

Audited Financial Statements

PUBLIC FINANCE LIMITED  
大眾財務有限公司

31 December 2018

PUBLIC FINANCE LIMITED  
大眾財務有限公司

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## REPORT OF THE DIRECTORS

The Directors present their report and the audited financial statements of Public Finance Limited (the “Company”) and its subsidiaries (collectively referred to as the “Group”) for the year ended 31 December 2018.

### **Principal activities**

The principal activities of the Group have not changed during the year and consisted of deposit taking, personal and commercial lending, which comprised mainly the granting of personal loans, revolving loans, property mortgage loans, hire purchase loans to individuals and small to medium size manufacturing companies, remittance service, the provision of finance to purchasers of taxis, the letting of investment properties and the provision of stockbroking.

Details of the principal activities of the Company’s subsidiaries are set out in note 1 to the financial statements.

### **Results and dividends**

The Group’s profit for the year ended 31 December 2018 and the Group’s financial position as at that date are set out in the financial statements on pages 7 to 121.

Interim dividend of HK\$48.625 cents (2017: HK\$47.074 cents) per ordinary share was declared and paid during the year. The Directors recommend the payment of a final dividend of HK\$45.522 cents (2017: HK\$47.623 cents) per ordinary share for the year.

### **Investment properties, property and equipment and land held under finance leases**

Details of movements in the investment properties, property and equipment and land held under finance leases of the Group during the year are set out in notes 14, 15 and 16 to the financial statements, respectively.

### **Share capital**

There was no movement in the Company’s issued share capital during the year.

### **Reserves**

Details of movements in the reserves of the Group and of the Company during the year are set out in notes 22 and 29(b) to the financial statements, respectively, and the consolidated statement of changes in equity.

### **Directors**

The Directors of the Company during the year and up to the date of this report were as follows:

#### *Non-Executive Directors:*

Tan Sri Dato’ Sri Dr. Teh Hong Piow, Chairman  
Quah Poh Keat  
Dato’ Chang Kat Kiam  
Chong Yam Kiang

#### *Independent Non-Executive Directors:*

Tang Wing Chew, Co-Chairman  
Lee Chin Guan  
Lai Wan

REPORT OF THE DIRECTORS

**Directors (Continued)**

*Executive Director:*

Lee Huat Oon

In accordance with Articles 110 and 111 of the Articles of Association of the Company, Mr. Lee Huat Oon, Dato' Chang Kat Kiam and Mr. Chong Yam Kiang shall retire by rotation and, being eligible, will offer themselves for re-election at the forthcoming annual general meeting ("AGM").

The Directors of the subsidiaries of the Company during the year and up to the date of this report were as follows:

Lee Huat Oon

Chiu Chik Shang

**Management contracts**

Save for employment contracts, no other contracts relating to the management and/or administration of the whole or any substantial part of the business of the Company were entered into or subsisted during the year.

**Directors' rights to acquire shares and debentures**

At no time during the year or at the end of the year has been/was the Company or any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangement to enable the Company's Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

**Equity-linked agreements**

No equity-linked agreement that will or may result in the Company issuing shares or that requires the Company to enter into any agreements that will or may result in the Company issuing shares was entered into by the Company during the year or subsisted at the end of the year.

**Directors' interests in transactions, arrangements or contracts**

Except as detailed in note 25 to the financial statements, there has been no transaction, arrangement or contract of significance in relation to the Company's business to which the Company or any of its holding companies, subsidiaries or fellow subsidiaries was a party and in which a Director of the Company or an entity connected with the Director is or was materially interested, either directly or indirectly, subsisted during or at the end of the year.

**Permitted indemnity provision**

Pursuant to Article 158 of the Company's Articles of Association and subject to the provisions of the statutes, every Director, secretary or officer of the Company shall be indemnified out of the funds of the Company against all liability incurred by him as such Director, secretary or officer of the Company in or about the execution or holding of his office or otherwise in relation thereto. The Directors and officers liability insurance for the Company was/is in force during the year and as at the date on which this Directors' Report is approved in accordance with Section 391 of the Hong Kong Companies Ordinance.

PUBLIC FINANCE LIMITED  
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REPORT OF THE DIRECTORS

**Compliance with Supervisory Policy Manual**

The Company has complied with the Supervisory Policy Manual (“SPM”) Module CG-1 “Corporate Governance of Locally Incorporated Authorised Institutions” issued by the Hong Kong Monetary Authority (“HKMA”).

The Company has also complied with the Banking (Disclosure) Rules issued by the HKMA, and the capital requirements related to capital base and capital adequacy ratio as stipulated by the HKMA.

**Auditors**

Ernst & Young retire and a resolution for their re-appointment as auditors of the Company will be proposed at the forthcoming AGM.

ON BEHALF OF THE BOARD  
Tang Wing Chew  
Director

17 January 2019

**Independent auditor's report**  
**To the members of Public Finance Limited**  
(Incorporated in Hong Kong with limited liability)

**Opinion**

We have audited the consolidated financial statements of Public Finance Limited (the "Company") and its subsidiaries (the "Group") set out on pages 7 to 121, which comprise the consolidated statement of financial position as at 31 December 2018, and the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2018, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

**Basis for opinion**

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's *Code of Ethics for Professional Accountants* (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

**Information other than the consolidated financial statements and auditor's report thereon**

The directors of the Company are responsible for the other information. The other information comprises the information included in the report of the directors and other supplementary financial information.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

**Independent auditor's report**  
**To the members of Public Finance Limited**  
(Incorporated in Hong Kong with limited liability)

**Responsibilities of the directors for the consolidated financial statements**

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Company or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

**Auditor's responsibilities for the audit of the consolidated financial statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

**Independent auditor's report**  
**To the members of Public Finance Limited**  
(Incorporated in Hong Kong with limited liability)

**Auditor's responsibilities for the audit of the consolidated financial statements  
(continued)**

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

*Ernst & Young*  
Certified Public Accountants  
22/F CITIC Tower  
1 Tim Mei Avenue  
Central, Hong Kong

17 January 2019

**CONSOLIDATED INCOME STATEMENT**

For the year ended 31 December 2018

	Notes	2018 HK\$'000	2017 HK\$'000
Interest income	4	909,316	860,138
Interest expense	4	(101,212)	(71,956)
<b>NET INTEREST INCOME</b>		808,104	788,182
Other operating income	5	119,012	118,007
<b>OPERATING INCOME</b>		927,116	906,189
Operating expenses	6	(451,847)	(436,258)
Changes in fair value of investment properties	14	800	1,929
<b>OPERATING PROFIT BEFORE CREDIT LOSS EXPENSES/IMPAIRMENT ALLOWANCES</b>		476,069	471,860
Credit loss expenses/impairment allowances	7	(170,206)	(165,465)
<b>PROFIT BEFORE TAX</b>		305,863	306,395
Tax	9	(50,570)	(50,773)
<b>PROFIT FOR THE YEAR</b>		255,293	255,622
<b>ATTRIBUTABLE TO:</b>			
Owners of the Company		255,293	255,622

PUBLIC FINANCE LIMITED  
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**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

For the year ended 31 December 2018

	2018 HK\$'000	2017 HK\$'000
<b>PROFIT FOR THE YEAR</b>	255,293	255,622
<b>OTHER COMPREHENSIVE INCOME FOR THE YEAR</b>	<u>-</u>	<u>-</u>
<b>TOTAL COMPREHENSIVE INCOME FOR THE YEAR</b>	<u>255,293</u>	<u>255,622</u>
<b>ATTRIBUTABLE TO:</b>		
Owners of the Company	<u>255,293</u>	<u>255,622</u>

