Loans and receivables mainly comprise placements with banks and other financial institutions, trade bills and loans and advances to customers.

Securities classified as loans and receivables typically comprise securities issued by the same customers with whom the Group has a lending relationship in its wholesale banking business. Investment decisions for credit substitute securities are subject to the same credit approval processes as loans, and the Group bears the same customer risk as it does for loans extended to those customers. Additionally the yield and maturity terms are generally directly negotiated by the Group with the issuer. These securities include commercial paper, short term debentures and preference shares issued by the borrower.

Loans and receivables and securities classified as loans and receivables are carried at amortised cost using the effective interest method, less impairment losses, if any (Note 2(k)).

在以下情況於初始確認為指定為通過損益以反映公平價值的金融工具：

- 該資產或負債是按內部公平價值管理、評估及呈報；
- 該指定可抵銷或重大地減低可能產生的會計錯配；
- 該資產或負債包含嵌入衍生工具，而該嵌入衍生工具可重大地改變合約產生的現金流；或
- 將嵌入衍生工具從金融工具內分開是不被禁止的。

屬於此類別的金融資產及金融負債按公平價值入賬。因公平價值變動產生之未實現盈利和虧損計入在期內發生的收益表。於出售或重購時，出售所得或淨支付款項與賬面值的差額計入收益表。

*貸款和應收賬款*

貸款和應收賬款為固定或可確定付款金額及沒有活躍市場報價的非衍生金融資產，但不包括(a)本集團有計劃於短期內出售而被區分為持有作交易用途；(b)本集團於初始期已指定為通過損益以反映公平價值或可供出售；或(c)本集團可能不能收回大部分初始投資(但不包括因信貸轉壞的原因)，則須分類為可供出售。貸款和應收賬款主要包括在銀行及其他金融機構的存款、貿易票據及客戶貸款及墊款。

分類為貸款和應收賬款的證券中，較具代表性的包括由客戶發行的證券，而該客戶是本集團在其批發銀行業務中有借貸關係的相同客戶。作出代替信貸之證券的投資決定與貸款的信貸審批程序相同，尤如本集團須承擔等同借款予同一客戶的風險。另外，回報及到期日條款普遍是透過本集團與客戶直接磋商。此類證券包括商業票據、短期債券及由借款人發行的優先股份。

貸款和應收賬款及分類為貸款和應收賬款的證券按有效利率方法計算攤銷成本並減除任何減值損失入賬(附註2(k))。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### *Held-to-maturity investments*

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity which the Group has the positive intention and ability to hold to maturity, other than (a) those that the Group, upon initial recognition, designates as at fair value through profit or loss or available-for-sale; and (b) those that meet the definition of loans and receivables.

Held-to-maturity investments are carried at amortised cost using the effective interest method less impairment losses, if any (Note 2(k)).

If, as a result of a change in intention or ability, it is no longer appropriate to classify an investment as held-to-maturity, it shall be reclassified as available-for-sale and remeasured at fair value.

#### *Available-for-sale financial assets*

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not classified in any of the other three categories above. They include financial assets intended to be held for an indefinite period of time, but which may be sold in response to needs for liquidity or changes in the market environment.

Available-for-sale financial assets are carried at fair value. Unrealised gains and losses arising from changes in the fair value are recognised in other comprehensive income and accumulated separately in equity, except for impairment losses and foreign exchange gains and losses on monetary items such as debt securities which are recognised in the income statement.

Investments in equity securities that do not have a quoted market price in an active market and whose fair value cannot be measured reliably, and derivatives that are linked to and must be settled by delivery of such unquoted equity securities are carried at cost less impairment losses, if any (Note 2(k)).

When the available-for-sale financial assets are sold, gains or losses on disposal include the difference between the net sale proceeds and the carrying value, and the accumulated fair value adjustments which are previously recognised in other comprehensive income shall be reclassified from equity to the income statement.

#### *Other financial liabilities*

Financial liabilities, other than trading liabilities and those designated at fair value through profit or loss, are measured at amortised cost using the effective interest method.

#### *持至到期投資*

持至到期投資包括有固定或可確定付款金額及有固定期限的非衍生金融資產而本集團有明確意向和能力持至到期日，但不包括(a)本集團於初始期已指定為通過損益以反映公平價值或可供出售，及(b)符合貸款和應收賬款之定義。

持至到期投資採用有效利率方法計算攤銷成本並減除任何減值損失入賬(附註2(k))。

若因意向或能力改變而引致不再適合分類為持至到期投資，則將重新分類為可供出售並按公平價值計量。

#### *可供出售金融資產*

可供出售金融資產是被指定為可供出售的非衍生金融資產，或並非分類為以上三種類別的金融資產。它包括計劃作不定期限持有的金融資產，但可能因應流動資金之需要或市場環境轉變而出售。

可供出售金融資產按公平價值列賬。除減值損失和貨幣性資產之外匯盈虧(如債務證券)在收益表內確認外，因公平價值的變動所產生的未實現盈虧於其他全面收益內確認，並在股東權益內分開累計。

在活躍市場中沒有市場報價而其公平價值是不能夠可靠計量的股份證券投資，及與之掛勾及在結算時須交出該無報價股份證券的衍生工具，按成本減除任何減值損失(附註2(k))列賬。

當出售可供出售金融資產時，出售盈虧包括出售所得款項淨額與賬面值的差額，以及曾經確認為其他全面收益之累計公平價值調整須由股東權益重新分類而轉入收益表。

#### *其他金融負債*

除作交易用途及通過損益以反映公平價值的金融負債外，金融負債按有效利率方法計算攤銷成本入賬。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (iii) Fair value measurement principles

The fair value of financial instruments is based on their quoted market prices 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, have been transferred.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

The Group uses the weighted average method to determine realised gains and losses to be recognised in the income statement on derecognition.

## (v) 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.

## (vi) Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that includes both the derivative and a host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. The embedded derivatives are separated from the host contract and accounted for as a derivative when (a) the economic characteristics and risks of the embedded derivative are not closely related to the host contract; and (b) the hybrid (combined) instrument is not measured at fair value with changes in fair value recognised in the income statement.

When the embedded derivative is separated, the host contract is accounted for in accordance with note (ii) above.

## (iii) 計量公平價值之原則

金融工具的公平價值是於報告期結束日根據其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後，本集團終止確認金融資產。

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) 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。

## (vi) 嵌入衍生工具

嵌入衍生工具屬於一種混合(結合)式工具的組成部分，該工具包括衍生工具及一主合約，並可改變該結合式工具的現金流，其作用類似一張獨立的衍生工具。當(a)該嵌入衍生工具的經濟特性及風險與主合約並非緊密關連的；及(b)混合(結合)式工具並非按公平價值計量及將公平價值變動於收益表內確認，嵌入衍生工具將與主合約分開並按衍生工具入賬。

當嵌入衍生工具被分開處理，主合約根據上述附註(ii)入賬。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (g) Hedging

Hedge accounting recognises the offsetting effects on profit or loss 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 (a) the hedging instrument expires or is sold, terminated or exercised; (b) the hedge no longer meets the criteria for hedge accounting; or (c) 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.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, the cumulative gain or loss at that point remains in equity until the transaction occurs and is recognised in the income statement. 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.

##### (ii) Fair value hedge

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.

#### (g) 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(a)該用作對沖工具到期或已出售、終止或行使；(b)該對沖交易不再符合對沖會計法的要求；或(c)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，其有效對沖部分的盈利或虧損或重新計量衍生金融工具至公平價值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。

當用作對沖工具到期或已出售，或當對沖不再符合對沖會計法的要求，截至此期間所累計的盈利或虧損仍保留在股東權益內，直至交易發生及在收益表內確認。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。

##### (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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (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 hedge 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 regressive 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.

## (h) Properties

- (i) Bank premises are stated in the statement of financial position at cost or at Directors' valuation, by reference to an independent professional valuation, less accumulated depreciation and accumulated impairment loss (Note 2(k)).

When a deficit arises on revaluation, it will be charged to the income statement, to the extent that it exceeds the amount held in the bank premises revaluation reserve in respect of that same asset immediately prior to the revaluation; and when a surplus arises on revaluation, it will be 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 accounts, advantage has been taken of the transitional provisions set out in paragraph 80A of HKAS 16 "Property, Plant and Equipment" issued by the HKICPA, 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 or for capital appreciation or for both. Investment properties are stated at fair value. Investment properties are valued annually by external independent valuation companies, having an appropriate recognised professional qualification and recent experience in the location and category of property being valued. The fair values are based on market values, being the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. 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.

## (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。

## (h) 物業

- (i) 行址是按成本或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(k))後於財務狀況表中列賬。

當重估出現虧損時，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；當重估出現盈餘時，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。

在編製此等賬項時，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80A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價公司每年作估值，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。公平價值是根據市值，即於估價日由一願意買方及一願意賣方在經過合理推銷的情況下，及在知情的、謹慎的和沒有威迫的情況下雙方同意該物業作公平交易的估計金額。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。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

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(e).

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(e)所載計算。

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(h)(i).

如附註2(h)(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。

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.

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。

A property interest under an operating 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 an operating lease classified as an investment property is carried at fair value. Lease payments are accounted for as described in Note 2(l).

本集團以經營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。此等以經營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(l)所載入賬。

- (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.

- (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。

#### (i) 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.

#### (i) 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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

**(j) 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(k)).

On disposal of a cash generating unit, or an associate during the year, 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.

**(k) Impairment of Assets**

At each end of the reporting period, the carrying amount of the Group's assets are reviewed to determine whether there is objective evidence of impairment. If internal and external sources of information indicate such evidence exists, the carrying amount is reduced to the estimated recoverable amount and an impairment loss is recognised in the income statement.

**(i) Loans and receivables**

The impairment losses of loans and receivables are measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition of these assets). Receivables with a short duration are not discounted if the effect of discounting is immaterial.

The total allowance for impairment losses consists of two components: individual impairment allowances, and collective impairment allowances.

**(j) 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(k))。

在年度內出售單一現金生產單位或聯營公司，計算出售溢利時計入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。

**(k) 資產減值損失**

本集團須於報告期結束日檢討資產的賬面值以判斷是否有客觀減值證據。如對內及對外資料來源均顯示減值證據存在，須減低賬面值至可收回金額，而減值損失於收益表內入賬。

**(i) 貸款和應收賬款**

貸款和應收賬款的減值損失，是根據資產賬面值及估計未來現金流按資產原本之有效利率(即於初始時確認該等資產之有效利率)折算為現值，以二者之差額計算。如果折算現值後的影響不大，不會折算短期應收賬款。

減值損失準備總額包括兩部分：個別減值準備，及整體減值準備。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

The individual impairment allowance is based upon management's best estimate of the present value of the cash flows which are expected to be received discounted at the original effective interest rate. In estimating these cash flows, management makes judgements about the borrower's financial situation and the net realisable value of any underlying collateral or guarantees in favour of the Group. Each impaired asset is assessed on its own merits.

In assessing the need for collective loan loss allowances, management considers factors such as credit quality, portfolio size, concentrations, and economic factors. In order to estimate the required allowance, the Group makes assumptions both to define the way the Group models inherent losses and to determine the required input parameters, based on historical experience and current economic conditions.

The accuracy of the impairment allowances the Group makes depends on how well the Group can estimate future cash flows for individually assessed impairment allowances and the model assumptions and parameters used in determining collective impairment allowances. While this necessarily involves judgement, the Group believes that the impairment allowances on loans and advances to customers are reasonable and supportable.

All loans and receivables are reviewed and analysed periodically. Any subsequent changes to the amounts and timing of the expected future cash flows compared to the prior estimates that can be linked objectively to an event occurring after the write-down, will result in a change in the impairment allowances on loans and receivables and will be charged or credited to the income statement. A reversal of impairment losses is limited to the loans and receivables' carrying amount that would have been determined had no impairment loss been recognised in prior years.

Where there is no reasonable prospect of recovery, the loan and the related interest receivables are written off.

Loans and receivables with renegotiated terms are loans that have been restructured due to deterioration in the borrower's financial position and where the Group has made concessions that it would not otherwise consider. Renegotiated loans and receivables are subject to ongoing monitoring to determine whether they remain impaired or past due.

本集團首先評估客觀減值證據是否個別存在於個別重大金融資產，及個別或整體存在於非個別重大金融資產。若本集團判斷客觀減值證據並不存在於個別評估金融資產，無論重大與否，本集團將有相同風險特性的金融資產歸類，及作整體減值評估。已作個別減值評估的資產而減值損失已持續確認，該資產不會包括於整體減值評估內。

個別減值準備是根據管理層的最佳估計將可能收回之現金流按原本的有效利率折算為現值。在估計現金流時，管理層須判斷借款人的財政狀況及給予本集團的抵押品或擔保之可變現淨值。並須評估每宗減值資產的自身價值。

當評估所需的整體減值損失準備時，管理層須考慮的因素包括信貸質素、組合規模、信貸集中、及經濟因素。為求估計所需的準備，本集團根據過往之經驗和現時之經濟情況作假設以模擬潛在損失及判斷所需之參數。

撥備的準確性，須視乎本集團能否在評估個別準備時準確估計交易對手的未來現金流及在判斷整體減值準備時所採用的假設模式及參數。雖然視乎判斷而定，本集團相信貸款損失準備是合理和足夠的。

所有貸款和應收賬款須定期作檢討及分析。在較後期間，任何因估計未來現金流的金額及時間與先前估計的有所轉變，而該轉變是可客觀地與撇銷後發生的事件有關連，從而導致減值損失準備亦需改變，該轉變會支銷或存入收益表。減值損失之轉回只限於假設該貸款和應收賬款於過往從來未有確認減值損失的賬面值。

倘再無合理預期可收回時，則貸款及相關的應收利息會被撇銷。

經重訂條款的貸款和應收賬款是因借款人的財政狀況惡化而須重組的貸款，而本集團已顧及借款人的財政狀況而有所讓步，否則會不作此考慮。經重訂的貸款和應收賬款須持續受監控以判斷它們是否仍然已減值或逾期。



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (ii) Held-to-maturity investments

Impairment on held-to-maturity investments is considered at both an individual and collective level. The individual impairment allowance is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at asset's original effective interest rate, where the effect of discounting is material.

All significant assets found not to be individually impaired are then collectively assessed for any impairment that has been incurred but not yet identified. Assets that are not individually significant are then collectively assessed for impairment by grouping together financial assets with similar risk characteristics.

If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through the income statement. 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.

## (iii) Available-for-sale financial assets

When there is objective evidence that an available-for-sale financial asset is impaired, the cumulative loss that had been recognised in the fair value reserve is reclassified to the income statement. The amount of the cumulative loss that is recognised in the income statement is the difference between the acquisition cost (net of any principal repayment and amortisation) and current fair value, less any impairment loss on that asset previously recognised in the income statement.

For unquoted available-for-sale equity securities that are carried at cost, the impairment loss is measured as the difference between the carrying amount of the equity securities and the present value of estimated future cash flows discounted at the current market rate of return for a similar financial asset, where the effect of discounting is material.

Impairment losses recognised in the income statement in respect of available-for-sale equity securities are not reversed through the income statement. Any subsequent increase in the fair value of such assets is recognised directly in other comprehensive income.

Impairment losses in respect of available-for-sale debt securities are reversed if the subsequent increase in fair value can be objectively related to an event occurring after the impairment loss was recognised. Reversals of impairment losses in such circumstances are recognised in the income statement.

## (ii) 持至到期投資

持至到期投資之減值按個別及整體層面考慮。當折算的效果是重大的，個別減值準備按資產賬面值，及估計未來現金流按資產原本之有效利率折算為現值，以二者之差額計算減值損失。

如所有重大資產毋須作個別減值，則須為已發生而未被發現的減值作整體評估。非個別重大資產按相同風險特性歸類及作整體減值評估。

若在較後期間，減值損失的金額減少而該減少是可客觀地與確認減值損失後發生的事件有關連，減值損失轉回收益表內。減值損失轉回收益表的金額不能超過假設該資產於往年從來未有確認減值損失的賬面值。

## (iii) 可供出售金融資產

當有客觀證據顯示可供出售金融資產已減值，已直接確認在公平價值儲備內的累計虧損會被轉入收益表內。須於損益賬內入賬的累計虧損金額，是購入成本（減除任何本金償還及攤銷）與現時公平價值二者之差額，再減除往年已於收益表內入賬的減值損失。

按成本列賬之無報價可供出售股份證券，當折算的效果是重大的，股份證券的賬面值及估計未來現金流按相同金融資產的現時市場回報率折算為現值，以二者之差額計算減值損失。

已確認於收益表之可供出售股份證券的減值損失是不能轉回收益表。其後該資產之公平價值增加則直接確認在其他全面收益。

而可供出售債務證券之公平價值增加，而該增加是可客觀地與已確認減值損失後發生的事件有關連，減值損失可轉回。在此情況下，轉回減值損失於收益表內入賬。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (iv) Other assets

Internal and external sources of information are reviewed at each end of the reporting period to identify indications that the following assets may be impaired or, except in the case of goodwill, an impairment loss previously recognised no longer exists or may have decreased:

- property and equipment (other than properties carried at revalued amounts);
- investments in subsidiaries and associates;
- goodwill; and
- intangible assets

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 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, 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.

#### (iv) 其他資產

在報告期結束日，須檢討對內及對外資料來源以辨識以下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：

- 物業及設備(以重估金額列賬的物業除外)；
- 附屬及聯營公司投資；
- 商譽；及
- 無形資產

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價值二者中之較高者。在評估使用價值時，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(或其單位組別)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或使用價值(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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (v) 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(k)(i) to (iv)).

Impairment losses recognised in an interim period in respect of goodwill, available-for-sale equity securities and unquoted equity securities carried at cost 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 year to which the interim period relates. Consequently, if the fair value of an available-for-sale equity security increases in the remainder of the annual period, or in any other period subsequently, the increase is recognised in other comprehensive income and not the income statement.

## (l) Leased Assets

Leases of assets under which the lessee assumes substantially all the risks and benefits of ownership are classified as finance leases. Leases of assets under which the lessor has not transferred all the risks and benefits of ownership are classified as operating leases.

## (i) Assets held under finance leases

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 Note 2(e).

## (ii) Assets held for use in operating leases

Where the Group leases out assets under operating leases, the leased assets are included in the statement of financial position according to their nature and, where applicable, are depreciated in accordance with the Group's depreciation policies, as set out in Note 2(i). Impairment losses are accounted for in accordance with the accounting policy as set out in Note 2(k). Revenue arising from operating leases is recognised in accordance with the Group's revenue recognition policies, as set out in Note 2(e).

## (iii) Operating lease charges

Where the Group has the use of assets under operating leases, payments made under the leases are charged to the income statement in equal instalments over the accounting 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 received are recognised in the income statement as an integral part of the aggregate net lease payments made. Contingent rentals are charged to the income statement in the accounting period in which they are incurred.

## (v) 中期財務報告及減值

根據《上市規則》，本集團須按《香港會計準則》第34號「中期財務報告」編製有關年度首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(k)(i)至(iv))。

商譽、可供出售股份證券及無報價的股份證券所確認於中期期間的減值損失，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。因此，如可供出售股份證券的公平價值在每年餘下期間、或後期的其他任何期間增加，增加的金額只能在其他全面收益而非收益表內確認。

## (l) 租賃資產

由承租人承擔擁有權的絕大部分相關風險及報酬的資產租賃列為融資租賃。出租人並未轉讓擁有權的所有風險及報酬的資產租賃列為經營租賃。

## (i) 以融資租賃購入的資產

當本行為融資出租人時，按融資租賃而租出資產的投資淨額，即應收租金總額減未賺取收入，在財務狀況表列作客戶貸款。來自融資租賃的收入會根據本行的收入確認政策附註2(e)所載計算。

## (ii) 用作經營租賃的資產

當本集團以經營租賃方式租出資產，該資產根據其性質包括在財務狀況表內，及按附註2(i)所載(如適用者)本集團的折舊會計政策計算折舊。減值損失是根據會計政策附註2(k)所載計算。來自經營租賃的收入是根據本行的收入確認政策附註2(e)所載計算。

## (iii) 經營租賃費用

當本集團使用經營租賃資產，除非有其他更具代表性的基準以衡量從該等經營租賃資產獲得利益的模式，其租賃付款按該租賃期所涵蓋的會計年期以等額分期記入收益表。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付款的組成部分。或有租金在其產生的會計期內在收益表支銷。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (m) 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(k), 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 under other assets if it is highly probable that 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.

Repossessed 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 on initial classification and on subsequent remeasurement are recognised in the income statement.

#### (n) 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.

#### (m) 收回資產

在收回減值貸款時，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(k)所載的會計政策，計算減值貸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。如大有可能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，收回資產視作其他資產列賬。有關貸款及墊款隨後撇銷。

收回資產按有關貸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。收回資產毋須折舊或攤銷。

在初始期分類及後期再計量所引致的減值損失於收益表確認。

#### (n) 所得稅

- (i) 本年度所得稅包括本期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，本期稅項及遞延稅項資產和負債的變動計入收益表內。
- (ii) 本期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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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(h)(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 each end of the 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
- 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.

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，不超過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(h)(ii)所載按公平價值列賬，除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該資產及負債的賬面值之預期收回及報告的方式，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) 本期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期稅項資產及負債抵銷及符合以下附帶條件的情況下，才對本期及遞延稅項資產及負債作出抵銷：

- 就本期稅項資產及負債而言，本行或本集團計劃支付淨額或同時收回資產及償還負債；或
- 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結算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期稅項資產及償還本期稅項負債，或同時變現及償還。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (o) 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.

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.

#### (p) 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.

#### (q) 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.

#### (o) 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按精算估值。

本集團已就在報告期結束日只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。

#### (p) 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。

#### (q) 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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

## (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.

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 option exercise price is equal to the higher of:

- the closing price of the Bank's shares in the Stock Exchange's daily quotation sheet on the date of grant of the relevant options;
- an amount equivalent to the average closing price of the Bank's shares as stated in the Stock Exchange's daily quotation sheets for the 5 business days immediately preceding the date of grant of the relevant options; and
- the nominal value of the Bank's shares.

When the options are exercised, equity is increased by the amount of the proceeds received. 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.

## (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。

上述所有計劃的成本計算在相關期間的收益表內。所有此類計劃的資產均與本集團的資產分開處理。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所沒收的供款而減少。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所沒收的供款而減少。

## (iv) 以股份為基礎作支付

認股權的行使價為以下三者之最高者：

- 於授出認股權當日日本行股份在聯交所日報表的收市價；
- 相等於緊接授出有關認股權當日之前五個營業日，本行股份在聯交所日報表的平均收市價；及
- 本行股份的面值。

當認股權被行使時，所得款項計入股東權益。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)。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The equity amount is recognised in capital reserve until either the option is exercised (when it is transferred to share premium) or the option expires (when it is released directly to retained profits).

屬股東權益金額確認為資本儲備內，直至當認股權被行使時(轉入股份溢價)，或當認股權之有效期屆滿時(轉入留存溢利)。

#### (r) Related Parties

For the purposes of these accounts, a party is considered to be related to the Group if:

- (a) A person, or a close member of that person's family, is related to the Group if that person:
- (i) has control or joint control over the Group;
  - (ii) has significant influence over the Group; or
  - (iii) is a member of the key management personnel of the Group or the Group's parent.
- (b) An entity is related to the Group if any of the following conditions applies:
- (i) 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).
  - (ii) 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).
  - (iii) Both entities are joint venture of the same third party.
  - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - (v) The entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group.
  - (vi) The entity is controlled or jointly controlled by a person identified in (a).
  - (vii) A person identified in (a)(i) 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).

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.

#### (r) 關聯人士

在編製本賬項時，與本集團關聯人士是指：

- (a) 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：
- (i) 可控制或共同控制本集團；
  - (ii) 對本集團有重大影響力；或
  - (iii) 是本集團或本集團之母公司的主要管理人員之成員。
- (b) 在以下任何情況下，一實體會視為與本集團有關聯：
- (i) 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)。
  - (ii) 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)。
  - (iii) 兩個實體是同一第三者的合營公司。
  - (iv) 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。
  - (v) 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。
  - (vi) 該實體受在(a)項中所辨識的個人所控制或共同控制。
  - (vii) 在(a)(i)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。

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 ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## 2. SIGNIFICANT ACCOUNTING POLICIES (CONTINUED) 主要會計政策(續)

### (s) Segment Reporting

Operating segments, and the amounts of each segment item reported in the accounts, 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.

### (t) 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, balances with banks and other financial institutions, 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.

### (u) Deposits, Debt Securities Issued and Subordinated Liabilities

Deposits, debt securities issued and subordinated liabilities are the Group's sources of debt 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 Group's redeemable preference shares bear non-discretionary coupons and are redeemable by the holder, and are therefore included within subordinated liabilities.

Subsequent to initial recognition deposits, debt securities issued and subordinated liabilities are measured at their amortised cost using the effective interest method, except where the Group designates liabilities at fair value through profit or loss.

### (s) 分部報告

營運分部，及在賬項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，以及評核本集團各業務部分和區域所在地的表現。

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。

### (t) 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、銀行及其他金融機構結餘、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合格票據及存款證。

### (u) 存款、已發行債務證券及後償負債

存款、已發行債務證券及後償負債是本集團籌募資金的來源。

本集團按該工具合約條款的實質分類資本工具為金融負債或股本權益。本集團之可贖回優先股的票面息率是無附帶條件的並可由持有人贖回，所以，該等優先股列作後償負債。

在初始確認後，除本集團指定為通過損益的負債外，存款、已發行債務證券及後償負債按有效利率方式計算攤銷成本。

## 3. CHANGES IN ACCOUNTING POLICIES 會計政策之變動

The HKICPA has issued a number of new HKFRSs and amendments to HKFRSs that are first effective for the current accounting period of the Group and the Bank. Of these, the following developments are relevant to the Group's accounts:

- Amendments to HKAS 1, *Presentation of financial statements – Presentation of items of other comprehensive income*
- HKFRS 10, *Consolidated financial statements*

香港會計師公會已頒布數項對本集團及本行本期會計期可首次生效之新增及修訂的《香港財務報告準則》。其中，以下之發展與本集團的財務報表有關：

- 修訂《香港會計準則》第一號《財務報表呈報—其他全面收益項目之呈報》
- 《香港財務報告準則》第十號《綜合財務報表》

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

- |   |  |
|---|--|
| <ul style="list-style-type: none"> <li>- HKFRS 12, <i>Disclosure of interests in other entities</i></li> <li>- HKFRS 13, <i>Fair value measurement</i></li> <li>- <i>Annual Improvements to HKFRSs 2009-2011 Cycle</i></li> <li>- Amendments to HKFRS 7 – <i>Disclosures – Offsetting financial assets and financial liabilities</i></li> </ul> | <ul style="list-style-type: none"> <li>- 《香港財務報告準則》第十二號「其他實體權益之披露」</li> <li>- 《香港財務報告準則》第十三號「釐定公平價值」</li> <li>- 《香港財務報告準則》年度改進2009-2011周期</li> <li>- 修訂《香港財務報告準則》第七號「披露—金融資產及金融負債之抵銷」</li> </ul> |
|---|--|

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period.

本集團並未採納任何於本會計期尚未生效的新準則或詮釋。

#### Amendments to HKAS 1, Presentation of financial statements – Presentation of items of other comprehensive income

The amendments to HKAS 1 require entities to present the items of other comprehensive income that would be reclassified to income statement in the future if certain conditions are met separately from those that would never be reclassified to income statement. The Group's presentation of other comprehensive income in these financial statements has been modified accordingly.

#### 修訂《香港會計準則》第一號「財務報表呈報—其他全面收益項目之呈報」

修訂《香港會計準則》第一號要求實體列示某些其他全面收益的項目將來若符合特定條件時可轉回收益表，並須與永遠不能轉回收益表的項目分開列示。本集團的財務報表在列示其他全面收益的項目已按此規定作修訂。

#### HKFRS 10, Consolidated financial statements

HKFRS 10 replaces the requirements in HKAS 27, Consolidated and separate financial statements relating to the preparation of consolidated financial statements and HK-SIC 12 Consolidation – Special purpose entities. It introduces a single control model to determine whether an investee should be consolidated, by focusing on whether the entity has power over the investee, exposure or rights to variable returns from its involvement with the investee and the ability to use its power to affect the amount of those returns.

#### 《香港財務報告準則》第十號「綜合財務報表」

《香港財務報告準則》第十號取銷《香港會計準則》第二十七號「綜合及個別財務報表」中有關編製綜合財務報表之要求及《香港註冊常務委員會詮釋》第十二號「合併—特殊目的機構」。它引入一項單獨控制模式，並著眼於實體是否可控制該被投資者、風險或通過參予被投資者從而享有不同回報的權利及運用其控制權以影響回報金額的能力，以決定是否須要綜合計算該被投資者。

As a result of the adoption of HKFRS 10, the Group has changed its accounting policy with respect to determining whether it has control over an investee. The adoption does not change any of the control conclusions reached by the Group in respect of its involvement with other entities as at 1st January, 2013.

由於採納《香港財務報告準則》第十號，本集團已更改其有關決定對被投資者是否有控制權的會計政策。其採納並未改變於2013年1月1日有關本集團參予其他實體所達至控制權的結果。



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 3. CHANGES IN ACCOUNTING POLICIES (CONTINUED) 會計政策之變動(續)

## HKFRS 12, Disclosure of interests in other entities

HKFRS 12 brings together into a single standard all the disclosure requirements relevant to an entity's interests in subsidiaries, joint arrangements, associates and unconsolidated structured entities. The disclosures required by HKFRS 12 are generally more extensive than those previously required by the respective standards. To the extent that the requirements are applicable to the Group, the Group has provided those disclosures in Notes 31 and 32.

## HKFRS 13, Fair value measurement

HKFRS 13 replaces existing guidance in individual HKFRSs with a single source of fair value measurement guidance. HKFRS 13 also contains extensive disclosure requirements about fair value measurements for both financial instruments and non-financial instruments. The Group has provided those disclosures in Note 44. The adoption of HKFRS 13 does not have any material impact on the fair value measurements of the Group's assets and liabilities.

## Annual Improvements to HKFRSs 2009–2011 Cycle

This cycle of annual improvements contains amendments to five standards with consequential amendments to other standards and interpretations. Among them, HKAS 34 has been amended to clarify that total assets for a particular reportable segment are required to be disclosed only if the amounts are regularly provided to the chief operating decision maker (CODM) and only if there has been a material change in the total assets for that segment from the amount disclosed in the last annual financial statements. The amendment also requires the disclosure of segment liabilities if the amounts are regularly provided to the CODM and there has been a material change in the amounts compared with the last annual financial statements. The amendment does not have any impact on the segment disclosure of the Group because the Group does not have any reportable segments with total assets or total liabilities materially different from the amounts reported in the last annual financial statements.

## Amendments to HKFRS 7 – Disclosures – Offsetting financial assets and financial liabilities

The amendments introduce new disclosures in respect of offsetting financial assets and financial liabilities. Those new disclosures are required for all recognised financial instruments that are set off in accordance with HKAS 32, *Financial instruments: Presentation* and those that are subject to an enforceable master netting arrangement or similar agreement that covers similar financial instruments and transactions, irrespective of whether the financial instruments are set off in accordance with HKAS 32. To the extent that the requirements are applicable to the Group, the Group has expanded its disclosures about the offsetting of financial assets and financial liabilities in Note 43(a)(v).

## 《香港財務報告準則》第十二號「其他實體權益之披露」

《香港財務報告準則》第十二號對有關適用於實體於附屬公司、共同協議、聯營公司及不被綜合計算的結構性實體之權益的披露要求整合成一項單一準則。《香港財務報告準則》第十二號的披露要求一般上都較以前不同準則更為全面。根據適用於本集團之披露要求，本集團已在附註31及附註32中作披露。

## 《香港財務報告準則》第十三號「釐定公平價值」

《香港財務報告準則》第十三號引入一項單一計算公平價值的指引，以取締在個別香港財務報告準則的現行指引。《香港財務報告準則》第十三號亦包含有關適用於金融工具及非金融工具之全面性披露要求。採納《香港財務報告準則》第十三號對本集團的資產及負債之公平價值計算並未有重大影響。

## 《香港財務報告準則》年度改進2009–2011周期

此周期年度改進包括五項準則之修訂及對其他準則和詮釋的連帶修訂。其中，《香港會計準則》第三十四號已修改以釐清有關一特定匯報分部的總資產，如其金額是需要定期提供予總營運決策負責人，及只當該分部總資產的金額與上次年度財務報表所披露的金額有重大變動時，才需要披露。修訂亦要求分部負債，如其金額是需要定期提供予總營運決策負責人，及其金額與上次年度財務報表所披露之金額有重大變動時，才需要披露。因本集團之可匯報分部之總資產或總負債與上次年度財務報表所列報之金額未有重大分別，該修訂對本集團之分部披露未有任何影響。

## 修訂《香港財務報告準則》第七號「披露—金融資產及金融負債之抵銷」

此修訂引入有關金融資產及金融負債抵銷之新披露要求。無論該金融工具是否按照《香港會計準則》第三十二號「金融工具—呈報」作抵銷，該等新披露要求所有已確認金融工具按照《香港會計準則》第三十二號「金融工具—呈報」及受有約束力的淨額結算總協議或包含類同金融工具及交易之類同協議作抵銷。根據適用於本集團之披露要求，本集團已在附註43(a)(v)中加強有關金融資產及金融負債抵銷之披露。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### 4. INTEREST INCOME 利息收入

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Securities classified as held-to-maturity or available-for-sale	分類為持至到期或可供出售的證券		
– listed	– 上市	692	464
– unlisted	– 非上市	1,116	944
Trading assets	交易用途資產		
– listed	– 上市	16	18
– unlisted	– 非上市	241	218
Interest rate swaps	利率掉期合約	1,670	1,576
Financial assets designated at fair value through profit or loss	指定為通過損益以反映公平價值金融資產		
– listed	– 上市	401	433
– unlisted	– 非上市	184	220
Loans, deposits with banks and financial institutions and trade bills	貸款、在銀行和其他金融機構的存款及貿易票據	20,764	18,762
		<b>25,084</b>	22,635

Included above is interest income accrued on impaired financial assets of HK\$88 million (2012: HK\$85 million) which includes interest income on unwinding of discount on loan impairment losses of HK\$14 million (2012: HK\$20 million) (Note 28(b)) for the year ended 31st December, 2013.

以上包括截至2013年12月31日止年度減值金融資產的應計利息港幣8,800萬元(2012年：港幣8,500萬元)，其中包括釋放貸款減值損失之折扣的利息收入港幣1,400萬元(2012年：港幣2,000萬元)(附註28(b))。

#### 5. INTEREST EXPENSE 利息支出

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Customer deposits, deposits of banks and other financial institutions and certificates of deposit issued which are stated at amortised cost	按攤銷成本列賬的客戶存款、銀行及其他金融機構的存款及已發行存款證	10,019	9,754
Debt securities issued	已發行債務證券	272	360
Subordinated notes carried at amortised cost	按攤銷成本列賬的後償票據	751	730
Interest rate swaps	利率掉期合約	1,736	1,877
Financial instruments designated at fair value through profit or loss	指定為通過損益以反映公平價值金融工具	138	170
Other borrowings	其他借款	1	20
		<b>12,917</b>	12,911

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 6. FEE AND COMMISSION INCOME 服務費及佣金收入

Fee and commission income arises from the following services:

源自下列服務的服務費及佣金收入：

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Corporate services	企業服務	1,064	1,041
Credit cards	信用卡	997	860
Loans, overdrafts and guarantees	貸款、透支及擔保	970	599
Trade finance	貿易融資	458	400
Other retail banking services	其他零售銀行服務	417	369
Securities and brokerage	證券及經紀	345	279
Trust and other fiduciary activities	信託及其他代理業務	202	152
Others	其他	421	459
<b>Total fee and commission income</b>	<b>服務費及佣金收入總額</b>	<b>4,874</b>	<b>4,159</b>
of which:	其中：		
Net fee income, other than amounts included in determining the effective interest rate, arising from financial assets or financial liabilities that are not held for trading nor designated at fair value through profit or loss	由非持作交易用途或指定為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)	4,011	3,396
Fee income	服務費收入	4,874	4,159
Fee expenses	服務費支出	(863)	(763)

## 7. NET TRADING PROFITS 交易溢利淨額

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Profit/(Loss) on dealing in foreign currencies	外幣買賣溢利/(虧損)	287	(68)
Profit on trading securities	交易用途證券溢利	38	275
Net gain on derivatives	衍生工具淨溢利	518	526
Dividend income from listed trading securities	交易用途上市證券的股息收入	35	32
		<b>878</b>	<b>765</b>

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

8. NET RESULT FROM FINANCIAL INSTRUMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS 指定為通過損益以反映公平價值金融工具的淨表現

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Revaluation gain on debts issued	重估已發行債務盈利		16		17
Net loss on sale of other financial instruments designated at fair value through profit or loss	出售其他指定為通過損益以反映公平價值金融工具的淨虧損		(87)		(113)
Profit on redemption of subordinated notes issued	贖回後償票據溢利		-		24
Revaluation (loss)/gain on other financial instruments designated at fair value through profit or loss	重估其他指定為通過損益以反映公平價值金融工具的(虧損)/盈利		(316)		736
			(387)		664

9. NET HEDGING LOSS 對沖虧損淨額

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Fair value hedges	公平價值對沖				
- Net gain/(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盈利/(虧損)		299		(229)
- Net (loss)/gain on hedging instruments	- 用作對沖工具的淨(虧損)/盈利		(321)		214
			(22)		(15)

There was insignificant ineffectiveness recognised in the Group's income statement arising from cash flow hedge for the year 2013 and 2012.

於2013年及2012年，因現金流對沖所產生並已在本集團收益表內確認之無效部分是不重大的。

10. OTHER OPERATING INCOME 其他經營收入

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Dividend income from available-for-sale financial assets	可供出售金融資產股息收入				
- listed	- 上市		8		8
- unlisted	- 非上市		35		34
Rental from safe deposit boxes	保險箱租金收入		77		78
Net revenue from insurance activities	保險業務淨收入		277		241
Rental income on properties	物業租金收入		127		142
Others	其他		101		89
			625		592

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 11. OPERATING EXPENSES 經營支出

		2013	2012
		HK\$ Mn 港幣百萬元	Restated 重報 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	146	142
– Outside Hong Kong	– 香港以外	315	264
Equity-settled share-based payment expenses	以股份為基礎作支付的費用	21	22
Salaries and other staff costs	薪金及其他員工成本	4,929	4,372
<b>Total staff costs</b>	<b>員工成本總額</b>	<b>5,411</b>	<b>4,800</b>
Premises and equipment expenses excluding depreciation	不包括折舊的物業及設備支出		
– Rental of premises	– 物業租金	652	583
– Maintenance, repairs and others	– 保養、維修及其他	585	551
<b>Total premises and equipment expenses excluding depreciation</b>	<b>不包括折舊的物業及設備支出總額</b>	<b>1,237</b>	<b>1,134</b>
Depreciation on fixed assets (Note 34)	固定資產折舊(附註34)	670	657
Amortisation of intangible assets (Note 33(b))	無形資產攤銷(附註33(b))	32	33
Other operating expenses	其他經營支出		
– Stamp duty, overseas and PRC business taxes, and value added taxes	– 印花稅、海外及中華人民共和國營業稅，及增值稅	680	580
– Communications, stationery and printing	– 通訊、文具及印刷	316	325
– Advertising expenses	– 廣告費	264	272
– Legal and professional fees	– 法律及專業服務費	262	252
– Business promotions and business travel	– 業務推廣及商務旅遊	203	176
– Card related expenses	– 有關信用卡支出	101	160
– Insurance expenses	– 保險費	29	32
– Donations	– 捐款	19	14
– Audit fee	– 核數師酬金	15	15
– Membership fees	– 會員費	15	12
– Administration expenses of corporate services	– 企業服務的行政費	14	14
– Bank charges	– 銀行收費	10	12
– Bank licence	– 銀行牌照費	4	4
– Others	– 其他	301	233
<b>Total other operating expenses</b>	<b>其他經營支出總額</b>	<b>2,233</b>	<b>2,101</b>
<b>Total operating expenses**</b>	<b>經營支出總額**</b>	<b>9,583</b>	<b>8,725</b>

\* Forfeited contributions totalling HK\$13 million (2012: HK\$8 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 (2012: Nil).

\*\* Included in operating expenses are direct operating expenses of HK\$39 million (2012: HK\$22 million) in respect of investment properties which generated rental income during the year.

\* 年內沒收之供款共港幣1,300萬元(2012年：港幣800萬元)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(2012年：無)。

\*\* 年度內經營支出中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3,900萬元(2012年：港幣2,200萬元)。



NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

12. IMPAIRMENT LOSSES ON LOANS AND ADVANCES 貸款及墊款減值損失

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Net charge for impairment losses on loans and advances	貸款及墊款減值損失支銷淨額				
Individual impairment loss	個別減值損失				
– new provisions	– 新撥備	492		398	
– releases	– 回撥	(70)		(111)	
– recoveries	– 收回	(106)		(112)	
		316		175	
Collective impairment loss	整體減值損失				
– new provisions (Note 28(b))	– 新撥備(附註28(b))	142		38	
Net charge to income statement	於收益表支銷淨額	458		213	

13. NET PROFIT ON SALE OF AVAILABLE-FOR-SALE FINANCIAL ASSETS  
出售可供出售金融資產之淨溢利

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Net revaluation gain transferred from reserves (Note 41(h))	由儲備轉撥的重估盈利淨額(附註41(h))	142		113	
Loss arising in current year	年度內產生的虧損	(62)		(31)	
		80		82	

14. NET PROFIT ON SALE OF FIXED ASSETS 出售固定資產之淨溢利

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Net profit on sale of investment properties	出售投資物業之淨溢利	84		137	
Net profit on sale of bank premises, furniture, fixtures and equipment	出售行址、傢俬、裝修及設備之淨溢利	80		2	
		164		139	

15. VALUATION GAINS ON PROPERTIES 重估物業盈利

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Investment properties (Note 34)	投資物業(附註34)	388		454	
Bank premises (Note 34)	行址(附註34)	–		(3)	
		388		451	

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 16. INCOME TAX 所得稅

## (a) Taxation in the consolidated income statement represents:

## (a) 綜合收益表內的稅項指：

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Current tax – Hong Kong (Note 36(a))	本期稅項 – 香港(附註36(a))				
Tax for the year	本年度稅項	691		533	
Under-provision in respect of prior years	往年度撥備不足	17		35	
		708		568	
Current tax – outside Hong Kong	本期稅項 – 香港以外				
Tax for the year	本年度稅項	1,009		752	
Write back of over-provision in respect of prior years	往年度撥備過剩的回撥	(51)		(22)	
		958		730	
Deferred tax (Note 36(b))	遞延稅項(附註36(b))				
Origination and reversal of temporary differences	暫時性差異的產生及轉回	113		113	
		1,779		1,411	

The provision for Hong Kong profits tax is calculated at 16.5% (2012: 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%(2012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亦按其經營所在國家現行稅率計算。

## (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：

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Profit before tax	除稅前溢利	8,486		7,565	
Notional tax on profit before tax, calculated at the rates applicable to profits in the tax jurisdictions concerned	根據相關國家適用之利得稅稅率按除稅前溢利計算的名義稅款	1,732		1,373	
Tax effect of non-deductible expenses	不可扣減支出的稅項影響	365		306	
Tax effect of non-taxable revenue	毋須課稅收入的稅項影響	(302)		(307)	
Tax effect of tax losses not recognised	未確認的稅損的稅項影響	18		23	
Recognition of deferred tax assets on prior year tax losses	往年稅損確認為遞延稅項資產	(8)		(2)	
(Write back of over-provision)/Under-provision in respect of prior years	(撥備過剩的回撥)/往年度撥備不足	(34)		13	
Others	其他	8		5	
Actual tax expense	實際稅項支出	1,779		1,411	

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### 17. PROFIT ATTRIBUTABLE TO OWNERS OF THE PARENT 可歸屬於本集團股東溢利

The consolidated profit attributable to owners of the parent includes a profit of HK\$3,277 million (2012: HK\$2,894 million) which has been dealt with in the accounts of the Bank.

可歸屬於本集團股東綜合溢利包括已計入本行賬項內的溢利港幣32.77億元(2012年：港幣28.94億元)。

Reconciliation of the above amount to the Bank's profit for the year

本行年度內溢利與上述金額之對賬

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Amount of consolidated profit attributable to equity holders dealt with in the Bank's accounts	已計入本行賬項之可歸屬於本集團股東綜合溢利		<b>3,277</b>		2,894
Final dividends from subsidiaries and associates attributable to the profits of the previous financial year and general reserves, approved and paid during the year	來自往年度附屬公司及聯營公司溢利及一般儲備之末期股息，並在年度內核准及派發		<b>109</b>		103
Bank's profit for the year	本行年度內溢利		<b>3,386</b>		2,997

#### 18. DIVIDENDS 股息

##### (a) Dividends attributable to the year

##### (a) 應屬本年度股息

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Interim dividend declared and paid of HK\$0.43 per share on 2,264 million shares (2012: HK\$0.43 per share on 2,100 million shares) (Note 41(j))	已宣布派發及支付中期股息予22.64億股每股港幣0.43元(2012年：21億股每股港幣0.43元)(附註41(j))		<b>973</b>		903
Second interim dividend paid in respect of the previous financial year on shares issued under the share option schemes subsequent to the end of the reporting period and before the close of the Register of Members of the Bank, of HK\$0.63 per share (2012: HK\$0.51 per share)	已支付在報告期結束後及本行股票過戶登記截止日前根據認股計劃發行股份屬上年度每股港幣0.63元的第二次中期股息(2012年：每股港幣0.51元)		<b>1</b>		-
Second interim dividend in lieu of the final dividend of HK\$0.68 per share on 2,290 million shares (2012: HK\$0.63 per share on 2,227 million shares)	代替末期股息之第二次中期股息予22.90億股每股港幣0.68元(2012年：22.27億股每股港幣0.63元)		<b>1,557</b>		1,403
			<b>2,531</b>		2,306

The second interim dividend in lieu of the final dividend has not been recognised as a liability at the end of the reporting period.

於報告期結束後擬派發代替末期股息之第二次中期股息並未確認為負債。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 18. DIVIDENDS (CONTINUED) 股息(續)

## (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

		2013		2012	
		HK\$ Mn	港幣百萬元	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\$0.63 per share on 2,227 million shares (2012: HK\$0.51 per share on 2,076 million shares)	年度內核准及支付予22.27億股每股港幣0.63元(2012年: 20.76億股每股港幣0.51元)的上年度第二次中期股息		1,403		1,059

## (c) Distribution to holders of Hybrid Tier 1 capital instruments

## (c) 派發予混合一級資本工具持有人

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Interest payable on the Hybrid Tier 1 capital instruments, the details of which are disclosed in Note 38 and Note 41(j)	應付予混合一級資本工具持有人的利息, 詳情已在附註38及附註41(j)內披露		330		331

## 19. EARNINGS PER SHARE 每股盈利

## (a) Basic earnings per share

The calculation of basic earnings per share is based on earnings of HK\$6,283 million (2012: HK\$5,725 million) after the distribution of HK\$330 million (2012: HK\$331 million) to Hybrid Tier 1 issue holders and on the weighted average of 2,261 million (2012: 2,105 million) ordinary shares outstanding during the year, calculated as follows:

Weighted average number of ordinary shares

## (a) 每股基本盈利

每股基本盈利乃按照已派發予混合一級資本工具持有人港幣3.30億元(2012年: 港幣3.31億元)後之溢利港幣62.83億元(2012年: 港幣57.25億元)及年度內已發行普通股份的加權平均數22.61億股(2012年: 21.05億股), 計算之方法如下:

普通股份的加權平均數

		2013		2012	
		Number of shares 股份數目 million 百萬	Number of shares 股份數目 million 百萬	Number of shares 股份數目 million 百萬	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	2,227		2,076	
Effect of share options exercised and shares issued in lieu of dividends	已行使認股權及以股代息發行新股的影響	34		29	
Weighted average number of ordinary shares at 31st December	於12月31日普通股份的加權平均數	2,261		2,105	

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

**(b) Diluted earnings per share**

The calculation of diluted earnings per share is based on earnings of HK\$6,283 million (2012: HK\$5,725 million) after the distribution of HK\$330 million (2012: HK\$331 million) to Hybrid Tier 1 issue holders and on 2,262 million (2012: 2,106 million) ordinary shares, being the weighted average number of ordinary shares outstanding during the year, adjusted for the effects of all dilutive potential shares.

