



恒隆集團  
HANG LUNG GROUP

HANG LUNG GROUP LIMITED  
STOCK CODE: 00010

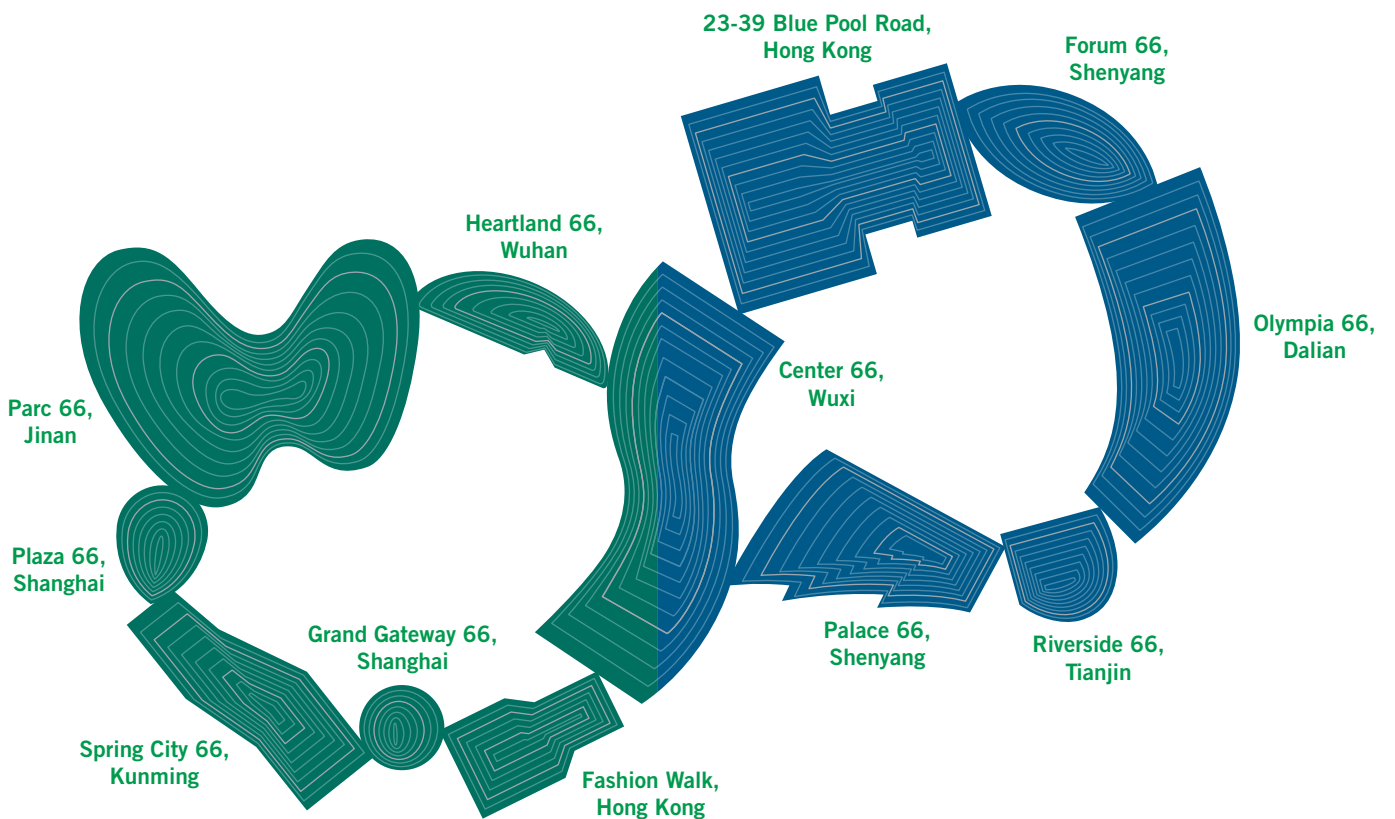


# HONING **OUR EDGE**

2015 Annual Report



# DESIGN CONCEPT



The 2015 Annual Report of Hang Lung Group Limited (stock code: 00010) themed Honing Our Edge adopts a twin-cover design approach integrating with the Hang Lung Properties Limited (stock code: 00101) Annual Report.

The covers showcase 12 aerial overviews of Hang Lung's world-class properties across mainland China and Hong Kong, which are testaments to the Company's design innovation. The debossed contour lines connote the strength

and competitive edge built upon solid foundations, for which the Hung Lung brand stands. And together, the shapes form an infinity symbol  $\infty$  to express the boundless creativity and innovation that have contributed to our business.

The five main sections in the annual reports are represented by images of an arrow, a light bulb, a block, a heart and a star, respectively, signifying the Company's emphasis on factors that promote excellence, namely **insightful vision**, **innovative ideas**, **solid foundations**, **sincerity to sustainability** and **star management**.



insightful  
vision



innovative  
ideas



solid  
foundations



sincerity to  
sustainability



star  
management

## 2 WE DO IT RIGHT

We Do It Right is a business philosophy that extends beyond our core business and embraces the initiatives we undertake on behalf of our staff, the community and the environment. We believe this is fundamental to our success and helps us win the trust of our stakeholders.

In this annual report we describe the progress we have made during the year, using meaningful metaphors to signify our efforts to create unmatched value for our cherished shareholders, tenants and customers.

As Hang Lung's business continues to grow, we will continue to maintain our high standards in order to become a highly admired national commercial property developer in Hong Kong and mainland China.

### CONTENTS

04	Financial Highlights	86	Corporate Governance Report
08	Chairman's Letter to Shareholders	112	Profile of the Directors
20	Review of Operations	117	Profile of Key Executives
64	Financial Review	118	Report of the Directors
76	Sustainable Development	128	Independent Auditor's Report
82	Risk Management	129	Financial Statements

# CORPORATE PROFILE

Hang Lung Group Limited (stock code: 00010) is one of the most established listed companies in Hong Kong with more than 50 years of experience in the property development market. Through Hang Lung Properties Limited (stock code: 00101), we have built a leading reputation as a top-tier property developer in Hong Kong and on the Mainland, with a recognized commitment to quality.

Through Hang Lung Properties, the businesses in Hong Kong include property development for sale and lease. Our substantial portfolio encompasses well-planned large-scale mall/commercial, office and residential developments in prominent locations.

We made our first investment on the Mainland in the early 1990s as the foremost step in our future business expansion. Adhering to the strategy of developing prime sites in major cities, our portfolio of investment properties currently comprises two large-scale developments in Shanghai – the mall/commercial, office and residential complex Grand Gateway 66, and the commercial and office complex Plaza 66. Together with our prime landmark complexes of Parc 66 in Jinan, Center 66 in Wuxi, Riverside 66 in Tianjin, and Olympia 66 in Dalian, as well as Palace 66 and Forum 66 in Shenyang, we are vigorously building on our successes to develop similar properties in major cities including Kunming and Wuhan.

We will continue not only to expand our horizons on the Mainland, but also to invest in our portfolio in Hong Kong, as we aim to become a highly admired national commercial property developer.

195 Ten-Year Financial Summary

196 Glossary

198 Corporate Information

199 Financial Calendar

200 Listing Information

## 4 FINANCIAL HIGHLIGHTS

### RESULTS

For the year ended December 31

in HK\$ Million (unless otherwise stated)	2015	2014
<b>Revenue</b>		
Property leasing	8,330	7,792
Mainland China	4,625	4,354
Hong Kong	3,705	3,438
Property sales	1,198	9,814
<b>Total revenue</b>	<b>9,528</b>	17,606
<b>Net profit attributable to shareholders</b>	<b>3,211</b>	6,825
<b>Dividends</b>	<b>1,084</b>	1,097
<b>Shareholders' equity</b>	<b>75,470</b>	76,026
<b>Per share data</b>		
Earnings	\$2.37	\$5.04
Dividends		
Total	\$0.80	\$0.81
Interim	\$0.19	\$0.19
Final	\$0.61	\$0.62
Shareholders' equity	\$55.7	\$56.1
Net assets	\$103.5	\$106.8
<b>Financial ratio</b>		
Payout ratio	34%	16%
Net debt to equity ratio	4.2%	Net cash
Debt to equity ratio	26.6%	27.7%

### UNDERLYING RESULTS

For the year ended December 31

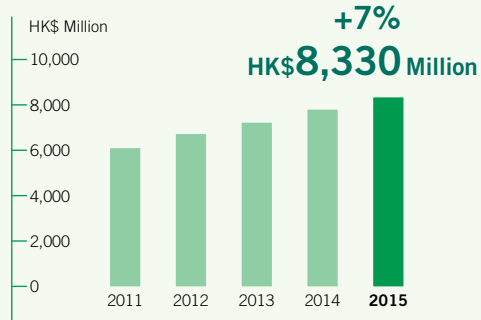
in HK\$ Million (unless otherwise stated)	2015	2014
<b>Underlying net profit attributable to shareholders</b>	<b>2,700</b>	5,730
<b>Earnings per share</b> <sup>(Note 1)</sup>	<b>\$1.99</b>	\$4.23
<b>Payout ratio</b> <sup>(Note 1)</sup>	<b>40%</b>	19%

Note:

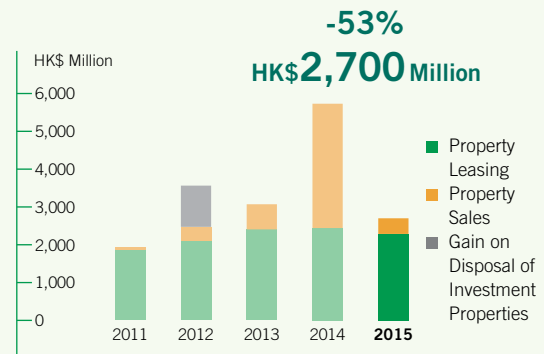
1. The relevant calculations are based on the underlying net profit attributable to shareholders.

## Rental Revenue

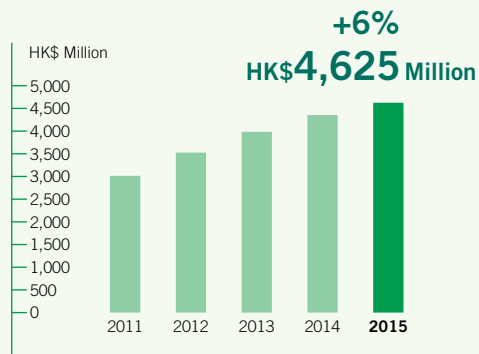
### Overall



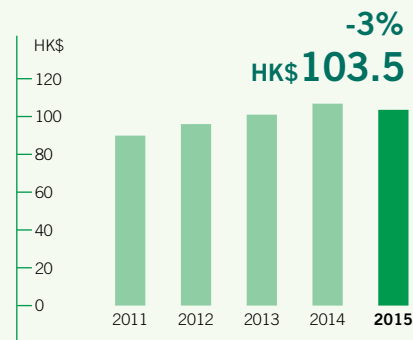
## Underlying Net Profit



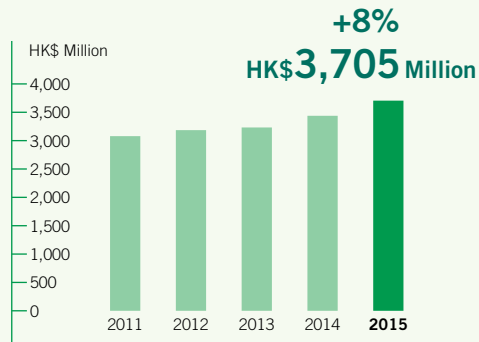
## Mainland China



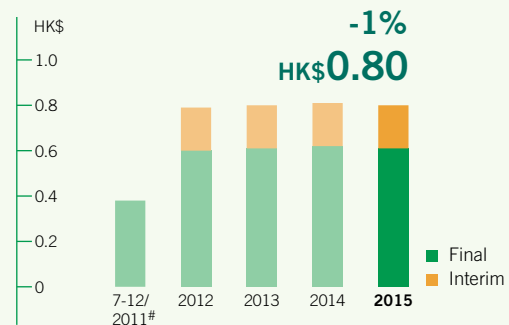
## Net Assets per Share



## Hong Kong



## Dividends per Share



<sup>#</sup> Final dividend for the six-month financial period from July 1, 2011 to December 31, 2011



Fashion Walk,  
Hong Kong

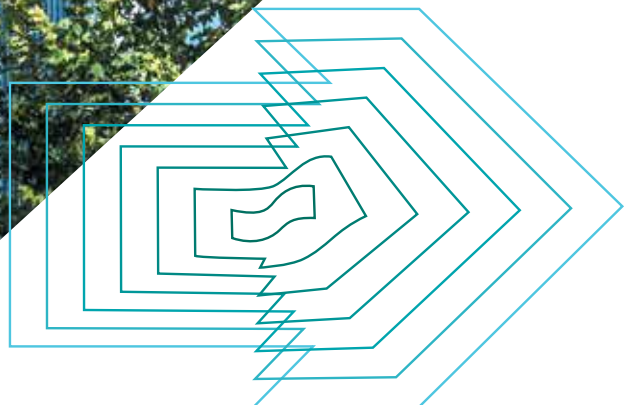


Olympia 66,  
Dalian





Plaza 66,  
Shanghai



# Insightful Vision

Upholding our business philosophy, We Do It Right, Hang Lung looks ahead in all of our areas of business. From market timing, location choice, architectural design, to daily operations and talent development, our pledge of excellence is to act with foresight to develop the Company into a highly admired national commercial developer in China.



## 8 CHAIRMAN'S LETTER TO SHAREHOLDERS



**Ronnie C. Chan**  
Chairman

### RESULTS AND DIVIDEND

Revenue for the year ended December 31, 2015 declined 46% to HK\$9,528 million as fewer residential apartments were sold against a year ago. Coupled with a smaller amount of property revaluation gain recorded against the previous year, net profit attributable to shareholders fell 53% to HK\$3,211 million. Correspondingly, earnings per share fell to HK\$2.37.

When excluding revaluation gain and all related effects, underlying net profit attributable to shareholders decreased 53% to HK\$2,700 million. Underlying earnings per share declined similarly to HK\$1.99.

The Board recommends a final dividend of HK61 cents per share. If approved by shareholders, total dividends per share will be HK80 cents for the year ended December 31, 2015. Final dividend is payable on May 18, 2016 to shareholders of record on May 5, 2016.

## BUSINESS REVIEW

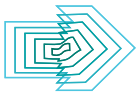
It has been almost a quarter century since we bought our first piece of land on the Mainland. During this period, both international and domestic economies have undergone many ups and downs. The most severe situations were the Asian Financial Crisis of 1997 and the Global Great Recession of 2008. In both instances, serious effects lasted many years. Yet in terms of their impact on our business, there was never a situation as severe as what we face today.

Worse yet, the recovery will be slow. In my 2012 interim report to Hang Lung Properties (HLPL) shareholders, I already predicted this. Now 42 months later, not only is there no rebound, but our market may still be on the way down. Contrary to historical norms, the second half of 2015 was weaker than the first. I fear that the worst still lies ahead.

The 2008 global debacle was long in the making. Effects of the problematic policies in the U.S. being practiced since the 1990's have blown up in our face. Before that, hardly anyone noticed the ongoing troubles until the global financial system and with it the economy was on the brink of collapse. At that time China was among the very first major economies to have recognized the situation and promptly took action to avert disaster. Its retail market experienced a V-shaped fall and then recovery. In fact, the rebound was rather powerful, so much so that retailers and the related real estate industry hardly felt the pain.

This time it is China's turn. Problematic policies which once brought great prosperity for the short-term also came with tremendous challenges. Contrary to the stealthy nature of Western government missteps since the 1990's, China was repeatedly warned by economists – especially those in the West.

Frankly I could sympathize with Beijing on what they had done in order to ensure handsome growth at that time. However, the system was such that herd instinct was not checked, so many things went to the extreme. Just take a look at the existing capacity of many commodities from steel to cement, and from solar panels to apartments. On the part of Beijing leaders, there was perhaps a late recognition of impending troubles, an underestimation of their severity, and even an over self-confidence in their ability to manage the economy.



Beyond policies and policy executions, there are also structural or systemic issues that must be addressed. I for one do not subscribe to the view of many foreigners that China must adopt the Western model wholesale. To be sure, in the past 30 years or so, China has already learned tremendously from the West. However, should the RMB be fully convertible like the U.S. Dollar, the Euro or the Japanese Yen? I am not so sure. Or should the country give up all its State-Owned Enterprises (SOEs)? I doubt it.

Singapore's economy is dominated by SOEs; they just do not call them as such. Yet things have gone well in the country for over half a century. Her economy is still considered one of the strongest in the world. Ironically, the small island state is rated as the world's second freest economy next only to Hong Kong according to the Index of Economic Freedom published by the Washington, D.C.-based think tank The Heritage Foundation. Perhaps public relations are done better in Singapore than in China. Everyone knows the disadvantages of SOEs but few have written about their advantages. Given geo-political and geo-economic considerations, China, I believe, will keep their SOEs for the foreseeable future.

That said, China still needs a tremendous amount of structural reform. Consider taxation, social security, healthcare, education, and housing, etc., and the list goes on. Most of the needed changes are frankly at the operational level. One area close to our heart is real estate. Unless land sales are done differently, residential prices will be easily subjected to wild swings. Many such changes will inevitably infringe upon vested interests. Political courage and skill will be needed if reforms were to be introduced. The good thing is that conceptually most of these issues can be resolved or at least improved on as long as the political will is there.

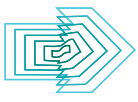
The degrees of success of structural changes made to these social issues will determine if the economy can become sustainably strong. All honest businesses, including our core shopping mall operations, need a healthy economy to thrive. This is why we are concerned about the success of these structural reforms.

While a strong balance sheet helps to resolve most problems, sitting with lots of cash can also lure one into overconfidence and inaction. It can be a boon or bane. A few years ago China's finances were very strong. Now there is much debt in both the government and most corporations, SOEs or otherwise. This can make life difficult, but it can also drive the much-awaited improvements. Let us hope that it is the latter.

We do not have any idea when the economy and our industry will recover, nor do we believe that China will not rise again. It is probably easier today for Beijing to prevent disaster than to stimulate the economy. So the most likely scenario is that the country will muddle through. After all, Chinese culture enables its people to withstand a lot more uncertainty than the Europeans, just like the Europeans can bear more uncertainty than the Americans. Arguing who is better is meaningless here, for we have to live with the country in which we invest.

For businesses like us, what is critical is how well we are prepared for the worst. As was in the case of bear markets in the past quarter century, we are in great shape, financially and otherwise. Management of our subsidiary HLPL periodically conducts stress test scenarios of economic and market conditions which are far worse than today's. At our recent revisit of the subject, a favorable outcome was confirmed. The Company will be standing well even if horrific economic and market conditions were to happen at the same time and to persist.

There are several fundamental reasons for our confidence. First and foremost is that for all practical purposes, we have little debt. With no bank chasing after us, we can sit back and wait. Neither are we under strict obligations to complete all projects under construction. In the past two decades and more, we have always dutifully fulfilled our obligations toward local governments. When market conditions were difficult in 1998, 2008 and again in the past few years, we never slowed down construction. There were times when other developers ceased work and city officials entreated us not to follow suit. We always told them that we had no intention of slowing down. In this regard, the goodwill we have gained with municipal leaders is considerable, and we have thus built a favorable reputation in the country.



In July 2012, I wrote to HLPL shareholders that the economic downturn at that time would recover slowly. I later informed readers that although we were not rushing as before to complete projects, neither would we stop construction. The same position is true today. But if market conditions worsen substantially, we can certainly take more drastic measures. As always, we are constantly monitoring the situation.

Take the most extreme case where all construction must stop. We would continue to collect rents, albeit likely at a reduced amount, and just sit tight. We have sufficient resources to pay back all bank debts.

Addressing concerns over possible market volatilities, HLPL started in 2012 to issue bonds. They cost more than bank debts, but funding is more assured, and we can be less worried about loans being called at the first sign of trouble. So far almost 40% of all HLPL obligations are in such longer dated instruments. The average tenure remaining is six years. This further strengthens our financial position.

With this assurance in mind, we are as of today still moving forward with our building program. If the lethargic conditions were to continue for another two to three years – in which case the bear market would have lasted for six to seven years if we start counting in 2012 – and if we from now on do not cease or significantly slow down construction, then our malls in Kunming and Wuhan will be opening right around the time of economic recovery. Most likely, there will hardly be any other new developments inaugurating around that time, for the financially weaker players will likely have put on hold all earlier projects.



The same rationale goes for the construction of the second office tower in Wuxi Center 66. We will not blindly move ahead, but neither should we brainlessly cease work. Thoughtful and correct decisions in difficult times are much more important than those in happier days. Our boldness in 1999-2000 to buy land in Hong Kong baffled many at the time, but history has shown it to be wise. We are again hunting for land both on the Mainland and in Hong Kong, but we will only pay what we consider to be very reasonable prices. Let us face it: the market is unlikely to recover any time soon, and it is possible that one day cash will again be king. We have been in that situation before, and we like it.

Looking back at the past year, our performance given the dark picture was perhaps all we could have hoped for. Rental revenue has risen on the Mainland. Excluding the newer properties, the increases in Shanghai were not quite sufficient to cover decreases in other cities. Shenyang Forum 66 and Wuxi Center 66 were particularly challenging, while Shenyang Palace 66 and Jinan Parc 66 performed acceptably. New office leasing in Center 66 and Forum 66 was somewhat slow. The fact is that there has already been some attrition, which means that previously leased space could become vacant again as certain industries are particularly vulnerable to the weak economy.



Dalian Olympia 66 had its soft opening last December. The initial response was acceptable. One problem however is that municipal regulations can be capricious, making the lives of our tenants difficult. These are problems that can be resolved but they will take time. The official opening is expected in May.

Hong Kong rental rose mainly on the back of our asset enhancement initiatives. The market itself is weak and such condition will likely persist. Maintaining the same level of growth will not be easy.

Because we sold a lot fewer completed apartments in 2015, total profit for the Group fell. Revaluation gain was also meager.

## PROSPECTS

For 2016, there is little doubt in my mind that top line rental revenue will grow in both mainland China and Hong Kong. However, we will have to monitor carefully tenant retail sales. Frankly I am not too optimistic, our best efforts notwithstanding. Sooner or later pressure will be put on rents. The fact that in 2015, our Mainland tenants actually had less retail sales during the seasonally more favorable second half of the year was a worrying sign. We will have to work very hard to keep the bottom line growing.

Your management however is not only pre-occupied with short-term performance. We are equally devoted to the long-term health and prosperity of the Company. The present market lull will one day go away, but what kind of condition will we be in at that time? Since we are not financially pressed, we are not in an emergency mode. Instead, we are spending considerable time and resources on long-term issues.

Much attention has been paid to e-commerce and its impact on shopping centers. I once devoted much of my letter to shareholders on this topic, and I refer readers to my 2013 HLPL annual letter which is available on our website. The points raised at that time are still valid today.

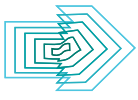


On that occasion, I also introduced a program we called EST or Experience, Service and Technology, i.e. the use of technology to provide services which enrich the shoppers' experience. To learn what others have done in this regard, a few years ago we sent our staff to visit certain major mall operators in the U.S. and Australia. Different companies were apparently trying different things, but we saw nothing that was earth-shattering. Meanwhile, we have been developing our own EST program and have achieved certain results.

We believe a quiet revolution may be taking place in retailing. To begin with, omni-channel retailing will be with us for a long time. So far the two main ways to consummate retailing sales are through physical stores and the Internet, i.e. e-commerce. For the latter, how fulfillment is carried out is just operational detail that can change over time. What is important is the transactional mode. Some 50 years ago we had catalog sales through mail order or phone order; now it is online sales. Mobile devices have made the latter possible and indeed convenient. Consequently, the Internet's impact on physical stores will be greater than their older cousins. But just as mail or phone orders did not replace physical stores, neither will online sales.

This, however, is only one side of the story. Just as technology like e-commerce can take business away from physical stores, it can also enhance in-store sales by altering shoppers' behavior in malls. The effect should be very beneficial to our business. In the coming few years, combining big data and mobile devices can greatly enrich the retail experience.

For example, technology is in place today to perform the following: when a guest drives her car – I used “her” because some 70% of our customers are female – into our car park, a lighted message can welcome her. We can advise her to park in a particular zone because data collected on her previous visits showed repeated purchases at a certain store closest to that zone. We can further tell her exactly how many spaces are available around there and the parking space number of each spot. Her cell phone can even direct her to those spaces.



Once inside the mall proper, the electronic concierge in our website can provide her with essential mall information. For instance, what and where the new stores are, new products that may be of interest (since we have her previous purchase records and so buying habits), what are on sale, which restaurants are highly rated, what is on the menu and if seats are available, and so forth. I will let my readers use their imaginations for providing more of such technology-enabled services. Write to me if you have a great idea; my personal email is at the end of this letter. We will add yours to our idea bank, some of which may be developed for implementation.

As one can easily see, such new shopping experiences are fun and efficient. They should drive up footfall and increase retail sales to our tenants. All this should result in higher rent to us.

This is the reason why in recent days we have become increasingly cognizant of our business not only having a B2B model – we as a business rent space to shop owners which are business concerns. We must add a B2C element to our operation where we interact more directly with shoppers. To be sure, we have always done that, but we will take it to a higher level. We market directly to our customers for our tenants and with our tenants.

As a result, we will work closer than ever with brands and shop owners to gather information that will be good for tenants and landlords alike. I find this prospect exciting. You may refer to my latest letter to HLPL shareholders for a related discussion.

Since EST entails applications of technology and not creation of technology, it is not that difficult to implement. It is not particularly expensive especially for a company of our size. We only need a team of younger program developers who are tech-savvy and in tune with the consumer market.

Nevertheless, one point worth mentioning is that there is almost nothing proprietary in EST. Any good idea by anyone will sooner or later be copied. Landlords will have to keep coming up with new ideas to keep the shoppers' experience fresh and fun. Such is the nature of applied technology. We strive to be among the first to the game and to build a reputation for these services, just as we have done for our physical hardware. In time, we will also learn from others, just as many others will learn from us. We will keep innovating.



Finally, let me return to the more immediate prospects of the Company. Given the toughest trading environment we have seen so far since entering the Mainland market, it will be unwise to expect too much. From the day we opened our first mall there in 1999, we have yet to see a fall in profit from rental business. We will do our best to ensure that not only top line rental revenue will grow for which we are confident, but also the bottom line.

Whether or not we will sell Hong Kong residential units will depend on market conditions. The possibility is certainly there. As I wrote last year, the local housing market is quite healthy, and the more expensive the unit price, the less likely these products will fall in value. As such, we are not too worried about the remaining 672 units at The Long Beach or the 18 semi-detached houses on Blue Pool Road. If market conditions are auspicious, we will buy more land for residential developments. We have always been looking.

**Ronnie C. Chan**

*Chairman*

Hong Kong, January 28, 2016

Email: [chairman@hanglung.com](mailto:chairman@hanglung.com)

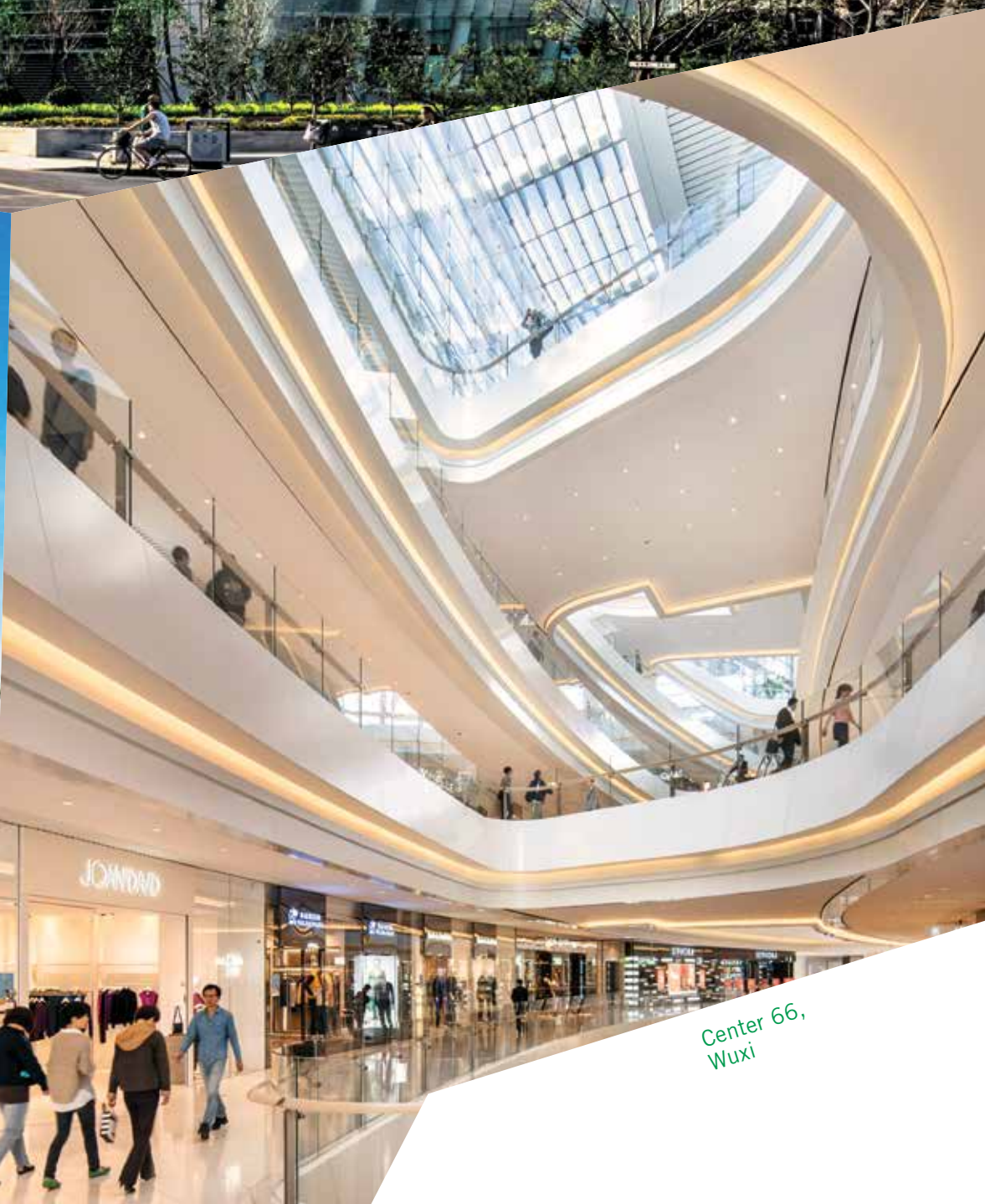
Riverside 66,  
Tianjin



# Innovative Ideas

Innovation extends beyond the unique architectural design of our world-class developments to the outstanding creativity of our teams that has created unprecedented experience in all aspects of our business. Together with the constant enhancement of our Hang Lung Star Services, we are in the business of providing the ultimate lifestyle and shopping experience for customers.

Spring City 66,  
Kunming



Center 66,  
Wuxi

# REVIEW OF OPERATIONS

- 22 Business Overview
- 24 Mainland China Property Leasing
- 38 Hong Kong Property Leasing
- 52 Hong Kong Property Sales  
and Development
- 53 Outlook
- 54 Mainland China Property Development
- 58 Major Properties of the Group



SHENYANG



DALIAN



TIANJIN



JINAN



WUXI



SHANGHAI



WUHAN



KUNMING



HONG KONG



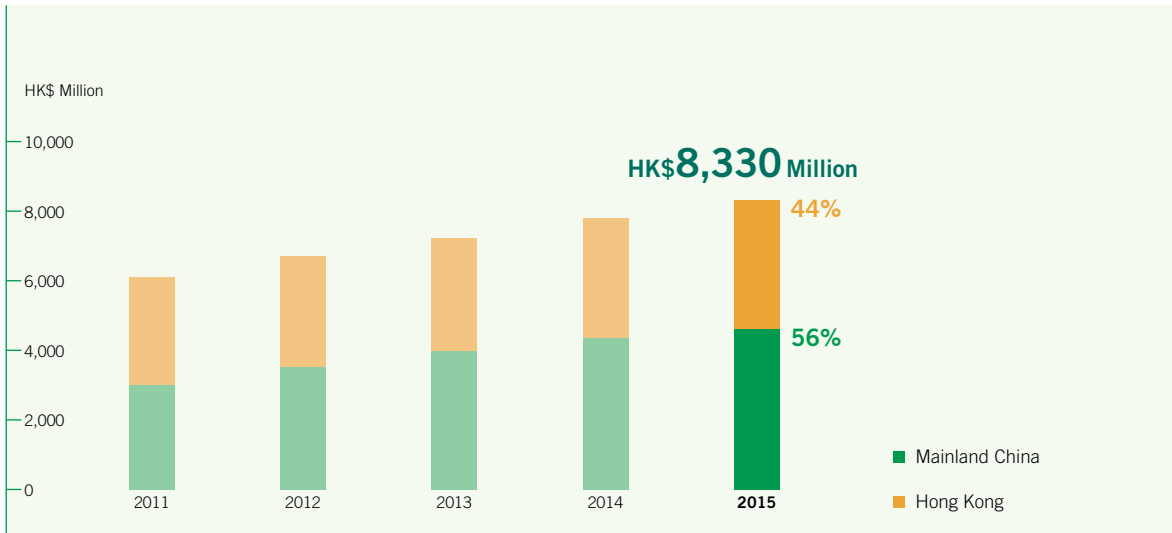


# BUSINESS OVERVIEW

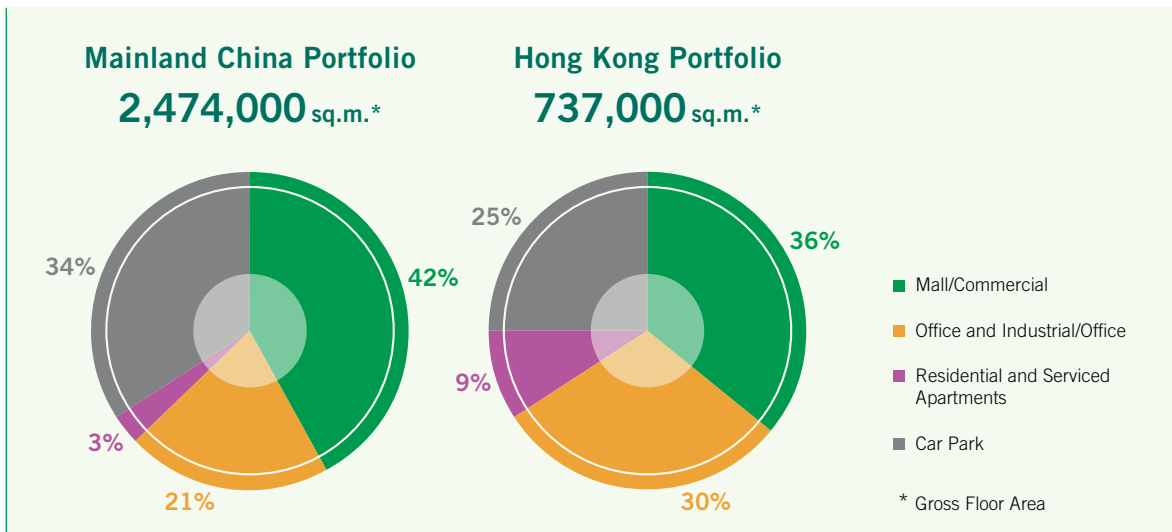
Based on our longstanding business philosophy, We Do It Right, Hang Lung is committed to hone our competitive edge and further consolidate our position in the markets where we operate, achieving what is “right” for our stakeholders.

In 2015, recurring revenue from property leasing increased by 7% to HK\$8,330 million. With a lower development profit derived from fewer residential units sold during the year, the overall revenue of Hang Lung Group decreased by 46% to HK\$9,528 million. Correspondingly, total operating profit dropped by 48% to HK\$6,955 million.

## PROPERTY LEASING REVENUE



## AREA OF INVESTMENT PROPERTIES

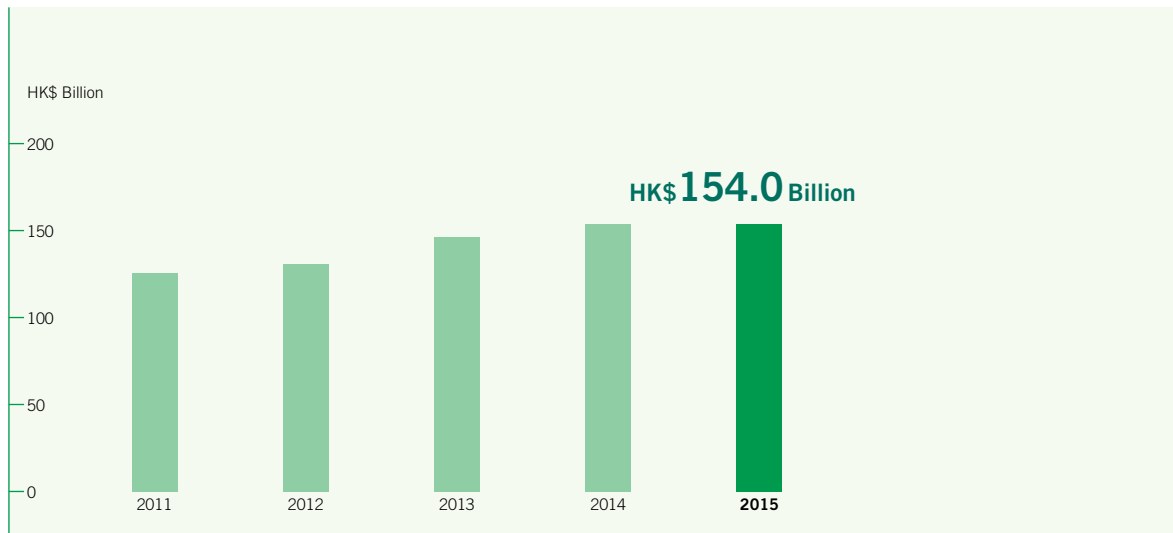




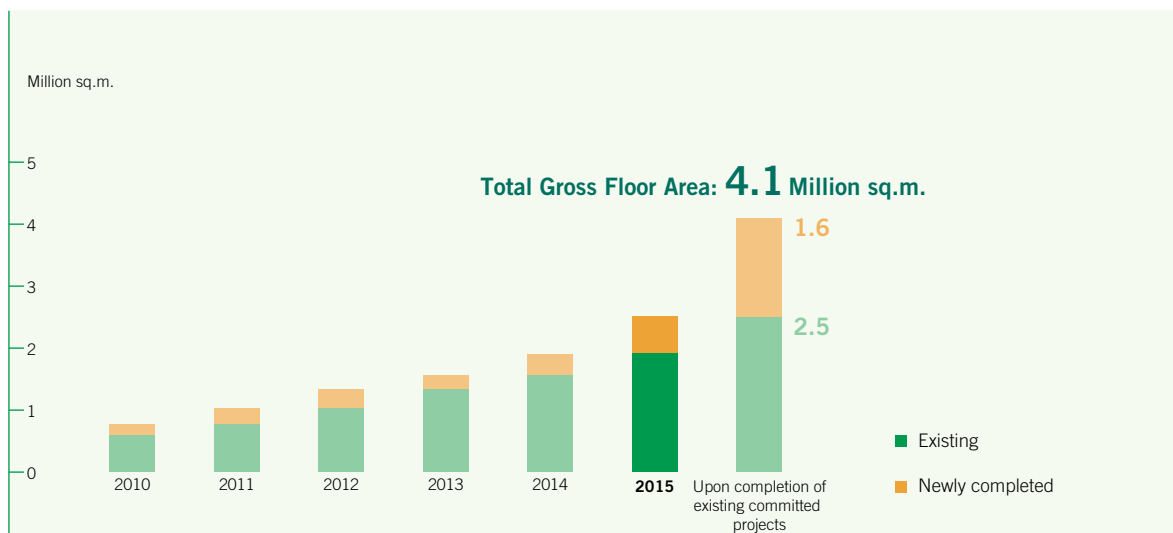
Results for our leasing business have benefitted from our acts to enhance footfall and interaction with customers through innovative, customer-centric marketing and EST (experience, service and technology) initiatives. Our mature properties in prime locations have also played their part in consolidating our position with well-received asset enhancement initiatives.

In addition, our service quality has been enhanced and invigorated by the introduction of a group-wide service protocol to take Hang Lung Star Service to new heights across all our operations.