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

31 December 2018

	Notes	2018 HK\$'000	2017 HK\$'000
<b>ASSETS</b>			
Cash and short term placements	11	733,382	951,950
Loans and advances and receivables	12	5,925,697	5,696,957
Held-to-maturity investments at amortised cost	13	-	19,953
Held-to-collect debt securities at amortised cost	13	299,848	-
Investment properties	14	26,140	25,340
Property and equipment	15	19,603	15,659
Land held under finance leases	16	42,528	43,881
Deferred tax assets	20	29,160	11,611
Intangible assets	18	486	486
Other assets	17	59,298	90,566
<b>TOTAL ASSETS</b>		<b>7,136,142</b>	<b>6,856,403</b>
<b>EQUITY AND LIABILITIES</b>			
<b>LIABILITIES</b>			
Customer deposits at amortised cost	19	5,465,419	5,076,517
Current tax payable		14,923	4,737
Deferred tax liabilities	20	4,812	4,241
Other liabilities	17	131,965	171,358
<b>TOTAL LIABILITIES</b>		<b>5,617,119</b>	<b>5,256,853</b>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>			
Share capital	21	671,038	671,038
Reserves	22	847,985	928,512
<b>TOTAL EQUITY</b>		<b>1,519,023</b>	<b>1,599,550</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>7,136,142</b>	<b>6,856,403</b>

Tang Wing Chew  
Director

Lee Huat Oon  
Director

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

For the year ended 31 December 2018

	Notes	2018 HK\$'000	2017 HK\$'000
<b>TOTAL EQUITY</b>			
As at 1 January (Reported)		1,599,550	1,563,440
Impact of adopting HKFRS 9	2.4	(86,730)	-
Restated opening balance under HKFRS 9		<u>1,512,820</u>	<u>1,563,440</u>
Profit for the year		<u>255,293</u>	<u>255,622</u>
Other comprehensive income		-	-
Total comprehensive income for the year		255,293	255,622
Dividends paid in respect of previous year	10(a)	(123,248)	(97,684)
Dividends paid in respect of current year	10(a)	<u>(125,842)</u>	<u>(121,828)</u>
Balance at the end of the year		<u><u>1,519,023</u></u>	<u><u>1,599,550</u></u>

**CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 31 December 2018

	Notes	2018 HK\$'000	2017 HK\$'000
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		305,863	306,395
Adjustments for:			
Depreciation of property and equipment and land held under finance leases	6	9,140	7,855
Increase in fair value of investment properties	14	(800)	(1,929)
Increase in credit loss expenses for loans and advances and receivables		2,952	-
Increase in provisions for held-to-collect debt securities at amortised cost and bank placements		28	-
Decrease in impairment allowances for loans and advances and receivables		-	(17,914)
Net losses on disposal of property and equipment		1	40
Profits tax paid		(40,223)	(49,594)
Operating profit before changes in operating assets and liabilities		<u>276,961</u>	<u>244,853</u>
Increase in operating assets:			
Increase in loans and advances and receivables		(335,537)	(361,631)
Decrease in held-to-maturity investments at amortised cost		-	19,968
Decrease/(increase) in other assets		<u>31,268</u>	<u>(62,380)</u>
		<u>(304,269)</u>	<u>(404,043)</u>
Increase in operating liabilities:			
Increase in customer deposits at amortised cost		388,902	101,507
(Decrease)/increase in other liabilities		<u>(39,393)</u>	<u>20,284</u>
		<u>349,509</u>	<u>121,791</u>
Net cash inflow/(outflow) from operating activities		<u>322,201</u>	<u>(37,399)</u>

**CONSOLIDATED STATEMENT OF CASH FLOWS**

For the year ended 31 December 2018

	Notes	2018 HK\$'000	2017 HK\$'000
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchases of property and equipment	15	<u>(11,732)</u>	<u>(5,215)</u>
Net cash outflow from investing activities		<u>(11,732)</u>	<u>(5,215)</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Dividends paid on shares		<u>(249,090)</u>	<u>(219,512)</u>
Net cash outflow from financing activities		<u>(249,090)</u>	<u>(219,512)</u>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		61,379	(262,126)
<b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR</b>		<u>971,903</u>	<u>1,234,029</u>
<b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>		<u><u>1,033,282</u></u>	<u><u>971,903</u></u>
<b>ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS</b>			
Cash and short term placements repayable on demand	27	351,248	417,122
Money at call and short notice with an original maturity within three months		382,156	534,828
Held-to-maturity investments at amortised cost with an original maturity within three months		-	19,953
Held-to-collect debt securities at amortised cost with an original maturity within three months		<u>299,878</u>	<u>-</u>
		<u><u>1,033,282</u></u>	<u><u>971,903</u></u>
<b>OPERATING CASH FLOWS FROM INTEREST</b>			
Interest paid		(92,079)	(70,111)
Interest received		<u>910,714</u>	<u>860,165</u>

## CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 31 December 2018

### RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The table below details changes in the Group's liabilities from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are liabilities for which cash flows were, or future cash flow will be, classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

	Dividend payable HK\$'000
At 1 January 2018	-
Dividends declared on ordinary shares	249,090
Changes from financing cash flows: Dividends paid on ordinary shares	<u>(249,090)</u>
At 31 December 2018	<u>-</u>
	Dividend payable HK\$'000
At 1 January 2017	-
Dividends declared on ordinary shares	219,512
Changes from financing cash flows: Dividends paid on ordinary shares	<u>(219,512)</u>
At 31 December 2017	<u>-</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**1. CORPORATE AND GROUP INFORMATION**

The Company is a company incorporated in Hong Kong with limited liability. The registered office of the Company is located at Room 1105-7, Wing On House, 71 Des Voeux Road Central, Central, Hong Kong.

The principal activities of the Group have not changed during the year and consisted of deposit taking, personal and commercial lending, which comprised mainly the granting of personal loans, revolving loans, property mortgage loans, hire purchase loans to individuals and small to medium size manufacturing companies, remittance service, the provision of finance to purchasers of taxis, the letting of investment properties and the provision of stockbroking.

The Company is a wholly-owned subsidiary of Public Bank (Hong Kong) Limited. Public Bank Berhad, a bank incorporated in Malaysia, is considered by the Directors to be the Company's ultimate holding company.

Particulars of the Company's subsidiaries, which are incorporated and operate in Hong Kong, are as follows:

Name	Issued ordinary share capital HK\$	Percentage of equity attributable to the Company		Principal activities
		Direct %	Indirect %	
Public Financial Limited	10,100,000	100	-	Investment holding
Public Securities Limited	10,000,000	-	100	Securities brokerage
Public Securities (Nominees) Limited	10,000	100	-	Provision of nominee services

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.1 BASIS OF PREPARATION**

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards (“HKFRSs”) (a collective term which includes all applicable individual HKFRSs, Hong Kong Accounting Standards (“HKASs”) and Interpretations (“Int”)) issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”), accounting principles generally accepted in Hong Kong and applicable requirements of the Hong Kong Companies Ordinance. They have also complied with the Banking (Disclosure) Rules issued by the HKMA.

These financial statements have been prepared under the historical cost convention, as modified for the revaluation of investment properties. The consolidated financial statements are presented in Hong Kong dollars (“HKD”) and all values are rounded to the nearest thousand except when otherwise indicated.

**2.2 BASIS OF CONSOLIDATION**

The consolidated financial statements include the financial statements of the Company and its subsidiaries for the year ended 31 December 2018.

A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e. existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (a) the contractual arrangement with the other vote holders of the investee;
- (b) rights arising from other contractual arrangements; and
- (c) the Group’s voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.2 BASIS OF CONSOLIDATION (Continued)**

Profit or loss and each component of other comprehensive income (“OCI”) are attributed to the owners of the parent of the Group. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group’s share of components previously recognised in OCI is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

The subsidiaries consolidated for accounting purposes are as follows:

Name	31 December 2018		31 December 2017		Principal activities
	Total assets HK\$'000	Total equity HK\$'000	Total assets HK\$'000	Total equity HK\$'000	
Public Financial Limited	10,101	10,101	10,101	10,101	Investment holding
Public Securities Limited	208,268	170,762	234,292	159,911	Securities brokerage
Public Securities (Nominees) Limited	1,121	1,118	1,131	1,128	Provision of nominee services

The computation of liquidity maintenance ratio, common equity tier 1 (“CET1”) capital ratio, tier 1 capital ratio, total capital ratio, capital conservation buffer (“CCB”) ratio, countercyclical capital buffer (“CCyB”) ratio and leverage ratio for regulatory reporting purpose is on a solo basis of the Company only.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.3 BASIS OF CAPITAL DISCLOSURES**

The Company has complied with the capital requirements during the reporting period related to capital base and the capital adequacy ratio as stipulated by the HKMA, and has also complied with the Banking (Disclosure) Rules.