Weighted average number of ordinary shares (diluted)

**(b) 每股攤薄盈利**

每股攤薄盈利乃按照已派發予混合一級資本工具持有人港幣3.30億元(2012年: 港幣3.31億元)後之溢利港幣62.83億元(2012年: 港幣57.25億元)及就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22.62億股(2012年: 21.06億股)計算。

普通股份的加權平均數(攤薄)

		2013	2012
		Number of shares	Number of shares
		股份數目	股份數目
		million 百萬	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	<b>2,261</b>	2,105
Effect of deemed issue of ordinary shares under the Bank's share option schemes for nil consideration	假設按認股權計劃發行但不計價款的普通股份之影響	<b>1</b>	1
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)	<b>2,262</b>	2,106



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 20. DIRECTORS' REMUNERATION 董事酬金

Directors' remuneration disclosed pursuant to Section 161 of the Companies Ordinance is as follows:

根據《公司條例》第161條規定公布董事酬金如下：

	Directors' fees	Salaries, allowances and benefits in kind	Discretionary bonuses	Share options	Retirement scheme contributions	2013 Total
	袍金	薪金、津貼及實物收益	酌情花紅	認股權	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>Chairman and Chief Executive</b> 主席兼行政總裁						
Dr. the Hon. Sir David LI Kwok-po 李國寶爵士	0.5	9.8	22.1	7.5	1.0	40.9
<b>Non-executive Directors</b> 非執行董事						
Prof. Arthur LI Kwok-cheung 李國章教授	0.3	-	-	-	-	0.3
Mr. Aubrey LI Kwok-sing 李國星先生	0.4	-	-	-	-	0.4
Mr. Richard LI Tzar-kai 李澤楷先生	0.3	-	-	-	-	0.3
Mr. Eric LI Fook-chuen 李福全先生	0.4	-	-	-	-	0.4
Mr. Stephen Charles LI Kwok-sze 李國仕先生	0.3	-	-	-	-	0.3
Dr. Isidro FAINÉ CASAS 范禮賢博士	0.3	-	-	-	-	0.3
Mr. Peter LEE Ka-kit 李家傑先生	0.3	-	-	-	-	0.3
<b>Independent Non-executive Directors</b> 獨立非執行董事						
Dr. Allan WONG Chi-yun 黃子欣博士	0.5	-	-	-	-	0.5
Mr. WONG Chung-hin 黃頌顯先生	0.3	-	-	-	-	0.3
Mr. Winston LO Yau-lai 羅友禮先生	0.5	-	-	-	-	0.5
Tan Sri Dr. KHOO Kay-peng 丹斯里邱繼炳博士	0.3	-	-	-	-	0.3
Dr. Thomas KWOK Ping-kwong 郭炳江博士	0.3	-	-	-	-	0.3
Mr. Kenneth LO Chin-ming 駱錦明先生	0.4	-	-	-	-	0.4
Mr. William DOO Wai-hoi 杜惠愷先生	0.4	-	-	-	-	0.4
Mr. KUOK Khoon-ean 郭孔演先生	0.3	-	-	-	-	0.3
Mr. Valiant CHEUNG Kin-piu 張建標先生	0.6	-	-	-	-	0.6
	6.4	9.8	22.1	7.5	1.0	46.8

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

	Directors' fees	Salaries, allowances and benefits in kind	Discretionary bonuses	Share options	Retirement scheme contributions	2012 Total	
	袍金	薪金、津貼及實物收益	酌情花紅	認股權	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>Chairman and Chief Executive</b>	<b>主席兼行政總裁</b>						
Dr. the Hon. Sir David Li Kwok-po	李國寶爵士	0.4	9.4	20.9	7.4	0.9	39.0
<b>Non-executive Directors</b>	<b>非執行董事</b>						
Prof. Arthur Li Kwok-cheung	李國章教授	0.2	–	–	–	–	0.2
Mr. Aubrey Li Kwok-sing	李國星先生	0.3	–	–	–	–	0.3
Tan Sri Dr. KHOO Kay-peng	丹斯里邱繼炳博士	0.2	–	–	–	–	0.2
Mr. Richard Li Tzar-kai	李澤楷先生	0.2	–	–	–	–	0.2
Mr. Eric Li Fook-chuen	李福全先生	0.3	–	–	–	–	0.3
Mr. Stephen Charles Li Kwok-sze	李國仕先生	0.2	–	–	–	–	0.2
Dr. Isidro FAINÉ CASAS	范禮賢博士	0.3	–	–	–	–	0.3
<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	0.4	–	–	–	–	0.4
Mr. WONG Chung-hin	黃頌顯先生	0.3	–	–	–	–	0.3
Dr. LEE Shau-kee	李兆基博士	0.3	–	–	–	–	0.3
Mr. Winston LO Yau-lai	羅友禮先生	0.4	–	–	–	–	0.4
Dr. Thomas KWOK Ping-kwong	郭炳江博士	0.3	–	–	–	–	0.3
Mr. Kenneth LO Chin-ming	駱錦明先生	0.3	–	–	–	–	0.3
Mr. William DOO Wai-hoi	杜惠愷先生	0.3	–	–	–	–	0.3
Mr. KUOK Khoon-ean	郭孔濱先生	0.3	–	–	–	–	0.3
Mr. Valiant CHEUNG Kin-piu	張建標先生	0.5	–	–	–	–	0.5
		5.2	9.4	20.9	7.4	0.9	43.8

Included in the above remuneration were share options granted to ED under the Bank's Staff Share Option Schemes. 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.

上述酬金包括執行董事根據本行的僱員認股計劃獲授予認股權。有關此等實物收益的詳情載於董事會報告書的「認股權資料」及賬項附註39內。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 21. FIVE TOP-PAID EMPLOYEES 5名薪酬最高的僱員

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Salaries and other emoluments	薪金及其他酬金	25		24	
Performance-related bonuses	表現獎勵花紅	41		39	
Share options	認股權	17		17	
Pension contributions	退休金供款	2		2	
		<b>85</b>		<b>82</b>	

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：

		2013		2012	
		Number of employees	僱員人數	Number of employees	僱員人數
<i>HK\$港幣</i>					
10,500,001 – 11,000,000		–		3	
11,000,001 – 11,500,000		4		1	
38,500,001 – 39,000,000		–		1	
40,500,001 – 41,000,000		1		–	

Included in the emoluments of the five top-paid employees were the emoluments of 1 (2012: 1) Director and all senior management members (2013 and 2012). His director's emoluments have been included in Note 20 above.

5名薪酬最高的僱員中包括1位(2012年：1位)董事及所有高層管理人員(2013年及2012年)。他的董事酬金已包括於上述附註20內。

## 22. SEGMENT REPORTING 分部報告

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. No operating segments have been aggregated to form the following reportable segments.

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。營運分部並未包括在以下的可匯報分部內。

## (a) Business segments

The Group has identified the following nine reportable segments.

Personal banking, which includes branch operations, personal internet banking, consumer finance, property loans and credit card business in Hong Kong.

Corporate banking, which includes corporate lending and loan syndication, asset based lending, commercial lending and securities lending in Hong Kong.

Treasury markets, which include treasury operations and securities dealing in Hong Kong.

## (a) 營業分部

本集團已辨識以下九個可匯報分部。

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、按揭貸款及信用卡業務。

企業銀行包括在香港之企業借貸及銀團貸款、資產融資、商業貸款及證券業務貸款。

財資市場包括在香港之財資運作及證券買賣。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

<p>Wealth management, which includes private banking business and related assets in Hong Kong.</p>	<p>財富管理包括提供予在香港之私人銀行業務及相關資產。</p>
<p>Financial institutions, which includes trade financing activities with correspondent banks in Hong Kong.</p>	<p>金融機構包括在香港之全球同業間的銀行代理行及金融貿易業務。</p>
<p>Other Hong Kong banking operations, which include insurance business, trust business, securities &amp; futures broking, money lender activities and corporate financial advisory in Hong Kong.</p>	<p>其他香港銀行業務包括在香港之保險業務、信託業務、證券及期貨經紀、放債人業務及企業財務諮詢。</p>
<p>China operations include the back office unit for China operations in Hong Kong, all branches, subsidiaries and associates operated in China, except those subsidiaries carrying out corporate services, data processing and other back office operations in China.</p>	<p>中國業務包括在香港支援中國業務的後勤單位、所有在中國經營的分行、附屬公司及聯營公司，但不包括在中國經營企業服務和資料處理及其他後勤支援之附屬公司。</p>
<p>Overseas operations include the back office unit for overseas banking operations in Hong Kong, all branches, subsidiaries and associates operated in overseas, except those subsidiaries carrying out corporate services in overseas.</p>	<p>國際業務包括在香港支援國際銀行業務的後勤單位、所有在海外經營的分行、附屬公司及聯營公司，但不包括在海外經營企業服務之附屬公司。</p>
<p>Corporate services include company secretarial services, share registration and business services, and offshore corporate and trust services.</p>	<p>企業服務包括公司秘書服務、股票登記及商業服務、以及離岸企業及信託服務。</p>
<p>Other businesses include property-related business, supporting units of Hong Kong operations, investment properties, bank premises, the net results of other subsidiaries in Hong Kong except for those subsidiaries which are included in other Hong Kong banking operations.</p>	<p>其他業務包括與地產有關的業務、香港業務之後勤單位、投資物業、行址及在香港之其他附屬公司的業績(除已包括在其他香港銀行業務內的附屬公司)。</p>
<p>For the purposes of assessing segment performance and allocating resources between segments, the Group's senior management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:</p>	<p>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：</p>
<p>Segment assets include all tangible assets, intangible assets and financial assets with the exception of interests in associates, deferred tax assets and other corporate assets. Segment liabilities include deposits, financial liabilities and other liabilities attributable to the individual segments.</p>	<p>分部資產包括所有有形資產、無形資產及金融資產(聯營公司之權益除外)、遞延稅項資產及其他企業資產。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。</p>
<p>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. Segment revenue and expenses do not include the Group's share of revenue and expenses arising from the activities of the Group's associates. Other than reporting inter-segment income, assistance provided by one segment to another, including sharing of assets, is not measured.</p>	<p>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。分部收入與支出並不包括集團之聯營公司的活動所產生集團應佔之收入與支出。除匯報分部間的收入外，由一分部提供協助予另一分部，包括分享資產，並未計算在內。</p>
<p>In addition to receiving segment information concerning profit before taxation, management is provided with segment information concerning revenue (including inter segment lending), interest expense, depreciation, amortisation and impairment losses and additions to non-current segment assets used by the segments in their operations.</p>	<p>除接收有關稅前溢利的分部資料外，有關分部收入(包括分部間之借款)、利息支出、折舊、攤銷及減值損失和提供予分部營運之非流動分部資產的增置等資料亦提供予管理層。</p>

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 22. SEGMENT REPORTING (CONTINUED) 分部報告(續)

## (a) Business segments (continued)

## (a) 營業分部(續)

		2013												
		Hong Kong banking operations 香港銀行業務									Total reportable segments 可匯報分部總額	Inter-segment elimination 分部間之交易抵銷		Total 總額
		Personal banking 個人銀行	Corporate banking 企業銀行	Treasury markets 財資市場	Wealth management 財富管理	Financial institutions 金融機構	Others 其他	China operations 中國業務	Overseas operations 國際業務	Corporate services 企業服務	Others 其他	Inter-segment elimination 交易抵銷	Total 總額	
		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	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	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	
Net interest income/(expense)	淨利息收入/(支出)	2,129	2,435	(27)	295	93	201	5,868	986	5	11,985	180	2	12,167
Non-interest income	非利息收入	705	620	80	313	22	588	1,118	403	1,069	4,918	504	(336)	5,086
Operating income	經營收入	2,834	3,055	53	608	115	789	6,986	1,389	1,074	16,903	684	(334)	17,253
Operating expenses	經營支出	(1,592)	(194)	(129)	(179)	(14)	(541)	(4,263)	(449)	(784)	(8,145)	(1,772)	334	(9,583)
Operating profit/(loss) before impairment losses	未扣除減值損失之經營溢利/(虧損)	1,242	2,861	(76)	429	101	248	2,723	940	290	8,758	(1,088)	-	7,670
(Charge for)/Write back of impairment losses on loans and advances and other accounts	貸款及墊款及其他賬項的減值損失(支銷)/回撥	(91)	(68)	2	(1)	-	(10)	(280)	(5)	(5)	(458)	-	-	(458)
Impairment losses on available-for-sale financial assets and held-to-maturity investments	可供出售金融資產及持至到期投資之減值損失	-	-	(68)	-	-	(1)	-	-	-	(69)	-	-	(69)
Operating profit/(loss) after impairment losses	已扣除減值損失後之經營溢利/(虧損)	1,151	2,793	(142)	428	101	237	2,443	935	285	8,231	(1,088)	-	7,143
Profit on sale of fixed assets, available-for-sale financial assets and loans and receivables	出售固定資產、可供出售金融資產及貸款和應收賬項	-	4	62	-	-	7	131	22	-	226	18	-	244
Profit on sale of subsidiaries/associates	出售附屬公司/聯營公司之溢利	-	-	-	-	-	-	27	-	-	27	-	-	27
Valuation gains on properties	重估物業盈利	-	-	-	-	-	-	-	164	-	164	224	-	388
Share of profits less losses of associates	應佔聯營公司溢利減虧損	-	-	-	-	-	1	182	502	(1)	684	-	-	684
Profit/(Loss) before taxation	除稅前溢利/(虧損)	1,151	2,797	(80)	428	101	245	2,783	1,623	284	9,332	(846)	-	8,486
Depreciation for the year	年內折舊	(72)	(2)	(6)	(3)	(1)	(22)	(343)	(19)	(31)	(499)	(171)	-	(670)
Segment assets	分部資產	52,808	163,639	121,734	25,895	9,945	15,801	357,153	79,518	2,968	829,461	30,334	(110,620)	749,175
Investments in associates	聯營公司投資	-	-	-	-	-	59	536	4,164	20	4,779	-	-	4,779
Total assets	資產總額	52,808	163,639	121,734	25,895	9,945	15,860	357,689	83,682	2,988	834,240	30,334	(110,620)	753,954
Total liabilities	負債總額	260,517	1,631	75,166	21,171	1	11,600	330,958	67,928	745	769,717	2,218	(86,215)	685,720
Capital expenditure incurred during the year	年度內資本開支	35	1	3	2	-	37	318	59	161	616	97	-	713



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		2012 Restated 重報												
		Hong Kong banking operations 香港銀行業務										Total reportable segments 可匯報 分部總額	Inter- segment elimination 分部間之 交易抵銷	Total
		Personal banking	Corporate banking	Treasury markets	Wealth management	Financial institutions	Others	China operations	Overseas operations	Corporate services				
		個人銀行 HK\$ Mn 港幣百萬元	企業銀行 HK\$ Mn 港幣百萬元	財資市場 HK\$ Mn 港幣百萬元	財富管理 HK\$ Mn 港幣百萬元	金融機構 HK\$ Mn 港幣百萬元	其他 HK\$ Mn 港幣百萬元	中國業務 HK\$ Mn 港幣百萬元	國際業務 HK\$ Mn 港幣百萬元	企業服務 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
Net interest income/(expense)	淨利息收入/(支出)	2,224	1,389	(221)	172	172	174	4,774	909	4	9,597	125	2	9,724
Non-interest income	非利息收入	643	551	756	289	18	510	966	396	1,049	5,178	538	(331)	5,385
Operating income	經營收入	2,867	1,940	535	461	190	684	5,740	1,305	1,053	14,775	663	(329)	15,109
Operating expenses	經營支出	(1,536)	(178)	(122)	(156)	(13)	(484)	(3,594)	(533)	(729)	(7,345)	(1,709)	329	(8,725)
Operating profit/(loss) before impairment losses	未扣除減值損失之經營溢利/(虧損)	1,331	1,762	413	305	177	200	2,146	772	324	7,430	(1,046)	-	6,384
(Charge for)/Write back of impairment losses on loans and advances and other accounts	貸款及墊款及其他賬項的減值損失(支銷)/回撥	(51)	(79)	60	13	-	(4)	(158)	57	(8)	(170)	(43)	-	(213)
(Charge for)/Write back of impairment losses on available-for-sale financial assets and held-to-maturity investments	可供出售金融資產及持至到期投資之減值損失(支銷)/回撥	-	-	(61)	-	-	(1)	-	10	-	(52)	-	-	(52)
Operating profit/(loss) after impairment losses	已扣除減值損失後之經營溢利/(虧損)	1,280	1,683	412	318	177	195	1,988	839	316	7,208	(1,089)	-	6,119
Profit/(Loss) on sale of fixed assets, available-for-sale financial assets and loans and receivables	出售固定資產、可供出售金融資產及貸款和應收賬項	(6)	3	69	-	-	7	11	-	-	84	172	-	256
Profit/(Loss) on sale of subsidiaries	出售附屬公司之溢利/(虧損)	-	-	-	-	-	-	-	203	(4)	199	4	-	203
Valuation gains on properties	重估物業盈利	-	-	-	-	-	-	50	39	-	89	362	-	451
Share of profits less losses of associates	應佔聯營公司溢利減虧損	-	-	-	-	-	9	106	421	-	536	-	-	536
Profit/(Loss) before taxation	除稅前溢利/(虧損)	1,274	1,686	481	318	177	211	2,155	1,502	312	8,116	(551)	-	7,565
Depreciation for the year	年內折舊	(71)	(2)	(5)	(3)	(1)	(17)	(354)	(22)	(22)	(497)	(160)	-	(657)
Segment assets	分部資產	46,544	143,869	121,226	21,989	7,372	13,268	329,624	70,989	2,897	757,778	27,659	(98,000)	687,437
Investments in associates	聯營公司投資	-	-	-	-	-	59	513	4,105	-	4,677	-	-	4,677
Total assets	資產總額	46,544	143,869	121,226	21,989	7,372	13,327	330,137	75,094	2,897	762,455	27,659	(98,000)	692,114
Total liabilities	負債總額	252,630	1,606	55,176	17,427	-	9,837	305,303	60,201	715	702,895	2,514	(74,934)	630,475
Capital expenditure incurred during the year	年度內資本開支	69	-	2	1	-	24	198	33	28	355	74	-	429

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 22. 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 subsidiaries, or in the case of the Bank itself, by the location of the branches of the Bank responsible for reporting the results or booking the assets.

## (b) 地區分部

按地區分部之資料是根據附屬公司的主要業務所在地點，或就本行而言，則按負責報告業績或將資產入賬之分行地點予以劃分。

		2013					
		Hong Kong	People's Republic of China	Other Asian Countries	Others	Inter-segment elimination	Consolidated
		香港	中華人民共和國	其他亞洲國家	其他	分部間之交易抵銷	綜合總額
		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>The Group</b>	<b>集團</b>						
Operating income	經營收入	8,719	7,150	1,019	760	(395)	17,253
Profit before taxation	除稅前溢利	3,898	2,892	929	767	-	8,486
Total assets	資產總額	421,996	359,850	56,588	40,940	(125,420)	753,954
Total liabilities	負債總額	372,375	332,523	50,997	33,851	(104,026)	685,720
Contingent liabilities and commitments	或然負債及承擔	72,240	152,792	5,653	4,431	-	235,116
Capital expenditure during the year	年度內資本開支	229	332	93	59	-	713

		2012 Restated 重報					
		Hong Kong	People's Republic of China	Other Asian Countries	Others	Inter-segment elimination	Consolidated
		香港	中華人民共和國	其他亞洲國家	其他	分部間之交易抵銷	綜合總額
		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>The Group</b>	<b>集團</b>						
Operating income	經營收入	7,856	5,920	907	798	(372)	15,109
Profit before taxation	除稅前溢利	3,661	2,328	852	724	-	7,565
Total assets	資產總額	384,675	329,794	48,117	36,693	(107,165)	692,114
Total liabilities	負債總額	339,306	305,644	42,728	29,885	(87,088)	630,475
Contingent liabilities and commitments	或然負債及承擔	67,258	133,508	4,863	4,151	-	209,780
Capital expenditure during the year	年度內資本開支	175	202	29	23	-	429

23. CASH AND BALANCES WITH BANKS AND OTHER FINANCIAL INSTITUTIONS (NOTE 46(c))  
現金及在銀行和其他金融機構的結存(附註46(c))

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Cash in hand	現金	1,714	1,420	1,201	910
Balances with central banks	在中央銀行的結存	50,553	69,139	7,661	6,874
Balances with banks and other financial institutions	在銀行和其他金融機構的結存	16,510	14,953	13,350	11,972
		68,777	85,512	22,212	19,756

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

24. PLACEMENTS WITH BANKS AND OTHER FINANCIAL INSTITUTIONS (NOTE 46(c))  
在銀行及其他金融機構的存款(附註46(c))

		The Group 集團				The Bank 銀行			
		2013		2012		2013		2012	
		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
Placements with banks and authorised institutions	在銀行及認可金融機構的存款	57,372		50,381		13,399		19,098	
Placements with central banks	在中央銀行的存款	-		237		-		237	
		57,372		50,618		13,399		19,335	
Maturing	到期期限								
- within one month	- 1個月內	38,290		25,409		11,279		12,698	
- between one month and one year	- 1個月至1年內	19,082		25,209		2,120		6,637	
		57,372		50,618		13,399		19,335	

25. TRADE BILLS 貿易票據

		The Group 集團				The Bank 銀行			
		2013		2012		2013		2012	
		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
Gross trade bills	貿易票據總額	59,936		55,744		52,743		47,935	
Less: Individual impairment allowances	減：個別減值準備	(4)		(4)		(4)		(4)	
		59,932		55,740		52,739		47,931	

Movement of individual impairment allowances

個別減值準備的變動

		The Group 集團				The Bank 銀行			
		2013		2012		2013		2012	
		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	於1月1日	4		12		4		4	
New provisions charged to income statement	收益表內支銷的新準備	-		1		-		1	
Net provisions released back to income statement	撥回收益表的準備淨額	(1)		(1)		(1)		(1)	
Amounts written off	撇銷額	-		(8)		-		-	
Recoveries	收回額	1		-		1		-	
At 31st December	於12月31日	4		4		4		4	

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 26. TRADING ASSETS 交易用途資產

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Treasury bills (including Exchange Fund Bills) (Note 46(c))	國庫債券(包括外匯基金票據) (附註46(c))	26	9	26	9
Debt securities (Note 46(c))	債務證券(附註46(c))	3,876	3,048	470	561
Equity securities	股份證券	1,407	1,138	1,407	1,138
Investment funds	投資基金	22	18	22	18
		5,331	4,213	1,925	1,726
Issued by:	發行機構:				
Central governments and central banks	中央政府和中央銀行	236	26	45	26
Public sector entities	公營機構	58	336	7	12
Banks and other financial institutions	銀行及其他金融機構	2,864	681	309	323
Corporate entities	企業實體	2,117	3,152	1,508	1,347
Other entities	其他實體	56	18	56	18
		5,331	4,213	1,925	1,726
Analysed by place of listing:	按上市地區分析:				
Debt securities	債務證券				
Listed in Hong Kong	在香港上市	19	15	19	15
Listed outside Hong Kong	在香港以外地區上市	281	342	281	342
		300	357	300	357
Unlisted	非上市	3,602	2,700	196	213
		3,902	3,057	496	570
Equity securities	股份證券				
Listed in Hong Kong	在香港上市	1,119	904	1,119	904
Listed outside Hong Kong	在香港以外地區上市	288	234	288	234
		1,407	1,138	1,407	1,138
Investment funds	投資基金				
Listed in Hong Kong	在香港上市	7	8	7	8
Listed outside Hong Kong	在香港以外地區上市	15	10	15	10
		22	18	22	18
		5,331	4,213	1,925	1,726

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

27. FINANCIAL ASSETS 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資產

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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 deposit held (Note 46(c)) 持有的存款證(附註46(c))	128		–		128		–	
Debt securities (Note 46(c)) 債務證券(附註46(c))	11,071		14,751		11,071		14,751	
Equity securities 股份證券	354		412		–		119	
Investment funds 投資基金	53		6		–		–	
	11,606		15,169		11,199		14,870	
Issued by: 發行機構:								
Central governments and central banks 中央政府和中央銀行	355		450		355		450	
Banks and other financial institutions 銀行及其他金融機構	5,894		6,794		5,868		6,775	
Corporate entities 企業實體	5,303		7,920		4,976		7,645	
Other entities 其他實體	54		5		–		–	
	11,606		15,169		11,199		14,870	
Analysed by place of listing: 按上市地區分析:								
Debt securities 債務證券								
Listed in Hong Kong 在香港上市	1,520		3,330		1,520		3,330	
Listed outside Hong Kong 在香港以外地區上市	5,887		6,792		5,887		6,792	
	7,407		10,122		7,407		10,122	
Unlisted 非上市	3,792		4,629		3,792		4,629	
	11,199		14,751		11,199		14,751	
Equity securities 股份證券								
Listed in Hong Kong 在香港上市	115		224		–		119	
Listed outside Hong Kong 在香港以外地區上市	239		188		–		–	
	354		412		–		119	
Investment funds 投資基金								
Unlisted 非上市	53		6		–		–	
	11,606		15,169		11,199		14,870	



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 28. ADVANCES TO CUSTOMERS AND OTHER ACCOUNTS 客戶墊款及其他賬項

## (a) Advances to customers and other accounts

## (a) 客戶墊款及其他賬項

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
(i)	Advances to customers 客戶墊款	<b>405,357</b>	350,720	<b>259,483</b>	221,572
	Less: Impairment allowances 減: 減值準備				
	– Individual – 個別	<b>(323)</b>	(238)	<b>(171)</b>	(128)
	– Collective – 整體	<b>(699)</b>	(681)	<b>(450)</b>	(474)
		<b>404,335</b>	349,801	<b>258,862</b>	220,970
(ii)	Other accounts 其他賬項				
	Advances to banks and other financial institutions* 銀行及其他金融機構墊款*	<b>5</b>	146	<b>5</b>	146
	Less: Impairment allowances 減: 減值準備				
	– Individual – 個別	<b>(2)</b>	(4)	<b>(2)</b>	(4)
		<b>3</b>	142	<b>3</b>	142
	Notes and bonds (Note 46(c)) 債券(附註46(c))	<b>1</b>	1	<b>–</b>	–
	Certificates of deposit held (Note 46(c)) 持有的存款證(附註46(c))	<b>116</b>	77	<b>116</b>	77
	Accrued interest 應計利息	<b>2,641</b>	2,688	<b>1,404</b>	1,292
	Customer liability under acceptance 承兌客戶負債	<b>31,393</b>	24,633	<b>312</b>	296
	Other accounts 其他賬項	<b>9,796</b>	9,962	<b>6,229</b>	5,452
		<b>43,947</b>	37,361	<b>8,061</b>	7,117
	Less: Impairment allowances 減: 減值準備				
	– Individual – 個別	<b>(13)</b>	(28)	<b>(1)</b>	(3)
	– Collective – 整體	<b>(17)</b>	(3)	<b>–</b>	–
		<b>43,917</b>	37,330	<b>8,060</b>	7,114
		<b>448,255</b>	387,273	<b>266,925</b>	228,226

\* The above advances to banks and other financial institutions include:

Receivables from reverse repurchase agreements under which the Group obtains securities on terms which permit it to re-pledge or resell securities to others in the absence of default. At 31st December, 2013, the fair value of financial assets accepted as collateral that the Group is permitted to sell or re-pledge under such terms is Nil (2012: Nil).

\* 以上銀行及其他金融機構貸款包括:

返售回購協議之應收賬款，根據該協議本集團可獲得證券及依條款在沒有違約之情況下可再抵押或重售證券予其他人士。於2013年12月31日，根據該條款本集團可出售或再抵押的金融資產之公平價值為無(2012年: 無)。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (b) Impairment allowances against advances and other accounts for 2013 (b) 2013年墊款及其他賬項之減值準備

		The Group 集團							
		Advances to customers 客戶墊款		Advances to banks 銀行墊款		Other accounts 其他賬項		Total 總額	
		Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體
		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
At 1st January	於1月1日	238	681	4	-	28	3	270	684
New provisions charged to income statement	收益表內支銷的新準備	469	131	-	-	23	11	492	142
Net provisions released back to income statement	撥回收益表的準備淨額	(149)	-	(2)	-	(10)	-	(161)	-
Amounts written off	撇銷額	(353)	(115)	-	-	(5)	-	(358)	(115)
Recoveries	收回額	105	-	-	-	-	-	105	-
Effect of discounting (Note 4)	計算折扣的影響(附註4)	(14)	-	-	-	-	-	(14)	-
Transfer	轉賬	22	-	-	-	(22)	-	-	-
Exchange adjustments	匯兌調整	5	2	-	-	(1)	3	4	5
At 31st December	於12月31日	323	699	2	-	13	17	338	716

		The Bank 銀行							
		Advances to customers 客戶墊款		Advances to banks 銀行墊款		Other accounts 其他賬項		Total 總額	
		Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體
		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
At 1st January	於1月1日	128	474	4	-	3	-	135	474
New provisions charged to income statement	收益表內支銷的新準備	194	83	-	-	-	-	194	83
Net provisions released back to income statement	撥回收益表的準備淨額	(99)	-	(2)	-	(2)	-	(103)	-
Amounts written off	撇銷額	(110)	(103)	-	-	-	-	(110)	(103)
Recoveries	收回額	67	-	-	-	-	-	67	-
Effect of discounting	計算折扣的影響	(8)	-	-	-	-	-	(8)	-
Exchange adjustments	匯兌調整	(1)	(4)	-	-	-	-	(1)	(4)
At 31st December	於12月31日	171	450	2	-	1	-	174	450

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 28. ADVANCES TO CUSTOMERS AND OTHER ACCOUNTS (CONTINUED) 客戶墊款及其他賬項(續)

## (b) Impairment allowances against advances and other accounts for 2012 (b) 2012年墊款及其他賬項之減值準備

		The Group 集團							
		Advances to customers 客戶墊款		Advances to banks 銀行墊款		Other accounts 其他賬項		Total 總額	
		Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體
		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
At 1st January	於1月1日	205	763	3	-	88	4	296	767
New provisions charged to income statement	收益表內支銷的新準備	346	38	1	-	50	-	397	38
Net provisions released back to income statement	撥回收益表的準備淨額	(178)	-	-	-	(24)	-	(202)	-
Amounts written off	撇銷額	(288)	(101)	-	-	(12)	(1)	(300)	(102)
Recoveries	收回額	112	-	-	-	-	-	112	-
Effect of discounting (Note 4)	計算折扣的影響(附註4)	(20)	-	-	-	-	-	(20)	-
Transfer	轉賬	75	-	-	-	(75)	-	-	-
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	(17)	(30)	-	-	-	-	(17)	(30)
Exchange adjustments	匯兌調整	3	11	-	-	1	-	4	11
At 31st December	於12月31日	238	681	4	-	28	3	270	684

		The Bank 銀行							
		Advances to customers 客戶墊款		Advances to banks 銀行墊款		Other accounts 其他賬項		Total 總額	
		Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體	Individual 個別	Collective 整體
		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
At 1st January	於1月1日	130	535	3	-	3	-	136	535
New provisions charged to income statement	收益表內支銷的新準備	172	23	1	-	6	-	179	23
Net provisions released back to income statement	撥回收益表的準備淨額	(118)	-	-	-	-	-	(118)	-
Amounts written off	撇銷額	(136)	(93)	-	-	(6)	-	(142)	(93)
Recoveries	收回額	92	-	-	-	-	-	92	-
Effect of discounting	計算折扣的影響	(14)	-	-	-	-	-	(14)	-
Exchange adjustments	匯兌調整	2	9	-	-	-	-	2	9
At 31st December	於12月31日	128	474	4	-	3	-	135	474

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## (c) 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.

## (c) 客戶墊款 – 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。

		2013		2012	
		Gross advances	% of secured advances	Gross advances	% of secured advances
		墊款總額 HK\$ Mn 港幣百萬元	有抵押墊款 的百分比 % 百分率	墊款總額 HK\$ Mn 港幣百萬元	有抵押墊款 的百分比 % 百分率
<b>The Group</b>	<b>集團</b>				
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	13,743	71.01	13,460	71.28
– Property investment	– 物業投資	37,574	87.51	39,522	90.10
– Financial concerns	– 金融企業	13,780	81.80	11,557	86.79
– Stockbrokers	– 股票經紀	1,222	88.85	804	85.26
– Wholesale and retail trade	– 批發與零售業	14,296	34.11	10,232	41.50
– Manufacturing	– 製造業	6,963	37.04	6,331	34.07
– Transport and transport equipment	– 運輸與運輸設備	5,954	66.01	5,414	64.01
– Recreational activities	– 娛樂活動	96	33.02	215	44.22
– Information technology	– 資訊科技	1,063	8.88	1,170	8.28
– Others	– 其他	10,189	50.34	7,580	47.25
– Sub-total	– 小計	104,880	68.31	96,285	72.25
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」樓宇的貸款	1,096	100.00	1,171	100.00
– Loans for the purchase of other residential properties	– 購買其他住宅物業的貸款	28,537	99.99	25,337	99.98
– Credit card advances	– 信用卡墊款	4,137	0.00	3,802	0.00
– Others	– 其他	19,453	68.64	16,297	75.17
– Sub-total	– 小計	53,223	80.76	46,607	83.15
Total loans for use in Hong Kong	在香港使用的貸款總額	158,103	72.50	142,892	75.80
Trade finance	貿易融資	5,895	39.60	5,156	41.08
Loans for use outside Hong Kong*	在香港以外使用的貸款*	241,359	71.02	202,672	70.42
Total advances to customers	客戶墊款總額	405,357	71.14	350,720	72.18

\* Loans for use outside Hong Kong include the following loans for use in Mainland China.

\* 在香港以外使用的貸款包括以下在中國內地使用的貸款。

		2013		2012	
		Gross advances	% of secured advances	Gross advances	% of secured advances
		墊款總額 HK\$ Mn 港幣百萬元	有抵押墊款 的百分比 % 百分率	墊款總額 HK\$ Mn 港幣百萬元	有抵押墊款 的百分比 % 百分率
Property development	物業發展	33,980	52.70	27,835	55.35
Property investment	物業投資	29,801	98.45	29,895	98.45
Wholesale and retail trade	批發與零售業	35,088	79.84	26,872	74.89
Manufacturing	製造業	12,081	47.34	10,116	46.81
Others	其他	68,844	66.67	57,015	63.41
		179,794	70.57	151,733	69.76

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 28. ADVANCES TO CUSTOMERS AND OTHER ACCOUNTS (CONTINUED) 客戶墊款及其他賬項(續)

## (c) Advances to customers – by industry sectors (continued)

## (c) 客戶墊款 – 按行業分類(續)

		2013		2012	
		Gross advances 墊款總額 HK\$ Mn 港幣百萬元	% of secured advances 有抵押墊款 的百分比 % 百分率	Gross advances 墊款總額 HK\$ Mn 港幣百萬元	% of secured advances 有抵押墊款 的百分比 % 百分率
<b>The Bank</b>	<b>銀行</b>				
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	13,733	71.06	13,450	71.33
– Property investment	– 物業投資	37,491	87.49	39,437	90.08
– Financial concerns	– 金融企業	13,779	81.80	11,557	86.80
– Stockbrokers	– 股票經紀	1,222	88.85	804	85.26
– Wholesale and retail trade	– 批發與零售業	14,207	33.69	9,875	39.39
– Manufacturing	– 製造業	6,926	36.70	6,288	33.63
– Transport and transport equipment	– 運輸與運輸設備	5,930	65.87	5,386	63.82
– Recreational activities	– 娛樂活動	96	33.02	215	44.22
– Information technology	– 資訊科技	1,062	8.88	1,170	8.28
– Others	– 其他	9,473	46.59	7,061	43.37
– Sub-total	– 小計	103,919	68.02	95,243	71.95
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」樓宇的貸款	1,096	100.00	1,171	100.00
– Loans for the purchase of other residential properties	– 購買其他住宅物業的貸款	28,533	99.99	25,331	99.98
– Credit card advances	– 信用卡墊款	4,137	0.00	3,802	0.00
– Others	– 其他	18,123	68.11	14,944	75.11
– Sub-total	– 小計	51,889	80.88	45,248	83.36
Total loans for use in Hong Kong	在香港使用的貸款總額	155,808	72.31	140,491	75.63
Trade finance	貿易融資	5,504	36.19	4,606	36.28
Loans for use outside Hong Kong*	在香港以外使用的貸款*	98,171	57.31	76,475	56.59
Total advances to customers	客戶墊款總額	259,483	65.87	221,572	68.24

\* Loans for use outside Hong Kong include the following loans for use in Mainland China.

\* 在香港以外使用的貸款包括以下在中國內地使用的貸款。

		2013		2012	
		Gross advances 墊款總額 HK\$ Mn 港幣百萬元	% of secured advances 有抵押墊款 的百分比 % 百分率	Gross advances 墊款總額 HK\$ Mn 港幣百萬元	% of secured advances 有抵押墊款 的百分比 % 百分率
Property development	物業發展	15,603	8.80	11,905	4.82
Property investment	物業投資	803	49.75	805	96.85
Wholesale and retail trade	批發與零售業	7,561	93.70	3,640	78.27
Manufacturing	製造業	4,523	42.09	3,415	52.47
Others	其他	10,321	11.58	5,932	12.81
		38,811	30.81	25,697	26.28



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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、以及相關資料如下：

		The Group 集團		The Bank 銀行	
		2013		2012	
		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	131		166	156
b. Individual impairment allowance	b. 個別減值準備	16		21	11
c. Collective impairment allowance	c. 整體減值準備	62		59	35
d. Provision charged to income statement	d. 於收益表支銷的準備				
– individual impairment loss	– 個別減值損失	–		7	7
– collective impairment loss	– 整體減值損失	22		18	8
e. Written off	e. 撇銷	–		8	8
(ii) Property investment	(ii) 物業投資				
a. Individually impaired loans	a. 已個別減值的貸款	242		174	131
b. Individual impairment allowance	b. 個別減值準備	5		7	7
c. Collective impairment allowance	c. 整體減值準備	140		177	133
d. Provision charged to income statement	d. 於收益表支銷的準備				
– individual impairment loss	– 個別減值損失	–		12	7
– collective impairment loss	– 整體減值損失	35		56	42
e. Written off	e. 撇銷	–		19	14
(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	169		102	83
b. Individual impairment allowance	b. 個別減值準備	2		1	–
c. Collective impairment allowance	c. 整體減值準備	55		54	31
d. Provision charged to income statement	d. 於收益表支銷的準備				
– individual impairment loss	– 個別減值損失	3		5	1
– collective impairment loss	– 整體減值損失	12		8	3
e. Written off	e. 撇銷	2		1	1
(iv) Wholesale and retail trade	(iv) 批發與零售業				
a. Individually impaired loans	a. 已個別減值的貸款	314		264	61
b. Individual impairment allowance	b. 個別減值準備	106		77	33
c. Collective impairment allowance	c. 整體減值準備	109		94	58
d. Provision charged to income statement	d. 於收益表支銷的準備				
– individual impairment loss	– 個別減值損失	120		170	40
– collective impairment loss	– 整體減值損失	38		24	11
e. Written off	e. 撇銷	72		120	15

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 28. ADVANCES TO CUSTOMERS AND OTHER ACCOUNTS (CONTINUED) 客戶墊款及其他賬項(續)

## (d) 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 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.

## (d) 客戶墊款—按區域分類

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，並已顧及轉移風險因素。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。

		The Group 集團 2013				
		Total advances to customers 客戶墊款 總額 HK\$ Mn 港幣百萬元	Advances overdue for over three months 逾期3個月以上 的客戶墊款 HK\$ Mn 港幣百萬元	Impaired advances to customers 減值客戶 墊款 HK\$ Mn 港幣百萬元	Individual impairment allowance 個別減值 準備 HK\$ Mn 港幣百萬元	Collective impairment allowance 整體減值 準備 HK\$ Mn 港幣百萬元
Hong Kong	香港	172,436	188	384	81	210
People's Republic of China	中華人民共和國	189,924	653	840	159	316
Other Asian Countries	其他亞洲國家	22,124	18	120	72	106
Others	其他	20,873	65	237	11	67
<b>Total</b>	<b>總額</b>	<b>405,357</b>	<b>924</b>	<b>1,581</b>	<b>323</b>	<b>699</b>
% of total advances to customers	佔客戶墊款總額的 百分比			<b>0.39%</b>		
Market value of security held against impaired advances to customers	減值墊款抵押品市值			<b>3,779</b>		

		The Group 集團 2012				
		Total advances to customers 客戶墊款 總額 HK\$ Mn 港幣百萬元	Advances overdue for over three months 逾期3個月以上 的客戶墊款 HK\$ Mn 港幣百萬元	Impaired advances to customers 減值客戶 墊款 HK\$ Mn 港幣百萬元	Individual impairment allowance 個別減值 準備 HK\$ Mn 港幣百萬元	Collective impairment allowance 整體減值 準備 HK\$ Mn 港幣百萬元
Hong Kong	香港	159,038	171	338	84	208
People's Republic of China	中華人民共和國	151,588	375	453	119	232
Other Asian Countries	其他亞洲國家	19,446	29	43	17	118
Others	其他	20,648	81	304	18	123
<b>Total</b>	<b>總額</b>	<b>350,720</b>	<b>656</b>	<b>1,138</b>	<b>238</b>	<b>681</b>
% of total advances to customers	佔客戶墊款總額的 百分比			<b>0.32%</b>		
Market value of security held against impaired advances to customers	減值墊款抵押品市值			<b>2,947</b>		

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		The Bank 銀行 2013				
		Total advances to customers 客戶墊款 總額 HK\$ Mn 港幣百萬元	Advances overdue for over three months 逾期3個月以上 的客戶墊款 HK\$ Mn 港幣百萬元	Impaired advances to customers 減值客戶 墊款 HK\$ Mn 港幣百萬元	Individual impairment allowance 個別減值 準備 HK\$ Mn 港幣百萬元	Collective impairment allowance 整體減值 準備 HK\$ Mn 港幣百萬元
Hong Kong	香港	158,402	184	367	70	188
People's Republic of China	中華人民共和國	58,888	126	130	18	90
Other Asian Countries	其他亞洲國家	21,838	18	120	72	106
Others	其他	20,355	64	237	11	66
<b>Total</b>	<b>總額</b>	<b>259,483</b>	<b>392</b>	<b>854</b>	<b>171</b>	<b>450</b>
% of total advances to customers	佔客戶墊款總額的百分比			<b>0.33%</b>		
Market value of security held against impaired advances to customers	減值墊款抵押品市值			<b>2,312</b>		

		The Bank 銀行 2012				
		Total advances to customers 客戶墊款 總額 HK\$ Mn 港幣百萬元	Advances overdue for over three months 逾期3個月以上 的客戶墊款 HK\$ Mn 港幣百萬元	Impaired advances to customers 減值客戶 墊款 HK\$ Mn 港幣百萬元	Individual impairment allowance 個別減值 準備 HK\$ Mn 港幣百萬元	Collective impairment allowance 整體減值 準備 HK\$ Mn 港幣百萬元
Hong Kong	香港	143,354	149	304	74	182
People's Republic of China	中華人民共和國	39,563	98	127	19	53
Other Asian Countries	其他亞洲國家	18,863	29	43	17	117
Others	其他	19,792	80	303	18	122
<b>Total</b>	<b>總額</b>	<b>221,572</b>	<b>356</b>	<b>777</b>	<b>128</b>	<b>474</b>
% of total advances to customers	佔客戶墊款總額的百分比			<b>0.35%</b>		
Market value of security held against impaired advances to customers	減值墊款抵押品市值			<b>2,262</b>		

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。以上按國家或區域分類的資料，是根據交易對手的所在地並已顧及轉移風險因素。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 28. ADVANCES TO CUSTOMERS AND OTHER ACCOUNTS (CONTINUED) 客戶墊款及其他賬項(續)

## (e) Advances to customers – net investment in finance leases

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:

## (e) 客戶墊款－融資租賃的淨投資額

客戶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：

		The Group and The Bank 集團及銀行					
		2013			2012		
		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	1,349	186	1,535	1,298	167	1,465
After one year but within five years	1年以後至5年內	1,672	269	1,941	1,576	215	1,791
After five years	5年以後	2,367	380	2,747	1,857	261	2,118
		5,388	835	6,223	4,731	643	5,374
Less: Individual impairment allowances	減：個別減值準備	(7)			(8)		
Net investment in finance leases	融資租賃的淨投資額	5,381			4,723		

The net investment in finance leases is carried on the statement of financial position as a receivable. No accrual is made for the interest income relating to future periods.

融資租賃的淨投資額被視作應收賬在財務狀況表中列賬。未來期間的利息收入並無計算。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### 29. AVAILABLE-FOR-SALE FINANCIAL ASSETS 可供出售金融資產

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Treasury bills (including Exchange Fund Bills) (Note 46(c))								
國庫債券(包括外匯基金票據) (附註46(c))	<b>18,797</b>		22,873		<b>18,796</b>		22,873	
Certificates of deposit held (Note 46(c))	<b>2,386</b>		2,914		<b>1,205</b>		1,609	
持有的存款證(附註46(c))								
Debt securities (Note 46(c))	<b>47,499</b>		36,546		<b>25,818</b>		19,330	
債務證券(附註46(c))								
Equity securities	<b>2,722</b>		2,307		<b>1,327</b>		1,132	
股份證券								
Investment funds	<b>185</b>		91		<b>184</b>		72	
投資基金								
	<b>71,589</b>		64,731		<b>47,330</b>		45,016	
Issued by:								
發行機構:								
Central governments and central banks	<b>19,694</b>		23,087		<b>18,100</b>		22,363	
中央政府和中央銀行								
Public sector entities	<b>2,273</b>		2,198		<b>324</b>		66	
公營機構								
Banks and other financial institutions	<b>25,350</b>		20,855		<b>11,150</b>		11,121	
銀行及其他金融機構								
Corporate entities	<b>24,048</b>		18,462		<b>17,573</b>		11,394	
企業實體								
Other entities	<b>224</b>		129		<b>183</b>		72	
其他實體								
	<b>71,589</b>		64,731		<b>47,330</b>		45,016	
Analysed by place of listing:								
按上市地區分析:								
Debt securities								
債務證券								
Listed in Hong Kong	<b>8,165</b>		5,450		<b>6,276</b>		4,303	
在香港上市								
Listed outside Hong Kong	<b>12,292</b>		12,519		<b>9,603</b>		10,108	
在香港以外地區上市								
	<b>20,457</b>		17,969		<b>15,879</b>		14,411	
Unlisted	<b>48,225</b>		44,364		<b>29,940</b>		29,401	
非上市								
	<b>68,682</b>		62,333		<b>45,819</b>		43,812	
Equity securities								
股份證券								
Listed in Hong Kong	<b>580</b>		553		<b>140</b>		142	
在香港上市								
Listed outside Hong Kong	<b>1,318</b>		978		<b>403</b>		282	
在香港以外地區上市								
	<b>1,898</b>		1,531		<b>543</b>		424	
Unlisted	<b>824</b>		776		<b>784</b>		708	
非上市								
	<b>2,722</b>		2,307		<b>1,327</b>		1,132	
Investment funds								
投資基金								
Listed outside Hong Kong	<b>1</b>		19		-		-	
在香港以外地區上市								
Unlisted	<b>184</b>		72		<b>184</b>		72	
非上市								
	<b>185</b>		91		<b>184</b>		72	
	<b>71,589</b>		64,731		<b>47,330</b>		45,016	

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 30. HELD-TO-MATURITY INVESTMENTS (NOTE 46(c)) 持至到期投資(附註46(c))

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Treasury bills (including Exchange Fund Bills)	國庫債券(包括外匯基金票據)	649	615	649	615
Certificates of deposit held	持有的存款證	1,186	1,070	1,186	1,039
Debt securities	債務證券	3,213	2,635	2,105	1,565
		5,048	4,320	3,940	3,219
Issued by:	發行機構:				
Central governments and central banks	中央政府和中央銀行	1,745	1,552	1,741	1,548
Public sector entities	公營機構	153	316	50	168
Banks and other financial institutions	銀行及其他金融機構	803	1,108	263	390
Corporate entities	企業實體	2,347	1,344	1,886	1,113
		5,048	4,320	3,940	3,219
Analysed by place of listing:	按上市地區分析:				
Debt securities	債務證券				
Listed in Hong Kong	在香港上市	1,119	627	782	570
Listed outside Hong Kong	在香港以外地區上市	1,777	1,527	1,522	1,096
		2,896	2,154	2,304	1,666
Unlisted	非上市	2,152	2,166	1,636	1,553
		5,048	4,320	3,940	3,219
Fair value:	公平價值:				
Listed securities	上市證券	2,983	2,295	2,378	1,783
Unlisted securities	非上市證券	2,152	2,179	1,637	1,553
		5,135	4,474	4,015	3,336

## Movement of impairment allowances

## 減值準備的變動

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
At 1st January	於1月1日	-	11	-	11
Written back	回撥	-	(11)	-	(11)
At 31st December	於12月31日	-	-	-	-



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

### 31. INVESTMENTS IN SUBSIDIARIES 附屬公司投資

		The Bank 銀行	
		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Unlisted shares, at cost	非上市股份(原值)	15,494	14,093
Less: Impairment allowances	減: 減值準備	(224)	(135)
		<b>15,270</b>	<b>13,958</b>

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 信託服務
BEA Life Limited 東亞人壽保險有限公司	Hong Kong 香港	HK\$港幣500,000,000元	100%		Life insurance 人壽保險
Blue Cross (Asia-Pacific) Insurance Limited 藍十字(亞太)保險有限公司	Hong Kong 香港	HK\$港幣625,000,000元	100%		Insurance 保險
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 Wealth Management Services (Taiwan) Limited 東亞證券股份有限公司	Taiwan, Republic of China 台灣, 中華民國	NTD新台幣273,200,000元		100%	Wealth management services 財富管理服務
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370,000,000元	100%		Money lenders 放債人

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 31. INVESTMENTS IN SUBSIDIARIES (CONTINUED) 附屬公司投資(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	
Crystal Gleaming Limited	BVI 英屬處女群島	HK\$港幣929,752,849元	100%		Investment holding 投資控股
East Asia Electronic Data Processing (Guangzhou) Limited (Note 1) 東亞電子資料處理(廣州)有限公司 (附註1)	PRC 中華人民共和國	US\$3,000,000美元		100%	Servicing 服務性
* East Asia Holding Company, Inc.	US 美國	US\$5美元	100%		Bank holding company 銀行控股公司
East Asia Investments Holdings (BVI) Ltd.	BVI 英屬處女群島	HK\$港幣186,038,725元	100%		Investment holding 投資控股
* East Asia Properties (US), Inc	US 美國	US\$5美元		100%	Property holding 物業持有
East Asia Property Holdings (Jersey) Limited	BVI 英屬處女群島	GBP英鎊9元	100%		Property holding 物業持有
East Asia Secretaries (BVI) Limited	BVI 英屬處女群島	HK\$港幣300,000,000元		75.61%	Investment holding 投資控股
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
East Asia Strategic Holdings Limited	BVI 英屬處女群島	US\$50,000,000美元	100%		Investment holding 投資控股
Innovate Holdings Limited	BVI 英屬處女群島	US\$1美元 (Ordinary 普通股) US\$500,000,000美元 (with a liquidation preference of US\$1,000 per share 附有每股1,000美元之清盤優先權)	100%		Special purpose vehicle company 特定目的投資工具
Shaanxi Fuping BEA Rural Bank Corporation (Note 1) 陝西富平東亞村鎮銀行有限責任公司 (附註1)	PRC 中華人民共和國	CNY人民幣20,000,000元	100%		Banking and other financial businesses 銀行及有關的金融服務
Shenzhen Credit Gain Finance Company Limited (Note 1) 深圳市領達小額貸款有限公司 (附註1)	PRC 中華人民共和國	CNY人民幣300,000,000元	100%		Micro-finance loan 小額融資貸款

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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	
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(附註1)	PRC 中華人民共和國	CNY人民幣8,000,000,000元	100%		Banking and related financial services 銀行及有關的金融 服務
Tricor Consultancy (Beijing) Limited (Note 1) 東亞卓佳諮詢(北京)有限公司(附註1)	PRC 中華人民共和國	US\$1,850,000美元		75.61%	Business consultancy in China 國內商業諮詢
Tricor Holdings Limited	BVI 英屬處女群島	US\$7,001美元		75.61%	Investment holding 投資控股
Tricor Holdings Pte. Ltd.	Singapore 新加坡	S\$新加坡幣5,000,002元		75.61%	Investment holding 投資控股
Tricor Investor Services Limited 卓佳證券登記有限公司	Hong Kong 香港	HK\$港幣2元		75.61%	Investor services 投資者服務
Tricor Services Limited 卓佳專業商務有限公司	Hong Kong 香港	HK\$港幣2元		75.61%	Business, corporate and investor services 商務、企業及投資者 服務
Tricor Services (Malaysia) Sdn. Bhd.	Malaysia 馬來西亞	RM馬幣5,672,484元		68.05%	Investment holding 投資控股
Tung Shing Holdings Company Limited 東盛控股有限公司	BVI 英屬處女群島	US\$20,000,000美元	100%		Investment holding 投資控股

## Notes:

1. Represents a wholly foreign owned enterprise registered under the PRC laws.
2. The above subsidiaries have no non-controlling interests material to the Group.