## VALUATION OF INVESTMENT PROPERTIES AND PROPERTIES UNDER DEVELOPMENT AS AT DECEMBER 31



## AREA OF INVESTMENT PROPERTIES IN MAINLAND CHINA

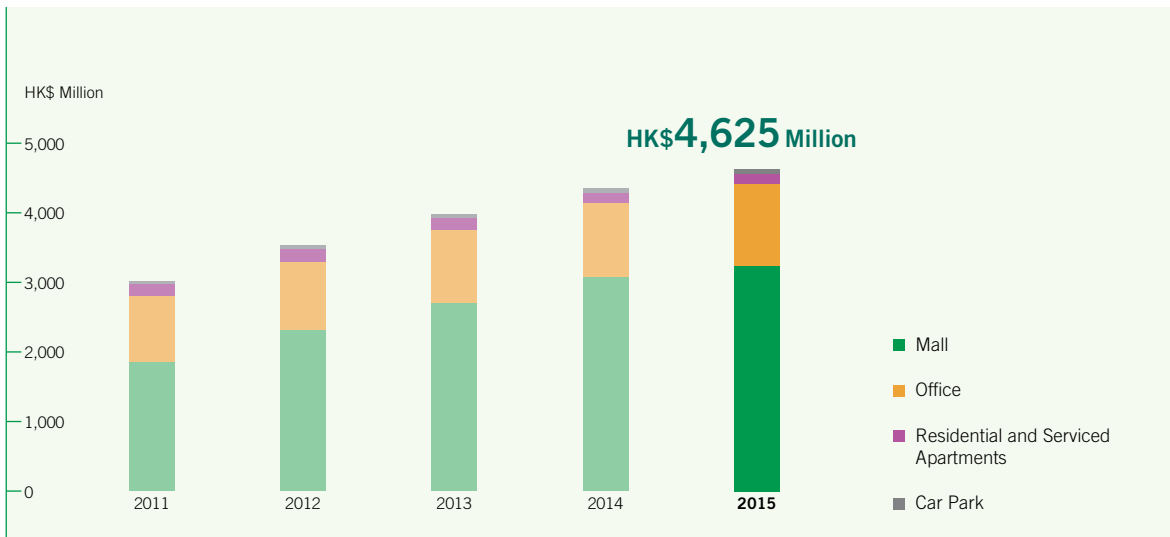




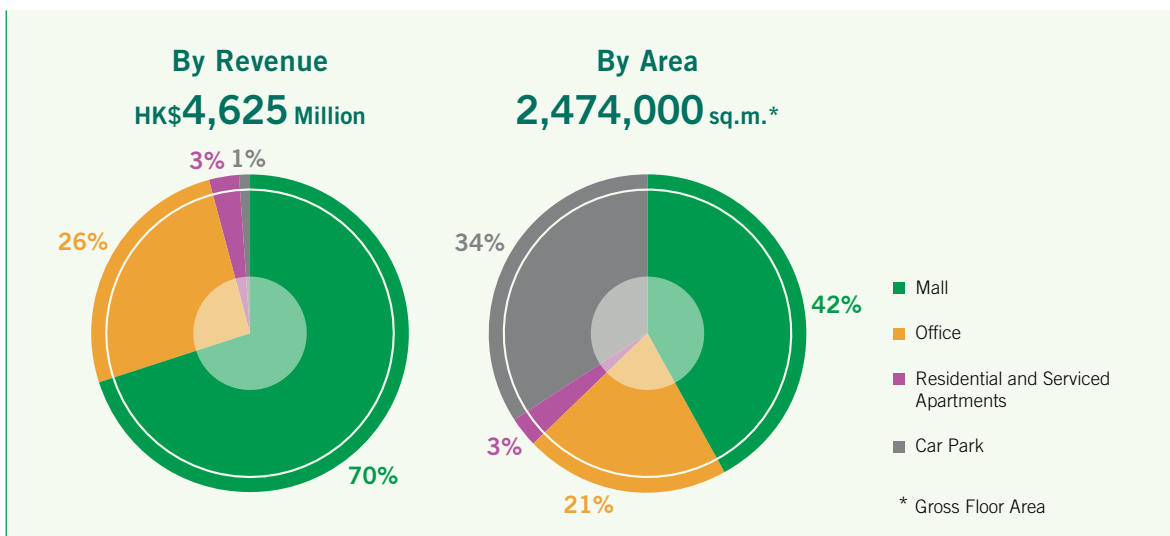
# MAINLAND CHINA PROPERTY LEASING

Hang Lung has been active in the mainland China commercial property market since the 1990s. Our focus has gradually shifted from building world-class commercial complexes and iconic landmarks to providing top-quality customer service and developing innovative marketing campaigns.

## REVENUE OF MAINLAND CHINA PORTFOLIO



## DISTRIBUTION OF MAINLAND CHINA PORTFOLIO



Amid weaker retail market sentiment caused by rising popularity of shopping overseas, economic uncertainty and the influence of recent stock market volatility, our performance in the leasing division has maintained moderate growth.

The total revenue from mainland China properties reached HK\$4,625 million, representing a 6% growth year-on-year. New premises have contributed to leasing growth with the opening of the shopping malls at Riverside 66 in Tianjin and Olympia 66 in Dalian, and the office towers at Center 66 in Wuxi and Forum 66 in Shenyang. The rental growth of our Shanghai properties was partly offset by the decrease in rental income of the Forum 66 and Center 66 shopping malls.

## SEGMENTAL ANALYSIS OF MAINLAND CHINA INVESTMENT PROPERTIES

For the year ended December 31

	Rental Revenue (HK\$ Million)		Occupancy Rate at year-end		Total Gross Floor Area <sup>#</sup> ('000 sq.m.)	
	2015	2014	2015	2014	2015	2014
Mall	3,234	3,064	81%	89%	1,049	827
Office	1,188	1,083	77%	73%	506	315
Residential and Serviced Apartments	135	145	81%	60%	83	83
Car Park	68	62	N/A	N/A	836	686
<b>Total</b>	<b>4,625</b>	<b>4,354</b>	<b>79%</b>	<b>80%</b>	<b>2,474</b>	<b>1,911</b>

<sup>#</sup> Including gross floor area above and below ground



# MAINLAND CHINA PROPERTY LEASING

## BRIEF ON PROPERTIES

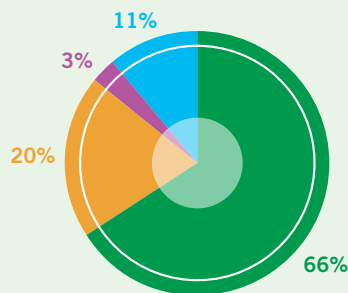
### PLAZA 66, SHANGHAI



Renowned as one of the most successful commercial complexes in mainland China, Plaza 66 comprises a five-story high-end shopping mall, housing renowned luxury goods and fashion brands, and the two prestigious Grade A office towers, soaring 66 stories and 48 stories, respectively, attract prominent local and international businesses as tenants. The entire complex has become one of the city's most admired landmarks.

**Commercial Segment Distribution (by Leased Floor Area)**

- Fashion & Accessories
- Food & Beverage
- Lifestyle & Entertainment
- Others



#### Key Statistics

<b>Gross floor area (sq.m.)</b>	Commercial	53,700
	Office	159,555
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		804
<b>Occupancy rate (at year-end)</b>	Commercial	97%
	Office	98%
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		120

### GRAND GATEWAY 66, SHANGHAI

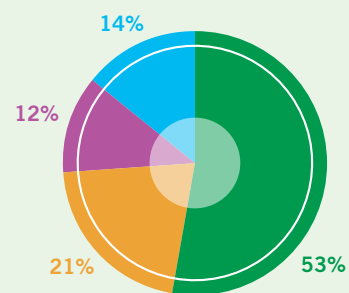


Located at the commercial hub of Xujiahui, Grand Gateway 66 is an interconnected complex comprising a shopping mall, an office tower and residential and serviced apartments. Grand Gateway 66 has a unique and contemporary style that sets it apart from similar developments in the city.

The shopping mall of Grand Gateway 66 offers unmatched opportunities for business and leisure. With its superb location above the Xujiahui station, Grand Gateway 66 is a true one-stop shopping complex in Shanghai.

The office tower of Grand Gateway 66 houses prominent local and international businesses as tenants. Serviced apartments at Grand Gateway 66 comprise of three buildings offering 629 suites for lease.

**Commercial Segment Distribution (by Leased Floor Area)**



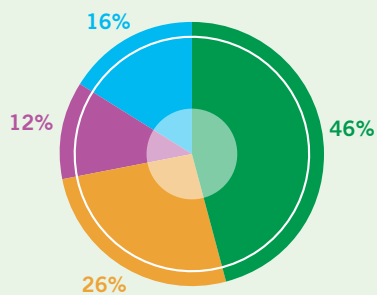
<b>Gross floor area (sq.m.)</b>	Commercial	120,188
	Office	67,200
	Residential and Serviced Apartments	83,200
<b>Number of car parking spaces</b>		835
<b>Occupancy rate (at year-end)</b>	Commercial	97%
	Office	97%
	Residential and Serviced Apartments	81%
<b>Number of shopping mall tenants</b>		360

### PALACE 66, SHENYANG



The magnificent Palace 66 shopping mall is located right in the vibrant financial and commercial heart of Shenyang. Situated on Zhongjie Lu, a famous commercial street in Shenhe district, Palace 66 houses an alluring blend of international and local brands. These encompass fashion and accessories, lifestyle and entertainment, beauty and cosmetics, as well as quality restaurants.

**Commercial Segment Distribution (by Leased Floor Area)**



109,307

N/A

N/A

864

90%

N/A

N/A

200

### FORUM 66, SHENYANG

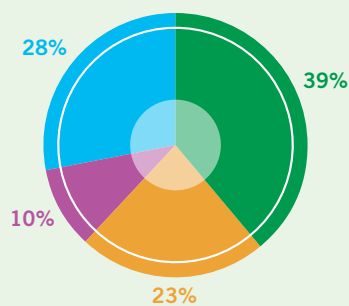


Forum 66 sits ideally on Qingnian Da Jie, the Golden Corridor thoroughfare that runs through the city center, and is close to Shenyang's best known landmarks.

The shopping mall at Forum 66 houses a number of world-leading high-end brands that have chosen Forum 66 as the home for their first stores in Shenyang. The Metro line No. 2 offers direct access to Forum 66 from the station, providing an additional boost to traffic flows to the project.

The office tower has 88-story, soaring more than 350 meters into the city skyline. It is a rare and superior high-rise building in Shenyang and is a magnet for renowned multinational companies.

**Commercial Segment Distribution (by Leased Floor Area)**



101,960

190,745

N/A

2,139

87%

42% (low- and mid-zones)

N/A

120



# MAINLAND CHINA PROPERTY LEASING

## BRIEF ON PROPERTIES

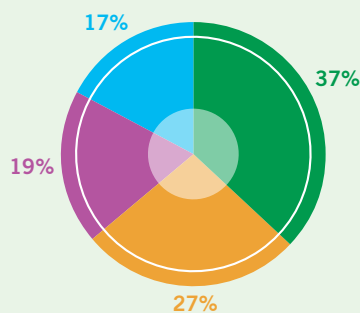
### PARC 66, JINAN



Situated on Jinan's Golden Avenue, Quancheng Lu, Parc 66 introduced a number of international brands launched for the first time in the Jinan market. The shopping mall is a most welcome lifestyle destination for Jinan residents with its cinema, supermarkets and cafés.

The architectural design of Parc 66 blends well with the surrounding environment. Taking its theme from the nearby lakes and springs, Parc 66 embodies a flowing design, an undulating roof, green spaces and curved façades. Its two triangular-shaped shopping buildings are linked by an undulating bridge, the Dragon.

**Commercial Segment Distribution (by Leased Floor Area)**



- Fashion & Accessories
- Food & Beverage
- Lifestyle & Entertainment
- Others

### Key Statistics

<b>Gross floor area (sq.m.)</b>	Commercial	171,074
	Office	N/A
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		789
<b>Occupancy rate (at year-end)</b>	Commercial	88%
	Office	N/A
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		310

### CENTER 66, WUXI

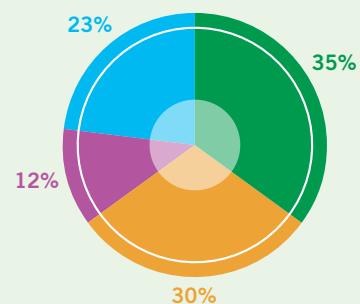


Situated ideally at the heart of Wuxi's Liangxi central business district on Renmin Zhong Lu, Center 66 (Phase 1) is a commercial complex currently comprising a shopping mall and a Grade A office tower.

The shopping mall houses a selection of global brands, food & beverage outlets as well as lifestyle offerings.

The 52-story office tower of Center 66 began operation in October 2014 and is home to a number of international and domestic leading corporations.

**Commercial Segment Distribution (by Leased Floor Area)**



<b>Gross floor area (sq.m.)</b>	Commercial	118,135
	Office	88,560
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		1,292
<b>Occupancy rate (at year-end)</b>	Commercial	72%
	Office	70%
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		150

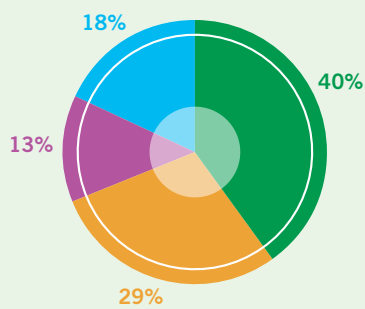
### RIVERSIDE 66, TIANJIN



Located strategically in the heart of Tianjin's Haihe central business district, Riverside 66 houses an extensive tenant list encompassing an alluring mix of internationally renowned fashion brands, food & beverage outlets and lifestyle retailers. A number of tenants have also chosen Riverside 66 as the home for their first stores in Tianjin.

The unique and eye-catching architectural design of Riverside 66 extends approximately 380 meters from east to west amid the most hectic and bustling pedestrian zone in Tianjin.

**Commercial Segment Distribution (by Leased Floor Area)**



152,831

N/A

N/A

800

86%

N/A

N/A

285

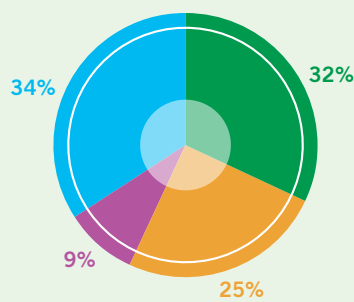
### OLYMPIA 66, DALIAN



Centrally situated on Wusi Lu, one of the most prominent commercial thoroughfares in the city of Dalian, Olympia 66 is Hang Lung's eighth commercial project on the Mainland. This world-class building boasts a unique architectural style, with its grand curving geometric design reflecting the concept of the auspicious Chinese Tai Chi twin dancing carps.

With a retail sales area of over 220,000 square meters, Olympia 66 is Hang Lung's largest shopping mall to-date. It provides diversified choices of shopping, dining and entertainment, attracting a number of international brands to debut and open their flagship and concept stores in Dalian.

**Commercial Segment Distribution (by Leased Floor Area)**



221,900

N/A

N/A

1,214

54%

N/A

N/A

124



## MAINLAND CHINA PROPERTY LEASING

### PLAZA 66, SHANGHAI

Despite the mixed economic climate and the competitive challenges posed by the opening of new shopping malls, **Plaza 66** has maintained its Home of Luxury positioning with the expansion of the PRADA flagship store, the launching of a brand new Fendi flagship, to be followed by the complete refit and expansion of the Dior family of stores and boutiques and the introduction of new brands of similar stature in 2016.



Plaza 66's Flora Flora event with stunning 3D installations

The asset enhancement work to Office Tower One and the mall which is well underway, connects the currently disjointed B1 shopping arcade providing full access to the upper retail floors and the car park. Terraced cafes will be introduced in the west Atrium. All these will pave the way for a wider and livelier blend of fashion accessories and top quality food services to complement the comprehensive mix of exclusive luxury brands.

As a prelude to the above, an extensive range of fresh, experiential and rising international brands of the lifestyle luxury genre have been put in place, including Balmain, Goyard, Y-3, Maje, Versus, as well as brands making their debut in Shanghai such as Leonard, Maison Margiela, Diptyque, Agent Provocateur and Biologique Recherche. These additions are all part of the plan to animate and expand Plaza 66's appeal to a new generation of affluent shoppers who would not be satisfied solely with traditional luxury.

With its parade of world-class luxury brands and ever-expanding food and beverage services, Plaza 66 was named as The 2015 Most Trendy and Luxurious Landmark for the third consecutive year by Shanghai Times, one of the Shanghai business community's most influential media outlets.

The occupancy rate of **Plaza 66 Office Towers** increased by six points to 98% year-on-year. 2015 has seen the major expansion and renewal of existing, high-profile office tenants including the completion of the LVMH Group's transfer of its various brands and operations to Plaza 66, now occupying an expanded floor space of over 18,000 square meters. New tenants of note include Japanese pharmaceutical giant, Santen Pharmaceutical, which have relocated their China head offices to Plaza 66.



Commenced in June 2015 with substantial completion scheduled by 2016, our asset enhancement works will increase competitiveness by taking exceptional hardware and software quality to new heights. The First Phase of the lobby renovation at Office Tower One unveiled a new look at the end of 2015. With the well planned and executed enhancement works in full swing, we are firmly on target to solidify our leading position in the market.

## GRAND GATEWAY 66, SHANGHAI

As a premium shopping mall, refining tenant mix is a delicate operation that requires a thorough understanding of market trends and sentiments. The introduction of new international high-end brands to **Grand Gateway 66** has had a positive impact on footfall while the newly installed Cosmetic Zone on the second floor has made the mall a magnet for a young, stylish and affluent clientele. Leveraging on this customer base, the introduction of new popular women's fashion brands into the tenant mix is now in progress.

Marketing activities throughout the year have taken the seasons, celebrations and hottest trends into account, and transformed them into engaging events that attract crowds and generate footfall. From Star Wars and Popeye to an amazing 3D summer maze and our Dress Up This Christmas campaign, we have celebrated with both tenants and customers. Among the most innovative events of the year has been a colossal collaboration with the National Geographic Channel to bring the awe-inspiring T-Rex dinosaur to life in a touring exhibition that Grand Gateway 66 launched in September 2015.

With a major asset enhancement initiative set for implementation by the end of 2016, the mall will undergo a transformation which will propel Grand Gateway 66 into a new era. We are constantly seeking to upgrade our offering in line with market demands and, to introduce unique food and beverage brands into the tenant mix. Also, we are in full support of the enhancement plans of our tenants, either under construction or under planning, of our tenants such as Marc Jacobs, Chloé, Dunhill, Hugo Boss, Coach, Michael Kors and Tesla.



Hang Lung and the National Geographic Channel premiere the first ever T-Rex Revealed Dinosaur Exhibition



## MAINLAND CHINA PROPERTY LEASING

**Grand Gateway 66 Office Tower** maintained an occupancy rate of 97% with our tenants comprising stable international corporations occupying whole floors. Among whole-floor office tenants who renewed their contracts in 2015 were the online media company YouKu and international powertrain rebuild and repair services brand Timken. A steady increase in rental income has been achieved with a broad spread of international companies across a variety of sectors including popular casual apparel brand UNIQLO, skincare product manufacturer Nivea, American packaging company MeadWestvaco (MWV), international communications agency Bates CHI&Methinks, and global advertising agency BBDO.

Revenue from **Grand Gateway 66 Residential and Serviced Apartments** in Shanghai was down by 7% to HK\$135 million due to lower average occupancy, as the ambience of the local surroundings was affected by construction works nearby. The global economic downturn has reduced allocations for staff accommodation within a tighter budgetary environment and this has also depressed demand in 2015.

### FORUM 66, SHENYANG

The shopping mall at **Forum 66** was hit by weak retail spending and negative rental reversions which led to a retreat in retail sales by 3%. To this end, 2015 has been a year of consolidating and enhancing our competitive capabilities.

The introduction of the VIC loyalty program has opened up exciting new possibilities for customer service and relationship management. With over 14,500 members to date and the number growing, we have built a databank which will enable us to execute effective, customer-oriented marketing campaigns and promotions to enhance customer affinity. Tenants are very appreciative of this initiative and have held joint promotions with us, which makes this a crucial area for us to support with resources so as to strengthen our tenant relations and boost sales.

In the light of the new two-child policy, we have launched a Kids Zone on the third floor to cater for the needs of parents with a range of children's fashion outlets, toy stores and educational brands. Adding to our list of exclusive international tenants, Tory Burch opened its first regional outlet at Forum 66 in August 2015.

Despite the 3% overall drop in retail sales under exceptionally weak retail sentiment, a notable number of brands have generated growth in turnover. The outstanding ones with over 10% growth include I.T, Moncler, Tiffany & Co, Valentino, Givenchy, Panerai, Piaget, Chloé, Christian Louboutin, Celine, Lanvin,

Over  
**14,500**  
VIC  
members



Forum 66's VIC loyalty program has opened new possibilities for customer service and relationship management

Puyi Optical, Palace Cinema, 趙記老舖, Z-space steak house (領仕扒房) and 思妍麗. After consolidation and backfill with the right replacement tenants, the mix will be more competitive and precise in positioning.

Launched on schedule and within budget, **Forum 66 Office Tower One** opened in January 2015 with offices in the low-to-mid zones handed over in phases from the first quarter of 2015. Despite the highly competitive market environment caused mainly by new supply, the leasing pace of Office Tower One has been generally satisfactory with an occupancy rate reaching 42% in the nine months from the handover.

Forum 66 Office Tower One is proving to be a magnet for renowned multinational companies such as Sumitomo Mitsui Banking Corporation, Medtronic, Covidien, Nikon, Generali China, Astellas Pharma, Omron and Hokkaido Bank, which have already made the tower their corporate home. Meanwhile, national-level Mainland companies including Yanshang Group, Pingan Insurance, Cennavi, Taoli Food, Haitong UniTrust, JZ Securities and JSVC have also confirmed their leases.

## PALACE 66, SHENYANG

After two leasing cycles, the revenue of **Palace 66** posted moderate growth as a result of rising occupancy while retail sales recorded a 2% year-on-year growth.

Palace 66 has consolidated its position as a contemporary and fashionable nerve center for the local community. This has been achieved through an insightful marketing strategy that has consistently drawn crowds. For example, The Nanta Show from Korea filled the concourses of the mall with people enjoying the group's unique blend of non-



The Nanta Show from Korea fills Palace 66 with shoppers



## MAINLAND CHINA PROPERTY LEASING

verbal comedy. In addition, characters from the much loved smartphone game Plants vs. Zombies made their debut at the Palace 66 Halloween event, which stimulated an impressive 90% increase in footfall, vehicle entry, and increased sales within the mall.

During the course of the first half of the year, there were some shifts in our tenant mix which were all improvements, with the addition of international tenants Pandora, Folli Follie, Ed Hardy, VANS, New Balance and Carhartt, which also served to further animate the mall's line-up.

### PARC 66, JINAN

The general climate of economic uncertainty has had a negative impact on consumption in the retail sector. However, this has led retailers to seek improved ways to position themselves in the market, most notably through finding reputable shopping malls in which to open their stores. **Parc 66** will be the beneficiary of this trend and a strong line-up of new brands is expected in the coming year, with an iconic global technology brand opening its first Jinan store in the first half of 2016.

Apart from traditional retails, Parc 66 has also introduced a diversified range of leisure and lifestyle offerings including a gym, a beauty salon, a bookstore-cum-cafe, an art school and a children's playhouse. Other popular international brands have also opened their outlets at Parc 66 in the course of the year including Avirex, BOY LONDON and Nannini, which is making its debut in Shandong Province. Among existing tenants, 11 have completed enhancement works on their premises in 2015 with a further six tenants due to commence upgrade works in 2016.

Occupancy rate of Parc 66 increased to 88% by year end. Retail sales at the mall remained flat due to cautious spending.



Parc 66's Halloween event  
Costume Ball on Stage is  
welcomed by shoppers

## CENTER 66, WUXI

Under the challenging circumstances of the current downturn, **Center 66** recorded a drop in retail sales while the occupancy rate declined to 72% during the course of tenant reshuffling. The mall has implemented a series of strategic enhancement initiatives and policies to drive consumer demand.

Our focus on marketing activities throughout the year lifted the mall's status as a center of activity for the community. The much anticipated T-Rex exhibition, jointly organized by Hang Lung and the National Geographic Channel, was a phenomenal success, drawing crowds from far and wide to generate a growth in footfall. The Cool Bear event comprising a graffiti activity, a Running Bear mobile app and a pop-up bear-themed café attracted a lot of attention. Later in the year during the celebration of the second anniversary of Center 66, the Bonus Points Rewards Program was well-received by shoppers.

A watchful eye has also been kept on the mall's tenant mix with the transformation of the third level into a Kids Zone, led by Toys "R" Us and Kidsland. Center 66 remains an attractive proposition for high value brands seeking to enter the local market and has welcomed renowned chocolatier Godiva and two stylish new brands, JINS and APM Monaco, who made their local debut. Success in enriching the diversity of products and services offered in the mall has also been achieved with the introduction of attractive new food and beverage options along the new subway connecting the mall with the Metro station.

**Center 66 Office Tower One** completed its first full cycle of operation since its opening in October 2014. With the occupancy rate standing at 70% by the end of 2015, the Office Tower has made pleasing progress and outperformed the wider market.

Our major tenants are companies from the financial sector including insurance, asset management, investment, securities and trust companies. Our global standards have also attracted international names such as Hennes & Mauritz AB (H&M), Mitsubishi Electric, Daikin Air Conditioning, Fuji Xerox, as well as domestic corporations expanding their nationwide reach such as New China Insurance, Ping An Insurance, Huaneng Guicheng Trust, Lujiazui Trust and Chinalin Securities.



Center 66's Cool Bear event comprising various activities brings a lot of fun to shoppers



## MAINLAND CHINA PROPERTY LEASING

### RIVERSIDE 66, TIANJIN

Having completed its first full cycle of operation, **Riverside 66** has bucked the general trend and produced satisfactory results with an occupancy rate of 86%.

Among the popular names at Riverside 66 are Pandora, Innisfree, Etude House, Tony Moly, Swatch, Theory, COS, H&M, Aape, CK Jeans, Hugo Boss, Michael Kors, Y-3, Armani Collezioni, Gant, Carhartt, GAP and the Abercrombie & Fitch flagship store. The draw of our attractive tenant mix has been boosted by targeted marketing initiatives, which have consistently raised footfall and enhanced public awareness and recognition of Riverside 66 as an important landmark development. Another world renowned consumer technology brand will land in Riverside 66 in the first half of 2016.

A total of 15 marketing campaigns were successfully deployed during the year along with 50 promotional events, including the popular Valentine's Day party with its Heartbeat theme, and the largest Halloween party staged in Tianjin. Leveraging on partnerships with iconic brands, characters and artists such as Barbie, Baymax and Joy Brown, the marketing team at Riverside 66 has created unique popular culture marketing activities to engage our customers.

EST initiatives have also been successfully launched in partnership with WeChat and tenants. They served as a new platform to promote and engage customers in O2O (online-offline) activities. Viral marketing of the kind experienced in the past year will remain as an important part of our communication strategy.

We are set to further enhance our tenant mix with popular, influential brands. Well-timed events of considerable public interest will also feature in our line-up for the coming year, with the much anticipated T-Rex exhibition, which has been touring Hang Lung malls throughout the Mainland attracting significant crowds, coming to Riverside 66 in April and May 2016.



Riverside 66's interactive hot dance and laser show create a brilliant ambience in Tianjin



Olympia 66 attracts crowds of citizens upon its opening

## OLYMPIA 66, DALIAN

Dalian's shining new landmark, **Olympia 66**, had its soft opening on December 18, 2015. With a retail sales area of over 220,000 square meters, Olympia 66 is Hang Lung's biggest shopping mall to date and represents a huge commitment to the development of the city with qualities that have become synonymous with the Hang Lung brand on the Mainland. The mall is designed to bring fascinating entertainment, leisure and shopping experiences to Dalian with facilities including a world-class ice rink and a cinema with 10 houses, the largest of which offers 400 seats and a giant screen.

With dedicated attention to the most efficacious tenant mix, our leasing team has already secured a number of tenants across a full range of product and service categories to make Olympia 66 Dalian's preferred venue for shopping and entertainment. Among these tenants, almost 40 are making their entry into Liaoning Province. International brand names abound including Emporio Armani, Coach, Omega, Montblanc, Moschino, G Givenchy, Gucci Timepieces and Jewelry, Armani Jeans, Y-3, Alice McCall, Pandora, Swarovski, UGG, Ralph Lauren Kids, Hugo Boss Kids, Ferrari Kids, Nicholas & Bears, Petit Bateau, and Adidas Neighborhood, establishing Olympia 66 as the premier center for a comprehensive range of international stylish shopping options. In addition, the mall is proud to welcome a number of hugely popular brands who will be unveiling their flagship stores at Olympia 66 including COS, Under Armour, Coterie, Nannini and the most coveted global consumer technology brand known to all.

The importance of technology in the lives of the general public is recognized in our promotional events, the first of which was a Christmas celebratory event, which incorporated our EST strategy focusing on experience, service, and technology with an interactive online lucky draw element and the launching of an online CRM program to build a firm base of clients with whom targeted engagement may be achieved in the future.

40  
New Tenants  
Debut at  
Olympia 66



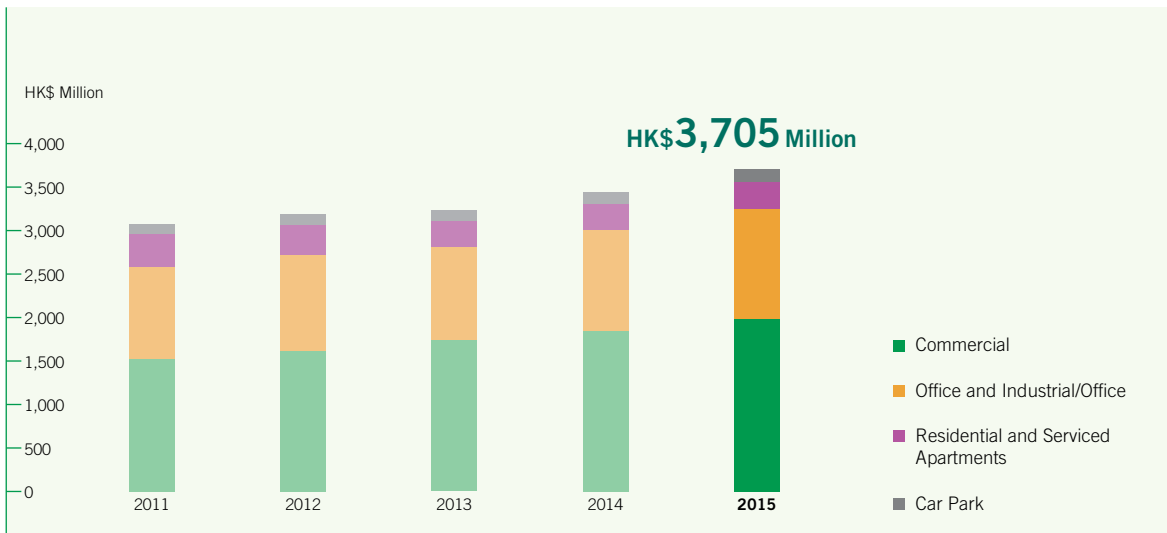


# HONG KONG PROPERTY LEASING

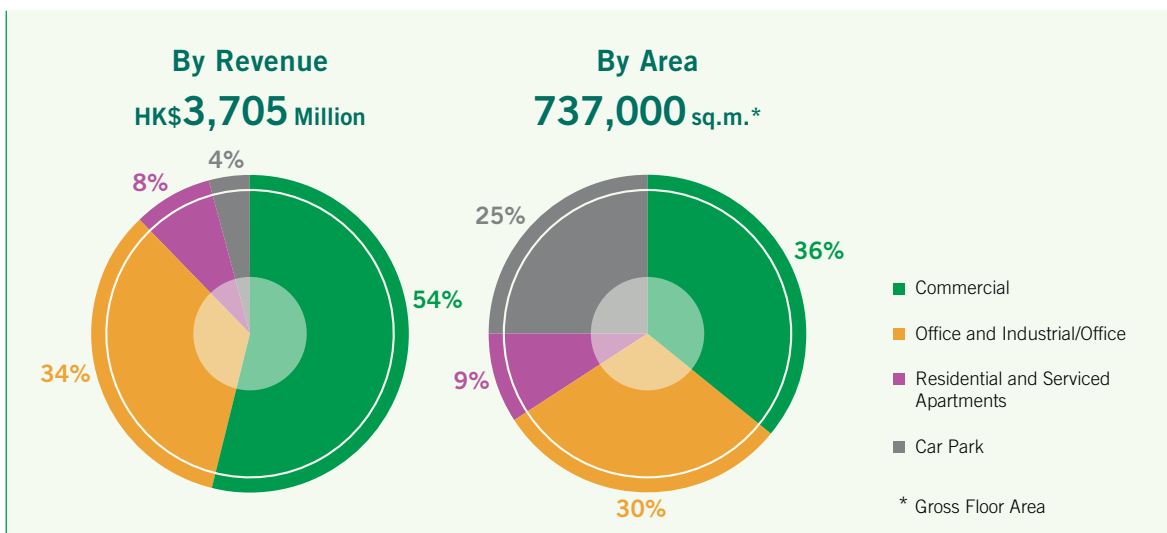
Existing properties in Hong Kong have played their part in consolidating our position in established markets with asset enhancement initiatives bearing fruit and innovative marketing campaigns strengthening our iconic status within the respective districts.

The revenue and operating profit of our Hong Kong leasing portfolio gained 8% and 7% to HK\$3,705 million and HK\$3,105 million, respectively, while the overall rental margin stood at 84%.

## REVENUE OF HONG KONG PORTFOLIO



## DISTRIBUTION OF HONG KONG PORTFOLIO





Benefitting from asset enhancement initiatives and ensuing rent increases, the revenue of our Hong Kong commercial portfolio advanced 8% to HK\$1,983 million in 2015, against the backdrop of a 4% year-on-year decrease in overall retail sales in Hong Kong.

The entire office portfolio in Hong Kong achieved a 9% rental growth to HK\$1,261 million mainly benefitting from positive rental reversions.

## GEOGRAPHICAL ANALYSIS OF HONG KONG INVESTMENT PROPERTIES

At December 31

	Total Gross Floor Area* (‘000 sq.m.)	
	2015	2014
<b>Hong Kong Island</b>		
Central	51	51
Causeway Bay and Wan Chai	92	92
Kornhill and Quarry Bay	135	135
The Peak and Mid-Levels	46	47
Hong Kong South	12	12
<b>Kowloon</b>		
Mongkok	140	140
Tsim Sha Tsui and West Kowloon	86	88
Ngau Tau Kok	78	78
Cheung Sha Wan, Kwai Chung, Tsuen Wan and Tuen Mun	97	97
<b>Total</b>	<b>737</b>	740

## SEGMENTAL ANALYSIS OF HONG KONG INVESTMENT PROPERTIES

For the year ended December 31

	Rental Revenue (HK\$ Million)		Occupancy Rate at year-end		Total Gross Floor Area (‘000 sq.m.)	
	2015	2014	2015	2014	2015	2014
Commercial	1,983	1,842	98%	98%	262	262
Office and Industrial/Office	1,261	1,161	95%	96%	223	223
Residential and Serviced Apartments	316	295	75%	80%	68	68
Car Park	145	140	N/A	N/A	184	187
<b>Total</b>	<b>3,705</b>	3,438	<b>94%</b>	95%	<b>737</b>	740

\* Including gross floor area of car parks



# HONG KONG PROPERTY LEASING

## BRIEF ON MAJOR PROPERTIES

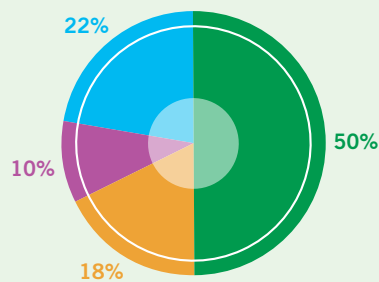
### FASHION WALK

Causeway Bay



In a unique fusion of indoor and outdoor elements at the heart of Causeway Bay and encompassing four vibrant streets – Great George, Paterson, Kingston and Cleveland – Fashion Walk is the superlative shopping destination, offering the latest trends in fashion, gastronomy and lifestyle in a magnificent setting. In addition, Fashion Walk features an exciting collection of restaurants with al fresco and indoor seating.

Commercial Segment Distribution (by Leased Floor Area)



### Key Statistics

<b>Gross floor area (sq.m.)</b>	Commercial	31,072
	Office	N/A
	Residential and Serviced Apartments	7,935
<b>Number of car parking spaces</b>		N/A
<b>Occupancy rate (at year-end)</b>	Commercial	95%
	Office	N/A
	Residential and Serviced Apartments	91%
<b>Number of shopping mall tenants</b>		79

### HANG LUNG CENTRE

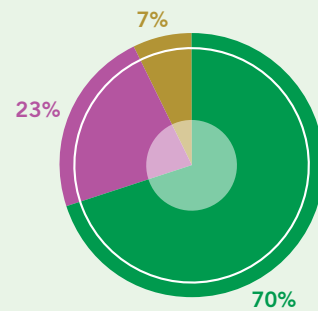
Causeway Bay



Conveniently located in the heart of Causeway Bay, Hang Lung Centre is a retail and commercial complex with key retail and semi-retail offerings in travel, fashion wholesale and medical services. The opening of H&M's first and largest global flagship store in Asia in 2015 injects new energy and boosts the shopping ambience.

Expansion of the travel zone creates a comfortable environment for customers obtaining travel information and shopping for travel products.

Commercial Segment Distribution (by Leased Floor Area)



<b>Gross floor area (sq.m.)</b>	Commercial	8,777
	Office	22,131
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		126
<b>Occupancy rate (at year-end)</b>	Commercial	91%
	Office	96%
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		3

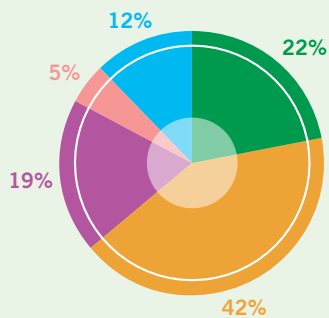
## THE PEAK GALLERIA

The Peak



Located at Hong Kong's top visitor attraction, The Peak Galleria is a shopping and dining complex. It not only features a full array of local and international specialty stores, restaurants and a 3D illusion art museum but also a host of environmentally friendly facilities. Its Observation Deck at Green Terrace on L3, offering the stunning panoramic view of Victoria Harbor and the Pok Fu Lam Reservoir, is a must-visit place.

Commercial Segment Distribution  
(by Leased Floor Area)



12,446

N/A

N/A

493

98%

N/A

N/A

56

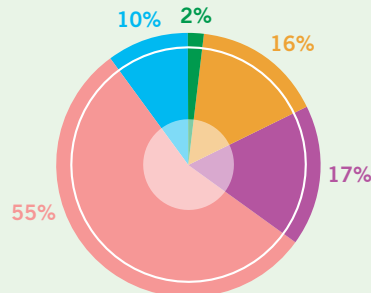
## KORNHILL PLAZA

Quarry Bay



Conveniently located on top of the MTR Taikoo Station, Kornhill Plaza is one of the most popular shopping hubs on East Hong Kong Island. The commercial complex houses a quality lifestyle shopping arcade, department store, serviced apartments with superior management and services, an office tower and the Kornhill Learnscape education center.

Commercial Segment Distribution  
(by Leased Floor Area)



53,080

10,577

35,275

1,069

99%

100%

57%

111



# HONG KONG PROPERTY LEASING

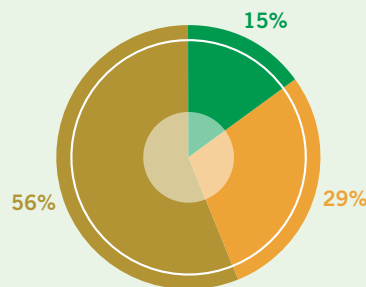
## BRIEF ON MAJOR PROPERTIES

### STANDARD CHARTERED BANK BUILDING Central



Home to Hang Lung’s headquarters, the Standard Chartered Bank Building is a prestigious Grade A commercial tower in Central district. It is also the home of the first digital branch of Standard Chartered Bank, the luxury fashion brand Escada and the high-end Chinese restaurant Mott 32.

Commercial Segment Distribution (by Leased Floor Area)



- Fashion & Accessories
- Food & Beverage
- Leisure & Entertainment
- Bank
- Department Store
- Others

### Key Statistics

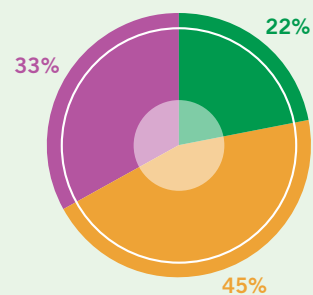
<b>Gross floor area (sq.m.)</b>	Commercial	4,814
	Office	23,730
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		16
<b>Occupancy rate (at year-end)</b>	Commercial	100%
	Office	100%
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		3

### GRAND PLAZA Mongkok



Located on bustling Nathan Road next to the MTR Mongkok Station, Grand Plaza comprises two office towers and a commercial podium with high-standard facilities. It houses renowned watch and jewelry brands, many fashion brands and restaurants targeting both locals and tourists, as well as beauty and medical centers.