Should the Company have not complied with the externally imposed capital requirements of the HKMA, capital management plans should be submitted to the HKMA for restoration of capital to the minimum required level as soon as possible.

The computation of the total capital ratio and other regulatory capital ratios of the Company is based on the solo basis of the Company for regulatory reporting purpose. No subsidiary will be consolidated for capital adequacy ratio computation as the subsidiaries do not satisfy the criteria as stipulated in the Banking (Capital) Rules (the "Capital Rules") issued by the HKMA.

There are no major restrictions or impediments on the transfer of capital or funds among the members of the Company's consolidation group except that liquidity, capital and other performance indicators of Public Securities Limited should satisfy the minimum requirements of the Securities and Futures (Financial Resources) Rules issued by the Securities and Futures Commission of Hong Kong.

A portion of retained profits, based on a percentage of gross loans and advances, is set aside as a non-distributable regulatory reserve as part of CET1 capital and is included in the capital base pursuant to the HKMA capital requirements.

The Group has adopted the provisions of the Banking (Amendment) Ordinance 2012 relating to the Basel III capital standards and the amended Capital Rules. The Capital Rules outline the general requirements on regulatory capital ratios, the components of eligible regulatory capital as well as the levels of those ratios at which banking institutions are required to operate. The Capital Rules have been developed based on internationally-agreed standards on capital adequacy promulgated by the Basel Committee on Banking Supervision. Under the Capital Rules, the minimum capital ratio requirements are progressively increased during the period from 1 January 2013 to 1 January 2019, and include a phased introduction of CCB ratio of 2.5%. Additional capital requirements, including a CCyB ratio ranging from 0% to 2.5%, have been implemented since 1 January 2016. The required CCyB ratio for 2018 and 2019 is 1.875% and 2.5%, respectively.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

## 2.4 ACCOUNTING POLICIES

### Changes in accounting policies and disclosures

The HKICPA has issued a number of new and revised HKFRSs, which are generally effective for accounting periods beginning on or after 1 January 2018. The Group has adopted the following new and revised standards for the first time for the current year's financial statements:

- |  |  |
|--|--|
| • Amendments to HKFRS 2                      | <i>Classification and Measurement of Share-based Payment Transactions</i>      |
| • Amendments to HKFRS 4                      | <i>Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts</i> |
| • HKFRS 9                                    | <i>Financial Instruments</i>   |
| • HKFRS 15                                   | <i>Revenue from Contracts with Customers</i>                                   |
| • Amendments to HKFRS 15                     | <i>Clarifications to HKFRS 15 Revenue from Contracts with Customers</i>        |
| • <i>Annual Improvements 2014-2016 Cycle</i> | <i>Amendments to HKFRS 1 and HKAS 28</i>                                       |
| • Amendments to HKAS 40                      | <i>Transfers of Investment Property</i>  |
| • HK(IFRIC)-Int 22                           | <i>Foreign Currency Transactions and Advance Consideration</i>                 |

Except for the amendments included in Amendments to HKFRS 2, Amendments to HKFRS 4 and *Annual Improvements 2014-2016 Cycle*, which are not relevant to the preparation of the Group's consolidated financial statements, the nature and impact of the amendments are described below.

The Group has adopted HKFRS 9 on 1 January 2018. HKFRS 9 introduces new requirements for classification and measurement, impairment and hedge accounting which have resulted in the following significant changes in accounting policies.

The Group has not restated comparative information for 2017 for financial instruments in the scope of HKFRS 9. Therefore, the comparative information for 2017 is reported under HKAS 39 and is not comparable to the information presented for 2018. Differences arising from the adoption of HKFRS 9 have been recognised directly in retained earnings, provisions/impairment allowances, deferred tax assets and other relevant statement of financial position items as of 1 January 2018.

With the exception of accounts receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs under HKFRS 9.

## 2.4 ACCOUNTING POLICIES (Continued)

### Changes in accounting policies and disclosures (Continued)

Under HKFRS 9, debt instruments are subsequently measured at FVPL, amortised cost, or fair value through other comprehensive income (“FVOCI”). The classification is based on two criteria: the Group’s business model for managing the assets; and whether the instruments’ contractual cash flows represent “solely payments of principal and interest” on the principal amount outstanding (the “SPPI criterion”).

The new classification and measurement of the Group’s financial assets are as follows:

- (a) Debt instruments at amortised cost for financial assets – that are held within a business model with the objective to hold the financial assets in order to collect contractual cash flows that meet the SPPI criterion. This category includes the Group’s cash and placements with banks and financial institutions, loans and advances and receivables, held-to-collect debt securities at amortised cost and other assets.
- (b) Equity investments at FVOCI – with no recycling of gains or losses to profit or loss on derecognition. This category only includes equity investments, which the Group intends to hold for the foreseeable future and which the Group has irrevocably elected to so classify upon initial recognition or transition. The Group does not have any financial assets classified in this category.
- (c) Financial assets at FVPL – that include derivative instruments and debt instruments of which the cash flow characteristics fail the SPPI criterion or they are not held within a business model with the objective either to collect contractual cash flows, or to both collect contractual cash flows and sell; and equity investments which the Group has not irrevocably elected, at initial recognition or transition, to classify as FVOCI. The Group does not have any financial assets classified in this category.
- (d) Debt instruments at FVOCI – with gains or losses recycled to profit or loss on derecognition. Financial assets in this category are debt instruments that meet the SPPI criterion and are held within a business model both to collect cash flows and to sell. The Group does not have any financial assets classified in this category.

## **2.4 ACCOUNTING POLICIES (Continued)**

### **Changes in accounting policies and disclosures (Continued)**

The assessment of the Group's business model was made as of the date of initial application, i.e. 1 January 2018, and then applied retrospectively to those financial assets that were not derecognized before 1 January 2018. The assessment of whether the contractual cash flows on debt instruments are solely comprised of principal and interest was made based on the facts and circumstances as at the initial recognition of the assets.

The accounting for the Group's financial liabilities remains largely the same as it was under HKAS 39. Similar to the requirements of HKAS 39, HKFRS 9 requires contingent consideration liabilities to be treated as financial instruments measured at fair value, with the changes in fair value recognised in the income statement.

Under HKFRS 9, embedded derivatives are no longer separated from a host financial asset. Instead, financial assets are classified based on their contractual terms and the Group's business model. The accounting for derivatives embedded in financial liabilities and in non-financial host contracts has not been changed from that required by HKAS 39.

31 December 2018

## 2.4 ACCOUNTING POLICIES (Continued)

### Changes in accounting policies and disclosures (Continued)

#### Changes to the provisions/impairment allowances calculation

The adoption of HKFRS 9 has fundamentally changed the Group's accounting for impairment losses for financial assets by replacing HKAS 39's incurred loss approach with a forward-looking expected credit loss ("ECL") approach. HKFRS 9 requires the Group to record provisions/impairment allowances for ECLs for all loans and other debt financial assets not held at FVPL, together with loan commitments and financial guarantee contracts. The allowances are based on the ECLs associated with the probability of default in the next twelve months unless there has been a significant increase in credit risk since origination. If the financial asset meets the definition of purchased or originated credit impaired, the allowances are based on the change in the ECLs over the life of the asset.

For accounts receivable, the Group has applied the standard simplified approach and has calculated ECLs based on lifetime ECLs. The Group has established a provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic conditions.

For loans and advances, accrued interest, loan commitments, cash and placements with banks and financial institutions, held-to-collect debt securities at amortised cost or other debt instruments at amortised cost for financial assets, the ECL is based on the 12-month ECL. The 12-month ECL is the portion of lifetime ECLs that results from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowances will be based on the lifetime ECL.

In all cases, the Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due. The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group.

The adoption of the ECL requirements of HKFRS 9 resulted in an increase in impairment allowances of the Group's debt financial assets. The increase in allowances resulted in an adjustment to retained profits upon transition.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Changes in accounting policies and disclosures (Continued)**

The transition effects arising from the adoption of HKFRS 9 are presented below.

The following tables analyse the impact, net of tax, of transition to HKFRS 9 on the statement of financial position of the Group.