\* Company not audited by KPMG. The accounts of the subsidiaries not audited by KPMG reflect total net assets and total income constituting approximately 0.2% and 0.1% respectively of the related consolidated totals.

## 附註:

1. 指一根據中華人民共和國法例註冊之全資擁有外資企業。
2. 以上附屬公司之非控制性權益對本集團並不重大。

\* 非由畢馬威會計師事務所稽核的公司。非由畢馬威會計師事務所稽核的附屬公司賬項之資產總額及收入總額分別佔相關綜合總額的0.2%及0.1%。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 32. INVESTMENTS IN ASSOCIATES 聯營公司投資

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Listed shares, at cost	上市股份(原值)	-	-	2,040	2,040
Unlisted shares, at cost	非上市股份(原值)	-	-	465	525
Share of net assets	應佔淨資產	4,407	4,322	-	-
Goodwill	商譽	372	355	-	-
		4,779	4,677	2,505	2,565
Less: Impairment allowances	減: 減值準備	-	-	-	-
		4,779	4,677	2,505	2,565

Loans to associates amounting to HK\$233 million (2012: HK\$233 million) are included under placements with banks and other financial institutions.

聯營公司貸款共港幣2.33億元(2012年: 港幣2.33億元)已包括在在銀行及其他金融機構的存款。

Share of associates' taxation for the year amounted to HK\$205 million (2012: HK\$173 million).

年度內應佔聯營公司稅項為港幣2.05億元(2012年: 港幣1.73億元)。

Shareholdings in associates held by the Bank include listed investments of HK\$2,040 million (2012: HK\$2,040 million). As at the end of the reporting period, the fair value of these investments held by the Group, based on quoted market prices, was HK\$3,449 million (2012: HK\$3,063 million).

本行持有之聯營公司股權包括上市投資港幣20.40億元(2012年: 港幣20.40億元)。於報告期結束日, 本集團所持此等投資按市場報價計算之公平價值為港幣34.49億元(2012年: 港幣30.63億元)。

The following list contains only the particulars of associates which principally affected the results or assets of the Group:

以下摘要只包括對本集團的業績或資產有重大影響的聯營公司:

Name of company 公司名稱	Place of incorporation and operation 註冊及營業地點	% of ordinary shares 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	
<b>Listed 上市</b>				
AFFIN Holdings Berhad	Malaysia 馬來西亞	23.52%		Investment holding 投資控股
<b>Unlisted 非上市</b>				
Dolford Property Holdings Limited	BVI 英屬處女群島		30%	Investment holding 投資控股
Founder BEA Trust Company Limited 方正東亞信託有限公司	PRC 中華人民共和國	19.99%		Trust and other financial businesses 信託及其他金融資產
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

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

Name of company 公司名稱	Place of incorporation and operation 註冊及營業地點	% of ordinary shares 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	
Industrial and Commercial Bank of China (USA) N.A. 中國工商銀行(美國)	US 美國		20%	Banking services 銀行服務
Platinum Holdings Company Limited	Cayman Islands 開曼群島	29.99%		Investment holding 投資控股
PT. Bank Resona Perdania	Indonesia 印尼		30%	Banking and related financial services 銀行及有關金融服務

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Summarised financial information of the material associates, adjusted for any differences in accounting policies, and reconciled to the carrying amounts in the consolidated financial statements	重大聯營之公司簡略財務資料·經調 整會計政策之任何差異及已與綜合 財務報表的賬面值對賬	NIL	NIL
Aggregate information of associates that are not individually material	個別不重大聯營公司之總和資料		
Aggregate carrying amount of individually immaterial associates in the consolidated financial statements	個別不重大聯營公司在綜合財務報表 之總和賬面值	4,779	4,677
Aggregate amounts of the Group's share of those associates'	本集團佔該等聯營公司之總和金額		
Profit from continuing operations	源自持續營運溢利	684	536
Post-tax profit or loss from discontinued operations	源自已停止營運之除稅後溢利或虧損	-	-
Other comprehensive income	其他全面收益	(370)	78
Total comprehensive income	全面收益總額	314	614
Reconciliation of carrying amounts to the Group's total interest in the associates	賬面值與本集團於聯營公司的 權益對賬		
Carrying amount of material associates	重大聯營公司之賬面值	-	-
Carrying amount of individual immaterial associates	個別不重大聯營公司之賬面值	4,779	4,677
Interest in associates in the consolidated financial statements	在綜合財務報表中聯營公司權益	4,779	4,677

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 33. 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。

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Goodwill	商譽	2,724	2,743	1,460	1,460
Acquired intangible assets	購入無形資產	1,266	1,298	-	-
		3,990	4,041	1,460	1,460

## (a) Goodwill

## (a) 商譽

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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	於1月1日	2,743	2,882	1,460	1,460
Additions through acquisition of subsidiaries	經收購附屬公司的增置	1	11	-	-
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	-	(172)	-	-
Exchange adjustments	匯兌調整	(20)	22	-	-
At 31st December	於12月31日	2,724	2,743	1,460	1,460

Impairment tests for cash-generating units containing goodwill

包含商譽的現金生產單位之減值測試

Goodwill is allocated to the Group's cash-generating units (CGU) identified according to business segments as follows:

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：

		2013		2012	
		HK\$ Mn 港幣百萬元	港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元
Personal banking	個人銀行	849	849		
Corporate banking	企業銀行	453	453		
Treasury markets	財資市場	158	158		
Corporate services	企業服務	1,216	1,235		
Others	其他	48	48		
		2,724	2,743		



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

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.

The pre-tax discount rate used for value-in-use calculations is 11.50%–12.95% (2012: 11.39%–12.5%) and the long-term growth rate is 4%–10% (2012: 4%–10%).

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.

#### (b) Intangible assets (other than goodwill)

Intangible assets consist of naming rights only. Intangible assets are stated at cost less accumulated amortisation and impairment loss (Note 2(k)(iv)).

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.

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。

用於計算使用價值的除稅前折扣率為11.50%–12.95%(2012: 11.39%–12.5%)及長期增長率為4%–10%(2012: 4%–10%)。

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。

#### (b) 無形資產(商譽除外)

無形資產只包括命名權。無形資產按成本減除累計攤銷及減值損失列賬(附註2(k)(iv))。

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。

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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	成本				
At 1st January	於1月1日	1,419	1,433	-	-
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	-	(14)	-	-
At 31st December	於12月31日	1,419	1,419	-	-
Accumulated amortisation	累計攤銷				
At 1st January	於1月1日	(121)	(100)	-	-
Amortisation charge for the year (Note 11)	年度內攤銷(附註11)	(32)	(33)	-	-
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	-	12	-	-
At 31st December	於12月31日	(153)	(121)	-	-
Carrying amount at 31st December	於12月31日賬面值	1,266	1,298	-	-

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 34. FIXED ASSETS 固定資產

		2013 The Group 集團				
		Investment properties	Bank premises	Furniture, fixtures and equipment	Sub-total	Total
		投資物業	行址	傢俬、裝修 及設備	小計	總額
		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
Cost or valuation	成本或估值					
At 1st January, 2013	於2013年1月1日	3,100	9,054	4,671	13,725	16,825
Additions	增置	10	212	490	702	712
Revaluation surplus (Note 15)	重估盈餘(附註15)	388	-	-	-	388
Revaluation of bank premises transferred to investment properties (Note)	行址重估轉入投資物業(附註)	1,123	(1,123)	-	(1,123)	-
Revaluation surplus on bank premises (Note)	行址重估盈餘(附註)	-	664	-	664	664
Redevelopment cost	重建成本	144	48	-	48	192
Disposals	出售	(380)	(92)	(146)	(238)	(618)
Exchange adjustments	匯兌調整	15	112	42	154	169
At 31st December, 2013	於2013年12月31日	4,400	8,875	5,057	13,932	18,332
Accumulated depreciation and amortisation	累計折舊及攤銷					
At 1st January, 2013	於2013年1月1日	-	1,170	3,103	4,273	4,273
Charge for the year (Note 11)	年度內支銷(附註11)	-	175	495	670	670
Revaluation of bank premises transferred to investment properties (Note)	行址重估轉入投資物業(附註)	-	(6)	-	(6)	(6)
Written off on disposal	出售時撇銷	-	(45)	(135)	(180)	(180)
Exchange adjustments	匯兌調整	-	20	25	45	45
At 31st December, 2013	於2013年12月31日	-	1,314	3,488	4,802	4,802
Net book value at 31st December, 2013	賬面淨值於2013年12月31日	4,400	7,561	1,569	9,130	13,530
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	-	8,063	5,057	13,120	13,120
At Directors' valuation - 1989	按董事估值 - 1989年	-	812	-	812	812
At professional valuation - 2013	按專業估值 - 2013年	4,400	-	-	-	4,400
		4,400	8,875	5,057	13,932	18,332

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		2013 The Bank 銀行 Furniture, fixtures and equipment 傢俬、裝修 及設備				
		Investment properties 投資物業 HK\$ Mn 港幣百萬元	Bank premises 行址 HK\$ Mn 港幣百萬元	fixtures and equipment 傢俬、裝修 及設備 HK\$ Mn 港幣百萬元	Sub-total 小計 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
Cost or valuation	成本或估值					
At 1st January, 2013	於2013年1月1日	2,428	4,138	2,617	6,755	9,183
Additions	增置	-	-	195	195	195
Revaluation surplus	重估盈餘	187	-	-	-	187
Revaluation of bank premises transferred to investment properties (Note)	行址重估轉入投資物業(附註)	1,145	(1,145)	-	(1,145)	-
Revaluation surplus on bank premises (Note)	行址重估盈餘(附註)	-	664	-	664	664
Redevelopment cost	重建成本	96	48	-	48	144
Disposals	出售	(118)	-	(36)	(36)	(154)
Exchange adjustments	匯兌調整	-	(24)	(1)	(25)	(25)
At 31st December, 2013	於2013年12月31日	3,738	3,681	2,775	6,456	10,194
Accumulated depreciation and amortisation	累計折舊及攤銷					
At 1st January, 2013	於2013年1月1日	-	493	1,854	2,347	2,347
Charge for the year	年度內支銷	-	48	232	280	280
Revaluation of bank premises transferred to investment properties (Note)	行址重估轉入投資物業(附註)	-	(6)	-	(6)	(6)
Written off on disposal	出售時撇銷	-	-	(35)	(35)	(35)
Exchange adjustments	匯兌調整	-	(1)	-	(1)	(1)
At 31st December, 2013	於2013年12月31日	-	534	2,051	2,585	2,585
Net book value at 31st December, 2013	賬面淨值於2013年12月31日	3,738	3,147	724	3,871	7,609
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	-	2,869	2,775	5,644	5,644
At Directors' valuation – 1989	按董事估值 – 1989年	-	812	-	812	812
At professional valuation – 2013	按專業估值 – 2013年	3,738	-	-	-	3,738
		3,738	3,681	2,775	6,456	10,194

Note: On 28th June, 2013, a portion of property development previously classified as bank premises was transferred to investment properties. The carrying value of the bank premises prior to being revalued was HK\$475 million. Upon transfer, the property was remeasured at fair value, which was externally appraised at HK\$1,145 million.

附註：於2013年6月28日，部份發展中物業由以往行址類別轉入投資物業。該行址於重估前之賬面值為港幣4.75億元。在轉移時，該物業須再釐定公平價值，並按外部估值為港幣11.45億元。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 34. FIXED ASSETS (CONTINUED) 固定資產(續)

		Investment properties	Bank premises	2012 The Group 集團 Furniture, fixtures and equipment 傢俬、裝修 及設備	Sub-total	Total
		投資物業 HK\$ Mn 港幣百萬元	行址 HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	小計 HK\$ Mn 港幣百萬元	總額 HK\$ Mn 港幣百萬元
Cost or valuation	成本或估值					
At 1st January, 2012	於2012年1月1日	2,940	8,991	4,563	13,554	16,494
Additions	增置	17	22	386	408	425
Revaluation surplus (Note 15)	重估盈餘(附註15)	454	–	–	–	454
Revaluation of bank premises transferred to investment properties	行址重估轉入 投資物業	36	(36)	–	(36)	–
Revaluation loss on bank premises (Note 15)	行址重估虧損 (附註15)	–	(3)	–	(3)	(3)
Redevelopment cost	重建成本	21	28	–	28	49
Reversal due to disposal of a subsidiary	因出售一間附屬公司 的反沖	–	–	(116)	(116)	(116)
Disposals	出售	(375)	(25)	(183)	(208)	(583)
Exchange adjustments	匯兌調整	7	77	21	98	105
At 31st December, 2012	於2012年12月31日	3,100	9,054	4,671	13,725	16,825
Accumulated depreciation and amortisation	累計折舊及 攤銷					
At 1st January, 2012	於2012年1月1日	–	1,012	2,843	3,855	3,855
Charge for the year (Note 11)	年度內支銷(附註11)	–	168	489	657	657
Reversal due to disposal of a subsidiary	因出售一間附屬公司 的反沖	–	–	(78)	(78)	(78)
Written off on disposal	出售時撇銷	–	(16)	(163)	(179)	(179)
Exchange adjustments	匯兌調整	–	6	12	18	18
At 31st December, 2012	於2012年12月31日	–	1,170	3,103	4,273	4,273
Net book value at 31st December, 2012	賬面淨值 於2012年12月31日	3,100	7,884	1,568	9,452	12,552
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	–	8,242	4,671	12,913	12,913
At Directors' valuation – 1989	按董事估值 – 1989年	–	812	–	812	812
At professional valuation – 2012	按專業估值 – 2012年	3,100	–	–	–	3,100
		3,100	9,054	4,671	13,725	16,825

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

		2012				
		Investment properties	Bank premises	The Bank 銀行 Furniture, fixtures and equipment 傢俬、裝修 及設備	Sub-total	Total
		投資物業 HK\$ Mn 港幣百萬元	行址 HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	小計 HK\$ Mn 港幣百萬元	總額 HK\$ Mn 港幣百萬元
Cost or valuation	成本或估值					
At 1st January, 2012	於2012年1月1日	2,433	4,071	2,576	6,647	9,080
Additions	增置	-	-	168	168	168
Revaluation surplus	重估盈餘	361	-	-	-	361
Redevelopment cost	重建成本	9	28	-	28	37
Disposals	出售	(375)	-	(134)	(134)	(509)
Exchange adjustments	匯兌調整	-	39	7	46	46
At 31st December, 2012	於2012年12月31日	2,428	4,138	2,617	6,755	9,183
Accumulated depreciation and amortisation	累計折舊及攤銷					
At 1st January, 2012	於2012年1月1日	-	444	1,758	2,202	2,202
Charge for the year	年度內支銷	-	48	217	265	265
Written off on disposal	出售時撇銷	-	-	(122)	(122)	(122)
Exchange adjustments	匯兌調整	-	1	1	2	2
At 31st December, 2012	於2012年12月31日	-	493	1,854	2,347	2,347
Net book value at 31st December, 2012	賬面淨值 於2012年12月31日	2,428	3,645	763	4,408	6,836
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	-	3,326	2,617	5,943	5,943
At Directors' valuation - 1989	按董事估值 - 1989年	-	812	-	812	812
At professional valuation - 2012	按專業估值 - 2012年	2,428	-	-	-	2,428
		2,428	4,138	2,617	6,755	9,183

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 34. FIXED ASSETS (CONTINUED) 固定資產(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, 2013 於2013年12月31日 之公平價值	Fair value measurements as at 31st December, 2013 categorised into 於2013年12月31日釐定公平價值之分類			
		HK\$ Mn 港幣百萬元	Level 1 第一級	Level 2 第二級	Level 3 第三級	HK\$ Mn 港幣百萬元
<b>The Group</b>	<b>集團</b>					
<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	3,843	–	–	–	3,843
– Commercial – People's Republic of China	– 商業 – 中華人民共和國	459	–	–	–	459
– Commercial – Others	– 商業 – 其他	98	–	–	–	98
		4,400	–	–	–	4,400
<b>The Bank</b>	<b>銀行</b>					
<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	3,738	–	–	–	3,738



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

During the year ended 31st December, 2013, 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, 2013.

Investment properties in Hong Kong were valued at HK\$3,843 million as at 31st December, 2013 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 accounts as at 31st December, 2013 and it was performed on an open market value basis. Details of valuation techniques are described below.

#### (ii) Information about Level 3 fair value measurements

	Valuation techniques 估值模式	Unobservable input 非可觀察輸入參數
Investment properties 投資物業	Income capitalisation approach 收入還原法	Market rental 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.

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.

截至2013年12月31日止年度，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匯報期期末公平價值分級之間發生的轉移。

於2013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2013年12月31日，香港投資物業的估值為港幣38.43億元。該等物業由獨立估值師一特許測量師第一太平戴維斯，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2013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資料

#### *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價租金租出，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之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。

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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 34. FIXED ASSETS (CONTINUED) 固定資產(續)

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.

*Investment properties under construction*

The fair value of investment properties under construction is prepared on a residual basis which is a method of valuation normally used to value development land by deducting the outstanding development costs (including constructions cost, professional fees, finance cost and demolition cost etc.) and developer's profit from the Gross Development Value (GDV).

GDV is determined using direct comparison approach by reference to recent sales prices of comparable properties on a price per square foot basis, adjusted for a premium or a discount specific to the quality of the Group's buildings compared to the recent sales. Higher premium for higher quality buildings will result in a higher fair value measurement.

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。

*正在建築中的投資物業*

正在建築中的投資物業之公平價值是按剩餘基準法，此方法是普遍用作評估土地發展，計算法是從發展價值總額中扣除尚未支付之發展成本(包括建築成本，專業服務費，融資成本及拆卸成本等。)及發展商的利潤。

發展價值總額是採用直接比較法並參考近期可比較物業之每一平方呎的成交價，但會調整該近期成交與本集團物業的質素差異所引致的溢價或折扣。高質素物業可享有較高溢價，並可產生較高的公平價值釐定。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The movements during the period in the balance of these Level 3 fair value measurements are as follows:

期間該等第三級公平價值釐定之餘額變動如下：

		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
Investment properties – Commercial – Hong Kong	投資物業 – 商業 – 香港		
At 1st January, 2013	於2013年1月1日	<b>2,448</b>	<b>2,428</b>
Disposal	出售	<b>(118)</b>	<b>(118)</b>
Revaluation of bank premises transferred to investment properties	重估行址轉入投資物業	<b>1,145</b>	<b>1,145</b>
Revaluation surplus	重估盈餘	<b>224</b>	<b>187</b>
Redevelopment cost	重建成本	<b>144</b>	<b>96</b>
At 31st December, 2013	於2013年12月31日	<b>3,843</b>	<b>3,738</b>
Investment properties – Commercial – People's Republic of China	投資物業 – 商業 – 中華人民共和國		
At 1st January, 2013	於2013年1月1日	<b>457</b>	–
Disposal	出售	<b>(11)</b>	–
Exchange adjustments	匯兌調整	<b>13</b>	–
At 31st December, 2013	於2013年12月31日	<b>459</b>	–
Investment properties – Commercial – Others	投資物業 – 商業 – 其他		
At 1st January, 2013	於2013年1月1日	<b>195</b>	–
Additions	增置	<b>10</b>	–
Disposal	出售	<b>(251)</b>	–
Revaluation of investment properties transferred to bank premises	重估投資物業轉入行址	<b>(22)</b>	–
Revaluation surplus	重估盈餘	<b>164</b>	–
Exchange adjustments	匯兌調整	<b>2</b>	–
At 31st December, 2013	於2013年12月31日	<b>98</b>	–

Fair value adjustment of investment properties is recognised in the line item “valuation gains on investment property” on the face of the consolidated income statement.

投資物業的公平價值調整在綜合收益表上之「重估投資物業盈利」項下確認。

All the gains recognised in the income statement for the year arise from the properties held at the end of the reporting period.

所有確認於年度收益表之盈利均源自於報告期結束日持有之物業。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 34. FIXED ASSETS (CONTINUED) 固定資產(續)

The net book value of bank premises and investment properties comprises:

行址及投資物業的賬面淨值包括：

		The Group 集團			
		2013		2012	
		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	98	701	195	742
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)	3,458	1,228	2,083	1,664
On medium-term lease (10-50 years)	中期租約(10至50年)	385	1,266	365	1,300
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)	-	117	-	40
On medium-term lease (10-50 years)	中期租約(10至50年)	459	4,174	457	4,138
On short-term lease (below 10 years)	短期租約(10年以下)	-	75	-	-
		4,400	7,561	3,100	7,884
		The Bank 銀行			
		2013		2012	
		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	-	679	-	707
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)	3,031	1,201	1,771	1,637
On medium-term lease (10-50 years)	中期租約(10至50年)	707	1,163	657	1,194
Held outside Hong Kong	在香港以外地區				
On medium-term lease (10-50 years)	中期租約(10至50年)	-	104	-	107
		3,738	3,147	2,428	3,645

The carrying amount of the bank premises of the Group and the Bank would have been HK\$5,884 million (2012: HK\$6,217 million) and HK\$1,677 million (2012: HK\$2,040 million) respectively had they been stated at cost less accumulated depreciation.

假設本集團及本行以成本減累計折舊入賬，行址的賬面值將分別為港幣58.84億元(2012年：港幣62.17億元)及港幣16.77億元(2012年：港幣20.40億元)。

The Group leases out investment properties under operating leases. The leases typically run for an initial period from 1 to 10 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.

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10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。

Rental income receivable from investment properties held for use under operating leases amounted to HK\$127 million in 2013 (2012: HK\$142 million). There was no contingent rental recognised during the year 2013 (2012: Nil).

於年內，以經營租賃形式租出的投資物業之應收租金為港幣1.27億元(2012年：港幣1.42億元)。2013年年度內未有確認或有租金(2012年：無)。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The total future minimum lease payments of bank premises and investment properties held for use under non-cancellable operating leases are receivable as follows:

以不可撤銷經營租賃作出租的行址及投資物業的未來最低應收租賃付款總額如下：

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Within one year	1年以內	<b>75</b>	122	<b>51</b>	57
After one year but within five years	1年以後至5年內	<b>57</b>	82	<b>43</b>	21
After five years	5年以後	<b>1</b>	-	-	-
		<b>133</b>	204	<b>94</b>	78

### 35. AMOUNTS DUE FROM AND DUE TO SUBSIDIARIES 附屬公司欠款及欠附屬公司款項

During the year, the Bank entered into transactions with certain subsidiaries in the ordinary course of its banking business. Details of the amounts due from and due to subsidiaries are as follows:

於年度內，本行與若干附屬公司有正常的業務交易。附屬公司欠款及欠附屬公司款項詳列如下：

		The Bank 銀行	
		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Amounts due from subsidiaries	附屬公司欠款	<b>24,124</b>	15,566
Amounts due to subsidiaries	欠附屬公司款項	<b>3,108</b>	3,105
		<b>21,016</b>	12,461

		The Bank 銀行	
		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
<b>Assets 資產</b>			
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	<b>11,101</b>	5,809
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	<b>3,832</b>	2,319
Trading assets	交易用途資產	<b>242</b>	166
Other assets	其他資產	<b>10,889</b>	8,790
		<b>26,064</b>	17,084
<b>Liabilities 負債</b>			
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	<b>2,393</b>	1,825
Deposits from customers	客戶存款	<b>2,349</b>	2,508
Trading liabilities	交易用途負債	<b>64</b>	113
Other liabilities	其他負債	<b>242</b>	177
		<b>5,048</b>	4,623
		<b>21,016</b>	12,461

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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) 資產負債表內的本期稅項為：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Provision for Hong Kong profits tax for the year (Note 16(a))		691		533		646		484
Impact of leasing partnerships		(9)		(19)		(9)		(19)
		682		514		637		465
Provisional profits tax paid		(308)		(52)		(259)		–
		374		462		378		465
Balance of profits tax provision relating to prior years		455		206		450		189
Taxation outside Hong Kong		524		320		269		218
		1,353		988		1,097		872

(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：

Deferred tax arising from:	The Group 集團							
	Depreciation allowances in excess of related depreciation	Revaluation of properties	Impairment losses on financial assets	Revaluation of available-for-sale securities	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	可供出售證券重估	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, 2013	392	163	(42)	63	(10)	(83)	483	
(Credited)/charged to income statement (Note 16(a))	(2)	34	154	–	(1)	(72)	113	
Credited to reserves (Notes 41(c) and (h))	–	(1)	–	(71)	–	–	(72)	
Exchange and other adjustments	(2)	3	5	(1)	–	(2)	3	
At 31st December, 2013	388	199	117	(9)	(11)	(157)	527	



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		The Group 集團						
Deferred tax arising from:		Depreciation allowances in excess of related depreciation	Revaluation of properties	Impairment losses on financial assets	Revaluation of available-for-sale securities	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	可供出售證券重估	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, 2012	於2012年1月1日	366	150	(94)	(57)	(25)	(256)	84
Charged to income statement (Note 16(a))	收益表內支銷 (附註16(a))	26	13	21	-	15	38	113
(Credited)/charged to reserves (Notes 41(c) and (h))	儲備內(存入)/支銷 (附註41(c)及(h))	-	(1)	-	120	-	-	119
Reversal due to disposal of a subsidiary	因出售一間附屬公司的反沖	-	-	31	-	-	134	165
Exchange and other adjustments	匯兌及其他調整	-	1	-	-	-	1	2
At 31st December, 2012	於2012年12月31日	392	163	(42)	63	(10)	(83)	483

		The Bank 銀行						
Deferred tax arising from:		Depreciation allowances in excess of related depreciation	Revaluation of properties	Impairment losses on financial assets	Revaluation of available-for-sale securities	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	可供出售證券重估	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, 2013	於2013年1月1日	376	89	(115)	87	1	32	470
(Credited)/charged to income statement	收益表內(存入)/支銷	(6)	-	20	-	-	20	34
Credited to reserves (Notes 41(c) and (h))	儲備內存入 (附註41(c)及(h))	-	(1)	-	(10)	-	-	(11)
Exchange and other adjustments	匯兌及其他調整	-	-	-	-	-	2	2
At 31st December, 2013	於2013年12月31日	370	88	(95)	77	1	54	495

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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)

Deferred tax arising from:	遞延稅項源自：	The Bank 銀行						Total
		Depreciation allowances in excess of related depreciation of properties	Revaluation of properties	Impairment losses on financial assets	Revaluation of available-for-sale securities	Tax losses	Others	
		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	可供出售證券重估	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, 2012	於2012年1月1日	354	90	(129)	(12)	(13)	11	301
Charged to income statement	收益表內支銷	22	-	14	-	14	18	68
(Credited)/charged to reserves (Notes 41(c) and (h))	儲備內(存入)/支銷(附註41(c)及(h))	-	(1)	-	99	-	-	98
Exchange and other adjustments	匯兌及其他調整	-	-	-	-	-	3	3
At 31st December, 2012	於2012年12月31日	376	89	(115)	87	1	32	470

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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	(120)	(143)	(101)	(130)
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	647	626	596	600
		527	483	495	470

## (c) Deferred tax assets not recognised

The Group has not recognised deferred tax assets in respect of cumulative tax losses of HK\$1,005 million (2012: HK\$965 million) as it is not probable that future taxable profits against which the losses can be utilized 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:

## (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10.05億元(2012年：港幣9.65億元)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：

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Expiring within 5 years	於五年內到期	35	29		
Expiring more than 5 years	五年後到期	150	122		
No expiry date	無到期日	820	814		
		1,005	965		

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

### 37. OTHER LIABILITIES 其他負債

		The Group 集團				The Bank 銀行			
		2013		2012		2013		2012	
		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) Trading liabilities	(a) 交易用途負債								
Shares sold	股份空倉	11		21		11		21	
(b) Other accounts and provisions	(b) 其他賬項及準備								
Accrued interest payable	應計應付利息	4,131		3,912		1,377		1,399	
Acceptance draft payable	應付承兌票據	31,393		24,633		312		296	
Other accounts	其他賬項	18,457		16,832		4,641		5,338	
		53,981		45,377		6,330		7,033	

### 38. LOAN CAPITAL 借貸資本

		The Group 集團				The Bank 銀行			
		2013		2012		2013		2012	
		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
USD500 million Hybrid Tier 1	5億美元混合一級資本工具	-		-		4,478		4,410	
USD600 million subordinated notes, measured at amortised cost	按攤銷成本列賬的6億美元後償票據	4,815		5,139		4,815		5,139	
USD500 million subordinated notes (under the Euro Medium Term Note Programme), measured at amortised cost	按攤銷成本列賬的5億美元後償票據(按歐洲形式中期票據計劃)	3,923		3,976		3,923		3,976	
SGD800 million subordinated notes (under the Euro Medium Term Note Programme), measured at amortised cost	按攤銷成本列賬的8億新加坡元後償票據(按歐洲形式中期票據計劃)	4,894		5,148		4,894		5,148	
		13,632		14,263		18,110		18,673	

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, 2013 and 2012.

The carrying amount of financial liabilities designated at fair value through profit or loss for the Group as at 31st December, 2013 was Nil (2012: HK\$Nil) and for the Bank was HK\$69 million (2012: HK\$534 million) higher than the contractual amount at maturity. The difference in the accumulated amount of the changes in fair value attributable to changes in credit risk for the Group was Nil (2012: HK\$Nil) and for the Bank were HK\$407 million (2012: HK\$67 million). The change for the year ended 31st December, 2013 for the Group was Nil (2012: HK\$853 million) and for the Bank was HK\$474 million (2012: HK\$1,588 million).

截至2013及2012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。

於2013年12月31日，本集團按通過損益以反映公平價值列賬的金融負債之賬面值為無(2012年：無)，而本行按通過損益以反映公平價值列賬的金融負債之賬面值比合約到期日的金額則上升港幣6,900萬元(2012年：港幣5.34億元)。在累計公平價值變動的金額中，可歸屬於本集團及本行之信貸風險變動的差額分別為無(2012年：無)及港幣4.07億元(2012年：港幣6,700萬元)。在截至2013年12月31日止年度本集團及本行的變動金額分別為無(2012年：港幣8.53億元)及港幣4.74億元(2012年：港幣15.88億元)。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 38. LOAN CAPITAL (CONTINUED) 借貸資本(續)

Hybrid Tier 1 capital instruments comprising step-up subordinated notes ("Notes") of face value HK\$3,877 million (USD500 million) and carrying amount of HK\$4,478 million and HK\$3,877 million (USD500 million) non-cumulative preference shares ("Innovate Preference Shares") were issued respectively by the Bank and by Innovate Holdings Limited, a wholly owned subsidiary of the Bank, on 5th November, 2009. The Notes bear a fixed interest rate of 8.5% per annum and will mature on 5th November, 2059. The Innovate Preference Shares are perpetual securities on which no dividend is payable. The Notes and the Innovate Preference Shares are listed, and traded together as units, on the Singapore Stock Exchange. The Hybrid Tier 1 capital instruments are qualified as Additional Tier 1 capital of the Bank and the Group. In the consolidated accounts, the Notes are eliminated and the Innovate Preference Shares are classified as non-controlling interests.

Two tranches of loan capital of face value totalling HK\$4,652 million (USD600 million) and carrying amount totalling HK\$4,815 million (2012: HK\$5,139 million) were issued on 16th July, 2010 (USD450 million) and on 23rd July, 2010 (USD150 million) by the Bank. These subordinated notes carrying a coupon rate of 6.125% qualifying as Tier 2 capital are listed on the Singapore Stock Exchange and will mature on 16th July, 2020. Hedge ineffectiveness of HK\$7 million loss in 2013 (2012: HK\$0.3 million loss) was recorded under fair value hedge accounting.

Loan capital of face value of HK\$3,877 million (USD500 million) and carrying amount of HK\$3,923 million (2012: HK\$3,976 million) represents 6.375% subordinated notes (under the Euro Medium Term Note Programme) qualifying as Tier 2 capital issued on 4th November, 2011 by the Bank. The notes are listed on the Singapore Stock Exchange and will mature on 4th May, 2022. Hedge ineffectiveness of HK\$1 million loss in 2013 (2012: HK\$8 million profit) was recorded under the fair value hedge accounting for the USD400 million subordinated notes. The fair value as of 31st December, 2013 for the USD100 million subordinated notes was HK\$849 million (USD109.5 million).

Loan capital of face value of HK\$4,904 million (SGD800 million) and carrying amount of HK\$4,894 million represents two tranches of 4.25% subordinated notes (under the Euro Medium Term Note Programme) qualifying as Tier 2 capital issued on 13th March, 2012 (SGD600 million) and on 27th April, 2012 (SGD200 million) by the Bank. The notes are listed on the Singapore Stock Exchange and will mature on 13th September, 2022. Hedge ineffectiveness of approximately HK\$1 million profit in 2013 (2012: HK\$18 million loss) was recorded under the fair value hedge accounting.

混合一級資本工具包括分別由本行發行面值港幣38.77億元(5億美元)及賬面值港幣44.78億元之步陞後償票據(「票據」)及由本行一全資附屬公司Innovate Holdings Limited所發行賬面值港幣38.77億元(5億美元)非累積優先股份(「Innovate優先股份」)，發行日期為2009年11月5日。該票據之固定利率為年息8.5%，並將於2059年11月5日到期。Innovate優先股份是毋須支付股息之無到期日證券。該票據及Innovate優先股份是於新加坡交易所上市及以單位組合形式交易。混合一級資本工具已被評定為本行及本集團的額外一級資本。在綜合賬項中，票據已被抵銷及Innovate優先股份則被分類為非控股權益。

兩宗票面值總額港幣46.52億元(6億美元)及賬面值總額港幣48.15億元(2012年：港幣51.39億元)的借貸資本，是指由本行於2010年7月16日(4.5億美元)及於2010年7月23日(1.5億美元)發行年息6.125%，並評定為二級資本的後償票據。該票據於新加坡交易所上市，並將於2020年7月16日到期。在2013年，因採用公平價值對沖會計法而錄得的無效對沖部分虧損為港幣700萬元(2012年：港幣30萬元虧損)。

票面值港幣38.77億元(5億美元)，即賬面值港幣39.23億元(2012年：港幣39.76億元)的借貸資本，是指由本行於2011年11月4日發行年息6.375%，並評定為二級資本的後償票據(按歐洲形式中期票據計劃發行)。該等票據於新加坡交易所上市，並將於2022年5月4日到期。就其中4億美元後償票據而言，在2013年，因採用公平價值對沖會計法而錄得的無效對沖部分虧損為港幣100萬元(2012年：港幣800萬元溢利)。於2013年12月31日，其中1億美元後償票據的公平價值則為港幣8.49億元(1.095億美元)。

票面值港幣49.04億元(8億新加坡元)及賬面值港幣48.94億元的借貸資本，是指由本行於2012年3月13日(6億新加坡元)及於2012年4月27日(2億新加坡元)發行兩宗年息4.25%，並評定為二級資本的後償票據(按歐洲形式中期票據計劃發行)。該等票據於新加坡交易所上市，並將於2022年9月13日到期。在2013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約港幣100萬元(2012年：港幣1,800萬元虧損)。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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 whereby the Board of the Bank may at its discretion grant to any employees, including ED and Chief Executive, of the Group options to subscribe for ordinary shares of the Bank. Except as provided otherwise in the rules of the relevant Schemes, share options granted under Staff Share Option Scheme 2007, may be exercised during the period beginning on the first anniversary of the Date of Grant and ending on the fifth anniversary of the Date of Grant while share options granted under the 2011 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計劃是本行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2007年僱員認股計劃所授予的認股權的行使期限為授予日的第1周年開始至授予日的第5周年止，而根據2011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 under Staff Share Option Scheme 2007 in years 2008 to 2010:

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
05/5/2008	05/5/2008–04/5/2009	05/5/2009–05/5/2013	40.09
05/5/2009	05/5/2009–04/5/2010	05/5/2010–05/5/2014	21.25
06/7/2010	06/7/2010–05/7/2011	06/7/2011–06/7/2015	28.49

#### (a) 認股權詳情：

(i) 在2008年至2010年期間根據2007年僱員認股計劃所授予的認股權：

(ii) Share options granted under 2011 Scheme in year 2011:

(ii) 在2011年根據2011計劃所授予的認股權：

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
05/5/2011	T1	05/5/2011–04/5/2012	05/5/2012–05/5/2017	32.00
05/5/2011	T2	05/5/2011–04/5/2013	05/5/2013–05/5/2018	32.00
05/5/2011	T3	05/5/2011–04/5/2014	05/5/2014–05/5/2019	32.00

(iii) Share options granted under 2011 Scheme in year 2012:

(iii) 在2012年根據2011計劃所授予的認股權：

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
10/5/2012	T1	10/5/2012–09/5/2013	10/5/2013–10/5/2018	28.99
10/5/2012	T2	10/5/2012–09/5/2014	10/5/2014–10/5/2019	28.99
10/5/2012	T3	10/5/2012–09/5/2015	10/5/2015–10/5/2020	28.99

(iv) Share options granted under 2011 Scheme in year 2013:

(iv) 在2013年根據2011計劃所授予的認股權：

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
03/5/2013	T1	03/5/2013–02/5/2014	03/5/2014–03/5/2019	31.40
03/5/2013	T2	03/5/2013–02/5/2015	03/5/2015–03/5/2020	31.40
03/5/2013	T3	03/5/2013–02/5/2016	03/5/2016–03/5/2021	31.40

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 39. EQUITY SETTLED SHARE-BASED TRANSACTIONS (CONTINUED) 以股份為基礎作支付的交易(續)

(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：

		2013		2012 Restated 重報	
		Weighted average exercise price 加權平均行使價 HK\$ 港幣元	Number of options 認股權數目 Mn 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 Mn 百萬
Outstanding at the beginning of the year	年初結餘	30.52	25	31.83	22
Exercised during the year	年度內行使	24.78	(5)	23.07	(1)
Granted during the year	年度內授予	31.40	6	28.99	6
Lapsed during the year	年度內失效	39.52	(5)	42.84	(2)
Outstanding at the end of the year	年末結餘	30.21	21	30.52	25
Exercisable at the end of the year	年末可供行使	29.65	10	30.73	15

The weighted average share price at the date of exercise for share options exercised during the year was HK\$31.19 (2012: HK\$28.71).

年度內於行使認股權當日的加權平均股價為港幣31.19元(2012年：港幣28.71元)。

The options outstanding at 31st December, 2013 had an exercise price from HK\$21.25 to HK\$40.09 (2012: from HK\$21.25 to HK\$42.84) and a weighted average remaining contractual life of 4.58 years (2012: 3.61 years).

於2013年12月31日，尚未行使認股權的行使價由港幣21.25元至港幣40.09元(2012年：由港幣21.25元至港幣42.84元)，及剩餘合約年期之加權平均數為4.58年(2012年：3.61年)。

## (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。

		2013	2012
Fair value at measurement date	於計量日的公平價值		
- Tranche 1	- 部分1	HK\$港幣3.18元	HK\$港幣3.95元
- Tranche 2	- 部分2	HK\$港幣3.17元	HK\$港幣4.02元
- Tranche 3	- 部分3	HK\$港幣3.09元	HK\$港幣3.99元
Share price	股價	HK\$港幣31.40元	HK\$港幣28.90元
Exercise price	行使價	HK\$港幣31.40元	HK\$港幣28.99元
Expected volatility (expressed as weighted average volatility used in the modelling under trinomial lattice model)	預計波幅(以三項式期權定價模式內採用的加權平均波幅)	17.14%	22.08%
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	3.64%-3.70%	3.87%-3.94%
Risk-free interest rate (based on Exchange Fund Notes)	無風險利率(根據外匯基金票據)	0.28%	0.45%



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The expected volatility is based on the historic volatility (calculated based on the weighted average remaining life of the share options), adjusted for any expected changes to future volatility based on publicly available information. Expected dividends are based on historical dividends. Changes in the subjective input assumptions could materially affect the fair value estimate.

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.

預計波幅是根據過往之波幅(以認股權的加權剩餘年期計算)，再調整因公眾知悉的資訊影響未來波幅的預計變動。預計股息按過往的股息。主觀輸入假設的變動可能重大影響公平價值的估計。

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。

#### 40. SHARE CAPITAL 股本

		2013		2012	
		No. of shares 股份數目 million 百萬	Nominal value 面值	No. of shares 股份數目 million 百萬	Nominal value 面值
Authorised:	法定股本：				
Ordinary shares of HK\$2.50 each	普通股每股港幣2.50元	4,000	HK\$港幣10,000,000,000元	4,000	HK\$港幣10,000,000,000元
Substitute preference shares of US\$1,000 each	替代優先股 每股1,000美元	0.5	US\$500,000,000美元	0.5	US\$500,000,000美元
			HK\$ Mn 港幣百萬元		HK\$ Mn 港幣百萬元
Issued and fully paid:	已發行及繳足股本：				
At 1st January	於1月1日	2,227	5,568	2,076	5,190
Shares issued under Staff Share Option Schemes	根據僱員認股計劃 發行的股份	5	12	1	2
Subscription for new shares	發行新股	-	-	111	279
Shares issued in lieu of dividends	以股代息發行的股份	58	144	39	97
At 31st December	於12月31日	2,290	5,724	2,227	5,568

Pursuant to the approved Staff Share Option Schemes (the "Schemes"), options to purchase ordinary shares in the Bank were granted to eligible employees. The option price of the Schemes equals the fair value of the underlying shares at the date of grant. Except as provided otherwise in the rules of the relevant Schemes, the share options granted under the Staff Share Option Scheme 2007 will be exercisable between the first and the fifth anniversaries of the date of grant while share options granted under 2011 Scheme will be exercisable on the Vesting Date and ending on the fifth anniversary of the Vesting Date.

##### (a) Shares issued under Staff Share Option Schemes

During the year, options were exercised to subscribe for 5 million ordinary shares in the Bank at a consideration of HK\$118 million of which HK\$12 million was credited to share capital and the balance of HK\$106 million was credited to the share premium account (Note 41). HK\$31 million has been transferred from the capital reserve to the share premium account in accordance with policy set out in Note 2(q)(iv).

根據已核准的僱員認股權計劃(「計劃」)，認股權授予合格僱員以認購本行的普通股股份。認股權行使價與相關股份於授予日的公平價值相同。除在有關計劃的規則另有規定外，根據2007僱員認股計劃所授予的認股權的行使期限為授予日的第1周年開始至授予日的第5周年止，而根據2011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。

##### (a) 根據僱員認股權計劃發行的股份

年度內，已行使認股權以認購本行普通股500萬股之代價為港幣1.18億元，其中港幣1,200萬元存入股本，餘數港幣1.06億元存入股份溢價(附註41)。根據附註2(q)(iv)所載，已由資本儲備轉撥港幣3,100萬元往股份溢價內。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 40. SHARE CAPITAL (CONTINUED) 股本(續)

(b) Terms of unexpired and unexercised share options at the end of the reporting period (b) 於報告期結束日尚未期滿及行使的認股權之條款

Date of options granted 認股權授予日期	Option price 認購價	2013	2012
		No. of shares 股份數目	No. of shares 股份數目
05/5/2008	HK\$港幣40.09元	-	4,070,000
05/5/2009	HK\$港幣21.25元	435,000	2,920,000
06/7/2010	HK\$港幣28.49元	3,600,000	5,750,000
05/5/2011 (T1)	HK\$港幣32.00元	1,930,000	1,980,000
05/5/2011 (T2)	HK\$港幣32.00元	1,930,000	1,980,000
05/5/2011 (T3)	HK\$港幣32.00元	1,940,000	1,990,000
10/5/2012 (T1)	HK\$港幣28.99元	1,830,000	1,980,000
10/5/2012 (T2)	HK\$港幣28.99元	1,930,000	1,980,000
10/5/2012 (T3)	HK\$港幣28.99元	1,940,000	1,990,000
03/5/2013 (T1)	HK\$港幣31.40元	1,880,000	-
03/5/2013 (T2)	HK\$港幣31.40元	1,880,000	-
03/5/2013 (T3)	HK\$港幣31.40元	1,890,000	-
		<b>21,185,000</b>	24,640,000

## 41. RESERVES 儲備

		2013	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
(a) Share premium	(a) 股份溢價		
At 1st January	於1月1日	16,083	16,083
Net premium on shares issued under Staff Share Option Schemes	根據僱員認股計劃發行的股份溢價淨額	106	106
Transfer of the fair value of options from capital reserve – share options issued	撥自資本儲備(已發行認股權)的認股權之公平價值	31	31
Shares issued in lieu of dividends	以股代息發行的股份	1,550	1,550
As 31st December	於12月31日	17,770	17,770
(b) General reserve	(b) 一般儲備		
At 1st January	於1月1日	13,823	13,434
Transfer to capital reserve	撥入資本儲備	(1)	-
Transfer from other reserves	撥自其他儲備	22	-
Realised surplus on disposals transferred from property revaluation reserve	撥自物業重估儲備的已實現出售物業盈餘	7	7
Transfer from retained profits	撥自留存溢利	26	-
At 31st December	於12月31日	13,877	13,441

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		2013	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
(c) Revaluation reserve on bank premises	(c) 行址重估儲備		
At 1st January	於1月1日	976	914
Realised surplus on disposals transferred to general reserve	已實現出售物業盈餘撥入一般儲備	(7)	(7)
Recognition of deferred tax liabilities (Note 36(b))	確認遞延稅項負債(附註36(b))	1	1
Revaluation surplus on bank premises transferred to investment properties	行址重估盈餘轉入投資物業	670	670
Exchange adjustments	匯兌調整	2	-
At 31st December	於12月31日	1,642	1,578
(d) Statutory reserves	(d) 法定儲備		
At 1st January	於1月1日	2,547	-
Transfer from retained profits	撥自留存溢利	1,135	-
Exchange adjustments	匯兌調整	64	-
At 31st December	於12月31日	3,746	-
(e) Capital reserve	(e) 資本儲備		
At 1st January	於1月1日	130	-
Transfer from general reserve	撥自一般儲備	1	-
Transfer from retained profits	撥自留存溢利	69	-
At 31st December	於12月31日	200	-
(f) Exchange revaluation reserve	(f) 匯兌重估儲備		
At 1st January	於1月1日	2,769	104
Exchange adjustments	匯兌調整	105	(6)
At 31st December	於12月31日	2,874	98
(g) Capital reserve – staff share options issued	(g) 資本儲備 – 已發行僱員認股權		
At 1st January	於1月1日	135	135
Transfer of the fair value of options to share premium	認股權公平價值撥入股份溢價	(31)	(31)
Forfeited options transferred to retained profits	已失效的認股權轉入留存溢利	(56)	(56)
Additions	增加	21	21
At 31st December	於12月31日	69	69
(h) Investment revaluation reserve	(h) 投資重估儲備		
At 1st January	於1月1日	1,012	652
Changes in fair value of securities	證券的公平價值變動	(46)	235
Reversal upon disposal (Note 13)	於出售時轉回(附註13)	(142)	(35)
Recognition of deferred tax liabilities (Note 36(b))	確認遞延稅項負債(附註36(b))	71	10
Impairment loss and amortisation	減值損失及攤銷	84	66
Exchange adjustments	匯兌調整	(1)	-
At 31st December	於12月31日	978	928

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 41. RESERVES (CONTINUED) 儲備(續)

		2013	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
(i) Other reserves	(i) 其他儲備		
At 1st January	於1月1日	64	-
Transfer to general reserve	撥入一般儲備	(22)	
Share of changes in equity of associates	應佔聯營公司權益的變動	(18)	-
At 31st December	於12月31日	24	-
(j) Retained profits	(j) 留存溢利		
At 1st January	於1月1日	14,046	4,578
Net profit for the year	年度內溢利	6,613	3,386
Transfer to general reserve	撥入一般儲備	(26)	-
Transfer to statutory reserve	撥入法定儲備	(1,135)	-
Transfer to capital reserve	撥入資本儲備	(69)	-
Forfeited options transferred to retained profits	已失效的認股權轉入留存溢利	56	56
Dividends (Note 18)	股息(附註18)		
- Interim dividend	- 中期股息	(973)	(973)
- Second interim dividend	- 第二次中期股息	(1,404)	(1,404)
- Hybrid Tier 1 USD 500M	- 混合一級資本5億美元	(330)	-
At 31st December	於12月31日	16,778	5,643
(k) Total reserves	(k) 儲備總額	57,958	39,527

		2012	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
(a) Share premium	(a) 股份溢價		
At 1st January	於1月1日	12,037	12,037
Net premium on shares issued under Staff Share Option Schemes	根據僱員認股計劃發行的股份溢價淨額	16	16
Transfer of the fair value of options from capital reserve – share options issued	撥自資本儲備(已發行認股權)的認股權之公平價值	6	6
Subscription of new shares	認購新股	3,022	3,022
Shares issued in lieu of dividends	以股代息發行的股份	1,002	1,002
As 31st December	於12月31日	16,083	16,083
(b) General reserve	(b) 一般儲備		
At 1st January	於1月1日	13,744	13,376
Transfer from retained profits	撥自留存溢利	21	-
Realised surplus on disposals transferred from property revaluation reserve	撥自物業重估儲備的已實現出售物業盈餘	58	58
At 31st December	於12月31日	13,823	13,434

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

		2012	
		The Group 集團	The Bank 銀行
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
(c) Revaluation reserve on bank premises	(c) 行址重估儲備		
At 1st January	於1月1日	1,032	971
Recognition of deferred tax liabilities (Note 36(b))	確認遞延稅項負債(附註36(b))	1	1
Realised surplus on disposals transferred to general reserve	已實現出售物業盈餘撥入一般儲備	(58)	(58)
Exchange adjustments	匯兌調整	1	–
At 31st December	於12月31日	976	914
(d) Statutory reserves	(d) 法定儲備		
At 1st January	於1月1日	2,142	2
Transfer from/(to) retained profits	撥自/(撥入)留存溢利	390	(2)
Exchange adjustments	匯兌調整	15	–
At 31st December	於12月31日	2,547	–
(e) Capital reserve	(e) 資本儲備		
At 1st January	於1月1日	86	–
Transfer from retained profits	撥自留存溢利	48	–
Disposal of a subsidiary	出售附屬公司	(4)	–
At 31st December	於12月31日	130	–
(f) Exchange revaluation reserve	(f) 匯兌重估儲備		
At 1st January	於1月1日	2,390	22
Exchange adjustments	匯兌調整	379	82
At 31st December	於12月31日	2,769	104
(g) Capital reserve – staff share options issued	(g) 資本儲備 – 已發行僱員認股權		
At 1st January	於1月1日	140	140
Transfer of the fair value of options to share premium	認股權公平價值撥入股份溢價	(6)	(6)
Forfeited options transferred to retained profits	已失效的認股權轉入留存溢利	(21)	(21)
Additions	增加	22	22
At 31st December	於12月31日	135	135
(h) Investment revaluation reserve	(h) 投資重估儲備		
At 1st January	於1月1日	27	67
Changes in fair value of securities	證券的公平價值變動	1,121	635
Reversal upon disposal (Note 13)	於出售時轉回(附註13)	(113)	(15)
Recognition of deferred tax liabilities (Note 36(b))	確認遞延稅項負債(附註36(b))	(120)	(99)
Impairment loss and amortisation	減值損失及攤銷	98	61
Exchange adjustments	匯兌調整	(1)	3
At 31st December	於12月31日	1,012	652

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 41. RESERVES (CONTINUED) 儲備(續)

		2012	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
(i) Other reserves	(i) 其他儲備		
At 1st January	於1月1日	60	–
Share of changes in equity of associates	應佔聯營公司權益的變動	4	–
At 31st December	於12月31日	64	–
(j) Retained profits	(j) 留存溢利		
At 1st January	於1月1日	10,768	3,520
Net profit for the year	年度內溢利	6,056	2,997
Transfer to general reserve	撥入一般儲備	(21)	–
Transfer (to)/from statutory reserve	(撥入)/撥自法定儲備	(390)	2
Transfer to capital reserve	撥入資本儲備	(48)	–
Forfeited options transferred to retained profits	已失效的認股權轉入留存溢利	21	21
Transfer to non-controlling interests	撥入非控股權益	(47)	–
Dividends (Note 18)	股息(附註18)		
– Interim dividend	– 中期股息	(903)	(903)
– Second interim dividend	– 第二次中期股息	(1,059)	(1,059)
– Hybrid Tier 1 USD 500M	– 混合一級資本5億美元	(331)	–
At 31st December	於12月31日	14,046	4,578
(k) Total reserves	(k) 儲備總額	51,585	35,900

The application of the share premium account is governed by Section 48B of the Companies Ordinance.