Commercial Segment Distribution (by Leased Floor Area)



<b>Gross floor area (sq.m.)</b>	Commercial	20,905
	Office	31,251
	Residential and Serviced Apartments	N/A
<b>Number of car parking spaces</b>		40
<b>Occupancy rate (at year-end)</b>	Commercial	100%
	Office	93%
	Residential and Serviced Apartments	N/A
<b>Number of shopping mall tenants</b>		31

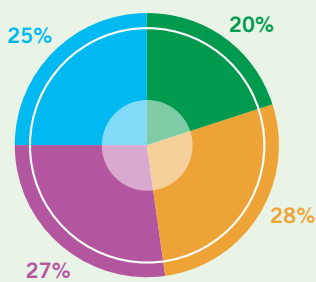
### AMOY PLAZA

Ngau Tau Kok



Conveniently located near the MTR Kowloon Bay Station, Amoy Plaza is an integrated mall in Kowloon East, comprising stores offering trendy fashions, beauty products and electronic gadgets. Together with more than 35 restaurants serving local and international cuisines, the mall offers a full selection of lifestyle experiences for nearby office workers and residents of Amoy Gardens.

**Commercial Segment Distribution (by Leased Floor Area)**



49,006

N/A

N/A

620

99%

N/A

N/A

261

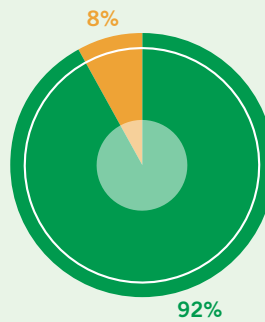
### GALA PLACE & PARK-IN COMMERCIAL CENTRE

Mongkok



Located in the vibrant Mongkok district, Gala Place houses the largest single-story Starbucks in Hong Kong, spanning over 4,500 square feet, as well as the triple-story H&M full-concept flagship store, the largest H&M store in Kowloon, and has become a hotspot for the trendy and fashionable. Park-In Commercial Centre houses a potpourri of diversified services and products including outdoor gear, chic fashion, skincare and cosmetics, lifestyle products, audio and digital gadgets, as well as beauty and fitness centers. Park-In Commercial Centre Carpark offers nearly 500 parking spaces, providing a convenient, one-stop shopping experience for its customers.

**Commercial Segment Distribution (by Leased Floor Area)**



7,454

30,205

N/A

478

100%

95%

N/A

2



## HONG KONG PROPERTY LEASING



The Fashion Intelligence Index, created by Fashion Walk and renowned marketing agency McCANN & SPENCER, wins five honors in the 2015 Kam Fan Awards including the only and most coveted accolade of all, the Grand Kam Fan award

### Causeway Bay

#### FASHION WALK

2015 has proven to be a year of remarkable progress driven by a well-orchestrated, holistic transformation program at **Fashion Walk** in Causeway Bay. With the implementation of our Company-wide asset enhancement initiatives, Fashion Walk has taken a multifaceted approach to establishing itself as the vibrant center of fashion and lifestyle in Hong Kong and the wider region, leveraging upon inspired emphases on achieving the most attractive tenant mix, and marketing our unique brand in a way that has captivated the market and earned us recognition as a distinctive lifestyle destination ranked by USA Today 10 Best.

Our spread of brands has given us an edge that propels us to the forefront of fashion and lifestyle trends, leading the way with exclusive flagship stores and boutiques. The flagship stores of Michael Kors, Max Mara, Kate Spade, and Ted Baker form the core from which our dynamism emanates to include concept stores at the cutting edge of fashion such as Just Cavalli, Versus, MSGM, Maison Kitsune, and D-mop. With the opening of H&M's largest global flagship store in Asia at Hang Lung Centre in October 2015, the shopping experience was taken to yet another level for the growing number of Fashion Walk fans from across the region.

Complementing the targeted mix of retailers is the regeneration of Fashion Walk's Food Street, a chic refuge from the hustle and bustle of city life. Featuring a selective mix of unique and inviting dining concepts including elBorn, COEDO Taproom, Coast Seafood and Grill, Marbling, and Elephant Grounds, we have re-positioned Food Street as the place to relax, to see and be seen in the Fashion Walk sanctuary of style.

Fashion Walk is keeping its momentum by turning concepts into realities, forging a unique environment that engages and captivates the public's imagination. Our signature annual events include the annual carnival Dine and Shine and the Spark Awards' Best Event champion, 2015, Halloween Styloween. Accolades have flooded in for the innovative branding campaign Fashion Intelligence Index, which engaged trendsetters in the city in an interactive research project that launched Fashion Walk as the place to discover fashion. It reached the very pinnacle of the marketing industry by garnering five honors in the 2015 Kam Fan Awards including for marketing excellence on an international scale. The campaign captured the prestigious Grand Kam Fan Award 2015 and the Silver Award in the Interactive category at the 2015 ONE SHOW Greater China Awards.

## HANG LUNG CENTRE

**Hang Lung Centre** in Causeway Bay, known for its multi-trade offices, achieved a 12% rental growth from office tenants with its occupancy rate up one point to 96%.

Having developed three successful semi-retail hubs in the travel, fashion wholesale and medical sectors in Hang Lung Centre, we continue to observe stable demand for quality retail and office space in this prime asset within Causeway Bay. A series of asset enhancement initiatives has been charted progressively from 2016 to further upgrade our offering. With our continued efforts to retain and attract tenant partners of the highest quality and our investment in building facilities and customer service upgrades, we remain confident of maintaining our leading position in the various sectors in which we operate.



The largest H&M global flagship store in Asia opens at Fashion Walk in October 2015



The iconic video-game character PAC-MAN brings shoppers back in a fun-filled time warp to their happiest childhood memories

## The Peak

### THE PEAK GALLERIA

In order to stimulate the local market and make **The Peak Galleria** a destination of choice among locals as well as tourists, our marketing team has heightened its focus on promotional events and related activities. The Running PAC-MAN Halloween campaign was one such event which stimulated widespread interest. The event increased footfall for the month of October and brought about a 9% growth in active fans of the mall's Facebook Fanpage, which is a significant gain in our social media collateral as a base for future promotional activities.

2016 will be a year of targeted marketing to untapped opportunities in the tourist and local markets, in parallel with the commencement of the mall's asset enhancement program.



## Hong Kong East

### KORNHILL PLAZA

Footfall and retail sales have been buoyant as **Kornhill Plaza** is well positioned to be sheltered from the shrinkage in luxury spending. Achieved rental growth of 6% bodes well for the highly popular center of a growing community, with new entries among popular food and beverage choices including Pizza Express, A-1 Bakery, Mr. Steak, La Taste and MACCHA HOUSE. New attractions such as Stage of Playlord, Walker Shop, JJPN, Wing Bay, Coucou, Stage 2 by index plus and MDX, among others, have added spice to a friendly mix which has opened up new segments of customers, drawing beyond the mall's traditional catchment, to include neighboring districts on the Island and across the Eastern Harbor Tunnel.

Expectations for 2016 are very positive with steady growth anticipated as on-going refinement of the tenant mix will continue to enhance our competitive advantage. The upgrade works of two major anchors, namely, AEON and PARKnSHOP, in 2016 will also contribute to our targeted growth trajectory.

100%  
Occupancy  
Rate  
(Office)



Kornhill Learnscape wins the title of Smart Parents Choice – Education Arcades in the category of Lifetime Planning in the Smart Parent's Choice – Brand Awards 2015



## HONG KONG PROPERTY LEASING

Occupancy and rental revenue for the **Office Tower of Kornhill Plaza** continue on an upward trend. It will be further strengthened by quality tenants and strong brands such as Swiss Art Studio, Project Dash! and Kings Rhythmic Gymnastic Ballets, Kornhill Learnscape continues to exceed expectations with growth in brand value that has attracted mid- to high-spending households to Kornhill Plaza. In addition, the Smart Parents' Choice – Brand Awards 2015 earned by Kornhill Learnscape, is a resounding affirmation of our efforts to develop and promote this venture.

**Kornhill Apartments** posted rental growth of 3% despite unfavorable market conditions attributable to sluggish demand in the tourism sector and heavily discounted room rates among competing hostels and hotels.

### Central

Our Central portfolio comprising Standard Chartered Bank Building, 1 Duddell Street, Printing House and Baskerville House, generated overall rental growth of 8%.

In an attempt to articulate the historical legacy and local identity of the Duddell area in tandem with positive evolving changes in the surrounding retail landscape, a plan has been set out to identify opportunities for value creation.

In addition to the two-Michelin-star Duddell's at **1 Duddell Street** and the trendy Mott 32 in **Standard Chartered Bank Building**, two exclusive dining and lifestyle concepts have been introduced in 2015 to elevate the energy of the area. In **Baskerville House**, The First Floor by Lifestyle Federation seeks to promote its new "edutainment" concept as a lifestyle club offering a fine dining experience and lifestyle events for an affluent and discerning audience. In **Printing House**, Foxglove is an elegant bar and lounge modeled after the great drinking dens of the 1950s.

### Mongkok

#### GRAND PLAZA

As a result of the three-year enhancement program completed in March 2015, **Grand Plaza** has enhanced its shopping ambience and trade mix. Our performance has been lifted by the strategic transformation of the shopping mall including a new dining hub to be formed in 2016. In addition, the largest Quiksilver flagship store in the region opened its doors in December 2015, generating additional sales momentum for the Mongkok district.

100%  
Occupancy  
Rate  
(Commercial)





Shoppers of Grand Plaza join the spine-chilling zombies for a fun flash mob dance during Halloween

Targeted marketing initiatives have played a pivotal role in positioning Grand Plaza as an exciting shopping and dining destination for locals and tourists alike. Among our initiatives to leverage the power of social media was the Zombie Party Halloween event. Making full use of online to offline techniques, social media platforms and AR (Augmented Reality) technology, our efforts reaped rich rewards in viral marketing which increased both tenant sales and our own social media fan base for future enterprising promotion campaigns.

The **Office Towers of Grand Plaza** have strengthened their position as a professional medical and beauty hub in Central Kowloon. It has sustained stable growth with the acquisition of new, well-known medical practitioner tenants, as well as the recruitment of a new medical technology laboratory and the expansion of the “quality medical bloc” premises to occupy the whole floor. The outlook for 2016 is one of continued stability as we carry on assessing the feasibility of introducing new themed-floors, while continuing to look for opportunities in the medical field.



## HONG KONG PROPERTY LEASING



With a total area of 4,500 square feet, the Starbucks shop grandly opens at Gala Place in December 2015



H&M unveils its full-concept flagship store in January 2016

### GALA PLACE

**Gala Place** is firmly set on an upward trajectory of growth with popular international coffee brand, Starbucks, opening its concept store in December 2015, the only concept store of its kind in the territory. Prospects are upbeat for 2016 with the opening of the celebrated H&M full-concept flagship store on January 29, 2016, which will raise the mall's profile and enhance our positioning within the market. Again, social media platforms will be fully utilized to promote the new anchors which are fully expected to be a catalyst for the upgrade of the entire district.

### PARK-IN COMMERCIAL CENTRE

**Park-In Commercial Centre** continues to grow as a lifestyle hub as well as being home to big-brand service centers. The opening of global direct-sales giant, Amway's new Experience Centre, has brought new energy to the tenant mix.



Local multimedia artist, Elphonso Lam, designs the Skull-Elphonso-themed installation for Amoy Plaza

## Kowloon East

### AMOY PLAZA

**Amoy Plaza** in Kowloon East has achieved a 9% rental growth in 2015. It was well supported by local consumers drawing from the Kowloon Bay business district and the adjacent new housing estates.

The upward trajectory has been facilitated by a strategic focus on tenant mix and innovative marketing activities. We have successfully managed our tenant mix, introducing new sports brand, WK Jumbo, which opened its biggest Hong Kong outlet at Amoy Plaza along with new additions such as Esprit, Extravaganza, Attachment, Little Room, and SIXTY EIGHT. We also welcomed popular Taiwan food and beverage brand, XOXO Café, in November 2015.

Successful marketing initiatives have not only drawn transitory footfall but also helped to build customer loyalty. Amoy Plaza has now positioned itself as a thriving, family lifestyle and entertainment hub. Our Go Green@Amoy Plaza event attracted a great deal of attention over the Easter holidays attracted over 15,000 people who took part in green-themed interactive games. Another 7,000 people had a go at the bicycle electricity generator game to light up a beautiful LED tree. The event was our first collaboration with the Hong Kong Science and Technology Park. Innovative use of smartphone technology turned a simple egg hunt into an engaging interactive game which encouraged customers to spread the word on social media.



## HONG KONG PROPERTY SALES AND DEVELOPMENT

We build top quality residential properties in prime locations and take a highly disciplined approach to sales in order to optimize value. The result is that our properties are consistently well received in the market.

With fewer apartments sold in 2015, property sales revenue was down 88% to HK\$1,198 million. At year-end, the completed residential properties available for sale were 18 semi-detached houses at 23-39 Blue Pool Road, 672 units of The Long Beach, two duplex units of The HarbourSide and two duplex units of Carmel-on-the-Hill apartments. These properties will be released for sale when market conditions are favorable.

### 23-39 BLUE POOL ROAD

Occupying a position of unsurpassed luxury in our portfolio, the 18 stylish semi-detached houses at **23-39 Blue Pool Road** celebrate the distinctive combination of contemporary design, urban style and pastoral grace. With knowledge that the property will hold its allure and worth through the current market uncertainty and prevail as the market regains momentum, we have confidently maintained our stance that the development should only be released at prices reflective of its true asset value.

The development was awarded a Gold Level certification under the Leadership in Energy and Environmental Design (LEED) for Homes program issued by the U.S. Green Building Council and clinched the Silver award under the category of Best Residential in the MIPIM Asia Awards 2014 and Residential Architect of the Year award in the Chivas 18 Architecture Awards 2015.

### THE LONG BEACH

With a prime location in southwest Kowloon, **The Long Beach** is a high-end residential complex. Comprising 1,829 units in eight towers with a distinctive wave-like design, this residential complex offers spectacular sea views. At year-end, the 672 units currently available for sale are mainly units with sea views.



23-39 Blue Pool Road clinches the Silver Award in the category of Best Residential in the MIPIM Asia Awards 2014

## OUTLOOK

### The market conditions in mainland China and Hong Kong will remain very challenging in 2016.

The economies of Mainland China and Hong Kong are uncertain amidst expected further interest rate hikes by The Federal Reserve Board of the United States. The restructuring of the retail market will continue in 2016.

The market correction of retail supply posts opportunities to us when we are able to attract retailers with a new idea or product. A “new normal” will emerge for those retailers that have a well thought-out strategy to rebrand and reposition, redesign stores and merchandise, improve in-shop experience and communicate effectively both on and off line. Throughout this process, there will be an increase in shop re-shuffling within our shopping malls, some resulting in positive rental reversions and some negative.

We continue to strengthen the Shanghai Plaza 66 mall with its major upgrade to accommodate a high-end brand refit and a livelier mix. A similar process for Shanghai Grand Gateway 66 will start towards the latter half of 2016. The new Dalian Olympia 66 shopping mall will achieve rental growth throughout 2016. We will continue to work with shop make-overs in Wuxi Center 66 and Shenyang Forum 66. The balance of our rental growth in mainland China will come from the leasing up of the office towers in Wuxi and Shenyang.

Against decreasing Mainland China visitor arrivals and associated spending, our Hong Kong retail portfolio has fared better than the overall industry due to our asset enhancement and diversity. Our mix, particularly the new content additions in Causeway Bay, Mongkok, Kornhill and Amoy, has a wider appeal than traditional luxury and is expected to experience growth. The demand for office space in Hong Kong remains strong and we have been able to capitalize on all the positive rental reversions. Barring an unforeseeable situation, our Hong Kong properties are expected to continue to deliver a steady performance next year.

We will sell some of the residential units on hand when the residential market conditions are favorable.



# MAINLAND CHINA PROPERTY DEVELOPMENT

As one of only a few Hong Kong property developers to establish a presence in the Mainland's commercial property market, Hang Lung has been expanding its strong Mainland portfolio with 10 world-class landmarks across eight cities.

## SUMMARY OF NEW PROJECTS IN MAINLAND CHINA

	<b>CENTER 66</b>	<b>FORUM 66</b>	<b>SPRING CITY 66</b>	<b>HEARTLAND 66</b>
<b>City</b>	Wuxi	Shenyang	Kunming	Wuhan
<b>City status</b>	Major City	Provincial Capital	Provincial Capital	Provincial Capital
<b>Province</b>	Jiangsu	Liaoning	Yunnan	Hubei
<b>Usage</b>	Shopping Mall, Office, Hotel, Serviced Apartments	Shopping Mall, Office, Hotel, Serviced Apartments	Shopping Mall, Office, Serviced Apartments	Shopping Mall, Office, Serviced Apartments
<b>Total gross floor area ('000 sq.m.)</b>	372	800	434	460
<b>Year of Completion</b>	Shopping Mall: 2013 Office Tower: 2014 Remaining portions: In phases from 2019	Shopping Mall: 2012 Office Tower: 2015 Remaining portions: In phases from 2018	In phases from 2018	In phases from 2019





Following its completion, Center 66 will be the retail and commercial landmark of the central business district of Wuxi

## CENTER 66 – PHASE 1 & PHASE 2, WUXI

Phase 1 of the Center 66 development comprises a shopping mall and two office towers, with the first tower already operational. Consultants have been appointed to develop the schematic design for Office Tower Two. Phase 2 of the development will comprise two serviced apartments and commercial facilities. District Government, City Planning and other Bureaus of Wuxi City are engaged in the planning stage and they are supportive of the development.

Upon completion, the Center 66 development will be the retail and commercial landmark of the central business district of Wuxi. Widely acclaimed for its innovative design, Center 66 has garnered a number of prestigious awards including the 2014 Cityscape Award for Emerging Markets in the category of Built Retail Project; the Silver Award in the category of Best-Mixed-Use Development in the 2014 MIPIM Asia Awards; and a Merit Award in The Hong Kong Institute of Architects Annual Awards 2013 in the Outside Hong Kong – Commercial Building category.



## MAINLAND CHINA PROPERTY DEVELOPMENT

Spring City 66 enjoys a perfect location in the business and commercial heart of Kunming



The Forum 66 Office Tower blends futuristic architectural concepts with world-class facilities

### FORUM 66, SHENYANG

Covering a gross floor area of 800,000 square meters, Forum 66 is a beacon for development among the landmarks of Shenyang's city center. Situated on the Qingnian Da Jie, known as the Golden Corridor, which runs through the city center, Forum 66 is at the center of a network of the city's proudest landmarks including the Liaoning Grand Theater, the Liaoning Provincial Museum, the ex-Municipal Government Building and City Plaza.

The Forum 66 shopping mall commenced operations in September 2012 and was joined by Office Tower One in early 2015. The low- to mid-zones of Office Tower One were handed over to tenants beginning from the first quarter of 2015, and a proposal for a hotel sitting at the top zone, on floors 49-67, is still in progress with the requisite planning approvals being processed. 2015 also saw the excavation and retaining structural works for the Phase IIIA development completed in June. Ongoing engagement with the Shenhe District Government, the Shenyang City Government, and the relevant developmental bureaus has been positive with strong support for the continued development plans of Forum 66. Moving forward, the main thrust of work for 2016 will be the infrastructure works for the hotel project.

### SPRING CITY 66, KUNMING

The official ground breaking for Spring City 66 in November 2012 inaugurated a transformation of the business and commercial district of Kunming with plans for a world-class shopping mall, a Grade A office tower and serviced apartments. Commanding a central position in the city, Spring City 66 covers a total gross floor area of 434,000 square meters (ground level and above and B1 commercial area, excluding car park areas).

Ongoing works are progressing well with initial piling work completed in mid-2014 and additional piling works in early 2016. With the substructure of the office tower already underway and progressing smoothly, the substructure works for the serviced apartment



The sky garden at Heartland 66's rooftop

tower began in December 2015. Our teams have been working closely with consultants to address technical challenges that are par for course on a project of this scale. Active engagement has been undertaken at the construction stage with government departments and the local community. Basement to ground-level works and work on the superstructure for the low zone of the office tower schedule for the fourth quarter of 2016.

The whole project is targeted for completion, in phases, from 2018, with due emphasis on construction in line with our high environmental and quality standards. Spring City 66 was awarded precertification under the Leadership in Energy and Environmental Design (LEED) for Core and Shell Developments – Gold Level, issued by the U.S. Green Building Council.

## HEARTLAND 66, WUHAN

Comprising a world-class shopping mall, a Grade A office tower, and serviced apartments, and covering a total gross floor area of 460,000 square meters (ground level and above and B1 commercial area, excluding car park areas), Heartland 66 will be Hang Lung's 10<sup>th</sup> development on the Mainland and will stand as yet another proud landmark in a fast-growing city.

Land for the development was acquired in February 2013 and the official ground breaking ceremony took place in November 2013. Construction progress to-date is on schedule despite increased difficulty in basement excavation. Completion of foundation works and the commencement of construction for the basement structure are expected by mid-2016, and the project is scheduled for completion in stages from 2019.

In keeping with our design and construction focus on quality and sustainable development, the Heartland 66 development was awarded precertification under the Leadership in Energy and Environmental Design (LEED) for Core and Shell Developments – Gold Level, issued by the U.S. Green Building Council in 2014.



# MAJOR PROPERTIES OF THE GROUP

## A. MAJOR PROPERTIES UNDER DEVELOPMENT

At December 31, 2015

	Location	Site Area (sq.m.)	Main Usage	Total Gross Floor Area (sq.m.)	% Held by The Group	Stage of Completion	Expected Completion Year
<b>MAINLAND CHINA</b>							
<b>SHENYANG</b>							
Forum 66	Qingnian Da Jie, Shenhe District	92,064	M/H/O/S	507,297	54.3%	Infrastructure work	2018 onwards
<b>WUXI</b>							
Center 66 (Phase 1)	Renmin Zhong Lu, Liangxi District	37,324	O	56,034	54.3%	Planning	
Center 66 (Phase 2)	Jiankang Lu, Liangxi District	16,767	M/H/O/S	108,980	54.3%	Planning	
<b>KUNMING</b>							
Spring City 66	Dongfeng Dong Lu, Panlong District	56,043	M/O/S	433,500	54.3%	Foundation	2018 onwards
<b>WUHAN</b>							
Heartland 66	Jinghan Da Dao, Qiaokou District	82,334	M/O/S	460,000	54.3%	Foundation	2019 onwards

M: Mall

H: Hotel

O: Office

S: Serviced Apartments

## B. RESIDENTIAL PROPERTIES COMPLETED FOR SALE

At December 31, 2015

	Location	Site Area (sq.m.)	Total Gross Floor Area (sq.m.)	% Held by The Group	No. of Residential Unit for Sale	No. of Car Parking Spaces for Sale
<b>HONG KONG</b>						
23-39 Blue Pool Road	23-39 Blue Pool Road, IL 5747	7,850	8,585	54.3%	18	36
The HarbourSide	1 Austin Road West, KIL 11080	13,386	419	54.3%	2	138
The Long Beach	8 Hoi Fai Road, KIL 11152	20,200	56,026	54.3%	672	–
Carmel-on-the-Hill	9 Carmel Village Street, KIL 11122	1,421	286	54.3%	2	14



## MAJOR PROPERTIES OF THE GROUP

### C. MAJOR INVESTMENT PROPERTIES

At December 31, 2015

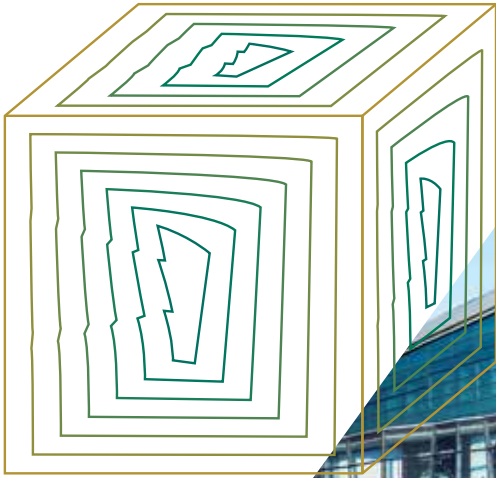
	Location	Lease Expiry	Total Gross Floor Area (sq.m.)			No. of Car Parking Spaces
			Commercial	Office and Industrial/ Office	Residential and Serviced Apartments	
<b>HONG KONG</b>						
<b>CENTRAL</b>						
Printing House	6 Duddell Street, IL 339	2848	1,709	5,980	–	–
1 Duddell Street	1 Duddell Street, IL 7310	2848	2,340	6,616	–	–
Baskerville House	22 Ice House Street, IL 644	2880	1,473	3,379	–	–
Standard Chartered Bank Building	4-4A Des Voeux Road Central, Sections A&B of ML 103	2854	4,814	23,730	–	16
<b>CAUSEWAY BAY AND WAN CHAI</b>						
Hang Lung Centre	2-20 Paterson Street, IL 524 & IL 749	2864	8,777	22,131	–	126
Fashion Walk	Paterson Street, Houston Street, Great George Street, Cleveland Street, Kingston Street, Gloucester Road, ML 231 & ML 52, IL 469 & IL 470	2842, 2864 & 2868	31,072	–	7,935	–
Shui On Centre	15/F-28/F, 6-8 Harbour Road, IL 8633	2060*	–	16,313	–	42
<b>KORNHILL (QUARRY BAY)</b>						
Kornhill Plaza	1-2 Kornhill Road, IL 8566	2059*	53,080	10,577	–	1,069
Kornhill Apartments	2 Kornhill Road, IL 8566	2059*	–	–	35,275	–
<b>THE PEAK AND MID-LEVELS</b>						
The Peak Galleria	118 Peak Road, RBL 3	2047	12,446	–	–	493
Nos. 2&3 Garden Terrace, Block 2	8A Old Peak Road, IL 896 & IL 2850	2078 & 2886	–	–	558	12
The Summit	41C Stubbs Road, IL 8870	2047	–	–	15,225	54
<b>HONG KONG SOUTH</b>						
Burnside Villa	9 South Bay Road, RBL 994	2072	–	–	9,212	89
<b>MONGKOK</b>						
Grand Plaza	625 & 639 Nathan Road, KIL 10234 & KIL 10246	2060	20,905	31,251	–	40
Hang Tung Building	1112-1120 Canton Road, KIL 9708	2045*	–	–	–	1,000
Park-In Commercial Centre / Gala Place	56 Dundas Street, KIL 9590	2044*	7,454	30,205	–	478
Carmel-on-the-Hill	9 Carmel Village Street, KIL 11122	2050	2,131	–	–	11
<b>TSIM SHA TSUI AND WEST KOWLOON</b>						
Grand Centre	8 Humphreys Avenue, KIL 7725 & KIL 8026	2038	3,688	7,198	–	–
Hanford Commercial Centre	221B-E Nathan Road, KIL 10619 & KIL 8132	2037	1,444	4,891	–	–
AquaMarine	8 Sham Shing Road, NKIL 6338	2050	22,350	–	–	422
The Long Beach	8 Hoi Fai Road, KIL 11152	2050	20,174	–	–	390

Location	Lease Expiry	Total Gross Floor Area (sq.m.) <sup>#</sup>			No. of Car Parking Spaces	
		Commercial/ Mall	Office and Industrial/ Office	Residential and Serviced Apartments		
<b>HONG KONG</b>						
<b>NGAU TAU KOK</b>						
Amoy Plaza	77 Ngau Tau Kok Road, NKIL 53, NKIL 1482, NKIL 2660 & NKIL 3947	2047	49,006	–	–	620
<b>CHEUNG SHA WAN, KWAI CHUNG AND TSUEN WAN</b>						
822 Lai Chi Kok Road	822 Lai Chi Kok Road, NKIL 5568	2047	–	9,004	–	73
9 Wing Hong Street	9 Wing Hong Street, NKIL 6229	2047	–	35,223	–	95
Laichikok Bay Garden	Shops 1A1, 1A2, 5A, 6A & 6B, Lai King Hill Road, Lot 3336 of SD 4	2047	3,109	–	–	172
Bayview Garden	633 Castle Peak Road, Tsuen Wan, TWTL 329	2047	4,959	–	–	52
<b>TUEN MUN</b>						
Tai Hing Gardens	11 Tsun Wen Road and 10A Ho Hing Circuit, Tuen Mun, TMTL 312	2047	10,970	–	–	387
Luen Cheong Can Centre	8 Yip Wong Road, Tuen Mun, Lot 1169 in DD131	2047	–	7,856	–	37
<b>MAINLAND CHINA</b>						
<b>SHANGHAI</b>						
Grand Gateway 66 Gardens 1 & 2	2118 Hua Shan Lu, Xuhui District	2063	–	–	64,900	–
Grand Gateway 66 Plaza 66	1 Hong Qiao Lu, Xuhui District 1266 Nanjing Xi Lu, Jing'an District	2043 2044	120,188 53,700	67,200 159,555	18,300 –	835 804
<b>SHENYANG</b>						
Palace 66	128 Zhongjie Lu, Shenhe District	2057	109,307	–	–	864
Forum 66	1 Qingnian Da Jie, Shenhe District	2058	101,960	190,745	–	2,139
<b>JINAN</b>						
Parc 66	188 Quancheng Lu, Lixia District	2059	171,074	–	–	789
<b>WUXI</b>						
Center 66 (Phase 1)	139 Renmin Zhong Lu, Liangxi District	2059	118,135	88,560	–	1,292
<b>TIANJIN</b>						
Riverside 66	166 Xing'an Lu, Heping District	2061	152,831	–	–	800
<b>DALIAN</b>						
Olympia 66	66 Wusi Lu, Xigang District	2050	221,900	–	–	1,214

\* With an option to renew for a further term of 75 years

# Gross floor area of mainland China investment properties includes gross floor area above and below ground

# Solid Foundation



Parc 66,  
Jinan





Hang Lung finds its unfaltering strength in prudent and comprehensive financial management strategies to maintain a strong financial position with a high degree of flexibility to meet the Company's capital commitments and long-term business plans.



Grand Gateway 66, Shanghai



Forum 66, Shenyang



## GROUP RESULTS

For the financial year ended December 31, 2015, total revenue of the Group decreased by 46% to HK\$9,528 million because of fewer residential units sold compared to a year ago. Correspondingly, total operating profit decreased by 48% to HK\$6,955 million. Revenue from property leasing increased by 7% to HK\$8,330 million mainly driven by continual growth of mainland China and Hong Kong portfolios.

Underlying net profit attributable to shareholders decreased by 53% to HK\$2,700 million. When including a smaller revaluation gain on investment properties against a year ago, net profit attributable to shareholders decreased by 53% to HK\$3,211 million. Earnings per share decreased similarly to HK\$2.37.

### REVENUE AND OPERATING PROFIT

	Revenue			Operating Profit		
	2015 HK\$ Million	2014 HK\$ Million	Change	2015 HK\$ Million	2014 HK\$ Million	Change
<b>Property Leasing</b>	<b>8,330</b>	7,792	+7%	<b>6,110</b>	5,987	+2%
Mainland China	<b>4,625</b>	4,354	+6%	<b>3,005</b>	3,090	-3%
Hong Kong	<b>3,705</b>	3,438	+8%	<b>3,105</b>	2,897	+7%
<b>Property Sales</b>	<b>1,198</b>	9,814	-88%	<b>845</b>	7,419	-89%
<b>Total</b>	<b>9,528</b>	17,606	-46%	<b>6,955</b>	13,406	-48%

## PROPERTY LEASING

For the financial year ended December 31, 2015, total revenue of property leasing increased by 7% to HK\$8,330 million. The whole mainland China portfolio generated 6% more in rent largely benefitting from contributions of the newly opened properties from the third quarter of 2014. Our mainland China portfolio accounted for 56% and 49% of the total leasing revenue and operating profit of the Group, respectively. The Hong Kong leasing portfolio posted a steady rental growth of 8% as the benefits of asset enhancement initiatives continued to flow through. Total operating profit from property leasing amounted to HK\$6,110 million, up 2% year-on-year.

## Mainland China

The retail market on the Mainland remained challenging in 2015. With slower economic growth and stock market adjustments since mid-2015, sales of high-end goods continued to slide. Many high-end brands either froze expansion plans or busied themselves with brand consolidation and store downsizing. Negative rental reversions and/or falling occupancy were inevitable.

For the year ended December 31, 2015, total revenue from mainland China reached HK\$4,625 million, representing a 6% growth year-on-year. In addition to the rental growth of our Shanghai portfolio, contributions from properties that commenced operations from the third quarter of 2014 also boosted our rental revenue in 2015. Those new properties included shopping malls at Tianjin Riverside 66 which commenced operations in September 2014, followed by the soft opening of Dalian Olympia 66 in December 2015. The office towers at Center 66 in Wuxi and Forum 66 in Shenyang opened in October 2014 and January 2015, respectively. Their contribution to revenue growth was partly offset by the decrease in rental income of the malls at Shenyang Forum 66 and Wuxi Center 66.

Total operating profit of our mainland China portfolio retreated by 3% to HK\$3,005 million because of the lower profitability of our newly opened properties during their first lease cycle. Correspondingly, overall rental margin retreated by six points to 65%.

### MAINLAND CHINA PROPERTY LEASING PORTFOLIO

Name and City of the Property	Revenue			Occupancy Rate at Year-end 2015	
	2015 HK\$ Million	2014 HK\$ Million	Change	Mall	Office
Shanghai Plaza 66	1,669	1,618	+3%	97%	98%
Shanghai Grand Gateway 66	1,627	1,595	+2%	97%	97%
Shenyang Palace 66	170	166	+2%	90%	N/A
Shenyang Forum 66	282	283	–	87%	42%*
Jinan Parc 66	335	336	–	88%	N/A
Wuxi Center 66	296	293	+1%	72%	70%*
Tianjin Riverside 66	241	63	N/A*	86%	N/A
Dalian Olympia 66	5	N/A	N/A*	54%	N/A
<b>Total</b>	<b>4,625</b>	4,354	+6%		

\* Opening dates: Tianjin Riverside 66 shopping mall in September 2014; Wuxi Center 66 office in October 2014; Shenyang Forum 66 office in January 2015; and Dalian Olympia 66 shopping mall on December 18, 2015 (soft opening).



### *Shopping Malls*

Our eight shopping malls in mainland China collectively generated HK\$3,287 million rent in 2015, up 6% year-on-year. The eight shopping malls are located in six cities on the Mainland, including two each in Shanghai and Shenyang, and one each in Jinan, Wuxi, Tianjin and Dalian. The last two are the newest. Riverside 66 in Tianjin commenced operation in September 2014 and Olympia 66 in Dalian was unveiled on December 18, 2015.

Amidst a challenging retail environment in Shanghai, total rental income of our two flagship malls in Shanghai, Plaza 66 and Grand Gateway 66, was up 6% year-on-year to HK\$2,081 million. Plaza 66 and Grand Gateway 66 posted 9% and 3% rental growth to HK\$885 million and HK\$1,196 million over a year ago, respectively. The two malls continued to enjoy positive rental reversions in 2015. Their occupancy rates both stayed at 97% at the reporting date. Retail sales of the malls at Plaza 66 and Grand Gateway 66 recorded a moderate growth in 2015, despite sliding high-end sales on the Mainland.

Our asset enhancement programs in Shanghai were progressing well. The works at the Plaza 66 mall started last September and were expected to be completed by mid-2017. For Grand Gateway 66, the works will start in late 2016. In order to minimize disruptions to tenants and customers, the works will be carried out at night and by phases.

At the year-end date, the Group had six malls in operations outside Shanghai. Those malls are in different stages of the startup period, ranging from 14 days to five years old. Their performance was mixed in 2015, the longer they were in operation the better in general. Collectively, the six malls contributed 6% more in rent, year-on-year, to HK\$1,206 million.

Palace 66 in Shenyang generated 2% more rent in 2015 as a result of higher occupancy. Occupancy rate of Palace 66 increased two points to 90% between the two reporting dates. Benefitting from more effective marketing activities, retail sales at Palace 66 rose by 2%. During 2015, more non-conventional shopping, entertainment and lifestyle tenants were introduced to our shopping mall in Jinan, Parc 66. Correspondingly, occupancy rate of Parc 66 increased to 88%, up three points over a year ago while tenant sales retreated 2%. Revenue of Parc 66 remained flat in 2015.

In 2015, many high-end brands in the second-tier cities were facing difficult environments with decreasing sales. Some even exited from the market entirely, causing occupancy of our Forum 66 in Shenyang and Center 66 in Wuxi to retreat to 87% and 72%, respectively. Retail sales at the Forum 66 mall and Center 66 mall (excluding car sales) both decreased by 3%.

Occupancy rate of our one-year-old Riverside 66 shopping mall in Tianjin increased by one point to 86% by end of 2015. The mall has recently won the Gold Awards in the categories of Best Innovative Green Building and Best Retail Development in the MIPIM Asia (Marché International des Professionnels de L'immobilier Asia) Awards 2015.

Our newest mall, Olympia 66 in Dalian, was unveiled on December 18, 2015. This 220,000 square-meter landmark building in Dalian is currently our largest shopping mall in mainland China. The mall is designed to bring fascinating entertainment, leisure and shopping experiences to Dalian with a world-class ice-rink and a cinema with 10 houses, one of the largest auditoriums has 400 seats. Against the backdrop of weak retail spending and with most international brands either contracting or freezing new shop openings on the Mainland, 124 tenants representing occupancy of 21% had commenced operations at the reporting date. Another 83 tenants accounting for additional 33% occupancy are fitting out at the same time. When including committed tenancies, occupancy rate reached 63% at the end of 2015.

### *Office*

Revenue of our office portfolio in mainland China leaped 9% to HK\$1,203 million in 2015. The whole office portfolio comprises five Grade A office towers, including three office towers in Shanghai, i.e. two at Plaza 66 and one at Grand Gateway 66, plus one each at Center 66 in Wuxi and Forum 66 in Shenyang which commenced operations in October 2014 and January 2015, respectively.

Total rent of the three office towers in Shanghai retreated 1% amidst an increasing supply of offices space. Revenue of the Plaza 66 office towers retreated by 2% year-on-year because of acceptance of marginally lower rent in order for quantum expansion by world-class tenants. Regular renewals and new lettings were achieving rent at the top range of the market. Occupancy rate of the Plaza 66 office towers increased by six points to 98%. Driven by positive rental reversions, revenue of the office tower at Grand Gateway 66 increased 1% to HK\$296 million. Starting from June 2015, we have implemented the asset enhancement program for the two office towers at Plaza 66. The new look of the lobby at Office Tower One was unveiled in December 2015. The whole upgrade program will be completed in phases by 2017.

Occupancy rate of the Center 66 office tower reached 70% and that of Forum 66 was at 42% at the reporting date. Both professionally-managed world-class office towers have already commanded leadership positions in their markets.

### *Residential and Serviced Apartments*

Revenue of residential and serviced apartments at Grand Gateway 66 in Shanghai was down by 7% to HK\$135 million due to lower average occupancy, as the local ambience was affected by construction works nearby.



## Hong Kong

Revenue and operating profit of our leasing portfolio in Hong Kong were up 8% and 7% to HK\$3,705 million and HK\$3,105 million, respectively. Overall rental margin stayed at 84%.

### HONG KONG PROPERTY LEASING PORTFOLIO

	Revenue			Occupancy Rate at Year-end 2015
	2015 HK\$ Million	2014 HK\$ Million	Change	
Commercial	1,983	1,842	+8%	98%
Office and Industrial/Office	1,261	1,161	+9%	95%
Residential & Serviced Apartments	316	295	+7%	75%
Car Parking	145	140	+4%	N/A
<b>Total</b>	<b>3,705</b>	3,438	+8%	

#### Commercial

Our Hong Kong commercial portfolio collected 8% more rent to HK\$1,983 million in 2015, despite sliding retail sales in Hong Kong. The commercial portfolio continued to benefit from positive rental reversions in 2015. Occupancy rate was flat at 98% at the end of 2015.

The benefits of asset enhancement continued to flow through as several renovation programs were completed in 2015. The new face of Fashion Walk in Causeway Bay was unveiled in May 2015. The modernized and stylish ambience provides an exceptional shopping experience to shoppers. A new mix of internationally renowned brands and designer labels further strengthened the positioning and image of the name, Fashion Walk. The Food Street has been refreshed with a variety of international cuisines. On October 30, 2015, the long-awaited H&M global flagship store was unveiled at Hang Lung Centre. The innovative marketing campaign Fashion Intelligence Index of Fashion Walk won five awards in the 2015 Kam Fan Awards, including the greatest honor Grand Kam Fan. This is great recognition of our efforts in transforming Fashion Walk into a stylish and iconic destination of Causeway Bay with a unique blend of indoor and outdoor shopping experiences.

The 3-year upgrade program at Grand Plaza in Mongkok was completed in March 2015. The shopping ambience and trade mix of the mall were enhanced after a complete facelift. Gala Place in Mongkok started enhancement works in June 2015. Starbucks opened the largest single floor concept store in Hong Kong in December 2015, delivering unique experiences to coffee lovers. After opening the largest flagship store in Asia at our Hang Lung Centre in Causeway Bay, H&M will open another mega store of 54,000 square-feet at Gala Place in January 2016.

All the asset enhancement initiatives have started to generate extra benefits as planned. The Causeway Bay commercial portfolio achieved a 15% revenue growth despite renovation interruptions during the year. Grand Plaza in Mongkok delivered a 14% growth.