	1 January 2018 HK\$'000
Cash and short term placements	
Closing balance under HKAS 39 at 31 December 2017	951,950
- Recognition of expected credit loss under HKFRS 9	(22)
Opening balance under HKFRS 9 at 1 January 2018	<u>951,928</u>
Held-to-collect debt securities at amortised cost	
Closing balance under HKAS 39 at 31 December 2017	-
- Reclassification under HKFRS 9	19,953
- Recognition of expected credit loss under HKFRS 9	(2)
Opening balance under HKFRS 9 at 1 January 2018	<u>19,951</u>
Loans and advances and receivables	
Closing balance under HKAS 39 at 31 December 2017	5,696,957
- Recognition of expected credit loss under HKFRS 9	(103,845)
Opening balance under HKFRS 9 at 1 January 2018	<u>5,593,112</u>
Deferred tax assets	
Closing balance under HKAS 39 at 31 December 2017	11,611
- Deferred tax effect arising from the recognition of expected credit loss under HKFRS 9	17,139
Opening balance under HKFRS 9 at 1 January 2018	<u>28,750</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Changes in accounting policies and disclosures (Continued)**

	1 January 2018 HK\$'000
Regulatory reserves	
Closing balance under HKAS 39 at 31 December 2017	117,493
- Transfer to retained profits	(117,493)
Opening balance under HKFRS 9 at 1 January 2018	<u>-</u>
Retained profits	
Closing balance under HKAS 39 at 31 December 2017	811,019
- Transfer from regulatory reserves	117,493
- Recognition of expected credit loss under HKFRS 9	(103,869)
- Deferred tax effect arising from the recognition of expected credit loss under HKFRS 9	17,139
Opening balance under HKFRS 9 at 1 January 2018	<u>841,782</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Changes in accounting policies and disclosures (Continued)**

Statement of Financial Position	31 December 2017 HK\$'000	Reclassification HK\$'000	Provisions/ Impairment allowances HK\$'000	1 January 2018 HK\$'000
<b>Assets</b>				
Cash and short term placements	951,950	-	(22)	951,928
Loans and advances and receivables	5,696,957	-	(103,845)	5,593,112
Held-to-maturity investments at amortised cost	19,953	(19,953)	-	-
Held-to-collect debt securities at amortised cost	-	19,953	(2)	19,951
Investment properties	25,340	-	-	25,340
Property and equipment	15,659	-	-	15,659
Land held under finance leases	43,881	-	-	43,881
Deferred tax assets	11,611	-	17,139	28,750
Tax recoverable	-	-	-	-
Intangible assets	486	-	-	486
Other assets	90,566	-	-	90,566
<b>Total Assets</b>	<b>6,856,403</b>	<b>-</b>	<b>(86,730)</b>	<b>6,769,673</b>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Changes in accounting policies and disclosures (Continued)**

Statement of Financial Position	31 December 2017 HK\$'000	Provisions/ Impairment allowances HK\$'000	1 January 2018 HK\$'000
<b>Equity and Liabilities</b>			
<b>Liabilities</b>			
Customer deposits at amortised cost	5,076,517	-	5,076,517
Current tax payable	4,737	-	4,737
Deferred tax liabilities	4,241	-	4,241
Other liabilities	171,358	-	171,358
<b>Total Liabilities</b>	<b>5,256,853</b>	<b>-</b>	<b>5,256,853</b>
<b>Equity attributable to owners of the Company</b>			
Share capital	671,038	-	671,038
Reserves	928,512	(86,730)	841,782
<b>Total Equity</b>	<b>1,599,550</b>	<b>(86,730)</b>	<b>1,512,820</b>
<b>Total Equity and Liabilities</b>	<b>6,856,403</b>	<b>(86,730)</b>	<b>6,769,673</b>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Changes in accounting policies and disclosures (Continued)**

HKFRS 15 supersedes HKAS 11 *Construction Contracts*, HKAS 18 *Revenue* and related interpretation and it applies to all revenue arising from contracts with customers, unless those contracts are in the scope of other standards. The new standard establishes a five-step model to account for revenue arising from contracts with customers. Under HKFRS 15, revenue is recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The standard requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. The adoption of HKFRS 15 does not have any material impact on the Group's consolidated financial statements.

Amendments to HKAS 40 clarify when an entity should transfer property, including property under construction or development into, or out of investment property. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. A mere change in management's intentions for the use of a property does not provide evidence of a change in use. These amendments do not have any impact on the Group's consolidated financial statements.

HK(IFRIC)-Int 22 clarifies that, in determining the spot exchange rate to use on initial recognition of the related asset, expenses or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, then the entity must determine a date of the transactions of each payment or receipt of advance consideration. The interpretation does not have any impact on the Group's consolidated financial statements.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.4 ACCOUNTING POLICIES (Continued)**

**Issued but not yet effective HKFRSs**

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

- |                         |   |
|-------------------------|---|
| • Amendments to HKFRS 9 | <i>Prepayment Features with Negative Compensation<sup>1</sup></i> |
| • HKFRS 16              | <i>Leases<sup>1</sup></i>   |
| • HK(IFRIC)-Int 23      | <i>Uncertainty over Income Tax Treatments<sup>1</sup></i>         |

<sup>1</sup> Effective for annual periods beginning on or after 1 January 2019

Further information about those HKFRSs that are expected to be relevant to the Group is as follows:

The HKICPA issued two amendments to HKFRS 9 in November 2017 and December 2017 respectively. The first amendment clarifies that prepayable financial assets with negative compensation can be measured at amortised cost or at FVOCI if specified conditions are met instead of at FVPL.

The second amendment clarifies, in the Basis for Conclusions, the accounting for a modification or exchange of a financial liability measured at amortised cost that does not result in derecognition. HKFRS 9 requires an entity to recalculate the amortised cost of the modified financial liability by discounting the modified contractual cash flows using the original effective interest rate. Any adjustments to the amortised cost of the financial liability would be recognised in profit or loss at the date of the modification or exchange. If entities apply a different accounting treatment for modifications of financial liabilities under HKAS 39, they are required to apply the amendments retrospectively on transition to HKFRS 9.

The amendments are effective for annual periods beginning on or after 1 January 2019. Early application is permitted. The amendments are not expected to have any significant impact on the Group's consolidated financial statements.

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## 2.4 ACCOUNTING POLICIES (Continued)

### Issued but not yet effective HKFRSs (Continued)

HKFRS 16 replaces HKAS 17 *Leases*, HK(IFRIC)-Int 4 *Determining whether an Arrangement Contains a Lease*, HK(SIC)-Int 15 *Operating Leases – Incentives* and HK(SIC)-Int 27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to recognise assets and liabilities for most leases. The standard includes two elective recognition exemptions for lessees – leases of low-value assets and short-term leases. At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e. the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e. the right-of-use asset). The right-of-use asset is subsequently measured at cost less accumulated depreciation and any impairment losses unless the right-of-use asset meets the definition of investment property in HKAS 40. The lease liability is subsequently increased to reflect the interest on the lease liability and reduced for the lease payments. Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will also be required to re-measure the lease liability upon the occurrence of certain events, such as change in the lease term and change in future lease payments resulting from a change in an index or rate used to determine those payments.

Lessees will generally recognise the amount of the re-measurement of the lease liability as an adjustment to the right-of-use asset. Lessor accounting under HKFRS 16 is substantially unchanged from the accounting under HKAS 17. Lessors will continue to classify all leases using the same classification principle as in HKAS 17 and distinguish between operating leases and finance leases. As at 31 December 2018, the Group had non-cancellable operating lease commitments of HK\$61,739,000 as set out in note 23(b) to the financial statements. The interest expense on the lease liability and the depreciation expense on the right-of-use asset under HKFRS 16 will replace the rental charge under HKAS 17. The operating lease commitments shown as off-balance sheet item will be replaced by “right-of-use asset” and “lease liability” in the statement of financial position of the Group.

Upon the initial adoption of HKFRS 16, the opening balances of right-of-use assets and the corresponding lease liabilities will be approximately HK\$65 million and HK\$69 million respectively, taking into account the effects of discounting, as at 1 January 2019. The impact on retained earnings on 1 January 2019 will be approximately HK\$4 million.