股份溢價賬目的運用是受香港《公司條例》第48B條所規管。

General reserve was set up from the transfer of retained earnings and the realised revaluation surplus on disposal of properties.

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。

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.

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。

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.

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識之可能損失。

Capital reserve represents the capitalisation of subsidiaries' and associates' reserves.

資本儲備指附屬公司及聯營公司儲備的資本化發行。

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(q)(iv).

資本儲備(已發行僱員認股權)包括根據已採納有關附註2(q)(iv)所載以股份為基礎作支付的會計政策確認為本行僱員之實際或估計未行使認股權數目的公平價值。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

Investment revaluation reserve comprises the cumulative net change in the fair value of available-for-sale securities held until the securities are derecognised and is dealt with in accordance with the accounting policies in Notes 2(f) and (k).

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 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, 2013, HK\$5,381 million (2012: HK\$4,580 million) was included in the retained profits in this respect which was distributable to equity holders of the Group subject to consultation with the HKMA.

At 31st December, 2013 the aggregate amount of reserves available for distribution to equity holders of the Bank was HK\$12,816 million (2012: HK\$12,473 million). After the end of the reporting period the directors declared a second interim dividend of HK\$0.68 per ordinary share (2012: HK\$0.63 per share), amounting to HK\$1,557 million (2012: HK\$1,403 million). The dividend has not been recognised as a liability at the end of the reporting period.

投資重估儲備包括持有可供出售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(f)和(k)。

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《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2013年12月31日，留存溢利中包括與此有關屬可派發予本集團股東港幣53.81億元（2012年：港幣45.80億元），但派發前須諮詢金管局。

於2013年12月31日，可派發予本行股東的儲備總額為港幣128.16億元（2012年：港幣124.73億元）。在報告期結束後董事宣布派發第二次中期股息每股普通股港幣0.68元（2012年：每股港幣0.63元），總額達港幣15.57億元（2012年：港幣14.03億元）。於報告期結束日並未確認該股息為負債。

#### 42. NON-CONTROLLING INTERESTS 非控股權益

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
At 1st January	於1月1日	4,486	4,428
– purchase of interests in businesses from non-controlling interests investors	– 向非控股權益投資者購入商業權益	33	–
– final dividend in respect of previous year	– 上年度末期股息	(64)	(68)
– transfer from retained profits	– 撥自留存溢利	–	47
– exchange adjustments	– 匯兌調整	3	(19)
Profit for the year	年度內溢利	94	98
At 31st December	於12月31日	4,552	4,486

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT 財務風險管理

This section presents information on the Group's management of principal risks.

The Group has established comprehensive risk management procedures in line with the requirements set out by the HKMA to identify, measure, monitor, control and report on the various types of risk that the Group faces, including credit risk, interest rate risk, market risk, liquidity risk and operational risk, and, where appropriate, to allocate capital to cover those risks.

To further enhance the Group's risk management framework, and in line with the best practices encouraged by the HKMA, the Group established the RIC in 2013. The RIC comprises the Group's Chairman & Chief Executive, two INEDs, and two NEDs. One of the major responsibilities of the RIC is to assist the Board to manage risks associated with strategic issues of the Group. The RIC is also responsible for the regular review of the Group's risk appetite statement before its submission to the Board for final review and approval. The related risk levels, where appropriate, are laid down in the risk management policies.

The risk management mechanisms are built around a centralised framework and include the RIC, Crisis Management Committee, Risk Management Committee, specialised risk management committees – namely, Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee – and the Risk Management Division. These mechanisms capture the different risk-related management activities on a Group basis, including the formulation of policies, risk assessment, setting up of procedures and control limits, and ongoing monitoring before the same are reported to the Board. The mechanisms ensure compliance with the Group's policies, and legal and regulatory requirements in Hong Kong, China, and overseas. They are supplemented by active management involvement, effective internal controls, and comprehensive audits.

The Crisis Management Committee and Risk Management Committee comprise the Group's Chairman & Chief Executive, Senior Advisors, Senior Management and the Group Chief Risk Officer.

The specialised risk management committees comprise the Group's Senior Advisors, Senior Management, the Group Chief Risk Officer and where appropriate division heads from the relevant areas.

An independent centralised risk management unit, Risk Management Division, is responsible for monitoring the activities relating to the principal risks. The internal auditors also perform regular audits on business units to check compliance with policies and procedures.

本部分載述有關本集團財務風險管理的資料。

按照金管局發出的規定，本集團已建立一套完善的風險管理制度，以識別、衡量、監察、控制及匯報本集團所承受各類風險，當中涵蓋信貸風險、利率風險、市場風險、流動資金風險和營運風險，並於適當的情況下調配資本以抵禦該等風險。

為了進一步鞏固本集團的風險管理框架及遵循金管局倡導的最佳做法，本集團於2013年設立了風險委員會。風險委員會由本集團的主席兼行政總裁、兩名獨立非執行董事，及兩名非執行董事組成。風險委員會的其中一項主要職責是協助董事會管理與本集團的策略事宜相關的風險。風險委員會亦負責定期檢討風險偏好報告書，並將其呈交董事會作最後審批。在適當的情況下，本集團已將與此有關的風險水平詳列於風險管理政策內。

本集團的風險管理機制是建立在一個中央架構上，當中包括風險委員會、危機管理委員會、風險管理委員會、專責風險管理委員會（包括信貸委員會、資產負債管理委員會及營運風險管理委員會），以及風險管理處。這些管理機制可在集團層面上處理各重要的風險相關事項，包括制定政策、風險評估、設立程序和控制限額，以及持續監測遵守情況等，其後會向董事會匯報，確保風險相關事項已全面符合本集團政策，及於香港、中國和海外的相關法律和監管規定。管理層的積極參與、有效的內部監控和全面的稽核均能完善風險管理制度。

危機管理委員會及風險管理委員會由本集團主席兼行政總裁、高級顧問、高層管理人員和集團風險總監組成。

專責風險管理委員會由本集團高級顧問、高層管理人員、集團風險總監及（在適當情況下）其他有關方面的處級主管組成。

本集團設有一個獨立的中央風險管理單位（風險管理處），專責處理與主要風險有關的活動。內部稽核員亦會對業務部門定期進行稽核，以確保該等政策及程序得以遵從。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

Management of the Group's major risks is governed by the respective risk management policies. The Group's major risk management policies and control limits are approved by the Board and they are monitored and regularly reviewed. The Board has delegated the responsibility of on-going risk management to the RIC, Risk Management Committee and specialised risk management committees. Significant risk management related issues are required to be reported to the Board to assist its oversight on risk management.

Regular stress tests are carried out by the Group to assess the impact of a number of historical and hypothetical stress scenarios on the Group's financial position, in particular capital adequacy, profitability and liquidity.

Each new product launch must go through an evaluation process, which includes business and financial analysis and risk assessment. Approval for the launch of new products must be obtained from the New Product Development Working Group, the membership of which is comprised of heads of support and control units. This Working Group further reports to the New Product Development Steering Group chaired by the Bank's Group Chief Risk Officer, with other members being division heads of support functions.

#### (a) Credit risk management

Credit risk arises from the possibility that a customer or counterparty in a transaction may default. Such risk may arise from counterparty risks from loans and advances, issuer risks from the securities business and counterparty risks from trading activities.

The Credit Committee is responsible for dealing with 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 through 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 extension criteria, credit monitoring process, internal rating structure, credit recovery and provisioning policy. They are reviewed and enhanced on an on-going basis to cater for market changes, statutory requirements and best practice in risk management processes.

本集團的主要風險管理受各項風險管理政策管轄。本集團的主要風險管理政策及控制限額由董事會批准，並且受到監控及定期檢討。董事會已將持續管理風險的責任授予風險委員會、風險管理委員會及專責風險管理委員會。與重要風險管理相關的事項須上報至董事會，以協助董事會監督風險管理。

本集團定期進行壓力測試，以評估眾多過往和假設壓力情景對本集團財務狀況的影響，尤其是對資本充足、盈利能力及流動資金的影響。

每一個新產品的推出，須通過評估過程，包括業務和財務分析和風險評估。這些新產品的批准由新產品開發工作組負責，該工作組由支援及監控職能的部門主管組成。該工作組進一步向新產品開發指導小組報告；新產品開發指導小組主席為集團風險總監，其他成員包括支援職能的處級主管。

#### (a) 信貸風險管理

信貸風險源於客戶或交易對手未能履行其承擔，可來自本集團貸款中的交易對手風險、證券業務的發行商風險和交易活動的交易對手風險。

信貸委員會負責處理所有與本集團信貸風險有關的事務，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。本集團識別和管理信貸風險的方法，包括設定目標市場分部、制定適當的信貸政策和執行信貸評核程序，以及監控資產素質。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。

本集團在評估與個別客戶或交易對手相關的信貸風險時，雖然可藉客戶或交易對手的抵押品減低信貸風險，然而他們的財政實力以及還款能力才是本集團的主要考慮因素。

本集團已制訂多項政策、程序及評級系統，以辨識、衡量、監察、控制及匯報本集團所承受的信貸風險。在此方面，本集團已將信貸風險管理指引詳列於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、有關法定要求及風險管理程序的最佳作業。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(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 bank 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 are applied to each counterparty. For exposure classified as Specialised Lending in particular, supervisory slotting criteria are used. To monitor 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 internal rating system and formulation of credit policies are primarily based on the demographic factors 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 for treasury transactions

The credit risk of the Group's treasury transactions is managed in the same way as the Group manages its corporate and bank lending risk. The Group applies an internal rating system to its counterparties and sets individual counterparty limits.

## (iv) Credit-related commitment

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.

## (v) Master netting arrangements

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.

## (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) 企業及銀行信貸風險

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，本集團已制定適用於所有交易對手的內部評級系統。監管分類準則尤其適用於歸類為專門性借貸的風險承擔。為監控信貸集中的潛在風險。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，確保按照貸款的規模和信貸評級，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。有關政策乃旨在儘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人口結構因素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

本集團採用企業及銀行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。

## (v) 淨額結算總安排

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。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The following tables present details of financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements.

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。

		At 31st December, 2013 於2013年12月31日				
		Gross amounts of recognised financial assets	Gross amounts of recognised financial liabilities set off in the balance sheet	Net amounts of financial assets presented in the balance sheet	Related financial instruments that are not set off	Net amount
		已確認 金融資產 總額 HK\$ Mn 港幣百萬元	於資產負債表 中抵銷之 已確認金融 負債總額 HK\$ Mn 港幣百萬元	於資產負債表 中列示的 金融資產淨額 HK\$ Mn 港幣百萬元	未有於 資產負債表 中抵銷之 相關金額 HK\$ Mn 港幣百萬元	淨額 HK\$ Mn 港幣百萬元
Assets	資產					
Positive fair value of derivatives	衍生工具的正公平價值	66	-	66	(54)	12
Other accounts	其他賬項	745	(681)	64	-	64
Total	總額	811	(681)	130	(54)	76

		At 31st December, 2013 於2013年12月31日				
		Gross amounts of recognised financial liabilities	Gross amounts of recognised assets set off in the balance sheet	Net amounts of financial liabilities presented in the balance sheet	Related financial instruments that are not set off	Net amount
		已確認 金融負債 總額 HK\$ Mn 港幣百萬元	於資產負債表 中抵銷之 已確認金融 資產總額 HK\$ Mn 港幣百萬元	於資產負債表 中列示的 金融負債淨額 HK\$ Mn 港幣百萬元	未有於 資產負債表 中抵銷之 相關金額 HK\$ Mn 港幣百萬元	淨額 HK\$ Mn 港幣百萬元
Liabilities	負債					
Negative fair value of derivatives	衍生工具的負公平價值	254	-	254	(54)	200
Other accounts	其他賬項	779	(681)	98	-	98
Total	總額	1,033	(681)	352	(54)	298

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (a) Credit risk management (continued)

(v) Master netting arrangements (continued)

## (a) 信貸風險管理(續)

(v) 淨額結算總安排(續)

		At 31st December, 2012 於2012年12月31日				
		Gross amounts of recognised financial assets	Gross amounts of recognised financial liabilities set off in the balance sheet	Net amounts of financial assets presented in the balance sheet	Related financial instruments that are not set off	Net amount
		已確認金融資產總額	中抵銷之已確認金融負債總額	於資產負債表中列示的金融資產淨額	未有於資產負債表中抵銷之相關金額	淨額
		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
Assets	資產					
Positive fair value of derivatives	衍生工具的正公平價值	105	–	105	(105)	–
Other accounts	其他賬項	726	(593)	133	–	133
Total	總額	831	(593)	238	(105)	133

		At 31st December, 2012 於2012年12月31日				
		Gross amounts of recognised financial liabilities	Gross amounts of recognised financial assets set off in the balance sheet	Net amounts of financial liabilities presented in the balance sheet	Related financial instruments that are not set off	Net amount
		已確認金融負債總額	中抵銷之已確認金融資產總額	於資產負債表中列示的金融負債淨額	未有於資產負債表中抵銷之相關金額	淨額
		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
Liabilities	負債					
Negative fair value of derivatives	衍生工具的負公平價值	275	–	275	(105)	170
Other accounts	其他賬項	593	(593)	–	–	–
Total	總額	868	(593)	275	(105)	170



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## (vi) Concentration 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.

The Group monitors its concentration risk by adopting appropriate risk control measures, such as setting limits on exposures to different industries and loan portfolios.

## (vii) 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 assets in the statement of financial position after deducting any impairment allowance. A summary of the maximum exposure is as follows:

## (vi) 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。

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。

## (vii) 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：

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Cash and balances with banks, central banks and other financial institutions	現金及在銀行、中央銀行和其他金融機構的結存	67,063	84,092	21,011	18,846
Placements with banks, central banks and other financial institutions	在銀行、中央銀行和其他金融機構的存款	57,372	50,618	13,399	19,335
Trade bills	貿易票據	59,932	55,740	52,739	47,931
Trading assets	交易用途資產	3,902	3,057	496	570
Financial assets 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資產	11,199	14,751	11,199	14,751
Positive fair value of derivatives	衍生工具的正公平價值	3,625	3,125	1,729	2,267
Loans and advances to customers	客戶貸款及墊款	404,335	349,801	258,862	220,970
Available-for-sale financial assets	可供出售金融資產	68,682	62,333	45,819	43,812
Held-to-maturity investments	持至到期投資	5,048	4,320	3,940	3,219
Other assets	其他資產	43,023	36,502	7,383	6,518
Financial guarantees and other credit related contingent liabilities	財務擔保及其他與信貸有關的或然負債	22,644	17,597	6,975	7,239
Loan commitments and other credit related commitments	貸款承擔及其他與信貸有關的承擔	212,472	192,183	84,100	74,479
		959,297	874,119	507,652	459,937

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (a) Credit risk management (continued)

## (viii) Credit quality of loans and advances

Loans and advances to banks are only made to banks with good credit standing. The credit quality of loans and advances to customers can be analysed as follows:

## (a) 信貸風險管理(續)

## (viii) 貸款及墊款的信貸質素

銀行貸款及墊款只提供予信貸信譽優良之銀行。客戶貸款及墊款的信貸質素分析如下：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Gross loans and advances to customers								
– neither past due nor impaired	403,434		349,294		258,504		220,696	
– past due but not impaired	341		288		125		99	
– impaired	1,582		1,138		854		777	
	405,357		350,720		259,483		221,572	

Of which:

其中：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Gross loans and advances to customers that are neither past due nor impaired								
– pass	402,503		348,019		258,067		219,706	
– special mention	931		1,275		437		990	
	403,434		349,294		258,504		220,696	

The Group classifies the loans and advances in accordance with the loan classification system required to be adopted for reporting to the HKMA.

本集團根據用作匯報予金管局的貸款分類系統以分類貸款。

The ageing analysis of loans and advances to customers that are past due but not impaired is as follows:

已逾期但未有減值之客戶貸款及墊款的年期分析如下：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Gross loans and advances to customers that are past due but not impaired								
– overdue 3 months or less	341		288		125		99	

Loans and advances that would be past due or impaired had the terms not been renegotiated amounted to HK\$86 million as at 31st December, 2013 (2012: HK\$91 million).

於2013年12月31日，假如並未重訂條款而可能變作逾期或減值貸款及墊款的金額為港幣8,600萬元(2012年：港幣9,100萬元)。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

- (ix) Credit quality of financial assets other than loans and advances  
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:

- (ix) 非貸款及墊款金融資產的信貸質素  
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：

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Aaa	Aaa	10,468	15,637	6,994	10,243
Aa1 to Aa3	Aa1 至 Aa3	22,488	35,387	21,130	26,816
A1 to A3	A1 至 A3	30,100	13,711	13,279	11,234
P-1 (Short term)	P-1(短期)	1,109	1,280	918	-
Baa1 to Baa3	Baa1 至 Baa3	10,777	9,371	6,700	5,306
Below Baa3	Baa3以下	4,624	2,395	3,615	2,089
(NB)	(註)	79,566	77,781	52,636	55,688
Unrated	無評級	9,382	6,758	8,934	6,741
Total	總額	88,948	84,539	61,570	62,429

NB As at 31st December 2013, the Group has debt securities of HK\$6,112 million with investment grade assigned by PRC local rating agencies (2012: HK\$7,710 million).

註 於2013年12月31日，本集團持有中國國內評級機構給予投資級別之債務證券價值港幣61.12億元(2012年：港幣77.10億元)。

- (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, 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 other financial institutions, and loans and advances to banks, except when securities are held as part of reverse 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(m)). If the recovery from the repossessed assets exceeds the corresponding 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.

- (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乃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、其他登記抵押資產、現金存款、備用信用證及擔保。除持有用作反向回購及證券借貸活動的抵押品外，在銀行及其他金融機構的結存及存款，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(m))。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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (a) Credit risk management (continued)

## (x) Collateral and other credit enhancements (continued)

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.

The lower of gross loan amount and the estimate of the fair value of collateral and other credit enhancements held against financial assets is as follows:

## (a) 信貸風險管理(續)

## (x) 抵押品及其他信用提升(續)

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。

貸款總額及持有作抵押金融資產之抵押品及其他信用提升的估計公平價值兩者之較低者如下：

	The Group 集團		The Bank 銀行	
	2013	2012	2013	2012
	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
Fair value of collateral and other credit enhancements held against financial assets that are:				
– neither past due nor impaired	286,564	251,750	169,906	150,244
– past due but not impaired	338	287	124	98
	<b>286,902</b>	252,037	<b>170,030</b>	150,342

持有作抵押金融資產之抵押品及其他信用提升的公平價值如下：

– 無逾期及減值  
– 有逾期但未有減值

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### (b) Market risk management

Market risk arises from all market risk sensitive financial instruments, including debt securities, foreign exchange contracts, equity and derivative instruments, as well as from balance sheet or structural positions. The aim in managing market risk is to reduce the Group's exposure to the volatility inherent in financial instruments.

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. The Asset & Liability Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to market risk.

The use of derivatives for proprietary trading and the sale of derivatives to customers as risk management products is an integral part 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 derivatives 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, commercial banking operations and structural foreign currency exposures. The Group's non-structural foreign currency exposures are dominated in USD. For other currencies, currency concentrations are maintained below 10% of the total net position in all non-structural foreign currencies of the Group. All foreign currency positions are managed within limits approved by the Board or 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 ("VaR") measurements, as related gains or losses are taken to reserves. Such foreign currency positions are managed with the principal objective of ensuring that the Group's reserves are protected from exchange rate fluctuations. The Group seeks to match closely its foreign currency denominated assets with corresponding liabilities in the same currencies.

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:

#### (b) 市場風險管理

市場風險源自所有對市場風險敏感的財務工具，包括債務證券、外匯合約、股份和衍生工具，以及資產負債表或結構性持倉。市場風險管理旨在減少本集團因財務工具內在的波動性而承受的風險。

資產負債管理委員會負責處理本集團一切與市場風險相關的事項，亦負責定期檢討利率走勢及釐定相應的未來業務策略。本集團風險管理處轄下的資產負債管理部，負責監察與市場風險有關的活動。

進行衍生工具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程序。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，本集團主要管理的市場風險包括：

##### (i) 貨幣風險

本集團的外幣持倉源自外匯買賣、商業銀行業務和結構性外匯風險。本集團的非結構性外幣風險是以美元為單位，而其他外幣方面，該等貨幣風險佔本集團所有非結構性外幣的淨持倉總額低於10%。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。

本集團於分行、附屬公司和聯營公司的外匯投資，其有關的溢利及虧損因為已撥入儲備，所以未計算在風險值內。管理此等外幣投資的主要目的，是保障本集團的儲備免受匯率波動的影響。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。

於報告期結束日，本集團的結構性持倉淨額不低於結構性外幣淨持倉總額10%如下：

The Group and The Bank 集團及銀行					
		2013		2012	
		USD 美元 HK\$ Mn 港幣百萬元	RMB 人民幣 HK\$ Mn 港幣百萬元	USD 美元 HK\$ Mn 港幣百萬元	RMB 人民幣 HK\$ Mn 港幣百萬元
Net structural position	結構性持倉淨額	2,475	8,960	2,488	8,703

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (b) Market risk management (continued)

## (ii) Interest rate risk

The Group's interest rate positions arise from treasury and commercial banking activities. Interest rate risk arises in both trading portfolios and non-trading portfolios. Interest rate risk primarily results from the timing differences in the repricing of interest-bearing assets, liabilities and commitments. It also relates to positions from non-interest bearing liabilities including shareholders' funds and current accounts, as well as from certain fixed-rate loans and liabilities. Interest rate risk is managed daily by the Treasury Markets Division 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.

## (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 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 risk-taking activities of the Group, to ensure that overall and individual market risks are within the Group's risk tolerance level. Risk exposures are monitored on a frequent basis 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, if positions are held unchanged over a certain horizon time period.

The Group estimates VaR for the Group's trading portfolio by the Parametric Approach, where the VaR is derived from the underlying variances and co-variances of the constituents of a portfolio. This methodology uses historical movements in market rates and prices, a 99% confidence level, a one-day holding period and a one-year historical observation period. An equal or higher weighting scheme is applied to more recent observations under which higher VaR should be used.

Structural foreign exchange positions arising from net investments in branches and subsidiaries are not included in the VaR for the foreign exchange trading position.

## (b) 市場風險管理(續)

## (ii) 利率風險

本集團的利率持倉來自財資及商業銀行業務。交易組合和非交易組合均會產生利率風險。利率風險主要是由帶息資產、負債及承擔在再定息時的時差所致，亦與無息負債持倉有關，其中包括股東資金和往來賬戶及若干定息貸款和負債。利率風險由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。

## (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承擔市場風險的活動，確保整體及個別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。

本集團通過參數法評估本集團交易組合的風險值，其中，風險值乃透過組成份的有關方差及協方差計算得出。該方法是依據過往市場息率與價格的波動、99%置信水平、1日持倉期以及1年過往觀察期來推算，其中對較近期觀察給予相等或較高的權重，並且據此採用較高的風險值。

由分行及附屬公司的淨投資產生的結構性外匯持倉不會包括在計算外匯交易持倉的風險值。



## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

The book value of listed shares, as well as the book value of private equity funds and unlisted equities (collectively the “Unlisted Securities”), are subject to limits and these are monitored by the management of the Group. The Unlisted Securities and listed non-trading equities 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.

除上市股份外，私人股份基金及非上市股份（統稱「非上市證券」）均由本集團管理層按限額控制。非上市證券及非交易上市股份是根據特定限額管理及並不包括在交易股份持倉的風險值內。資產負債管理委員會須定期檢討該限額。

## Value-at-risk statistics

## 風險值統計

		At 31st December 於12月31日 HK\$ Mn 港幣百萬元	2013 Maximum 最高 HK\$ Mn 港幣百萬元	Minimum 最低 HK\$ Mn 港幣百萬元	Mean 平均 HK\$ Mn 港幣百萬元
VaR for total trading activities	交易活動的風險值總額	26	43	24	29
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	6	10	4	7
VaR for interest rate trading positions	利率交易持倉的風險值	4	10	2	4
VaR for equity trading positions	股份交易持倉的風險值	21	34	20	23

		At 31st December 於12月31日 HK\$ Mn 港幣百萬元	2012 Maximum 最高 HK\$ Mn 港幣百萬元	Minimum 最低 HK\$ Mn 港幣百萬元	Mean 平均 HK\$ Mn 港幣百萬元
VaR for total trading activities	交易活動的風險值總額	16	38	16	26
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	4	8	3	5
VaR for interest rate trading positions	利率交易持倉的風險值	1	5	1	3
VaR for equity trading positions	股份交易持倉的風險值	12	32	12	21

\* Including all foreign exchange positions but excluding structured foreign exchange positions.

\* 包括所有外匯持倉但不包括結構性外匯持倉。

		At 31st December 於12月31日 HK\$ Mn 港幣百萬元	2013 Maximum 最高 HK\$ Mn 港幣百萬元	Minimum 最低 HK\$ Mn 港幣百萬元	Mean 平均 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	87	102	74	89

		At 31st December 於12月31日 HK\$ Mn 港幣百萬元	2012 Maximum 最高 HK\$ Mn 港幣百萬元	Minimum 最低 HK\$ Mn 港幣百萬元	Mean 平均 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	68	106	65	80

A Stressed VaR measure is intended to replicate a VaR calculation that would be generated on current market risk portfolio if the relevant market factors were experiencing a period of stress.

受壓風險值採用現行風險值的計算方法，根據受壓期間的相關市場因素，對投資組合計算的風險值。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (c) Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events.

The objective of operational risk management is to identify, assess, monitor and report on operational risk and to comply with the relevant regulatory requirements.

The Operational Risk Management Committee is responsible for overseeing operational risk management of the Group while the Operational Risk Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to operational risk.

Operational risk management tools adopted include operational risk incidents reporting, control self-assessment, key risk indicators, operation manuals, insurance policies, and business continuity planning, etc.

Furthermore, the Operational Risk Management Department under the Risk Management Division of the Group has also performed self-assessment on the Group's compliance with the requirements of HKMA Supervisory Policy Manual on Operational Risk Management, with satisfactory result which had been reviewed independently by Internal Audit Department.

## (d) Liquidity risk management

Liquidity pertains to the Group's ability to meet obligations as they fall due. Funding liquidity relates to the ability to meet expected and unexpected current and future cash flow and collateral needs without affecting daily operations or the financial position. Market liquidity concerns the inability to offset or eliminate a position at market price because of inadequate market depth or market disruption.

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 comply with the statutory liquidity ratio, and to make new loans and investments as opportunities arise.

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 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 needs for any change in strategy and policy. Liquidity is managed daily by the Capital Markets & Liquidity Management Department under the Treasury Markets Division within the limits. The Asset and Liability Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to liquidity risk. The Internal Audit Department performs periodic reviews to make sure the liquidity risk management functions are carried out effectively.

## (c) 營運風險管理

營運風險是指由於內部流程、人手及系統不足或不成熟或因外部事件而導致損失的潛在風險。

營運風險管理的目的在於識別、評估、監控及匯報營運風險，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本集團的營運風險管理，而本集團風險管理處轄下的營運風險管理部則負責監察與營運風險有關的活動。

本集團所採用的營運風險管理工具包括營運風險事件匯報、自我評估監控、主要風險指標、營運手冊、保險政策及業務持續規劃等。

此外，本集團風險管理處轄下的營運風險管理部亦就本集團是否符合金管局監管政策手冊關於業務操作風險管理的規定進行自我評估，並經稽核部獨立審閱後得出滿意的結果。

## (d) 流動資金風險管理

流動資金與本集團履行到期責任的能力有關。融資流動風險管理關鍵在於是否能夠在不影響日常營運或財務狀況的情況下，滿足預期及未能預期、目前及未來的現金流量及抵押品需求。市場流動性風險管理著眼於是否能夠在市場深度不足或市場失序時，按市場價格平倉。

流動資金風險管理是為了確保本集團維持充足的現金流量以配合所有財務承擔，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客戶的提款要求，在借款期滿時能夠還款，符合法定的流動資金比率，以及掌握貸款和投資的機會。

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資金風險管理。資產負債管理委員會制訂管理流動資金風險的策略、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，檢討各方面是否符合所設立的監管架構，以及是否有需要改變策略及政策。流動資金狀況由資本市場處轄下的資本市場及流動資金管理部每日按限額範圍進行管理。本集團風險管理處轄下的資產負債管理部，負責監察與流動資金風險相關的活動。稽核部會定期作出檢討，確保流動資金風險管理功能得以有效執行。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The Group's strong retail customer base provides a significant portion of the Group's funding. The retail customer base constitutes a broad spectrum of depositors with whom the Group maintains strong relationships. Funding diversification is achieved by issuance of certificates of deposit, medium term notes and subordinated debts. Professional markets are accessed for the purposes of providing additional funding, maintaining a presence in local money markets and optimising asset and liability maturities.

Internally, intra-group funding transactions are carried out at arm's length and treated in a manner in line with other third party transactions, with regular monitoring and appropriate control.

In addition to observing the statutory liquidity ratio, the Group has established different liquidity metrics, including but not limited to the liquidity ratio, loan-to-deposit ratio, cumulative mismatch ratio, funding concentration ratios, intra-group exposure threshold and cross currency funding ratio to measure and analyse the Group's liquidity risks. As 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 cash flow analysis and projections. These are carried out on a regular basis to identify funding needs arising from on- and off-balance sheet items in a specific time bucket over a set of time horizons. The Group also holds sufficient liquid assets (e.g. cash, short term funds and securities) of appropriate quality to ensure that short term funding requirements are covered within prudent limits. Contingent funding sources are maintained to provide strategic liquidity to meet unexpected and material cash outflows.

The Group also conducts stress testing regularly to analyse liquidity risk. In the Group's stress test, both on- and off-balance sheet items with cash flow impact are considered, with applicable hypothetical as well as historical assumptions. Both funding and market liquidity risks are addressed. Three stress scenarios, namely the institution-specific crisis, the general market crisis and the combined crisis are adopted with minimum survival period defined according to HKMA's latest Supervisory Policy Manual "Sound Systems and Controls for Liquidity Risk Management".

With reference to the stress-testing results, the Group identifies potential vulnerabilities within the Group, and formulates a Contingency Funding Plan that describes 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 3 stages:

In the first stage, 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, management is informed.

穩健的零售客戶基礎構成本集團大部分的資金，本集團一直致力維持穩定的客戶基礎，當中包括各類型的存戶，而我們與存戶一直保持深厚的關係。本集團透過發行存款證、中期票據及後償債項使資金來源更多元化，亦會透過專業市場獲取額外資金，並維持於當地金融市場的地位及優化資產及負債的期限。

至於內部，集團內公司間的融資交易乃按一般正常交易原則進行，處理方式與其他第三方交易一致，並接受定期監督及適當控制。

除緊守法定的流動資金比率外，本集團已設立不同的流動資金標準以衡量及分析流動資金風險，包括(但不限於)流動資金比率、貸存比率、累積錯配比例、資金集中比率、集團內公司間風險限額及跨貨幣資金比率。由於本集團大部分流動資金風險來自資產與負債組合之間的期限錯配差距，本集團會定期透過對一系列時間內的資產負債表內外資產及項目進行現金流量分析及預測，確定特定時間內的資金需要，從而管理流動資金風險。本集團維持充足的流動資產，例如適量的現金、短期資金和證券數量，以確保能在經審慎釐定的限額內符合短期資金要求。本集團維持應急融資來源，能提供策略性的流動資金，以應付未能預計的大量資金需求。

本集團會定期進行壓力測試，以分析流動資金風險。透過運用適當的虛擬及歷史假設，本集團的壓力測試均已考慮資產負債表內外會對現金流量造成影響的項目。融資及市場流動資金風險均列入考慮範圍。三個壓力情景(即個別銀行危機、整體市場危機及綜合危機)均採用金管局最新監管政策手冊「穩健的流動資金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，並制訂應急融資計劃，當中訂明了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。

應急融資計劃旨在提供防患未然的積極措施，並訂明以下三個階段：

第一階段，本集團運用預早警報指標，當中包括質量性及數量性的措施，藉以監督內部及外在因素。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，應通知管理層。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (d) Liquidity risk management (continued)

In the second stage, a Crisis Management Committee, which is chaired by Senior Management, is formed to handle the crisis. Strategy and procedures for obtaining contingency funding, as well as roles and responsibilities of parties concerned are clearly stated.

In the final stage, a detailed review is carried out to recommend necessary improvements to avoid incidents of a similar nature in future.

Annual drill test is conducted and the Contingency Funding Plan is subject to regular review in order to cope with the changes of business environment. Any significant changes to the Contingency Funding Plan are approved by the Board.

Analysis of assets and liabilities by remaining maturity:

## The Group

## (d) 流動資金風險管理(續)

第二階段，本集團已設立危機管理委員會，並由高層管理人員擔任主席，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。

於最後階段，本集團會對問題進行檢討，並作出必要改進，避免日後出現同類事件。

為應付商業環境的轉變，本集團會每年進行演習測試，並會定期檢討應急融資計劃。應急融資計劃如有任何重大變動均須取得董事會批准。

資產及負債的剩餘期限分析：

## 集團

		2013							
		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 and other financial institutions	現金及在銀行和其他金融機構的結存	28,794	70	-	29	-	-	39,884	68,777
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	-	38,290	16,153	2,929	-	-	-	57,372
Trade bills	貿易票據	13	9,069	11,579	39,271	-	-	-	59,932
Trading assets	交易用途資產	-	64	230	890	2,667	51	1,429	5,331
Financial assets 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資產	-	194	39	3,980	5,087	1,899	407	11,606
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	-	-	3,625	3,625
Advances to customers and other accounts	客戶墊款及其他賬項	7,434	57,018	36,227	96,870	162,913	82,925	4,868	448,255
Available-for-sale financial assets	可供出售金融資產	-	5,236	12,303	11,621	33,450	6,072	2,907	71,589
Held-to-maturity investments	持至到期投資	104	1,256	334	597	2,711	46	-	5,048
Undated assets	無註明日期資產	-	-	-	-	-	-	22,419	22,419
Total assets	資產總額	36,345	111,197	76,865	156,187	206,828	90,993	75,539	753,954
<b>Liabilities</b>	<b>負債</b>								
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	3,691	10,319	9,231	4,609	1,073	-	-	28,923
Deposits from customers	客戶存款	163,343	136,534	104,544	108,409	22,141	-	-	534,971
- Demand deposits and current accounts	- 活期存款及往來賬戶	69,259	-	-	-	-	-	-	69,259
- Savings deposit	- 儲蓄存款	92,936	-	-	-	-	-	-	92,936
- Time, call and notice deposits	- 定期及通知存款	1,148	136,534	104,544	108,409	22,141	-	-	372,776
Trading liabilities	交易用途負債	-	-	-	-	-	-	11	11
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	-	-	4,545	4,545
Certificates of deposit issued	已發行存款證	-	8,765	7,820	18,991	7,353	-	-	42,929
Current taxation	本期稅項	-	-	-	1,353	-	-	-	1,353
Debt securities issued	已發行債務證券	-	-	792	2,656	1,280	-	-	4,728
Loan capital	借貸資本	-	-	-	-	8,817	4,815	-	13,632
Other liabilities	其他負債	1,226	8,533	11,285	17,545	6,466	2,221	7,352	54,628
Total liabilities	負債總額	168,260	164,151	133,672	153,563	47,130	7,036	11,908	685,720
Net gap	淨差距	(131,915)	(52,954)	(56,807)	2,624	159,698	83,957		

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## The Group

## 集團

		2012							Total
		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	
		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 and other financial institutions	現金及在銀行和其他金融機構的結存	55,308	46	70	91	-	-	29,997	85,512
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	-	25,409	5,581	19,628	-	-	-	50,618
Trade bills	貿易票據	5	7,758	9,295	38,673	-	-	9	55,740
Trading assets	交易用途資產	-	72	400	1,327	1,165	93	1,156	4,213
Financial assets 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資產	-	-	129	1,447	10,804	2,371	418	15,169
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	-	-	3,125	3,125
Advances to customers and other accounts	客戶墊款及其他賬項	5,791	46,793	33,877	84,085	132,032	77,479	7,216	387,273
Available-for-sale financial assets	可供出售金融資產	-	14,589	7,500	5,907	29,307	5,030	2,398	64,731
Held-to-maturity investments	持至到期投資	107	1,102	201	985	1,879	46	-	4,320
Undated assets	無註明日期資產	-	-	-	-	-	-	21,413	21,413
<b>Total assets</b>	<b>資產總額</b>	<b>61,211</b>	<b>95,769</b>	<b>57,053</b>	<b>152,143</b>	<b>175,187</b>	<b>85,019</b>	<b>65,732</b>	<b>692,114</b>
<b>Liabilities</b>	<b>負債</b>								
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	1,128	19,221	4,306	5,801	141	-	-	30,597
Deposits from customers	客戶存款	157,048	144,532	84,329	98,893	13,968	-	-	498,770
- Demand deposits and current accounts	- 活期存款及往來賬戶	68,950	-	-	-	-	-	-	68,950
- Savings deposit	- 儲蓄存款	86,549	-	-	-	-	-	-	86,549
- Time, call and notice deposits	- 定期及通知存款	1,549	144,532	84,329	98,893	13,968	-	-	343,271
Trading liabilities	交易用途負債	-	-	-	-	-	-	21	21
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	-	-	3,806	3,806
Certificates of deposit issued	已發行存款證	-	3,122	3,548	14,907	5,793	-	-	27,370
Current taxation	本期稅項	-	-	-	988	-	-	-	988
Debt securities issued	已發行債務證券	-	-	3,146	4,152	1,359	-	-	8,657
Loan capital	借貸資本	-	-	-	-	9,124	5,139	-	14,263
Other liabilities	其他負債	1,090	6,373	11,122	12,347	5,150	2,174	7,747	46,003
<b>Total liabilities</b>	<b>負債總額</b>	<b>159,266</b>	<b>173,248</b>	<b>106,451</b>	<b>137,088</b>	<b>35,535</b>	<b>7,313</b>	<b>11,574</b>	<b>630,475</b>
<b>Net gap</b>	<b>淨差距</b>	<b>(98,055)</b>	<b>(77,479)</b>	<b>(49,398)</b>	<b>15,055</b>	<b>139,652</b>	<b>77,706</b>		

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (d) Liquidity risk management (continued)

## (d) 流動資金風險管理(續)

The Bank		銀行							Total
		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	
		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 and other financial institutions	現金及在銀行和其他金融機構的結存	16,998	57	-	-	-	-	5,157	22,212
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	-	11,279	901	1,219	-	-	-	13,399
Trade bills	貿易票據	8	6,756	8,471	37,504	-	-	-	52,739
Trading assets	交易用途資產	-	-	26	291	128	51	1,429	1,925
Financial assets 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資產	-	194	39	3,980	5,087	1,899	-	11,199
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	-	-	1,729	1,729
Advances to customers and other accounts	客戶墊款及其他賬項	6,099	46,264	17,548	43,801	103,049	45,962	4,202	266,925
Available-for-sale financial assets	可供出售金融資產	-	4,825	11,675	8,094	18,730	2,495	1,511	47,330
Held-to-maturity investments	持至到期投資	104	1,185	334	463	1,846	8	-	3,940
Undated assets	無註明日期資產	-	-	-	-	-	-	51,069	51,069
Total assets	資產總額	23,209	70,560	38,994	95,352	128,840	50,415	65,097	472,467
<b>Liabilities</b>	<b>負債</b>								
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	3,684	6,864	7,940	4,179	840	-	-	23,507
Deposits from customers	客戶存款	114,135	110,867	63,540	33,701	871	-	-	323,114
- Demand deposits and current accounts	- 活期存款及往來賬戶	21,652	-	-	-	-	-	-	21,652
- Savings deposit	- 儲蓄存款	91,791	-	-	-	-	-	-	91,791
- Time, call and notice deposits	- 定期及通知存款	692	110,867	63,540	33,701	871	-	-	209,671
Trading liabilities	交易用途負債	-	-	-	-	-	-	11	11
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	-	-	2,766	2,766
Certificates of deposit issued	已發行存款證	-	8,765	7,820	18,991	7,353	2,200	-	45,129
Current taxation	本期稅項	-	-	-	1,097	-	-	-	1,097
Debt securities issued	已發行債務證券	-	-	792	2,656	-	-	-	3,448
Loan capital	借貸資本	-	-	-	-	8,817	9,293	-	18,110
Other liabilities	其他負債	66	1,599	318	244	5	-	7,802	10,034
Total liabilities	負債總額	117,885	128,095	80,410	60,868	17,886	11,493	10,579	427,216
Net gap	淨差距	(94,676)	(57,535)	(41,416)	34,484	110,954	38,922		



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## The Bank

## 銀行

		2012							
		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	至3個月	至1年	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 and other financial institutions	現金及在銀行和其他金融機構的結存	19,307	-	-	-	-	-	449	19,756
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	-	12,698	3,559	3,078	-	-	-	19,335
Trade bills	貿易票據	-	4,564	6,639	36,728	-	-	-	47,931
Trading assets	交易用途資產	-	10	51	73	417	19	1,156	1,726
Financial assets 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資產	-	-	129	1,447	10,804	2,371	119	14,870
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	-	-	2,267	2,267
Advances to customers and other accounts	客戶墊款及其他賬項	4,986	37,962	15,304	37,537	83,084	44,380	4,973	228,226
Available-for-sale financial assets	可供出售金融資產	-	14,402	6,876	3,673	17,010	1,851	1,204	45,016
Held-to-maturity investments	持至到期投資	107	1,058	171	747	1,136	-	-	3,219
Undated assets	無註明日期資產	-	-	-	-	-	-	40,515	40,515
<b>Total assets</b>	<b>資產總額</b>	<b>24,400</b>	<b>70,694</b>	<b>32,729</b>	<b>83,283</b>	<b>112,451</b>	<b>48,621</b>	<b>50,683</b>	<b>422,861</b>
<b>Liabilities</b>	<b>負債</b>								
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	1,123	2,259	3,645	3,580	-	-	-	10,607
Deposits from customers	客戶存款	107,181	117,138	46,963	34,804	567	-	-	306,653
- Demand deposits and current accounts	- 活期存款及往來賬戶	21,690	-	-	-	-	-	-	21,690
- Savings deposit	- 儲蓄存款	85,279	-	-	-	-	-	-	85,279
- Time, call and notice deposits	- 定期及通知存款	212	117,138	46,963	34,804	567	-	-	199,684
Trading liabilities	交易用途負債	-	-	-	-	-	-	21	21
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	-	-	3,059	3,059
Certificates of deposit issued	已發行存款證	-	3,122	3,548	14,907	5,793	2,200	-	29,570
Current taxation	本期稅項	-	-	-	872	-	-	-	872
Debt securities issued	已發行債務證券	-	-	661	423	116	-	-	1,200
Loan capital	借貸資本	-	-	-	-	9,124	9,549	-	18,673
Other liabilities	其他負債	8	1,478	281	201	10	-	8,760	10,738
<b>Total liabilities</b>	<b>負債總額</b>	<b>108,312</b>	<b>123,997</b>	<b>55,098</b>	<b>54,787</b>	<b>15,610</b>	<b>11,749</b>	<b>11,840</b>	<b>381,393</b>
<b>Net gap</b>	<b>淨差距</b>	<b>(83,912)</b>	<b>(53,303)</b>	<b>(22,369)</b>	<b>28,496</b>	<b>96,841</b>	<b>36,872</b>		

As the trading and available-for-sale portfolios 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.

由於作交易及可供出售用途的組合可能於到期前出售或客戶存款可能在到期前被提取，合約到期日並非代表未來現金流的預計日期。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (d) Liquidity risk management (continued)

The following tables provide an analysis of the undiscounted cashflow projection of the financial liabilities of the Group at the end of the reporting period based on the dates of their contractual payment obligations:

## The Group

## (d) 流動資金風險管理(續)

下表展示於報告期結束日集團的未經折扣之金融負債的預計現金流按其合約支付債務之日期分析：

## 集團

		2013							
		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	Undated
		賬面值	現金流出	即時還款	3個月以下	3個月以上至1年	1年以上至5年	5年以上	無註明日期
		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
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	28,923	28,961	3,691	19,579	4,618	1,073	-	-
Deposits from customers	客戶存款	534,971	539,180	163,387	241,770	110,196	23,827	-	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	69,259	69,301	69,299	2	-	-	-	-
- Savings deposit	- 儲蓄存款	92,936	92,937	92,937	-	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	372,776	376,942	1,151	241,768	110,196	23,827	-	-
Trading liabilities	交易用途負債	11	11	-	-	-	-	-	11
Negative fair value of derivatives	衍生工具的負公平價值	4,545	4,545	-	-	-	-	-	4,545
Certificates of deposit issued	已發行存款證	42,929	43,906	-	16,732	19,224	7,743	207	-
Current taxation	本期稅項	1,353	1,353	-	-	1,353	-	-	-
Debt securities issued	已發行債務證券	4,728	4,833	-	801	2,729	1,303	-	-
Loan capital	借貸資本	13,632	19,374	-	220	797	12,358	5,999	-
Interest rate swaps	利率掉期合約	6,255	6,255	-	593	1,279	3,929	454	-
Other liabilities	其他負債	54,628	54,628	1,226	19,818	17,545	6,466	2,221	7,352
Total	總額	691,975	703,046	168,304	299,513	157,741	56,699	8,881	11,908

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The Group

集團

		2012							
		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	Undated
		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	無註明 日期
		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
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	30,597	30,626	1,128	23,540	5,817	141	-	-
Deposits from customers	客戶存款	498,770	504,752	157,739	230,245	101,448	15,320	-	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	68,950	69,620	69,620	-	-	-	-	-
- Savings deposit	- 儲蓄存款	86,549	86,550	86,550	-	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	343,271	348,582	1,569	230,245	101,448	15,320	-	-
Trading liabilities	交易用途負債	21	21	-	-	-	-	-	21
Negative fair value of derivatives	衍生工具的負公平價值	3,806	3,806	-	-	-	-	-	3,806
Certificates of deposit issued	已發行存款證	27,370	27,896	-	6,741	15,196	5,959	-	-
Current taxation	本期稅項	988	988	-	-	988	-	-	-
Debt securities issued	已發行債務證券	8,657	8,966	-	3,184	4,355	1,427	-	-
Loan capital	借貸資本	14,263	18,847	-	249	497	12,108	5,993	-
Interest rate swaps	利率掉期合約	6,605	6,605	-	540	1,036	4,435	594	-
Other liabilities	其他負債	46,003	46,003	1,090	17,495	12,347	5,150	2,174	7,747
<b>Total</b>	<b>總額</b>	<b>637,080</b>	<b>648,510</b>	<b>159,957</b>	<b>281,994</b>	<b>141,684</b>	<b>44,540</b>	<b>8,761</b>	<b>11,574</b>

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (d) Liquidity risk management (continued)

## (d) 流動資金風險管理(續)

The Bank		2013							Undated 無註明 日期
		Carrying amount 賬面值 HK\$ Mn 港幣百萬元	Gross cash outflow 現金流出 總額 HK\$ Mn 港幣百萬元	Repayable on demand 即時還款 HK\$ Mn 港幣百萬元	Less than three months 3個月 或以下 HK\$ Mn 港幣百萬元	Between three months and one year 3個月以上 至1年 HK\$ Mn 港幣百萬元	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 HK\$ Mn 港幣百萬元	
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	23,507	23,536	3,684	14,826	4,186	840	-	-
Deposits from customers	客戶存款	323,114	323,616	114,135	174,644	33,959	878	-	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	21,652	21,654	21,652	2	-	-	-	-
- Savings deposit	- 儲蓄存款	91,791	91,791	91,791	-	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	209,671	210,171	692	174,642	33,959	878	-	-
Trading liabilities	交易用途負債	11	11	-	-	-	-	-	11
Negative fair value of derivatives	衍生工具的負公平價值	2,766	2,766	-	-	-	-	-	2,766
Certificates of deposit issued	已發行存款證	45,129	46,106	-	16,732	19,224	7,743	2,407	-
Current taxation	本期稅項	1,097	1,097	-	-	1,097	-	-	-
Debt securities issued	已發行債務證券	3,448	3,490	-	801	2,689	-	-	-
Loan capital	借貸資本	18,110	23,852	-	220	797	12,358	10,477	-
Interest rate swaps	利率掉期合約	6,163	6,163	-	509	1,272	3,928	454	-
Other liabilities	其他負債	10,034	10,055	66	1,935	247	5	-	7,802
Total	總額	433,379	440,692	117,885	209,667	63,471	25,752	13,338	10,579

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## The Bank

## 銀行

		2012							
		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	Undated
		賬面值	總額	即時還款	或以下 3個月	至1年 3個月以上	至5年 1年以上	5年以上	無註明 日期
		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
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	10,607	10,629	1,123	5,910	3,596	-	-	-
Deposits from customers	客戶存款	306,653	307,147	107,183	164,283	35,102	579	-	-
- Demand deposits and current accounts	- 活期存款及往來賬戶	21,690	21,692	21,692	-	-	-	-	-
- Savings deposit	- 儲蓄存款	85,279	85,279	85,279	-	-	-	-	-
- Time, call and notice deposits	- 定期及通知存款	199,684	200,176	212	164,283	35,102	579	-	-
Trading liabilities	交易用途負債	21	21	-	-	-	-	-	21
Negative fair value of derivatives	衍生工具的負公平價值	3,059	3,059	-	-	-	-	-	3,059
Certificates of deposit issued	已發行存款證	29,570	30,096	-	6,741	15,196	5,959	2,200	-
Current taxation	本期稅項	872	872	-	-	872	-	-	-
Debt securities issued	已發行債務證券	1,200	1,220	-	675	429	116	-	-
Loan capital	借貸資本	18,673	25,563	-	249	826	13,426	11,062	-
Interest rate swaps	利率掉期合約	6,466	6,466	-	411	1,026	4,435	594	-
Other liabilities	其他負債	10,738	10,858	8	1,768	219	103	-	8,760
<b>Total</b>	<b>總額</b>	<b>387,859</b>	<b>395,931</b>	<b>108,314</b>	<b>180,037</b>	<b>57,266</b>	<b>24,618</b>	<b>13,856</b>	<b>11,840</b>

**(e) Interest rate risk management**

The Asset and Liability Management Committee is delegated by the Board to oversee the Group's interest rate risk management, set the strategy and policy for managing interest rate risk and the means for ensuring that such strategies and policies are implemented. Interest rate risk is managed daily by the Treasury Markets Division within the limits approved by the Board or the Asset and Liability Management Committee. The Asset and Liability Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to interest rate risk. The Internal Audit Department performs periodic reviews to make sure that the interest rate risk management functions are implemented effectively.