The commercial portfolio in Central recorded an 11% rental growth. Other regional malls such as Amoy Plaza in Kowloon East and Kornhill Plaza in Hong Kong East posted rental growth of 9% and 6%, respectively.

In 2015, Hong Kong experienced a 4% drop in overall retail sales, the first retreat since the Individual Visit Scheme launched in 2003 by the Mainland government. Retail sales of our Hong Kong commercial portfolio, however, posted a sales growth of 5% in 2015 when excluding the areas under renovation. The Causeway Bay portfolio recorded a 14% sales growth against a year ago after its major upgrade. Amoy Plaza gained 9% in retail sales, and that of Grand Plaza increased by 6%.

### *Office*

During 2015, the overall Hong Kong office leasing market was pleasing. Many financial institutions from mainland China set up offices in prime locations, e.g. Central, which boosted rent as a result. For the financial year ended December 31, 2015, our entire office portfolio in Hong Kong achieved a 9% rental growth to HK\$1,261 million mainly driven by positive rental reversions. Occupancy rate at the year-end was 95%. Our Central office portfolio, comprising the Standard Chartered Bank Building, 1 Duddell Street, Printing House and Baskerville House, recorded a solid rental growth of 7% driven by higher rental reversions. Hang Lung Centre in Causeway Bay, featuring a trade-specific theme, achieved a 12% rental growth with occupancy rate up one point to 96% at the end of 2015. The Mongkok portfolio enjoyed an 11% rental growth with occupancy rate stood at 94%.

### *Residential and Serviced Apartments*

Our residential and serviced apartments in Hong Kong recorded steady growth in 2015 with rent growing 7% to HK\$316 million. Revenue of our high-end apartments was up 10%. Kornhill Serviced Apartments in Hong Kong East posted a rental growth of 3%.

## **PROPERTY SALES**

During 2015, the Group sold 63 apartments (2014: 412 units) and some car parking spaces. Owing to fewer residential units sold, revenue from property sales decreased 88% to HK\$1,198 million. Overall profit margin realized was 71%. The 63 residential units sold consisted of 10 units of The HarbourSide (2014: 261 units), 36 units of The Long Beach (2014: 151 units), and the last 17 units of AquaMarine (2014: Nil).

At the year-end date, the completed residential properties available for sale were 18 semi-detached houses at 23-39 Blue Pool Road, 672 units of The Long Beach, two duplex units of The HarbourSide and two Carmel-on-the-Hill apartments. These properties will be released for sale when market conditions are favorable.



## PROPERTY REVALUATION

For the financial year 2015, total revaluation gain of our investment properties portfolio amounted to HK\$676 million. The revaluation of our investment properties was undertaken by Savills, an independent valuer. Hong Kong investment properties recorded a revaluation gain of HK\$947 million mainly benefitting from significant positive rental reversions of the Causeway Bay and Mongkok commercial portfolios after their renovation. The improved performance of offices in Central also contributed to the gain. The mainland China portfolio had a revaluation loss of HK\$271 million mainly due to lower valuation of the malls at Forum 66 in Shenyang and Center 66 in Wuxi. As at December 31, 2015, the value of the investment properties of the Hong Kong portfolio amounted to HK\$59,733 million and that of the mainland China portfolio was at HK\$77,605 million.

## PROPERTY DEVELOPMENT AND CAPITAL COMMITMENT

Following completion of the office tower in Shenyang Forum 66 last January and the soft opening of the Dalian Olympia 66 shopping mall in December 2015, the aggregate value of the Group's investment properties under development decreased by HK\$8,902 million to HK\$16,709 million against a year ago. Investment properties under development now comprise those in Kunming, Wuhan and the remaining phases of Shenyang and Wuxi in mainland China. The portfolio consists of shopping malls, office towers, and serviced apartments, etc. These projects represented the majority of the Group's capital commitments at the reporting date, amounted to HK\$39 billion.

The foundation work for Kunming Spring City 66 is in progress. Total gross floor area of the entire complex is 434,000 square meters comprising a world-class shopping center, a Grade A office tower, serviced apartments and about 2,000 car parking spaces. The shopping mall of Spring City 66 is scheduled to open in late 2018.

Wuhan Heartland 66, covering a total gross floor area of 460,000 square meters, is a world-class commercial project which will house a 177,000 square meters shopping mall, a Grade A office tower, serviced apartments and about 2,400 car parking spaces. This project is scheduled for completion, in phases, from late 2019.

## LIQUIDITY AND FINANCIAL RESOURCES

The Group continued to maintain a strong financial position with a high degree of flexibility to meet its capital commitments. It also established multiple channels to raise debt finance in order to seize investment opportunities and/or cushion itself against unforeseeable circumstances.

### *Liquidity Management*

As at December 31, 2015, the Group had cash and bank balances amounting to HK\$31,482 million (December 31, 2014: HK\$ 40,323 million). About 96% of the liquid funds were held as Renminbi (RMB) bank deposits which would be used to meet future



construction payments in mainland China. The decrease in cash and bank balances was attributable to utilizing internal cash resources for some of the bank loans repayments which was part of our capital structure optimization plan.

The currencies of cash and bank balances at the year-end were as follows:

	At December 31, 2015		At December 31, 2014	
	HK\$ Million	% of Total	HK\$ Million	% of Total
Denominated in:				
RMB	<b>30,164</b>	95.8%	35,592	88.3%
HKD	<b>1,306</b>	4.2%	4,721	11.7%
USD	<b>12</b>	–	10	–
<b>Total cash and bank balances</b>	<b>31,482</b>	100%	40,323	100%

Apart from available liquid funds, the Group had approximately HK\$18,115 million of committed undrawn banking facilities at the reporting date and a bond issuance platform under the USD3 billion Medium Term Note Program. Together with strong recurring cash flows from operations, the Group has a strong capacity to meet future funding needs of both existing projects and new investments when the opportunity arises.

### *Debt Management*

As at December 31, 2015, total borrowings of the Group were HK\$37,330 million, lower than last year-end by HK\$2,765 million. During the year, proceeds from property sales were used to repay some of the floating rate HKD bank borrowings. To further mitigate our foreign currency exposure, more RMB loans were obtained in mainland China to fund the construction payments of various projects under development.

The Group maintained an appropriate mix of fixed/floating interest rate loans and maturity profile to mitigate interest rate and re-financing risks. The table below shows the proportion of floating rates bank borrowings and fixed rates bonds.

	At December 31, 2015		At December 31, 2014	
	HK\$ Million	% of Total	HK\$ Million	% of Total
Floating rates HKD bank loans	<b>13,695</b>	36.7%	17,973	44.8%
Floating rates RMB bank loans	<b>11,031</b>	29.5%	9,531	23.8%
Fixed rate bonds	<b>12,604</b>	33.8%	12,591	31.4%
<b>Total borrowings</b>	<b>37,330</b>	100%	40,095	100%



The average tenor of the entire loan portfolio of the Group was extended to 3.6 years (2014: 3.4 years). The maturity profile of the total borrowings as at December 31, 2015, was as follows:

	At December 31, 2015		At December 31, 2014	
	HK\$ Million	% of Total	HK\$ Million	% of Total
Repayable:				
Within 1 year	<b>6,640</b>	17.8%	7,937	19.8%
After 1 but within 2 years	<b>2,062</b>	5.5%	6,175	15.4%
After 2 but within 5 years	<b>14,567</b>	39.0%	9,549	23.8%
Over 5 years	<b>14,061</b>	37.7%	16,434	41.0%
<b>Total borrowings</b>	<b>37,330</b>	100%	40,095	100%

### *Foreign Exchange Management*

The Group's foreign exchange exposure mainly arises from its operations in mainland China and certain bank deposits denominated in RMB held in and relating to mainland China entities. In addition, the Group had exposure to USD arising from the two USD500 million bonds issued.

If appropriate, the Group may use derivative financial instruments for controlling or hedging foreign exchange risk exposures. Use of such instruments for speculative purposes is strictly prohibited.

### **(a) RMB Exposure**

The RMB exposure of the Group is mainly derived from two respects. Firstly, the net assets of its mainland subsidiaries which mostly comprise investment properties such as shopping malls, office towers, serviced apartments and projects under development. Secondly, the RMB deposits held in and relating to mainland China entities are primarily for the purposes of settling future construction payments of those projects under development.

In respect of our operations in mainland China, we endeavor to establish an appropriate level of external local borrowings in RMB up to the extent permitted by the prevailing regulations. Given certain of its investments and operations are located in mainland China, the Group will always have exposure represented by the amount of net assets denominated in RMB. For the financial year ended December 31, 2015, the amount of net assets on the Mainland amounted to RMB 63 billion. The re-translation of these net assets to HKD using exchange rate as at the year-end date resulted in a translation loss for the year of HK\$4.8 billion recorded in the exchange reserve.

With its continuous expansion on the Mainland, the Group had capital commitments amounted to RMB 33 billion as at December 31, 2015. Those commitments comprised projects under development such as Kunming Spring City 66, Wuhan Heartland 66 and remaining phases of Shenyang Forum 66 and Wuxi Center 66. The Group has established

a risk management framework of managing the currency exposure relating to those capital commitments. Taking consideration of various factors such as regulatory constraints on local RMB borrowings, business environment and project development timeline etc, regular reviews have been conducted to assess the level of funding requirements in mainland China.

Out of the total RMB deposits in equivalent to HK\$30,164 million, HK\$21,926 million was held in Hong Kong. Those RMB deposits held in Hong Kong will match the funding needs of the mainland China developments and operations; they accounted for HK\$1.3 billion of the re-translation loss during the year recorded in the exchange reserve.

As a result of the continuous update of our business plan and changes in relevant rules and regulations in mainland China, the amount of funds needed in mainland China will change over time. When appropriate, we will make necessary modifications to our currency hedging arrangement accordingly.

### **(b) USD Exposure**

Out of the total amount of HK\$12,604 million fixed rate bonds issued, an equivalent of HK\$7,751 million was denominated in USD (i.e. USD1,000 million). The related USD foreign exchange exposure was covered by back-to-back cross currency swap contracts. The swap contracts were entered into in order to fix the exchange rate between USD and HKD for future interest payments and principal repayments. Besides the mitigation of foreign currency risk, the swap contracts also enable the Group to benefit from interest savings compared to the coupon rates throughout the remaining tenor of the bonds. But this was only incidental to the primary objective of hedging foreign currency risk. However, accounting rules stipulate that the swap contracts be marked to market value at each reporting date. Any differences in the marked to market valuation between the reporting dates shall be treated as unrealized gain or loss for the period. For the year ended December 31, 2015, the Group's swap contracts had an unrealized fair value loss amounting to HK\$101 million. Related valuation gains and losses will be self-correcting at the end of the swap contracts.

### *Gearing Ratios and Interest Cover*

As at December 31, 2015, the Group had a net debt balance of HK\$5,848 million (2014: Net cash of HK\$ 228 million). The resulting net debt to equity and debt to equity ratios were 4.2% (2014: net cash) and 26.6% (2014: 27.7%), respectively. The interest cover of 2015 was 14 times (2014: 25 times).

### *Charge of Assets*

Assets of the Group were not charged to any third parties as at December 31, 2015.

### *Contingent Liabilities*

The Group did not have any material contingent liabilities as at December 31, 2015.



# Sincerity to Sustainability



Hang Lung brings a great deal of benefit to the communities in which it finds itself and yet recognizes its own reliance on and responsibility for the common good. As a good corporate citizen, Hang Lung commits itself to the sustainable growth of its whole ecosystem from its staff to the wider community and the environment.



## 76 SUSTAINABLE DEVELOPMENT

Hang Lung is dedicated to integrating sustainability in every facet of our business, living up to our business philosophy of We Do it Right. We apply this philosophy to the way we build our properties, refine our image, engage with the community, nurture partnerships with stakeholders and invest in the development of our workforce. The value that we achieve as a business comes from the value that we derive from our employees, communities and the environments we operate in.

To crown the year of 2015, Hang Lung received the honor of the Sustainability Excellence Award in the Hong Kong Corporate Governance Awards 2015. These awards are co-organized by the Chamber of Hong Kong Listed Companies and the Centre for Corporate Governance and Financial Policy of Hong Kong Baptist University. This honor acknowledges the achievements made by listed companies in their corporate governance and the sustainability measures they implement.

### OUR BUILDINGS

As a foremost player in the industry, it is our responsibility to lead by example. We fulfill this duty through the design, construction and management of our properties. We adhere strictly to our business model, which can be summed up as building to own and building to last. Our long-term investment in the optimization of all aspects of our properties is bearing rich fruit, gaining recognition from a broad range of industry-focused organizations, community groups and our peers. In Hong Kong, we were pleased that our iconic property, The Peak Galleria, became the first existing building in Hong Kong to achieve a Gold Rating of Final Assessment under the Beam Plus Version 1.1 from the Hong Kong Green Building Council (HKGBC). This recognition is a testament to the dedication that our team has demonstrated in enhancing the properties we own and making them unique examples in the industry.

In mainland China, amidst a challenging environment due to a slower retail market and a sluggish economy, we have to date achieved a total of ten certifications and precertifications under the Leadership in Energy and Environmental Design (LEED) for Core and Shell Development – Gold Level. These include the precertification gold standard for our most recent world-class commercial project, Olympia 66 in Dalian, which has been widely acclaimed for its innovative design and outstanding architecture.



The Peak Galleria achieves a Gold Rating of Final Assessment under the BEAM Plus Version 1.1 (Existing Building)



Volunteers introduce green facilities to primary school students at Green Terrace of The Peak Galleria

In 2015, our Company's initiatives in utilizing the latest technologies to enhance our energy efficiency and promote environmental consciousness have reshaped our portfolio. We are striving to improve our environmental efficiencies still further by reducing the water intensity of our buildings by 24% and by cutting overall electricity intensity by 18% compared to our 2012 and 2010 baselines respectively.

By meticulously tracking our progress, we seek to improve the way we compile and organize our environmental data and hence improve our operations. We are constantly introducing new measures that enable our people and our buildings to reduce their impact on the environment. In 2015, we continued to disclose our carbon data as part of the Carbon Footprint Repository for Hong Kong Listed Companies, and we have set the goal of further reducing our carbon footprint in response to the recent global consensus reached in combatting climate change.

It is these actions that define us as a responsible business. With our company-wide environmental policy, we aim to ensure that our dedication to environmental sustainability shines through every action we take. We make strenuous efforts to make sure that our staff, contractors and suppliers are closely aligned in all their operations, and that they are fully aware of and accountable to the needs of the environment, the climate and the biodiversity of the locations where we operate.



A total of 160 university students from Hong Kong and overseas join the TEAMS day to compete to join Hang Lung as management trainees

## OUR PEOPLE

At Hang Lung, we fully understand that there is a clear-cut connection between the development of our employees and the growth of our business. To attract and retain the best talent, we continue to take a strategic and progressive approach to manage our people.

In 2015, the Company renewed our focus on providing comprehensive training programs. These build on the established expertise of our operational staff through the Hang Lung Star Service Campaign, and that of our management teams in specialised courses on crisis management.

As a totally people-oriented Company, our commitments to promoting a healthy work-life-balance for our employees go far beyond the workplace. As the winner of the Distinguished Family-Friendly Employer and Employer of Choice Award, Hang Lung is proud to be recognized as a big, happy family enterprise. With our Employee Wellness Program, we hold events such as Health Day to provide professional counselling services and monitor the physical and psychological wellbeing of all of our employees.

Hang Lung firmly believes that for our employees to excel, we must win their hearts and minds. To realize this goal, we have been consistent in bestowing on our employees the recognition they deserve. For example, we present long-service awards to staff that have been with Hang Lung for ten years or more. We have also launched the Emerald Award, an initiative that motivates our staff to Go the Extra Mile in their work. These are among the means by which we recognize the tireless commitment and contributions of our staff.

As at December 31, 2015, the number of employees was 4,788 (comprising 1,274 Hong Kong employees and 3,514 mainland China employees). The total employee costs for the year ended December 31, 2015 amounted to HK\$1,395 million. We provide competitive





Chairman Ronnie C. Chan (right) presents the Long-Service Award to a staff who has served in the Company for 25 years



Volunteers lead about 100 secondary school students to explore the history of Hong Kong through a series of Architectural Tours



Volunteers bring a group of primary school students to understand the ecological environment

remuneration packages for all employees including discretionary bonuses payable to employees based on individual performance. We regularly review the remuneration packages to ensure that they comply with relevant regulatory requirements and market conditions. The Group has share option schemes for the executives and provides professional and high-quality training for all employees.

## OUR COMMUNITY

Hang Lung takes great pride in the support we give to the communities we serve. With the ever-growing size of our Hang Lung As One volunteer teams, our Company can increasingly engage with the community, including through initiatives that foster youth development, promote environmental protection and support the elderly population.

In 2015, Hang Lung As One volunteer teams organized over 100 activities with over 14,000 service hours logged, a 20% increase over the previous year.

In Hong Kong, the volunteer team organized tours for youngsters to raise their interest in and awareness of Hong Kong's architectural heritage and development history. In the innovative Back to Teenage, Be an Arty-Youth series, volunteers accompanied senior citizens in experiencing and enjoying the fashionable activities that are popular with the younger generation, including coffee-tasting, floral tea-brewing and picnics. Staff volunteers also took part in a series of green activities such as planting trees and cleaning beaches.





On the Mainland, we launched a host of successful initiatives. These included staff volunteers joining with the Hongmeiting Public Service Centre in Xuhui, Shanghai, to hold a Hang Lung Green LEEDers activity. At this event, children learned the importance of environmental protection and green living by playing board games. In other events, our volunteer teams brought joy and care to the elderly. Volunteers and colleagues from Palace 66, Parc 66, Riverside 66 and Spring City 66 visited nursing homes to give song and dance performances, bringing joy to the grateful communities.

## COMMUNITY ENGAGEMENT

An integral element of how We Do It Right at Hang Lung is through consultation and integration with our community stakeholders. We work closely with the community during the entire lifecycle of our buildings to ensure that their environmental impacts are minimized and our values are upheld.

We are dedicated to building properties that are mindful of the environment and are fully integrated with the social fabric of the surrounding community. To achieve this we are deeply committed to assessing the way we conduct our business locally and to creating unique initiatives that promote social integration by enhancing our properties' accessibility and connectivity to local residents.

## OUR PARTNERSHIPS

In 2015, we continued to work closely with staff and suppliers to ensure honesty and integrity throughout the tendering process. We focused on the occupational health and safety of our contractors and on increasing the quantity of environmentally responsible materials used in our buildings. We have been working with our tenants and customers to ensure that they are satisfied with our services.



Olympia 66 promotes the green living messages to local citizens



The Hang Lung Center for Real Estate at Tsinghua University (HLCRE) has published over 60 academic essays and books, held a number of international and domestic seminars, talks, student contests and international essay competitions in 2015

With the retail and real estate markets constantly changing, and the mode of consumption becoming more diversified, our staff are constantly adapting to meet the expectations of our tenants and customers. To effectively track these expectations and requirements, we started customer satisfaction surveys, allowing us to develop better programs and to work more closely in concert with all our stakeholders.

We believe that strengthening our partnerships will help us drive forward our sustainability vision while at the same time enabling us to make positive and long-lasting impacts on the communities we support. For example, The Hang Lung Center for Real Estate at Tsinghua University, established in 2010 with a donation of HK\$30 million from Hang Lung Properties, has become a leader in real estate academic research and development. The Center continues to organize and partner with a number of important events, including The 4<sup>th</sup> International Workshop on Regional, Urban, and Spatial Economics in China. This brought together 100 scholars and chief editors from authoritative social science and city planning journals to share their views on the house market and the urbanization trends in China.

Industrial and market research is an integral element in the strategic development of our business. To demonstrate the importance of this, we recently donated HK\$1 million to the Institute of Global Economics and Finance of the Chinese University of Hong Kong. The Institute conducts research into the open door policy of the Mainland's financial system and teaches students international finance and banking.



Pages 102 to 104 of the Corporate Governance Report set out details of our risk management and internal control systems.

## MANAGING PRINCIPAL RISKS

The principal risks that the Company faces may not change significantly from year to year, although the magnitude and importance of these risks can and do vary, as described below:

### Property Development Risk

The ability to acquire suitable land for development is critical for the Company in order to sustain its continuous growth and desired return on investment. Heavy capital investment and government policies, coupled with a long investment period and market cycles, are challenges and opportunities presented to us in forming our land acquisition strategy. A long-term expansion strategy for mainland China has been adopted to smooth out short-term changes and fluctuations.

Changes in government policies and regulations could impact our project development. Our project team is kept abreast with these updates and the effects are properly addressed. Taking a long-term view, as aforementioned, also helps to spread the effect on political and regulatory changes.

Complexity of design and tight deadlines present implementation challenges to deliver our projects on budget, on time and in line with required quality. Guided by our business philosophy of We Do It Right, we design and build projects that exceed minimum environmental standards.

In light of these requirements, our project team closely monitors the projects' progress and evaluates and approves any necessary changes to the design or construction works while the project is under development. Roles and responsibilities for accountability and division of duties are clearly defined among the departments of Project Planning, Project Construction, Cost and Controls and Leasing & Management at various stages of the development cycle. Our project teams make regular and comprehensive reports to the Board, while close management supervision enables well-informed executive decisions to be made promptly.

### Business and Operational Risk

We ensure our properties remain competitive and up to the highest standards by closely monitoring the business environment and market trends. However, changes in market economic conditions, such as the weaker overall economy of mainland China as well as slower retail growth especially for luxury goods in recent years, could significantly impact our business performance. Any political instability and uncertainties in mainland China and Hong Kong could limit our ability to deliver on our strategies.

Consumer behavior and taste, partly driven by the fast paced and/or disruptive technology innovations such as e-commerce and mobile applications, are changing rapidly. We need to stay tuned to the needs of our tenants and shoppers, and continue to revise our modus operandi as appropriate. For example, the introduction of the customized Customer Relationship Management program, social media marketing, and so on, will help us understand the market needs and direct our products and services accordingly.

Our operations in mainland China may also be exposed to the risk of changes in regulations/policies, which may impact our operating results and financial conditions. Regular updates plus the provision of training on regulatory changes are conducted by internal experts, external regulatory bodies or advisors with regard to our position and hence enable us to react as early as possible.

Major external disasters, such as a disease pandemic, pollution, floods, earthquake etc., may impact on our assets and our business operations, and hence reduce our earnings. Appropriate insurance coverage as well as crisis management plans to deal with these hazards have been put in place to safeguard our assets and to ensure business continuity.

### **People Risk**

Strong competition for talented staff and the tight labor markets in the property management industries, together with the added demands from new projects, posed a challenge to the Company in providing adequate resources to support the existing and growing business.

In order to attract, motivate and retain talented employees, we evaluate our employee remuneration packages periodically and monitor them against market trends. Through our Nomination and Remuneration Committee, we ensure that the Company's remuneration levels for Directors and senior management remain competitive in the market. To support continuous professional development, we provide training or financial assistance for those attending recognized professional programs. In addition, programs for management trainees, staff secondments and rotation are established to ensure our leasing operations and development projects are supported by adequate talents.

The sudden loss of key management members is another risk which may affect our ability to deliver on our strategies. A succession plan for key management team members is therefore established.

The Company is committed to the highest standards of openness, probity and accountability. All employees are expected to conduct themselves with integrity, impartiality and honesty. In line with our commitment, a whistleblowing mechanism has been put in place for our employees and other third parties such as contractors and



tenants to raise in confidence serious concerns about misconduct, fraudulent activities or malpractices in any matter related to the Company. Clearly-established communication channels and a grievance reporting system are in place for all levels of staff.

### **Treasury Risk**

In keeping with the principle of prudent financial management, we have processes in place to identify and manage risks associated with our treasury operations.

#### *(a) Interest Rates and Foreign Exchange*

Most of the Company's borrowings are floating-rate bank loans, which expose us to rising interest rates. We closely monitor the interest rate risk and when appropriate adopt measures to manage the associated risk – including but not limited to the issuance of fixed rate bonds, the use of derivatives such as interest rate swaps and management of the ratio of fixed/floating loan portfolio.

Our business in mainland China has by its nature translational foreign currency risk from the capital investments, and transactional foreign currency risk which arises due to the mismatch of revenue generated in mainland China while debts and/or payments are in other currencies.

We manage our Renminbi exchange rate risk prudently for maximum protection. Our recurring rental revenue in Renminbi provides a natural hedge for these investments. We also maintain an appropriate level of Renminbi resources to meet the Company's capital requirements for our ongoing projects in mainland China.

The US Dollar exchange rate risk is considered not significant as our net exposure to the US Dollar is minimal and the HK Dollar is pegged to the US Dollar under the prevailing pegged exchange rate regime in Hong Kong.

#### *(b) Cash Management, Funding and Liquidity*

Markets liquidity may change from time to time and limit our ability to borrow adequate and cost-effective funding when needed. As such, a treasury team is established to manage our cash and financing at corporate level, to build closer lender relationships for better borrowing terms, as well as to maintain flexibility and thus practice coherent financial risk management.

To meet our financial obligations, the Company maintains sufficient funds, banking facilities and multiple fund raising channels. The maturity of deposits and loans is carefully planned and managed to reduce liquidity risk. The Company closely monitors the markets to manage the refinancing risks in a prudent manner.

### *(c) Credit/Counterparty*

Credit/counterparty risk exposure is primarily in the areas of rents receivable, installments receivable relating to property sales, and deposits placed with banks.

We undertake careful credit assessments of prospective tenants, collect rental deposits and closely monitor outstanding rents in order to mitigate rents receivable risk. We also protect receivables related to property sales by using properties as collateral. Bank exposure limits are assigned so that we can mitigate concentration risks on our deposits, which are made only with banks that have sound financial strength and/or good credit ratings.

### *(d) Use of Derivatives*

Our earnings may be impacted by marked to market fair value gains/losses according to Hong Kong Financial Reporting Standards. To minimize our exposure on this, we use derivative instruments for hedging purposes only. The Company's policies do not permit entering into derivative transactions for speculative purposes.

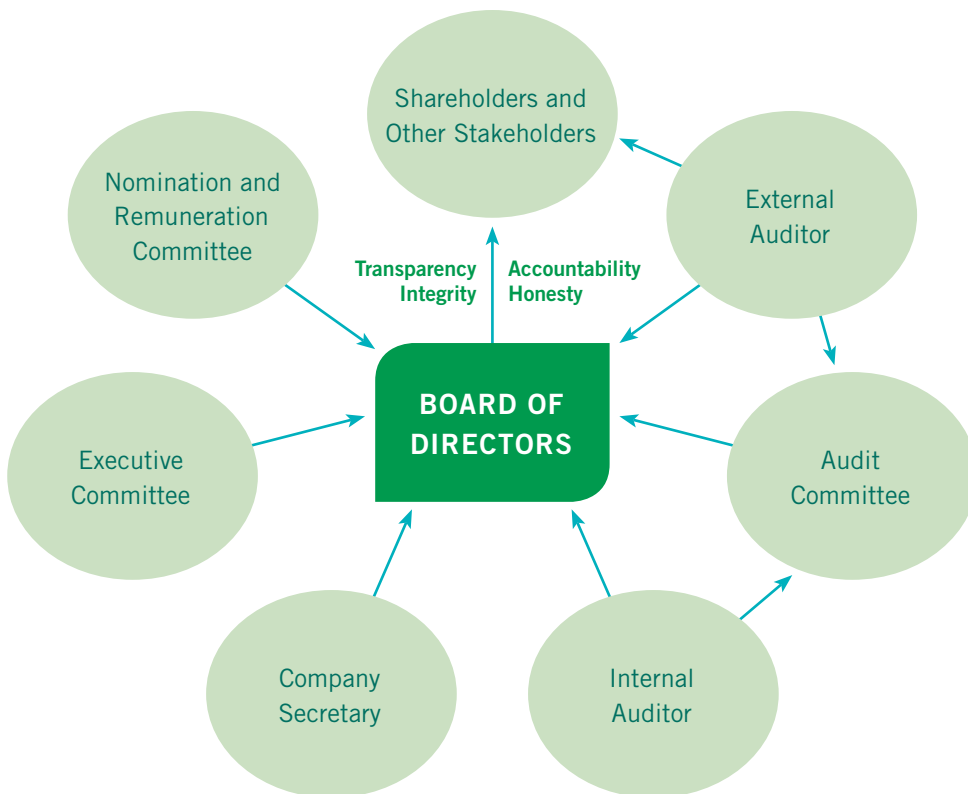


Over the past year, the retail environment in Hong Kong and mainland China have been undergoing a period of market correction, and it is expected to continue into 2016. In face of the risks and challenges associated with sluggish economy and slower markets, Hang Lung has further strengthened our corporate governance, particularly in risk management which is integral to delivering our corporate strategies and ensuring the sustainability of our business. In 2015, the Board began formalizing and institutionalizing an ERM system. Hang Lung believes that a well established strong corporate governance structure with sound corporate culture is essential to our sustainable growth and long-term success.

## OUR STRONG BELIEF IN GOVERNANCE

Hang Lung firmly believes that strong governance is the foundation for delivering the corporate objective of maximizing return to its stakeholders over the long term. The core of the governance structure is an effective and qualified Board which is committed to maintaining highest standard of corporate governance, sound internal control and effective risk management to enhance transparency, accountability, integrity and honesty, in order to earn the confidence of our shareholders and other stakeholders.

## CORPORATE GOVERNANCE STRUCTURE





## **A SOUND CORPORATE CULTURE**

As good governance is essential to corporate success, we have always been proud of our We Do It Right principle that has guided us to operate our business with integrity and honesty. A sound governance culture has to reach all levels and the highest standards of integrity and honesty from every employee in every process are expected. The professional management together with the Board strive to instill integrity into every aspect of our business and maintain the highest standards of corporate governance in every city where the Company is operating its world-class projects.

## **PROFESSIONAL AND RESPONSIBLE BOARD**

The Board comprises professionals from different facets of society who bring a wide range of business and financial experience and expertise to the Board. The Board includes a balanced composition of Executive and Non-Executive Directors so that there is a strong independent element on the Board which can effectively exercise independent judgment. To enhance the function of the Board, three Board committees, namely the Executive Committee, Audit Committee and Nomination and Remuneration Committee had been set up to take up different responsibilities.

## **PRUDENT RISK MANAGEMENT**

The Company recognizes the various risk factors it will face in its operations, and properly deals with them in a manageable manner by setting a good internal control environment and making continuous improvements to suit changing operational needs. Further explanations are disclosed hereunder and in the Risk Management section of this annual report.

## **COMPLIANCE WITH CORPORATE GOVERNANCE CODE**

As good corporate citizens, we have adopted and fully complied with, and in many cases exceeded, the code provisions and some recommended best practices of the CG Code.



The following are the major aspects of our corporate governance practice in addition to the code provisions and some recommended best practices of the CG Code.

- Six regular Board meetings were held in 2015.
- Management is invited to join the Board meetings, where appropriate, to provide appropriate information to enable the Directors to make an informed decision and to discharge their duties and responsibilities.
- The Nomination and Remuneration Committee is made up of entirely Independent Non-Executive Directors to ensure no Executive Director is involved in deciding his own remuneration package.
- The Audit Committee met the external auditor four times without the presence of the Executive Board members in 2015.
- Since 2008, the Company has announced its interim and annual results within one month from the end of the accounting period.
- Our Internal Audit Department is independent of our daily operation and accounting functions.
- The Company has adopted a corporate Code of Conduct since 1994 which is applicable to all staff and Directors. The Code of Conduct contains our well-defined whistleblowing policy.
- The Company continuously enhances its website as a means of communication with stakeholders. Principal corporate governance structures, newsletters and webcasts of analysts' briefings are available on our website.
- The Company has reviewed the policy governing the engagement of the external auditor for non-audit services to ensure the independence of the external auditor.
- In addition to the Chairman's Letter to Shareholders, the Chairman explains to the shareholders the business strategies and outlook of the Group in the AGM and proactively opens a dialogue with shareholders.

## (I) Effective and Qualified Board

### *1. Composition, Board Diversity, Functions, and Board Process and Access to Information*

#### *Composition*

The Board currently comprises ten persons:

- three Executive Directors, namely, Mr. Ronnie C. Chan, Mr. Philip N.L. Chen and Mr. H.C. Ho;
- three Non-Executive Directors, namely, Mr. Gerald L. Chan, Mr. George K.K. Chang and Mr. Roy Y.C. Chen; and
- four Independent Non-Executive Directors, namely, Mr. Simon S.O. Ip, Prof. L.C. Tsui, Mr. Martin C.K. Liao and Prof. P.W. Liu. Board members possess diverse academic and professional qualifications or related financial management expertise and bring a wide range of business and financial experience to the Board.

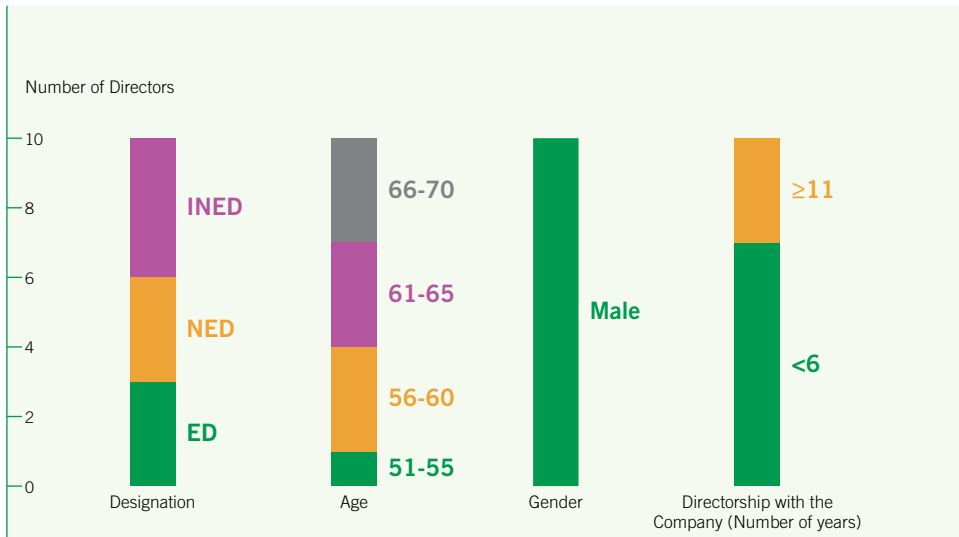
#### *Board Diversity*

The Board has established a policy setting out the approach to achieve diversity on the Board (the Board Diversity Policy) with the aims of enhancing Board effectiveness and corporate governance as well as achieving our business objectives and sustainable development. Board diversity has been considered from a number of aspects, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, required expertise, skills, knowledge and length of service. The Board Diversity Policy is available on our website under Board of Directors of Corporate Governance of the Investor Relations section.

The Board Diversity Policy was taken into account by the Nomination and Remuneration Committee and the Board in the appointments of Prof. P.W. Liu and Mr. George K.K. Chang as Independent Non-Executive Director and Non-Executive Director respectively in March 2015; and the appointment of Mr. Roy Y.C. Chen as Non-Executive Director in September 2015. Mr. George K.K. Chang is an employee of Morningside Group, which is currently chaired and was co-founded by Mr. Gerald L. Chan (the brother of Mr. Ronnie C. Chan) and was co-founded by Mr. Ronnie C. Chan. Mr. Roy Y.C. Chen is a cousin of both Mr. Ronnie C. Chan and Mr. Gerald L. Chan. The diversity of the Board was further enhanced in terms of balance of skills, experience and professional background. The current Board consists of a diverse mix of Board members with appropriate skills and experience to lead and oversee the business of the Company, and depending on the growing business needs and availability of the human resources market, suitable qualified individuals will be considered.



### DIVERSITY MIX AS AT DECEMBER 31, 2015



Remarks

- ED – Executive Director(s)
- NED – Non-Executive Director(s)
- INED – Independent NED(s)

#### Functions

An updated list of Board members identifying their roles and functions and whether they are Independent Non-Executive Directors is maintained on our website and the website of HKEx. Their biographical details, disclosed on pages 112 to 116 of this annual report, are also maintained on our website under Board of Directors of Corporate Governance of the Investor Relations section.

The Board is responsible for, among other things:

- ensuring continuity of leadership;
- development of sound business strategies;
- availability of adequate capital and managerial resources to implement the business strategies adopted; and
- adequacy of systems of financial and internal control and conduct of business in conformity with applicable laws and regulations.

Non-Executive Directors (including the Independent Non-Executive Directors) have made a positive contribution to the development of the Company's strategies and policies through independent, constructive and informed comments. They have given the Board and the committees on which they serve the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation.

All Directors are required to disclose to the Company their offices held in public companies or organizations and other significant commitments.

In 2015, six regular Board meetings were held. Two Board meetings were held during offsite Board trips. Details of Directors' attendance records in 2015 are set out below:

Directors	Meetings Attended/Held			2015 AGM
	Board	Audit Committee	Nomination and Remuneration Committee	
<b>Independent Non-Executive Directors</b>				
S.S. Yin <sup>(Note 1)</sup>	2 / 2	N/A	N/A	0 / 1
H.K. Cheng <sup>(Note 1)</sup>	2 / 2	2 / 2	1 / 1	1 / 1
Laura L.Y. Chen <sup>(Note 2)</sup>	1 / 2	2 / 2	1 / 1	0 / 1
Simon S.O. Ip	5 / 6	4 / 4	1 / 1	1 / 1
L.C. Tsui <sup>(Note 3)</sup>	6 / 6	3 / 3	N/A	0 / 1
Martin C.K. Liao <sup>(Note 4)</sup>	5 / 6	N/A	N/A	1 / 1
P.W. Liu <sup>(Note 5)</sup>	5 / 5	3 / 3	N/A	1 / 1
<b>Non-Executive Directors</b>				
Gerald L. Chan	3 / 6	N/A	N/A	0 / 1
George K.K. Chang <sup>(Note 6)</sup>	5 / 5	1 / 1	N/A	1 / 1
Roy Y.C. Chen <sup>(Note 7)</sup>	1 / 2	N/A	N/A	N/A
<b>Executive Directors</b>				
Ronnie C. Chan	6 / 6	N/A	N/A	1 / 1
Philip N.L. Chen	6 / 6	N/A	N/A	1 / 1
H.C. Ho	6 / 6	N/A	N/A	1 / 1

Notes

1. Mr. S.S. Yin and Dr. H.K. Cheng retired as Directors on April 29, 2015.
2. Ms. Laura L.Y. Chen passed away on May 18, 2015.
3. Prof. L.C. Tsui was appointed a member of the Audit Committee on March 13, 2015.
4. Mr. Martin C.K. Liao was appointed a member of the Nomination and Remuneration Committee on March 13, 2015.
5. Prof. P.W. Liu was appointed a Director on March 11, 2015 and a member of the Audit Committee and of the Nomination and Remuneration Committee on March 13, 2015. He was subsequently appointed as the Chairman of the Nomination and Remuneration Committee on April 29, 2015.
6. Mr. George K.K. Chang was appointed a Director on March 11, 2015 and a member of the Audit Committee on August 4, 2015.
7. Mr. Roy Y.C. Chen was appointed a Director on September 19, 2015.



### *Board Process and Access to Information*

All Directors can give notice to the Chairman or the Company Secretary if they intend to include matters in the agenda for Board meetings. Board or committee papers will be sent to all Directors or committee members at least three days before the intended date of a Board meeting or committee meeting respectively. Management also supplies the Board and its committees with sufficient information and explanations so as to enable them to make an informed assessment of financial and other information put before the Board and its committees for approval. Management is also invited to join Board meetings where appropriate.

Furthermore, management provides all Board members with monthly updates which give a balanced and understandable assessment of the Company's performance, position and prospects in sufficient detail to enable the Board as a whole and each Director to discharge their duties under the Listing Rules.

All the Directors are entitled to have access to timely information in relation to our business and make further enquiries where necessary, and they can have separate and independent access to management.

In addition, all Directors have access to the advice and services of the Company Secretary, a full time employee of the Company, who is responsible to the Board for ensuring that procedures are followed and that all applicable laws, rules and regulations are complied with. The Company Secretary supports the Board by ensuring good information flow within the Board and is also a source of advice to the Chairman and to the Board on corporate governance and the implementation of the CG Code. The Company Secretary has confirmed that she took no less than 15 hours of relevant professional training in 2015.

Procedures have also been agreed by the Board to enable Directors to seek independent professional advice at the Company's expense.

Under the Articles of Association, a Director shall not vote or be counted in the quorum in respect of any transaction, contract or arrangement in which he or any of his associates is/are materially interested unless otherwise stated.

We have also arranged appropriate insurance cover on directors' and officers' liabilities in respect of legal actions against them arising from corporate activities. The insurance is reviewed every year to ensure fair and sufficient coverage is made.

## *2. Clear Division of Responsibilities between Chairman and Managing Director*

There is a clear division of responsibilities between the Chairman and the Managing Director to ensure a balance of power and authority.

### *Chairman*

The Chairman, Mr. Ronnie C. Chan, provides leadership for the Board. He is responsible for ensuring that all Directors receive, in a timely manner, adequate information which must be accurate, clear, complete and reliable and that Directors are properly briefed on issues arising at Board meetings. He also ensures that:

- the Board works effectively and discharges its responsibilities;
- all key and appropriate issues are discussed by the Board in a timely manner;
- good corporate governance practices and procedures are established; and
- appropriate steps are taken to provide effective communication with shareholders and that their views are communicated to the Board as a whole.