Other than the above, the Group does not anticipate that the application of this standard will have material impact on the consolidated financial statements of the Group.

## 2.4 ACCOUNTING POLICIES (Continued)

### Issued but not yet effective HKFRSs (Continued)

HK(IFRIC)-Int 23 addresses the accounting for income taxes when tax treatments involve uncertainty that affects the application of HKAS 12 and does not apply to taxes or levies outside the scope of HKAS 12, nor does it specifically include requirements relating to interest and penalties associated with uncertain tax treatments. The interpretation specifically addresses the following:

- (a) whether an entity considers uncertain tax treatments separately;
- (b) the assumptions an entity makes about the examination of tax treatments by taxation authorities;
- (c) how an entity determines taxable profits (tax losses), tax bases, unused tax losses, unused tax credits and tax rates; and
- (d) how an entity considers changes in facts and circumstances.

An entity must determine whether to consider each uncertain tax treatment separately or together with one or more other uncertain tax treatments. The approach that better predicts the resolution of the uncertainty should be followed. The interpretation is effective for annual reporting periods beginning on or after 1 January 2019, but certain transition reliefs are available. The Group will apply this interpretation from its effective date. The Group expects that applying the interpretation may affect its consolidated financial statements and the required disclosures. In addition, the Group may need to establish processes and procedures to obtain information that is necessary to apply the interpretation on a timely basis.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies**

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below:

**(1) Foreign currency translation**

These financial statements are presented in HKD, which is the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

**(i) Transactions and balances**

Transactions in foreign currencies are initially recorded in the functional currency rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in "Other operating income" or "Other operating expenses" in the consolidated income statement with the exception of differences on foreign currency borrowings that provide an effective hedge against a net investment in a foreign entity which is taken directly to equity until the disposal of the net investment, at which time they are recognised in the consolidated income statement. Tax charges and credits attributable to exchange differences on those borrowings are also recorded in OCI.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(1) Foreign currency translation (Continued)**

**(i) Transactions and balances (Continued)**

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e. translation difference on the item whose fair value gain or loss is recognised in OCI or profit or loss is also recognised in OCI or profit or loss, respectively).

Any goodwill arising on the acquisition of a foreign operation and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the closing rate.

**(ii) Group companies**

As at the reporting date, the assets and liabilities of subsidiaries are translated into the Group's presentation currency at the rates of exchange ruling at the end of the reporting period, and their statement of comprehensive income are translated at the weighted average exchange rates for the year. Exchange differences arising on translation are taken directly to a separate component of equity. On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is recognised in the consolidated income statement as part of gain or loss on disposal.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement**

**Policy applicable from 1 January 2018**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**(i) Financial assets**

**Initial recognition and measurement**

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, FVOCI, and FVPL.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs. Receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under HKFRS 15.

In order for a financial asset to be classified and measured at amortised cost or FVOCI, it needs to give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding. This assessment is referred to as the solely payments of principal and interest test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(i) Financial assets (Continued)**

**Initial recognition and measurement (Continued)**

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

**Subsequent measurement**

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments)
- Financial assets at FVOCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at FVOCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at FVPL

**Financial assets at amortised cost (debt instruments)**

This category is the most relevant to the Group. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold the financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(i) Financial assets (Continued)**

**Financial assets at amortised cost (debt instruments) (Continued)**

The Group's financial assets at amortised cost includes cash and short term placements, placements with banks and financial institutions, loans and advances and receivables, and held-to-collect debt securities.

**Financial assets at FVOCI (debt instruments)**

The Group measures debt instruments at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at FVOCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the consolidated income statement and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

**Financial assets designated at FVOCI (equity instruments)**

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at FVOCI when they meet the definition of equity under HKAS 32 *Financial Instruments: Presentation* and are not held for trading. The classification is determined on an instrument-by-instrument basis.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(i) Financial assets (Continued)**

**Financial assets designated at FVOCI (equity instruments) (Continued)**

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the consolidated income statement when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at FVOCI are not subject to impairment assessment.

The Group elected to classify irrevocably its non-listed equity investments under this category.

**Financial assets at FVPL**

Financial assets at FVPL include financial assets held for trading, financial assets designated upon initial recognition at FVPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVPL, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at FVOCI, as described above, debt instruments may be designated at FVPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at FVPL are carried in the statement of financial position at fair value with net changes in fair value recognised in the consolidated income statement.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(i) Financial assets (Continued)**

**Financial assets at FVPL (Continued)**

This category includes derivative instruments and listed equity investments which the Group had not irrevocably elected to classify at FVOCI. Dividends on listed equity investments are also recognised as “other operating income” in the consolidated income statement when the right of payment has been established.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at FVPL. Embedded derivatives are measured at fair value with changes in fair value recognised in profit or loss. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the FVPL category.

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at FVPL.

**(ii) Financial liabilities**

**Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at FVPL, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(ii) Financial liabilities (Continued)**

**Initial recognition and measurement (Continued)**

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include customer deposits at amortised cost, unsecured bank loan at amortised cost and other liabilities.

**Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at FVPL**

Financial liabilities at FVPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVPL.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by HKFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the consolidated income statement.

Financial liabilities designated upon initial recognition at FVPL are designated at the initial date of recognition, and only if the criteria in HKFRS 9 are satisfied. The Group has not designated any financial liability as at FVPL.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

**(ii) Financial liabilities (Continued)**

**Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included as finance costs in the consolidated income statement.

This category generally applies to customer deposits at amortised cost and unsecured bank loans at amortised cost.

**Policy applicable prior to 1 January 2018**

**(i) Date of recognition**

Purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place are recognised on the trade date, i.e. the date that the Group commits to purchase or sell the asset. Derivatives are recognised on the trade date basis.

**(ii) Initial recognition of financial instruments**

The classification of financial instruments at initial recognition depends on the purpose for which the financial instruments are acquired and their characteristics. All financial instruments are measured initially at their fair value plus, in the case of financial assets and financial liabilities not at FVPL, any directly attributable incremental costs of acquisition or issue.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable prior to 1 January 2018 (Continued)**

**(iii) Financial assets at FVPL**

Financial assets classified in this category are held for trading or are designated by management on initial recognition when the following criteria are met:

- the designation eliminates or significantly reduces the inconsistent treatment that would otherwise arise from measuring the assets or liabilities or recognising gains or losses on them on a different basis; or
- the assets and liabilities are part of a group of financial assets, financial liabilities or both which are managed and their performance evaluated on a fair value basis, in accordance with a documented risk management or investment strategy; or
- the financial instrument contains an embedded derivative, unless the embedded derivative does significantly modify the cash flows or it is clear, with little or no analysis, that it would not be separately recorded.

Financial assets and financial liabilities at FVPL are recorded in the consolidated statement of financial position at fair value. Changes in fair value are recorded in “Net gain or loss on financial assets designated FVPL”. Interest earned or incurred is accrued in interest income or expense, respectively, according to the terms of the contract, while dividend income is recorded in “Other operating income” when the right to the payment has been established.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable prior to 1 January 2018 (Continued)**

**(iv) Held-to-maturity investments at amortised cost**

Held-to-maturity investments at amortised cost measured at amortised cost are those which carry fixed or determinable payments and have fixed maturity and which the Group has the intention and ability to hold to maturity. After initial measurement, held-to-maturity investments at amortised cost are subsequently measured at amortised cost using the effective interest rate method, less allowance for impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. The amortisation is included in “Interest income” in the consolidated income statement. The losses arising from impairment of such investments are recognised in the consolidated income statement as “Impairment allowances for held-to-maturity investments at amortised cost”.