The Group manages the interest rate risk on the banking book primarily by focusing on repricing mismatches. Gap analysis provides a static view of the maturity and repricing characteristics of the Group's balance sheet positions. Repricing gap limits are set to control the Group's interest rate risk.

**(e) 利率風險管理**

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，並制訂管理利率風險的策略與政策以及確保執行有關策略與政策的措施。利率風險由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資產負債管理部，負責監察利率風險相關的活動。稽核部會定期作出檢討，確保利率風險管理功能得以有效執行。

本集團管理銀行賬冊利率風險的主要方法是集中於重訂息率的錯配。差距分析可讓本集團從靜態角度瞭解資產負債的到期情況及再定息特點。本行設有重訂息率差距限額以控制本集團的利率風險。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (e) Interest rate risk management (continued)

Sensitivity analysis in relation to the impact of changes in interest rates on earnings and economic value is assessed through a hypothetical interest rate shock of 200 basis points across the yield curve on both sides of the balance sheet and is performed on a monthly basis. 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.

## Sensitivity analysis on interest rate risk

The Group uses sensitivity analysis to measure the potential effect of changes in interest rates on our net interest income and economic value change based on methodology consistent with regulatory reporting.

## (e) 利率風險管理(續)

有關利率變動對盈利和經濟價值影響的敏感度分析乃透過每月假設資產負債的收益率曲線出現200個基點的利率衝擊來估算。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。有關結果定期向資產負債管理委員會匯報。

## 利率風險敏感度分析

根據與用作監管匯報一致的方法，本集團採用敏感度分析來量度利率變動對淨利息收入及經濟價值變動可能產生的影響。

		2013			2012		
		HKD港元 HK\$ Mn 港幣百萬元	USD美元 HK\$ Mn 港幣百萬元	RMB人民幣 HK\$ Mn 港幣百萬元	HKD港元 HK\$ Mn 港幣百萬元	USD美元 HK\$ Mn 港幣百萬元	RMB人民幣 HK\$ Mn 港幣百萬元
Impact on earnings over the next 12 months if interest rates rise by 200 basis points	倘利率上調200個基點對未來12個月的盈利影響	289	(76)	706	235	(74)	475
Impact on economic value if interest rates rise by 200 basis points	倘利率上調200個基點對經濟價值的影響	(117)	122	622	(126)	8	58

This sensitivity analysis, which is based on a static interest rate risk profile of assets and liabilities, is used for risk management purposes only. The analysis is based on the following assumptions:

- (i) there is a parallel shift in the yield curve and in interest rates;
- (ii) there are no other changes to the portfolio;
- (iii) no loan prepayment is assumed as the majority of loans is on a floating rate basis; and
- (iv) deposits without fixed maturity dates are assumed to be repriced on the next day.

Actual changes in the Group's net interest income and the economic value resulting from the increases in interest rates may differ from the results of this sensitivity analysis.

該敏感度分析僅用於風險管理目的，乃依據資產及負債的靜態利率風險資料作出。有關分析乃根據以下假設進行：

- (i) 收益率曲線及利率出現平行移動；
- (ii) 組合並無其他變動；
- (iii) 假設沒有提早償還貸款，因大部分貸款屬於浮息貸款；及
- (iv) 假設沒有固定到期日的存款於翌日再定息。

利率上調而導致本集團淨利息收入及經濟價值的實際變動與該敏感度分析的結果可能有所不同。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The following table indicates the expected next repricing dates (or maturity dates whichever are earlier) for the interest bearing assets and liabilities at the end of the reporting period:

下表顯示於報告期結束日帶息資產及負債的預計下次利率重訂日(或到期日取其較短者)：

#### The Group

#### 集團

		2013						
		Over 3 months or less 3個月 或以下 HK\$ Mn 港幣百萬元	Over 3 months to 1 year 3個月 以上至1年 HK\$ Mn 港幣百萬元	Over 1 year to 5 years 1年以上 至5年 HK\$ Mn 港幣百萬元	Over 5 years 5年以上 HK\$ Mn 港幣百萬元	Non-interest bearing 非帶息 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元	
<b>Assets</b>	<b>資產</b>							
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	62,507	29	8	-	6,233	68,777	
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	55,001	2,371	-	-	-	57,372	
Trade bills	貿易票據	26,970	32,907	-	-	55	59,932	
Trading assets	交易用途資產	2,524	948	379	51	1,429	5,331	
Financial assets 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資產	310	3,979	5,010	1,952	355	11,606	
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	3,625	3,625	
Advances to customers and other accounts	客戶墊款及其他賬項	335,596	57,734	11,391	649	42,885	448,255	
Available-for-sale financial assets	可供出售金融資產	32,485	9,772	20,572	5,849	2,911	71,589	
Held-to-maturity investments	持至到期投資	1,961	546	2,495	46	-	5,048	
Non-interest bearing assets	非帶息資產	-	-	-	-	22,419	22,419	
<b>Total assets</b>	<b>資產總額</b>	<b>517,354</b>	<b>108,286</b>	<b>39,855</b>	<b>8,547</b>	<b>79,912</b>	<b>753,954</b>	
<b>Liabilities</b>	<b>負債</b>							
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	25,893	1,680	298	-	1,052	28,923	
Deposits from customers	客戶存款	392,041	107,156	18,872	-	16,902	534,971	
Trading liabilities	交易用途負債	-	-	-	-	11	11	
Negative fair value of derivatives	衍生工具的真公平價值	-	-	-	-	4,545	4,545	
Certificates of deposit issued	已發行存款證	23,443	14,373	5,113	-	-	42,929	
Debt securities issued	已發行債務證券	1,296	2,152	1,280	-	-	4,728	
Loan capital	借貸資本	-	-	8,817	4,815	-	13,632	
Non-interest bearing liabilities	非帶息負債	-	-	-	-	55,981	55,981	
<b>Total liabilities</b>	<b>負債總額</b>	<b>442,673</b>	<b>125,361</b>	<b>34,380</b>	<b>4,815</b>	<b>78,491</b>	<b>685,720</b>	
Interest rate sensitivity gap	利率敏感度差距	74,681	(17,075)	5,475	3,732			

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (e) Interest rate risk management (continued)

## (e) 利率風險管理(續)

The Group

集團

		2012					
		3 months or less 3個月 或以下 HK\$ Mn 港幣百萬元	Over 3 months to 1 year 3個月 以上 至1年 HK\$ Mn 港幣百萬元	Over 1 year to 5 years 1年以上 至 5年 HK\$ Mn 港幣百萬元	Over 5 years 5年以上 HK\$ Mn 港幣百萬元	Non-interest bearing 非帶息 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>						
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	80,508	91	8	-	4,905	85,512
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	31,486	19,132	-	-	-	50,618
Trade bills	貿易票據	36,317	19,416	-	-	7	55,740
Trading assets	交易用途資產	610	1,327	1,017	93	1,166	4,213
Financial assets 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資產	554	1,291	10,535	2,371	418	15,169
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	3,125	3,125
Advances to customers and other accounts	客戶墊款及其他賬項	291,083	42,152	15,886	1,667	36,485	387,273
Available-for-sale financial assets	可供出售金融資產	30,052	5,236	22,268	4,773	2,402	64,731
Held-to-maturity investments	持至到期投資	1,524	985	1,765	46	-	4,320
Non-interest bearing assets	非帶息資產	-	-	-	-	21,413	21,413
<b>Total assets</b>	<b>資產總額</b>	<b>472,134</b>	<b>89,630</b>	<b>51,479</b>	<b>8,950</b>	<b>69,921</b>	<b>692,114</b>
<b>Liabilities</b>	<b>負債</b>						
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	28,585	360	-	-	1,652	30,597
Deposits from customers	客戶存款	373,704	98,532	10,409	-	16,125	498,770
Trading liabilities	交易用途負債	-	-	-	-	21	21
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	3,806	3,806
Certificates of deposit issued	已發行存款證	6,818	14,760	5,792	-	-	27,370
Debt securities issued	已發行債務證券	3,146	4,152	1,359	-	-	8,657
Loan capital	借貸資本	-	-	9,125	5,138	-	14,263
Non-interest bearing liabilities	非帶息負債	-	-	-	-	46,991	46,991
<b>Total liabilities</b>	<b>負債總額</b>	<b>412,253</b>	<b>117,804</b>	<b>26,685</b>	<b>5,138</b>	<b>68,595</b>	<b>630,475</b>
Interest rate sensitivity gap	利率敏感度差距	59,881	(28,174)	24,794	3,812		

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

**The Bank**

## 銀行

		2013						
		3 months or less 3個月 或以下 HK\$ Mn 港幣百萬元	Over 3 months to 1 year 3個月 以上 至1年 HK\$ Mn 港幣百萬元	Over 1 year to 5 years 1年以上 至 5年 HK\$ Mn 港幣百萬元	Over 5 years 5年以上 HK\$ Mn 港幣百萬元	Non-interest bearing 非帶息 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元	
<b>Assets</b>	<b>資產</b>							
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	17,219	-	-	-	4,993	22,212	
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	12,738	661	-	-	-	13,399	
Trade bills	貿易票據	21,557	31,128	-	-	54	52,739	
Trading assets	交易用途資產	26	291	128	51	1,429	1,925	
Financial assets 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資產	310	3,980	5,010	1,899	-	11,199	
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	1,729	1,729	
Advances to customers and other accounts	客戶墊款及其他賬項	240,187	11,647	7,166	79	7,846	266,925	
Available-for-sale financial assets	可供出售金融資產	24,270	6,245	13,028	2,272	1,515	47,330	
Held-to-maturity investments	持至到期投資	1,890	412	1,630	8	-	3,940	
Non-interest bearing assets	非帶息資產	-	-	-	-	51,069	51,069	
<b>Total assets</b>	<b>資產總額</b>	<b>318,197</b>	<b>54,364</b>	<b>26,962</b>	<b>4,309</b>	<b>68,635</b>	<b>472,467</b>	
<b>Liabilities</b>	<b>負債</b>							
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	20,710	1,680	65	-	1,052	23,507	
Deposits from customers	客戶存款	273,405	33,445	872	-	15,392	323,114	
Trading liabilities	交易用途負債	-	-	-	-	11	11	
Negative fair value of derivatives	衍生工具的真公平價值	-	-	-	-	2,766	2,766	
Certificates of deposit issued	已發行存款證	23,443	14,373	5,113	2,200	-	45,129	
Debt securities issued	已發行債務證券	1,296	2,152	-	-	-	3,448	
Loan capital	借貸資本	-	-	8,817	9,293	-	18,110	
Non-interest bearing liabilities	非帶息負債	-	-	-	-	11,131	11,131	
<b>Total liabilities</b>	<b>負債總額</b>	<b>318,854</b>	<b>51,650</b>	<b>14,867</b>	<b>11,493</b>	<b>30,352</b>	<b>427,216</b>	
Interest rate sensitivity gap	利率敏感度差距	(657)	2,714	12,095	(7,184)			

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

## (e) Interest rate risk management (continued)

## (e) 利率風險管理(續)

The Bank		銀行						
		2012						
		3 months or less 3個月 或以下 HK\$ Mn 港幣百萬元	Over 3 months to 1 year 3個月 以上至1年 HK\$ Mn 港幣百萬元	Over 1 year to 5 years 1年以上 至5年 HK\$ Mn 港幣百萬元	Over 5 years 5年以上 HK\$ Mn 港幣百萬元	Non-interest bearing 非帶息 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元	
<b>Assets</b>	<b>資產</b>							
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	16,188	-	-	-	3,568	19,756	
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	16,753	2,582	-	-	-	19,335	
Trade bills	貿易票據	25,953	21,971	-	-	7	47,931	
Trading assets	交易用途資產	51	73	417	19	1,166	1,726	
Financial assets 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資產	554	1,291	10,535	2,371	119	14,870	
Positive fair value of derivatives	衍生工具的正公平價值	-	-	-	-	2,267	2,267	
Advances to customers and other accounts	客戶墊款及其他賬項	197,604	9,524	12,883	1,294	6,921	228,226	
Available-for-sale financial assets	可供出售金融資產	28,335	3,002	10,877	1,594	1,208	45,016	
Held-to-maturity investments	持至到期投資	1,450	747	1,022	-	-	3,219	
Non-interest bearing assets	非帶息資產	-	-	-	-	40,515	40,515	
<b>Total assets</b>	<b>資產總額</b>	<b>286,888</b>	<b>39,190</b>	<b>35,734</b>	<b>5,278</b>	<b>55,771</b>	<b>422,861</b>	
<b>Liabilities</b>	<b>負債</b>							
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	8,595	360	-	-	1,652	10,607	
Deposits from customers	客戶存款	255,714	35,222	476	-	15,241	306,653	
Trading liabilities	交易用途負債	-	-	-	-	21	21	
Negative fair value of derivatives	衍生工具的負公平價值	-	-	-	-	3,059	3,059	
Certificates of deposit issued	已發行存款證	6,818	14,760	5,792	2,200	-	29,570	
Debt securities issued	已發行債務證券	661	423	116	-	-	1,200	
Loan capital	借貸資本	-	-	9,125	9,548	-	18,673	
Non-interest bearing liabilities	非帶息負債	-	-	-	-	11,610	11,610	
<b>Total liabilities</b>	<b>負債總額</b>	<b>271,788</b>	<b>50,765</b>	<b>15,509</b>	<b>11,748</b>	<b>31,583</b>	<b>381,393</b>	
Interest rate sensitivity gap	利率敏感度差距	15,100	(11,575)	20,225	(6,470)			

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The following table summarises the range of effective average interest rates for the year ended 31st December for monetary financial instruments:

下表概述於截至12月31日止年度按貨幣金融工具之有效利率範圍：

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		%	%	%	%
<b>Assets</b>	<b>資產</b>				
Cash and short-term funds and placements with banks and other financial institutions	現金及在銀行和其他金融機構的結存，及在銀行及其他金融機構的存款	<b>0-6.31</b>	0-5.92	<b>0-4.4</b>	0-5.08
Trade bills, advances to customers and advances to banks and other financial institutions	貿易票據，客戶墊款及銀行及其他金融機構的墊款	<b>0.01-50.48</b>	0.44-50.14	<b>0.01-17.12</b>	0.44-17.36
Securities (Note)	證券(附註)	<b>0.01-9.44</b>	0.06-7.25	<b>0.01-7.07</b>	0.06-6.79
<b>Liabilities</b>	<b>負債</b>				
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	<b>0.01-5.58</b>	0.03-5.26	<b>0.01-4.4</b>	0.03-4.44
Deposits from customers	客戶存款	<b>0-5.75</b>	0-7.18	<b>0-5.75</b>	0-6.25
Certificates of deposit issued and loan capital	已發行存款證及借貸資本	<b>0.15-8.5</b>	0.5-8.54	<b>0.15-8.5</b>	0.5-8.54

Note: Securities include certificates of deposit held, trading assets, financial assets designated at fair value through profit or loss, securities measured as loans and receivables, available-for-sale financial assets and held-to-maturity investments.

附註：證券包括持有存款證、交易資產、指定為通過損益以反映公平價值的金融資產、以貸款及應收賬款計量的證券、可供出售金融資產及持至到期投資。

#### (f) Strategic risk management

The objective of strategic risk management is to monitor the risk to earnings or capital arising from bad business decisions or from an improper implementation of good business decisions.

The Asset and Liability Management Committee is responsible for ongoing strategic risk management. The Risk Management Division monitors the activities under the Group's prevailing interest earning asset mix and funding strategies and regularly reports the status to the Asset and Liability Management Committee, Risk Management Committee, RIC and the Board, where appropriate.

#### (f) 策略性風險管理

策略性風險管理的目的是監控因不良商業決定或不當地實施良好商業決定而引致盈利或資本方面的風險。

資產負債管理委員會負責持續管理策略性風險。風險管理處監控本集團現行生息資產組合及融資策略下的活動，並定期向資產負債管理委員會、風險管理委員會、風險委員會及董事會匯報有關情況。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 43. FINANCIAL RISK MANAGEMENT (CONTINUED) 財務風險管理(續)

**(g) Legal risk and reputation risk management**

Legal risk is the risk arising from the potential that unenforceable contracts, lawsuits or adverse judgements may disrupt or otherwise negatively affect the operations or financial condition of the Group.

Reputation risk is the risk that the Group's reputation is damaged by one or more than one event that results in negative publicity about the Group's business practices, conduct or financial condition. Such negative publicity, whether true or not, may impair public confidence in the Group, result in costly litigation, or lead to a decline in the Group's customer base, business or revenue.

The objective of managing the aforesaid risks is to identify, assess, monitor and report on these risks, and to comply with the relevant regulatory requirements.

The Operational Risk Management Committee is responsible for overseeing risk management of legal risk and reputation risk of the Group.

**(h) Capital management**

The HKMA sets and monitors capital requirements for the Group as a whole. 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 calculates requirements for market risk in its trading portfolios based upon the Group's VaR models and uses its internal gradings as the basis for risk weightings for credit risk. Banking operations are categorised as either trading book or banking book, and risk-weighted assets are determined according to specified requirements that seek to reflect the varying levels of risk attached to assets and off-balance sheet exposures.

In addition to meeting the regulatory requirements, the Group's primary objectives when managing capital are to 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, share premium, retained profits, other reserves, and non-controlling interests after deductions for goodwill and intangible assets. It also includes subordinated liabilities and collectively assessed impairment allowances.

The HKMA supervises the Group on a consolidated basis, which sets capital requirements and receives information of capital adequacy on a regular basis for the Group as a whole. Individual branches 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.

**(g) 法律風險和信譽風險管理**

法律風險是指由於合約未能如期執行、一般訴訟、或不利審判的情形下，可能影響本集團的日常運作或財務狀況的潛在風險。

信譽風險則源自公眾對本集團一宗或多宗有關營商規則、行為或財務狀況事件的負面報導。此等報導，不管真確與否，有可能影響公眾對本集團的信心，因而可能導致高昂的訴訟費用，令本集團之客戶基礎下跌、業務或收入減少。

此等風險管理的目的，在於識別、評估、監控及匯報各項風險，以及遵守相關監管規定的要求。

營運風險管理委員會負責持續監督本集團的法律風險和信譽風險管理。

**(h) 資本管理**

金管局制定及監察本集團整體的資本規定。在實施現行的資本規定時，金管局規定本集團維持既定的總資本對總風險加權資產比率。本集團根據風險值模式計算交易組合的市場風險，及根據內部評級作為信貸風險之風險比重的基準。銀行業務分為交易賬冊或銀行賬冊。風險加權資產依照特別規定而定，特別規定旨在反映與資產的不同風險水平及資產負債表外的風險。

除符合監管規定外，本集團管理資本的主要目的是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、股份溢價、留存溢利、其他儲備，及非控股權益及經已扣除商譽和無形資產。

金管局按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。個別分行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。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

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 process of allocating capital to specific operations and activities is undertaken by the Asset and Liability Management Committee and is reviewed regularly by the RIC and the Board.

Consistent with industry practice, 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, except for a change in the calculation methodology in the capital adequacy ratios.

The capital adequacy ratios as at 31st December, 2013 and 31st December, 2012 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 Capital Rules of the Banking Ordinance which became effective on 1st January, 2007.

The Group and its individually regulated operations have complied with all externally imposed capital requirements throughout the year ended 31st December, 2013 and 31st December, 2012 and the Group are well above the minimum required ratio set by the HKMA.

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。

調配資本至特定業務及活動的程序由資產及負債管理委員會進行，並由風險委員會及董事會定期檢討。

本集團依據行業慣例，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。

2013年12月31日及2012年12月31日的資本充足比率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2007年1月1日生效的《銀行業條例》的《資本規則》。

截至2013年12月31日及2012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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 widely 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 determination that reflects the price of the financial instrument at the reporting date, that would have been determined by market participants acting at arm's length.

## (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釐定出公平價值，藉以在申報日能反映金融工具的價格，而該價格可被視為等同在公平交易下由市場人士決定的價格。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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 (OTC) 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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 carried at fair value, by valuation method:

## (a) 以公平價值列賬的金融工具(續)

下表是根據估值方法，分析金融工具之公平價值：

		2013							
		The Group 集團			Total	The Bank 銀行			
		Level One	Level Two	Level Three	Total	Level One	Level Two	Level Three	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>								
Trading assets	交易用途資產	5,161	170	-	5,331	1,755	170	-	1,925
Financial assets 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資產	7,761	3,845	-	11,606	7,407	3,792	-	11,199
Positive fair value of derivatives	衍生工具的正公平價值	-	3,040	585	3,625	-	1,378	351	1,729
Available-for-sale financial assets	可供出售金融資產	55,638	14,941	1,010	71,589	33,014	13,345	971	47,330
		68,560	21,996	1,595	92,151	42,176	18,685	1,322	62,183
<b>Liabilities</b>	<b>負債</b>								
Trading liabilities	交易用途負債	11	-	-	11	11	-	-	11
Negative fair value of derivatives	衍生工具的負公平價值	-	3,980	565	4,545	-	2,214	552	2,766
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	-	8,659	-	8,659	4,478	8,659	-	13,137
		11	12,639	565	13,215	4,489	10,873	552	15,914

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

		2012							
		The Group 集團				The Bank 銀行			
		Level One	Level Two	Level Three	Total	Level One	Level Two	Level Three	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>								
Trading assets	交易用途資產	4,009	204	-	4,213	1,522	204	-	1,726
Financial assets 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資產	10,416	4,753	-	15,169	10,122	4,748	-	14,870
Positive fair value of derivatives	衍生工具的正公平價值	-	2,571	554	3,125	-	1,873	394	2,267
Available-for-sale financial assets	可供出售金融資產	51,988	11,978	765	64,731	34,135	10,184	697	45,016
		66,413	19,506	1,319	87,238	45,779	17,009	1,091	63,879
<b>Liabilities</b>	<b>負債</b>								
Trading liabilities	交易用途負債	21	-	-	21	21	-	-	21
Negative fair value of derivatives	衍生工具的負公平價值	-	3,244	562	3,806	-	2,564	495	3,059
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	-	6,793	-	6,793	4,410	6,793	-	11,203
		21	10,037	562	10,620	4,431	9,357	495	14,283

During the year 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.

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滙報期期末公平價值分級之間發生的轉移。

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
Unlisted available-for-sale equity instruments 非上市可供出售股份工具	Discounted cash flow model 現金流折扣模式	Forecasted cash flows and terminal growth rate 預計現金流及終端增長率
Structured derivatives 結構性衍生工具	Option model 期權模式	Expected volatility 預計波幅

The fair value of unlisted available-for-sale equity instruments is determined using the discounted cash flow model and the significant unobservable inputs used in the fair value measurement are forecasted cash flows and terminal growth rate. The fair value measurement is positively correlated to the net cash inflows and terminal growth rate.

非上市可供出售股份工具的公平價值是根據現金流折扣模式，而用以計量公平價值之重要但非可觀察參數是預計現金流及終端增長率。計量公平價值與淨現金流及終端增長率是有正面的相互關聯。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 fair value of embedded options in structured derivatives is determined using option valuation model and the significant unobservable input used in the fair value measurement is the expected volatility. The fair value of the instrument is positively correlated to the expected volatility.

Valuation of financial instruments in Level 3 is subject to the same valuation control framework as described above and reviewed regularly by FIGV.

## (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)

在結構性衍生工具內之嵌入期權的公平價值是根據期權估值模式，而用以計量公平價值之重要但非可觀察參數是預計波幅。工具的公平價值與預計波幅是有正面的相互關聯。

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。

## (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：

		The Group 集團		
		Positive fair value of derivatives 衍生工具的 正公平價值 HK\$ Mn 港幣百萬元	Available-for-sale financial assets 可供出售金融資產 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>			
At 1st January, 2013	於2013年1月1日	554	765	1,319
Purchases	購入	-	193	193
Settlements	結算	(196)	(54)	(250)
Changes in fair value recognised in the income statement	公平價值變動確認於 收益表	227	(68)	159
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	-	174	174
At 31st December, 2013	於2013年12月31日	585	1,010	1,595
Total gains or losses for the year included in available-for-sale 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之資產 而已計入年度內其他全面收益 之可供出售公平價值儲備之 收益或虧損總額	-	174	174
Total gains or losses for the year included in the income statement for assets held at the end of the reporting period recorded in net trading income	於報告期結束日持有之資產 而已計入年度內收益表之 交易收入淨額	227	(68)	159



NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

		The Bank 銀行		
		Positive fair value of derivatives 衍生工具的 正公平價值 HK\$ Mn 港幣百萬元	Available-for-sale financial assets 可供出售金融資產 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
Assets	資產			
At 1st January, 2013	於2013年1月1日	394	697	1,091
Purchases	購入	-	192	192
Settlements	結算	(68)	(54)	(122)
Changes in fair value recognised in the income statement	公平價值變動確認於 收益表	25	(68)	(43)
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	-	204	204
At 31st December, 2013	於2013年12月31日	351	971	1,322
Total gains or losses for the year included in available-for-sale 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之資產 而已計入年度內其他全面收益 之可供出售公平價值儲備之 收益或虧損總額	-	204	204
Total gains or losses for the year included in the income statement for assets held at the end of the reporting period recorded in net trading income	於報告期結束日持有之資產 而已計入年度內收益表之 交易收入淨額	25	(68)	(43)

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 (continued)

## (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(續)

		The Group 集團		
		Positive fair value of derivatives 衍生工具的 正公平價值 HK\$ Mn 港幣百萬元	Available-for-sale financial assets 可供出售金融資產 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>			
At 1st January, 2012	於2012年1月1日	351	676	1,027
Purchases	購入	–	136	136
Settlements	結算	(87)	(76)	(163)
Changes in fair value recognised in the income statement	公平價值變動確認於 收益表	290	(62)	228
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	–	89	89
Exchange adjustments	匯兌調整	–	2	2
At 31st December, 2012	於2012年12月31日	554	765	1,319
Total gains or losses for the year included in available-for-sale 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之資產 而已計入年度內其他全面收益之 可供出售公平價值儲備之 收益或虧損總額	–	89	89
Total gains or losses for the year included in the income statement for assets held at the end of the reporting period recorded in net trading income	於報告期結束日持有之資產 而已計入年度內收益表之 交易收入淨額	290	(62)	228

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

		Positive fair value of derivatives 衍生工具的 正公平價值 HK\$ Mn 港幣百萬元	The Bank 銀行 Available-for-sale financial assets 可供出售金融資產 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
<b>Assets</b>	<b>資產</b>			
At 1st January, 2012	於2012年1月1日	138	568	706
Purchases	購入	–	136	136
Settlements	結算	(14)	(34)	(48)
Changes in fair value recognised in the income statement	公平價值變動確認於 收益表	270	(62)	208
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	–	89	89
At 31st December, 2012	於2012年12月31日	394	697	1,091
Total gains or losses for the year included in available-for-sale 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之資產 而已計入年度內其他全面收益之 可供出售公平價值儲備之 收益或虧損總額	–	89	89
Total gains or losses for the year included in the income statement for assets held at the end of the reporting period recorded in net trading income	於報告期結束日持有之資產 而已計入年度內收益表之 交易收入淨額	270	(62)	208

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 (continued)

## (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(續)

		The Group 集團 Negative fair value of derivatives 衍生工具的 負公平價值 HK\$ Mn 港幣百萬元	The Bank 銀行 Negative fair value of derivatives 衍生工具的 負公平價值 HK\$ Mn 港幣百萬元
<b>Liabilities</b>	<b>負債</b>		
At 1st January, 2013	於2013年1月1日	562	495
Settlements	結算	(219)	(219)
Changes in fair value recognised in the income statement	公平價值變動確認於收益表	222	276
At 31st December, 2013	於2013年12月31日	565	552
Total gains or losses for the year included in the income statement for liabilities held at the end of the reporting period recorded in net trading income	於報告期結束日持有之負債而已計入年度內收益表之交易收入淨額	222	276

		The Group 集團 Negative fair value of derivatives 衍生工具的 負公平價值 HK\$ Mn 港幣百萬元	The Bank 銀行 Negative fair value of derivatives 衍生工具的 負公平價值 HK\$ Mn 港幣百萬元
<b>Liabilities</b>	<b>負債</b>		
At 1st January, 2012	於2012年1月1日	333	320
Settlements	結算	(87)	(75)
Changes in fair value recognised in the income statement	公平價值變動確認於收益表	316	250
At 31st December, 2012	於2012年12月31日	562	495
Total gains or losses for the year included in the income statement for liabilities held at the end of the reporting period recorded in net trading income	於報告期結束日持有之負債而已計入年度內收益表之交易收入淨額	316	250

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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

		2013			
		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
Positive fair value of derivatives	衍生工具的正公平價值	49	(49)	-	-
Available-for-sale financial assets	可供出售金融資產	-	-	84	(84)
		49	(49)	84	(84)
Negative fair value of derivatives	衍生工具的負公平價值	47	(47)	-	-

		2012			
		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
Positive fair value of derivatives	衍生工具的正公平價值	46	(46)	-	-
Available-for-sale financial assets	可供出售金融資產	-	-	64	(64)
		46	(46)	64	(64)
Negative fair value of derivatives	衍生工具的負公平價值	47	(47)	-	-

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。上表顯示出公平價值之敏感度，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 ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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 unquoted equity investments is estimated, if possible, using the applicable dividend discount model, or share of net asset value in the investment, or applying a discount to the market value of investments with a lock-up period.
- (v) The fair value of unlisted open-ended investment funds is estimated using the net asset value per share as reported by the managers of such funds.
- (vi) 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.

## (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) 非上市股票投資的公平價值是在可能情況下採用適用的股息折扣模式，或應佔投資的淨資產，或為設有禁售期之投資按其市值以折扣計算。
- (v) 非上市開放式投資基金的公平價值估計，是基於投資經理所匯報的每股資產淨值作出。
- (vi) 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。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

The carrying amounts of the Group's and the Bank's financial instruments carried at cost or amortised cost are not materially different from their fair values as at 31st December, 2013 and 2012 except as follows:

除下列者外，本集團及銀行以成本或攤銷成本入賬之金融工具賬面值，與其於2013年12月31日及2012年同日之公平價值相若。

		The Group 集團						
		2013					2012	
		Carrying Amount	Fair value	Level 1	Level 2	Level 3	Carrying Amount	Fair value
		賬面值	公平價值	第一級	第二級	第三級	賬面值	公平價值
		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
Financial assets	金融資產							
Held-to-maturity investments	持至到期投資	5,048	5,135	3,104	2,031	-	4,320	4,474
Financial liabilities	金融負債							
Certificates of deposit issued	已發行存款證	34,420	34,443	-	34,443	-	21,275	21,289
Debt securities issued	已發行債務證券	4,578	5,095	-	5,095	-	7,959	8,103
Subordinated liabilities	後償負債	13,632	14,380	-	14,380	-	14,263	15,105

		The Bank 銀行						
		2013					2012	
		Carrying Amount	Fair value	Level 1	Level 2	Level 3	Carrying Amount	Fair value
		賬面值	公平價值	第一級	第二級	第三級	賬面值	公平價值
		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
Financial assets	金融資產							
Held-to-maturity investments	持至到期投資	3,940	4,015	2,499	1,516	-	3,219	3,336
Financial liabilities	金融負債							
Certificates of deposit issued	已發行存款證	36,620	36,643	-	36,643	-	23,475	23,489
Debt securities issued	已發行債務證券	3,298	3,801	-	3,801	-	502	502
Subordinated liabilities	後償負債	13,632	14,380	-	14,380	-	14,263	15,105

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 level 2 fair values using the following method and there is no change to the valuation technique:

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.

釐定公平價值通常是較具主觀性的，及根據在其一特定時間點按金融工具之特性及相關市場資料而作出。本集團釐定第二級公平價值是採納以下方法及估值模式並無改變：

第二級－估值模式是以可觀察參數為基準。此類別工具估值包括採用：在活躍市場內相近工具有報價的市場價格；在較不活躍之市場內相近工具有報價的價格；或其他估值模式而所有重要參數是直接或間接地由市場資料可觀察到。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(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:

## (a) 或然負債及承擔

每項或然負債及承擔主要類別的合約金額摘要如下：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Direct credit substitutes 直接信貸代替品	18,670		13,303		5,153		4,756	
Transaction-related contingencies 與交易有關的或然項目	2,655		2,364		869		1,224	
Trade-related contingencies 與貿易有關的或然項目	1,319		1,930		953		1,259	
Commitments that are unconditionally cancellable without prior notice 可無條件取消而毋須事先通知的承擔	126,463		52,631		50,778		47,885	
Other commitments with an original maturity 其他承擔的原到期日								
– up to 1 year – 1年或以下	56,690		103,119		6,855		7,091	
– over 1 year – 1年以上	29,319		36,433		26,467		19,503	
	235,116		209,780		91,075		81,718	
Credit risk weighted amounts 信貸風險加權金額	44,605		71,525		20,345		18,063	

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.

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 ON THE ACCOUNTS (CONTINUED)

### 賬項附註(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 for the Group and the Bank:

**(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。

集團及銀行的每項衍生工具主要類別的名義金額摘要如下：

		The Group 集團 2013			
		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	以反映公平價值 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				
Forwards and futures	遠期交易及期貨	542	-	52,221	52,763
Swaps	掉期交易	-	-	403,232	403,232
Options purchased	購入期權	-	-	54,822	54,822
Options written	沽出期權	-	-	55,970	55,970
Interest rate contracts	利率合約				
Forwards and futures	遠期交易及期貨	-	-	528	528
Swaps	掉期交易	23,641	17,954	154,460	196,055
Equity contracts	股份合約				
Swaps	掉期交易	-	-	9,996	9,996
Options purchased	購入期權	-	-	3,478	3,478
Options written	沽出期權	-	-	3,095	3,095
Others	其他	-	-	3,905	3,905
		24,183	17,954	741,707	783,844

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(i) Notional amount of derivatives (continued)

## (b) 衍生工具(續)

(i) 衍生工具的名義金額(續)

		The Group 集團 2012			
		Qualifying for hedge accounting 符合對沖會計法 HK\$ Mn 港幣百萬元	Managed in conjunction with financial instruments designated at fair value through profit or loss 按通過損益 以反映公平價值 金融工具模式管理 HK\$ Mn 港幣百萬元	Others, including held for trading 其他，包括持有 作交易用途 HK\$ Mn 港幣百萬元	Total 總額 HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約				
Forwards and futures	遠期交易及期貨	129	–	35,516	35,645
Swaps	掉期交易	–	–	285,627	285,627
Options purchased	購入期權	–	–	42,415	42,415
Options written	沽出期權	–	–	43,433	43,433
Interest rate contracts	利率合約				
Forwards and futures	遠期交易及期貨	–	–	860	860
Swaps	掉期交易	16,886	20,318	112,088	149,292
Equity contracts	股份合約				
Swaps	掉期交易	–	–	8,809	8,809
Options purchased	購入期權	–	–	2,683	2,683
Options written	沽出期權	–	–	2,181	2,181
Others	其他	–	–	3,478	3,478
		17,015	20,318	537,090	574,423

NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

		The Bank 銀行 2013			
		Managed in conjunction with financial instruments designated at fair value through profit or loss Others, including held for trading		Total	
		Qualifying for hedge accounting 符合對沖會計法 HK\$ Mn 港幣百萬元	按通過損益 以反映公平價值 金融工具模式管理 HK\$ Mn 港幣百萬元	其他，包括持有 作交易用途 HK\$ Mn 港幣百萬元	總額 HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約				
Forwards and futures	遠期交易及期貨	-	-	46,333	46,333
Swaps	掉期交易	-	-	228,164	228,164
Options purchased	購入期權	-	-	54,821	54,821
Options written	沽出期權	-	-	55,970	55,970
Interest rate contracts	利率合約				
Forwards and futures	遠期交易及期貨	-	-	528	528
Swaps	掉期交易	23,641	17,954	46,892	88,487
Equity contracts	股份合約				
Swaps	掉期交易	-	-	10,034	10,034
Options purchased	購入期權	-	-	3,478	3,478
Options written	沽出期權	-	-	3,758	3,758
Others	其他	-	-	3,906	3,906
		23,641	17,954	453,884	495,479

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(i) Notional amount of derivatives (continued)

## (b) 衍生工具(續)

(i) 衍生工具的名義金額(續)

		The Bank 銀行 2012				
		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	以反映公平價值 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					
Forwards and futures	遠期交易及期貨	-	-	28,912	28,912	
Swaps	掉期交易	-	-	189,084	189,084	
Options purchased	購入期權	-	-	42,415	42,415	
Options written	沽出期權	-	-	43,434	43,434	
Interest rate contracts	利率合約					
Forwards and futures	遠期交易及期貨	-	-	860	860	
Swaps	掉期交易	16,886	20,318	47,966	85,170	
Equity contracts	股份合約					
Swaps	掉期交易	-	-	8,860	8,860	
Options purchased	購入期權	-	-	2,683	2,683	
Options written	沽出期權	-	-	2,844	2,844	
Others	其他	-	-	3,475	3,475	
		16,886	20,318	370,533	407,737	

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.

The fair value and credit risk weighted amounts of the aforesaid off-balance sheet exposures are as follows. These amounts do not take into account the effects of bilateral netting arrangements.

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。

前述資產負債表以外風險的公平價值及信貸風險加權金額如下。這些金額並未計入雙邊淨額安排的影響。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

(ii) Fair value and credit risk weighted amounts of derivatives

(ii) 衍生工具之公平價值及信貸風險加權金額

		The Group 集團					
		2013			2012		
		Fair value 公平價值		Credit risk weighted amounts* 信貸風險 加權金額*	Fair value 公平價值		Credit risk weighted amounts* 信貸風險 加權金額*
		Assets 資產	Liabilities 負債		Assets 資產	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	HK\$ Mn 港幣百萬元
Exchange rate contracts	匯率合約						
Forwards and futures	遠期交易及期貨	413	581	524	226	174	354
Swaps	掉期交易	1,137	1,629	3,586	995	1,327	1,809
Options purchased	購入期權	125	120	1,205	58	42	427
Options written	沽出期權	-	5	888	-	16	288
Interest rate contracts	利率合約						
Forwards and futures	遠期交易及期貨	10	-	2	-	-	-
Swaps	掉期交易	1,528	1,813	1,943	1,502	1,924	1,618
Options purchased	購入期權	-	-	265	-	-	-
Equity contracts	股份合約						
Swaps	掉期交易	217	193	469	120	99	331
Options purchased	購入期權	86	38	260	71	37	175
Options written	沽出期權	-	57	112	-	34	68
Others	其他	109	109	703	153	153	301
		<b>3,625</b>	<b>4,545</b>	<b>9,957</b>	3,125	3,806	5,371

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(ii) Fair value and credit risk weighted amounts of derivatives (continued)

## (b) 衍生工具(續)

(ii) 衍生工具之公平價值及信貸風險加權金額(續)

		The Bank 銀行					
		2013			2012		
		Fair value 公平價值		Credit risk weighted amounts*	Fair value 公平價值		Credit risk weighted amounts*
		Assets	Liabilities	amounts*	Assets	Liabilities	amounts*
		資產	負債	加權金額*	資產	負債	加權金額*
		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
Exchange rate contracts	匯率合約						
Forwards and futures	遠期交易及期貨	286	541	512	203	108	321
Swaps	掉期交易	370	701	1,701	346	886	1,065
Options purchased	購入期權	125	120	1,260	58	42	427
Options written	沽出期權	-	4	888	-	16	288
Interest rate contracts	利率合約						
Forwards and futures	遠期交易及期貨	10	-	2	-	-	-
Swaps	掉期交易	705	1,016	861	1,349	1,751	1,443
Options purchased	購入期權	-	-	269	-	-	-
Equity contracts	股份合約						
Swaps	掉期交易	42	181	549	89	32	394
Options purchased	購入期權	86	38	260	71	37	175
Options written	沽出期權	-	57	113	1	34	68
Others	其他	105	108	704	150	153	303
		<b>1,729</b>	<b>2,766</b>	<b>7,119</b>	<b>2,267</b>	<b>3,059</b>	<b>4,484</b>

\* The Bank adopted the Foundation Internal Ratings Based ("IRB") approach according to Banking (Capital) Rules for calculating the credit risk weighted amount as at 31st December, 2013.

The tables above give the contractual or notional amounts, fair value and credit risk weighted amounts of off-balance sheet transactions. The fair value is calculated for the purposes of deriving the credit risk weighted amounts. These are assessed in accordance with the Capital Rules. Fair value represents the cost of replacing all contracts which have a positive value when marked to market.

Fair value is a close approximation of the credit risk for these contracts as at the end of the reporting period. The credit risk weighted amount refers to the amount as computed in accordance with the Capital Rules.

\* 根據《資本規則》，本行採納「基礎內部評級基準計算法」計算於2013年12月31日之信貸風險之風險加權金額。

上表列出資產負債表以外交易的合約或名義金額、公平價值及信貸風險加權金額。公平價值是用來計算信貸風險加權金額。該等金額是按照《資本規則》作評估。公平價值是指重置所有按市場價值計算差額時附有正值的合約成本。

公平價值是在報告期結束日該等合約的略計信貸風險。信貸風險加權金額是指按照《資本規則》計算。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

## (iii) Fair values of derivatives designated as hedging instruments

The following is a summary of the fair values of derivatives held for hedging purposes by product type:

## (iii) 指定為對沖工具之衍生工具的公平價值

用作對沖用途之衍生工具的公平價值按產品種類摘要如下：

		The Group and The Bank 集團及銀行			
		2013		2012	
		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	-	-	-	-
Interest rate contracts	利率合約	350	57	712	89
		<b>350</b>	<b>57</b>	712	89

## (a) Cash flow hedges

The Group's cash flow hedge principally consists of foreign exchange contracts that are used to hedge against the variability in cash flows of certain debt securities subject to foreign exchange rate movement.

At 31st December, 2013 and 2012, the net fair value of derivatives held as cash flow hedges was insignificant.

The time periods in which the hedged cash flows are expected to occur and affect the consolidated statement of comprehensive income are as follows:

## (a) 現金流對沖

本集團之現金流對沖主要包括外匯合約，其作用是對沖若干受外幣匯率波動影響現金流改變的債務證券。

於2013年12月31日及2012年同日，持有作為現金流對沖之衍生工具的公平價值淨額是不重大。

影響綜合全面收益表及所對沖之現金流預期會發生的期間如下：

		The Group 集團					
		Within one year 1年以內		Over one year but within five year 1年以上至5年		Over Five years 5年以上	
		HK\$ Mn 港幣百萬元	港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元
At 31st December, 2013	於2013年12月31日						
Cash inflows from assets	來自資產的現金流	-		129		197	
Cash inflows from liabilities	來自負債的現金流	-		-		-	
Net cash inflows	淨現金流入	-		129		197	
At 31st December, 2012	於2012年12月31日						
Cash inflows from assets	來自資產的現金流	-		102		27	
Cash inflows from liabilities	來自負債的現金流	-		-		-	
Net cash inflows	淨現金流入	-		102		27	

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 45. OFF-BALANCE SHEET EXPOSURES (CONTINUED) 資產負債表以外的風險(續)

## (b) Derivatives (continued)

(iii) Fair values of derivatives designated as hedging instruments (continued)

## (b) Fair value hedges

The Group's fair value hedge principally consists of interest rate swaps that are used to protect against changes in the fair value of fixed rate long-term financial instruments due to movements in market interest rates.

At 31st December, 2013, the net fair value of interest rate swaps was HK\$293 million (2012: HK\$623 million) comprising assets of HK\$350 million (2012: HK\$712 million) and liabilities of HK\$57 million (2012: HK\$89 million).

(iv) Remaining life of derivatives

The following table provides an analysis of the notional amounts of derivatives of the Group by relevant maturity grouping based on the remaining periods to settlement at the end of the reporting period.

## (b) 衍生工具(續)

(iii) 指定為對沖工具之衍生工具的公平價值(續)

## (b) 公平價值對沖

本集團的公平價值對沖主要包括利率掉期，其作用是保障受市場利率波動而影響長期定息金融工具的公平價值變動。

於2013年12月31日，利率掉期的公平價值淨額為港幣2.93億元(2012年：港幣6.23億元)，包括資產港幣3.50億元(2012年：港幣7.12億元)及負債港幣5,700萬元(2012年：港幣8,900萬元)。

(iv) 衍生工具之剩餘期限

下表分析在報告期結束日本集團根據到期期限歸類之剩餘結算期限有關衍生工具的名義金額。

		The Group 集團							
		Notional amounts with remaining life of 剩餘期限的名義金額							
		2013				2012			
		1 year or less	Over 1 year to 5 years	Over 5 years	Total	1 year or less	Over 1 year to 5 years	Over 5 years	Total
		1年或以下	1年以上至5年	5年以上	總額	1年或以下	1年以上至5年	5年以上	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
Interest rate derivatives	利率衍生工具	103,843	84,326	8,414	196,583	86,001	53,932	10,219	150,152
Currency derivatives	貨幣衍生工具	459,280	105,859	1,648	566,787	345,390	60,930	800	407,120
Other derivatives	其他衍生工具	9,454	10,962	58	20,474	5,690	10,945	516	17,151
		572,577	201,147	10,120	783,844	437,081	125,807	11,535	574,423

		The Bank 銀行							
		Notional amounts with remaining life of 剩餘期限的名義金額							
		2013				2012			
		1 year or less	Over 1 year to 5 years	Over 5 years	Total	1 year or less	Over 1 year to 5 years	Over 5 years	Total
		1年或以下	1年以上至5年	5年以上	總額	1年或以下	1年以上至5年	5年以上	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
Interest rate derivatives	利率衍生工具	40,022	40,644	8,349	89,015	41,776	34,035	10,219	86,030
Currency derivatives	貨幣衍生工具	282,338	101,912	1,038	385,288	242,613	60,432	800	303,845
Other derivatives	其他衍生工具	9,805	11,255	116	21,176	5,756	11,473	633	17,862
		332,165	153,811	9,503	495,479	290,145	105,940	11,652	407,737

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

**(c) Capital commitments**

Capital commitments outstanding at 31st December and not provided for in the accounts were as follows:

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Expenditure authorised and contracted for 已核准支出並已簽約		<b>682</b>		403		<b>653</b>		329
Expenditure authorised but not contracted for 已核准支出但未簽約		<b>2,635</b>		124		<b>2,610</b>		26
		<b>3,317</b>		527		<b>3,263</b>		355

**(c) 資本承擔**

於12月31日未償付但並未在賬項中提撥準備的資本承擔如下：

**(d) Operating lease commitments**

At 31st December, 2013, the total future minimum lease payments under non-cancellable operating leases are payable as follows:

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Properties 物業								
Within one year 1年以內		<b>504</b>		480		<b>225</b>		181
After one year but within five years 1年至5年內		<b>1,010</b>		911		<b>250</b>		170
After five years 5年以後		<b>280</b>		212		<b>81</b>		–
		<b>1,794</b>		1,603		<b>556</b>		351

**(d) 經營租賃承擔**

於2013年12月31日，在不可撤銷的經營租賃內，未來最低應付租賃款項總額如下：

	The Group 集團				The Bank 銀行			
	2013		2012		2013		2012	
	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
Equipment 設備								
Within one year 1年以內		<b>8</b>		6		<b>1</b>		2
After one year but within five years 1年至5年內		<b>14</b>		11		<b>1</b>		1
		<b>22</b>		17		<b>2</b>		3

The Group and the Bank lease certain properties and equipment under operating leases. The leases run for an initial period of one to twenty five years, with an option to renew the lease when all terms are renegotiated. Lease payments are usually adjusted annually to reflect market rentals. None of the leases includes contingent rentals.

本集團及本行以經營租賃形式租入若干物業和設備。租賃年期由1年至25年，到期日後可再續約但其他條款須另議。租賃付款金額通常每年調整以反映市值租金。所有租約並不包括或有租金。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 46. NOTES ON CONSOLIDATED CASH FLOW STATEMENT 綜合現金流量表附註

## (a) Purchase of subsidiaries

## (a) 收購附屬公司

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Net assets acquired	已購入淨資產		
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	-	-
Advances and other accounts less provisions	已扣除準備之墊款及其他賬項	-	1
Fixed assets	固定資產	-	-
Current taxation	本期稅項	-	-
Other accounts and provisions	其他賬項及準備	-	(1)
Goodwill arising on consolidation	賬項綜合時產生的商譽	-	11
Total purchase price	以現金支付的購入價	-	11
Less: Cash and cash equivalents acquired	減：購入的現金及等同現金項目	-	-
Cash flow on acquisition net of cash acquired	已扣除所購入現金的現金流	-	11

## (b) Disposal of subsidiary

## (b) 出售附屬公司

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Net assets disposed of	已出售淨資產		
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	-	436
Placements with banks and other financial institutions	在銀行及其他金融機構的存款	-	287
Advances and other accounts less provisions	已扣除準備之墊款及其他賬項	-	4,447
Available-for-sale financial assets	可供出售金融資產	-	43
Held-to-maturity investments	持至到期投資	-	45
Fixed assets	固定資產	-	38
Deferred tax assets	遞延稅項資產	-	165
Goodwill and intangible assets	商譽及無形資產	-	174
Deposits and balances of banks and other financial institutions	銀行及其他金融機構的存款及結餘	-	(41)
Deposits from customers	客戶存款	-	(4,294)
Trading liabilities	交易用途負債	-	(114)
Other accounts and provisions	其他賬項及準備	-	(86)
		-	1,100
Add: Gain on disposal	加：出售盈利	-	203*
Less: Transferred to investment in associates	減：轉入聯營公司投資	-	(283)*
Less: Cash and cash equivalents disposed	減：出售現金及等同現金項目	-	(436)
Cash flow on disposal of subsidiary	出售附屬公司的現金流	-	584

\* Included HK\$55 million of gain attributable to recognizing any investment retained in the former subsidiary at its fair value at the date when control is lost.