He, at least annually, holds meetings with the Non-Executive Directors (including the Independent Non-Executive Directors) without the Executive Directors being present.

He is primarily responsible for drawing up and approving the agenda for each Board meeting. He takes into account, where appropriate, any matters proposed by the other Directors for inclusion in the agenda, or delegates such responsibility to the Company Secretary.

He encourages all Directors to make an active contribution to the Board's affairs and takes the lead in ensuring that the Board acts in the best interests of the Company. He encourages Directors with different views to voice their concerns, allows sufficient time for discussion on issues on which the Board can deliberate and reach decisions.

He promotes a culture of openness and debate by facilitating the effective contributions of Non-Executive Directors in particular and ensures constructive relations between Executive Directors and Non-Executive Directors.

He also arranges suitable training to Directors to refresh their knowledge and skills.



### *Managing Director*

The Managing Director, Mr. Philip N.L. Chen, is a member of the Executive Committee of the Company and is responsible for:

- leading the management team to operate the business of the Company and implementing policies and strategies adopted by the Board;
- the Company's day-to-day management in accordance with the instructions issued by the Board;
- developing strategic operating plans that reflect the objectives and priorities established by the Board and maintaining operational performance; and
- ensuring the adequacy of risk management, financial and internal control systems and the conduct of business in conformity with applicable laws and regulations.

The Managing Director chairs the monthly meetings of the Company's various operational divisions. He reports to the Board from time to time on matters of material importance.

To cope with the fast pace of expansion and the ever-changing operating environment, management, under the leadership of the Managing Director, has put great effort in enhancing our operating system as well as our corporate culture with a regular integrity program for our staff. These reflect the way Hang Lung runs its business – We Do It Right.

### *3. Independence of Non-Executive Directors*

We have received from each of our Independent Non-Executive Directors an annual confirmation of his independence and we consider the Independent Non-Executive Directors are independent.

To further enhance accountability, any appointment of an Independent Non-Executive Director who has served on the Board for more than nine years will be subject to a separate resolution to be approved by shareholders. We will state in the notice of the AGM the reason why we consider the Independent Non-Executive Director is still independent and our recommendation to shareholders to vote in favor of the re-election of such Independent Non-Executive Director.



#### *4. Appointment, Re-election and Removal*

In accordance with the Articles of Association, one-third of the Directors are required to retire from office by rotation for re-election by shareholders at an AGM, and new appointments to the Board are subject to re-election by shareholders at the upcoming general meeting. In addition, every Director is subject to retirement by rotation at least once every three years. Names of such Directors eligible for re-election, being accompanied by detailed biographies, will be stated in the notice of the general meeting.

The Non-Executive Directors and Independent Non-Executive Directors are appointed for specific terms, which coincide with their expected dates of retirement by rotation at least once every three years.

#### *5. Directors' Continuous Professional Development*

Every newly appointed Director will meet with fellow Directors and key executives, and will receive a comprehensive, formal and tailored induction on the first occasion of his/her appointment. Subsequently, he/she will receive any briefing and professional development necessary to ensure he/she has a proper understanding of the Company's operations and business and full awareness of his/her responsibilities under statute and common law, the Listing Rules, legal and other regulatory requirements, and especially the Company's business and governance policies. The Company Secretary facilitates the induction and professional development of Directors. In 2015, the Company arranged for the newly appointed Directors site visits to our Mainland properties/projects.

All Directors are encouraged to participate in continuous professional development to develop and refresh their knowledge and skills to ensure their contribution to the Board remains informed and relevant. In 2015, the Company arranged for Directors a three-day workshop, which led to, inter alia, formalized ERM framework.



Record of training received by each existing Director in 2015 is summarized below:

Directors	Types of Training
Ronnie C. Chan	A, B, C, D
Philip N.L. Chen	A, B, C, D
Gerald L. Chan	A, B, D
Simon S.O. Ip	A, B, D
L.C. Tsui	A, B, D
Martin C.K. Liao	A, B, D
P.W. Liu	A, B, C, D
George K.K. Chang	A, B, D
Roy Y.C. Chen	A, B, D
H.C. Ho	A, B, D

- A Attending seminar(s)/forum(s)
- B Reading materials relating to general business, property development and investment, directors' duties and responsibilities and so on
- C Giving talks to external seminar(s)/forum(s)
- D Attending corporate event(s)/visit(s)

## (II) Delegation by the Board

The Executive Committee, Audit Committee and Nomination and Remuneration Committee were formed in 1989, 1999 and 2003 respectively.

### 1. Executive Committee

The Executive Committee of the Board was formed in 1989. Its members are all the Executive Directors of the Company, who meet regularly to establish the strategic direction of the Company, and to monitor the performance of management. Clear terms of reference have been adopted by the Board, and guidelines were also set up for certain issues requiring Board approval. Each of the Committee members has full understanding on determining which issues require a decision of the full Board and which are delegated by the Board to the Committee or management.

## *2. Audit Committee*

An Audit Committee was established by the Board in 1999. The Committee currently comprises three Independent Non-Executive Directors and one Non-Executive Director with appropriate academic and professional qualifications or related financial management expertise, namely Mr. Simon S.O. Ip (Chairman of the Committee), Prof. L.C. Tsui, Prof. P.W. Liu and Mr. George K.K. Chang.

Under the CG Code, it is required that meetings are held at least two times a year with the external auditor. Separate meetings will also need to be held with the external auditor (in the absence of management) as and when required. The Audit Committee has exceeded the CG Code and held four meetings for the purpose of, inter alia, discussing the nature and scope of internal audit work and assessing the Company's internal control in 2015. Moreover, the Committee met the external auditor four times in 2015 without the presence of the Executive Board members.

In view of the recent amendments to the CG Code relating to internal control for accounting period from January 1, 2016, the terms of reference of the Committee has been reviewed and revised to include its role to oversee the risk management effectiveness. The updated terms of reference explaining the Committee's role and authority are available on both our website under Audit Committee of Corporate Governance of the Investor Relations section and the website of HKEx.

The Committee is authorized by the Board to investigate any activity within its terms of reference; to seek any information it requires from any employee, and all employees are directed to co-operate with any requests made by the Committee; to obtain outside legal or other independent professional advice; and to secure the attendance of outsiders with relevant experience and expertise to their meetings if necessary. Sufficient resources are provided to the Committee to discharge its duty.



In 2015, the Audit Committee performed, inter alia, the following:

*Relationship with External Auditor, Review of Financial Information and Oversight of Financial Reporting System, Risk Management and Internal Control Systems*

- reviewed and obtained an explanation from management and the external auditor about the interim and annual results, including the causes of changes from the previous accounting period, the effects on the application of new accounting policies, compliance with the Listing Rules and relevant legislation, and any audit issues, before recommending their adoption by the Board;
- considered and proposed to the Board the re-appointment of KPMG as the Company's external auditor and approved its terms of engagement;
- reviewed the procedures and guidelines in employing the external auditor to perform non-audit assignments for the Company;
- received and reviewed the internal audit reports from the Internal Auditor;
- held meetings with the external auditor in the absence of management to discuss any material audit issues;
- endorsed the amendments to the terms of reference of the Audit Committee formalizing the oversight of risk management for approval of the Board;
- held meetings with the Internal Auditor in private to discuss material internal audit issues;
- approved the internal audit program for 2016;
- carried out reviews of the risk management and internal control systems of the Company including tax strategy, senior management's structure, the adequacy of resources, staff qualifications and experience, training programs and the Company's procedures for financial reporting;
- Initiated the three-day workshop for the Board on risk management and to formalize the ERM framework; and
- oversaw the effectiveness of risk management framework.

*Corporate Governance Functions*

- reviewed the Company's policies and practices on corporate governance, compliance with legal and regulatory requirements and the Code of Conduct, and made recommendations to the Board;
- reviewed and monitored the training and continuous professional development of Directors; and
- reviewed the Company's compliance with the CG Code and disclosure in the Corporate Governance Report.

In view of our rapid expansion in mainland China, the Audit Committee also meets quarterly to review and monitor the progress and construction costs of Mainland development projects and major renovation projects. The Cost and Controls Department reports regularly in these Audit Committee meetings, and continues to provide an effective check and balance role in controlling our sizeable capital expenditures spending and investment, as well as the quality and safety aspects of the projects.

### *3. Nomination and Remuneration Committee*

A Nomination and Remuneration Committee, set up in 2003, now comprises entirely Independent Non-Executive Directors, namely Prof. P.W. Liu (Chairman of the Committee), Mr. Simon S.O. Ip and Mr. Martin C.K. Liao. Regular reviews on significant changes in the salary structure of the Group and terms and conditions affecting Executive Directors and senior management are conducted. The Committee met once in 2015 to review, inter alia, the composition of Board members and Directors' remuneration.

The terms of reference of the Committee can be accessed on both our website under Nomination and Remuneration Committee of Corporate Governance of the Investor Relations section and the website of HKEx.

The major work performed by the Committee in 2015 included the following:

- reviewed the Board Diversity Policy and its implementation;
- reviewed the structure, size and diversity of the Board;
- assessed the independence of the Independent Non-Executive Directors;
- made recommendations to the Board on the selection of individuals nominated for directorship in view of the qualifications and related expertise;
- made recommendations to the Board on the re-election of retiring Directors at the AGM;
- made recommendations to the Board on the Company's policy and structure for all Directors and senior management remuneration;
- determined the remuneration packages of individual Executive Directors and senior management, including benefits in kind, pension rights and compensation payments; and
- made recommendations to the Board on the remuneration of the Non-Executive Directors and Independent Non-Executive Directors.



The remuneration package of Executive Directors and senior management, including discretionary bonuses and share options, is based on the following criteria:

- individual performance;
- skills and knowledge;
- involvement in the Group's affairs;
- achievement of business targets; and
- performance and profitability of the Group.

The Committee also considers factors such as salaries paid by comparable companies, time commitment and responsibilities, and employment conditions elsewhere in the Group.

The Committee obtains benchmark reports for evaluation of market trends and the competitive levels of remuneration being offered to Directors and senior management. Sufficient resources are provided to the Committee to discharge its duties. The Committee may consult the Chairman and the Managing Director about remuneration proposals of other Executive Directors and has access to independent professional advice if necessary.

Details of remuneration payable to members of the senior management (which includes Executive Directors only) are disclosed in Note 7 to the Financial Statements.

#### *4. Management Functions*

Senior management includes Executive Directors only. Their duties are explained in the paragraph headed Executive Committee above. Key executives are responsible for the day-to-day operations and administration function of the Group under the leadership of the Executive Directors. The Board has given clear directions to management as to the matters that must be approved by the Board before decisions are made on behalf of the Company. The types of decisions to be delegated by the Board to management include implementation of the strategy and direction determined by the Board, operation of the Group's businesses, preparation of financial statements and operating budgets, and compliance with applicable laws and regulations. These arrangements will be reviewed periodically to ensure that they remain appropriate to our needs.

### (III) Directors' Securities Transactions and Share Interests

#### 1. Compliance with Model Code

We have set out guidelines regarding securities transactions by Directors under Transactions in the Company's Shares in our Code of Conduct according to the required standard set out in the Model Code. The Company has made specific enquiries to all Directors and confirmed that they have complied with the required standard set out in the Model Code and the Code of Conduct regarding Directors' securities transactions.

#### 2. Share Interests of Directors

Details of Directors' interests in shares of the Company and HLPL as at December 31, 2015 are as follows:

Name of Directors	The Company		Hang Lung Properties Limited	
	Number of Shares	Number of Shares under Option	Number of Shares	Number of Shares under Option
Ronnie C. Chan	5,090,000	6,700,000	16,330,000	27,490,000
Philip N.L. Chen	–	–	–	21,500,000
Gerald L. Chan	–	–	–	–
Simon S.O. Ip	–	–	–	–
L.C. Tsui	–	–	–	–
Martin C.K. Liao	–	–	–	–
P.W. Liu	–	–	100,000	–
George K.K. Chang	–	–	–	–
Roy Y.C. Chen	–	–	–	–
H.C. Ho	–	–	–	10,450,000



## **(IV) Accountability and Audit**

### *1. Financial Reporting*

Directors acknowledge their responsibility for preparing the financial statements on a going concern basis, with supporting assumptions or qualifications as necessary. The Company's financial statements are prepared in accordance with the Listing Rules, Companies Ordinance and also the accounting principles and practices generally accepted in Hong Kong. Appropriate accounting policies are selected and applied consistently; judgments and estimates made are prudent and reasonable. A statement by the external auditor, KPMG, about their reporting responsibilities is included in the Independent Auditor's Report on the Company's consolidated financial statements.

The Directors endeavor to ensure a balanced, clear and understandable assessment of the Company's position and prospects in annual reports, interim reports, price-sensitive announcements and other disclosures required under the Listing Rules and other statutory requirements.

### *2. Risk Management and Internal Control*

#### *Risk Management*

The Board has an overall responsibility for the risk management framework, and for determining the significant risks it is willing to take in achieving the Company's objectives. Audit Committee is delegated with overseeing the effectiveness of internal control and risk management, while management is responsible for the design, implementation and monitoring of such systems. An ERM working group (comprising unit heads from both business units and support divisions) has been set up to coordinate risk management activities, and to report regularly to the Board.

Our approach to manage risks involves identification and assessment of principal risks from the external and internal environments at different organization levels. By referencing to the top strategic risks from a dedicated offsite workshop attended by Board members, and to the top operational risks emerged from our company-wide risk assessment exercise, a list of key principal risks was compiled. Action plans have been developed and risk ownership has been assigned for each key principal risk. The risk owners coordinate the mitigation measures to ensure proper implementation of these action plans. The process is closely monitored by the ERM working group. The principal risks and their respective mitigation actions are covered in the Risk Management section of this annual report.

Taken into consideration the principal risks and mitigation actions, the Board believes that the Company has the ability to respond to any such changes in our business and the external environment.



### *Internal Control*

The Board acknowledged that it is their responsibilities to maintain an effective internal control system. Such system is designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss.

Specifically, our internal control system shall allow monitoring of the Company's overall financial position; safeguard its assets against major losses and misappropriation; provide reasonable assurance against material fraud and errors; and efficiently monitor and correct non-compliances.

Management is responsible for designing, implementing and maintaining an effective internal control system with reference to the COSO (Committee of Sponsoring Organizations of the Treadway Commission) principles. In particular, proper policies and procedures governing activities of the Executive Committee, Directors, executives and senior staff, such as delegation of authority, approval of annual and mid-year budgets for all capital and revenue items, handling and dissemination of price-sensitive information<sup>1</sup>, etc., have been put in place. Management also reviews, updates and improves the internal control system to meet upcoming challenges.

We maintain an Internal Audit Department which is independent of our operations and accounting functions. The Internal Auditor reports directly to the Audit Committee. A risk-based internal audit program is approved by the Audit Committee each year. Based on the audit program, the Internal Auditor performs assessment of risks and testing of controls across all business and support units of the Company, in order to provide a reasonable assurance that adequate controls and governance are in operation. In line with the Company's zero tolerance on fraud and bribery, Internal Auditor would report or perform further investigations appropriately when frauds or irregularities were uncovered or suspected.

In 2015, quarterly meetings were held for the Audit Committee to discuss internal audit issues with Internal Auditor, as well as enquiring on financial and internal control matters with the external auditor. The Audit Committee had four direct discussions with the external auditor in the absence of management. Audit Committee reported to the Board on key issues arisen from these meetings.

There were no significant control failings or weaknesses identified that have not been rectified in 2015. Our internal audit function has been operating effectively.

<sup>1</sup> The Company takes proactive precautionary measures in handling and dissemination of price-sensitive information. Such information is restricted to a need-to-know basis. The Company has adopted a policy on disclosure of price-sensitive information and senior executives are reminded of the compliance of the policy every six months.



Based on the foregoing review by the Audit Committee covering all material controls, including financial, operational and compliance controls and risk management functions of the Group for the financial year ended December 31, 2015, the Board concluded that effective and adequate internal control and risk management systems had been in operation.

The level of resources, staff qualifications and experience, training programs and budget of the Company's internal audit and accounting and financial reporting functions were assessed and considered adequate.

### *3. Code of Conduct*

We have adopted a corporate Code of Conduct since 1994 which is reviewed and updated from time to time.

The Code of Conduct clearly spells out the Company's stance, the legal requirements, conflicts of interest, handling of confidential information and company property, use of information and communication systems, whistleblowing policy, relations with suppliers and contractors, responsibilities to shareholders and the financial community, relations with customers and consumers, employment practices, and responsibilities to the community. In essence, it details the Group's philosophy in running its business and acts as a benchmark for all staff and suppliers to follow.

In order to monitor and enforce compliance to the Code of Conduct, functional managers are responsible for ensuring their subordinates fully understand and comply with the standards and requirements as stipulated. Any violation thereof will result in the employee being disciplined, including termination of employment or reporting to appropriate authorities if necessary. The Executive Directors will also answer directly to any Board member for impartial and efficient handling of complaints received from all shareholders and potential shareholders, customers and consumers, suppliers and contractors and our employees. As part of our commitment to good governance, all executive staff are required to submit a signed declaration of compliance with the Code of Conduct regarding Transactions in the Company's Shares on a half-yearly basis.

A well-defined whistleblowing mechanism has been put in place for our employees and other related third parties such as contractors and tenants. It is designed to encourage them to raise serious concerns in confidence about misconduct, fraudulent activities, or malpractices in any matter related to the Group. All the cases will be addressed to the Head of Internal Audit directly and investigated by Internal Audit Department on a confidential basis. The Company has also set up an e-mail account (whistleblowing@hanglung.com) for this purpose.

All staff are made aware of integrity issues and zero-tolerance policy on misconduct through the Code of Conduct, policies and procedures. Launched in 2013, the Hang Lung Integrity Program was established to enforce the highest standards of integrity and honesty from every process and every employee in Hong Kong and mainland China. In 2015, more than 86,000 training hours were delivered to our employees, of which 1,945 training hours were delivered as part of the program.

Also, to make sure that all operations are managed in accordance with a high standard of practice and corporate governance, all employees are reminded of the policy governing conflict of interest situations every six months. All executive staff are also required to complete and sign a declaration form every six months declaring their interests, directly or indirectly, with the Company and our subsidiaries and associated companies.

#### 4. Auditors' Remuneration

KPMG was re-appointed as our external auditor by shareholders at the 2015 AGM until the conclusion of the 2016 AGM. It is primarily responsible for providing audit services in connection with the annual consolidated financial statements.

Total remuneration in respect of services provided by the external auditors is as follows:

	Year ended December 31, 2015 HK\$ (in million)	Year ended December 31, 2014 HK\$ (in million)
Statutory audit services	12	11
Non-audit services	7	6

## (V) Communication with Stakeholders

### 1. Shareholders

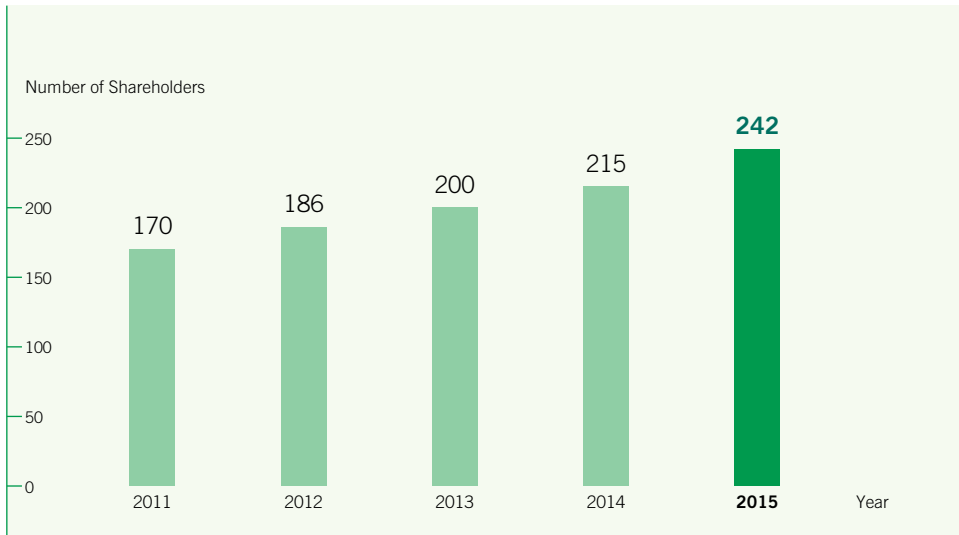
The Board has established a shareholders communication policy setting out strategies that the Company has in place to promote effective communication with shareholders, with the aim of ensuring shareholders are provided with information about the Company and enabling them to engage actively with the Company and to exercise their rights as shareholders in an informed manner. The policy is regularly reviewed to ensure its effectiveness.

### AGMs

Our AGM provides a good opportunity for communication between the Board and shareholders. The Chairmen of the Board and of the committees are normally present to answer queries raised by shareholders. The external auditor also attends and reports to shareholders at the AGM every year. Notice of the AGM and related papers are sent to shareholders at least 20 clear business days before the meeting. Each separate issue is proposed by a separate resolution by the Chairman. The meeting enjoys strong participation from shareholders.



## SHAREHOLDERS PARTICIPATION IN AGMs



In addition to the Chairman's Letter to Shareholders, the Chairman explains to the shareholders the business strategies and outlook of the Group in the AGM and proactively opens a dialogue with shareholders.

### 2015 AGM

Our last AGM was held on April 29, 2015 at Grand Ballroom, Lower Lobby, Conrad Hong Kong, Pacific Place, 88 Queensway, Hong Kong. The meeting was attended by 242 shareholders present in person or by proxy. At the meeting, the Chairman had demanded a poll on each of the resolutions submitted for voting, and the shareholders were provided with detailed procedures for conducting a poll. All resolutions tabled at the 2015 AGM, inter alia, adoption of the financial statements, re-election of Directors, re-appointment of auditor and renewal of general mandates were voted on by poll, and the results of poll voting were posted on the websites of our Company and of HKEx in the evening on the same day. There are no changes in the Articles of Association in 2015 and the Articles of Association is available on our website and the website of HKEx.

The Board confirms that there are no changes proposed to the Articles of Association at the forthcoming AGM to be held on April 28, 2016. The important shareholders' dates for the coming financial year, which include the Board meetings for considering the payments of interim and final dividends for the year ending December 31, 2016 and the AGM, are expected to be held at around late July 2016, late January 2017 and in April 2017 respectively.

#### *Procedure for Shareholders to Convene General Meetings*

Shareholder(s) representing at least 5% of the total voting rights of all the shareholders of the Company can make a request to convene a general meeting pursuant to the Companies Ordinance. The request must state the business to be dealt with at the meeting, signed by the relevant shareholder(s) and deposited at our registered office for the attention of the Company Secretary. The above request authenticated by the person or persons making the request may also be sent to the Company in electronic form to [ir@hanglung.com](mailto:ir@hanglung.com).

#### *Procedure for Shareholders to Put Forward Proposals in General Meetings*

Furthermore, the Companies Ordinance provides that (i) shareholder(s) representing at least 2.5% of the total voting rights of all the shareholders of the Company or (ii) at least 50 shareholders entitled to vote can put forward proposals for consideration at a general meeting of the Company by sending a request in writing to the registered office of the Company for the attention of the Company Secretary. The above request authenticated by the person or persons making the request may also be sent to the Company in electronic form to [ir@hanglung.com](mailto:ir@hanglung.com).

#### *Procedure for Shareholders to Propose a Person for Election as a Director*

According to the Articles of Association, if any shareholder(s) representing not less than 10% of the total voting rights of all the shareholders of the Company wish(es) to propose a person (other than a retiring director) for election as a director (the Candidate) at a general meeting of the Company, the following documents must be lodged at our registered office: (i) a written notice of such proposal duly signed by the shareholder(s) concerned; and (ii) a written consent duly signed by the Candidate indicating his/her willingness to be elected. The period for lodgment of the above documents (being a period of at least seven days) shall commence no earlier than the day after the dispatch of the notice of the meeting appointed for such election and end no later than seven days prior to the date of such meeting.

#### *Enquiries from Shareholders*

Specific enquiries and suggestions by shareholders can be sent in writing to the Board or the Company Secretary at our registered address or by e-mail to our Company at [ir@hanglung.com](mailto:ir@hanglung.com). In addition, shareholders can contact Computershare Hong Kong Investor Services Limited, the share registrar of the Company, if they have any enquiries about the shareholdings and entitlement to dividend. Relevant contact details are set out under the Listing Information section of this annual report.



## 2. Investors

Details of shareholders by domicile as at December 31, 2015 are as follows:

Domicile	Shareholders		Shareholdings	
	Number	%	Number of Shares	%
Hong Kong	2,018	97.96	971,536,642	71.71
Mainland China	7	0.34	138,375	0.01
Macau	4	0.19	116,075	0.01
Taiwan	2	0.10	2,874	0.00
Australia and New Zealand	4	0.19	18,200	0.00
Canada and United States of America	14	0.68	127,490	0.01
South East Asia	1	0.05	33,000	0.00
United Kingdom	3	0.15	5,758	0.00
Others	7	0.34	382,939,828	28.26
<b>TOTAL</b>	<b>2,060</b>	<b>100.00</b>	<b>1,354,918,242</b>	<b>100.00</b>

Details of shareholders by holding range as at December 31, 2015 are as follows:

Holding Range	Shareholders*		Shareholdings*	
	Number	%	Number of Shares	%
1 - 1,000 shares	459	22.28	233,988	0.02
1,001 - 5,000 shares	703	34.13	2,133,461	0.16
5,001 - 10,000 shares	337	16.36	2,791,890	0.21
10,001 - 100,000 shares	515	25.00	14,037,131	1.03
Over 100,000 shares	46	2.23	1,335,721,772	98.58
<b>TOTAL</b>	<b>2,060</b>	<b>100.00</b>	<b>1,354,918,242</b>	<b>100.00</b>

\* incorporating, in their respective shareholdings range, 267 participants of Central Clearing and Settlement System holding a total of 803,070,961 shares registered in the name of HKSCC Nominees Limited

Based on the information that is publicly available to the Company and within the knowledge of the Directors as at the date of this annual report, the Company has maintained the prescribed public float under the Listing Rules.

We are committed to disclosing relevant information on our activities to our shareholders and investors through regular analysts' briefings, press conferences and press releases, e-mails and our website, apart from through our annual and interim reports. All enquiries and proposals received from shareholders, investors, the media or the public are responded to by Executive Directors, the Company Secretary or appropriate key executives.

The Company's information is accessible to all via our website. Besides providing traditional financial data, our website contains the most current information including properties available for sale and leasing, the latest number of issued shares, updated substantial shareholders' interests in shares, newsletters, major corporate events and frequently asked questions.

## **MOVING FORWARD**

As a long-term player, Hang Lung will continue to strive for living up to its motto of We Do It Right by extending its concept and vision of excellence in corporate governance in Hong Kong and every city where the Group is operating its world-class projects. We are confident of offering our stakeholders one of the most transparent and well-governed corporation in Greater China.



23-39 Blue Pool Road,  
Hong Kong



Palace 66,  
Shenyang

Heartland 66,  
Wuhan



# Star Management

From creating new landmarks to operating and managing our world-class properties, Hang Lung has gained a position of prominence in our field of business through firm commitment to astute management principles. Our management aims to bring our foresight and dedication into every aspect of our operations, to give to our tenants, customers and shareholders the very best that a leading national commercial property developer can offer.



### **Mr. Ronnie Chichung Chan**

#### **Chairman**

Aged 66, Mr. Chan joined the Group in 1972, becoming Chairman in 1991. He also serves as Chairman of Hang Lung Properties Limited, the Group's major publicly listed subsidiary. Mr. Chan is Chairman of the Executive Committee of One Country Two Systems Research Institute, Vice-President of The Real Estate Developers Association of Hong Kong, Co-Chair of the Board of Asia Society and Chairman of its Hong Kong Center. He also acts as an advisor to China Development Research Foundation in Beijing. Mr. Chan sits on the governing or advisory bodies of several think-tanks and universities, including Peter G. Peterson Institute for International Economics, The Hong Kong University of Science and Technology, and University of Southern California, USA, where he received his MBA. Mr. Chan is the brother of Mr. Gerald Chan, a Non-Executive Director of the Company.



### **Mr. Philip Nan Lok Chen**

#### **Managing Director**

Aged 60, Mr. Chen joined the Company and its major listed subsidiary, Hang Lung Properties Limited, as Managing Director in July 2010. Mr. Chen has more than 30 years of management experience, mostly in the aviation industry, acquiring a wealth of experience in Hong Kong, Mainland China and beyond. Mr. Chen graduated from the University of Hong Kong in 1977 with a Bachelor of Arts degree and holds a Master's degree in Business Administration from the same university.



### **Mr. Gerald Lokchung Chan**

#### **Non-Executive Director**

Aged 64, Mr. Chan has been a Director of the Company since 1986. As co-founder of Morningside, Mr. Chan has been active in venture capital and private equity investments since 1987. He also serves on the advisory boards of numerous universities including the University of California, Los Angeles, Harvard University, Fudan University and also the Chair of Overseers Committee of Morningside College, The Chinese University of Hong Kong. Mr. Chan received his undergraduate training in engineering at the University of California, Los Angeles, and his Doctor of Science degree from Harvard University. He is a Non-Executive Director of Aduro Biotech, Inc. Mr. Chan is the brother of Mr. Ronnie Chan, Chairman of the Group.



### **Mr. Simon Sik On Ip** CBE, JP

#### **Independent Non-Executive Director**

Aged 67, Mr. Ip joined the Board in 1998. He is a solicitor and Notary Public. Mr. Ip has a distinguished record of public service. A former Legislative Councillor, past President of the Law Society of Hong Kong, and a past member of the Exchange Fund Advisory Committee and The Advisory Committee on Post-service Employment of Civil Servants, he is the Founding Chairman of the Hong Kong Institute of Education, the Chairman of the Hong Kong Jockey Club, and he also holds honorary positions in two local universities and Tsinghua University. Mr. Ip is an Independent Non-Executive Director of 長飛光纖光纜股份有限公司 (Yangtze Optical Fibre and Cable Joint Stock Limited Company).



**Prof. Lap-Chee Tsui** OC, GBS, JP  
Independent Non-Executive Director

Aged 65, Prof. Tsui joined the Board as an Independent Non-Executive Director in November 2014. Prof. Tsui was the fourteenth Vice-Chancellor of the University of Hong Kong. He was a member of the Research Institute at The Hospital for Sick Children in Toronto, Canada since 1981, rising to Geneticist-in-Chief of the Hospital in 1996 and Head of the Genetics and Genomic Biology Program in 1998. Prof. Tsui also held academic appointments at the University of Toronto since 1983, was awarded the title of University Professor in 1994 and has held an Emeritus status since 2006. He was also the President of the Human Genome Organization from 2000 to 2002. Prof. Tsui has received numerous awards for his work, including the Royal Society of Canada Centennial Award in 1989, Gairdner International Award in 1990, Cresson Medal of Franklin Institute in 1992, XII Sanremo International Award for Genetic Research in 1993, the Distinguished Scientist Award from the Medical Research Council, Canada in 2000, Killam Prize of Canada Council in 2002 and the European Cystic Fibrosis Society Award in 2009. He was elected as Fellow of the Royal Society of Canada in 1990, Fellow of the Royal Society of London in 1991, Member of Academia Sinica in 1992, Foreign Associate of the National Academy of Sciences of the US in 2004, Foreign Member of the Chinese Academy of Sciences in 2009, and Founding President of The Academy of Sciences of Hong Kong in 2015. Prof. Tsui obtained a bachelor's degree and master's degree in biology from The Chinese University of Hong Kong in 1972 and 1974 respectively. He also obtained a doctorate degree in biological sciences from the University of Pittsburgh in 1979. Prof. Tsui is an Independent Non-Executive Director of China NT Pharma Group Company Limited and PuraPharm Corporation Limited.



**Mr. Martin Cheung Kong Liao** SBS, JP  
Independent Non-Executive Director

Aged 58, Mr. Liao joined the Board as an Independent Non-Executive Director in November 2014. Mr. Liao is elected Deputy (representing Hong Kong Special Administrative Region ("HKSAR")) to the 12th National People's Congress of the People's Republic of China. He serves as a Member of the Legislative Council of the HKSAR and Chairman of the Anti-Money Laundering and Counter-Terrorist Financing (Financial Institutions) Review Tribunal. Mr. Liao was the Chairman of the Hong Kong Council for Accreditation of Academic and Vocational Qualifications and a Council member and Court member of The University of Hong Kong. He graduated with a Bachelor of Economic Science (Hons) degree and a Master of Laws degree from University College London. Mr. Liao was Called to the Bar in England and Wales in 1984 and was Called to the Bar in Hong Kong in 1985 and is a practising barrister in Hong Kong. He is also an advocate and solicitor admitted in Singapore since 1992. Mr. Liao was awarded the Silver Bauhinia Star in 2014, and appointed Justice of the Peace in 2004.



### **Prof. Pak Wai Liu** SBS, JP

#### **Independent Non-Executive Director**

Aged 68, Prof. Liu joined the Board as an Independent Non-Executive Director on March 11, 2015. He has been an Independent Non-Executive Director of Hang Lung Properties Limited, listed subsidiary of the Company, since 1998. He is Research Professor and was formerly Pro-Vice-Chancellor of The Chinese University of Hong Kong. Prof. Liu holds a number of positions related to his field of study, including Director of the Economic Research Centre of the Hong Kong Institute of Asia-Pacific Studies and Vice-President of The East Asian Economic Association. He was formerly Director of the Institute of Global Economics and Finance and was appointed Distinguished Fulbright Scholar in 2000-01. Prof. Liu serves on many government advisory bodies. He is the Chairman of the Advisory Committee on Post-office Employment for Former Chief Executives and Politically Appointed Officials. Prof. Liu was a past member of the Working Group on Long-Term Fiscal Planning of the HKSAR, the Commission on Strategic Development, the Independent Commission on Remuneration for Members of the Executive Council and the Legislature, and Officials under the Political Appointment System of the HKSAR, the Provisional Minimum Wage Commission, the Independent Commission on Remuneration for the Members of the District Councils of the HKSAR and the Aviation Development Advisory Committee. He is also a Director of the Hong Kong Institute for Monetary Research of the Hong Kong Monetary Authority, and was a Non-Executive Director of the Securities and Futures Commission and Chairman of its Remuneration Committee. Prof. Liu received his AB degree from Princeton University and Ph.D degree from Stanford University in the US. He is an Independent Non-Executive Director of Transport International Holdings Limited and an Independent Director of China Zheshang Bank Co. Ltd. (a non-listed company). Prof. Liu was awarded the Silver Bauhinia Star (SBS) in 1999, and appointed Justice of Peace (JP) in 2006.



### **Mr. George Ka Ki Chang**

#### **Non-Executive Director**

Aged 63, Mr. Chang joined the Board as a Non-Executive Director in March 2015. He is managing director of Morningside Group chaired and co-founded by Mr. Gerald Chan and co-founded by Mr. Ronnie Chan. Mr. Chang started his professional career in a major international accounting firm and has over eight years of experience in public accounting in Hong Kong and Toronto. Prior to joining Morningside Group in 1991, he held senior financial positions in several international manufacturing and trading companies. Mr. Chang received his M.B.A. degree from the University of Wisconsin at Madison and is a member of the American Institute of Certified Public Accountants, Canadian Institute of Chartered Accountants and Hong Kong Institute of Certified Public Accountants. He sits on the board of several private companies in Asia and North America. Mr. Chang formerly served as a board member of the publicly-traded companies and accumulated experience in high technology companies.



### **Mr. Roy Yang Chung Chen**

#### **Non-Executive Director**

Aged 52, Mr. Chen joined the Board as a Non-Executive Director on September 19, 2015. Mr. Chen is the Chairman and Chief Executive Officer of Grace Financial Limited specializing in wealth management. He is also a Director of Sterling Enterprises Limited responsible for managing various investments in global markets. Starting his career as merchant banker in the US and UK until joining Sterling Enterprises Limited since 1993, Mr. Chen has accumulated extensive experience in international banking, finance and investment. Mr. Chen has been actively involved in promoting and improving corporate governance with a special interest in family business situations since 2000 and was appointed the founding director of the Family Business Network Pacific Asia Ltd. (FBNPA) from 2008 to 2012. He is also the Chairman of Seeds Foundation and serves on the grants committee of ZeShan Foundation and Seeds Foundation, a member of the Public Shareholders Group of the Securities and Futures Commission of Hong Kong and a member of the Caring Company Scheme Steering Committee and WiseGiving Steering Committee of The Hong Kong Council of Social Service. He previously served as a member of the Listing Committee of Hong Kong Stock Exchange and a member of Takeovers and Mergers Panel of the Securities and Futures Commission of Hong Kong. Mr. Chen received his Bachelor of Arts degree in Economics from Claremont McKenna College, and an MBA from Columbia University in the US.



### **Mr. Hau Cheong Ho**

#### **Executive Director**

Aged 56, Mr. Ho joined the Group in 2008 and was appointed to the Board of the Company and of its publicly listed subsidiary, Hang Lung Properties Limited, in September 2010. He is the Chief Financial Officer of the Company and Hang Lung Properties Limited. Mr. Ho possesses more than 30 years of management experience covering a wide range of industries in England, Australia, Hong Kong and Mainland China. He qualified as a chartered accountant in England and Wales and Australia and holds an MBA from the University of Melbourne, Australia and a Bachelor of Commerce Degree in Accounting from the University of Birmingham, UK.

## **Ms. Bella Peck Lim Chhoa**

### **Company Secretary, General Counsel and Assistant Director – Corporate Affairs**

Aged 45, Ms. Chhoa joined the Group as Company Secretary, General Counsel and Assistant Director – Corporate Affairs in 2011. She is responsible for overseeing the company secretarial, legal and human resources and training functions of the Group. Prior to joining the Group, she was head of the legal department and company secretary of two other companies listed on The Stock Exchange of Hong Kong Limited for a number of years. Ms. Chhoa is a solicitor qualified to practice in Hong Kong. She holds a Master of Business Administration degree from The Chinese University of Hong Kong and a Bachelor degree in Law from The University of Hong Kong.



The Directors have pleasure in submitting their report together with the audited consolidated Financial Statements for the year ended December 31, 2015.

## **PRINCIPAL ACTIVITIES**

The principal activities of the Company are investment holding, and through its subsidiaries, property development for sales and leasing, property investment for rental income, and other investments. The Company and its subsidiaries (collectively referred to as the Group) also operate in car park management and property management, and through its joint ventures, are involved in the operation of dry-cleaning.

An analysis of the revenue and trading results of the Group by operating segments during the financial year is set out in Note 3 to the Financial Statements.

## **PRINCIPAL SUBSIDIARIES AND JOINT VENTURES**

A list of principal subsidiaries and joint ventures, together with their places of operations and incorporation and particulars of their issued share capital/registered capital is set out in Notes 33 and 34 to the Financial Statements.

## **FINANCIAL RESULTS**

The profit of the Group for the year ended December 31, 2015, and the state of affairs of the Company and of the Group at that date are set out in the consolidated Financial Statements on pages 130 to 194.

## **DIVIDENDS**

The Directors now recommend a final dividend of HK61 cents per share which, together with the interim dividend of HK19 cents per share paid on September 30, 2015, makes a total of HK80 cents per share in respect of the year ended December 31, 2015. The proposed final dividend, if approved by the shareholders at the AGM on April 28, 2016, will be paid on May 18, 2016 to shareholders whose names appear on the register of members on May 5, 2016.



## BUSINESS REVIEW

A fair review of the Group's business and a discussion and analysis of the Group's performance during the year and the material factors underlying its results and financial position are included in the Review of Operations and Financial Review sections from pages 20 to 61 and pages 64 to 73 respectively of this annual report. Description of the principal risks and uncertainties facing the Company can be found throughout this annual report, particularly in the Risk Management section from pages 82 to 85. Particulars of important events affecting the Company that have occurred since the end of the financial year 2015, if any, can also be found in the abovementioned sections and the Notes to the Financial Statements. The outlook of the Group's business is discussed in the Review of Operations section from pages 20 to 61 of this annual report.

An analysis of the Group's performance using financial key performance indicators is provided in the Financial Highlights and Financial Review sections from pages 4 to 5 and pages 64 to 73 respectively of this annual report. A discussion on the Company's environmental policies and performance and an account of the Company's relationships with its key stakeholders are provided in the Sustainable Development section from pages 76 to 81 of this annual report.

Compliance procedures are in place to ensure adherence to the relevant laws and regulations in particular, those have a significant impact on the Group. The Audit Committee of the Company is delegated by the Board to review and monitor the Group's policies and practices on compliance with legal and regulatory requirements. Any new enactment of or changes in the relevant laws and regulations would be communicated to the relevant departments and staff to ensure compliance. Reminders on the compliance would also be sent out regularly where necessary.