**(v) Cash and short term placements, placements with banks and financial institutions, and loans and advances and receivables**

Cash and short term placements, placements with banks and financial institutions, and loans and advances and receivables are categorised as loans and advances, and receivables. They are carried at amortised cost and are financial assets with fixed or determinable payments and fixed maturities that are not quoted in an active market. They are not entered into with the intention of immediate or short-term resale. After initial measurement, amounts due from banks and loans and advances and receivables are subsequently measured at amortised cost using the effective interest rate method, less allowance for impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees and costs that are an integral part of the effective interest rate. The amortisation is included in “Interest income” in the consolidated income statement. The losses arising from impairment are recognised in the consolidated income statement in “Impairment allowances for loans and advances and receivables”.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(2) Financial instruments – initial recognition and subsequent measurement (Continued)**

**Policy applicable prior to 1 January 2018 (Continued)**

**(vi) Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the consolidated income statement when the liabilities are derecognised as well as through the amortisation process using the effective interest rate method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the consolidated income statement.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(3) Derecognition of financial assets and financial liabilities**

**(i) Financial assets**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a "pass-through" arrangement, it evaluates if and to what extent it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(3) Derecognition of financial assets and financial liabilities (Continued)**

**(ii) Financial liabilities**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires. Where an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the consolidated income statement.

**(iii) Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(4) Fair value measurement**

The Group measures its investment properties at fair value at the end of each reporting period. Fair value is the price that will be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that will use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2: based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3: based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(4) Fair value measurement (Continued)**

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

**(5) Impairment of financial assets**

**Policy applicable from 1 January 2018**

The Group recognises an allowance for ECLs for all debt instruments not held at FVPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL). For revolving facilities that include both the loan and undrawn commitments, ECLs are calculated and presented together with the loan.

For accounts receivables from contracts with customers, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic conditions.

For loans and advances, accrued interests and loan commitments, the ECL is based on the 12-month ECL. The 12-month ECL is a portion of lifetime ECLs that results from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since origination, the allowances will be based on the lifetime ECL.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(5) Impairment of financial assets (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

The Group considers that there has been a significant increase in credit risk (i.e. Stage 2 for ECL calculations) in all cases when contractual payments are more than 30 days past due. The Group considers a financial asset in default (i.e. Stage 3 (credit-impaired) for ECL calculations) in all cases when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

As a part of a qualitative assessment of whether a customer is in default, the Group also considers a variety of instances that may indicate unlikeliness to pay. When such events occur, the Group carefully considers whether the event should result in treating the customer as defaulted and therefore assessed as Stage 3 for ECL calculations or whether Stage 2 is appropriate. Such events include:

- Internal rating of the borrower indicating default or near-default
- The borrower requesting emergency funding from the Group
- The borrower having past due liabilities to public creditors or employees
- The borrower is deceased
- A material decrease in the underlying collateral value where the recovery of the loan is expected from the sale of the collateral
- A material decrease in the borrower's turnover or the loss of a major customer
- A covenant breach not waived by the Group
- The debtor (or any legal entity within the debtor's group) filing for bankruptcy application/protection
- Debtor's listed debt or equity suspended at the primary exchange because of rumours or facts about financial difficulties

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(5) Impairment of financial assets (Continued)**

**Policy applicable from 1 January 2018 (Continued)**

It is the Group's policy to consider a financial instrument as "cured" and therefore reclassified out of Stage 3 when none of the default criteria have been present for at least six consecutive months. The decision whether to classify an asset as Stage 2 or Stage 1 once cured depends on the updated credit grade, at the time of the cure, and whether this indicates there has been a significant increase in credit risk compared to initial recognition.

All exposures attributed to the held-to-collect debt securities at amortised cost/held-to-maturity investments at amortised cost were rated with a grading of Aa2 based on the credit rating of Moody's Investors Service ("Moody's"), an external credit agency, as at 31 December 2018 and 31 December 2017. Over 90% (31 December 2017: over 90%) of the placements were deposited with banks and financial institutions rated with a grading of Baa2 or above based on the credit rating of Moody's. Therefore, they are considered to be low credit risk investments. It is the Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from the Moody's both to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

**Policy applicable prior to 1 January 2018**

The Group assesses at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. An impairment exists if one or more events that occurred after the initial recognition of the asset has/have an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated. Evidence of impairment may include indications that a borrower or a group of borrowers is/are experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and observable data indicating that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with default.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(5) Impairment of financial assets (Continued)**

**Policy applicable prior to 1 January 2018 (Continued)**

**(i) Placements with banks and financial institutions, and loans and advances and receivables**

For amounts due from banks and loans and advances to customers carried at amortised cost, the Group first assesses whether impairment exists individually for financial assets that are individually significant, or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and the Group collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognised are not included in a collective assessment of impairment.

The amount of any impairment loss identified is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future ECLs that have not yet been incurred). The carrying amount of the asset is reduced through the use of an allowance account and the loss is recognised in the consolidated income statement. Interest income continues to be accrued on the reduced carrying amount based on the original effective interest rate of the asset. Loans together with the associated allowance are written off when there is no realistic prospect of future recovery and all collateral had been realised or had been transferred to the Group. If, in a subsequent year, the amount of the estimated impairment loss increases or decreases because of an event occurring after the impairment was recognised, the previously recognised impairment loss is increased or reduced by adjusting the allowance account. Any subsequent reversal of an impairment is recognised in the consolidated income statement, to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date. If a future write-off is later recovered, the recovery is credited to "Impairment losses and allowances" in the consolidated income statement.

The present value of the estimated future cash flows is discounted at the financial asset's original effective interest rate. The calculation of the present value of the estimated future cash flows of a collateralised financial asset reflects the cash flows that may result from foreclosure less costs for obtaining and selling the collateral, whether or not foreclosure is probable.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(5) Impairment of financial assets (Continued)**

**Policy applicable prior to 1 January 2018 (Continued)**

**(i) Placements with banks and financial institutions, and loans and advances and receivables (Continued)**

For the purpose of a collective evaluation of impairment, financial assets are grouped on the basis of the Group's internal credit risk-based system that considers credit risk characteristics such as asset type, industry, collateral type, economic factors and other relevant factors.

Future cash flows on a group of financial assets that are collectively evaluated for impairment are estimated on the basis of historical loss experience for assets with credit risk characteristics similar to those in the group. Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the years on which the historical loss experience is based and to remove the effects of conditions in the historical period that do not exist currently. Estimates of changes in future cash flows reflect, and are directionally consistent with, changes in related observable data from year to year (such as changes in unemployment rates, property prices, commodity prices, payment status, or other factors that are indicative of incurred losses in the group and their magnitude). The methodology and assumptions used for estimating future cash flows are reviewed regularly to reduce any differences between loss estimates and actual loss experience.

**(ii) Held-to-maturity investments at amortised cost**

For held-to-maturity investments at amortised cost, the Group assesses individually whether there is objective evidence of impairment. If there is objective evidence that an impairment loss has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement.

If, in a subsequent year, the amount of the estimated impairment loss decreases because of an event occurring after the impairment was recognised, any amounts formerly charged are credited to "Impairment allowances for held-to-maturity investments at amortised cost", to the extent that the carrying value of the asset does not exceed its amortised cost at the reversal date.

## 2.5 ACCOUNTING POLICIES (Continued)

### Summary of significant accounting policies (Continued)

#### (6) Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date: whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

##### (i) Group as a lessee

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item other than legal titles, are capitalised at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments and classified as "Property and equipment" but represented on a separate line with the corresponding liability to the lessor included in "Other liabilities". Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income in "Interest expense" in the consolidated income statement.

Capitalised leased assets are depreciated over the shorter of the estimated useful life of the asset and the lease term, if there is no reasonable certainty that the Group will obtain ownership by the end of the lease term.

Operating lease payments are not recognised in the consolidated statement of financial position. Any rentals payable are accounted for on a straight-line basis over the lease term and are included in "Operating expenses".

Land held under finance leases are stated at cost less accumulated depreciation and any impairment, and are depreciated over the remaining lease terms on a straight-line basis to the consolidated income statement.

Medium-term leases are leases with remaining lease periods of more than 10 years but not more than 50 years. Long-term leases are leases with remaining lease periods of more than 50 years.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(6) Leases (Continued)**

**(ii) Group as a lessor**

Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. The Group leases out all of its investment properties as operating leases, thus generating rental income. Initial direct costs incurred in negotiating operating leases are added to the carrying amount of the leased asset and are recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

The amounts due from the lessees under finance leases are recorded in the consolidated statement of financial position as loans and advances to customers. The amount comprises the gross investment in the finance leases less gross earnings allocated to future accounting periods. The total gross earnings under finance leases are allocated to the accounting periods over the duration of the underlying agreements so as to produce an approximately constant periodic rate of return on the net cash investment for each accounting period.