\* 包括港幣5,500萬元屬於喪失控制權當日按公平價值確認保留在一前度附屬公司投資的盈利。



## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

**(c) Cash and cash equivalents**

(i) Components of cash and cash equivalents in the consolidated cash flow statement

**(c) 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

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cash and balances with banks and other financial institutions	現金及在銀行和其他金融機構的結存	<b>34,068</b>	55,981
Placements with banks and other financial institutions with original maturity within three months	原本期限為3個月以內在銀行及其他金融機構的存款	<b>43,504</b>	26,360
Treasury bills with original maturity within three months	原本期限為3個月以內的國庫債券	<b>11,202</b>	16,425
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	<b>1,131</b>	972
Debt securities with original maturity within three months	原本期限為3個月以內的債務證券	<b>102</b>	-
		<b>90,007</b>	99,738

(ii) Reconciliation with the consolidated statement of financial position

(ii) 與綜合財務狀況表的對賬

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Cash and balances with banks and other financial institutions (Note 23)	現金及在銀行及其他金融機構的結存(附註23)	<b>68,777</b>	85,512
Placements with banks and other financial institutions (Note 24)	在銀行及其他金融機構的存款(附註24)	<b>57,372</b>	50,618
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 26)	– 交易用途資產(附註26)	<b>3,902</b>	3,057
– designated at fair value through profit or loss (Note 27)	– 指定為通過損益以反映公平價值(附註27)	<b>11,199</b>	14,751
– advances and other accounts (Note 28(a))	– 墊款及其他賬項(附註28(a))	<b>117</b>	78
– available-for-sale (Note 29)	– 可供出售(附註29)	<b>68,682</b>	62,333
– held-to-maturity (Note 30)	– 持至到期(附註30)	<b>5,048</b>	4,320
		<b>88,948</b>	84,539
Amounts shown in the consolidated statement of financial position	在綜合財務狀況表出現的金額	<b>215,097</b>	220,669
Less: Amounts with an original maturity of beyond three months	減：原本期限為3個月以上的金額	<b>(90,381)</b>	(91,400)
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	<b>(34,709)</b>	(29,531)
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	<b>90,007</b>	99,738

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 47. 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.

於報告期結束日，以下資產經已用作本身負債之抵押品。

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Secured liabilities	有抵押負債	<b>3,645</b>	9,633	<b>2,781</b>	2,649
Assets pledged:	抵押資產：				
Advances to customers and other accounts	客戶墊款及其他賬項	<b>1,121</b>	1,599	<b>1,121</b>	1,450
Financial assets 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資產	<b>2,046</b>	1,793	<b>2,046</b>	1,793
Available-for-sale financial assets	可供出售金融資產	<b>1,015</b>	6,836	<b>63</b>	-
Held-to-maturity investments	持至到期投資	<b>601</b>	792	<b>601</b>	792
		<b>4,783</b>	11,020	<b>3,831</b>	4,035

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。

		The Group 集團		The Bank 銀行	
		2013	2012	2013	2012
		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
Cash collateral for borrowed securities	用作證券借貸的現金抵押品	-	-	-	-
Margin accounts for open futures and forward contracts	用作開立期貨及遠期合約的孖展賬戶	<b>744</b>	1,085	<b>736</b>	1,077
		<b>744</b>	1,085	<b>736</b>	1,077

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 ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### 48. LOANS TO OFFICERS 行政人員貸款

The aggregate of loans to officers of the Bank disclosed pursuant to Section 161B(4B) and (4C) of the Companies Ordinance is as follows:

按照《公司條例》第161B條(4B)及(4C)款規定，本行行政人員之貸款總額公布如下：

		2013		2012	
		HK\$ Mn	港幣百萬元	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	<b>2,187</b>		2,368	
By subsidiaries	由附屬公司借出	<b>1,106</b>		1,296	
		<b>3,293</b>		3,664	
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	<b>4,659</b>		5,382	
By subsidiaries	由附屬公司借出	<b>1,618</b>		1,431	
		<b>6,277</b>		6,813	

There was no interest due but unpaid nor any impairment allowance made against these loans at 31st December, 2013 and 31st December, 2012.

於2013年12月31日及2012年12月31日，沒有逾期未償付利息，亦未有對該等貸款作減值準備。

#### 49. 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 20 and certain of the highest paid employees as disclosed in Note 21, 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20中所披露支付予本行董事及在附註21中所披露支付予本行若干最高薪酬僱員的金額如下：

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Short-term employee benefits	短期僱員福利	<b>132</b>		123	
Post-employment benefits	僱員退休福利	<b>5</b>		5	
Equity compensation benefits	股份補償福利	<b>22</b>		22	
		<b>159</b>		150	

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 49. 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(q)(iii). In 2013, the total amount of contributions the Group made to the schemes was HK\$152 million (2012: HK\$145 million).

The Group enters into a number of transactions with the Group's related parties, including its associates, 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(q)(iii)披露。於2013年內，本集團對該等計劃的供款總數為港幣1.52億元(2012年：港幣1.45億元)。

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、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。

於2013年，本集團從關聯人士所收取與支付予他們的利息，及在2013年12月31日，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現總結如下：

		Key management personnel 主要管理人員		Subsidiaries 附屬公司		Associates 聯營公司	
		2013	2012	2013	2012 Restated 重報	2013	2012
		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
Interest income	利息收入	104	123	441	412	10	11
Interest expense	利息支出	49	54	85	125	-	-
Amounts due from	關聯人士的欠款	5,270	6,450	24,124	15,566	825	390
Amounts due to	欠關聯人士的款項	4,979	4,616	3,108	3,105	28	228
Maximum amounts due from	關聯人士的最高欠款	10,552	9,683	26,545	17,890	1,455	503
Maximum amounts due to	欠關聯人士的最高款項	8,595	9,656	3,108	3,105	1,565	485
Committed facilities to	信貸承諾予	4,202	4,247	2,738	1,079	219	10

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### 50. EQUITY COMPENSATION PLANS 股份補償計劃

The Bank has adopted Staff Share Option Schemes whereby the Board may at its discretion grant to any employees of the Group, including ED and Chief Executive, 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
05/5/2008	05/5/2008–04/5/2009	05/5/2009–05/5/2013	40.09*
05/5/2009	05/5/2009–04/5/2010	05/5/2010–05/5/2014	21.25
06/7/2010	06/7/2010–05/7/2011	06/7/2011–06/7/2015	28.49
05/5/2011(T1)	05/5/2011–04/5/2012	05/5/2012–05/5/2017	32.00
05/5/2011(T2)	05/5/2011–04/5/2013	05/5/2013–05/5/2018	32.00
05/5/2011(T3)	05/5/2011–04/5/2014	05/5/2014–05/5/2019	32.00
10/5/2012(T1)	10/5/2012–09/5/2013	10/5/2013–10/5/2018	28.99
10/5/2012(T2)	10/5/2012–09/5/2014	10/5/2014–10/5/2019	28.99
10/5/2012(T3)	10/5/2012–09/5/2015	10/5/2015–10/5/2020	28.99
03/5/2013(T1)	03/5/2013–02/5/2014	03/5/2014–03/5/2019	31.40
03/5/2013(T2)	03/5/2013–02/5/2015	03/5/2015–03/5/2020	31.40
03/5/2013(T3)	03/5/2013–02/5/2016	03/5/2016–03/5/2021	31.40

##### (b) Movement of share options during the period

##### (b) 期內認股權之變動

2013			Number of share options 認股權數目				
Date of grant 授予日期	Tranche 部分	Option Price 認股價	Outstanding at 1/1/2013 於2013年1月1日 尚未行使	Granted 已授予	Exercised 已行使	Lapsed 已失效	Outstanding at 31/12/2013 於2013年12月31日 尚未行使
05/5/2008		40.09*	4,070,000	-	-	4,070,000	-
05/5/2009		21.25	2,920,000	-	2,485,000	-	435,000
06/7/2010		28.49	5,750,000	-	2,150,000	-	3,600,000
05/5/2011	T1	32.00	1,980,000	-	50,000	-	1,930,000
05/5/2011	T2	32.00	1,980,000	-	-	50,000	1,930,000
05/5/2011	T3	32.00	1,990,000	-	-	50,000	1,940,000
10/5/2012	T1	28.99	1,980,000	-	100,000	50,000	1,830,000
10/5/2012	T2	28.99	1,980,000	-	-	50,000	1,930,000
10/5/2012	T3	28.99	1,990,000	-	-	50,000	1,940,000
03/5/2013	T1	31.40	-	1,880,000	-	-	1,880,000
03/5/2013	T2	31.40	-	1,880,000	-	-	1,880,000
03/5/2013	T3	31.40	-	1,890,000	-	-	1,890,000
Total 總額			24,640,000	5,650,000	4,785,000	4,320,000	21,185,000

\* After adjusting for the bonus issue one for ten in April 2009.

\* 經調整2009年4月所發行的10送1紅股。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 50. EQUITY COMPENSATION PLANS (CONTINUED) 股份補償計劃易(續)

## (b) Movement of share options during the period (continued)

## (b) 期內認股權之變動(續)

2012		Number of share options 認股權數目					
Date of grant	Tranche	Option Price	Outstanding at 1/1/2012 於2012年1月1日 尚未行使	Granted	Exercised	Lapsed	Outstanding at 31/12/2012 於2012年12月31日 尚未行使
授予日期	部分	認股價		已授予	已行使	已失效	
10/5/2007		42.84*	2,035,000	-	-	2,035,000	-
05/5/2008		40.09*	4,070,000	-	-	-	4,070,000
05/5/2009		21.25	3,515,000	-	595,000	-	2,920,000
06/7/2010		28.49	5,950,000	-	200,000	-	5,750,000
05/5/2011	T1	32.00	1,980,000	-	-	-	1,980,000
05/5/2011	T2	32.00	1,980,000	-	-	-	1,980,000
05/5/2011	T3	32.00	1,990,000	-	-	-	1,990,000
10/5/2012	T1	28.99	-	1,980,000	-	-	1,980,000
10/5/2012	T2	28.99	-	1,980,000	-	-	1,980,000
10/5/2012	T3	28.99	-	1,990,000	-	-	1,990,000
Total 總額			21,520,000	5,950,000	795,000	2,035,000	24,640,000

\* After adjusting for the bonus issue one for ten in April 2009.

\* 經調整2009年4月所發行的10送1紅股。

(c) No share options were cancelled during the years ended 31st December, 2013 and 2012.

(c) 截至2013年12月31日及2012年12月31日年度內並未有認股權被註銷。



NOTES ON THE ACCOUNTS (CONTINUED)  
賬項附註(續)

## (d) Details of share options exercised

## (d) 已行使認股權詳情

Exercise period 行使期間	Date of grant 授予日期	Number of share options 認股權數目	
		2013	2012
March 3月	05/5/2009	10,000	60,000
	06/7/2010	1,100,000	–
April 4月	05/5/2009	–	50,000
May 5月	05/5/2009	30,000	–
July 7月	05/5/2009	–	135,000
August 8月	05/5/2009	1,695,000	160,000
	06/7/2010	1,000,000	–
October 10月	05/5/2009	290,000	–
	05/5/2011(T1)	50,000	–
November 11月	05/5/2009	400,000	10,000
December 12月	05/5/2009	60,000	180,000
	06/7/2010	50,000	200,000
	10/5/2012(T1)	100,000	–
		<b>4,785,000</b>	795,000

## 51. 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 18(a).

董事於報告期結束後擬派發第二次中期股息。詳情已在附註18(a)作披露。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 52. ACCOUNTING ESTIMATES AND JUDGEMENTS 會計估計及判斷

The preparation of accounts requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of these accounts and the reported amounts of revenues and expenses for the years presented. Changes in assumptions may have a significant impact on the accounts in the periods where the assumptions are changed. The application of assumptions and estimates means that any selection of different assumptions would cause the Group's reporting to differ. The Group believes that the assumptions that have been made are appropriate and that the accounts therefore present the financial position and results fairly, in all material respects.

Management discussed with the AC the development, selection and disclosure of the Group's significant accounting policies and estimates and the application of these policies and estimates.

**(a) Key sources of estimation uncertainty**

Notes 33, 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***Loans and advances*

Loan portfolios are reviewed periodically to assess whether impairment losses exist. The Group makes judgement as to whether there is any objective evidence that a loan portfolio is impaired, i.e. whether there is a decrease in estimated future cash flows. Objective evidence for impairment includes observable data that the payment status of borrowers in a group has adversely changed. It may also include observable data that correlate with defaults on the assets in the Group. If management has determined, based on their judgement, that objective evidence for impairment exists, expected future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. Historical loss experience is adjusted on the basis of the current observable data. Management reviews the methodology and assumptions used in estimating future cash flows regularly to reduce any difference between loss estimates and actual loss experience.

在編製本集團的賬項時，管理層必須作出若干於該等賬項的日期，對所匯報資產及負債之金額和或然資產及負債披露有影響的估計和假定，同時亦須作出若干對報告年度內收入及支出之金額有影響的估計和假定。如本集團更改該等假定，便可能對作出有關改變期間的賬項產生重大影響。採用此等不同的假定和估計意味本集團之報告會有所不同。在各個重要環節方面，本集團認為已作出適當之假定，而本集團的財務報表均能公平地反映其財政狀況和業績。

管理層已與審核委員會商討關於本集團重要會計政策及估計的制定、選擇和披露，以及該等政策和估計的應用。

**(a) 估計不穩定因素的主要來源**

附註33、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設及其風險因素。估計不穩定因素的其他主要來源如下：

**(i) 減值損失***貸款*

本集團會定期檢討貸款組合，以評估減值損失是否存在。本集團需要判斷是否有任何客觀證據可以證明貸款組合已經減值，即估計將來現金流有所減少。減值客觀證據包括與借款人有關的可觀察資料整體上的付款狀況已出現逆轉，而該等資料與本集團的不履行資產是互相關連的。當管理層根據其判斷決定減值的客觀證據存在，便會依據若干與該等資產的信貸風險特性相若之資產的以往損失經驗，以估計預期將來現金流。以往損失經驗是以目前的可觀察資料為基礎作出調整。管理層亦會定期檢討用以估計將來現金流的方法和假設，從而減少估計損失與實際損失的差異。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

#### *Available-for-sale financial assets and held-to-maturity investments*

The Group determines that available-for-sale financial assets and held-to-maturity investments are impaired when there has been a significant or prolonged decline in the fair value below its cost. The determination of when a decline in fair value below its cost is not recoverable within a reasonable time period is judgemental by nature, so profit and loss could be affected by differences in this judgement.

#### (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. The fair value of collateralised debt obligations is based on bid prices quoted by reputable brokers and has been carefully assessed for reasonableness by management. The fair value of a SIV is based on its net asset values as provided by the SIV's manager.

### (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) Held-to-maturity investments

The Group classifies non-derivative financial assets with fixed or determinable payments and fixed maturity and where the Group has a positive intention and ability to hold to maturity as held-to-maturity investments. In making this judgement, the Group evaluates its intention and ability to hold such investments till maturity.

If the Group fails to hold these investments to maturity other than for certain specific circumstances, the Group will have to reclassify the entire portfolio of held-to-maturity investments as available-for-sale, as such class is deemed to have been tainted.

This would result in held-to-maturity investments being measured at fair value instead of at amortised cost.

#### (ii) 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.

#### *可供出售金融資產及持至到期投資*

若可供出售金融資產及持至到期投資的公平價值明顯或持續地低於其成本，本集團即判斷該等資產及投資已減值。本集團判斷公平價值低於成本的金額會在一段合理時間內不可收回純屬假設性質，因此判斷之差異會對損益有所影響。

#### (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。債務抵押債券的公平價值由聲譽良好的經紀按買入價提供報價，及經已被管理層小心評估其適當性。特別投資工具的公平價值是根據特別投資工具之管理人所提供該工具的資產淨值。

### (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) 持至到期投資

本集團將設有固定或可確定付款金額和固定到期日，以及本集團有確信的意向及能力持有至到期日的非衍生金融資產，分類為持至到期投資。在作出有關判斷時，本集團會評估本身是否有意向及能力持有該等投資至到期日。

除若干特殊情況外，若本集團未能持有該等投資至到期日，本集團會將整個可持至到期日的投資組合，重新分類為可供出售。這是由於此類投資已被蒙污。

以上之情況會導致原以攤銷成本計量的可持至到期投資改以公平價值計量。

#### (ii) 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。

## NOTES ON THE ACCOUNTS (CONTINUED)

## 賬項附註(續)

## 53. COMPARATIVE FIGURES 比較數字

The 2012 figures in Note 22 – Segment Reporting have been restated due to the modification of the internal fund transfer pricing methodology of the Bank with a view to further enhancing the allocation process of interest income and expenses of Hong Kong banking operations.

For other restatements, the comparative figure has been restated to conform with current year's presentation.

由於本行修改了內部資金轉移定價機制，以進一步完善本行香港銀行業務內部的利息收支分配，故此把有關2012年的數字重報後於附註22「分部報告」內列示。

就其他重報而言，比較的數字經已重報，以符合本年度的呈報方式。

### 54. POSSIBLE IMPACT OF AMENDMENTS, NEW STANDARDS AND INTERPRETATIONS ISSUED BUT NOT YET EFFECTIVE FOR THE YEAR ENDED 31ST DECEMBER, 2013 在截至2013年12月31日止年度前已公布但尚未生效的修訂、新標準和詮釋所產生的可能影響

Up to the date of issue of these accounts, the HKICPA has issued a number of amendments and five new standards which are not yet effective for the year ended 31st December, 2013 and which have not been adopted in these accounts. These include the following which may be relevant to the Group.

直至此等賬項之發布日期，香港會計師公會已頒布了多項修訂及五項新準則；但該等修訂和新準則於截至2013年12月31日止會計年度尚未生效，因此尚未應用於此等賬項。可能與本集團有關之修訂和新準則以下。

	Effective for accounting periods beginning on or after 由會計期開始或以後起生效
Amendments to HKAS 32, <i>Offsetting financial assets and financial liabilities</i>	1st January, 2014
修訂《香港會計準則》第32號「金融資產及金融負債之抵銷」	2014年1月1日
Amendments to HKAS 39, <i>Novation of derivatives and continuation of hedge accounting</i>	1st January, 2014
修訂《香港會計準則》第39號「衍生工具之更替及對沖會計法之延續」	2014年1月1日
HKFRS 9, <i>Financial instruments</i>	Unspecified
《香港財務報告準則》第9號「金融工具」	未特定

The Group is in the process of making an assessment of what the impact of these amendments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the consolidated financial statements except for the following:

#### HKFRS 9, Financial Instruments

HKFRS 9 was issued in November 2009 and establishes new principles for the classification and measurement of financial assets. In December 2010, the HKICPA issued additions to HKFRS 9 dealing with financial liabilities. The main changes to the requirements of HKAS 39 are summarised below.

All financial assets are classified into two measurement categories: amortised cost or fair value on the basis of both an entity's business model for managing groups of financial assets and the contractual cash flow characteristics of the individual assets. These two categories replace the four categories under the current HKAS 39, *Financial instruments: Recognition and Measurement*.

本集團正在評估該等修訂對首個應用期可能產生的影響。除以下所述外，至今所得結論是若採納該等修訂對本集團的綜合財務報表不可能構成重大影響：

#### 《香港財務報告準則》第9號「金融工具」

《香港財務報告準則》第9號於2009年11月頒布及建立新原則以分類及計量金融資產。於2010年10月，香港會計師公會頒布《香港財務報告準則》第9號有關處理金融負債的增訂本。其主要對《香港會計準則》第39號所要求的變動簡述如下：

所有金融資產按兩種計量類別分類：攤銷成本或公平價值並根據該實體管理金融資產組合及個別資產的合約現金流特徵之商業模式。該兩種類別取代現時按《香港會計準則》第39號「金融工具：確認與計量」之四種類別。

## NOTES ON THE ACCOUNTS (CONTINUED)

### 賬項附註(續)

Financial assets are measured at fair value through profit or loss, if they do not meet the criteria specified for measurement at amortised cost or if doing so significantly reduces or eliminates an accounting mismatch. An entity has the option to designate all subsequent changes in fair value of an equity instrument not held for trading at fair value through other comprehensive income with no recycling of gains or losses to the income statement. Dividend income would continue to be recognised in the income statement.

Financial assets which contain embedded derivatives are to be classified in their entirety either at fair value or amortised cost depending on whether the contracts as a whole meet the relevant criteria under HKFRS 9.

HKFRS 9 retains all the existing requirements for derecognition of financial instruments and most of the requirements for financial liabilities, except that for financial liabilities designated under the fair value option other than loan commitments and financial guarantee contracts, fair value changes attributable to changes in own credit risk are to be presented in the statement of other comprehensive income, and are not subsequently reclassified to income statement but may be transferred within equity.

In December 2011, the amendment to HKFRS 9 and HKFRS 7 issued by HKICPA provided relief from the requirement to restate prior period comparative information and required additional disclosures on transition from HKAS39 to HKFRS 9. The Group is presently studying the implications of applying HKFRS 9 but it is impracticable to quantify its effect as at the date of publication of these consolidated financial statements.

如它們不符合按攤銷成本計算的要求或如其做法會重大減低或抵銷會計錯配，金融資產會按通過損益以反映公平價值計量。實體有權選擇指定非作交易用途的股份工具往後公平價值變動是通過全面收益表反映，而不是通過收益表來反映盈虧。股息收入仍繼續於收益表內確認。

包含嵌入衍生工具的金融資產會全數分類為按公平價值或攤銷成本，視乎其合約整體上能否符合《香港財務報告準則》第9號之要求。

《香港財務報告準則》第9號保留現時終止確認金融工具之所有要求以及大部分金融負債的要求，除根據公平價值選擇權指定金融負債（不包括貸款承擔及財務擔保合約）外，屬本身信貸風險之公平價值變動在全面收益表內呈報，及不會轉入往後的收益表，但可能會在股東權益內轉賬。

於2011年12月，香港會計師公會頒布經修訂之《香港財務報告準則》第9號及《香港財務報告準則》第7號，以紓緩由《香港會計準則》第39號過渡至《香港財務報告準則》第9號關於需重報前期比較資料及額外披露之要求。本集團現正研究採納《香港財務報告準則》第9號之影響，但於刊登此等綜合財務報表日須量化其影響是不切實際的。

# 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 accounts and does not form part of the audited accounts.

The preparation of supplementary financial information is in accordance with the Banking (Disclosure) Rules and consolidated supervision arrangement approved by HKMA.

以下所披露的資料只屬於賬項的附帶資料而並不構成已審核賬項之一部分。

編製補充財務資料是根據《銀行業(披露)規則》及金管局核准的綜合監管要求。

### (1) CAPITAL ADEQUACY 資本充足

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Capital base	股本基礎		
– Common Equity Tier 1 capital	– 普通股權一級資本	49,245	n.a.
– Additional Tier 1 capital	– 額外一級資本	3,190	n.a.
– Total Tier 1 capital	– 一級資本總額	52,435	41,831
– Tier 2 capital	– 二級資本	16,489	13,902
– Total capital	– 資本總額	68,924	55,733
Risk weighted assets by risk type	風險加權資產類別		
– Credit risk	– 信貸風險	393,020	355,764
– Market risk	– 市場風險	16,524	13,244
– Operational risk	– 營運風險	26,654	22,258
		436,198	391,266
Less: Deductions	減：扣除	(2,322)	(1,639)
		433,876	389,627

		2013	2012
		% 百分率	% 百分率
Common Equity Tier 1 capital ratio	普通股權一級資本比率	11.4	n.a.
Tier 1 capital ratio	一級資本比率	12.1	10.7
Total capital ratio	總資本比率	15.9	14.3

Capital adequacy ratios were compiled in accordance with the Capital Rules issued by the HKMA. The ratios as of 31st December, 2013 were compiled in accordance with the amended Capital Rules effective from 1st January, 2013 for the implementation of the “Basel III” capital accord, whereas the ratios as of 31st December, 2012 were compiled in accordance with the “pre-amended Capital Rules” as in force immediately before 1st January, 2013. 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香港金融管理局所頒布的《資本規則》計算。於2013年12月31日之資本充足比率乃根據因應實施新巴塞爾資本協定III而經修訂並於2013年1月1日生效的《資本規則》所編製，而於2012年12月31日之資本充足比率乃根據於2013年1月1日前有效的《未修訂資本規則》所編製。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 the 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 and Tier 2 capital subject to the thresholds and transitional arrangements as determined in accordance with Part 3 and Schedule 4H of the Capital Rules respectively.

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以及附表4H所述之過渡性安排經計算後從一級及二級資本中扣除。

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		Total equity 股東權益總額	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Abacus (Nominees) Limited	Nominee company 受託代管公司	–	–	–	–
Abacus Business Consultants Sdn. Bhd.	Dormant 不活動	–	–	–	–
Abacus Company Administration Sdn. Bhd.	Corporate director and secretarial services 法人團體董事及秘書服務	–	–	–	–
Abacus Share Registrars Ltd 雅柏勤證券登記有限公司	Name reservation 預留公司名稱	–	–	–	–
Acheson Limited	Trustee and shareholder services 信託及股東服務	–	–	–	–
Agensi Pekerjaan Tricor Sdn Bhd	Employment agency 職業介紹機構	1	–	–	–
Albridge Corporate Advisory Services Ltd	Corporate services 企業服務	–	–	–	–
Albridge Services London Ltd	Secretarial services 秘書服務	–	–	–	–
Alhart Limited	Nominee company 受託代管公司	–	–	–	–
Ample Delight Limited 承悅有限公司	Investment holding 投資控股	403	–	403	–
Asia Management Services Sdn Berhad 亞洲管理服務有限公司	Management services 管理服務	25	–	6	–

## 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
Asia Securities Sdn Bhd	Management services 管理服務	–	–	–	–
Asia Strategic Capital Limited	Investment holding 投資控股	–	–	–	–
Bandon Enterprises Limited	Trustee 信託服務	–	–	–	–
Barbinder & Co. Pte. Ltd.	Share registration 證券登記	7	–	2	–
Barbinder & Co., Sdn. Bhd.	Dormant 不活動	–	–	–	–
BC (BVI) Holdings Limited	Investment holding 投資控股	16	–	16	–
BEA Blue Sky Company Limited	Acting as the sole General Partner to BEA Blue Sky Real Estate Fund L.P. 出任 BEA Blue Sky Real Estate Fund L.P. 單一普通合夥人	–	–	–	–
BEA Blue Sky Real Estate Fund L.P.	Acting as a Limited Partner to BEA/AGRE China Real Estate Fund, L.P. 出任 BEA/AGRE China Real Estate Fund L.P. 有限責任合夥人	–	–	–	–
BEA Blue Sky SLP Limited	Acting as a Special Limited Partner to BEA/AGRE China Real Estate Fund, L.P. 出任 BEA/AGRE China Real Estate Fund L.P. 特殊有限責任合夥人	–	–	–	–
BEA Insurance Agency Limited 東亞保險代理有限公司	Insurance 保險	–	–	–	–
BEA Insurance Brokerage (Taiwan) Limited 東亞銀保險經紀人股份有限公司	General and life insurance broker 一般及人壽保險經紀	1	–	–	–
BEA Life Limited 東亞人壽保險有限公司	Life insurance 人壽保險	7,707	–	746	–
BEA Pacific Asia Limited	Investment holding 投資控股	–	–	–	–
BEA Pacific Holding Company Limited	Investment holding 投資控股	1	–	1	–
BEA Pacific Nominee Limited	In liquidation 進入清盤程序	–	–	–	–
BEA Union Investment Management Limited 東亞聯豐投資管理有限公司	Asset management 資產管理	518	–	487	–
BEA Wealth Management Services (Taiwan) Limited 東亞證券股份有限公司	Wealth management services 財富管理服務	171	–	88	–

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(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
Becmac Limited	Nominee shareholder 股東代名人	–	–	–	–
Beecroft Limited	Nominee company 受託代管公司	–	–	–	–
Bentley Services Limited	Nominee director 董事代名人	–	–	–	–
Blue Care (BVI) Holdings Limited	Investment holding 投資控股	16	16	16	16
Blue Care JV (BVI) Holdings Limited	Investment holding 投資控股	18	18	18	18
Blue Care Medical Services Limited 寶康醫療服務有限公司	Medical services 醫療服務	30	30	14	14
Blue Cross (Asia-Pacific) Insurance Limited 藍十字(亞太)保險有限公司	Insurance 保險	4,401	4,401	840	840
Branford Investments Limited	Nominee services 受託代管服務	–	–	–	–
Camceb Limited	Nominee shareholder 股東代名人	–	–	–	–
Cane Garden Bay Limited	Nominee director/shareholder 董事/股東代名人	–	–	–	–
Capico Asset Management Sdn. Bhd.	Dormant 不活動	–	–	–	–
Caribbean Corporate Services Ltd.	Corporate secretarial and accounting services 法人團體秘書及會計服務	8	8	6	6
CCSL St. Lucia Ltd.	Holding company 控股公司	1	1	–	–
Central Town Limited 匯中興業有限公司	Property investment 物業投資	543	543	318	318
Century Able Limited 階潤有限公司	Investment holding 投資控股	842	842	842	842
Cheam Holdings Limited	Nominee director 董事代名人	–	–	–	–
Cheam Nominees Limited	Nominee director 董事代名人	–	–	–	–
Chua, Woo & Company Sdn. Bhd.	Dormant 不活動	1	1	1	1
Clacton Company Limited	Nominee company 受託代管公司	–	–	–	–
Clancy Limited	Dormant 不活動	–	–	–	–

## 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	Total equity
		資產總額 HK\$ Mn 港幣百萬元	股東權益總額 HK\$ Mn 港幣百萬元
Corona Light Limited	Investment holding 投資控股	930	930
Crescendo Strength Limited	Dormant 不活動	–	–
Crystal Gleaming Limited	Investment holding 投資控股	930	930
Dean Street Property Limited	Property development 物業發展	–	–
Delanez Limited	Nominee director/shareholder 董事/股東代名人	–	–
Denroy Nominees Limited	Nominee director 董事代名人	–	–
Dersale Limited	Nominee director/shareholder 董事/股東代名人	–	–
Directra Overseas Services Inc.	Nominee company 受託代管公司	–	–
Directra Services Limited	Nominee company 受託代管公司	–	–
EA Securities Limited	Investment holding 投資控股	–	(62)
East Asia Corporate Services (BVI) Limited	Registered agent and trustee services 註冊代理及信託服務	34	33
East Asia Corporate Services (Nominees) Ltd.	Nominee director/shareholder 董事/股東代名人	–	–
East Asia Financial Services (BVI) Ltd.	Investment holding 投資控股	1	1
East Asia Futures Limited 東亞期貨有限公司	Futures and options trading 期貨及期權交易	60	59
East Asia Indonesian Holdings Limited	Investment holding 投資控股	130	113
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	17	15
East Asia Properties Holding Company Limited 東亞物業控股有限公司	Investment holding 投資控股	5	(82)
East Asia Property Agency Company Limited 東亞物業代理有限公司	Property agency 物業代理	10	10
East Asia Property Holdings (Jersey) Limited	Property holding 物業持有	82	(5)

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(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 Property Management (China) Limited 東亞物業管理(中國)有限公司	Property management 物業管理		1		(8)
East Asia Property Management (Guangzhou) Limited 東亞物業管理(廣州)有限公司	Property management 物業管理		2		2
East Asia Secretaries (BVI) Limited	Investment holding 投資控股		594		594
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		1,031		631
East Asia Strategic Holdings Limited	Investment holding 投資控股		418		418
Eglantine Investments Limited	Investment holding 投資控股		15		5
Elemen Limited	Nominee shareholder 股東代名人		–		–
Epsilon Registration Services Sdn. Bhd.	Dormant 不活動		–		–
Equity Trustee Limited	Trustee 信託服務		1		–
Essex Nominees Limited	Nominee director/shareholder 董事/股東代名人		–		–
Evatthouse Corporate Services Pte. Ltd.	Corporate secretarial and advisory services 法人團體秘書及諮詢服務		–		–
Far East Bank Nominees Limited	In liquidation 進入清盤程序		–		–
Fortra Services Limited	Nominee company 受託代管公司		–		–
FTG Nominees Limited	Dormant 不活動		–		–
Gainsville Limited	Nominee shareholder 股東代名人		–		–
Gladwood Limited	Nominee director 董事代名人		–		–
Global Success Ltd.	Investment holding 投資控股		–		–
Gold Arch Sdn Bhd	Dormant 不活動		–		–
Golden Cow Global Limited	Nominee services 受託代管服務		–		–

## 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
Golden Empire International Inc.	Property investment 物業投資	–	–	–	–
Golden Properties Finance Ltd.	Mortgage financing 按揭財務	–	–	–	–
Golden Queen International Ltd.	Property investment 物業投資	–	–	–	–
Grimma Company Limited	Nominee company 受託代管公司	–	–	–	–
High Town Limited	Investment holding 投資控股	4	4	4	4
ICEA Capital Limited 工商東亞融資有限公司	Corporate finance advisory and underwriting services 企業融資諮詢及包銷服務	70	70	70	70
ICIS China (HK) Co Limited	Name reservation service 預留公司名稱服務	–	–	–	–
International Holdings Corporation	Trust related services 信託相關服務	–	–	–	–
Kaliwood Corporation	Nominee director/shareholder 董事/股東代名人	–	–	–	–
Keen Sight Development Limited	Investment holding 投資控股	203	203	203	203
Leader One Limited	Investment holding 投資控股	18	18	–	–
Linkwall Investments Limited 領皇投資有限公司	Trustee 信託服務	–	–	–	–
Maccabee (Nominees) Limited	Nominee director 董事代名人	–	–	–	–
Mache Holdings Limited	Nominee shareholder 股東代名人	–	–	–	–
Mache Nominees Limited	Nominee shareholder 股東代名人	–	–	–	–
Mactors Limited	Nominee director 董事代名人	–	–	–	–
Maintex Limited	Nominee director 董事代名人	–	–	–	–
Malplaquet Limited	Nominee director, shareholder and secretary 董事、股東及秘書代名人	–	–	–	–
Manchester Property Holdings Limited	Property holding 物業控股	35	35	15	15



UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(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
Menroy Registrars Limited	Nominee director 董事代名人	–	–	–	–
Norpac Holdings Limited	Custodian services 保管服務	–	–	–	–
Outsource Centre Pte. Ltd.	Accounting and payroll services 會計及支薪服務	1	1	1	1
Overseas Nominees Limited	Nominee services 受託代管服務	–	–	–	–
Peggy Magpie Limited	Dormant 不活動	–	–	–	–
Pen Ling Limited	Nominee company 受託代管公司	–	–	–	–
PFA Registration Services Sdn. Bhd.	Dormant 不活動	1	1	1	1
Powerhouse Worldwide Limited	Investment holding 投資控股	201	201	201	201
Premier Dragon Development Limited 陳唱國際有限公司	Dormant 不活動	–	–	–	–
Ramillies Limited	Nominee director, shareholder and secretary 董事、股東及秘書代名人	–	–	–	–
Red Phoenix Limited	Leasing of motor vehicles 汽車租賃	1	1	1	1
Richard Tozer Nominees Ltd	Dormant 不活動	–	–	–	–
Roebuck Limited	Directorship services 董事職務服務	–	–	–	–
Rontors Limited	Nominee director 董事代名人	–	–	–	–
Rosland Corporate Management Limited	Nominee shareholder 股東代名人	–	–	–	–
Secretaries Limited 秘書商業服務有限公司	Name reservation service 預留公司名稱服務	–	–	–	–
Secretarius Services Sdn. Bhd.	Dormant 不活動	–	–	–	–
Selene Throne (HK) Limited	Name reservation service 預留公司名稱服務	–	–	–	–
Shaftesbury Property Holdings Limited	Investment holding 投資控股	103	103	103	103
Shaftesbury Property Investments Limited	Investment holding 投資控股	81	81	81	81
Shareg Nominees Limited	Nominee services 受託代管服務	–	–	–	–

## 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
Skyray Holdings Limited	Investment holding 投資控股	450		450	
Speedfull Limited	Investment holding 投資控股	450		450	
Standard Registrars Limited 標準證券登記有限公司	Dormant 不活動	–		–	
Strath Corporate Services Holdings Limited	Holding company 控股公司	–		–	
Strath Corporate Services Limited	Business and corporate services 商業及企業服務	–		–	
Strath Fiduciaries Limited	Trust and fiduciaries services 信託服務	–		–	
Swan Nominees Limited	Nominee shareholder 股東代名人	–		–	
Tabernacle Assets Limited 德繼有限公司	Protector of trust 信託保障人	–		–	
Teeroy Limited	Trustee 信託服務	–		–	
Tengis International Limited	Authorised signatories services 授權簽署服務	–		–	
Tengis Limited 登捷時有限公司	Dormant 不活動	–		–	
Tengis Services Limited	Act as account holder for clients' funds for payroll and MPF 出任客戶支薪及強積金賬戶持有人	–		–	
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	Nominee services 受託代管服務	–		–	
The Bank of East Asia Charitable Foundation Limited 東亞銀行慈善基金有限公司	Charitable institution 慈善機構	–		–	
The Bank of East Asia Nominees (UK) Limited	Dormant 不活動	–		–	
Travelsafe Limited	Insurance 保險	–		–	
Tricor (B) Sdn. Bhd.	Corporate business and investor services 企業、商業及投資者服務	7		2	
Tricor (Labuan) Limited	Dormant 不活動	2		1	

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(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
Tricor Abacus Limited 卓佳雅柏勤有限公司	Investor services 投資者服務		2		2
Tricor Asia Limited	Act as account holder for clients' funds for payroll and payment processing 出任客戶支薪及付款處理賬戶持有人		–		–
Tricor Authorised Representative Limited	Authorised representative services 授權代表服務		–		–
Tricor Board Dynamics Sdn Bhd	Dormant 不活動		–		(1)
Tricor Business Services Sdn. Bhd.	Accounting, payroll and administration services 會計、支薪及行政服務		79		12
Tricor Caribbean Limited	Inactive 不活躍		–		–
Tricor Consultancy (Beijing) Limited 東亞卓佳諮詢(北京)有限公司	Business consultancy in China 國內商業諮詢		143		138
Tricor Corporate Secretaries Limited	Dormant 不活動		–		–
Tricor Corporate Secretary Limited	Corporate services 企業服務		–		–
Tricor Corporate Services Sdn. Bhd.	Secretarial, finance & accounting services, human resource consulting services and all other consulting services 秘書、財務與會計、人力資源諮詢以及其他諮詢服務		55		17
Tricor Custodian Limited	Process agent and escrow services 法律程序文件代理人及委託交易服務		–		–
Tricor EACS (Hong Kong) Limited	Agent for East Asia Corporate Services (BVI) Limited East Asia Corporate Service (BVI) Limited之代理人		–		–
Tricor Executive Recruitment Ltd.	Executive recruitment 高級管理人才招聘		3		(7)
Tricor Executive Resources Limited 卓佳行政資源顧問有限公司	Executive search and selection 搜羅及選核高級管理人才		2		(2)
Tricor Firmley Limited	Nominee company and corporate services 受託代管公司及企業服務		–		–
Tricor Friendly Limited 卓佳準誠有限公司	Investor services 投資者服務		1		1
Tricor Global Limited	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
Tricor Greater China Limited 卓佳大中華有限公司	Investment holding 投資控股	21		17	
Tricor Holdings Limited	Investment holding 投資控股	1,235		1,230	
Tricor Holdings Pte. Ltd.	Investment holding 投資控股	516		154	
Tricor IAG Fund Administration (Hong Kong) Limited 卓佳頤富基金管理(香港)有限公司	Fund administration service 基金管理服務	–		(2)	
Tricor International Trustee Limited	Trustee 信託服務	2		2	
Tricor Investor Services Limited 卓佳證券登記有限公司	Investor services 投資者服務	42		35	
Tricor Investor Services Sdn. Bhd.	Shares registration service 證券登記服務	28		25	
Tricor Japan Limited 卓佳日本有限公司	Consulting, accounting, human resources & office administrative service 諮詢、會計、人力資源及辦公室行政服務	7		6	
Tricor K.K.	Business process outsourcing 業務流程外包	32		25	
TRICOR KNOWLEDGE HOUSE SDN BHD	Dormant 不活動	5		1	
Tricor Nominees Limited	Founder member of Tricor's HK shelf companies 為卓佳香港空殼公司之創辦成員	–		–	
Tricor Outsourcing (Thailand) Ltd.	Business outsourcing 業務外包	41		5	
Tricor Progressive Limited 卓佳廣進有限公司	Investor services 投資者服務	1		1	
Tricor Representatives Limited	Process agent or escrow services 法律程序文件代理人及委託交易服務	–		–	
Tricor Roots Business Intelligence Sdn Bhd.	Development and trading of computer software and provision of software related consultancy services 電腦軟件開發及買賣以及提供相關之軟件諮詢服務	19		19	
Tricor Roots Consulting Sdn Bhd.	Consultancy services 諮詢服務	26		(11)	
Tricor Roots Governance Sdn. Bhd.	Internal audit service 內部審計服務	1		(2)	
TRICOR SAAS SDN BHD	Software development and other related information technology support 軟件開發以及其他相關資訊科技支援	–		–	

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(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
Tricor Secretaries Limited 卓佳秘書商務有限公司	Business, corporate and investor services 商業、企業及投資者服務	24		19	
Tricor Securities Limited	Nominee and custodian services 受託代管服務	–		–	
Tricor Senedi Sdn Bhd	Web design and maintenance, software development and other information technology support 網頁設計及維護、軟件開發及相關資訊科技支援	1		(4)	
Tricor Services (Brunei) Ltd	Registered agent 註冊代理	–		–	
Tricor Services (BVI) Limited	Registered agent and trustee services 註冊代理及信託服務	24		17	
Tricor Services (Macau) Limited 卓佳專業商務(澳門)有限公司	Business services 商業服務	4		3	
Tricor Services (Malaysia) Sdn. Bhd.	Investment holding 投資控股	120		11	
Tricor Services (UK) Limited	Investment holding 投資控股	39		–	
Tricor Services Europe LLP	Limited liability partnership 有限責任合夥	35		4	
Tricor Services Limited 卓佳專業商務有限公司	Business, corporate and investor services 商業、企業及投資者服務	334		236	
Tricor Signatory Limited	Bank signatory 銀行戶口簽署人	–		–	
Tricor Singapore Pte. Ltd.	Business management and consultancy services, and employment agency 商業管理及諮詢服務、兼職業介紹機構	303		108	
Tricor Standard Limited 卓佳標準有限公司	Investor services 投資者服務	3		3	
Tricor Strath Limited	Business and corporate services 商業及企業服務	–		–	
Tricor Subscribers Limited	Nominee company 受託代管公司	–		–	
Tricor Tax Services Sdn. Bhd.	Advisors and consultants 顧問及諮詢	3		2	
Tricor Tengis Limited 卓佳登捷時有限公司	Business, corporate and investor services 商業、企業及投資者服務	14		14	
Tricor Trustco (Labuan) Limited	Corporate, secretarial & accounting services 企業、秘書及會計服務	30		19	
Trident Corporate Management Limited	Nominee shareholder 股東代名人	–		–	

## 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
Trident Nominees Limited	Trustee company 信託人公司	–	–	–	–
Tristan Company Limited	Nominee director/shareholder 董事/股東代名人	–	–	–	–
Tudor Nominees Limited	Nominee shareholder 股東代名人	–	–	–	–
Tung Shing Holdings (BVI) Limited	Investment holding 投資控股	–	–	–	–
Turquandia Limited	Nominee shareholder 股東代名人	–	–	–	–
U Care Hong Kong Medical Limited 明康醫療香港有限公司	Medical services 醫療服務	12	12	(15)	(15)
United Chinese (Nominee) Limited	Dormant 不活動	–	–	–	–
Vanceburg Limited	Nominee shareholder, secretary and appointor 股東代名人、秘書及提名人	–	–	–	–
W.T. (Secretaries) Limited	Secretaries services 秘書服務	–	–	–	–
Wai Chiu Company Limited 偉超有限公司	Nominee director/shareholder 董事/股東代名人	–	–	–	–
Wai Hop Company Limited 偉合有限公司	Nominee director/shareholder 董事/股東代名人	–	–	–	–
WCS Nominees Limited	Dormant 不活動	–	–	–	–
Westboro Limited	Nominee services 受託代管服務	–	–	–	–
Wilfred Co., Ltd.	First director facility 首任具名董事服務	–	–	–	–
Witcombe Corporation	Nominee director/shareholder 董事/股東代名人	–	–	–	–
Woodside Corporate Services Limited	Receiving agent, fund administration, custodial, security trustee and registrar services 收款代理人、基金管理、保管、信託保安 及登記服務	7	7	6	6
Woodside Secretaries Limited	Corporate secretarial services plus registrar and Enterprise Investment Scheme administration services 法人團體秘書服務、過戶登記處及企業 投資計劃行政服務	2	2	2	2
WT Management (PTC) Inc	Trustee 信託服務	–	–	–	–



## 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, 2013.

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2013年12月31日其綜合計算方法是不相同的。

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, 2013.

於2013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。

There are no relevant capital shortfalls in any of the Group's subsidiaries as at 31st December, 2013 (31st December, 2012: Nil) which are not included in the Group's consolidation for regulatory purposes.

於2013年12月31日(2012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。

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.

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。

For the purpose of compliance with the Banking (Disclosure) Rules, the Group has established a new 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).

為符合《銀行業(披露)規則》，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[http://www.hkbea.com/regulatory\\_disclosures/index\\_tc.html](http://www.hkbea.com/regulatory_disclosures/index_tc.html)的直接連繫。

## (2) LIQUIDITY RATIO 流動資金比率

		2013 % 百分率	2012 % 百分率
Average liquidity ratio for the year	年度內平均流動資金比率	47.0	46.6

The average liquidity ratio for the year is the simple average of each calendar month's average liquidity ratio, which is computed on the consolidated basis as required by the HKMA for its regulatory purposes, and is in accordance with the Fourth Schedule to the Banking Ordinance.

年度內平均流動資金比率是每月平均比率的簡單平均數，其計算是根據金管局訂定用作規管用途的綜合基準及《銀行業條例》(附表4)。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (3) CROSS-BORDER CLAIMS 跨國債權

The information on cross-border claims discloses exposures to foreign counterparties on which the ultimate risk lies, and is derived according to the location of the counterparties after taking into account any transfer of risk. 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. Only regions constituting 10% or more of the aggregate cross-border claims are disclosed.

跨國債權資料披露對海外交易對手風險額最終風險的所在地，並已顧及轉移風險因素。一般而言，有關貸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。當某一地區的風險額佔風險總額的百分之十或以上，該地區的風險額便須予以披露。

		2013							
		Banks and other financial institutions 銀行及其他金融機構		Public sector entities 公營機構		Others 其他		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>The Group</b>	<b>集團</b>								
People's Republic of China	中華人民共和國		30,341		3,702		98,630		132,673
Asian countries, excluding People's Republic of China	其他亞洲國家(不包括中華人民共和國)		13,125		9,155		26,314		48,594
North America	北美洲		6,182		40		3,059		9,281
Western Europe	西歐		7,238		-		2,323		9,561

		2012							
		Banks and other financial institutions 銀行及其他金融機構		Public sector entities 公營機構		Others 其他		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
The Group	集團								
People's Republic of China	中華人民共和國		42,804		2,480		67,285		112,569
Asian countries, excluding People's Republic of China	其他亞洲國家(不包括中華人民共和國)		17,941		8,570		23,401		49,912
North America	北美洲		7,946		316		3,328		11,590
Western Europe	西歐		6,754		306		3,608		10,668

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

(4) NON-BANK MAINLAND EXPOSURES 內地非銀行類客戶風險

The total direct non-bank Mainland exposures and the individual impairment allowances are as follows:

內地非銀行類客戶直接風險總額及其個別減值準備如下：

		2013				Individual impairment allowance	
Type of counterparties	交易對手的類別	On-balance sheet exposure	Off-balance sheet exposure	Total			
		資產負債表以內的風險	資產負債表以外的風險	總額		個別減值準備	
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元
Mainland entities	內地實體	210,116	62,056	272,172		107	
Companies and individuals outside the Mainland where the credit is granted for use in the Mainland	信貸是用於內地而借款的公司及個人是在國外	47,304	4,512	51,816		7	
Other counterparties the exposures to whom are considered to be non-bank Mainland exposures	其他交易對手而其風險被認為內地非銀行類客戶風險	30,049	442	30,491		11	
Total	總額	287,469	67,010	354,479		125	

		2012				Individual impairment allowance	
Type of counterparties	交易對手的類別	On-balance sheet exposure	Off-balance sheet exposure	Total			
		資產負債表以內的風險	資產負債表以外的風險	總額		個別減值準備	
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元	HK\$ Mn 港幣百萬元	港幣百萬元
Mainland entities	內地實體	184,652	64,253	248,905		98	
Companies and individuals outside the Mainland where the credit is granted for use in the Mainland	信貸是用於內地而借款的公司及個人是在國外	32,777	2,669	35,446		8	
Other counterparties the exposures to whom are considered to be non-bank Mainland exposures	其他交易對手而其風險被認為內地非銀行類客戶風險	20,065	2,630	22,695		4	
Total	總額	237,494	69,552	307,046		110	

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (5) OVERDUE, RESCHEDULED AND REPOSSESSED ASSETS 逾期、經重組及收回資產

## (a) Overdue and rescheduled advances

## (a) 逾期及經重組墊款

		2013		2012	
		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
<b>The Group</b>	<b>集團</b>				
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	216	0.1	255	0.1
– 1 year or less but over 6 months	– 6個月以上至1年	201	0.1	181	0.0
– Over 1 year	– 1年以上	507	0.1	220	0.1
		924	0.3	656	0.2
Rescheduled advances to customers	經重組客戶墊款	86	0.0	91	0.0
Total overdue and rescheduled advances	逾期及經重組墊款總額	1,010	0.3	747	0.2
Secured overdue advances	有抵押逾期墊款	777	0.2	483	0.1
Unsecured overdue advances	無抵押逾期墊款	147	0.0	173	0.0
Market value of security held against secured overdue advances	有抵押逾期墊款抵押品市值	2,736		2,026	
Individual impairment allowance made on loans overdue for more than 3 months	逾期3個月以上貸款的個別減值準備	183		182	

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.

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。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

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.