The Group has set up systems and policies to ensure compliance with the relevant laws and regulations which have a significant impact on the Group in conduct of its business, including but not limited to the Residential Properties (First-hand Sales) Ordinance, Competition Ordinance, Personal Data (Privacy) Ordinance, Minimum Wage Ordinance, Employment Ordinance and Occupational Safety and Health Ordinance in Hong Kong, and the Anti-Monopoly Law and Anti-Unfair Competition Law in the People's Republic of China. On corporate level, the Company also complies with the Listing Rules, the Companies Ordinance and the SFO.



## TEN-YEAR FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last ten financial years is set out on page 195.

## MAJOR SUPPLIERS AND CUSTOMERS

During the year, both the percentage of purchases attributable to the Group's five largest suppliers combined and the percentage of revenue from sales of goods or rendering of services attributable to the Group's five largest customers combined were less than 30% of the total purchases and total revenue of the Group respectively.

## DISTRIBUTABLE RESERVES

The Company's reserves available for distribution to shareholders as at December 31, 2015 amounted to HK\$12,480 million (2014: HK\$11,614 million).

## DONATIONS

Donations made by the Group during the year amounted to HK\$15 million (2014: HK\$22 million).

## BANK LOANS AND OTHER BORROWINGS

Particulars of bank loans and other borrowings of the Group as at December 31, 2015 are set out in Note 17 to the Financial Statements.

## BORROWING COSTS CAPITALIZATION

Borrowing costs capitalized by the Group during the year amounted to HK\$444 million (2014: HK\$766 million).

## MAJOR GROUP PROPERTIES

Details of major properties of the Group as at December 31, 2015 are set out on pages 58 to 61.

## SHARE CAPITAL

Details of the shares issued by the Company during the year are set out in Note 20 to the Financial Statements.

## SHARE CAPITAL OF THE COMPANY'S LISTED SUBSIDIARY

During the year, the Company's listed subsidiary, HLPL issued 11,866,000 shares (2014: 6,414,000 shares), fully paid, for total consideration of HK\$205,309,760 (2014: HK\$71,136,520) as a result of the exercise of share options under HLPL's share option scheme.

## EQUITY-LINKED AGREEMENTS

Other than the share option scheme of the Company as disclosed, no equity-linked agreements that will or may result in the Company issuing shares or that require the Company to enter into any agreements that will or may result in the Company issuing shares were entered into by the Company during the year or subsisted at the end of the year.

Particulars of the share option scheme are set out in Note 25 to the Financial Statements and the paragraphs below.

## DIRECTORS

The Directors during the year and up to the date of this report are:

Mr. Ronnie C. Chan

Mr. Philip N.L. Chen

Mr. Gerald L. Chan

Mr. Simon S.O. Ip

Prof. L.C. Tsui

Mr. Martin C.K. Liao

Prof. P.W. Liu (appointed on March 11, 2015)

Mr. George K.K. Chang (appointed on March 11, 2015)

Mr. Roy Y.C. Chen (appointed on September 19, 2015)

Mr. H.C. Ho

Mr. S.S. Yin (retired on April 29, 2015)

Dr. H.K. Cheng (retired on April 29, 2015)

Ms. Laura L.Y. Chen (passed away on May 18, 2015)

The brief biographical details of the existing Directors are set out on pages 112 to 116 and details of Directors' remuneration are set out in Note 7 to the Financial Statements.



Mr. Roy Y.C. Chen, being Non-Executive Director newly appointed on September 19, 2015, will retire from the Board at the forthcoming AGM in accordance with article 94 of the Articles of Association and, being eligible, will offer himself for re-election.

In accordance with articles 103 and 104 of the Articles of Association, Mr. Ronnie C. Chan, Mr. Simon S.O. Ip and Mr. H.C. Ho will retire from the Board by rotation at the forthcoming AGM and, being eligible, will offer themselves for re-election.

The list of directors who have served on the boards of the subsidiaries of the Company during the year and up to the date of this report is available on the Company's website at <http://www.hanglunggroup.com> under Corporate Governance of the Investor Relations section.

### **DIRECTORS' SERVICE CONTRACTS**

No Director proposed for re-election at the forthcoming AGM has a service contract with the Company or any of its subsidiaries which is not determinable within one year without payment of compensation (other than statutory compensation).

### **DIRECTORS' INTERESTS IN TRANSACTION, ARRANGEMENT OR CONTRACT**

Save as disclosed, no transaction, arrangement or contract of significance in relation to the Group's business to which the Company or any of its subsidiaries was a party, and in which a Director or his/her connected entity was materially interested, whether directly or indirectly, subsisted at any time during or at the end of the year.

### **PERMITTED INDEMNITY**

Pursuant to the Articles of Association, every Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he/she may sustain or incur in or about the execution of the duties of his/her office or otherwise in relation thereto subject to the Companies Ordinance. The Company has arranged appropriate directors' and officers' liability insurance for the directors and officers of the Group.

## DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at December 31, 2015, the interests or short positions of each of the Directors in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of the SFO) which were required to be notified to the Company and the Stock Exchange pursuant to Part XV of the SFO or pursuant to the Model Code or which were recorded in the register required to be kept by the Company under section 352 of the SFO are as follows:

Name of Directors	Capacity	The Company (Long Position)			Hang Lung Properties Limited (Long Position)		
		Number of Shares	% of Number of Issued Shares	Number of Shares under Option (Note 1)	Number of Shares	% of Number of Issued Shares	Number of Shares under Option (Note 2)
Ronnie C. Chan	Personal	5,090,000	0.38	6,700,000	16,330,000	0.36	27,490,000
Philip N.L. Chen	Personal	–	–	–	–	–	21,500,000
Gerald L. Chan	–	–	–	–	–	–	–
Simon S.O. Ip	–	–	–	–	–	–	–
L.C. Tsui	–	–	–	–	–	–	–
Martin C.K. Liao	–	–	–	–	–	–	–
P.W. Liu	Personal & Family	–	–	–	100,000	–	–
George K.K. Chang	–	–	–	–	–	–	–
Roy Y.C. Chen	–	–	–	–	–	–	–
H.C. Ho	Personal	–	–	–	–	–	10,450,000

Notes

### 1. Movement of Options under the Share Option Scheme of the Company

Date Granted (mm/dd/yyyy)	Name	Number of Shares under Option			Exercise Price per Share (HK\$)	Vested Dates (mm/dd/yyyy)	Expiry Date (mm/dd/yyyy)
		As at Jan 1, 2015	Exercised during the Year	As at Dec 31, 2015			
11/20/2006	Ronnie C. Chan	6,700,000	–	6,700,000	\$20.52	11/20/2007 : 10% 11/20/2008 : 20% 11/20/2009 : 30% 11/20/2010 : 40%	11/19/2016



**2. Movements of Options under the Share Option Schemes of Hang Lung Properties Limited**

(i) Share Option Scheme adopted on November 22, 2002

Date Granted (mm/dd/yyyy)	Name	Number of Shares under Option			Exercise Price per Share (HK\$)	Vested Dates (mm/dd/yyyy)	Expiry Date (mm/dd/yyyy)
		As at Jan 1, 2015	Exercised during the Year	As at Dec 31, 2015			
11/20/2006	Ronnie C. Chan	2,000,000	2,000,000	–	\$17.14	11/20/2007 : 10% 11/20/2008 : 20% 11/20/2009 : 30% 11/20/2010 : 40%	11/19/2016
08/21/2007	Ronnie C. Chan	3,640,000	–	3,640,000	\$25.00	08/21/2008 : 10% 08/21/2009 : 20% 08/21/2010 : 30% 08/21/2011 : 40%	08/20/2017
08/21/2007	Ronnie C. Chan	5,600,000	–	5,600,000	\$25.00	08/21/2009 : 10% 08/21/2010 : 20% 08/21/2011 : 30% 08/21/2012 : 40%	08/20/2017
09/01/2008	H.C. Ho	300,000	–	300,000	\$24.20	09/01/2010 : 10% 09/01/2011 : 20% 09/01/2012 : 30% 09/01/2013 : 40%	08/31/2018
12/31/2008	Ronnie C. Chan H.C. Ho	9,240,000 300,000	9,240,000 –	– 300,000	\$17.36	12/31/2010 : 10% 12/31/2011 : 20% 12/31/2012 : 30% 12/31/2013 : 40%	12/30/2018
02/08/2010	Ronnie C. Chan	6,500,000	–	6,500,000	\$26.46	02/08/2012 : 10% 02/08/2013 : 20% 02/08/2014 : 30% 02/08/2015 : 40%	02/07/2020
07/29/2010	Philip N.L. Chen	10,000,000	–	10,000,000	\$33.05	07/29/2012 : 10% 07/29/2013 : 20% 07/29/2014 : 30% 07/29/2015 : 40%	07/28/2020
09/29/2010	H.C. Ho	2,000,000	–	2,000,000	\$36.90	09/29/2012 : 10% 09/29/2013 : 20% 09/29/2014 : 30% 09/29/2015 : 40%	09/28/2020
06/13/2011	Ronnie C. Chan Philip N.L. Chen H.C. Ho	4,500,000 4,500,000 3,000,000	– – –	4,500,000 4,500,000 3,000,000	\$30.79	06/13/2013 : 10% 06/13/2014 : 20% 06/13/2015 : 30% 06/13/2016 : 40%	06/12/2021

## 2. Movements of Options under the Share Option Schemes of Hang Lung Properties Limited (continued)

(ii) Share Option Scheme adopted on April 18, 2012

Date Granted (mm/dd/yyyy)	Name	Number of Shares under Option			Exercise Price per Share (HK\$)	Vested Dates (mm/dd/yyyy)	Expiry Date (mm/dd/yyyy)
		As at Jan 1, 2015	Exercised during the Year	As at Dec 31, 2015			
#06/04/2013	Ronnie C. Chan	4,500,000	–	4,500,000	\$28.20	06/04/2015 : 10% 06/04/2016 : 20% 06/04/2017 : 30% 06/04/2018 : 40%	06/03/2023
	Philip N.L. Chen	4,500,000	–	4,500,000			
	H.C. Ho	3,000,000	–	3,000,000			
#12/05/2014	Ronnie C. Chan	2,750,000	–	2,750,000	\$22.60	12/05/2016 : 10% 12/05/2017 : 20% 12/05/2018 : 30% 12/05/2019 : 40%	12/04/2024
	Philip N.L. Chen	2,500,000	–	2,500,000			
	H.C. Ho	1,850,000	–	1,850,000			

# Mr. Adriel Wenbwo Chan (a full time employee of HLPL and an associate of a director of the Company and HLPL) was granted and held share options to subscribe for 200,000 shares and 150,000 shares in HLPL at respective exercise prices per share of HK\$28.20 and HK\$22.60.

Save as disclosed above, none of the Directors had, as at December 31, 2015, any interests or short positions in the shares, underlying shares or debentures of the Company or any associated corporations.

Other than as stated above, at no time during the year was the Company or any of its subsidiaries a party to any arrangement to enable the Directors (including their spouses and children under 18 years of age) to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.



## SUBSTANTIAL SHAREHOLDERS' AND OTHER PERSONS' INTERESTS AND SHORT POSITIONS IN SHARES AND UNDERLYING SHARES

As at December 31, 2015, details of substantial shareholders' and other persons' (who are required to disclose their interests pursuant to Part XV of the SFO) interests and short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO are as follows:

Name	Note	Number of Shares or Underlying Shares Held		% of Number of Issued Shares	
		(Long Position)	(Short Position)	(Long Position)	(Short Position)
Chan Tan Ching Fen	1	498,428,580	–	36.79	–
Cole Enterprises Holdings (PTC) Limited (formerly known as Cole Enterprises Holdings Limited)	1	498,428,580	–	36.79	–
Merssion Limited	1	498,428,580	–	36.79	–
Kingswick Investment Limited	2	97,965,000	–	7.23	–
Aberdeen Asset Management Plc and its associates	3	253,303,877	–	18.70	–
Dodge & Cox	3	121,985,900	–	9.00	–

### Notes

1. These shares were the same parcel of shares held by a trust of which Ms. Chan Tan Ching Fen was the founder. Cole Enterprises Holdings (PTC) Limited was the trustee of the trust.  
Merssion Limited held 498,428,580 shares, of which 97,965,000 shares were held by its subsidiary, Kingswick Investment Limited.
2. The 97,965,000 shares held by Kingswick Investment Limited were included in the above-mentioned number of 498,428,580 shares held by Ms. Chan Tan Ching Fen/Cole Enterprises Holdings (PTC) Limited/Merssion Limited.
3. These shares were held in the capacity of investment managers.

Save as disclosed above, as at December 31, 2015, no other interest required to be recorded in the register kept under section 336 of the SFO has been notified to the Company.



## RELATED PARTY TRANSACTIONS

The connected transactions in respect of the acquisitions of several units and car parking spaces of The HarbourSide by Ms. Chan Tan Ching Fen and Mr. Nelson W.L. Yuen (connected persons of the Company) at consideration of HK\$99,406,126 and HK\$140,120,000 respectively were completed in January 2015. Details of the connected transactions were set out in the joint announcement of the Company and HLPL dated November 25, 2014.

Details of the significant related party transactions undertaken in the usual course of business are set out in Note 26 to the Financial Statements. Save as disclosed above, none of these related party transactions constitutes a discloseable connected transaction under the Listing Rules.

## MANAGEMENT CONTRACTS

No contract for the management and administration of the whole or any substantial part of the business of the Company was entered into or existed during the year.

## PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

During the year, neither the Company nor any of its subsidiaries purchased, sold or redeemed any of its listed securities.

## CORPORATE GOVERNANCE

The Company's corporate governance practices are set out in the Corporate Governance Report on pages 86 to 109.

## AUDITOR

The consolidated Financial Statements for the year ended December 31, 2015 have been audited by KPMG. A resolution for the re-appointment of KPMG as auditor of the Company until the conclusion of the next AGM is to be proposed at the forthcoming AGM.

By Order of the Board

**Bella Peck Lim Chhoa**

*Company Secretary*

Hong Kong, January 28, 2016

**Independent auditor's report to the members of Hang Lung Group Limited**

*(Incorporated in Hong Kong with limited liability)*

We have audited the consolidated financial statements of Hang Lung Group Limited ("the Company") and its subsidiaries (together "the Group") set out on pages 130 to 194, which comprise the consolidated statement of financial position as at December 31, 2015, the consolidated statement of profit or loss, the consolidated statement of profit or loss and other 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 Company 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 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

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 judgment, 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 financial position of the Group as at December 31, 2015 and of the Group's financial performance and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

KPMG

Certified Public Accountants

8th Floor, Prince's Building

10 Chater Road

Central, Hong Kong

January 28, 2016

130	Consolidated Statement of Profit or Loss
131	Consolidated Statement of Profit or Loss and Other Comprehensive Income
132	Consolidated Statement of Financial Position
133	Consolidated Statement of Changes in Equity
134	Consolidated Cash Flow Statement
135	Notes to the Financial Statements
135	1. Principal Accounting Policies
150	2. Changes in Accounting Policies
151	3. Revenue and Segment Information
153	4. Other Net Income
154	5. Net Interest (Expense)/Income
154	6. Profit Before Taxation
155	7. Emoluments of Directors and Senior Management
157	8. Taxation in the Consolidated Statement of Profit or Loss
158	9. Dividends
159	10. Earnings Per Share
160	11. Property, Plant and Equipment
164	12. Interest in Joint Ventures
165	13. Other Assets
165	14. Cash and Deposits with Banks
166	15. Trade and Other Receivables
166	16. Properties for Sale
167	17. Bank Loans and Other Borrowings
168	18. Trade and Other Payables
168	19. Taxation in the Consolidated Statement of Financial Position
170	20. Share Capital
171	21. Reserves
173	22. Non-Controlling Interests
174	23. Cash Generated from Operations
174	24. Commitments
175	25. Employee Benefits
181	26. Related Party Transactions
181	27. Financial Risk Management Objectives and Policies
185	28. Significant Accounting Estimates and Judgments
186	29. Company-Level Statement of Financial Position
187	30. Interest in Subsidiaries
188	31. Future Changes in Accounting Policies
188	32. Approval of Financial Statements
189	33. Principal Subsidiaries
194	34. Principal Joint Ventures

# 130 CONSOLIDATED STATEMENT OF PROFIT OR LOSS

For the year ended December 31, 2015

in HK\$ Million	Note	2015	2014
Revenue	3(a)	<b>9,528</b>	17,606
Direct costs and operating expenses		<b>(2,573)</b>	(4,200)
Gross profit		<b>6,955</b>	13,406
Other net income	4	<b>53</b>	73
Administrative expenses		<b>(728)</b>	(705)
Operating profit before changes in fair value of investment properties		<b>6,280</b>	12,774
Net increase in fair value of investment properties	11	<b>676</b>	1,712
Operating profit after changes in fair value of investment properties		<b>6,956</b>	14,486
Interest income		<b>1,142</b>	1,090
Finance costs		<b>(1,147)</b>	(827)
Net interest (expense)/income	5	<b>(5)</b>	263
Share of profits of joint ventures	12	<b>256</b>	355
Profit before taxation	3(a) & 6	<b>7,207</b>	15,104
Taxation	8(a)	<b>(1,216)</b>	(2,368)
Profit for the year		<b>5,991</b>	12,736
Attributable to:			
Shareholders	21	<b>3,211</b>	6,825
Non-controlling interests	22	<b>2,780</b>	5,911
		<b>5,991</b>	12,736
Earnings per share	10(a)		
Basic		<b>\$2.37</b>	\$5.04
Diluted		<b>\$2.37</b>	\$5.03

The accompanying notes form part of these financial statements. Details of dividends payable to equity shareholders of the Company attributable to the year are set out in note 9.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the year ended December 31, 2015

in HK\$ Million	Note	2015	2014
<b>Profit for the year</b>		<b>5,991</b>	12,736
<b>Other comprehensive income</b>	8(d)		
Items that may be reclassified subsequently to profit or loss:			
Net movement in investment revaluation reserve		<b>(38)</b>	16
Exchange difference arising from translation of overseas subsidiaries		<b>(6,144)</b>	(1,021)
		<b>(6,182)</b>	(1,005)
<b>Total comprehensive income for the year</b>		<b>(191)</b>	11,731
<b>Total comprehensive income attributable to:</b>			
Shareholders		<b>(39)</b>	6,262
Non-controlling interests		<b>(152)</b>	5,469
		<b>(191)</b>	11,731

The accompanying notes form part of these financial statements.

# 132 CONSOLIDATED STATEMENT OF FINANCIAL POSITION

At December 31, 2015

in HK\$ Million	Note	2015	2014
<b>Non-current assets</b>			
Property, plant and equipment			128,357
Investment properties		<b>137,338</b>	
Investment properties under development		<b>16,709</b>	25,611
Other property, plant and equipment		<b>338</b>	306
	11	<b>154,385</b>	154,274
Interest in joint ventures	12	<b>3,455</b>	3,300
Other assets	13	<b>1,343</b>	1,438
Deferred tax assets	19(b)	<b>19</b>	23
		<b>159,202</b>	159,035
<b>Current assets</b>			
Cash and deposits with banks	14	<b>31,482</b>	40,323
Trade and other receivables	15	<b>1,170</b>	1,947
Properties for sale	16	<b>3,852</b>	4,068
		<b>36,504</b>	46,338
<b>Current liabilities</b>			
Bank loans and other borrowings	17	<b>6,640</b>	7,937
Trade and other payables	18	<b>7,353</b>	8,249
Taxation payable	19(a)	<b>577</b>	1,606
		<b>14,570</b>	17,792
<b>Net current assets</b>			
		<b>21,934</b>	28,546
<b>Total assets less current liabilities</b>			
		<b>181,136</b>	187,581
<b>Non-current liabilities</b>			
Bank loans and other borrowings	17	<b>30,690</b>	32,158
Deferred tax liabilities	19(b)	<b>10,144</b>	10,727
		<b>40,834</b>	42,885
<b>NET ASSETS</b>			
		<b>140,302</b>	144,696
<b>Capital and reserves</b>			
Share capital	20	<b>3,893</b>	3,893
Reserves	21	<b>71,577</b>	72,133
Shareholders' equity		<b>75,470</b>	76,026
Non-controlling interests	22	<b>64,832</b>	68,670
<b>TOTAL EQUITY</b>			
		<b>140,302</b>	144,696

**Philip N.L. Chen**  
Managing Director

**H.C. Ho**  
Executive Director

The accompanying notes form part of these financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended December 31, 2015

in HK\$ Million	Shareholders' equity				Non-controlling interests (Note 22)	Total equity
	Share capital (Note 20)	Other reserves (Note 21)	Retained profits (Note 21)	Total		
At January 1, 2014	1,350	10,121	59,101	70,572	65,836	136,408
Transition to no-par value regime on March 3, 2014 (Note 20(a))	2,483	(2,483)	–	–	–	–
Profit for the year	–	–	6,825	6,825	5,911	12,736
Net movement in investment revaluation reserve	–	16	–	16	–	16
Exchange difference arising from translation of overseas subsidiaries	–	(579)	–	(579)	(442)	(1,021)
Total comprehensive income for the year	–	(563)	6,825	6,262	5,469	11,731
Final dividends in respect of previous financial year	–	–	(827)	(827)	–	(827)
Interim dividends in respect of current financial year	–	–	(257)	(257)	–	(257)
Issue of shares	60	(12)	–	48	–	48
Employee share-based payments	–	47	33	80	77	157
Change in non-controlling interests arising from decrease of the Group's shareholding in a subsidiary	–	148	–	148	(825)	(677)
Dividends paid to non-controlling interests	–	–	–	–	(1,887)	(1,887)
<b>At December 31, 2014 and January 1, 2015</b>	<b>3,893</b>	<b>7,258</b>	<b>64,875</b>	<b>76,026</b>	<b>68,670</b>	<b>144,696</b>
Profit for the year	–	–	3,211	3,211	2,780	5,991
Net movement in investment revaluation reserve	–	(38)	–	(38)	–	(38)
Exchange difference arising from translation of overseas subsidiaries	–	(3,212)	–	(3,212)	(2,932)	(6,144)
Total comprehensive income for the year	–	(3,250)	3,211	(39)	(152)	(191)
Final dividends in respect of previous financial year	–	–	(841)	(841)	–	(841)
Interim dividends in respect of current financial year	–	–	(257)	(257)	–	(257)
Employee share-based payments	–	46	24	70	80	150
Change in non-controlling interests arising from increase of the Group's shareholding in a subsidiary	–	511	–	511	(1,339)	(828)
Dividends paid to non-controlling interests	–	–	–	–	(2,429)	(2,429)
Repayment from non-controlling interests	–	–	–	–	2	2
<b>At December 31, 2015</b>	<b>3,893</b>	<b>4,565</b>	<b>67,012</b>	<b>75,470</b>	<b>64,832</b>	<b>140,302</b>

The accompanying notes form part of these financial statements.

# CONSOLIDATED CASH FLOW STATEMENT

For the year ended December 31, 2015

in HK\$ Million	Note	2015	2014
<b>Operating activities</b>			
Cash generated from operations	23	8,215	16,740
Tax paid			
Hong Kong Profits Tax paid		(1,475)	(685)
China Income Tax paid		(741)	(601)
<b>Net cash generated from operating activities</b>		<b>5,999</b>	15,454
<b>Investing activities</b>			
Payment for property, plant and equipment		(6,188)	(5,305)
Net sale proceeds from disposal of property, plant and equipment		96	5
Net sale proceeds from disposal of listed investment		119	–
Interest received		1,099	1,081
Dividends received from joint ventures		42	30
Repayment from/(Advance to) joint ventures		59	(14)
Dividends received from listed investments		–	4
Dividends received from unlisted investments		1	–
(Increase)/Decrease in bank deposits with maturity greater than three months		(4,369)	487
<b>Net cash used in investing activities</b>		<b>(9,141)</b>	(3,712)
<b>Financing activities</b>			
Proceeds from new bank loans and other borrowings		5,704	10,588
Repayment of bank loans		(7,962)	(15,521)
Proceeds from exercise of share options		–	48
Interest and other borrowing costs paid		(1,543)	(1,302)
Dividends paid		(1,098)	(1,084)
Dividends paid to non-controlling interests		(2,429)	(1,887)
Decrease in non-controlling interests in subsidiaries		(828)	(677)
Repayment from non-controlling interests		2	–
<b>Net cash used in financing activities</b>		<b>(8,154)</b>	(9,835)
<b>(Decrease)/Increase in cash and cash equivalents</b>		<b>(11,296)</b>	1,907
<b>Effect of foreign exchange rate changes</b>		<b>(1,904)</b>	(797)
<b>Cash and cash equivalents at January 1</b>		<b>40,219</b>	39,109
<b>Cash and cash equivalents at December 31</b>	14	<b>27,019</b>	40,219

The accompanying notes form part of these financial statements.



(Expressed in Hong Kong dollars)

## 1 PRINCIPAL ACCOUNTING POLICIES

### (a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. These financial statements also comply with the applicable disclosure provisions of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”). A summary of the principal 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 Company. Note 2 provides information on any changes in accounting policies resulting from initial adoption of these developments to the extent that they are relevant to the Group for the current and prior accounting periods reflected in these financial statements.

The Group has not applied any new standard, amendment or interpretation that is not yet effective for the current accounting period (note 31).

### (b) Basis of preparation of the financial statements

The consolidated financial statements comprise the Company and its subsidiaries (collectively referred to as the “Group”) and the Group’s interest in joint ventures.

The measurement basis used in the preparation of the financial statements is the historical cost basis except as otherwise stated in the accounting policies set out below.

The preparation of financial statements in conformity with HKFRSs requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of assets, 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 judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (b) Basis of preparation of the financial statements (Continued)

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized 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.

Judgments made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 28.

### (c) Subsidiaries and non-controlling interests

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. When assessing whether the Group has power, only substantive rights (held by the Group and other parties) are considered.

An investment in a subsidiary is consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances, transactions and cash flows and any unrealized profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealized losses resulting from intra-group transactions are eliminated in the same way as unrealized gains but only to the extent that there is no evidence of impairment.

Non-controlling interests represent the portion of the net assets of subsidiaries attributable to interests that are not owned by the Company, whether directly or indirectly through subsidiaries, and in respect of which the Group has not agreed any additional terms with the holders of those interests which would result in the Group as a whole having a contractual obligation in respect of those interests that meets the definition of a financial liability. Non-controlling interests are presented in the consolidated statement of financial position within equity, separately from equity attributable to the equity shareholders of the Company. Non-controlling interests in the results of the Group are presented on the face of the consolidated statement of profit or loss and the consolidated statement of profit or loss and other comprehensive income as an allocation of the total profit or loss and total comprehensive income for the period between non-controlling interests and the equity shareholders of the Company.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (c) Subsidiaries and non-controlling interests (Continued)

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 recognized.

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 recognized in profit or loss. Any interest retained in that former subsidiary at the date when control is lost is recognized at fair value and this amount is regarded as the fair value on initial recognition of a financial asset or, when appropriate, the cost on initial recognition of an investment in an associate or joint venture.

In the Company's statement of financial position, investments in subsidiaries are stated at cost less impairment losses (note 1(j)).

### (d) Joint ventures

A joint venture is an arrangement whereby the Group or Company and other parties contractually agree to share control of the arrangement, and have rights to the net assets of the arrangement.

The Group's interests in joint ventures are accounted for in the consolidated financial statements under the equity method and are initially recorded at cost and adjusted thereafter for the post-acquisition change in the Group's share of the joint ventures' net assets. The consolidated statement of profit or loss includes the Group's share of the post-acquisition, post-tax results of the joint ventures for the year, whereas the Group's share of the post-acquisition, post-tax items of the joint ventures' other comprehensive income is recognized in the consolidated statement of profit or loss and other comprehensive income.

When the Group's share of losses exceeds its interest in the joint venture, the Group's interest is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. For this purpose, the Group's interest in the joint venture is the carrying amount of the investment under the equity method together with the Group's long-term interests that in substance form part of the Group's net investment in the joint venture.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (d) Joint ventures (Continued)

When the Group ceases to have joint control over a joint venture, it is accounted for as a disposal of the entire interest in that investee, with a resulting gain or loss being recognized in profit or loss. Any interest retained in that former investee at the date when joint control is lost is recognized at fair value and this amount is regarded as the fair value on initial recognition of a financial asset.

Unrealized profits and losses resulting from transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint venture, except where unrealized losses provide evidence of an impairment of the asset transferred, in which case they are recognized immediately in profit or loss.

In the Company's statement of financial position, investments in joint ventures are stated at cost less impairment losses (note 1(j)).

### (e) Goodwill

Goodwill represents the excess of the cost of a business combination over the Group's share of the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities.

Goodwill is stated at cost less accumulated impairment losses and is tested regularly for impairment (note 1(j)).

Any excess of the Group's interest in the fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the cost of a business combination is recognized immediately in profit or loss as a gain on a bargain purchase.

On disposal of an entity, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (f) Properties

#### 1. *Investment properties and investment properties under development*

Investment properties are land and/or buildings which are owned or held under a leasehold interest to earn rental income and/or for capital appreciation. These include land held for a currently undetermined future use and property that is being constructed or developed for future use as investment property.

Investment properties are stated at fair value, unless they are still in the course of construction or development at the end of the reporting period and their fair value cannot be reliably measured at that time. Any gain or loss arising from a change in fair value or from the retirement or disposal of an investment property is recognized in profit or loss. Rental income from investment properties is accounted for as described in note 1(q).

When the Group holds a property interest under an operating lease to earn rental income and/or for capital appreciation, the interest is classified and accounted for as an investment property on a property-by-property basis. Any such property interest which has been classified as an investment property is accounted for as if it were held under a finance lease, and the same accounting policies are applied to that interest as are applied to other investment properties leased under finance leases. Lease payments are accounted for as described in note 1(g).

#### 2. *Properties under development for sale*

Properties under development for sale are classified under current assets and stated at the lower of cost and net realizable value. Costs include the acquisition cost of land, aggregate cost of development, borrowing costs capitalized (note 1(o)) and other direct expenses. Net realizable value represents the estimated selling price less estimated costs of completion and costs to be incurred in selling the property.

#### 3. *Completed properties for sale*

Completed properties for sale are classified under current assets and stated at the lower of cost and net realizable value. Cost is determined by apportionment of the total development costs, including borrowing costs capitalized (note 1(o)), attributable to unsold properties. Net realizable value represents the estimated selling price as determined by reference to management estimates based on prevailing market conditions, less costs to be incurred in selling the property.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (g) Other property, plant and equipment

1. Other property, plant and equipment are stated at cost less accumulated depreciation and any impairment losses (note 1(j)). Gains or losses arising from the retirement or disposal of an item of other property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognized in profit or loss on the date of retirement or disposal.

#### 2. *Leased assets*

An arrangement, comprising a transaction or a series of transactions, is or contains a lease if the Group determines that the arrangement conveys a right to use a specific asset or assets for an agreed period of time in return for a payment or a series of payments. Such a determination is made based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease.

##### (i) *Classification of assets leased to the Group*

The classification is determined based on an evaluation of the substance of the arrangement and is regardless of whether the arrangement takes the legal form of a lease. 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, with the following exceptions:

- property held under operating leases that would otherwise meet the definition of an investment property is classified as an investment property on a property-by-property basis and is accounted for as if held under a finance lease; and
- 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, unless the building is also clearly held under an operating lease. For these purposes, the inception of the lease is the time that the lease was first entered into by the Group, or taken over from the previous lessee.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (g) Other property, plant and equipment (Continued)

#### 2. Leased assets (Continued)

##### (ii) Assets acquired under finance leases

Where the Group acquires the use of assets under finance leases, the amounts representing the fair value of the leased asset, or, if lower, the present value of the minimum lease payments, of such assets are included in property, plant and equipment and the corresponding liabilities, net of finance charges, are recorded as obligations under finance leases. Depreciation is provided at rates which write off the cost or valuation of the assets over the term of the relevant lease or, where it is likely the Company or the Group will obtain ownership of the asset, the life of the asset, as set out in note 1(h). Impairment losses are accounted for as described in note 1(j). Finance charges implicit in the lease payments are charged to profit or loss over the period of the leases so as to produce an approximately constant periodic rate of charge on the remaining balance of the obligations for each accounting period. Contingent rentals are written off as an expense of the accounting period in which they are incurred.

##### (iii) Operating leases charges

Where the Group has the use of assets held under operating leases, payments made under the leases are charged to profit or loss 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 recognized in profit or loss as an integral part of the aggregate net lease payments made. Contingent rentals are charged to profit or loss in the accounting period in which they are incurred.

### (h) Depreciation

#### 1. Investment properties

No depreciation is provided for investment properties and investment properties under development.

#### 2. Other property, plant and equipment

Depreciation on other property, plant and equipment is calculated to write off the cost, less their estimated residual value, if any, on a straight line basis over their estimated useful lives as follows:

Buildings	50 years or unexpired lease term, whichever is shorter
Furniture and equipment	4–20 years
Motor vehicles	5 years

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (i) Financial assets

#### 1. *Derivative financial instruments*

Derivative financial instruments are recognized initially at fair value. At the end of each reporting period the fair value is remeasured. The gain or loss on remeasurement to fair value is recognized immediately in profit or loss, except where the derivatives qualify for cash flow hedge accounting or hedge the net investment in a foreign operation, in which case recognition of any resultant gain or loss depends on the nature of the item being hedged.

#### 2. *Other investments in equity securities*

Investments in equity securities that do not have a quoted market price in an active market and whose fair value cannot be reliably measured are recognized in the statement of financial position at cost less impairment losses (note 1(j)). Other investments in equity securities are classified as available-for-sale equity securities and are initially recognized at fair value plus transaction costs. At the end of the reporting period, the fair value is remeasured, with any resultant gain or loss being recognized in other comprehensive income and accumulated separately in equity. Dividend income from these investments is recognized directly in profit or loss in accordance with the policy set out in note 1(q). When these investments are derecognized, the cumulative gain or loss previously recognized directly in equity is reclassified to profit or loss.

Investments are recognized/derecognized on the date the Group commits to purchase/sell the investments or they expire.

### (j) Impairment of assets

An assessment is carried out at the end of each reporting period to determine whether there is objective evidence that a current or non-current asset, other than properties carried at revalued amounts, is impaired. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the investment below its cost is considered in determining whether the investments are impaired.

If any such indication exists, any impairment loss is determined and recognized as follows:

- For current receivables carried at amortized cost, the impairment loss is recognized when there is objective evidence of impairment and measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective rate where the effect of discounting is material. Objective evidence of impairment includes observable data that comes to the attention of the Group about events that have an impact on the asset's estimated future cash flows such as significant financial difficulty of the debtor. If in a subsequent period the amount of impairment loss decreases, the impairment loss is reversed through profit or loss. A reversal of an impairment loss is limited to the asset's carrying amount that would have been determined had no impairment loss been recognized in prior years.



## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (j) Impairment of assets (Continued)

Impairment losses for receivables whose recovery is considered doubtful but not remote are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written off against receivables directly and any amounts held in the allowance account relating to that debt are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognized in profit or loss.

- For available-for-sale equity securities, the cumulative loss that has been recognized in investment revaluation reserve is reclassified to profit or loss. The amount of the cumulative loss that is recognized in profit or loss is the difference between the acquisition cost (net of any principal repayment and amortization) and current fair value, less any impairment loss on that asset previously recognized in profit or loss. Impairment loss recognized in profit or loss in respect of available-for-sale equity securities is not reversed through profit or loss. Any subsequent increase in the fair value of such assets is recognized in other comprehensive income.
- For other non-current assets, the recoverable amount is the greater of its fair value less costs of disposal 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 the time value of money and the risks specific to the asset. An impairment loss is recognized as an expense in profit or loss whenever the carrying amount exceeds the recoverable amount. An impairment loss is reversed if there has been a favorable change in the estimates used to determine the recoverable amount. A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognized in prior years. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognized. An impairment loss in respect of goodwill is not reversed.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (k) Trade and other receivables

Trade and other receivables are initially recognized at fair value and thereafter stated at amortized cost using the effective interest method, less impairment losses for bad and doubtful debts (note 1(j)), except where the receivables are interest-free loans or the effect of discounting would be immaterial. In such cases, the receivables are stated at cost less impairment losses for bad and doubtful debts (note 1(j)).

### (l) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other financial institutions, and short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are also included as a component of cash and cash equivalents for the purpose of the consolidated cash flow statement.

### (m) Trade and other payables

Trade and other payables are initially recognized at fair value and thereafter stated at amortized cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

### (n) Interest-bearing borrowings

Interest-bearing borrowings are recognized initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortized cost with any difference between costs and redemption value being recognized in profit or loss over the period of the borrowings using the effective interest method.

### (o) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset which necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of that asset. Other borrowing costs are expensed in the period in which they are incurred.

The capitalization of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying assets for its intended use or sale are interrupted or complete.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (p) Financial guarantees issued, provisions and contingent liabilities

#### 1. *Financial guarantees issued*

Financial guarantees are contracts that require the issuer (i.e. the guarantor) to make specified payments to reimburse the beneficiary of the guarantee (the “holder”) for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Where the Company issues a financial guarantee, the fair value of the guarantee is initially recognized as deferred income within trade and other payables. The fair value of financial guarantees issued at the time of issuance 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. Where consideration is received or receivable for the issuance of the guarantee, the consideration is recognized in accordance with the Company’s policies applicable to that category of asset. When no such consideration is received or receivable, an immediate expense is recognized in profit or loss on initial recognition of any deferred income.

The amount of the guarantee initially recognized as deferred income is amortized in profit or loss over the term of the guarantee as income from financial guarantees issued. In addition, provisions are recognized in accordance with note 1(p)(2) if and when (i) it becomes probable that the holder of guarantee will call upon the Company under the guarantee, and (ii) the amount of that claim on the Company is expected to exceed the amount currently carried in trade and other payables in respect of that guarantee i.e. the amount initially recognized, less accumulated amortization.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (p) Financial guarantees issued, provisions and contingent liabilities (Continued)

#### 2. *Other provisions and contingent liabilities*

Provisions are recognized for liabilities of uncertain timing or amount when the Group or the Company has a legal or constructive obligation arising as a result of past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. When the time value of the money is material, provisions are stated at the present value of the expenditure 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) Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Provided it is probable that the economic benefits will flow to the Group and the revenue and costs, if applicable, can be measured reliably, revenue is recognized in profit or loss as follows:

#### 1. *Sale of properties*

Revenue from sale of completed properties is recognized upon the later of the signing of sale and purchase agreements or the issue of occupation permit by the relevant government authorities, which is taken to be the point in time when the risks and rewards of ownership of the property have passed to the buyer.

#### 2. *Rental income*

Rental income under operating leases is recognized on a straight line basis over the terms of the respective leases, except where an alternative basis is more representative of the pattern of benefits to be derived from the use of the leased asset. Lease incentives granted are recognized in profit or loss as an integral part of the aggregate net lease payment receivable. Contingent rentals are recognized as income in the accounting period in which they are earned.

#### 3. *Interest income*

Interest income is recognized as it accrues using the effective interest method.

#### 4. *Dividends*

Dividends are recognized when the right to receive payment is established.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (r) Taxation

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 recognized in profit or loss except to the extent that they relate to items recognized in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognized in other comprehensive income or directly in equity, respectively.

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.

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 utilized, are recognized. 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 and liabilities that affect neither accounting nor taxable profits, 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.

When investment properties and investment properties under development are carried at their fair value in accordance with the accounting policy set out in note 1(f)(1), the amount of deferred tax recognized is measured using the tax rates that would apply on sale of those assets at their carrying value at the end of the reporting period 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 recognized is measured based on the expected manner of realization or settlement of the carrying amount of the assets and liabilities, using tax rates enacted or substantively enacted at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (r) Taxation (Continued)

The carrying amount of a deferred tax asset is reviewed at the end of each reporting period and is reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow the related tax benefit to be utilized. Any such reduction is reversed to the extent that it becomes probable that sufficient taxable profits will be available.

Additional income taxes that arise from the distribution of dividends are recognized when the liability to pay the related dividends is recognized.

### (s) Translation of foreign currencies

Items included in the financial statements of each entity in the Group are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to the entity (“functional currency”). The financial statements of the Group are presented in Hong Kong dollars.

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognized in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rate ruling at the transaction dates. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair values are translated using the foreign exchange rates ruling at the dates the fair value was determined.

The results of foreign operations are translated in Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Statement of financial position items are translated into Hong Kong dollars at the foreign exchange rates ruling at the end of the reporting period. The resulting exchange differences are recognized in other comprehensive income and accumulated separately in equity in the exchange reserve.

On disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation is reclassified from equity to profit or loss when the profit or loss on disposal is recognized.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (t) Related parties

1. 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.
  
2. 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 ventures 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 note 1(t)(1).
  - (vii) A person identified in note 1(t)(1)(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).
  - (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Group or the Group's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

### (u) Segment reporting

Operating segments are reported in a manner consistent with the Group's internal financial reporting 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. For disclosure purpose, a reportable segment comprises either one or more operating segments which can be aggregated together because they share similar economic characteristics and nature of the regulatory environment, or single operating segments which are disclosable separately because they cannot be aggregated or they exceed quantitative thresholds.