**(7) Recognition of revenue and expenditure**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised:

**(i) Interest income and expense**

For all financial instruments measured at amortised cost and interest-bearing financial instruments classified as available-for-sale financial assets, interest income or expense is recorded at the effective interest rate, which is the rate that exactly discounts estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. The calculation takes into account all contractual terms of the financial instrument (for example, prepayment options) and includes any fees or incremental costs that are directly attributable to the instrument and are an integral part of the effective interest rate, but not future credit losses. The carrying amount of the financial asset or financial liability is adjusted if the Group revises its estimates of payments or receipts. The adjusted carrying amount is calculated based on the original effective interest rate and the change in the carrying amount is recorded as interest income or expense.

31 December 2018

## **2.5 ACCOUNTING POLICIES (Continued)**

### **Summary of significant accounting policies (Continued)**

#### **(7) Recognition of revenue and expenditure (Continued)**

##### **(i) Interest income and expense (Continued)**

Once the value of a financial asset or a group of similar financial assets had been reduced due to an impairment loss, interest income continues to be recognised using the original effective interest rate applied to the new carrying amount.

##### **(ii) Fee and commission income**

The Group earns fee and commission income from a diverse range of services it provides to its customers. Fees earned from the provision of services over a period of time are accrued over that period. These fees include commission income and other management fees.

##### **(iii) Dividend income**

Dividend income is recognised when the Group's right to receive the payment is established.

##### **(iv) Rental income**

Rental income arising on investment properties is accounted for on a straight-line basis over the lease terms on ongoing leases and is recorded in the consolidated income statement as "Other operating income".

#### **(8) Cash and cash equivalents**

For the purpose of consolidated statement of cash flows, cash and cash equivalents consist of cash on hand, amounts due from banks on demand or with original maturity within three months and held-to-collect debt securities at amortised cost /held-to-maturity investments at amortised cost with original maturity within three months.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(9) Related parties**

A party is considered to be related to the Group if:

- (a) the party is a person or a close member of that person's family and 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 of a parent of the Group;

or

- (b) the party is an entity where any of the following conditions applies:
  - (i) the entity and the Group are members of the same group;
  - (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
  - (iii) the entity and the Group 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 (a);
  - (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
  - (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(10) Property and equipment, and depreciation**

Property and equipment are stated at cost, except for certain buildings transferred from investment properties which are stated at deemed cost at the date of transfer, less accumulated depreciation and impairment. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use. Expenditure incurred after items of property and equipment have been put into operation, such as repairs and maintenance, is normally charged to the consolidated income statement in the period in which it is incurred. In situations where it can be clearly demonstrated that the expenditure has resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment, and where the cost of the item can be measured reliably, the expenditure is capitalised as an additional cost of that asset or as a replacement.

Depreciation is calculated on a straight-line basis to write off the cost of each item of property and equipment to its residual value over its estimated useful life. The principal annual rates used for this purpose are as follows:

Buildings	2%
Leasehold improvements:	
Own leasehold buildings	20% to 33 $\frac{1}{3}$ %
Others	Over the shorter of the remaining lease terms and 7 years
Furniture, fixtures and equipment	10% to 25%
Motor vehicles	25%
Land held under finance leases	Over the lease terms

Where parts of an item of property and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately.

Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at the end of each reporting period.

An item of property and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in the consolidated income statement in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**2.5 ACCOUNTING POLICIES (Continued)**

**Summary of significant accounting policies (Continued)**

**(10) Property and equipment, and depreciation (Continued)**

Land held under finance leases is stated at cost less accumulated depreciation and any impairment, and is depreciated over the remaining lease terms on a straight-line basis to the consolidated income statement.

Medium-term leases are leases with remaining lease periods of more than 10 years to 50 years. Long-term leases are leases with remaining lease periods of more than 50 years.

**(11) Investment properties**

Investment properties are interests in land and buildings held to earn rental income and/or for capital appreciation, rather than for use in the production or supply of goods or services or for administrative purposes; or for sale in the ordinary course of business. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the end of the reporting period. Gains or losses arising from changes in the fair values of investment properties are included in the consolidated income statement in the year in which they arise.

Any gains or losses on the retirement or disposal of an investment property are recognised in the consolidated income statement in the year of retirement or disposal.

For a transfer from investment properties to owner-occupied properties or inventories, the deemed cost of a property for subsequent accounting is its fair value at the date of change in use. If a property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under "Property and equipment, and depreciation" up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is accounted for as a revaluation in accordance with the policy stated under "Property and equipment, and depreciation" above. For a transfer from inventories to investment properties, any difference between the fair value of the property at that date and its previous carrying amount is recognised in the consolidated income statement.

31 December 2018

## 2.5 ACCOUNTING POLICIES (Continued)

### Summary of significant accounting policies (Continued)

#### (12) Intangible assets (other than goodwill)

Intangible assets, representing eligibility rights to trade on or through Hong Kong Exchanges and Clearing Limited, are stated at cost less impairment. The useful lives are assessed to be indefinite and they are reviewed annually to determine whether the indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is accounted for on a prospective basis. The carrying amount of intangible assets is subject to an annual impairment test, and impairment, if any, is charged to the consolidated income statement.

#### (13) Impairment of non-financial assets

The Group assesses at each reporting date or more frequently if events or changes in circumstances indicate that the carrying value may be impaired, whether there is an indication that a non-financial asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group will make an estimate of the asset's recoverable amount. Where the carrying amount of an asset (or cash-generating unit ("CGU")) exceeds its recoverable amount, the asset (or CGU) that the Group considered impaired is written down to its recoverable amount.

For assets excluding goodwill and deferred tax assets, an assessment is made at each reporting date as to determine whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount but not to an amount higher than the carrying amount that would have been determined (net of any depreciation/amortisation) had no impairment been recognised for the asset in prior years. A reversal of such an impairment loss is credited to the consolidated income statement in the period it arises.

## **2.5 ACCOUNTING POLICIES (Continued)**

### **Summary of significant accounting policies (Continued)**

#### **(14) Repossessed assets and valuation of collateral**

Collateral assets for loans and advances and receivables are repossessed by the Group when the borrowers are unable to service their repayments, and would be realised in satisfaction of outstanding debts. Advances with repossessed collateral assets will continue to be accounted for as customer advances, except for those where the Group has taken the legal title and control of the repossessed collateral assets, in which cases the repossessed assets are shown under other accounts at the predetermined value with a corresponding reduction in the related advances. Individual impairment allowance is made on the shortfall between the expected net realisable value of the repossessed assets and the outstanding advances.

Repossessed assets are recognised at the lower of the carrying amount of the related loans and advances and receivables and fair value less costs to sell.

#### **(15) Provisions**

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in "Operating expenses" in the consolidated income statement.

31 December 2018

## 2.5 ACCOUNTING POLICIES (Continued)

### Summary of significant accounting policies (Continued)

#### (16) Income tax

Income tax comprises current and deferred tax. Income tax is recognised in the consolidated income statement, or in equity if it relates to items that are recognised in the same or a different period directly in equity.

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carryforward of unused tax credit and any unused tax losses. Deferred tax assets are recognised, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credit and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

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## 2.5 ACCOUNTING POLICIES (Continued)

### Summary of significant accounting policies (Continued)

#### (16) Income tax (Continued)

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

#### (17) Employee benefits

##### (i) Retirement benefit schemes

The Group participates in two defined contribution retirement benefit schemes for those employees who are eligible to participate. The assets of the schemes are held separately from those of the Group in independently administered funds.

Contribution for Mandatory Provident Fund (MPF) Scheme is made based on a percentage of the participating employees' relevant monthly income from the Group while contribution for Occupational Retirement Schemes Ordinance (ORSO) Scheme is made based on the participating employees' basic salary, and the contributions are charged to the consolidated income statement as they become payable in accordance with the rules of the respective schemes. When an employee leaves the Group prior to his/her interest in the Group's employer non-mandatory contributions vesting with the employee, the ongoing contributions payable by the Group may be reduced by the relevant amount of forfeited contributions. The Group's mandatory contributions vest fully with the employee.