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

#### (b) Advances to bank

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。

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) 銀行墊款

		2013	2012
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Advances to bank 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	–	6
– 1 year or less but over 6 months	– 6個月以上至1年	–	–
– Over 1 year	– 1年以上	–	–
		–	6
Rescheduled advances to bank	經重組銀行墊款	–	–
Total overdue and rescheduled advances	逾期及經重組墊款總額	–	6

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (5) OVERDUE, RESCHEDULED AND REPOSSESSED ASSETS (CONTINUED)

## 逾期、經重組及收回資產(續)

## (c) Other overdue and rescheduled assets

## (c) 其他逾期及經重組資產

		2013		2012	
		Accrued interest 應計利息	Other assets* 其他資產*	Accrued interest 應計利息	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
<b>The Group</b>	<b>集團</b>				
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	–	–	–	–
– 1 year or less but over 6 months	– 6個月以上至1年	–	–	–	–
– Over 1 year	– 1年以上	–	4	–	4
		–	4	–	4
Rescheduled assets	經重組資產	–	–	–	–
Total other overdue and rescheduled assets	其他逾期及經重組 資產總額	–	4	–	4

\* 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

		2013		2012	
		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>The Group</b>	<b>集團</b>				
Reposessed land and buildings*	收回土地及建築物*	51		10	
Reposessed vehicles and equipment	收回汽車及設備	–		–	
Total reposessed assets	收回資產總額	51		10	

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。

\* The balance included HK\$3 million (2012: Nil) relating to properties that were contracted for sale but not yet completed.

\* 結餘中並包括港幣300萬元已簽約出售但仍未成交的物業(2012年：無)。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY 主要風險及資本充足度

##### (a) Summary of approach to assess capital adequacy

Different approaches are adopted for assessing capital adequacy as follows:

Risk areas 風險範圍	Approach for assessing capital adequacy 評估資本充足率的方法
Credit Risk 信貸風險	Foundation Internal Ratings-Based (“IRB”) Approach 基礎內部評級基準計算法
Market Risk 市場風險	Internal Models Approach 內部模式計算法
Operational Risk 營運風險	Standardised Approach 標準計算法

##### (b) Principal risks

This section presents information on the Group’s management of principal risks.

The Group has established comprehensive risk management procedures in line with the requirements set out by the HKMA to identify, measure, monitor, control and report on the various types of risk that the Group faces, including credit risk, interest rate risk, market risk, liquidity risk and operational risk, and, where appropriate, to allocate capital to cover those risks.

To further enhance the Group’s risk management framework, and in line with the best practices encouraged by the HKMA, the Group established the Risk Committee in 2013. The RIC comprises the Group’s Chairman & Chief Executive, two INEDs, and two NEDs. One of the major responsibilities of the RIC is to assist the Board to manage risks associated with strategic issues of the Group. The RIC is also responsible for the regular review of the Group’s risk appetite statement before its submission to the Board for final review and approval. The related risk levels, where appropriate, are laid down in the risk management policies.

The risk management mechanisms are built around a centralised framework and include the RIC, Crisis Management Committee, Risk Management Committee, specialised risk management committees – namely, Credit Committee, Asset and Liability Management Committee and Operational Risk Management Committee – and the Risk Management Division. These mechanisms capture the different risk-related management activities on a Group basis, including the formulation of policies, risk assessment, setting up of procedures and control limits, and ongoing monitoring before the same are reported to the Board. The mechanisms ensure compliance with the Group’s policies, and legal and regulatory requirements in Hong Kong, China, and overseas. They are supplemented by active management involvement, effective internal controls, and comprehensive audits.

##### (a) 評估資本充足度的方法概要

評估資本充足度採納以下不同方法：

##### (b) 主要風險

本部分載述有關本集團主要風險管理的資料。

按照金管局發出的規定，本集團已建立一套完善的風險管理制度，以識別、衡量、監察、控制及匯報本集團所承受各類風險，當中涵蓋信貸風險、利率風險、市場風險、流動資金風險和營運風險，並於適當的情況下調配資本以抵禦該等風險。

為了進一步鞏固本集團的風險管理框架及遵循金管局倡導的最佳做法，本集團於2013年設立了風險委員會。風險委員會由本集團的主席兼行政總裁、兩名獨立非執行董事，及兩名非執行董事組成。風險委員會的其中一項主要職責是協助董事會管理與本集團的策略事宜相關的風險。風險委員會亦負責定期檢討風險偏好報告書，並將其呈交董事會作最後審批。在適當的情況下，本集團已將與此有關的風險水平詳列於風險管理政策內。

本集團的風險管理機制是建立在一個中央架構上，當中包括風險委員會、危機管理委員會、風險管理委員會、專責風險管理委員會（包括信貸委員會、資產負債管理委員會及營運風險管理委員會），以及風險管理處。這些管理機制可在集團層面上處理各重要的風險相關事項，包括制定政策、風險評估、設立程序和控制限額，以及持續監測遵守情況等，其後會向董事會匯報，確保風險相關事項已全面符合本集團政策，及於香港、中國和海外的相關法律和監管規定。管理層的積極參與、有效的內部監控和全面的稽核均能完善風險管理制度。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

The Crisis Management Committee and Risk Management Committee comprise the Group's Chairman & Chief Executive, Senior Advisors, Senior Management and the Group Chief Risk Officer.

The specialised risk management committees comprise the Group's Senior Advisors, Senior Management, the Group Chief Risk Officer and where appropriate division heads from the relevant areas.

An independent centralised risk management unit, Risk Management Division, is responsible for monitoring the activities relating to these principal risks. The internal auditors also perform regular audits on business units to check compliance with policies and procedures.

Management of the Group's major risks is governed by the respective risk management policies. The Group's major risk management policies and control limits are approved by the Board and they are monitored and regularly reviewed. The Board has delegated the responsibility of on-going risk management to the RIC, Risk Management Committee and specialised risk management committees. Significant risk management related issues are required to be reported to the Board to assist its oversight on risk management.

Regular stress tests are carried out by the Group to assess the impact of a number of historical and hypothetical stress scenarios on the Group's financial position, in particular capital adequacy, profitability and liquidity.

Each new product launch must go through an evaluation process, which includes business and financial analysis and risk assessment. Approval for the launch of new products must be obtained from the New Product Development Working Group, the membership of which is comprised of heads of support and control units. This Working Group further reports to the New Product Development Steering Group chaired by the Bank's Group Chief Risk Officer, with other members being division heads of support functions.

## Credit risk management

Credit risk arises from the possibility that a customer or counterparty in a transaction may default. Such risk may arise from counterparty risks from loan and advances, issuer risks from the securities business and counterparty risks from trading activities.

The Credit Committee is responsible for dealing with 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 through 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.

## (b) 主要風險(續)

危機管理委員會及風險管理委員會由本集團主席兼行政總裁、高級顧問、高層管理人員和集團風險總監組成。

專責風險管理委員會由本集團高級顧問、高層管理人員、集團風險總監及(在適當情況下)其他有關方面的處級主管組成。

本集團設有一個獨立的中央風險管理單位(風險管理處)，專責處理與主要風險有關的活動。內部稽核員亦會對業務部門定期進行稽核，以確保該等政策及程序得以遵從。

本集團的主要風險管理受各項風險管理政策管轄。本集團的主要風險管理政策及控制限額由董事會批准，並且受到監控及定期檢討。董事會已將持續管理風險的責任授予風險委員會、風險管理委員會及專責風險管理委員會。與重要風險管理相關的事項須上報至董事會，以協助董事會監督風險管理。

本集團定期進行壓力測試，以評估眾多過往和假設壓力情景對本集團財務狀況的影響，尤其是對資本充足、盈利能力及流動資金的影響。

每一個新產品的推出，須通過評估過程，包括業務和財務分析和風險評估。這些新產品的批准由新產品開發工作組負責，該工作組由支援及監控職能的部門主管組成。該工作組進一步向新產品開發指導小組報告；新產品開發指導小組主席為集團風險總監，其他成員包括支援職能的處級主管。

## 信貸風險管理

信貸風險源於客戶或交易對手未能履行其承擔，可來自本集團貸款中的交易對手風險、證券業務的發行商風險和交易活動的交易對手風險。

信貸委員會負責處理所有與本集團信貸風險有關的事務，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。本集團識別和管理信貸風險的方法，包括設定目標市場分部、制定適當的信貸政策和執行信貸評核程序，以及監控資產素質。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。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

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 extension criteria, credit monitoring process, internal rating structure, credit recovery and provisioning policy. They are reviewed and enhanced on an on-going basis to cater for market changes, statutory requirements and best practice in risk management processes.

The Group's credit risk management for the major types of credit risk is depicted as follows:

(i) *Corporate and bank 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 are applied to each counterparty. For exposure classified as Specialised Lending in particular, supervisory slotting criteria are used. To monitor 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 internal rating system and formulation of credit policies are primarily based on the demographic factors 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.

本集團在評估與個別客戶或交易對手相關的信貸風險時，雖然可藉客戶或交易對手的抵押品減低信貸風險，然而他們的財政實力以及還款能力才是本集團的主要考慮因素。

本集團已制訂多項政策、程序及評級系統，以辨識、衡量、監察、控制及匯報本集團所承受的信貸風險。在此方面，本集團已將信貸風險管理指引詳列於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、有關法定要求及風險管理程序的最佳作業。

本集團就下列各類主要信貸風險實行信貸風險管理：

(i) *企業及銀行信貸風險*

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，本集團已制定適用於所有交易對手的內部評級系統。監管分類準則尤其適用於歸類為專門性借貸的風險承擔。為監控信貸集中的潛在風險。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，確保按照貸款的規模和信貸評級，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。有關政策乃旨在儘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人口結構因素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。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

## Credit risk management (continued)

## (iii) Credit for treasury transactions

The credit risk of the Group's treasury transactions is managed in the same way as the Group manages its corporate and bank lending risk. The Group applies an internal rating system to its counterparties and sets individual counterparty limits.

## (iv) Credit-related commitment

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.

## (v) Concentration 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.

The Group monitors its concentration risk by adopting appropriate risk control measures, such as setting limits on exposures to different industries and loan portfolios.

## (vi) Capital requirement for credit risk by exposure class

The following table indicates the capital requirement for credit risk on each class of exposure at 31st December, 2013 and 31st December, 2012 respectively:

Exposure class	風險承擔類別	Capital requirement			
		資本要求			
		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Bank	銀行	6,872		4,251	
Corporate	企業	15,716		17,054	
Residential mortgage	住宅按揭	901		817	
Qualifying revolving retail	合資格循環零售	638		583	
Other retail	其他零售	682		558	
Equity booked on banking book subject to Simple Risk-weight Method under Market-based Approach	銀行賬下的股權 —以市場基準計算法下的簡單風險 權重方法計算	1,061		245	
Equity booked on banking book subject to Internal Models Method under Market-based Approach	銀行賬下的股權 —以市場基準計算法下的內部模式 方法計算	182		114	
Equity booked on banking book subject to PD/LGD Approach	銀行賬下的股權 —以PD/LGD計算法計算	—		—	
Other equity booked on banking book	其他銀行賬下的股權	968		—	
Other exposures under IRB Approach (including cash and other items, and credit valuation adjustment risk)	內部評級基準計算法下的其他風險承擔 (包括現金及其他項目, 及信用估值 調整風險)	1,579*		1,294	
Exposures under Standardised Approach	標準計算法下的風險承擔	2,843		3,546	

\* The capital requirement for credit valuation adjustment risk was introduced by the Banking (Capital) (Amendment) Rules 2012 which became effective on 1st January 2013.

## (b) 主要風險(續)

## 信貸風險管理(續)

## (iii) 財資交易的信貸風險

本集團採用企業及銀行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。

## (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。

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) 各風險承擔類別的信貸風險資本要求

下表分別顯示於2013年12月31日及2012年12月31日每種風險承擔類別的信貸風險資本要求情況：

\* 《2012年銀行業(資本)(修訂)規則》引入了對信用估值調整風險的資本要求，並於2013年1月1日起生效。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### Market risk management

Market risk arises from all market risk sensitive financial instruments, including debt securities, foreign exchange contracts, equity and derivative instruments, as well as from balance sheet or structural positions. The aim in managing market risk is to reduce the Group's exposure to the volatility inherent in financial instruments.

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. The Asset & Liability Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to market risk.

The use of derivatives for proprietary trading and the sale of derivatives to customers as risk management products is an integral part 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 derivatives 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, commercial banking operations and structural foreign currency exposures. The Group's non-structural foreign currency exposures are dominated in USD. For other currencies, currency concentrations are maintained below 10% of the total net position in all non-structural foreign currencies of the Group. All foreign currency positions are managed within limits approved by the Board or 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 VaR measurements, as related gains or losses are taken to reserves. Such foreign currency positions are managed with the principal objective of ensuring that the Group's reserves are protected from exchange rate fluctuations. The Group seeks to match closely its foreign currency denominated assets with corresponding liabilities in the same currencies.

The net positions or net structural positions in foreign currencies are disclosed when each currency constitutes 10% or more of the respective total net position or total net structural position in all foreign currencies. The net option position is calculated in the basis of the delta-weighted position of option contracts.

#### 市場風險管理

市場風險源自所有對市場風險敏感的財務工具，包括債務證券、外匯合約、股份和衍生工具，以及資產負債表或結構性持倉。市場風險管理旨在減少本集團因財務工具內在的波動性而承受的風險。

資產負債管理委員會負責處理本集團一切與市場風險相關的事項，亦負責定期檢討利率走勢及釐定相應的未來業務策略。本集團風險管理處轄下的資產負債管理部，負責監察與市場風險有關的活動。

進行衍生工具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程序。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，本集團主要管理的市場風險包括：

#### (i) 貨幣風險

本集團的外幣風險源自外匯買賣、商業銀行業務和結構性外匯風險。本集團的非結構性外幣風險是以美元為單位，而其他外幣方面，該等貨幣風險佔本集團所有非結構性外幣的淨持倉總額低於10%。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。

本集團於分行、附屬公司和聯營公司的外匯投資，其有關的溢利及虧損因為已撥入儲備，所以未計算在風險值內。管理此等外幣投資的主要目的，是保障本集團的儲備免受匯率波動的影響。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。

如個別外幣的持倉淨額或結構性持倉淨額佔所持有外幣淨持倉總額或結構性淨持倉總額的10%或以上，便須予以披露。期權倉淨額乃根據所有外匯期權合約之得爾塔加權持倉為基礎計算。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

Market risk management (continued)

(i) Currency risk (continued)

## The Group

## (b) 主要風險(續)

市場風險管理(續)

(i) 貨幣風險(續)

## 集團

		2013							
		USD		RMB		Other foreign currencies		Total	
		美元		人民幣		其他外幣		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
Spot assets	現貨資產	185,817		751,286		77,208		1,014,311	
Spot liabilities	現貨負債	(188,352)		(708,796)		(83,423)		(980,571)	
Forward purchases	遠期買入	166,647		111,459		17,799		295,905	
Forward sales	遠期賣出	(161,663)		(153,524)		(12,039)		(327,226)	
Net options position	期權倉淨額	(31)		6		(8)		(33)	
Net long/(short) non-structural position	非結構性長/(短)盤淨額	2,418		431		(463)		2,386	

		2012							
		USD		RMB		Other foreign currencies		Total	
		美元		人民幣		其他外幣		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
Spot assets	現貨資產	150,217		632,345		76,590		859,152	
Spot liabilities	現貨負債	(156,498)		(606,456)		(77,307)		(840,261)	
Forward purchases	遠期買入	113,306		74,073		11,656		199,035	
Forward sales	遠期賣出	(104,331)		(100,518)		(11,257)		(216,106)	
Net options position	期權倉淨額	(438)		-		5		(433)	
Net long/(short) non-structural position	非結構性長/(短)盤淨額	2,256		(556)		(313)		1,387	

		2013							
		USD		RMB		Other foreign currencies		Total	
		美元		人民幣		其他外幣		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
Net structural position	結構性持倉淨額	2,475		8,960		754		12,189	

		2012							
		USD		RMB		Other foreign currencies		Total	
		美元		人民幣		其他外幣		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
Net structural position	結構性持倉淨額	2,488		8,703		764		11,955	



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

The above figures are disclosed in accordance with the return relating to foreign currency positions the Bank submitted to the HKMA pursuant to section 63 of the Banking Ordinance in respect of the annual reporting period, which are computed on the consolidated basis as required by the HKMA for its regulatory purposes.

#### (ii) Interest rate risk

The Group's interest rate positions arise from treasury and commercial banking activities. Interest rate risk arises in both trading portfolios and non-trading portfolios. Interest rate risk primarily results from the timing differences in the repricing of interest-bearing assets, liabilities and commitments. It also relates to positions from non-interest bearing liabilities including shareholders' funds and current accounts, as well as from certain fixed-rate loans and liabilities. Interest rate risk is managed daily by the Treasury Markets Division 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.

#### (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 risk-taking activities of the Group, to ensure that overall and individual market risks are within the Group's risk tolerance level. Risk exposures are monitored on a frequent basis 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, if positions are held unchanged over a certain horizon time period.

The Group estimates VaR for the Group's trading portfolio by the Parametric Approach, where the VaR is derived from the underlying variances and co-variances of the constituents of a portfolio. This methodology uses historical movements in market rates and prices, a 99% confidence level, a one-day holding period and a one-year historical observation period. An equal or higher weighting scheme is applied to more recent observations under which higher VaR should be used.

以上數字乃根據《銀行業條例》第63條，就年度報告期向金管局呈交的關乎非港元貨幣持倉的申報表之基準，其計算是根據金管局訂定用作規管用途的綜合基準所編製。

#### (ii) 利率風險

本集團的利率持倉來自財資及商業銀行業務。交易組合和非交易組合均會產生利率風險。利率風險主要是由帶息資產、負債及承擔在再定息時的時差所致，亦與無息負債持倉有關，其中包括股東資金和往來賬戶及若干定息貸款和負債。利率風險由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。

#### (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承擔市場風險的活動，確保整體及個別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。

本集團通過參數法評估本集團交易組合的風險值，其中，風險值乃透過組合成份的有關方差及協方差計算得出。該方法是依據過往市場息率與價格的波動、99%置信水平、1日持倉期以及1年過往觀察期來推算，其中對較近期觀察給予相等或較高的權重，並且據此採用較高的風險值。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

## Market risk management (continued)

Structural foreign exchange positions arising from net investments in branches and subsidiaries are not included in the VaR for the foreign exchange trading position.

The book value of listed shares, as well as the book value of private equity funds and unlisted equities (collectively the “Unlisted Securities”), are subject to limits and these are monitored by the management of the Group. The Unlisted Securities and listed non-trading equities 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.

Total market risk capital charge under the advanced approach adopted by the Group is divided into two parts, market risk capital charge for specific risk and market risk capital charge for general market risk. Under capital charge for general market risk, the Group uses the internal models approach for the VaR calculation, by applying full 10-day price movement. For specific risk, the Group uses the Standardised (market risk) Approach for the calculation.

The following table indicates the capital charge for market risk:

		Market risk capital charge 市場風險資本要求 As at 31st December, 2013 於2013年12月31日 HK\$ Mn 港幣百萬元		2012 於2012年12月31日 HK\$ Mn 港幣百萬元
Internal Models Approach	內部模式計算法			
– General Market Risk	– 一般市場風險		<b>1,071</b>	764
– VaR	– 風險		<b>257</b>	191
– Stressed VaR	– 受壓風險		<b>814</b>	573
Standardised Approach	標準計算法			
– Specific Market Risk Debt Charge	– 特定市場風險債務要求		<b>106</b>	188
– Specific Market Risk Equity Charge	– 特定市場風險股份要求		<b>145</b>	107
Total	總額		<b>1,322</b>	1,059

According to the Capital Rules, the Group adopts back testing to assess the predictive power of the VaR estimation. Back testing consists of a periodic comparison of the daily VaR measures with the subsequent daily actual and hypothetical trading outcomes. Back testing is a statistical technique developed to gauge the quality and accuracy of risk measurement model. 1 exception was found during 2013 (No exceptions were found during 2012), under 99% confidence level and 250-day observation period.

The Bank uses internal models approach for Vega risk capital charge calculation.

## (b) 主要風險(續)

## 市場風險管理(續)

由分行及附屬公司的淨投資產生的結構性外匯持倉不會包括在計算外匯交易持倉的風險值。

除上市股份外，私人股份基金及非上市股份（統稱「非上市證券」）均由本集團管理層按限額控制。非上市證券及非交易上市股份是根據特定限額管理及並不包括在交易股份持倉的風險值內。資產負債管理委員會須定期檢討該限額。

本集團採用的先進方法計算所得的市場風險資本要求總額分為兩個部分：特定風險的市場風險資本要求及一般市場風險的市場風險資本要求。本集團採用內部模式計算法，利用完整的10天價格變動計算風險值，計算一般市場風險的市場風險資本要求。本集團採用標準(市場風險)計算法計算特定風險。

下表顯示市場風險的資本要求：

根據《資本規則》，本集團採用回溯測試評估風險值估計數字的預測準確度。回溯測試包括定期將每日風險值與其後的每日實際及模擬交易結果進行對比。回溯測試是一種用以衡量風險管理模式的質素與準確度的統計技術。在99%的置信水平及250日觀察期的情況下，2013年發現1次例外情況(2012年沒有發現例外情況)。

維加風險的資本要求已採用內部模式計算法。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### Back testing exceptions

#### 回溯測試的例外情況

		Year 2013 年 20th June, 2013 2013年06月20日 HK\$ Mn 港幣百萬元
Loss of total trading activities	交易活動的虧損	<b>50</b>
VaR for total trading activities at corresponding date	相對當日的風險值	<b>31</b>

In addition, stress testing on market risk is performed for the Group as a supplement to the daily VaR assessment. The Group applies sensitivity analysis and scenario analysis, on individual portfolios and/or on the Group's consolidated positions, to assess the potential impact of extreme movements in market prices on the Group's earnings.

此外，本集團利用市場風險壓力測試以補足每日風險值的評估。本集團對個別組合及／或本集團綜合持倉進行敏感度分析及情景分析，以評估市場價格的大幅波動對本集團盈利可能產生的影響。

#### Value-at-risk & Stressed Value-at-risk statistics

#### 風險及受壓風險值統計

Year 2013年		At 31st December		Maximum	Minimum	Mean	
		於12月31日		最高	最低	平均	
		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	26		43	24	29	
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	6		10	4	7	
VaR for interest rate trading positions	利率交易持倉的風險值	4		10	2	4	
VaR for equity trading positions	股份交易持倉的風險值	21		34	20	23	

Year 2012年		At 31st December		Maximum	Minimum	Mean	
		於12月31日		最高	最低	平均	
		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	16		38	16	26	
VaR for foreign exchange trading positions*	外匯交易持倉的風險值*	4		8	3	5	
VaR for interest rate trading positions	利率交易持倉的風險值	1		5	1	3	
VaR for equity trading positions	股份交易持倉的風險值	12		32	12	21	

\* 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。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

Market risk management (continued)

Value-at-risk &amp; Stressed Value-at-risk statistics (continued)

## (b) 主要風險(續)

市場風險管理(續)

風險及受壓風險值統計(續)

Year 2013年	At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均	
					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	87	102	74	89

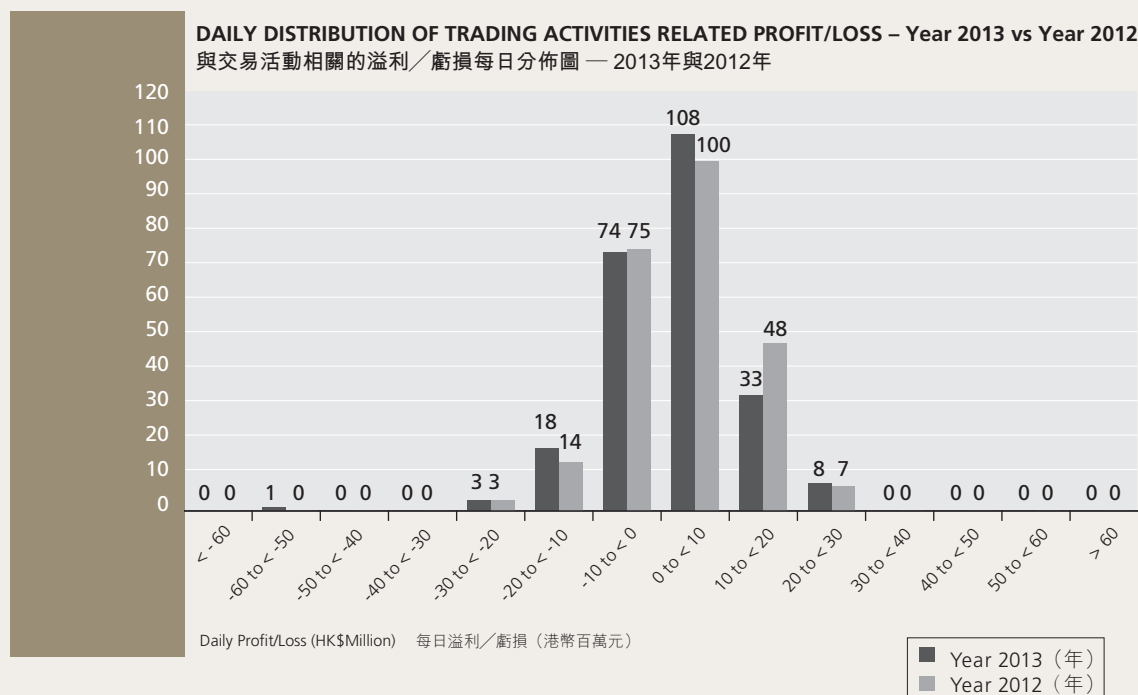
Year 2012年	At 31st December 於12月31日	Maximum 最高	Minimum 最低	Mean 平均	
					HK\$ Mn 港幣百萬元
Stressed VaR for total trading activities	交易活動的受壓風險值總額	68	106	65	80

A stressed VaR measure is intended to replicate a VaR calculation that would be generated on current market risk portfolio if the relevant market factors were experiencing a period of stress.

受壓風險值採用現行風險值的計算方法，根據受壓期間的相關市場因素，對投資組合計算的風險值。

The average daily profit for all trading activities (including foreign exchange, interest rate and equity trading activities) in 2013 was HK\$1.83 million (average daily profit of HK\$2.84 million in 2012). The standard deviation of the daily profit/loss for the period was HK\$9.58 million (standard deviation of HK\$9.16 million for 2012). The frequency distribution of daily profit/loss is shown below:

於2013年，所有交易活動(包括貨幣、利率、股份交易活動)所得的每日平均收入為港幣183萬元(2012年的每日平均收入為港幣284萬元)。每日溢利/虧損的標準差為港幣958萬元(2012年為港幣916萬元)。以下為每日溢利/虧損的頻率分佈情況：



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events.

The objective of operational risk management is to identify, assess, monitor and report on operational risk and to comply with the relevant regulatory requirements.

The Operational Risk Management Committee is responsible for overseeing operational risk management of the Group while the Operational Risk Management Department under the Risk Management Division of the Group is responsible for monitoring activities relating to operational risk.

Operational risk management tools adopted include operational risk incidents reporting, control self-assessment, key risk indicators, operation manuals, insurance policies, and business continuity planning, etc.

Furthermore, the Operational Risk Management Department under the Risk Management Division of the Group has also performed self-assessment on the Group's compliance with the requirements of HKMA Supervisory Policy Manual on Operational Risk Management, with satisfactory result which had been reviewed independently by the Internal Audit Department.

#### *Capital Charge for Operational Risk*

As at 31st December 2013, capital charge for operational risk amounted to HK\$2,132 million (2012: HK\$1,781 million).

#### Liquidity risk management

Liquidity pertains to the Group's ability to meet obligations as they fall due. Funding liquidity relates to the ability to meet expected and unexpected, current and future cash flow and collateral needs without affecting daily operations or the financial position. Market liquidity concerns the inability to offset or eliminate a position at market price because of inadequate market depth or market disruption.

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 comply with the statutory liquidity ratio, and to make new loans and investments as opportunities arise.

#### 營運風險管理

營運風險是指由於內部流程、人手及系統不足或不成熟或因外部事件而導致損失的潛在風險。

營運風險管理的目的在於識別、評估、監控及匯報營運風險，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本集團的營運風險管理，而本集團風險管理處轄下的營運風險管理部則負責監察與營運風險有關的活動。

本集團所採用的營運風險管理工具包括營運風險事件匯報、自我評估監控、主要風險指標、營運手冊、保險政策及業務持續規劃等。

此外，本集團風險管理處轄下的營運風險管理部亦就本集團是否符合金管局監管政策手冊關於業務操作風險管理的規定進行自我評估，並經稽核部獨立審閱後得出滿意的結果。

#### 營運風險的資本要求

於2013年12月31日，營運風險的資本要求為港幣21.32億元(2012年：港幣17.81億元)。

#### 流動資金風險管理

流動資金與本集團履行到期責任的能力有關。融資流動風險管理關鍵在於是否能夠在不影響日常營運或財務狀況的情況下，滿足預期及未能預期、目前及未來的現金流量及抵押品需求。市場流動性風險管理著眼於是否能夠在市場深度不足或市場失序時，按市場價格平倉。

流動資金風險管理是為了確保本集團維持充足的現金流量以配合所有財務承擔，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客戶的提款要求，在借款期滿時能夠還款，符合法定的流動資金比率，以及掌握貸款和投資的機會。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

## Liquidity risk management (continued)

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 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 needs for any change in strategy and policy. Liquidity is managed daily by the Capital Markets & Liquidity Management Department under the Treasury Markets Division within the limits. The Asset and Liability Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to liquidity risk. The Internal Audit Department performs periodic reviews to make sure the liquidity risk management functions are carried out effectively.

The Group's strong retail customer base provides a significant portion of the Group's funding. The retail customer base constitutes a broad spectrum of depositors with whom the Group maintains strong relationships. Funding diversification is achieved by issuance of certificates of deposit, medium term notes and subordinated debts. Professional markets are accessed for the purposes of providing additional funding, maintaining a presence in local money markets and optimising asset and liability maturities.

Internally, intra-group funding transactions are carried out at arm's length and treated in a manner in line with other third party transactions, with regular monitoring and appropriate control.

In addition to observing the statutory liquidity ratio, the Group has established different liquidity metrics, including but not limited to the liquidity ratio, loan-to-deposit ratio, cumulative mismatch ratio, funding concentration ratios, intra-group exposure threshold and cross currency funding ratio to measure and analyse the Group's liquidity risks. As 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 cash flow analysis and projections. These are carried out on a regular basis to identify funding needs arising from on- and off-balance sheet items in a specific time bucket over a set of time horizons. The Group also holds sufficient liquid assets (e.g. cash, short term funds and securities) of appropriate quality to ensure that short term funding requirements are covered within prudent limits. Contingent funding sources are maintained to provide strategic liquidity to meet unexpected and material cash outflows.

## (b) 主要風險(續)

## 流動資金風險管理(續)

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資金風險管理。資產負債管理委員會制訂管理流動資金風險的策略、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，檢討各方面是否符合所設立的監管架構，以及是否有需要改變策略及政策。流動資金狀況由資金市場處轄下的資本市場及流動資金管理部每日按限額範圍進行管理。本集團風險管理處轄下的資產負債管理部，負責監控與流動資金風險相關的活動。稽核部會定期作出檢討，確保流動資金風險管理功能得以有效執行。

穩健的零售客戶基礎構成本集團大部分的資金，本集團一直致力維持穩定的客戶基礎，當中包括各類型的存戶，而我們與存戶一直保持深厚的關係。本集團透過發行存款證、中期票據及後償債項使資金來源更多元化，亦會透過專業市場獲取額外資金，並維持於當地金融市場的地位及優化資產及負債的期限。

至於內部，集團內公司間的融資交易乃按一般正常交易原則進行，處理方式與其他第三方交易一致，並接受定期監督及適當控制。

除緊守法定的流動資金比率外，本集團已設立不同的流動資金標準以衡量及分析流動資金風險，包括(但不限於)流動資金比率、貸存比率、累積錯配比例、資金集中比率、集團內公司間風險限額及跨貨幣資金比率。由於本集團大部分流動資金風險來自資產與負債組合之間的期限錯配差距，本集團會定期透過對一系列時間內的資產負債表內外資產及項目進行現金流量分析及預測，確定特定時間內的資金需要，從而管理流動資金風險。本集團維持充足的流動資產，例如適量的現金、短期資金和證券數量，以確保能在經審慎釐定的限額內符合短期資金要求。本集團維持應急融資來源，能提供策略性的流動資金，以應付未能預計的大量資金需求。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

The Group also conducts stress testing regularly to analyse liquidity risk. In the Group's stress test, both on- and off-balance sheet items with cash flow impact are considered, with applicable hypothetical as well as historical assumptions. Both funding and market liquidity risks are addressed. Three stress scenarios, namely the institution-specific crisis, the general market crisis and the combined crisis are adopted with minimum survival period defined according to HKMA's latest Supervisory Policy Manual "Sound Systems and Controls for Liquidity Risk Management".

With reference to the stress-testing results, the Group identifies potential vulnerabilities within the Group, and formulates a Contingency Funding Plan that describes 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 3 stages:

In the first stage, 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, management is informed.

In the second stage, a Crisis Management Committee, which is chaired by Senior Management, is formed to handle the crisis. Strategy and procedures for obtaining contingency funding, as well as roles and responsibilities of parties concerned are clearly stated.

In the final stage, a detailed review is carried out to recommend necessary improvements to avoid incidents of a similar nature in future.

Annual drill test is conducted and the Contingency Funding Plan is subject to regular review in order to cope with the changes of business environment. Any significant changes to the Contingency Funding Plan are approved by the Board.

#### Interest rate risk management

The Asset and Liability Management Committee is delegated by the Board to oversee the Group's interest rate risk management, set the strategy and policy for managing interest rate risk and the means for ensuring that such strategies and policies are implemented. Interest rate risk is managed daily by the Treasury Markets Division within the limits approved by the Board or the Asset and Liability Management Committee. The Asset and Liability Management Department under the Risk Management Division of the Group is responsible for monitoring the activities relating to interest rate risk. The Internal Audit Department performs periodic reviews to make sure that the interest rate risk management functions are implemented effectively.

本集團會定期進行壓力測試，以分析流動資金風險。透過運用適當的虛擬及歷史假設，本集團的壓力測試均已考慮資產負債表內外會對現金流量造成影響的項目。融資及市場流動資金風險均列入考慮範圍。三個壓力情景(即個別銀行危機、整體市場危機及綜合危機)均採用金管局最新監管政策手冊「穩健的流動資金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，並制訂應急融資計劃，當中訂明了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。

應急融資計劃旨在提供防患未然的積極措施，並訂明以下三個階段：

第一階段，本集團運用預早警報指標，當中包括質性及數量性的措施，藉以監督內部及外在因素。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，應通知管理層。

第二階段，本集團已設立危機管理委員會，並由高層管理人員擔任主席，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。

於最後階段，本集團會對問題進行檢討，並作出必要改進，避免日後出現同類事件。

為應付商業環境的轉變，本集團會每年進行演習測試，並會定期檢討應急融資計劃。應急融資計劃如有任何重大變動均須取得董事會批准。

#### 利率風險管理

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，並制訂管理利率風險的策略與政策以及確保執行有關策略與政策的措施。利率風險由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資產負債管理部，負責監察利率風險相關的活動。稽核部會定期作出檢討，確保利率風險管理功能得以有效執行。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (6) PRINCIPAL RISKS AND CAPITAL ADEQUACY (CONTINUED) 主要風險及資本充足度(續)

## (b) Principal risks (continued)

## Interest rate risk management (continued)

The Group manages the interest rate risk on the banking book primarily by focusing on repricing mismatches. Gap analysis provides a static view of the maturity and repricing characteristics of the Group's balance sheet positions. Repricing gap 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 and economic value is assessed through a hypothetical interest rate shock of 200 basis points across the yield curve on both sides of the balance sheet and is performed on a monthly basis. 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.

*Sensitivity analysis on interest rate risk*

The Group uses sensitivity analysis to measure the potential effect of changes in interest rates on our net interest income and economic value change:

## (b) 主要風險(續)

## 利率風險管理(續)

本集團管理銀行賬冊利率風險的主要方法是集中於重訂息率的錯配。差距分析可讓本集團從靜態角度瞭解資產負債的到期情況及再定息特點。本集團設有重訂息率差距限額以控制本集團的利率風險。

有關利率變動對盈利和經濟價值影響的敏感度分析乃透過每月假設資產負債的收益率曲線出現200個基點的利率衝擊來估算。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。有關結果定期向資產負債管理委員會匯報。

*利率風險敏感度分析*

本集團採用敏感度分析來量度利率變動對淨利息收入及經濟價值變動可能產生的影響：

		2013			2012		
		HKD港元	USD美元	RMB人民幣	HKD港元	USD美元	RMB人民幣
		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	
Impact on earnings over the next 12 months if interest rates rise by 200 basis points	倘利率上調200個基點對未來12個月的盈利影響	289	(76)	706	235	(74)	475
Impact on economic value if interest rates rise by 200 basis points	倘利率上調200個基點對經濟價值的影響	(117)	122	622	(126)	8	58

This sensitivity analysis, which is based on a static interest rate risk profile of assets and liabilities, is used for risk management purposes only. The analysis is based on the following assumptions:

- (i) there is a parallel shift in the yield curve and in interest rates;
- (ii) there are no other changes to the portfolio;
- (iii) no loan prepayment is assumed as the majority of loans are on a floating rate basis; and
- (iv) deposits without fixed maturity dates are assumed to be repriced on the next day.

Actual changes in the Group's net interest income and the economic value resulting from the increases in interest rates may differ from the results of this sensitivity analysis.

該敏感度分析僅用於風險管理目的，乃依據資產及負債的靜態利率風險資料作出。有關分析乃根據以下假設進行：

- (i) 收益率曲線及利率出現平行移動；
- (ii) 組合並無其他變動；
- (iii) 假設沒有提早償還貸款，因大部份貸款屬於浮息貸款；及
- (iv) 假設沒有固定到期日的存款於翌日再定息。

利率上調而導致本集團淨利息收入及經濟價值的實際變動與該敏感度分析的結果可能有所不同。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### (c) Capital management

The HKMA sets and monitors capital requirements for the Group as a whole. 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 calculates requirements for market risk in its trading portfolios based upon the Group's VaR models and uses its internal gradings as the basis for risk weightings for credit risk. Banking operations are categorised as either trading book or banking book, and risk-weighted assets are determined according to specified requirements that seek to reflect the varying levels of risk attached to assets and off-balance sheet exposures.

In addition to meeting the regulatory requirements, the Group's primary objectives when managing capital are to 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.

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 process of allocating capital to specific operations and activities is undertaken by the Asset and Liability Management Committee and is reviewed regularly by the RIC and the Board.

Consistent with industry practice, the Group monitors its capital structure on the basis of the capital adequacy ratio 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, 2013 and 31st December, 2012 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 Capital Rules of the Banking Ordinance which became effective on 1st January, 2007.

The Group and its individually regulated operations have complied with all externally imposed capital requirements throughout the year ended 31st December, 2013 and 31st December, 2012 and the Group is well above the minimum required ratio set by the HKMA.

#### (c) 資本管理

金管局制定及監察本集團整體的資本規定。在實施現行的資本規定時，金管局規定本集團維持既定的總資本對總風險加權資產比率。本集團根據風險值模式計算交易組合的市場風險，及根據內部評級作為信貸風險之風險比重的基準，計算交易組合的市場風險要求。銀行業務分為交易賬冊或銀行賬冊。風險加權資產依照特別規定而定，特別規定旨在反映與資產的不同風險水平及資產負債表外的風險。

除符合監管規定外，本集團管理資本的主要目的是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。

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。

調配資本至特定業務及活動的程序由資產及負債管理委員會進行，並由風險委員會及董事會定期檢討。

本集團依據行業慣例，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。

2013年12月31日及2012年12月31日的資本充足比率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2007年1月1日生效的《銀行業條例》的《資本規則》。

截至2013年12月31日及2012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。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH

## 根據內部評級基準計算法計算的信貸風險

This section presents information on the Group’s risk management for credit exposures under IRB approach.

Foundation IRB approach is adopted for capital adequacy assessment for credit risk where internal rating systems are applied against different types of counterparties in the risk management process.

## (a) Structure of internal ratings systems

The internal ratings system serves as the foundation for the Bank’s risk management and capital adequacy assessment. In general, the system adopts a 20-tier rating structure.

For Corporate, Bank and Retail exposures, internal measure of credit risks are based on an assessment of the borrower and transaction characteristics of each exposure. Therefore the Bank has a two-dimensional rating structure, one dimension being the borrower grade, and the other being facility grade.

The borrower grade reflects risk of borrower default. The borrower’s Probability of Default over a one-year horizon is linked up to the 20-tier structure, with the last 3 tiers down the structure being default grades. The facility grade incorporates transaction specific factors e.g. collateral, guarantee, etc. These factors are directly linked up to the transaction’s Expected Loss, which is in turn transformed into a 20-tier structure.

On the other hand, the Bank utilises the Supervisory Slotting Criteria Approach in rating Specialised Lending exposures. Under this approach, a single-dimension rating considering both the borrower and transaction characteristics will be assigned to the credit exposure, with the same 20-tier risk structure.

For Corporate and Bank exposures, borrower grades generated from the internal rating systems are benchmarked to external credit ratings.

## (b) Use of internal ratings

The Bank has used information generated from internal rating systems in various areas including but not limited to credit approval, credit monitoring, loan classification, pricing, formulating business strategies and capital adequacy assessment.

本節呈列本集團對根據內部評級基準計算法計算的信貸風險承擔進行的風險管理資料。

本集團採納基礎內部評級基準計算法以評估信貸風險的資本充足度，並於風險管理程序中使用內部評級系統處理不同類型的交易對手。

## (a) 內部評級系統的架構

內部評級系統為本行風險管理及資本充足評估的基礎。整體而言，該評級系統分為20個等級。

就企業、銀行及零售的風險承擔而言，信貸風險的內部量度方法以評估借款人及每項風險承擔的交易特性為基礎。因此，本行的評級架構有兩個層面，第一個是借款人等級，另一個是融通等級。

借款人等級反映借款人違責的風險。借款人一年內的違責或然率與20等級的架構掛鉤，最低的3個等級為違責等級。融通等級已考慮特定交易因素，如抵押品、擔保等。該等因素直接換算出交易的預期損失，再與20等級的架構掛鉤。

另一方面，本行為專門性信貸風險承擔評級時，會使用監管分類準則計算法。根據此計算法，信貸風險承擔會獲得一個已經兼顧借款人及交易特性的單一層面評級，這評級同樣分為20個等級。

就企業及銀行風險承擔而言，自內部評級系統產生的借款人等級與外部信貸評級對應，並作為基準。

## (b) 內部評級的應用

本行在多方面均使用自內部評級系統取得的資料，包括但不限於信貸審批、信貸監控、貸款分類、定價、業務策略制訂及資本充足評估方面。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### (c) Control mechanisms for rating systems

In order to ensure that the rating systems are robust, the Bank has a control mechanism and relevant policies in place to validate the accuracy and consistency of the systems, which are used for the estimation of all relevant risk components for risk management and capital adequacy calculation.

The validation process covers 2 major aspects: review of internal rating models (i.e. quantitative assessment) and review of internal control and compliance (i.e. qualitative assessment). For the purpose of independence and accountability, staff members who are responsible for carrying out the validation process should be independent of those staff members who are responsible for designing and developing the rating systems. The Credit Committee oversees the whole validation process and reviews/approves the validation results and deliverables of the validating team on an annual basis.

#### (d) Internal rating process

The Bank's internal rating process begins with the business units. These units apply different models for rating different types of credit exposures. During the process of rating assignment, overriding of the rating generated by the models is possible if it is considered that material information has not been taken into account by the models. The justification for overrides should be properly documented.

The rated credits, whether or not overrides are necessary, are then reviewed and approved by an individual party other than the one responsible for the assignment of the rating. This ensures accuracy and precision of the ratings, and that ratings are prudent and comply with the credit policies of the Bank. Based on the policies of the Bank, ratings of credit exposures will be reviewed at least annually.

#### (e) Types of exposures

- Corporate exposure includes exposures to corporate SMEs, other corporate and specialised lending.
- Bank exposure includes exposures to banks, regulated securities firms and public sector entities.
- Retail exposure includes residential mortgages, qualifying revolving retail exposures and other retail exposures.

#### (f) Variables, methods and data for estimation and validation of internal ratings

Probability of Default (PD)

For corporate exposures, PD is estimated based on both financial and business variables. Financial variables are financial ratios which link up to the profitability, liquidity and capital structure of the borrower, whereas for business variables, risk factors are assessed through management quality, industry risk and company standing. The two assessments are combined based on a scorecard methodology to produce the PD which is estimated through the Bank's default data.

#### (c) 評級系統的監控機制

為確保評級系統的穩健性，本行設有監控機制及有關政策，以核實系統是否準確及一致，而系統乃用於估計一切相關風險成份以用作風險管理及資本充足計算。

核實程序涵蓋兩個主要方面：審查內部評級模型(即數量評估)及審查內部監控及違規(即質量評估)。就獨立性及問責性而言，負責進行核實程序的員工應獨立於負責設計及制定評級系統的員工。信貸委員會監察整個核實程序，並每年審查／批准核實結果及核實小組所呈交的報告。

#### (d) 內部評級程序

本行的內部評級程序由業務單位開始。該等部門對不同類別的信貸風險承擔評級時，均會採用不同的模型。在評級程序中，倘認為模型並無考慮重要資料，模型得出的評級可能會遭調整，但調整評級的理據應妥為存檔。

然後，不論是否需要調整評級，獲評級的信貸繼而由負責評級者以外的獨立方審查及批准。此舉可確保評級準確精密，且以審慎方式作出，並符合本行的信貸政策。根據本行的政策，信貸風險承擔的評級最少每年審查一次。

#### (e) 風險承擔類別

- 企業風險承擔包括對中小企、其他企業及專門性借貸的風險承擔。
- 銀行風險承擔包括對銀行、受監管的證券商號及公營單位的風險承擔。
- 零售風險承擔包括住宅按揭、合資格循環零售風險承擔及其他零售風險承擔。

#### (f) 估計及核實內部評級的可變因素、方法及數據

違責或然率

就企業風險承擔而言，違責或然率乃以財務及業務的可變因素估計。財務可變因素為與借款人的盈利能力、資金流動性及資本架構有關的財務比率。而就業務可變因素而言，風險因素按管理質素、行業風險及公司於行內地位作評估。兩項評估乃根據評分卡法結合，從而得出利用本行的違責數據所估計的違責或然率。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

## 根據內部評級基準計算法計算的信貸風險(續)

## (f) Variables, methods and data for estimation and validation of internal ratings (continued)

## Probability of Default (PD) (continued)

For retail exposures, borrowers with homogenous nature and transaction characteristics are segmented into pools in each of which an estimated PD is assigned.

For bank exposures, the estimation of PD takes into account the market value of asset of the borrower, asset volatility and the borrowers' liabilities. The model measures and compares values of the borrower's assets and liabilities and converts the measurement to PD.

## Loss-Given-Default (LGD)

For corporate and bank exposures, the Bank applies the supervisory LGD estimate provided by the HKMA.

For retail exposures, the LGD estimate is based on historical realised loss and total historical default amount within a defined period.

## Exposure-at-Default (EAD)

EAD is calculated as sum of on-balance sheet amount and credit equivalent amount of off-balance sheet items. Credit equivalent amount is the exposure amount of off-balance sheet items multiplied by the respective credit conversion factors according to the Capital Rules. For certain revolving retail exposures, the credit conversion factor is estimated with reference to the historical realised further drawdown rate prior to defaults.

The exposure amount disclosed in the following of this report relating to IRB exposure refers to EAD.

## Assumptions Employed in Derivation of Variables

The assumptions behind the estimation of PD are: (1) risk factors selected for estimation are valid and significant; (2) the weight assigned to each risk factor is reasonable and appropriate for the estimation in the context of the Bank's credit portfolio; (3) the estimation model/methodology is valid and appropriate for the Bank's credit portfolio and risk environment; (4) for retail exposures, default rate from year to year does not exhibit significant fluctuations so that historical data (default rate) could be applied as PD estimate.

The underlying assumption of LGD estimate is that the loss and recovery pattern of the credit portfolio from year to year does not exhibit significant fluctuations so that historical realised LGD could be applied as LGD estimate. It is also assumed that realised LGD differs significantly across the credit portfolios.

For certain revolving retail exposures, the EAD is estimated based on the assumption that the historical further drawdown rate from year to year does not differ significantly so that historical data could be used for estimation of current EAD of the revolving retail exposures.

## (f) 估計及核實內部評級的可變因素、方法及數據(續)

## 違責或然率(續)

就零售風險承擔而言，性質及交易特性相近的借款人會被分成多個組別，而該等組別會被賦予一估計違責或然率。

就銀行風險承擔而言，估計違責或然率時會計及借款人資產的市值、資產波動幅度及借款人的負債。模型會計算及比較借款人資產及負債的價值，並把計算所得轉化為違責或然率。

## 違責損失率

就企業及銀行風險承擔而言，本行採用金管局提供的監管性估計的違責損失率。

就零售風險承擔而言，違責損失率估計乃基於已界定期間內的過往變現損失及過往違責總額計出。

## 違責風險承擔

違責風險承擔計算為資產負債表內項目的數額及資產負債表外項目的信貸等值數額的總和。根據《資本規則》，信貸等值數額為資產負債表外項目的風險承擔數額乘以相應的信貸換算因數。就若干循環零售風險承擔而言，信貸換算因數乃參考在過往信貸違責前實際之進一步提取貸款比率而作出估計。

本報告下文所披露有關內部評級基準風險承擔的風險承擔數額所指的是違責風險承擔。

## 計算可變因素時採用的假設

估計違責或然率時所作的假設：(1)進行估計所選用的風險因素乃屬有效及重要。(2)在本行信貸組合方面，以各風險因素獲賦予的權重進行估計，乃屬合理及適當。(3)估計模型／方法就本行的信貸組合及風險狀況而言乃屬有效及適當。(4)就零售風險承擔而言，年來的違責率並無顯示重大波動，故過往數據(違責率)可應用作違責或然率估計。

違責損失率估計的相關假設是，信貸組合年來的損失及收回模式並無顯示重大波動而令過往實際違責損失率可應用作違責損失率估計，以及各信貸組合的實際違責損失率顯著不同。

就若干循環零售風險承擔而言，估計違責風險承擔時的假設是：年來過往進一步提取貸款比率並無顯著不同而令過往數據可用作估計循環零售風險承擔的現行違責風險承擔。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### Methods of Validation

In order to ensure that the above assumptions for estimation are valid and the Bank's internal rating system is reliable and suitable for the Bank's credit portfolio, regular validation is indispensable.

The validation of the rating models is divided into (1) review of rating systems (quantitative assessment); (2) review of use of ratings (qualitative assessment).