## 1 PRINCIPAL ACCOUNTING POLICIES (Continued)

### (v) Employee benefits

#### 1. *Short term employee benefits and contributions to defined contribution retirement schemes*

Salaries, annual bonuses, paid annual leave, the cost of non-monetary benefits and obligation for contributions to defined contribution retirement schemes, including those payables in mainland China and Hong Kong under relevant legislation, are accrued in the year in which the associated services are rendered by employees of the Group.

#### 2. *Share-based payments*

The fair value of share options granted to employees is measured at grant date, taking into account the terms and conditions upon which the options were granted, and is expensed on a straight line basis over the vesting period taking into account the probability that the options will vest, with a corresponding increase in equity (employee share-based compensation reserve).

During the vesting period, the number of share options that is expected to vest is reviewed. Any resulting adjustment to the cumulative fair value recognized in prior years is charged/credited to profit or loss for the year of the review, unless the original employee expenses qualify for recognition as an asset, with a corresponding adjustment to the employee share-based compensation reserve. On vesting date, the amount recognized as an expense is adjusted to reflect the actual number of options that vest (with a corresponding adjustment to the employee share-based compensation reserve).

At the time when the share options are exercised, the related employee share-based compensation reserve is transferred to share capital, together with the exercise price. If the options expire or lapse after the vesting period, the related employee share-based compensation reserve is transferred directly to retained profits.

## 2 CHANGES IN ACCOUNTING POLICIES

The HKICPA has issued a number of amendments to HKFRSs that are first effective for the current accounting period of the Group. Of these, the following developments are relevant to the Group's financial statements:

- Annual Improvements to HKFRSs 2010-2012 Cycle
- Annual Improvements to HKFRSs 2011-2013 Cycle



## 2 CHANGES IN ACCOUNTING POLICIES (Continued)

These two cycles of annual improvements contain amendments to nine standards with consequential amendments to other standards. Among them, HKAS 24, Related party disclosures has been amended to expand the definition of a “related party” to include a management entity that provides key management personnel services to the reporting entity, and to require the disclosure of the amounts incurred for obtaining the key management personnel services provided by the management entity. These amendments do not have an impact on the Group’s related party disclosures as the Group does not obtain key management personnel services from management entities.

## 3 REVENUE AND SEGMENT INFORMATION

The Group manages its businesses according to the nature of services and products provided. Management has determined three reportable operating segments for the measurement of performance and the allocation of resources. The segments are property leasing in Hong Kong and mainland China and property sales in Hong Kong.

Property leasing segment includes property leasing operation. The Group’s investment properties portfolio, which mainly consists of retail, office, residential, serviced apartments and carparks are primarily located in Hong Kong and mainland China. Property sales segment includes development and sale of the Group’s trading properties in Hong Kong.

Management evaluates performance primarily based on profit before taxation.

Segment assets principally comprise all non-current assets and current assets directly attributable to each segment with the exception of interest in joint ventures, other assets, deferred tax assets and cash and deposits with banks. The investment properties of the Group are included in segment assets at their fair values whilst the changes in fair value of investment properties are not included in segment profits. No segment liabilities analysis is presented as the Group monitors and manages its liabilities on a group basis.

### 3 REVENUE AND SEGMENT INFORMATION (Continued)

#### (a) Revenue and results by segments

in HK\$ Million	Revenue		Profit before taxation	
	2015	2014	2015	2014
<b>Segment</b>				
Property leasing				
– Mainland China	<b>4,625</b>	4,354	<b>3,005</b>	3,090
– Hong Kong	<b>3,705</b>	3,438	<b>3,105</b>	2,897
	<b>8,330</b>	7,792	<b>6,110</b>	5,987
Property sales				
– Hong Kong	<b>1,198</b>	9,814	<b>845</b>	7,419
Segment total	<b>9,528</b>	17,606	<b>6,955</b>	13,406
Other net income			<b>53</b>	73
Administrative expenses (Note)			<b>(728)</b>	(705)
Operating profit before changes in fair value of investment properties			<b>6,280</b>	12,774
Net increase in fair value of investment properties			<b>676</b>	1,712
– property leasing in Hong Kong			<b>947</b>	1,623
– property leasing in mainland China			<b>(271)</b>	89
Interest income			<b>1,142</b>	1,090
Finance costs			<b>(1,147)</b>	(827)
Net interest (expense)/income			<b>(5)</b>	263
Share of profits of joint ventures			<b>256</b>	355
Profit before taxation			<b>7,207</b>	15,104

Note:

Administrative expenses included share-based payments of HK\$150 million (2014: HK\$157 million) representing the amortization of the fair value of options granted to employees over the vesting period and do not involve any cash outflow for the Group.

### 3 REVENUE AND SEGMENT INFORMATION (Continued)

#### (b) Total assets by segments

in HK\$ Million	Total assets	
	2015	2014
<b>Segment</b>		
Property leasing		
– Mainland China	<b>95,189</b>	96,318
– Hong Kong	<b>60,344</b>	58,917
	<b>155,533</b>	155,235
Property sales		
– Hong Kong	<b>3,874</b>	5,054
Segment total	<b>159,407</b>	160,289
Interest in joint ventures	<b>3,455</b>	3,300
Other assets	<b>1,343</b>	1,438
Deferred tax assets	<b>19</b>	23
Cash and deposits with banks	<b>31,482</b>	40,323
Total assets	<b>195,706</b>	205,373

### 4 OTHER NET INCOME

in HK\$ Million	2015	2014
Gain on disposal of investment properties	<b>69</b>	3
Gain on disposal of listed investments	<b>62</b>	–
Dividend income from listed investments	–	4
Dividend income from unlisted investments	<b>1</b>	–
Net exchange gain	<b>22</b>	64
Unrealized loss on remeasurement of derivative financial instruments (Note)	<b>(101)</b>	–
Others	–	2
	<b>53</b>	73

Note:

Derivative financial instruments represent cross currency swaps, which were entered into for the purpose of fixing the exchange rate for the Medium Term Note denominated in USD.

## 5 NET INTEREST (EXPENSE)/INCOME

in HK\$ Million	2015	2014
Interest income on bank deposits	1,142	1,090
Interest expenses on bank loans and other borrowings	1,470	1,464
Other borrowing costs	121	129
Total borrowing costs	1,591	1,593
Less: Borrowing costs capitalized (Note)	(444)	(766)
Finance costs	1,147	827
Net interest (expense)/income	(5)	263

Note:

The borrowing costs have been capitalized at an average rate of 4.0% (2014: 3.4%) per annum for properties under development.

## 6 PROFIT BEFORE TAXATION

in HK\$ Million	2015	2014
Profit before taxation is arrived at after charging:		
Cost of properties sold	216	1,802
Staff costs, including employee share-based payments of HK\$150 million (2014: HK\$157 million)	1,395	1,211
Depreciation	55	52
Auditors' remuneration		
– audit services	12	11
– non-audit services	7	6
and after crediting:		
Gross rental income from investment properties less direct outgoings of HK\$2,220 million (2014: HK\$1,805 million), including contingent rentals of HK\$300 million (2014: HK\$291 million)	6,110	5,987

## 7 EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT

The Nomination and Remuneration Committee consists of three Independent Non-Executive Directors. The Committee makes recommendation to the Board on the Non-Executive Directors' and Independent Non-Executive Directors' remuneration packages and determines the remuneration package of individual Executive Directors. The emoluments of directors are determined by the scope of responsibility and accountability, and performance of individual Executive Directors, taking into consideration of the Company's performance and profitability, market practice and prevailing business conditions, etc.

### (a) Directors' emoluments

Details of directors' emoluments are summarized below:

in HK\$ Million						
Name	Fees	Salaries, allowances and benefits in kind	Discretionary bonuses	Group's contributions to retirement scheme	2015	2014
<b>Executive Directors</b>						
Ronnie C. Chan	1.8	25.3	8.0	2.5	<b>37.6</b>	38.4
Philip N.L. Chen	1.3	23.8	8.0	1.4	<b>34.5</b>	35.1
H.C. Ho	1.3	4.8	3.6	0.4	<b>10.1</b>	10.7
<b>Non-Executive Directors</b>						
Gerald L. Chan	0.7	–	–	–	<b>0.7</b>	0.7
George K.K. Chang (Appointed on March 11, 2015)	0.6	–	–	–	<b>0.6</b>	–
Roy Y.C. Chen (Appointed on September 19, 2015)	0.2	–	–	–	<b>0.2</b>	–
<b>Independent Non-Executive Directors</b>						
Simon S.O. Ip	0.9	–	–	–	<b>0.9</b>	0.9
L.C. Tsui (Appointed on November 10, 2014)	0.8	–	–	–	<b>0.8</b>	0.1
Martin C.K. Liao (Appointed on November 25, 2014)	0.7	–	–	–	<b>0.7</b>	0.1
P.W. Liu (Appointed on March 11, 2015)	1.5	–	–	–	<b>1.5</b>	–
S.S. Yin (Retired on April 29, 2015)	0.4	–	–	–	<b>0.4</b>	1.3
H.K. Cheng (Retired on April 29, 2015)	0.6	–	–	–	<b>0.6</b>	1.9
Laura L.Y. Chen (Passed away on May 18, 2015)	0.7	–	–	–	<b>0.7</b>	1.8
<b>2015</b>	<b>11.5</b>	<b>53.9</b>	<b>19.6</b>	<b>4.3</b>	<b>89.3</b>	91.0
2014	11.2	51.5	24.5	3.8	91.0	

## 7 EMOLUMENTS OF DIRECTORS AND SENIOR MANAGEMENT (Continued)

### (b) Individuals with highest emoluments

Of the five individuals with the highest emoluments, three (2014: three) are existing directors of the Company and the emoluments in respect of the remaining two (2014: two) individuals are as follows:

in HK\$ Million	2015	2014
Salaries, allowances and benefits in kind	8.6	8.0
Discretionary bonuses	2.7	2.7
Group's contributions to retirement scheme	0.4	0.3
	<b>11.7</b>	11.0

The emoluments of the above two (2014: two) individuals are within the following bands:

	Number of individuals	
	2015	2014
HK\$4,000,001 – HK\$4,500,000	–	1
HK\$4,500,001 – HK\$5,000,000	1	–
HK\$6,500,001 – HK\$7,000,000	1	1
	<b>2</b>	2

- (c) In addition to the above emoluments, certain directors of the Company were granted share options under the share option schemes of the Company and of Hang Lung Properties Limited (“HLPL”). Details of which are disclosed in note 25(b).
- (d) During the years ended December 31, 2015 and 2014, there were no amounts paid to directors and senior executives above for compensation of loss of office and inducement for joining the Group.

## 8 TAXATION IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(a) Taxation in the consolidated statement of profit or loss represents:

in HK\$ Million	2015	2014
Current tax		
Hong Kong Profits Tax	467	1,517
Over-provision in prior years	(8)	(33)
	459	1,484
China Income Tax	743	762
	1,202	2,246
Deferred tax		
Changes in fair value of investment properties	(68)	23
Other origination and reversal of temporary differences	82	99
Total (Note 19(b))	14	122
Total income tax expense	1,216	2,368

Provision for Hong Kong Profits Tax is calculated at 16.5% (2014: 16.5%) of the estimated assessable profits for the year. China Income Tax mainly represents China Corporate Income Tax calculated at 25% (2014: 25%) and China withholding income tax at the applicable rates. A withholding tax of 5% is levied on the Hong Kong companies in respect of dividend distributions arising from profits of foreign investment enterprises in mainland China earned after January 1, 2008.

(b) Share of joint ventures' taxation for the year ended December 31, 2015 of HK\$17 million (2014: HK\$32 million) is included in the share of profits of joint ventures.

**8 TAXATION IN THE CONSOLIDATED STATEMENT OF PROFIT OR LOSS** (Continued)

(c) Reconciliation between actual tax expense and profit before taxation at applicable tax rates:

in HK\$ Million	2015	2014
Profit before taxation	<b>7,207</b>	15,104
Tax on profit before taxation at applicable rates	<b>1,469</b>	2,769
Tax effect of non-taxable income	<b>(264)</b>	(464)
Tax effect of non-deductible expenses	<b>90</b>	133
Tax effect of tax losses utilized and other deductible temporary differences	<b>(286)</b>	(189)
Tax effect of unrecognized tax losses	<b>215</b>	119
Others	–	33
Over-provision in prior years	<b>(8)</b>	(33)
Actual tax expense	<b>1,216</b>	2,368

(d) There is no tax effect relating to the components of the other comprehensive income for the year.

**9 DIVIDENDS**

(a) Dividends attributable to the year

in HK\$ Million	2015	2014
Interim dividend declared and paid of HK19 cents (2014: HK19 cents) per share	<b>257</b>	257
Final dividend of HK61 cents (2014: HK62 cents) per share proposed after the end of the reporting period	<b>827</b>	840
	<b>1,084</b>	1,097

The dividend proposed after the end of the reporting period has not been recognized as a liability at the end of the reporting period.

(b) The final dividend of HK\$841 million (calculated based on HK62 cents per share and the total number of issued shares as at the dividend pay-out date) for the year ended December 31, 2014 was approved and paid in the year ended December 31, 2015 (2014: HK\$827 million).



## 10 EARNINGS PER SHARE

(a) The calculation of basic and diluted earnings per share is based on the following data:

in HK\$ Million	2015	2014
Earnings for calculation of basic and diluted earnings per share (net profit attributable to shareholders)	<b>3,211</b>	6,825
	Number of shares	
in Million	2015	2014
Weighted average number of shares used in calculating basic earnings per share	<b>1,355</b>	1,353
Effect of dilutive potential shares – share options	<b>2</b>	5
Weighted average number of shares used in calculating diluted earnings per share	<b>1,357</b>	1,358

(b) The underlying net profit attributable to shareholders which excluded changes in fair value of investment properties net of related deferred tax and non-controlling interests, is calculated as follows:

in HK\$ Million	2015	2014
Net profit attributable to shareholders	<b>3,211</b>	6,825
Effect of changes in fair value of investment properties	<b>(676)</b>	(1,712)
Effect of corresponding deferred tax	<b>(68)</b>	23
Effect of changes in fair value of investment properties of joint ventures	<b>(96)</b>	(205)
	<b>(840)</b>	(1,894)
Non-controlling interests	<b>329</b>	799
	<b>(511)</b>	(1,095)
Underlying net profit attributable to shareholders	<b>2,700</b>	5,730

The earnings per share based on underlying net profit attributable to shareholders are:

	2015	2014
Basic	<b>HK\$1.99</b>	HK\$4.23
Diluted	<b>HK\$1.99</b>	HK\$4.22

## 11 PROPERTY, PLANT AND EQUIPMENT

in HK\$ Million	Investment properties	Investment properties under development	Others	Total
Cost or valuation:				
At January 1, 2014	115,818	30,478	644	146,940
Exchange adjustment	(199)	(102)	–	(301)
Additions	397	5,866	64	6,327
Disposals	(2)	–	(4)	(6)
Increase in fair value	1,712	–	–	1,712
Transfer	10,631	(10,631)	–	–
At December 31, 2014 and January 1, 2015	128,357	25,611	704	154,672
Exchange adjustment	(4,347)	(1,257)	(13)	(5,617)
Additions	494	4,540	97	5,131
Disposals	(27)	–	(4)	(31)
Net increase in fair value	676	–	–	676
Transfer	12,185	(12,185)	–	–
<b>At December 31, 2015</b>	<b>137,338</b>	<b>16,709</b>	<b>784</b>	<b>154,831</b>
Accumulated depreciation:				
At January 1, 2014	–	–	349	349
Charge for the year	–	–	52	52
Written back on disposals	–	–	(3)	(3)
At December 31, 2014 and January 1, 2015	–	–	398	398
Exchange adjustment	–	–	(5)	(5)
Charge for the year	–	–	55	55
Written back on disposals	–	–	(2)	(2)
<b>At December 31, 2015</b>	<b>–</b>	<b>–</b>	<b>446</b>	<b>446</b>
Net book value:				
<b>At December 31, 2015</b>	<b>137,338</b>	<b>16,709</b>	<b>338</b>	<b>154,385</b>
At December 31, 2014	128,357	25,611	306	154,274
Cost or valuation of the property, plant and equipment is made up as follows:				
<b>December 31, 2015</b>				
Valuation	<b>137,338</b>	<b>16,709</b>	<b>–</b>	<b>154,047</b>
Cost	<b>–</b>	<b>–</b>	<b>784</b>	<b>784</b>
	<b>137,338</b>	<b>16,709</b>	<b>784</b>	<b>154,831</b>
December 31, 2014				
Valuation	128,357	25,611	–	153,968
Cost	–	–	704	704
	128,357	25,611	704	154,672

## 11 PROPERTY, PLANT AND EQUIPMENT (Continued)

### (a) Fair value measurement of properties

#### (i) Fair value hierarchy

The following table presents the fair value of the Group's investment properties and investment properties under development measured at the end of the reporting period on a recurring basis, categorized into a three-level fair value hierarchy as defined in HKFRS 13 "Fair value measurement". The level into which a fair value measurement is classified and determined with reference to the observability and significance of the inputs used in the valuation technique is 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.

in HK\$ Million	Fair value measurement at December 31, 2015		
	Level 1	Level 2	Level 3
Investment properties	–	<b>137,338</b>	–
Investment properties under development	–	–	<b>16,709</b>

in HK\$ Million	Fair value measurement at December 31, 2014		
	Level 1	Level 2	Level 3
Investment properties	–	128,357	–
Investment properties under development	–	–	25,611

The Group's policy is to recognize transfers between levels of fair value hierarchy at the time at which they occur. During the year, except for the transfer from investment properties under development to investment properties of HK\$12,185 million upon opening of Dalian Olympia 66 mall and Shenyang Forum 66 office tower in mainland China (2014: transfer from investment properties under development to investment properties of HK\$10,631 million upon opening of Tianjin Riverside 66 mall and Wuxi Center 66 office tower), there were no other transfers between levels of fair value hierarchy.

The investment properties and investment properties under development of the Group were revalued as at December 31, 2015 by Mr. Charles C.K. Chan, Registered Professional Surveyor (General Practice), of Savills Valuation and Professional Services Limited, on a market value basis. Management has discussion with the surveyors on the valuation assumptions and valuation results when the valuation is performed at each interim and annual reporting date.

**11 PROPERTY, PLANT AND EQUIPMENT** (Continued)**(a) Fair value measurement of properties** (Continued)*(ii) Valuation techniques and inputs used in Level 2 fair value measurements*

The fair value of investment properties is determined by using income capitalization approach with reference to current market rents and capitalization rates using market data.

*(iii) Information about Level 3 fair value measurements*

The fair value of investment properties under development in mainland China is determined by using direct comparison approach, with reference to comparable market transactions as available in the market to derive the fair value of the property assuming it was completed and, where appropriate, after deducting the following items:

- Estimated development costs to be expended to complete the properties that would be incurred by a market participant; and
- Estimated profit margin that a market participant would require to hold and develop the property to completion.

The higher the estimated development costs or profit margin, the lower the fair value of investment properties under construction.

The main Level 3 unobservable inputs used by the Group are as follows:

The total estimated development costs of the Group's investment properties under development ranged from HK\$3.7 billion to HK\$17.8 billion (2014: HK\$3.9 billion to HK\$22.0 billion). The estimates are largely consistent with the budgets developed internally by the Group based on management experience and knowledge of market conditions.

The movements during the year in the balances of these Level 3 fair value measurements are as follows:

in HK\$ Million	Investment properties under development – Mainland China	
	2015	2014
At January 1	25,611	30,478
Exchange adjustment	(1,257)	(102)
Additions	4,540	5,866
Increase in fair value	–	–
Transfer to Level 2	(12,185)	(10,631)
<b>At December 31</b>	<b>16,709</b>	25,611
Total gains for the year included in profit or loss	–	–

Fair value adjustments of investment properties and investment properties under development is recognized in “Net increase in fair value of investment properties” in the consolidated statement of profit or loss.

## 11 PROPERTY, PLANT AND EQUIPMENT (Continued)

(b) An analysis of net book value of properties is as follows:

in HK\$ Million	Investment properties		Investment properties under development	
	2015	2014	2015	2014
Long term leases in Hong Kong	<b>38,124</b>	37,033	–	–
Long term leases outside Hong Kong	<b>1,234</b>	1,316	<b>824</b>	849
Medium term leases in Hong Kong	<b>21,609</b>	21,470	–	–
Medium term leases outside Hong Kong	<b>76,371</b>	68,538	<b>15,885</b>	24,762
	<b>137,338</b>	128,357	<b>16,709</b>	25,611

(c) The net book value of other property, plant and equipment of the Group included long term leases of HK\$9 million (2014: HK\$9 million) in respect of land and building held in Hong Kong, medium term leases of HK\$7 million (2014: HK\$7 million) and long term leases of HK\$41 million (2014: HK\$46 million) in respect of land and buildings held outside Hong Kong respectively.

Property leasing revenue includes gross rental income from investment properties of HK\$8,330 million (2014: HK\$7,792 million).

(d) The Group leases out its properties under operating leases. Leases typically run for an initial period of two to five years, with some having the option to renew, at which time all terms are renegotiated. Long term leases contain rent review or adjustment clauses and the Group has a regular proportion of its leases up for renewal each year. Certain leases include contingent rentals calculated with reference to the revenue of tenants.

At the end of the reporting period, the Group's total future minimum lease income under non-cancellable operating leases in respect of investment properties were as follows:

in HK\$ Million	2015	2014
Within 1 year	<b>6,085</b>	6,099
After 1 year but within 5 years	<b>7,279</b>	7,347
After 5 years	<b>823</b>	1,059
	<b>14,187</b>	14,505

## 12 INTEREST IN JOINT VENTURES

in HK\$ Million	2015	2014
Share of net assets	<b>2,691</b>	2,477
Amounts due from joint ventures	<b>771</b>	830
Amounts due to joint ventures	<b>(7)</b>	(7)
	<b>3,455</b>	3,300

Amounts due from joint ventures are unsecured, interest-free with no fixed terms of repayment and classified as non-current assets as they are not expected to be recoverable within the next twelve months.

Amounts due to joint ventures are unsecured and interest-free with no fixed terms of repayment.

Details of principal joint ventures are set out in note 34. The aggregate financial information related to the Group's share of joint ventures that are not individually material are as follows:

in HK\$ Million	2015	2014
Non-current assets	<b>3,404</b>	3,284
Current assets	<b>319</b>	278
Non-current liabilities	<b>(906)</b>	(964)
Current liabilities	<b>(126)</b>	(121)
Net assets	<b>2,691</b>	2,477

in HK\$ Million	2015	2014
Revenue	<b>236</b>	280
Profit and total comprehensive income for the year	<b>256</b>	355

### 13 OTHER ASSETS

in HK\$ Million	2015	2014
Listed investments at market value		
– Hong Kong	–	85
– Outside Hong Kong	–	10
	–	95
Advances to unlisted investee companies less provision	161	161
Intangible assets (Note (a))	1,182	1,182
	<b>1,343</b>	1,438

Note:

(a) Intangible assets represent goodwill arising from the Group's additions in equity interests in its subsidiary, HLPL, for transactions before July 1, 2009. At the end of the reporting period, an impairment test was performed by comparing the goodwill with its recoverable amount and no impairment was recorded.

### 14 CASH AND DEPOSITS WITH BANKS

in HK\$ Million	2015	2014
Time deposits	29,911	37,705
Cash at banks	1,571	2,618
Cash and deposits with banks in the consolidated statement of financial position	31,482	40,323
Less: Bank deposits with maturity greater than three months	(4,463)	(104)
Cash and cash equivalents in the consolidated cash flow statement	27,019	40,219

At the end of the reporting period, the Group's cash and deposits with banks were interest-bearing at an average rate of 3.2% (2014: 2.6%) per annum with currencies denominated in:

in HK\$ Million	2015	2014
Hong Kong Dollars equivalent of:		
Renminbi	30,164	35,592
Hong Kong Dollars	1,306	4,721
United States Dollars	12	10
	<b>31,482</b>	40,323

The Group holds Renminbi bank deposits to meet its ongoing payment obligations in relation to its development projects in mainland China.

**14 CASH AND DEPOSITS WITH BANKS** (Continued)

After deducting cash and deposits from bank loans and other borrowings, the net debt position (2014: net cash position) of the Group at the end of the reporting period was as follows:

in HK\$ Million	2015	2014
Bank loans and other borrowings (Note 17)	<b>37,330</b>	40,095
Less: Cash and deposits	<b>(31,482)</b>	(40,323)
Net Debt/(Net Cash)	<b>5,848</b>	(228)

**15 TRADE AND OTHER RECEIVABLES**

(a) Included in trade and other receivables are trade receivables (based on the due date) with the following terms:

in HK\$ Million	2015	2014
Current and within 1 month	<b>42</b>	1,008
1 – 3 months	<b>8</b>	8
Over 3 months	<b>4</b>	8
	<b>54</b>	1,024

The balance of bad and doubtful debts is insignificant. The details on the Group's credit policy are set out in note 27(c).

(b) Included in other receivables of the Group is deposit of land acquisition in mainland China of HK\$298 million (2014: HK\$317 million).

**16 PROPERTIES FOR SALE**

in HK\$ Million	2015	2014
Completed properties for sale located in Hong Kong – long term leases	<b>1,810</b>	1,810
Completed properties for sale – medium term leases		
– Hong Kong	<b>2,038</b>	2,254
– Outside Hong Kong	<b>4</b>	4
	<b>2,042</b>	2,258
	<b>3,852</b>	4,068



## 17 BANK LOANS AND OTHER BORROWINGS

At the end of the reporting period, bank loans and other borrowings were unsecured and repayable as follows:

in HK\$ Million	2015	2014
<b>Bank loans</b> (Note (a))		
Within 1 year or on demand	6,645	7,937
After 1 year but within 2 years	2,074	6,199
After 2 years but within 5 years	13,883	9,249
Over 5 years	2,264	4,296
	<b>24,866</b>	27,681
<b>Other borrowings</b> (Note (b))		
After 2 years but within 5 years	810	375
Over 5 years	11,929	12,368
	<b>12,739</b>	12,743
	<b>37,605</b>	40,424
Less: unamortized front end fees	(275)	(329)
<b>Total bank loans and other borrowings</b>	<b>37,330</b>	40,095
Amount due within 1 year included under current liabilities	(6,640)	(7,937)
	<b>30,690</b>	32,158

Notes:

(a) All bank loans are interest-bearing at rates ranging from 0.8% to 7.1% (2014: 0.8% to 7.1%) per annum during the year.

Certain of the Group's borrowings are attached with financial covenants which require that at any time, the Group's consolidated tangible net worth is not less than and the ratio of borrowings to consolidated tangible net worth is not more than certain required levels. During the year, all these covenants have been complied with by the Group.

At December 31, 2015, the Group had HK\$18,115 million (2014: HK\$25,389 million) committed undrawn banking facilities.

(b) A wholly-owned subsidiary of HLPL has a US\$3 billion (2014: US\$3 billion) Medium Term Note Program (the "Program"). At the end of the reporting period, the bonds have been issued with coupon rates ranged from 2.95% to 4.75% (2014: 2.95% to 4.75%) per annum under the Program.

## 18 TRADE AND OTHER PAYABLES

in HK\$ Million	2015	2014
Creditors and accrued expenses (Note (a))	<b>5,116</b>	6,196
Deposits received (Note (b))	<b>2,237</b>	2,053
	<b>7,353</b>	8,249

Notes:

- (a) Creditors and accrued expenses include retention money payable of HK\$533 million (2014: HK\$565 million) which is not expected to be settled within one year.
- (b) Deposits received of HK\$1,341 million (2014: HK\$1,180 million) are not expected to be settled within one year.

Included in trade and other payables are trade creditors with the following aging analysis:

in HK\$ Million	2015	2014
Due within 1 month	<b>2,150</b>	4,350
Due after 3 months	<b>583</b>	565
	<b>2,733</b>	4,915

## 19 TAXATION IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION

### (a) Current taxation

in HK\$ Million	2015	2014
Provision for Hong Kong Profits Tax	<b>159</b>	1,161
Provision for China Income Tax	<b>398</b>	412
Hong Kong Profits Tax payable relating to prior years	<b>20</b>	33
	<b>577</b>	1,606

### (b) Deferred taxation

in HK\$ Million	2015	2014
Deferred tax liabilities	<b>10,144</b>	10,727
Deferred tax assets	<b>(19)</b>	(23)
Net deferred tax liabilities	<b>10,125</b>	10,704

## 19 TAXATION IN THE CONSOLIDATED STATEMENT OF FINANCIAL POSITION (Continued)

### (b) Deferred taxation (Continued)

The components of deferred tax liabilities/(assets) recognized in the consolidated statement of financial position and the movements during the year are as follows:

in HK\$ Million	Depreciation allowances in excess of related depreciation	Revaluation of properties	Future benefit of tax losses	Others	Total
Deferred tax arising from:					
At January 1, 2014	1,565	8,918	(3)	138	10,618
(Credited)/Charged to exchange reserve	(8)	(30)	–	2	(36)
Charged to profit or loss (Note 8(a))	115	23	1	(17)	122
At December 31, 2014 and January 1, 2015	1,672	8,911	(2)	123	10,704
Credited to exchange reserve	(70)	(519)	–	(4)	(593)
Charged to profit or loss (Note 8(a))	115	(68)	–	(33)	14
<b>At December 31, 2015</b>	<b>1,717</b>	<b>8,324</b>	<b>(2)</b>	<b>86</b>	<b>10,125</b>

Included in “Others” is mainly deferred tax liabilities recognized in respect of undistributed profits of foreign investment enterprises in mainland China.

### (c) Deferred tax assets not recognized

The Group has not recognized deferred tax assets in respect of tax losses of HK\$4,855 million (2014: HK\$4,229 million) sustained in the operations of certain subsidiaries as the availability of future taxable profits against which the assets can be utilized is not probable at December 31, 2015. The tax losses arising from Hong Kong operations do not expire under current tax legislation. The tax losses arising from the operations in mainland China expire five years after the relevant accounting year end date.

## 20 SHARE CAPITAL

Movements of the Company's ordinary shares are set out below:

	2015		2014	
	Number of shares (Million)	Amount of share capital (HK\$Million)	Number of shares (Million)	Amount of share capital (HK\$Million)
Ordinary shares, issued and fully paid:				
At January 1	1,355	3,893	1,350	1,350
Shares issued under share option scheme	–	–	5	60
Transition to no-par value regime on March 3, 2014 (Note (a))	–	–	–	2,483
At December 31	1,355	3,893	1,355	3,893

Note (a):

The transition to the no-par value regime under the Hong Kong Companies Ordinance occurred automatically on March 3, 2014. On that date, the share premium account and capital redemption reserve were subsumed into share capital in accordance with section 37 of Schedule 11 to the Ordinance. These changes did not impact on the number of shares in issue or the relative entitlement of any of the members. Since that date, all the changes in share capital have been made in accordance with the requirements of Parts 4 and 5 of the Ordinance.

## 21 RESERVES

### (a) The Group

in HK\$ Million	Other reserves							Total	Retained profits	Total reserves
	Share premium	Capital redemption reserve	Investment revaluation reserve	Exchange reserve	Employee share-based compensation reserve	General reserve	Other capital reserve			
At January 1, 2014	2,457	26	22	5,320	352	275	1,669	10,121	59,101	69,222
Transition to no-par value regime on March 3, 2014 (Note 20(a))	(2,457)	(26)	–	–	–	–	–	(2,483)	–	(2,483)
Profit for the year	–	–	–	–	–	–	–	–	6,825	6,825
Net movement in investment revaluation reserve	–	–	16	–	–	–	–	16	–	16
Exchange difference arising from translation of overseas subsidiaries	–	–	–	(579)	–	–	–	(579)	–	(579)
Total comprehensive income for the year	–	–	16	(579)	–	–	–	(563)	6,825	6,262
Final dividends in respect of previous financial year	–	–	–	–	–	–	–	–	(827)	(827)
Interim dividends in respect of current financial year	–	–	–	–	–	–	–	–	(257)	(257)
Issue of shares	–	–	–	–	(12)	–	–	(12)	–	(12)
Employee share-based payments	–	–	–	–	47	–	–	47	33	80
Change in non-controlling interests arising from increase of the Group's shareholding in a subsidiary	–	–	–	–	–	–	148	148	–	148
At December 31, 2014 and January 1, 2015	–	–	38	4,741	387	275	1,817	7,258	64,875	72,133
Profit for the year	–	–	–	–	–	–	–	–	3,211	3,211
Net movement in investment revaluation reserve	–	–	(38)	–	–	–	–	(38)	–	(38)
Exchange difference arising from translation of overseas subsidiaries	–	–	–	(3,212)	–	–	–	(3,212)	–	(3,212)
Total comprehensive income for the year	–	–	(38)	(3,212)	–	–	–	(3,250)	3,211	(39)
Final dividends in respect of previous financial year	–	–	–	–	–	–	–	–	(841)	(841)
Interim dividends in respect of current financial year	–	–	–	–	–	–	–	–	(257)	(257)
Employee share-based payments	–	–	–	–	46	–	–	46	24	70
Change in non-controlling interests arising from increase of the Group's shareholding in a subsidiary	–	–	–	–	–	–	511	511	–	511
<b>At December 31, 2015</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>1,529</b>	<b>433</b>	<b>275</b>	<b>2,328</b>	<b>4,565</b>	<b>67,012</b>	<b>71,577</b>

**21 RESERVES** (Continued)**(a) The Group** (Continued)

The retained profits for the Group at December 31, 2015 included HK\$468 million (2014: HK\$344 million) in respect of statutory reserves of the subsidiaries in mainland China.

The exchange reserve of the Group comprises the exchange differences arising from the translation of the financial statements of the Group's entities in and relating to mainland China.

The employee share-based compensation reserve comprises the fair value of share options granted which are yet to be exercised, as explained in note 1(v). The general reserve was derived from retained profits and is distributable. The other capital reserve represents any difference between the cost of the additional investment and the carrying amount of the net assets acquired at the date of exchange when acquiring an additional non-controlling interest in an existing subsidiary.

**(b) The Company**

in HK\$ Million	Other reserves				Total	Retained profits	Total reserves
	Share premium	Capital redemption reserve	Employee share-based compensation reserve	General reserve			
At January 1, 2014	2,457	26	47	862	3,392	10,328	13,720
Transition to no-par value regime on March 3, 2014 (Note 20(a))	(2,457)	(26)	–	–	(2,483)	–	(2,483)
Profit and total comprehensive income for the year	–	–	–	–	–	1,508	1,508
Final dividends in respect of previous financial year	–	–	–	–	–	(827)	(827)
Interim dividends in respect of current financial year	–	–	–	–	–	(257)	(257)
Issue of shares	–	–	(12)	–	(12)	–	(12)
At December 31, 2014 and January 1, 2015	–	–	35	862	897	10,752	11,649
Profit and total comprehensive income for the year	–	–	–	–	–	1,964	1,964
Final dividends in respect of previous financial year	–	–	–	–	–	(841)	(841)
Interim dividends in respect of current financial year	–	–	–	–	–	(257)	(257)
<b>At December 31, 2015</b>	<b>–</b>	<b>–</b>	<b>35</b>	<b>862</b>	<b>897</b>	<b>11,618</b>	<b>12,515</b>

The aggregate amount of the Company's reserves available for distribution to equity shareholders of the Company at December 31, 2015 was HK\$12,480 million (2014: HK\$11,614 million).

## 21 RESERVES (Continued)

### *Capital management*

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 to other stakeholders, and to secure 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 shareholders' returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in the light of changes in the Group's business portfolio and economic conditions.

The Group monitors its capital structure by reviewing its leveraging ratio (net debt to equity and debt to equity) and cash flow requirements, taking into account its future financial obligations and commitments. Net debt represents bank loans and other borrowings less cash and deposits with banks. Equity comprises shareholders' equity and non-controlling interests.

The Group has a net debt position as at December 31, 2015 (Note 14). Net debt to equity ratio and debt to equity ratio as at December 31, 2015 were 4.2% (2014: N/A) and 26.6% (2014: 27.7%), respectively. Neither the Company nor any of its subsidiaries are subject to externally imposed capital requirements.

## 22 NON-CONTROLLING INTERESTS

Non-controlling interests represent the equity interests and the share of profit or loss attributable to other shareholders in respect of the subsidiaries not wholly-owned by the Group as at December 31. Details of movement of non-controlling interests are set out in the consolidated statement of changes in equity.

## 23 CASH GENERATED FROM OPERATIONS

in HK\$ Million	2015	2014
Profit before taxation	<b>7,207</b>	15,104
Adjustments for:		
Gain on disposal of investment properties	<b>(69)</b>	(3)
Gain on disposal of listed investments	<b>(62)</b>	–
Bank interest income	<b>(1,142)</b>	(1,090)
Loss on remeasurement of derivative financial instruments	<b>101</b>	–
Dividend income from listed investments	–	(4)
Dividend income from unlisted investments	<b>(1)</b>	–
Finance costs	<b>1,147</b>	827
Depreciation	<b>55</b>	52
Loss on disposal of other property, plant and equipment	<b>2</b>	1
Net increase in fair value of investment properties	<b>(676)</b>	(1,712)
Share of profits of joint ventures	<b>(256)</b>	(355)
Employee share-based payments	<b>150</b>	157
Decrease in properties for sale	<b>170</b>	1,689
Decrease in trade and other receivables	<b>777</b>	724
Increase in creditors and accrued expenses	<b>552</b>	1,197
Increase in deposits received	<b>260</b>	153
Cash generated from operations	<b>8,215</b>	16,740

## 24 COMMITMENTS

At the end of the reporting period, capital commitments not provided for in the financial statements were as follows:

in HK\$ Million	2015	2014
Contracted for	<b>1,540</b>	3,448
Authorized but not contracted for	<b>37,927</b>	43,220
	<b>39,467</b>	46,668

The above commitments include mainly the land costs and construction related costs to be incurred in respect of the Group's development of its investment properties in various cities in mainland China.



## 25 EMPLOYEE BENEFITS

### (a) Retirement benefits

The Group operates a defined contribution provident fund scheme for its employees. The assets of the scheme are held separately from those of the Group by an independent corporate trustee and managed by professional fund managers.

Contributions are made by both the employer and the employees at a certain percentage of employees' basic salaries, the percentage varying with their length of service. When an employee leaves the scheme prior to his or her interest in the Group's contributions being fully vested, forfeited contributions are refunded to the Group in 2015 (2014: the forfeited contributions were credited to the reserves of the fund). Total contributions made by the Group for the year amounted to HK\$26 million (2014: HK\$23 million) and forfeited sums refunded to the Group amounted to HK\$1 million (2014: forfeited sums were credited to the reserves amounted to HK\$2 million).

A master trust Mandatory Provident Fund Scheme (the "MPF Scheme") is operated by an independent service provider. Mandatory contributions are made by both the employer and the employees at 5% of the employees' monthly relevant income, up to a limit of HK\$30,000. The Group's contributions will be fully and immediately vested in the employees' accounts as their accrued benefits in the scheme. Total MPF contributions made by the Group for the year amounted to HK\$6 million (2014: HK\$5 million).

As the Group's provident fund scheme is an MPF Exempted Occupational Retirement Scheme (the "ORSO Scheme"), eligibility for membership of the ORSO and MPF schemes is identical. New employees are offered a one-off option to join either the ORSO or the MPF scheme.

Staff in the Company's subsidiaries operating in mainland China are members of a retirement benefits scheme (the "Mainland RB Scheme") operated by the local municipal government in mainland China. The only obligation of the subsidiaries in mainland China is to contribute a certain percentage of their payroll to Mainland RB Scheme to fund the retirement benefits. The local municipal government in mainland China undertakes to assume the retirement benefits obligations of all existing and future retired employees of subsidiaries in mainland China. Total contributions made by subsidiaries in mainland China for the year amounted to HK\$55 million (2014: HK\$44 million).

**25 EMPLOYEE BENEFITS** (Continued)**(b) Equity compensation benefits***The Company*

The share option scheme adopted by the Company on November 24, 2000 has expired. No further options shall be offered thereunder, but in all other respects the provisions of the scheme shall remain in full force and effect and all options granted prior to such expiration and not exercised at the expiry date shall remain valid.

Under the scheme, the board of directors (the “Board”) of the Company is authorized to grant options to selected participants, including employees and directors of any company in the Group, to subscribe for shares of the Company as incentives or rewards for their contributions to the Group. The exercise price of the options is determined by the Board at the time of grant, and shall be the highest of the nominal value of the shares, the closing price of the shares at the date of grant and the average closing price of the shares for the five business days immediately preceding the date of grant. The period open for acceptance of the option and amount payable thereon, the vesting period, the exercisable period and the number of shares subject to each option are determined by the Board at the time of grant.

*Hang Lung Properties Limited*

The share option scheme adopted by the Company’s subsidiary, HLPL, on November 22, 2002 (the “2002 Share Option Scheme”) was terminated upon the adoption of a new share option scheme on April 18, 2012 (the “2012 Share Option Scheme”, together with the 2002 Share Option Scheme are referred to as the “Schemes”). No further options shall be offered under the 2002 Share Option Scheme, but in all other respects the provisions of the 2002 Share Option Scheme shall remain in full force and effect and all options granted prior to such termination and not exercised at the date of termination shall remain valid. The 2012 Share Option Scheme remains in force for a period of 10 years commencing on its adoption date and expiring on the tenth anniversary thereof.

The purposes of the Schemes are to enable HLPL to grant options to selected participants as incentives or rewards for their contributions to HLPL group, to attract skilled and experienced personnel, to incentivize them to remain with HLPL group and to motivate them to strive for the future development and expansion of HLPL group by providing them with the opportunity to acquire equity interests in HLPL.

## 25 EMPLOYEE BENEFITS (Continued)

### (b) Equity compensation benefits (Continued)

#### *Hang Lung Properties Limited (Continued)*

Under the Schemes, the Board of HLPL is authorized to grant options to selected participants, including employees and directors of any company in HLPL group, subject to the terms and conditions such as performance targets as the Board of HLPL may specify on a case-by-case basis or generally. The exercise price of the options is determined by the Board of HLPL at the time of grant, and shall not be less than the highest of the nominal value of HLPL shares, the closing price of HLPL shares at the date of grant and the average closing price of HLPL shares for the five business days immediately preceding the date of grant. The period open for acceptance of the option and amount payable thereon, the vesting period, the exercisable period and the number of HLPL shares subject to each option are determined by the Board of HLPL at the time of grant.

As at the date of this report, the total number of HLPL shares available for issue under the 2012 Share Option Scheme is 273,914,253 shares, representing 6.09% of the total number of issued shares of HLPL. The total number of HLPL shares issued and to be issued upon exercise of options (including both exercised and outstanding) granted to each participant in any 12-month period shall not exceed 1% of HLPL shares in issue.

- The movement of share options of the Company during the year is as follow:

Date granted	Number of share options				Period during which options are exercisable	Exercise price (HK\$)
	Outstanding on January 1, 2015	Exercised	Forfeited/ Lapsed	Outstanding on December 31, 2015		
November 20, 2006	6,700,000	–	–	<b>6,700,000</b>	November 20, 2007 to November 19, 2016	20.52
Total	6,700,000	–	–	<b>6,700,000</b>		

All the above options may vest after one to five years of the grant date and are exercisable up to the tenth anniversary of the date of grant, after which they will lapse. No options were granted or cancelled during the year.

**25 EMPLOYEE BENEFITS** (Continued)**(b) Equity compensation benefits** (Continued)

- (i) Movements in the number of share options of the Company outstanding and their related weighted average exercise prices are as follows:

	2015		2014	
	Weighted average exercise price (HK\$)	Number of options	Weighted average exercise price (HK\$)	Number of options
Outstanding at January 1	20.52	6,700,000	15.74	11,790,000
Exercised	–	–	9.45	(5,090,000)
Cancelled	–	–	–	–
Outstanding at December 31	20.52	6,700,000	20.52	6,700,000
Exercisable at December 31	20.52	6,700,000	20.52	6,700,000

- (ii) The weighted average remaining contractual life of options outstanding at the end of the reporting period was 0.9 years (2014: 1.9 years).

2. The movements of share options of HLPL during the year are as follows:

*(i) 2002 Share Option Scheme*

Date granted	Number of share options				Period during which options are exercisable	Exercise price (HK\$)
	Outstanding on January 1, 2015	Exercised	Forfeited/ Lapsed	Outstanding on December 31, 2015		
November 14, 2006 to March 19, 2007	4,125,000	(2,400,000)	–	1,725,000	November 14, 2007 to March 18, 2017	16.75–22.55
August 21, 2007 to December 31, 2008	40,268,000	(9,466,000)	(80,000)	30,722,000	August 21, 2008 to December 30, 2018	17.36–27.90
February 8, 2010 to June 1, 2010	13,380,000	–	–	13,380,000	February 8, 2012 to May 31, 2020	26.46–27.27
July 29, 2010 to June 13, 2011	33,840,000	–	(1,822,000)	32,018,000	July 29, 2012 to June 12, 2021	30.79–36.90
Total	91,613,000	(11,866,000)	(1,902,000)	77,845,000		

## 25 EMPLOYEE BENEFITS (Continued)

### (b) Equity compensation benefits (Continued)

#### (i) 2002 Share Option Scheme (Continued)

All the above options may vest after one/two to five years of the grant date and are exercisable up to the tenth anniversary of the date of grant, after which they will lapse. No options were granted or cancelled during the year.

Movements in the number of share options of HLPL outstanding and their related weighted average exercise prices are as follows:

	2015		2014	
	Weighted average exercise price (HK\$)	Number of options	Weighted average exercise price (HK\$)	Number of options
Outstanding at January 1	25.77	91,613,000	24.91	101,091,000
Exercised	17.30	(11,866,000)	11.09	(6,414,000)
Cancelled	–	–	–	–
Forfeited/Lapsed	32.08	(1,902,000)	28.27	(3,064,000)
Outstanding at December 31	26.90	77,845,000	25.77	91,613,000
Exercisable at December 31	26.46	69,837,800	23.98	66,443,000

The closing price of the shares of HLPL immediately before the date of exercise by the director during the year was HK\$17.42. The weighted average closing price of the shares of HLPL immediately before the dates of exercise by the employees during the year was HK\$21.44.

The weighted average closing share price of HLPL at the dates of exercise for share options during the year was HK\$17.23.

The weighted average remaining contractual life of HLPL options outstanding at the end of the reporting period was 3.7 years (2014: 4.6 years).

**25 EMPLOYEE BENEFITS** (Continued)**(b) Equity compensation benefits** (Continued)*(ii) 2012 Share Option Scheme*

Date granted	Number of share options			Outstanding on December 31, 2015	Period during which options are exercisable	Exercise price (HK\$)
	Outstanding on January 1, 2015	Exercised	Forfeited/ Lapsed			
June 4, 2013	33,550,000	–	(1,970,000)	<b>31,580,000</b>	June 4, 2015 to June 3, 2023	28.20
December 5, 2014	32,470,000	–	(2,120,000)	<b>30,350,000</b>	December 5, 2016 to December 4, 2024	22.60
Total	66,020,000	–	(4,090,000)	<b>61,930,000</b>		

All the above options may vest after two to five years of the grant date and are exercisable up to the tenth anniversary of the date of grant, after which they will lapse. No options of HLPL were granted or cancelled during the year.

Movements in the number of share options outstanding and their related weighted average exercise prices are as follows:

	2015		2014	
	Weighted average exercise price (HK\$)	Number of options	Weighted average exercise price (HK\$)	Number of options
Outstanding at January 1	<b>25.45</b>	<b>66,020,000</b>	28.20	38,620,000
Granted		–	22.60	32,630,000
Forfeited/Lapsed	<b>25.30</b>	<b>(4,090,000)</b>	28.03	(5,230,000)
Outstanding at December 31	<b>25.46</b>	<b>61,930,000</b>	25.45	66,020,000
Exercisable at December 31	<b>28.20</b>	<b>3,158,000</b>	–	–

The weighted average remaining contractual life of options of HLPL outstanding at the end of the reporting period was 8.1 years (2014: 9.1 years).

*(iii)* In respect of share options of the Company and HLPL granted to the directors of the Company, who were also directors of HLPL, the related charge recognized for the year ended December 31, 2015, estimated in accordance with the Group's accounting policy in note 1(v)(2) was as follows:

- (1) Mr. Ronnie C. Chan, HK\$16.6 million (2014: HK\$21.1 million);
- (2) Mr. Philip N.L. Chen, HK\$20.4 million (2014: HK\$28.9 million); and
- (3) Mr. H.C. Ho, HK\$12.2 million (2014: HK\$14.3 million).

*(iv)* The valuation of share options was estimated at the date of grant using a Black-Scholes pricing model taking into account the terms and conditions upon which the options were granted.

## 26 RELATED PARTY TRANSACTIONS

Except for the transactions and balances already disclosed elsewhere in the financial statements, the Group entered into the following related party transactions during the year in its ordinary course of business:

- (a) Emoluments to directors and key management has been disclosed in notes 7 and 25(b).
- (b) During the year ended December 31, 2014, a director of HLPL and a connected person of the Group entered into the sale and purchase agreements to acquire four residential units and six car parking spaces of the Group's residential development, The HarbourSide, at a total consideration of \$240 million by way of public tender. The balance of the purchase price at December 31, 2014 of \$216 million was settled in January 2015. This constituted connected transactions as defined in Chapter 14A of the Listing Rules. Details of the connected transactions were set out in the joint announcement of the Company and HLPL dated November 25, 2014.

Except for the related party transaction disclosed in note (b) above, none of the above related party transactions falls under the definition of connected transaction or continuing connected transaction as defined in Chapter 14A of the Listing Rules.

## 27 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

Exposure to interest rate, liquidity, credit and currency risks arises in the normal course of the Group's business. The Group has policies and practices approved by management as described below in managing these risks.

### (a) Interest rate risk

The Group's interest rate risk arises primarily from deposits with banks and borrowings issued at floating rates. Interest rate trends and movements are closely monitored and, if appropriate, existing borrowings will be replaced with new bank facilities when favorable pricing opportunities arise. In addition, the Group established the Medium Term Note Program which facilitates the Group to mitigate future interest rate volatility and re-financing risks.

The interest rates of interest-bearing financial assets and liabilities are disclosed in notes 14 and 17.

Based on the simulations performed at year end in relation to the Group's bank deposits and borrowings, it was estimated that the impact of a 100 basis-point increase in market interest rates from the rates applicable at the year end date, with all other variables held constant, would increase the Group's profit after taxation and total equity by approximately HK\$81 million (2014: HK\$143 million).

This analysis is based on a hypothetical situation, as in practice market interest rates rarely change in isolation, and should not be considered a projection of likely future profits or losses. The analysis assumes the following:

- changes in market interest rates affect the interest income and interest expenses of floating rate financial instruments and bank borrowings; and
- all other financial assets and liabilities are held constant.

The analysis was performed on the same basis for 2014.

## 27 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### (b) Liquidity risk

The Group manages its surplus cash centrally and the liquidity risk of the Company and its subsidiaries at the corporate level. The objective is to ensure that an adequate amount of cash and committed bank facilities are available to meet all funding requirements. Significant flexibility is achieved through diverse sources of committed credit lines for capturing future expansion opportunities.

in HK\$ Million	Carrying amount	Contractual undiscounted cash flow				
		Total	Within 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Bank loans and other borrowings	37,330	44,165	7,943	3,285	17,661	15,276
Trade and other payables	7,353	7,353	5,479	1,061	615	198
<b>At December 31, 2015</b>	<b>44,683</b>	<b>51,518</b>	<b>13,422</b>	<b>4,346</b>	<b>18,276</b>	<b>15,474</b>

in HK\$ Million	Carrying amount	Contractual undiscounted cash flow				
		Total	Within 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Bank loans and other borrowings	40,095	47,910	9,288	7,402	12,830	18,390
Trade and other payables	8,249	8,249	6,524	1,013	553	159
At December 31, 2014	48,344	56,159	15,812	8,415	13,383	18,549

### (c) Credit risk

The Group's credit risk is primarily attributable to trade receivables with tenants and deposits held with reputable banks and financial institutions.

The Group maintains a defined credit policy including stringent credit evaluation on and payment of a rental deposit from tenants. Proceeds from property sales are receivable pursuant to the terms of the sale and purchase agreements. In addition to the payment of rental deposits, tenants are required to pay monthly rents in respect of leased properties in advance. Except for sale of properties developed by the Group, it does not hold any collateral over the receivables. Receivables are regularly reviewed and closely monitored to minimize any associated credit risk.



## 27 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### (c) Credit risk (Continued)

Surplus cash is placed with reputable banks and financial institutions in accordance with pre-determined limits based on credit ratings and other factors to minimize concentration risk.

The Group does not provide any other guarantee which would expose the Group to material credit risk.

There are no significant concentrations of credit risk within the Group.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset in the consolidated statement of financial position.

### (d) Currency risk

Currency risk arises from assets and liabilities denominated in a currency other than the functional currency of the Group's entities to which they related. The Group maintains certain bank deposits denominated in United States dollars amounting to US\$1 million (2014: US\$1 million) and bonds amounting to US\$1,000 million (2014: US\$1,000 million). Given that Hong Kong dollar is pegged to United States dollar, the resulting currency risk on such deposits and bonds is considered relatively limited. The currency risk arising from the USD denominated bond is also hedged by the cross currency swaps entered into by the Group during the year.

The Group engages in property development and investments in mainland China through its local subsidiaries whose net assets are exposed to currency risk. In addition, the Group has Renminbi deposits of RMB 25,480 million (2014: RMB 28,394 million), for which there are currency risks but which are held to meet its ongoing Renminbi payment obligations in relation to its development projects in mainland China. Where appropriate, the Group seeks to minimize its exposure to currency risk in mainland China through borrowings denominated in Renminbi.

Management estimated that a 5% (2014: 1%) appreciation/depreciation of Renminbi against Hong Kong dollar would increase/decrease the Group's equity attributable to shareholders by HK\$2,525 million (2014: HK\$515 million).

The above analysis has been determined assuming that the change in foreign exchange rates had occurred at the end of the reporting period and that all other variables, in particular interest rates, remain constant. The analysis was performed on the same basis for 2014.

## 27 FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### (e) Fair value

The fair value of the Group's financial instruments are measured at the end of the reporting period on a recurring basis, categorized 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 and determined with reference to the observability and significance of the inputs used in the valuation technique is 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.

#### (i) *Financial assets measured at fair value*

The fair value of listed investments, classified as available-for-sale equity securities, are measured using quoted prices in an active market for identical assets (level 1).

Derivative financial instruments are recognized initially at fair value. At the end of each reporting period, the fair value is remeasured. The gain or loss on remeasurement of fair value is recognized immediately in the consolidated statement of profit or loss.

The fair value of cross currency swaps as at December 31, 2015 of HK\$101 million (December 31, 2014: Nil) (recorded under "trade and other payable") in Level 2 is determined based on the amount that the Group would receive or pay to terminate the swaps at the end of the reporting period taking into account current interest rates and current creditworthiness of the swap counter-parties.

During the year, there were no transfers of instruments between Level 1 and Level 2, or transfers into or out of Level 3.

#### (ii) *Fair values of financial assets and liabilities carried at other than fair value*

The fair values of unlisted investments, trade and other receivables, trade and other payables, cash and deposits with banks, bank loans and other borrowings are considered approximate to their carrying amounts at the end of the reporting period.

## 28 SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGMENTS

### Key sources of estimation uncertainty

Notes 11(a), 25(b) and 27(e) contain information about the assumptions and their risk relating to valuation of investment properties and investment properties under development, fair value of share options granted and listed investments and derivative financial instruments. Other key sources of estimation uncertainty are as follows:

#### (a) *Properties held for sale*

The Group determines the net realizable value of unsold properties based on estimation of future selling price less costs to be incurred in relation to the sale, with reference to the prevailing market data and market survey reports available from independent property valuers.

#### (b) *Impairment of assets*

The Group tests regularly whether goodwill and other assets that have indefinite useful lives have suffered any impairment. Other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is determined using fair value less costs to sell or value-in-use calculations as appropriate. These calculations require the use of estimates.

#### (c) *Income taxes*

There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business and judgment is required in determining the provision for income taxes. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the year in which such determination is made.

#### (d) *Recognition of deferred tax assets*

The amount of the deferred tax assets included in the consolidated statement of financial position of the Group is recognized only to the extent that it is probable that future taxable profits will be available against which the temporary differences and unused tax losses can be utilized. The recognition of deferred tax assets requires the Group to make judgments based on the assessment of future financial performance, the amount of future taxable profits and the timing of when these will be realized.

## 29 COMPANY-LEVEL STATEMENT OF FINANCIAL POSITION

At December 31, 2015

in HK\$ Million	Note	2015	2014
<b>Non-current asset</b>			
Interest in subsidiaries	30	<b>16,817</b>	15,905
<b>Current liability</b>			
Trade and other payables		<b>13</b>	11
<b>Total assets less current liability</b>		<b>16,804</b>	15,894
<b>Non-current liability</b>			
Amounts due to subsidiaries	30(b)	<b>396</b>	352
<b>NET ASSETS</b>		<b>16,408</b>	15,542
<b>Capital and reserves</b>			
Share capital	20	<b>3,893</b>	3,893
Reserves	21	<b>12,515</b>	11,649
<b>TOTAL EQUITY</b>		<b>16,408</b>	15,542

**Philip N.L. Chen**  
Managing Director

**H.C. Ho**  
Executive Director

### 30 INTEREST IN SUBSIDIARIES

in HK\$ Million	2015	2014
Unlisted shares, at cost	181	181
Amounts due from subsidiaries	16,636	15,724
	<b>16,817</b>	15,905

Details of principal subsidiaries are set out in note 33.

The following table lists out the information relating to HLPL in which the Group has material non-controlling interest (“NCI”). The summarized financial information presented below represents the amounts before any inter-company elimination.

in HK\$ Million	2015	2014
NCI percentage at the end of the reporting period	45.7%	46.8%
Non-current assets	147,726	147,271
Current assets	36,292	45,908
Current liabilities	(12,000)	(15,144)
Non-current liabilities	(37,126)	(39,032)
Net assets	134,892	139,003
Carrying amount of NCI	61,646	65,053
Revenue	8,948	17,030
Profit for the year	5,545	12,153
Total comprehensive income for the year	(185)	11,359
Profit allocated to NCI	2,534	5,688
Dividend paid to NCI	2,429	1,887
Net cash flow:		
generated from operating activities	5,460	15,362
used in investing activities	(9,334)	(3,946)
used in financing activities	(7,331)	(4,702)

- (a) Amounts due from subsidiaries are unsecured, interest-free with no fixed terms of repayment and classified as non-current assets as they are not expected to be recoverable within the next twelve months.
- (b) Amounts due to subsidiaries are unsecured, interest-free with no fixed terms of repayment and classified as non-current liabilities as they are not expected to be repaid within the next twelve months.

### 31 FUTURE CHANGES IN ACCOUNTING POLICIES

The Group has not early applied the following amendments and new standards which have been issued by the HKICPA but are not yet effective for the year ended December 31, 2015. The adoption of the following amendments or standards will not result in substantial changes to the Group's accounting policies.

		Effective for accounting periods beginning on or after
Annual Improvements to HKFRS	2012-2014 Cycle	January 1, 2016
Amendments to HKAS 16 and HKAS 38	Clarification of acceptable methods of depreciation and amortization	January 1, 2016
HKFRS 15	Revenue from contracts with customers	January 1, 2018
HKFRS 9	Financial Instruments	January 1, 2018

### 32 APPROVAL OF FINANCIAL STATEMENTS

The financial statements were approved and authorized for issue by the Board of Directors on January 28, 2016.

### 33 PRINCIPAL SUBSIDIARIES

At December 31, 2015

Company	Issued Share Capital (HK\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Akihiro Company Limited	2	100	100	Property development & leasing	Hong Kong
Antonis Limited*	10,000	54.3	–	Property leasing	Hong Kong
AP City Limited	2	54.3	–	Property leasing	Hong Kong
AP Joy Limited	2	54.3	–	Property development & leasing	Hong Kong
AP Properties Limited				Property development & leasing	Hong Kong
'A' shares	34	54.3	–		
'B' shares	6	54.3	–		
AP Star Limited*	2	54.3	–	Investment holding	Hong Kong
AP Success Limited	2	54.3	–	Property leasing	Hong Kong
AP Universal Limited*	2	54.3	–	Property leasing	Hong Kong
AP Win Limited*	1,000,000	54.3	–	Property leasing	Hong Kong
AP World Limited	2	54.3	–	Property development	Hong Kong
Bayliner Investment Ltd.*	US\$1	100	100	Investment holding	British Virgin Islands
Believecity Limited*	2	100	–	Investment holding & securities trading	Hong Kong
Bonna Estates Company Limited	1,000,000	54.3	–	Property leasing	Hong Kong
Caddo Enterprises, Limited*	4,000,000	54.3	–	Property leasing	Hong Kong
Cititop Limited	2	54.3	–	Property development & leasing	Hong Kong
Cokage Limited*	2	100	100	Investment holding	Hong Kong
Country Bond Development Limited				Investment holding	Hong Kong
'A' shares	990	53.4	–		
'B' share	1	54.3	–		
Country First Enterprises Limited	2	100	–	Investment holding	Hong Kong
Country Link Enterprises Limited	5,000,000	56.8	–	Investment holding	Hong Kong
Curicao Company Limited*	2	100	–	Investment holding	Hong Kong
Dokay Limited*	2	54.3	–	Property leasing	Hong Kong
Dynamia Company Limited	2	100	100	Property development & leasing	Hong Kong

**33 PRINCIPAL SUBSIDIARIES** (Continued)

At December 31, 2015

Company	Issued Share Capital (HK\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Ease Smart Development Limited				Investment holding	Hong Kong
'A' share	1	100	–		
'B' share	1	54.3	–		
Easegood Enterprises Limited	2	54.3	–	Investment holding	Hong Kong
Ever Brilliant Investment Limited	2	100	100	Investment holding	Hong Kong
Folabs Limited*	2	100	–	Property leasing	Hong Kong
Fu Yik Company Limited*	3	54.3	–	Property leasing	Hong Kong
Gala Ruby Limited*	2	54.3	–	Investment holding	Hong Kong
Glory View Properties Limited*	2	100	100	Property leasing	Hong Kong
Gowily Limited	2	54.3	–	Property leasing	Hong Kong
Grand Centre Limited	4	54.3	–	Property leasing	Hong Kong
Grand Hotel Group Limited	10,200	54.3	–	Apartment operating & management	Hong Kong
Grand Hotel Holdings Limited				Investment holding	Hong Kong
'A' shares	62,163,123	54.3	–		
'B' shares	6,000,000	54.3	–		
Great Cheer Development Limited	2	100	100	Property development	Hong Kong
Hang Chui Company Limited	2	54.3	–	Property leasing	Hong Kong
Hang Far Company Limited*	2	54.3	–	Investment holding	Hong Kong
Hang Fine Company Limited	200	54.3	–	Property leasing	Hong Kong
Hang Kong Company Limited*	2	100	–	Investment holding	Hong Kong
Hang Kwok Company Limited*	10,000	54.3	–	Property leasing	Hong Kong
Hang Lung (Administration) Limited	10,000	54.3	–	Management services	Hong Kong
Hang Lung (China) Limited	2	100	100	Investment holding	Hong Kong
Hang Lung (Dalian) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung Enterprises Limited*	2	100	100	Investment holding	Hong Kong
Hang Lung Financial Services Limited	2	100	100	Financial services	Hong Kong
Hang Lung Investments Limited*	2	100	100	Investment holding	Hong Kong



### 33 PRINCIPAL SUBSIDIARIES (Continued)

At December 31, 2015

Company	Issued Share Capital (HK\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Hang Lung (Jiangsu) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung (Jinan) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung (Kunming) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung (Liaoning) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung (Shenyang) Limited	2	54.3	–	Investment holding	Hong Kong
Hang Lung (Tianjin) Limited	2	54.3	–	Investment holding	Hong Kong
Hang Lung (Wuhan) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung (Wuxi) Limited	1	54.3	–	Investment holding	Hong Kong
Hang Lung Park-In Limited	2	54.3	–	Property leasing	Hong Kong
Hang Lung Project Management Limited*	10,000	54.3	–	Project management	Hong Kong
Hang Lung Properties Limited	4,497,175,670	54.3	–	Investment holding	Hong Kong
Hang Lung Property Management Limited*	100,000	54.3	–	Property management	Hong Kong
Hang Lung Real Estate Agency Limited*	2	54.3	–	Property agencies	Hong Kong
Hang Lung Treasury Limited	2	100	100	Financial services	Hong Kong
Hebo Limited	2	100	100	Property development	Hong Kong
HL Enterprises Limited*	2	100	100	Investment holding	Hong Kong
HL Mortgage (HTG) Limited*	2	100	100	Financial services	Hong Kong
HL Mortgage (NH) Limited*	2	100	100	Financial services	Hong Kong
HL Mortgage (NP) Limited*	2	100	100	Financial services	Hong Kong
HLP (China) Administrative Limited	1	54.3	–	Management services	Hong Kong
HLP (China) Limited	2	54.3	–	Investment holding	Hong Kong
HLP Finance Limited <sup>#</sup>	US\$1	54.3	–	Financial services	British Virgin Islands
HLP Financial Services Limited	RMB1	54.3	–	Financial services	Hong Kong
HLP Treasury Limited	2	54.3	–	Financial services	Hong Kong
HLP Treasury Services Limited*	2	54.3	–	Investment holding	Hong Kong
Hoi Sang Limited*	2	54.3	–	Investment holding	Hong Kong
Kindstock Limited*	2	100	–	Investment holding	Hong Kong

**33 PRINCIPAL SUBSIDIARIES** (Continued)

At December 31, 2015

Company	Issued Share Capital (HK\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Lockoo Limited*	1,000,002	54.3	–	Property development	Hong Kong
Luckyson Investments Limited	10,000	100	–	Investment holding	Hong Kong
Lungsun Mortgage (PV) Limited*	20	89.7	–	Financial services	Hong Kong
Mansita Limited*	2	54.3	–	Property leasing	Hong Kong
Modalton Limited	2	54.3	–	Property leasing	Hong Kong
Monafat Limited*	2	54.3	–	Property leasing	Hong Kong
Nikco Limited	2	100	–	Property leasing	Hong Kong
Palex Limited*	2	54.3	–	Property leasing	Hong Kong
Pocaliton Limited	2	54.3	–	Property leasing	Hong Kong
Prosperland Housing Limited	1,560,000	100	100	Investment holding	Hong Kong
Purotat Limited*	2	100	100	Investment holding	Hong Kong
Rago Star Limited	2	54.3	–	Property leasing	Hong Kong
Scotat Limited	2	89.7	–	Investment holding	Hong Kong
Stanman Properties Limited	20	100	100	Property development & leasing	Hong Kong
Stocket Limited	2	54.3	–	Property leasing	Hong Kong
Success Cosmos Development Limited*	2	100	100	Property development	Hong Kong
Tegraton Limited	2	54.3	–	Property leasing	Hong Kong
Topnic Limited	2	100	100	Property leasing	Hong Kong
Wai Luen Investment Company, Limited*	100,000	54.3	–	Property leasing	Hong Kong
Yangli Limited*	2	54.3	–	Property leasing	Hong Kong
Yee Fly Investment Limited*	1,000	100	100	Investment holding & securities trading	Hong Kong

### 33 PRINCIPAL SUBSIDIARIES (Continued)

At December 31, 2015

Wholly Foreign Owned Enterprises in mainland China	Registered Capital	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Dalian Hang Lung Properties Ltd.	RMB3,926,877,355	54.3	–	Property development & leasing	Mainland China
Kunming Hang Ying Properties Ltd.	RMB5,187,321,800	54.3	–	Property development	Mainland China
Liaoning Hang Lung Properties Ltd.	RMB5,382,096,324	54.3	–	Property development & leasing	Mainland China
Shandong Hang Lung Properties Ltd.	US\$385,000,000	54.3	–	Property development & leasing	Mainland China
Shenyang Hang Lung Properties Ltd.	US\$349,990,000	54.3	–	Property development & leasing	Mainland China
Tianjin Hang Lung Properties Ltd.	HK\$4,229,600,000	54.3	–	Property development & leasing	Mainland China
Wuxi Hang Lung Properties Ltd.	RMB3,837,746,261	54.3	–	Property development & leasing	Mainland China
Wuxi Hang Ying Properties Ltd.	HK\$509,000,000	54.3	–	Property development	Mainland China
Hubei Hang Lung Property Development Co., Ltd.	RMB4,430,000,000	54.3	–	Property development	Mainland China

Equity Joint Ventures in mainland China	Registered Capital (US\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Shanghai Hang Bond Property Development Co., Ltd.	167,004,736	53.1	–	Property development & leasing	Mainland China
Shanghai Heng Cheng Real Estate Development Co., Ltd.	17,766,000	70	–	Property development	Mainland China
Shanghai Kong Hui Property Development Co., Ltd.	165,000,000	53.4	–	Property development & leasing	Mainland China

# Operated in Hong Kong

\* Not audited by KPMG

The above list gives the principal subsidiaries of the Group which in the opinion of the directors, principally affect the profit and assets of the Group.

### 34 PRINCIPAL JOINT VENTURES

At December 31, 2015

Company	Issued Share Capital (HK\$)	% Held by The Group	% Held by The Company	Activity	Place of Incorporation and Operations
Daily Win Development Limited	400	25	–	Property leasing	Hong Kong
Hang Hing Mortgage (TH) Limited	2	50	–	Financial services	Hong Kong
Hang Lung-Hakuyosha Dry Cleaning Limited	519,000	50	–	Dry and laundry cleaning	Hong Kong
Metro Classic Holdings Limited	US\$1	20	–	Property development	British Virgin Islands
Metro Trade International Limited	US\$60	20	–	Property development	British Virgin Islands
Newfoundworld Finance Limited	100,000	20	–	Financial services	Hong Kong
Newfoundworld Holdings Limited	2,000,000	20	–	Investment holding	Hong Kong
Newfoundworld Investment Holdings Limited	US\$5	20	–	Investment holding	British Virgin Islands
Newfoundworld Limited	2,000,000	20	–	Property development	Hong Kong
Pure Jade Limited	1,000,000	20	–	Property development	Hong Kong
Star Play Development Limited	3	18.1	–	Property leasing	Hong Kong

The above companies are not audited by KPMG.

The above list gives the principal joint ventures of the Group which in the opinion of the directors, principally affect the profit and assets of the Group.

# TEN-YEAR FINANCIAL SUMMARY

in HK\$ Million (unless otherwise stated)	Jan – Dec				Jul – Dec 2011 (Note 1)	For the year ended June 30				
	2015	2014	2013	2012		2011	2010	2009	2008	2007
<b>Total assets</b>	<b>195,706</b>	205,373	198,965	182,903	163,088	155,367	126,512	98,676	93,489	76,222
Investment properties	<b>137,338</b>	128,357	115,818	106,102	101,833	94,003	88,633	69,958	66,136	52,539
Properties for sale										
– Completed	<b>3,852</b>	4,068	4,055	4,843	5,158	5,089	5,086	6,954	6,805	9,706
– Under development	<b>–</b>	–	1,662	1,296	987	905	800	760	43	41
Cash and deposits with banks	<b>31,482</b>	40,323	39,704	40,183	26,149	28,274	11,852	9,632	10,738	7,092
<b>Total liabilities</b>	<b>55,404</b>	60,677	62,557	53,288	41,920	35,170	24,167	19,907	21,432	17,733
Bank loans and other borrowings	<b>37,330</b>	40,095	45,024	37,645	27,694	20,901	10,790	9,966	9,040	8,482
Floating rate notes	<b>–</b>	–	–	–	–	–	–	1,500	1,500	1,500
<b>Shareholders' equity</b>	<b>75,470</b>	76,026	70,572	65,224	60,510	58,972	52,973	40,640	36,782	29,095
<b>Net assets (including non-controlling interests)</b>	<b>140,302</b>	144,696	136,408	129,615	121,168	120,197	102,345	78,769	72,057	58,489
<b>Revenue</b>	<b>9,528</b>	17,606	9,734	7,986	3,361	5,714	12,580	4,696	10,553	4,778
<b>Net profit attributable to shareholders</b>	<b>3,211</b>	6,825	4,557	5,262	1,578	3,529	13,139	2,559	7,516	4,786
<b>Underlying net profit (Note 2)</b>	<b>2,700</b>	5,730	3,071	3,564	1,000	1,733	3,695	1,454	2,555	1,996
<b>Dividends</b>	<b>1,084</b>	1,097	1,079	1,066	512	1,025	1,017	941	941	813
<b>Per share data</b>										
Earnings										
– Basic	<b>\$2.37</b>	\$5.04	\$3.38	\$3.90	\$1.17	\$2.62	\$9.83	\$1.92	\$5.64	\$3.59
– Diluted	<b>\$2.37</b>	\$5.03	\$3.36	\$3.87	\$1.16	\$2.60	\$9.71	\$1.90	\$5.56	\$3.56
Underlying earnings (Note 2)										
– Basic	<b>\$1.99</b>	\$4.23	\$2.27	\$2.64	\$0.74	\$1.29	\$2.76	\$1.09	\$1.92	\$1.50
– Diluted	<b>\$1.99</b>	\$4.22	\$2.26	\$2.62	\$0.74	\$1.28	\$2.73	\$1.08	\$1.89	\$1.48
Dividends										
– Interim	<b>19¢</b>	19¢	19¢	19¢	–	19¢	19¢	16.5¢	16.5¢	14.5¢
– Final	<b>61¢</b>	62¢	61¢	60¢	38¢	57¢	57¢	54¢	54¢	46.5¢
– Total for the year/period	<b>80¢</b>	81¢	80¢	79¢	38¢	76¢	76¢	70.5¢	70.5¢	61¢
Shareholders' equity (Note 3)	<b>\$55.7</b>	\$56.1	\$52.3	\$48.3	\$44.9	\$43.7	\$39.6	\$30.5	\$27.6	\$21.8
Net assets (including non-controlling interests) (Note 3)	<b>\$103.5</b>	\$106.8	\$101.0	\$96.0	\$89.9	\$89.2	\$76.4	\$59.0	\$54.0	\$43.9
<b>Net debt to equity ratio (Note 4)</b>	<b>4.2%</b>	0%	3.9%	0%	1.4%	0%	0%	2.8%	0.4%	5.9%
<b>Pay-out ratio</b>	<b>34%</b>	16%	24%	20%	32%	29%	8%	37%	13%	17%
<b>Underlying pay-out ratio (Note 2)</b>	<b>40%</b>	19%	35%	30%	51%	59%	28%	65%	37%	41%
<b>Number of shares issued (in Million)</b>	<b>1,355</b>	1,355	1,350	1,350	1,348	1,348	1,339	1,334	1,334	1,334

## Notes:

1. In November 2011, the Board of Directors approved the change of the Group's financial year end date from June 30 to December 31. Thus, the Group had a six-month financial period from July 1 to December 31, 2011.
2. To facilitate a better understanding of the Group's operational results, underlying net profit, earnings per share and pay-out ratio are presented by excluding the effect of changes in fair value of investment properties and investment properties under development and their related deferred tax and non-controlling interests.
3. Based on year end balance divided by number of shares issued at the end of the reporting period.
4. Net debt represents bank loans and other borrowings, floating rate notes and finance lease obligations, less cash and deposits with banks. Equity comprises shareholders' equity and non-controlling interests.

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**FINANCIAL TERMS**

<b>Finance cost</b>	Total of interest expenses on total borrowings and other borrowing costs, net of amount capitalized
<b>Total borrowings</b>	Total of bank loans & other borrowings, net of unamortized other borrowing costs
<b>Net debt/cash</b>	Total borrowings net of cash and deposits with banks
<b>Net profit attributable to the shareholders</b>	Profit for the year (after tax) less amounts attributable to non-controlling interests
<b>Underlying net profit attributable to shareholders</b>	Net profit attributable to the shareholders excluded changes in fair value of investment properties and investment properties under development net of related deferred tax and non-controlling interests

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**FINANCIAL RATIOS**

Basic earnings per share	= $\frac{\text{Profit attributable to shareholders}}{\text{Weighted average number of shares in issue during the year}}$	Total debt to equity	= $\frac{\text{Total borrowings}}{\text{Total equity}}$
Net asset per share	= $\frac{\text{Net assets}}{\text{Weighted average number of shares in issue during the year}}$	Net debt to equity	= $\frac{\text{Net debt}}{\text{Total equity}}$
Interest cover	= $\frac{\text{Operating profit before changes in fair value of investment properties}}{\text{Finance cost before capitalization less interest income}}$		

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## GENERAL TERMS

<b>AGM</b>	annual general meeting of the Company
<b>Articles of Association</b>	the articles of association of the Company
<b>connected transaction</b>	has the meaning ascribed to it in the Listing Rules
<b>Board</b>	board of Directors of the Company
<b>CG Code</b>	Corporate Governance Code contained in Appendix 14 to the Listing Rules
<b>Companies Ordinance</b>	Companies Ordinance (Chapter 622 of the Laws of Hong Kong)
<b>Company</b>	Hang Lung Group Limited
<b>Director(s)</b>	director(s) of the Company or otherwise as the context may require
<b>ERM</b>	enterprise risk management
<b>Group</b>	the Company and its subsidiaries
<b>HKEx</b>	Hong Kong Exchanges and Clearing Limited
<b>HKSAR</b>	the Hong Kong Special Administrative Region of the People's Republic of China
<b>HLPL</b>	Hang Lung Properties Limited (the Company's listed subsidiary)
<b>Listing Rules</b>	Rules Governing the Listing of Securities on the Stock Exchange
<b>Model Code</b>	Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix 10 to the Listing Rules
<b>SFO</b>	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
<b>Stock Exchange</b>	The Stock Exchange of Hong Kong Limited
<b>UK</b>	the United Kingdom
<b>US or USA</b>	the United States of America

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## DIRECTORS

Ronnie C. Chan (*Chairman*)  
Philip N.L. Chen (*Managing Director*)  
Gerald L. Chan<sup>#</sup>  
Simon S.O. Ip *CBE, JP*<sup>\*</sup>  
L.C. Tsui *OC, GBS, JP*<sup>\*</sup>  
Martin C.K. Liao *SBS, JP*<sup>\*</sup>  
P.W. Liu *SBS, JP*<sup>\*</sup>  
George K.K. Chang<sup>#</sup>  
Roy Y.C. Chen<sup>#</sup>  
H.C. Ho

<sup>#</sup> *Non-Executive Director*

<sup>\*</sup> *Independent Non-Executive Director*

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## AUDIT COMMITTEE

Simon S.O. Ip *CBE, JP* (*Chairman*)  
L.C. Tsui *OC, GBS, JP*  
P.W. Liu *SBS, JP*  
George K.K. Chang

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## NOMINATION AND REMUNERATION COMMITTEE

P.W. Liu *SBS, JP* (*Chairman*)  
Simon S.O. Ip *CBE, JP*  
Martin C.K. Liao *SBS, JP*

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## AUTHORIZED REPRESENTATIVES

Philip N.L. Chen  
Bella P.L. Chhoa

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## COMPANY SECRETARY

Bella P.L. Chhoa

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## REGISTERED OFFICE

28th Floor, Standard Chartered Bank Building  
4 Des Voeux Road Central, Hong Kong  
Tel : 2879 0111  
Fax : 2868 6086

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## INTERNET ADDRESS

Website: <http://www.hanglunggroup.com>  
Email address: [HLGroup@hanglung.com](mailto:HLGroup@hanglung.com)

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## AUDITOR

KPMG  
*Certified Public Accountants*

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## 2015

### JUL

Announcement of interim results July 30, 2015

### SEP

Interim dividend paid September 30, 2015

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## 2016

### JAN

Announcement of annual results January 28, 2016

### APR

Latest time for lodging transfers 4:30 p.m. on April 26, 2016  
(for attending and voting at annual general meeting)

Closure of share register April 27 to 28, 2016  
(for attending and voting at annual general meeting) (both days inclusive)

Annual general meeting 11:00 a.m. on April 28, 2016  
(Details are set out in the notice of annual general meeting accompanying this annual report)

### MAY

Latest time for lodging transfers (for final dividend) 4:30 p.m. on May 4, 2016

Closure of share register (for final dividend) May 5, 2016

Proposed final dividend payable May 18, 2016

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## 200 LISTING INFORMATION

At December 31, 2015

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1,354,918,242 shares listed on The Stock Exchange of Hong Kong Limited

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### STOCK CODE

Hong Kong Stock Exchange: 00010

Reuters : 0010.HK

Bloomberg : 10HK

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### BOARD LOT SIZE (SHARE)

1,000

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### AMERICAN DEPOSITARY RECEIPT (ADR)

Sponsored Level-1 (Over the Counter)

CUSIP Number/Ticker Symbol: 41043E102/HNLGY

ADR to Underlying Share Ratio: 1:5

Depository Bank: The Bank of New York Mellon

Website: <http://www.adrbnymellon.com>

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### SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited

17M Floor, Hopewell Centre

183 Queen's Road East, Wan Chai, Hong Kong

Tel: 2862 8555

Fax: 2865 0990

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### INVESTOR RELATIONS CONTACT

C.F. Kwan

Email address: [ir@hanglung.com](mailto:ir@hanglung.com)

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## SHARE INFORMATION

	Share Price		Total Trading Volume Number of Shares (‘000)	Share Price		Total Trading Volume Number of Shares (‘000)
	High HK\$	Low HK\$		High HK\$	Low HK\$	
2015						
First quarter	37.80	33.50	83,132	40.60	34.60	38,125
Second quarter	41.95	33.65	48,747	45.00	38.25	35,103
Third quarter	36.55	25.80	88,664	45.00	37.90	32,210
Fourth quarter	29.40	24.10	73,713	39.35	34.10	29,978
<b>Share Price as at December 31, 2015:</b>			<b>HK\$25.20</b>	<b>Share Price as at December 31, 2014:</b>		<b>HK\$35.20</b>
<b>Market Capitalization as at December 31, 2015:</b>			<b>HK\$34.14 billion</b>	<b>Market Capitalization as at December 31, 2014:</b>		<b>HK\$47.69 billion</b>

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STOCK CODE  
00010