The review of rating systems is carried out through a series of statistical tests. The purpose of the review is to assess the predictive power and robustness of model and the presence of under/over estimation.

The review of use of ratings focuses on the process of rating assignment, review and approval.

#### (g) Policies for establishing provisions

The impairment losses of loans and receivables are measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. Receivables with a short duration are not discounted if the effect of discounting is immaterial.

The total allowance for impairment losses consists of two components: individual impairment allowances, and collective impairment allowances.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

The individual impairment allowance is based upon management's best estimate of the present value of the cash flows which are expected to be received discounted at the original effective interest rate. In estimating these cash flows, management makes judgements about the borrower's financial situation and the net realisable value of any underlying collateral or guarantees in favour of the Group. Each impaired asset is assessed on its merits.

In assessing the need for collective loan loss allowances, management considers factors such as credit quality, portfolio size, concentrations, and economic factors. In order to estimate the required allowance, the Group makes assumptions both to define the way the Group models inherent losses and to determine the required input parameters, based on historical experience and current economic conditions.

#### 核實方法

為確保上述為進行估計而作的假設有效，以及本行內部評級系統就本行信貸組合而言乃屬可靠及適合，定期作出核實是必須的。

評級模型的核實方法分為：(1)審查評級系統(數量評估)；(2)審查評級的應用(質量評估)。

審查評級系統乃透過一系列統計測試進行。審查目的乃評估模型的預示能力及穩健程度，以及是否存在低估／高估的情況。

就評級應用的審查，乃以評級及審批程序為重點。

#### (g) 設立準備金的政策

貸款和應收賬款的減值損失，是根據資產賬面值及估計未來現金流按資產原本之有效利率折算為現值，以二者之差額計算。如果折算現值後的影響不大，不會折算短期應收賬款。

減值損失準備總額包括兩部分：個別減值準備，及整體減值準備。

本集團首先評估客觀減值證據是否個別存在於個別重大金融資產，及個別或整體存在於非個別重大金融資產。若本集團判斷客觀減值證據並不存在於個別評估金融資產，無論重大與否，本集團將有相同風險特性的金融資產歸類，及作整體減值評估。作個別減值評估的資產而減值損失須持續確認，其減值損失不會包括於整體減值準備內。

個別減值準備是根據管理層的最佳估計將可能收回之現金流按原本的有效利率折算為現值。在估計現金流時，管理層須判斷借款人的財政狀況及給予本集團的抵押品或擔保之可變現淨值，並須評估每宗減值資產的真正價值。

當評估所需的整體減值損失準備時，管理層須考慮的因素包括信貸質素、組合規模、信貸集中，及經濟因素。為求估計所需的準備，本集團根據過往之經驗和現時之經濟情況作假設以模擬潛在損失及判斷所需之輸入變數。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

## 根據內部評級基準計算法計算的信貸風險(續)

## (g) Policies for establishing provisions (continued)

The accuracy of the impairment allowances the Group makes depends on how well the Group can estimate future cash flows for individually assessed impairment allowances and the model assumptions and parameters used in determining collective impairment allowances. While this necessarily involves judgement, the Group believes that the impairment allowances on loans and advances to customers are reasonable and supportable.

All loans and receivables are reviewed and analysed periodically. Any subsequent changes to the amounts and timing of the expected future cash flows compared to the prior estimates that can be linked objectively to an event occurring after the write-down, will result in a change in the impairment allowances on loans and receivables and will be charged or credited to the income statement. A reversal of impairment losses is limited to the loans and receivables' carrying amount that would have been determined had no impairment loss been recognised in prior years.

Where there is no reasonable prospect of recovery, the loan and the related interest receivables are written off.

The Bank takes into consideration the provision made in its capital maintenance decisions as in accordance with Section 220 of the Capital Rules. The Bank compares the total expected loss (“EL”) amount and the total eligible provisions, and if total EL amount exceeds total eligible provisions, the Bank deducts the difference from the Common Equity Tier 1 capital. On the other hand, if total EL amount is less than the eligible provisions, the Bank includes the difference in its Tier 2 capital up to a maximum of 0.6% of the Bank's risk weighted amount for credit risk calculated using IRB Approach.

## (h) Exposure subject to supervisory estimates

The following table indicates the exposure classes and the respective exposure amounts that are subject to supervisory estimates as at 31st December, 2013 and 31st December 2012 respectively:

Exposure class	風險承擔類別	Exposure amount			
		風險承擔數額			
		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Bank	銀行	105,045		93,781	
Corporate	企業	449,823		412,069	
Equity booked on banking book subject to Simple Risk-weight Method under Market-based Approach	銀行賬下的股權 以市場基準計算法下的簡單風險 權重方法計算	3,127		723	

## (g) 設立準備金的政策(續)

撥備的準確性，須視乎本集團能否在評估個別準備時準確估計交易對手的未來現金流及在判斷整體減值準備時所採用的假設模式及變數。雖然視乎判斷而定，本集團相信貸款損失準備是合理和足夠的。

所有貸款和應收賬款須定期作檢討及分析。在較後期間，任何因估計未來現金流的金額及時間與先前估計的有所轉變，而該轉變是可客觀地與撇銷後發生的事件有關連，從而導致減值損失準備亦需改變，該轉變會支銷或存入損益賬。減值損失之轉回只限於假設該貸款和應收賬款於往年從來未有確認減值損失的賬面值。

倘再無實際機會收回時，則貸款及相關的應收利息會被撇銷。

根據《資本規則》第220條，本行在作出有關維持資本的決定時，會考慮所作出的準備金。本行比較預期損失總額及合資格準備金總額，倘預期損失總額超過合資格準備金總額，本行會自普通股權一級資本減去超出數額。相反，倘預期損失總額較合資格準備金總額低，本行則把差額計入本行二級資本內，上限為以內部評級基準計算法計算所得本行信貸風險的風險加權數額的0.6%。

## (h) 受限於監管性估計的風險承擔

下表分別顯示於2013年12月31日及2012年12月31日受限於監管性估計的風險承擔類別及相應的風險承擔數額：



UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

## (i) Exposure amount by IRB calculation approach

The following tables indicate the exposure amount under each IRB calculation approach as at 31st December, 2013 and 31st December, 2012 respectively:

## (i) 內部評級基準計算法下的風險承擔

下表分別顯示於2013年12月31日及2012年12月31日各內部評級基準計算法下的風險承擔數額：

## 2013

Exposure class	風險承擔類別	Exposure amount 風險承擔數額					
		Foundation IRB approach 基礎內部評級 基準計算法 HK\$ Mn 港幣百萬元	Supervisory Slotting Criteria approach 監管分類 準則計算法 HK\$ Mn 港幣百萬元	Retail IRB approach 零售內部評級 基準計算法 HK\$ Mn 港幣百萬元	Market-based approach 市場基準 計算法 HK\$ Mn 港幣百萬元	Specific risk-weight approach 特定風險 權重計算法 HK\$ Mn 港幣百萬元	Others 其他 HK\$ Mn 港幣百萬元
Bank	銀行	105,045	-	-	-	-	-
Corporate	企業	408,118	41,705	-	-	-	-
Residential mortgage	住宅按揭	-	-	65,864	-	-	-
Qualifying revolving retail	合資格循環零售	-	-	26,396	-	-	-
Other retail	其他零售	-	-	14,528	-	-	-
Equity	股權	-	-	-	3,669	-	4,565
Other	其他	-	-	-	-	19,867	-
Total	總額	513,163	41,705	106,788	3,669	19,867	4,565

## 2012

Exposure class	風險承擔類別	Exposure amount 風險承擔數額					
		Foundation IRB approach 基礎內部評級 基準計算法 HK\$ Mn 港幣百萬元	Supervisory Slotting Criteria approach 監管分類 準則計算法 HK\$ Mn 港幣百萬元	Retail IRB approach 零售內部評級 基準計算法 HK\$ Mn 港幣百萬元	Market-based approach 市場基準 計算法 HK\$ Mn 港幣百萬元	Specific risk-weight approach 特定風險 權重計算法 HK\$ Mn 港幣百萬元	Others 其他 HK\$ Mn 港幣百萬元
Bank	銀行	93,781	-	-	-	-	-
Corporate	企業	335,355	76,714	-	-	-	-
Residential mortgage	住宅按揭	-	-	57,923	-	-	-
Qualifying revolving retail	合資格循環零售	-	-	24,045	-	-	-
Other retail	其他零售	-	-	12,300	-	-	-
Equity	股權	-	-	-	1,253	-	-
Other	其他	-	-	-	-	17,209	-
Total	總額	429,136	76,714	94,268	1,253	17,209	-

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

根據內部評級基準計算法計算的信貸風險(續)

## (j) Risk assessment for IRB exposure classes

The following tables indicate the exposure amount, exposure weighted average risk weight and exposure weighted average PD under bank exposure and corporate exposure across borrower grade and the exposure amount under retail exposures across facility grade as at 31st December, 2013 and 31st December, 2012 respectively:

For bank exposure

2013

Borrower grade 借款人等級	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure weighted average risk weight 風險承擔加權平均風險權重	Exposure weighted average PD 風險承擔加權平均違責或然率
1	673	15.31%	0.03%
2	559	20.73%	0.04%
3	9,277	31.52%	0.07%
4	28,367	43.56%	0.12%
5	5,853	54.67%	0.16%
6	1,689	40.24%	0.20%
7	3,002	68.19%	0.26%
8	3,772	70.76%	0.34%
9	17,955	101.29%	0.58%
10	19,696	114.44%	0.87%
11	9,473	137.92%	1.42%
12	2,785	152.30%	2.07%
13	132	137.32%	3.09%
14	791	186.33%	4.64%
15	1,021	207.64%	6.61%

## (j) 內部評級基準風險承擔類別的風險評估

下表分別顯示於2013年12月31日及2012年12月31日各級借款人在銀行風險承擔及企業風險承擔下的風險承擔數額、風險承擔加權平均風險權重及風險承擔加權平均違責或然率，以及各級融通在零售風險承擔下的風險承擔數額：

就銀行風險承擔而言

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

For bank exposure

就銀行風險承擔而言

2012

Borrower grade 借款人等級	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure weighted average risk weight 風險承擔加權平均風險權重	Exposure weighted average PD 風險承擔加權平均違責或然率
1	129	14.34%	0.03%
2	3,075	17.89%	0.05%
3	5,056	24.68%	0.07%
4	38,793	34.74%	0.13%
5	4,348	38.85%	0.15%
6	4,536	42.70%	0.20%
7	3,497	47.70%	0.24%
8	4,089	57.82%	0.34%
9	12,449	72.11%	0.56%
10	9,410	88.48%	0.88%
11	5,949	101.79%	1.33%
12	502	114.22%	2.15%
13	94	129.55%	3.09%
14	321	146.22%	4.64%
15	1,301	164.37%	6.73%
17	232	221.53%	15.00%

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

根據內部評級基準計算法計算的信貸風險(續)

## (j) Risk assessment for IRB exposure classes (continued)

For corporate exposure

## (j) 內部評級基準風險承擔類別的風險評估(續)

就企業風險承擔而言

2013

Borrower grade 借款人等級	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure weighted average risk weight 風險承擔加權平均風險權重	Exposure weighted average PD 風險承擔加權平均違責或然率
1	233	14.69%	0.03%
2	24,018	14.49%	0.04%
3	5,717	23.43%	0.07%
4	51,077	26.02%	0.11%
5	44,888	31.71%	0.16%
6	74,677	37.11%	0.20%
7	56,962	36.75%	0.25%
8	44,817	43.63%	0.35%
9	45,512	45.78%	0.54%
10	30,660	61.08%	0.88%
11	10,837	67.03%	1.38%
12	8,388	66.24%	2.06%
13	4,080	96.86%	3.08%
14	4,346	93.40%	4.64%
15	621	117.32%	6.96%
16	481	156.24%	9.50%
17	150	162.91%	36.77%
18	111	228.47%	100.00%
19	506	340.59%	100.00%
20	37	214.63%	100.00%

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

For corporate exposure

就企業風險承擔而言

2012

Borrower grade 借款人等級	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure weighted average risk weight 風險承擔加權平均風險權重	Exposure weighted average PD 風險承擔加權平均違責或然率
1	74	2.69%	0.03%
2	17,322	12.75%	0.04%
3	3,417	20.08%	0.07%
4	33,713	27.17%	0.11%
5	32,555	32.47%	0.16%
6	55,184	36.32%	0.20%
7	48,976	38.65%	0.25%
8	31,953	42.92%	0.35%
9	42,563	52.17%	0.54%
10	23,274	50.86%	0.88%
11	15,762	54.96%	1.37%
12	13,223	72.72%	2.07%
13	8,376	94.70%	3.01%
14	6,411	96.31%	4.65%
15	1,257	117.08%	6.98%
16	683	180.40%	9.70%
17	37	153.18%	29.56%
18	270	466.48%	100.00%
19	244	194.49%	100.00%
20	61	261.92%	100.00%

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

根據內部評級基準計算法計算的信貸風險(續)

## (j) Risk assessment for IRB exposure classes (continued)

For residential mortgages

## (j) 內部評級基準風險承擔類別的風險評估(續)

就住宅按揭而言

Facility grade 融通等級	Exposure amount 風險承擔數額			
	2013		2012	
	HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
1		136		93
3		30,215		31,252
4		1,160		1,478
5		29,810		20,391
6		1,267		126
7		1,133		1,734
10		3		1
11		1,966		2,697
12		47		61
13		80		78
14		33		5
15		7		1
16		5		–
17		2		3
19		–		1
20		–		2

For qualifying revolving retail exposures

就合資格循環零售風險承擔而言

Facility grade 融通等級	Exposure amount 風險承擔數額			
	2013		2012	
	HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
5		5,819		5,242
6		248		245
7		13,001		12,438
8		1,369		474
9		1,944		2,509
10		542		411
11		898		651
12		1,580		1,289
13		27		–
14		550		413
15		393		351
16		13		12
18		12		10



UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

For other retail exposures

就其他零售風險承擔而言

Facility grade 融通等級	Exposure amount 風險承擔數額	
	2013	
	2012	2012
	HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
1	206	48
3	761	298
4	1	1
5	5,136	4,449
6	1	6
7	2,513	2,179
8	155	98
9	2,686	2,469
10	533	326
11	1,921	1,984
12	89	4
13	422	340
14	8	4
15	55	67
16	3	1
17	12	4
18	14	16
20	12	6

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (7) CREDIT RISK UNDER INTERNAL RATINGS-BASED (“IRB”) APPROACH (CONTINUED)

## 根據內部評級基準計算法計算的信貸風險(續)

## (k) Comparison of rating estimates against actual outcome

Comparison is made on the 1-year rating estimates for the Group's performing credit portfolios at 31st December, 2012 against the actual outcome for the same portfolios during the financial period ended 31st December, 2013.

## Comparison of actual loss and estimated loss

The following tables indicate the actual loss during the financial year ended 31st December, 2013 and 31st December, 2012 which are compared against the estimated loss at 31st December, 2012 and 31st December, 2011 of the respective portfolio. Actual loss refers to impairment loss allowance and charge-off charged to the Group's income statement during the financial year ended 31st December, 2013 and 31st December, 2012. The difference between the actual loss for the financial year ended 31st December, 2013 and 31st December, 2012 is immaterial when compared with the Group's loan portfolio in the respective period.

## 2013

Exposure class	風險承擔類別	Actual loss for the year ended 31st December, 2013		Estimated 1-year loss at 31st December, 2012	
		截至2013年12月31日止之財政年度的實際損失 HK\$ Mn 港幣百萬元	於2012年12月31日內估計的一年損失 HK\$ Mn 港幣百萬元	HK\$ Mn	港幣百萬元
Bank	銀行	-	213		
Corporate	企業	334	697		
Residential mortgage	住宅按揭	2	103		
Qualifying revolving retail	合資格循環零售	15	207		
Other retail	其他零售	18	110		
Total	總額	369	1,330		

## 2012

Exposure class	風險承擔類別	Actual loss for the year ended 31st December, 2012		Estimated 1-year loss at 31st December, 2011	
		截至2012年12月31日止之財政年度的實際損失 HK\$ Mn 港幣百萬元	於2011年12月31日內估計的一年損失 HK\$ Mn 港幣百萬元	HK\$ Mn	港幣百萬元
Bank	銀行	-	187		
Corporate	企業	129	808		
Residential mortgage	住宅按揭	3	75		
Qualifying revolving retail	合資格循環零售	49	192		
Other retail	其他零售	22	96		
Total	總額	203	1,358		

## (k) 比較評級估計與實際數字

以於2012年12月31日本集團履行中信貸組合的一年評級估計與截至2013年12月31日止財政期間內相同組合的實際數字作比較。

## 比較實際損失與估計損失

下表顯示截至2013年12月31日及2012年12月31日止財政年度的實際損失，並與相應的組合在截至2012年12月31日及2011年12月31日的估計損失比較。實際損失指截至2013年12月31日及2012年12月31日止財政年度的減值損失準備及計入本集團損益表的撇賬。截至2013年12月31日及截至2012年12月31日的實際損失，相對於本集團的貸款組合在相關期間的總額，並沒有重大的分別。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### Comparison of actual default against estimated probability of default

The following tables indicate the actual percentage of default during the financial year ended 31st December, 2013 and 31st December, 2012, which is compared against the estimated 1-year probability of default (PD) at 31st December, 2012 and 31st December, 2011 of the respective portfolio.

#### 比較實際違責與估計違責或然率

下表顯示截至2013年12月31日及2012年12月31日止財政年度的實際違責百分比，並與相應的組合分別於2012年12月31日及2011年12月31日的估計一年違責或然率比較。

#### 2013

Exposure class	風險承擔類別	Actual percentage of default for the year ended 31st December, 2013 截至2013年12月31日止之財政年度的實際違責百分比	Estimated 1-year probability of default at 31st December, 2012 於2012年12月31日內估計的一年違責或然率
Bank	銀行	0.00%	0.66%
Corporate	企業	0.90%	1.03%
Residential mortgage	住宅按揭	0.23%	0.79%
Qualifying revolving retail	合資格循環零售	0.38%	0.74%
Other retail	其他零售	1.95%	2.44%

#### 2012

Exposure class	風險承擔類別	Actual percentage of default for the year ended 31st December, 2012 截至2012年12月31日止之財政年度的實際違責百分比	Estimated 1-year probability of default at 31st December, 2011 於2011年12月31日內估計的一年違責或然率
Bank	銀行	0.00%	0.47%
Corporate	企業	0.65%	1.28%
Residential mortgage	住宅按揭	0.16%	0.61%
Qualifying revolving retail	合資格循環零售	0.53%	0.97%
Other retail	其他零售	1.09%	2.54%

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (8) CREDIT RISK UNDER STANDARDISED APPROACH 標準計算法下的信貸風險

This section presents information on the Group's risk management for credit exposure in which the Bank adopted Standardised Approach for capital adequacy assessment.

本節呈列本集團有關使用標準計算法計算資本充足度的信貸風險承擔的風險管理資料。

## (a) Ratings from external credit assessment institutions (ECAI)

Credit ratings from Moody's Investors Service and Standard & Poor's Ratings Services are used for all classes of credit exposures under Standardised Approach. The Bank follows the process prescribed in Part 4 of the Capital Rules to map the ratings to the exposures booked in the Bank's banking book.

## (a) 外部信貸評估機構的評級

穆迪投資者服務及標準普爾評級服務的信用評級用於標準計算法下的各類信貸風險承擔。本行根據《資本規則》第4部規定的程序，把評級對應本行銀行賬載列的風險承擔。

## (b) Risk assessment for exposure classes under Standardised Approach

The following tables indicate the exposure amount and risk weighted amount for each class of exposure with and without ECAI ratings as at 31st December, 2013 and 31st December, 2012 respectively:

## (b) 標準計算法下風險承擔類別的風險評估

下表顯示分別於2013年12月31日及2012年12月31日經由及沒有經由外部信貸評估機構評級的每種風險承擔類別下的風險承擔數額及風險加權數額：

2013

Exposure type	風險承擔類別	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure amount after credit risk mitigation 使用減低信貸風險措施後的 風險承擔數額		Risk-weighted amount after credit risk mitigation 使用減低信貸風險措施後的 風險加權數額	
			Rated 獲評級 HK\$ Mn 港幣百萬元	Unrated 無評級 HK\$ Mn 港幣百萬元	Rated 獲評級 HK\$ Mn 港幣百萬元	Unrated 無評級 HK\$ Mn 港幣百萬元
Sovereign	主權	82,031	82,031	-	32	-
Public sector entities	公營機構	224	224	16	-	3
Bank	銀行	28,111	20,070	8,041	7,023	2,838
Corporate	企業	20,515	533	10,629	280	10,629
Regulatory retail	監管零售	2,143	-	2,135	-	1,601
Residential mortgage	住宅按揭	7,500	-	7,360	-	3,737
Other exposures that are not past due	未逾期的其他 風險承擔	12,104	-	5,460	-	5,460
Past due	逾期	130	-	130	-	162
Off balance sheet exposure	資產負債表外的 風險承擔	4,592	536	2,887	78	2,853
Counterparty exposure	交易對手風險承擔	1,987	247	729	136	708
Total	總額	159,337	103,641	37,387	7,549	27,991

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

2012

Exposure type	風險承擔類別	Exposure amount 風險承擔數額 HK\$ Mn 港幣百萬元	Exposure amount after credit risk mitigation 使用減低信貸風險措施後的 風險承擔數額		Risk-weighted amount after credit risk mitigation 使用減低信貸風險措施後的 風險加權數額	
			Rated 獲評級 HK\$ Mn 港幣百萬元	Unrated 無評級 HK\$ Mn 港幣百萬元	Rated 獲評級 HK\$ Mn 港幣百萬元	Unrated 無評級 HK\$ Mn 港幣百萬元
Sovereign	主權	109,403	109,403	–	76	–
Public sector entities	公營機構	51	51	9	–	2
Bank	銀行	17,895	10,058	7,837	3,348	2,968
Corporate	企業	30,458	137	19,244	85	19,244
Regulatory retail	監管零售	328	–	316	–	237
Residential mortgage	住宅按揭	6,422	–	6,290	–	3,235
Other exposures that are not past due	未逾期的其他 風險承擔	11,187	–	5,397	–	5,397
Past due	逾期	49	–	49	–	55
Off balance sheet exposure	資產負債表外的 風險承擔	11,228	239	9,008	44	8,921
Counterparty exposure	交易對手風險承擔	1,747	219	687	49	657
<b>Total</b>	<b>總額</b>	<b>188,768</b>	<b>120,107</b>	<b>48,837</b>	<b>3,602</b>	<b>40,716</b>

### (9) CREDIT RISK MITIGATION 減低信貸風險措施

#### (a) Process of managing and recognising credit risk mitigation

The Bank has established policies on managing and recognising credit risk mitigation, which is approved by Credit Committee, for all types of credit exposure under both IRB approach and standardised approach including counterparty credit risk-related exposure which arises from securities financing transactions and derivative contracts booked in the banking book or trading book. The Bank applies prudent assessments of eligibility and quality of collaterals. A list of credit risk mitigations which is deemed appropriate by the Bank is in place. The Bank also applies safe custodian of collaterals, regular re-valuation and close monitoring. Marketable securities are marked-to-market on a daily basis whilst valuations on properties are reviewed periodically.

For regulatory capital calculation, only recognised collaterals, guarantees and credit derivative contracts as laid down under the Capital Rules are considered as recognised credit risk mitigations and the Bank adheres to the criteria as stipulated in the Capital Rules when assessing the eligibility.

#### (a) 管理及認定減低信貸風險措施的程序

本行已制定管理及認定減低信貸風險措施的政策，而政策亦經信貸委員會批准，適用於內部評級基準計算法及標準計算法下各類信貸風險承擔，包括與由銀行賬或交易賬中的證券融資交易及衍生工具合約引致的交易對手信用風險相關的風險承擔。本行審慎評估抵押品是否合資格及其質素的高低。本行已備有一系列本行視為合適的減低信貸風險措施。本行亦妥善保管抵押品、定期作重新估值及作出緊密的監察。有價證券每日均按市值計算，物業的估值則定期審查。

就計算監管資本而言，只有《資本規則》訂下的認可抵押品、擔保及信貸衍生工具合約方可視為認可的減低信貸風險措施，本行在評估減低信貸風險措施是否合資格時，會遵守《資本規則》規定的準則。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (9) CREDIT RISK MITIGATION (CONTINUED) 減低信貸風險措施(續)

## (a) Process of managing and recognising credit risk mitigation (continued)

Recognised collaterals include both financial and physical collaterals. Financial collaterals include cash deposit, gold, shares and debt securities and mutual fund/undertakings for collective investments in transferable securities, whilst physical collaterals include commercial real estate, residential real estate, vehicles and equipments. The exposure amount after mitigation is determined by applying the standard supervisory haircut laid down in the Capital Rules as an adjustment discount to the current collateral value.

Recognised guarantees are guarantees provided by sovereign entities, public sector entities, banks, regulated securities firms or corporates that have ECAI issuer ratings, and have been allocated a lower risk weight than that allocated to the exposures in respect of which the guarantees have been given.

On-balance and off-balance sheet recognised netting is not adopted by the Bank. No recognised guarantees (except those provided by the Hong Kong Mortgage Corporation Limited for reverse mortgage facilities) and recognised credit derivative contracts are applied as credit risk mitigation for capital adequacy calculation at the end of the reporting period.

## (b) Total exposures covered by recognised collateral or recognised guarantees under IRB Approach

Exposure class	風險承擔類別	Exposure amount covered			
		已涵蓋的風險承擔數額			
		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
Bank	銀行	3,302		859	
Corporate	企業	191,052		120,248	
Retail	零售	74,589		65,518	
Total	總額	268,943		186,625	

The total exposures indicated above include counterparty credit risk-related exposures covered by recognised collateral or recognised guarantees and represent 38.99% of the total exposure amount under IRB Approach as at 31st December, 2013 and 30.15% as at 31st December, 2012.

## (a) 管理及認定減低信貸風險措施的程序(續)

認可抵押品包括金融及實物抵押品。金融抵押品包括現金存款、黃金、股份及債務證券及互惠基金／集體投資於可轉換證券的業務，而實物抵押品包括商業地產、住宅地產、車輛及設備。減低風險後的風險承擔數額乃以《資本規則》訂下的標準監管扣減作為對現行抵押品價值的調整扣減而釐定。

認可擔保乃任何主權實體、公營單位、銀行、受監管證券商號或獲得外部信用評估機構發行人評級的企業所提供的擔保，而該等擔保必須取得比受擔保風險承擔較低的風險權重。

本行並無採納資產負債表內及資產負債表外認可淨額結算方法。於計算日，本行並無採用認可擔保(香港按揭證券有限公司為安老按揭貸款所提供的除外)及認可信貸衍生工具合約作為減低信貸風險措施，以計算資本充足度。

## (b) 內部評級基準計算法下以認可抵押品或認可擔保涵蓋的風險承擔數額

上述所示的風險承擔總額已包含以認可抵押品或認可擔保涵蓋的交易對手信貸風險相關的風險承擔。於2013年12月31日及2012年12月31日，上述總額分別佔內部評級基準計算法下風險承擔總額的38.99%及30.15%。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### (c) Total exposures covered by recognised collateral or recognised guarantees under Standardised Approach

#### (c) 標準計算法下以認可抵押品或認可擔保涵蓋的風險承擔數額

Exposure class	風險承擔類別	Exposure amount covered	
		已涵蓋的風險承擔數額	
		2013	2012
		HK\$ Mn	港幣百萬元
Corporate	企業	9,353	11,077
Regulatory retail	監管零售	8	12
Residential mortgage	住宅按揭	140	132
Other exposures which are not past due	未逾期的其他風險承擔	6,644	5,790
Past due	逾期	64	36
Counterparty	交易對手	1,011	841
Off balance sheet	資產負債表外項目	1,169	1,981
<b>Total</b>	<b>總額</b>	<b>18,389</b>	<b>19,869</b>

The total exposures indicated above represent 11.54% of the total exposure amount under Standardised Approach as at 31st December, 2013 and 10.53% as at 31st December, 2012.

於2013年12月31日及2012年12月31日，上述所示的風險承擔總額分別佔標準計算法下風險承擔總額的11.54%及10.53%。

#### (10) COUNTERPARTY CREDIT RISK-RELATED EXPOSURE 與交易對手信貸風險相關的風險承擔

The Bank has adopted the Current Exposure Method for regulatory capital calculation of its counterparty credit risk arising from securities financing transactions and derivative contracts booked in the banking book and trading book. Internally, the Bank has in place a set of policies and a comprehensive framework to effectively manage such counterparty credit risk. Under this management framework, distinct credit limits for counterparty credit exposure for individual counterparties are determined based on the credit standing of the counterparties, collateral value, contract nature, etc.

本行採取現行風險承擔方法計算所有由銀行賬及交易賬中的證券融資交易及衍生工具合約所引致的交易對手信貸風險的監管資本。本行已制訂一系列內部政策及完善的管理架構，以有效地管理此等交易對手信貸風險。在這管理架構下，不同交易對手的交易對手風險信貸限額會根據個別交易對手的信用狀況、抵押品價值、合約性質等因素釐定。

The Bank has set out in its internal policies a process for identification of wrong-way risk for individual counterparties. Regular stress-testing is conducted to assess the potential impact of wrong-way risk on the Bank's capital adequacy and profitability.

本行已在內部政策制定識別個別交易對手錯向風險的程序。本行定期進行壓力測試，以評估錯向風險對本行的資金充足度及盈利能力的潛在影響。

According to the Credit Support Annexes of the International Swaps and Derivatives Association Master Agreements between the Bank and its major counterparties, and the Bank's credit rating position and outstanding liabilities arising from counterparty credit risk-related transactions as at 31st December, 2013, the Bank would not have to provide any additional collateral if there were a downgrade in the Bank's credit ratings from Moody's Investors Service or Standard & Poor's Ratings Services by one notch.

根據本行與其主要交易對手所簽訂的國際掉期交易協會主協議之信用附約條款，及本行於2013年12月31日的信用評級狀況及由交易對手信貸風險相關交易所引致的未結清負債，本行將不需要在假設其穆迪投資者服務或標準普爾評級服務的信貸評級遭降一級的情況下向交易對手提供額外的抵押品。

At 31st December, 2013, no recognised credit derivative contract is applied as credit risk mitigation and no valid bilateral netting agreement as defined in HKMA Guideline No. 4.4 is taken into account in the calculation of regulatory capital.

於2013年12月31日，就計算監管資本而言，本行並無以任何認可信貸衍生工具合約作為減低信貸風險措施，亦沒有採納按金管局指引第4.4號之有效雙邊淨額結算協議。



## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (10) COUNTERPARTY CREDIT RISK-RELATED EXPOSURE (CONTINUED)

## 與交易對手信貸風險相關的風險承擔(續)

The information below are compiled in accordance with the current Capital Rules and Banking (Disclosure) Rules for the 31st December, 2013 position whereas the information for the 31st December 2012 position are compiled following the pre-amended Capital Rules and Disclosure Rules as in force immediately before 1st January, 2013 and 30th June, 2013 respectively.

The following tables indicate the information of counterparty credit risk-related exposures under IRB approach and Standardised approach respectively as at 31st December, 2013 and 31st December, 2012:

2013年12月31日之下列資料乃根據現行的《資本規則》及《銀行業(披露)規則》所編製，而2012年12月31日之下列資料則根據分別於2013年1月1日前及2013年6月30日前生效的《未修訂資本規則》及《未修訂披露規則》所編製。

於2013年12月31日及2012年12月31日，下表顯示分別在內部評級基準計算法及標準計算法下與交易對手信貸風險相關的風險承擔的資料：

## (a) Counterparty credit risk-related exposures under IRB Approach

## (a) 內部評級基準計算法下與交易對手信貸風險相關的風險承擔

## 2013

		Securities financing transactions	
		Derivative contracts	Derivative contracts
		衍生工具合同	證券融資交易
		HK\$ Mn	港幣百萬元
Gross total positive fair value	總公平價值正數	2,749	-
Default risk exposures amount	違責風險承擔數額		
- Bank	- 銀行	7,332	2,206
- Corporate	- 企業	1,884	-
		9,216	2,206
Recognised collateral held	認可抵押品		
- Cash	- 現金	661	2,090
- Others	- 其他	4	75
		665	2,165
Default risk exposure amount net of recognised collateral	扣除認可抵押品後的淨違責風險承擔數額		
- Bank	- 銀行	7,332	41
- Corporate	- 企業	1,219	-
		8,551	41
Risk-weighted amount	風險加權數額		
- Bank	- 銀行	7,108	18
- Corporate	- 企業	810	-
		7,918	18

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

2012

		Derivative contracts	Repo-style transactions
		衍生工具合同	回購形式交易
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Gross total positive fair value	總公平價值正數	2,345	–
Credit equivalent amount	信貸等值數額		
– Bank	– 銀行	5,502	–
– Corporate	– 企業	1,297	–
		6,799	–
Recognised collateral held	認可抵押品		
– Cash	– 現金	377	–
– Others	– 其他	–	–
		377	–
Credit equivalent amount net of recognised collateral	扣除認可抵押品後的淨信貸等值數額		
– Bank	– 銀行	5,502	–
– Corporate	– 企業	920	–
		6,422	–
Risk-weighted amount	風險加權數額		
– Bank	– 銀行	3,665	–
– Corporate	– 企業	577	–
		4,242	–

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

未經審核補充財務資料(續)

## (10) COUNTERPARTY CREDIT RISK-RELATED EXPOSURE (CONTINUED)

與交易對手信貸風險相關的風險承擔(續)

## (b) Counterparty credit risk-related exposures under Standardised Approach

(b) 標準計算法下與交易對手信貸風險相關的風險承擔

2013

		Derivative contracts 衍生工具合同 HK\$ Mn 港幣百萬元	Securities financing transactions 證券融資交易 HK\$ Mn 港幣百萬元
Gross total positive fair value	總公平價值正數	719	-
Default risk exposures amount	違責風險承擔數額		
- Bank	- 銀行	277	-
- Corporate	- 企業	555	-
- Retail	- 零售	1,155	-
		1,987	-
Recognised collateral held:	認可抵押品		
- Cash	- 現金	908	-
- Others	- 其他	103	-
		1,011	-
Default risk exposure amount net of recognised collateral	扣除認可抵押品後的淨違責風險 承擔數額		
- Bank	- 銀行	277	-
- Corporate	- 企業	304	-
- Retail	- 零售	395	-
		976	-
Risk-weighted amount	風險加權數額		
- Bank	- 銀行	145	-
- Corporate	- 企業	304	-
- Retail	- 零售	395	-
		844	-

UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)  
未經審核補充財務資料(續)

2012

		Derivative contracts	Repo-style transactions
		衍生工具合同	回購形式交易
		HK\$ Mn 港幣百萬元	HK\$ Mn 港幣百萬元
Gross total positive fair value	總公平價值正數	645	–
Credit equivalent amount	信貸等值數額		
– Bank	– 銀行	278	–
– Corporate	– 企業	473	–
– Retail	– 零售	996	–
		1,747	–
Recognised collateral held:	認可抵押品		
– Cash	– 現金	806	–
– Others	– 其他	35	–
		841	–
Credit equivalent amount net of recognised collateral	扣除認可抵押品後的淨信貸等值數額		
– Bank	– 銀行	278	–
– Corporate	– 企業	201	–
– Retail	– 零售	427	–
		906	–
Risk-weighted amount	風險加權數額		
– Bank	– 銀行	78	–
– Corporate	– 企業	201	–
– Retail	– 零售	427	–
		706	–

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

## 未經審核補充財務資料(續)

## (10) COUNTERPARTY CREDIT RISK-RELATED EXPOSURE (CONTINUED)

## 與交易對手信貸風險相關的風險承擔(續)

## (c) Credit derivative contracts which create exposures to counterparty credit risk

The following table indicates the notional amount of credit derivative contracts which create exposures to counterparty credit risk as at 31st December, 2013 and 31st December, 2012 respectively:

## (c) 會引致交易對手信貸風險的信貸衍生工具合約

於2013年12月31日及2012年12月31日，下表分別顯示按不同合同類別劃分的會引致交易對手信貸風險的信貸衍生工具合約的名義數額：

		2013		2012	
		HK\$ Mn	港幣百萬元	HK\$ Mn	港幣百萬元
For credit portfolio	用作信貸組合				
Credit default swap	信用違責掉期				
Protection bought	購入保障	-	-	-	-
Protection sold	售出保障	23	23	23	23
Total return swap	總回報掉期				
Protection bought	購入保障	-	-	-	-
Protection sold	售出保障	-	-	-	-
For intermediation activities	用作中介活動				
Credit default swap	信用違責掉期				
Protection bought	購入保障	-	-	-	-
Protection sold	售出保障	-	-	-	-
Total return swap	總回報掉期				
Protection bought	購入保障	-	-	-	-
Protection sold	售出保障	-	-	-	-

## (11) ASSET SECURITISATION 資產證券化

As at 31st December, 2013 and 31st December, 2012 respectively, the Bank had no asset securitisation exposure.

於2013年12月31日及2012年12月31日，本行並無證券化類別風險承擔。

## UNAUDITED SUPPLEMENTARY FINANCIAL INFORMATION (CONTINUED)

### 未經審核補充財務資料(續)

#### (12) EQUITY EXPOSURES BOOKED IN BANKING BOOK 銀行賬下的股權風險承擔

Before 1st January, 2013, the Bank deducted those equity holdings taken for relationship and strategic reasons from the core & supplementary capital and included those equity holdings taken for other reasons in the risk-weighted assets for capital adequacy ratio purpose.

Starting from 1st January, 2013, under the Basel III requirements, the Bank regards those equity holdings taken for relationship and strategic reasons as deductible items from the Tier 1 & Tier 2 capital subject to the applicable thresholds and includes those equity holdings not deducted from the capital base and those taken for other reasons in the risk-weighted assets for capital adequacy ratio purpose.

The Bank applies the same accounting techniques and valuation methodologies as detailed in the Bank's notes on accounts for all available-for-sale financial assets, including equity exposures booked in banking book. There are no significant changes during the annual reporting period.

於2013年1月1日以前，本行將因關係及策略性理由而持有的股權從核心及附加資本內扣減，及將因其他理由而持有的股權包括在風險加權資產內，以用作計算資本充足比率。

於2013年1月1日或以後，因應巴塞爾資本協定III之規定，本行將因關係及策略性理由而持有的股權視為可扣減項目並按適用的門檻規定從一級及二級資本內扣減，並將未於資本基礎扣減的股權及將因其他理由而持有的股權包括在風險加權資產內，以用作計算資本充足比率。

本行處理所有可供出售金融資產，包括銀行賬下的股權風險承擔時，均採用已詳列於本行之賬項附註中相同之會計技巧及評估方式。有關處理方法在周年報告期內並無重大改變。

		For the year ended 31st December, 2013 截至2013年12月31日止年度	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
Cumulative realised gains arising from sales and liquidations of equity exposure	來自出售和兌現持有股權的累積實現收益	50	44
Total unrealised (losses)/gains deducted from the Bank's reserves but not through the income statement	在儲備內確認而未有經收益表入賬的未實現(虧損)/收益的總計	(34)	276

		For the year ended 31st December, 2012 截至2012年12月31日止年度	
		The Group 集團 HK\$ Mn 港幣百萬元	The Bank 銀行 HK\$ Mn 港幣百萬元
Cumulative realised gains arising from sales and liquidations of equity exposure	來自出售和兌現持有股權的累積實現收益	52	49
Total unrealised gains recognised in the Bank's reserves but not through the income statement	在儲備內確認，但沒有經損益表入賬的未實現收益的總計	985	585
Unrealised gains included in or (losses deducted from) the Bank's supplementary capital for capital adequacy ratio purpose	為計算資本充足比率而包括在附加資本內的任何未實現收益的金額或(從該附加資本中扣減的未實現虧損的金額)	331	331

# GLOSSARY

## 詞彙

2011 Scheme 「2011計劃」	Staff Share Option Scheme approved and adopted by the shareholders of the Bank on 19th April, 2011 於2011年4月19日經股東批准及採納的僱員認股計劃
2014 AGM  「2014股東周年常會」	an AGM of the Bank to be held in the Grand Ballroom, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong on Friday, 2nd May, 2014 at 11:30 a.m. or any adjournment thereof 本行於2014年5月2日星期五上午11時30分在香港金鐘道88號太古廣場香港港麗酒店港麗大禮堂舉行的股東周年常會，或其任何續會
AC 「審核委員會」	the Audit Committee of the Bank 本行的審核委員會
ACM 「審核委員會會議」	Audit Committee Meeting 審核委員會會議
AGM 「股東周年常會」	an Annual General Meeting of the Bank 本行的股東周年常會
Article of Association 「組織章程細則」	the articles of association of the Bank (as amended, modified or otherwise supplemented from time to time) 本行的組織章程細則，經不時修訂、修改或以其他方式補充
Bank Group or BEA Group or Group 「集團」或「本集團」	The Bank and its subsidiaries 東亞銀行及其附屬公司
Bank or BEA 「本行」	The Bank of East Asia, Limited, a limited liability company incorporated in Hong Kong 東亞銀行有限公司，於香港註冊成立的有限公司
Banking Ordinance 《銀行業條例》	Hong Kong Banking Ordinance (Chapter 155 of the Laws of Hong Kong) 香港《銀行業條例》(香港法例第155章)
BEA China 「東亞中國」	The Bank of East Asia (China) Limited, a wholly-owned subsidiary of the Bank 東亞銀行(中國)有限公司，本行的全資附屬公司
BEA Foundation 「東亞銀行慈善基金」	The Bank of East Asia Charitable Foundation Limited, a wholly-owned subsidiary of the Bank 東亞銀行慈善基金有限公司，本行的全資附屬公司
BEA Life 「東亞人壽」	BEA Life Limited, a wholly-owned subsidiary of the Bank 東亞人壽保險有限公司，本行的全資附屬公司
BEA Macau 「澳門分行」	the Bank's branch operations in Macau 本行的澳門分行
BEA Union 「東亞聯豐」	BEA Union Investment Management Limited, a non-wholly-owned subsidiary of the Bank 東亞聯豐投資管理有限公司，本行的非全資附屬公司
Blue Cross 「藍十字」	Blue Cross (Asia-Pacific) Insurance Limited, a wholly-owned subsidiary of the Bank 藍十字(亞太)保險有限公司，本行的全資附屬公司
BM 「董事會會議」	Board Meeting 董事會會議
Board 「董事會」	Board of Directors of the Bank 本行的董事會
BVI 「英屬處女群島」	British Virgin Islands 英屬處女群島
Capital Rules 「《資本規則》」	Banking (Capital) Rules issued by the HKMA 金管局頒布的《銀行業(資本規則)》
CG Code 「《企業管治守則》」	Corporate Governance Code and Corporate Governance Report, Appendix 14 of the Listing Rules 《上市規則》附錄14內所載的《企業管治守則》及《企業管治報告》
CG-1  「CG-1」	Supervisory Policy Manual CG-1 on Corporate Governance of Locally Incorporated Authorized Institutions, issued by the HKMA 金管局頒布之監管政策手冊CG-1內有關《本地註冊認可機構的企業管治》
CG-5 「CG-5」	Supervisory Policy Manual CG-5 on Guideline on a Sound Remuneration System, issued by the HKMA 金管局頒布之監管政策手冊CG-5內有關《穩健的薪酬制度指引》
Charity Fund 「公益基金」	The Shanghai Soong Ching Ling Foundation – BEA Charity Fund 上海宋慶齡基金會 — 東亞銀行公益基金
Charter 「約章」	Treat Customers Fairly Charter 公平待客約章
CHF 「瑞士法郎」	Swiss franc 瑞士法郎
China, Mainland China or PRC 「中國」或「內地」	People's Republic of China 中華人民共和國
CNY or RMB 「人民幣」	Chinese yuan or Renminbi, the lawful currency of the PRC 中國法定貨幣



## GLOSSARY (CONTINUED)

### 詞彙 (續)

Companies Ordinance 「《公司條例》」	the Companies Ordinance (Chapter 32 of the Laws of Hong Kong) as in force from time to time before 3rd March, 2014 2014年3月3日之前不時有效的《公司條例》(香港法例第32章)
CPI 「消費物價指數」	Consumer price index 消費物價指數
Credit Gain 「領達財務」	Credit Gain Finance Company Limited, a wholly-owned subsidiary of the Bank 領達財務有限公司·本行的全資附屬公司
CSR 「企業社會責任」	Corporate social responsibility 企業社會責任
Director(s)  「董事」	includes any person who occupies the position of a director, by whatever name called, of the Bank or otherwise as the context may require 包括任何任職本行董事職位的人士(不論其職銜如何)·或文義另有所指的人士
ED 「執行董事」	Executive Director of the Bank 本行的執行董事
EUR 「歐羅」	Euro 歐羅
GBP 「英鎊」	Pound sterling, the lawful currency of the UK 英國法定貨幣
GDP 「本地生產總值」	Gross domestic product 本地生產總值
HK\$ or HKD 「港幣」	Hong Kong dollar, the lawful currency of Hong Kong 香港法定貨幣
HKAB 「香港銀行公會」	The Hong Kong Association of Banks 香港銀行公會
HKAAE 「香港環保卓越計劃」	Hong Kong Awards for Environmental Excellence 香港環保卓越計劃
HKAS 「香港會計準則」	Hong Kong Accounting Standards 香港會計準則
HKCSS 「社聯」	The Hong Kong Council of Social Service 香港社會服務聯會
HK EPA 「香港環境保護協會」	Hong Kong Environmental Protection Association 香港環境保護協會
HKEx 「香港交易所」	Hong Kong Exchanges and Clearing Limited 香港交易及結算所有限公司
HKFRS 「香港財務報告準則」	Hong Kong Financial Reporting Standards 香港財務報告準則
HKICPA 「香港會計師公會」	Hong Kong Institute of Certified Public Accountants 香港會計師公會
HKMA 「金管局」	Hong Kong Monetary Authority 香港金融管理局
HKRC 「香港紅十字會」	Hong Kong Red Cross 香港紅十字會
Hong Kong or HK 「香港」	Hong Kong Special Administrative Region of PRC 中華人民共和國香港特別行政區
IAS 「高等研究院」	Institute for Advanced at The Hong Kong University of Science and Technology 香港科技大學高等研究院
INED(s) 「獨立非執行董事」	Independent Non-executive Director(s) of the Bank 本行的獨立非執行董事
JPY 「日圓」	Japanese yen 日圓
Listing Rules  「《上市規則》」	the Rules Governing the Listing of Securities on the Stock Exchange (as amended, modified or otherwise supplemented from time to time) 聯交所《證券上市規則》·經不時修訂、修改或以其他方式補充
Management 「管理層」	the Chief Executive, Deputy Chief Executives and Division Heads of the Bank 本行的行政總裁、副行政總裁及處級主管
MPF 「強積金」	Mandatory Provident Fund 強制性公積金

## GLOSSARY (CONTINUED)

## 詞彙 (續)

NC 「提名委員會」	the Nomination Committee of the Bank 本行的提名委員會
NCM 「提名委員會會議」	Nomination Committee Meetings 提名委員會會議
NED(s) 「非執行董事」	Non-executive Director(s) of the Bank 本行的非執行董事
New Companies Ordinance 「新《公司條例》」	the Companies Ordinance (Chapter 622 of the Laws of Hong Kong), effective 3rd March, 2014 《公司條例》(香港法例第622章) · 2014年3月3日起生效
NGO(s) 「非政府機構」	Non-governmental organisation(s) 非政府機構
PBOC 「人行」	The People's Bank of China 中國人民銀行
RC 「薪酬委員會」	the Remuneration Committee of the Bank 本行的薪酬委員會
RCM 「薪酬委員會會議」	Remuneration Committee Meetings 薪酬委員會會議
RERC 「宗教教育中心」	Religious Education Resource Centre of the Hong Kong Sheng Kung Hui 聖公會宗教教育中心
RIC 「風險委員會」	the Risk Committee of the Bank 本行的風險委員會
RICM 「風險委員會會議」	Risk Committee Meeting 風險委員會會議
Senior Management 「高層管理人員」	the Deputy Chief Executives of the Bank 本行的副行政總裁
SFO 「《證券及期貨條例》」	the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) 《證券及期貨條例》(香港法例第571章)
SGD 「新加坡元」	Singapore dollar, the lawful currency of Singapore 新加坡法定貨幣
SMEs 「中小企」	Small and medium-sized enterprises 中小型企業
Stock Exchange 「聯交所」	The Stock Exchange of Hong Kong Limited 香港聯合交易所有限公司
Taiwan Branches 「台灣分行」	the Bank's branch operations in Taiwan 本行的台灣分行
The Community Chest or the Chest 「公益金」	The Community Chest of Hong Kong 香港公益金
Tricor 「卓佳」	Tricor Holdings Limited, a non-wholly-owned subsidiary of the Bank 卓佳集團有限公司 · 本行的非全資附屬公司
TWD 「新台幣」	Taiwan dollar, the lawful currency of Taiwan 台灣法定貨幣
UK 「英國」	United Kingdom 英國
US 「美國」	United States of America 美利堅合眾國
US\$ or USD 「美元」	United States dollar, the lawful currency of the US 美國法定貨幣

## SHAREHOLDER INFORMATION

### FINANCIAL CALENDAR

2013 full year results announced	18th February, 2014
2013 Second Interim Dividend declared	18th February, 2014
Ex-all date for 2013 Second Interim Dividend	6th March, 2014
Closure of register of members - 2013 Second Interim Dividend	10th March, 2014 and 11th March, 2014
Record date for 2013 Second Interim Dividend	11th March, 2014
Despatch of Scrip Dividend Scheme Listing Document and Form of Election	11th March, 2014
Despatch of dividend warrants and share certificates for 2013 Second Interim Dividend	(on or about) 2nd April, 2014
Closure of register of members - Annual General Meeting	From 30th April, 2014 to 2nd May, 2014 (both days inclusive)
Annual General Meeting	2nd May, 2014
2014 interim results to be announced	August, 2014*

\* Subject to change

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## 股東資料

### 財務日誌

公布2013年度全年業績	2014年2月18日
宣布派發2013年度第二次中期股息	2014年2月18日
2013年度第二次中期股息除淨日期	2014年3月6日
暫停辦理過戶登記手續 - 2013年度第二次中期股息	2014年3月10日及2014年3月11日
2013年度第二次中期股息記錄日期	2014年3月11日
寄發以股代息計劃上市文件及選擇表格	2014年3月11日
寄發2013年度第二次中期股息單及股票	(約於) 2014年4月2日
暫停辦理過戶登記手續 - 股東周年常會	由2014年4月30日至2014年5月2日 (包括首尾兩天)
股東周年常會	2014年5月2日
公布2014年度中期業績	2014年8月*

\*可予更改

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