## **2.5 ACCOUNTING POLICIES (Continued)**

### **Summary of significant accounting policies (Continued)**

#### **(17) Employee benefits (Continued)**

##### **(ii) Employee leave entitlements**

The cost of accumulating compensated absences is recognised as an expense and measured based on the additional amount that the Group expects to pay as a result of the unused entitlement that has accumulated as at the end of the reporting period.

#### **(18) Dividends**

Final dividends proposed by the Directors will remain in retained profits within reserves in the consolidated statement of financial position, until they have been approved by the shareholders in a general meeting. Final dividends are recognised as a liability when they are approved by the shareholders in the general meeting.

Interim dividends and special dividends are simultaneously proposed and declared by the Directors. Consequently, interim dividends and special dividends are recognised directly as a liability when they are proposed and declared.

31 December 2018

## 2.6 SIGNIFICANT ACCOUNTING ESTIMATES

### Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

### Impairment allowances on loans and advances and receivables

The measurement of impairment losses under both HKFRS 9 and HKAS 39 across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which can result in different levels of allowances.

The Group's ECL calculations are outputs of complex models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting judgements and estimates include:

- The Group's internal credit grading model, which assigns probabilities of default to the individual grades
- The Group's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a lifetime ECL basis and the qualitative assessment
- The segmentation of financial assets based on risk characteristics of the customers and by product types when their ECL is assessed on a collective basis
- Development of ECL models, including the various formulas and the choice of inputs over determination of the period over which the entity is exposed to credit risk based on the behavioural life of the credit exposures, loss given default and collateral recovery of the credit exposures
- Determination of associations between macroeconomic scenarios and, economic inputs, such as unemployment levels and collateral values, and the effect on probabilities of default, exposures at default and losses given default
- Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models

It has been the Group's policy to regularly review its models in the context of actual loss experience and adjust when necessary.

### 3. SEGMENT INFORMATION

#### Operating segment information

In accordance with the Group's internal financial reporting, the Group has identified operating segments based on similar economic characteristics, products and services and delivery methods. The operating segments are identified by senior management who is designated as the "Chief Operating Decision Maker" to make decisions about resources allocation to the segments and assess their performance. A summary of the operating segments is as follows:

- the core businesses of the Group are personal and commercial lending businesses, which comprise mainly the granting of personal loans, revolving loans, property mortgage loans, hire purchase loans to individuals and small to medium size manufacturing companies, remittance service, and the provision of finance to purchasers of taxis;
- the stockbroking segment comprises securities dealing and receipt of commission income; and
- other businesses segment comprises mainly the letting of investment properties.

NOTES TO FINANCIAL STATEMENTS

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3. SEGMENT INFORMATION (Continued)

Operating segment information (Continued)

The following table discloses the revenue and profit information for operating segments for the years ended 31 December 2018 and 31 December 2017.

	Personal and commercial		Stockbroking		Other businesses		Total	
	lending businesses							
	2018	2017	2018	2017	2018	2017	2018	2017
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
<b>Segment revenue</b>								
External:								
Net interest income/(expense)	808,379	788,413	(275)	(231)	-	-	808,104	788,182
Other operating income:								
Fees and commission income	91,796	93,782	25,910	22,913	-	-	117,706	116,695
Others	332	220	(8)	20	982	1,072	1,306	1,312
Operating income	900,507	882,415	25,627	22,702	982	1,072	927,116	906,189
Operating profit after credit loss expenses/impairment allowances	292,727	293,947	13,077	10,280	59	2,168	305,863	306,395
Tax							(50,570)	(50,773)
<b>Profit for the year</b>							255,293	255,622
<b>Other segment information</b>								
Depreciation of property and equipment and land held under finance leases	(9,140)	(7,855)	-	-	-	-	(9,140)	(7,855)
Changes in fair value of investment properties	-	-	-	-	800	1,929	800	1,929
Credit loss expenses/impairment allowances	(170,206)	(165,465)	-	-	-	-	(170,206)	(165,465)
Net losses on disposal of property and equipment	(1)	(40)	-	-	-	-	(1)	(40)

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**3. SEGMENT INFORMATION (Continued)**

**Operating segment information (Continued)**

The following table discloses certain asset and liability information regarding operating segments as at 31 December 2018 and 31 December 2017.

	Personal and commercial lending businesses		Stockbroking		Other businesses		Total	
	2018	2017	2018	2017	2018	2017	2018	2017
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Segment assets other than intangible assets	6,846,670	6,554,327	233,686	264,639	26,140	25,340	7,106,496	6,844,306
Intangible assets	-	-	486	486	-	-	486	486
<b>Segment assets</b>	<b>6,846,670</b>	<b>6,554,327</b>	<b>234,172</b>	<b>265,125</b>	<b>26,140</b>	<b>25,340</b>	<b>7,106,982</b>	<b>6,844,792</b>
Unallocated assets:								
Deferred tax assets and tax recoverable							29,160	11,611
<b>Total assets</b>							<b>7,136,142</b>	<b>6,856,403</b>
Segment liabilities	5,535,502	5,144,758	61,661	102,807	221	310	5,597,384	5,247,875
Unallocated liabilities:								
Deferred tax liabilities and tax payable							19,735	8,978
<b>Total liabilities</b>							<b>5,617,119</b>	<b>5,256,853</b>
<b>Other segment information</b>								
Additions to non- current assets - capital expenditure	11,732	5,215	-	-	-	-	11,732	5,215

**Geographical information**

Over 90% (2017: over 90%) of the Group's operating income, profit before tax, assets, liabilities, off-balance sheet commitments and exposures are derived from operations carried out in Hong Kong. Accordingly, no geographical segment information is presented in the financial statements.

**Operating income or revenue from major customers**

Operating income or revenue from transactions with each external customer amounted to less than 10% (2017: less than 10%) of the Group's total operating income or revenue.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**4. INTEREST INCOME AND EXPENSE**

	2018 HK\$'000	2017 HK\$'000
Interest income from:		
Loans and advances and receivables	905,246	858,516
Short term placements and placements with banks	2,895	1,545
Held-to-maturity investments at amortised cost	-	77
Held-to-collect debt securities at amortised cost	<u>1,175</u>	<u>-</u>
	<u>909,316</u>	<u>860,138</u>
Interest expense on:		
Deposits from customers	100,764	71,591
Bank loans	<u>448</u>	<u>365</u>
	<u>101,212</u>	<u>71,956</u>

Interest income and interest expense for the year ended 31 December 2018, calculated using the effective interest method for financial assets and financial liabilities which are not designated at FVPL, amounted to HK\$909,316,000 and HK\$101,212,000 (2017: HK\$860,138,000 and HK\$71,956,000) respectively. Interest income on the impaired loans and advances for the year ended 31 December 2018 amounted to HK\$5,837,000 (2017: HK\$5,332,000).

**5. OTHER OPERATING INCOME**

	2018 HK\$'000	2017 HK\$'000
Fees and commission income:		
Personal and commercial lending	91,796	93,782
Stockbroking	<u>25,910</u>	<u>22,913</u>
	117,706	116,695
Gross rental income	989	1,077
Less: Direct operating expenses	<u>(7)</u>	<u>(5)</u>
Net rental income	982	1,072
Net losses on disposal of property and equipment	(1)	(40)
Others	<u>325</u>	<u>280</u>
	<u>119,012</u>	<u>118,007</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**5. OTHER OPERATING INCOME (Continued)**

Direct operating expenses include repairs and maintenance expenses arising from investment properties.

There were no net gains or losses arising from available-for-sale financial assets, held-to-maturity investments at amortised cost, loans and advances and receivables, financial assets and liabilities measured at amortised cost and financial assets and liabilities designated at FVPL for the year ended 31 December 2017. There were no net gains or losses arising from equity investments at FVOCI, held-to-collect debt securities at amortised cost, loans and advances and receivables, financial assets and liabilities measured at amortised cost and financial assets and liabilities designated at FVPL for the year ended 31 December 2018.

All fees and commission income and expenses are related to financial assets or financial liabilities which are not designated at FVPL. No fees and commission income and expenses are related to trust and other fiduciary activities.

**6. OPERATING EXPENSES**

	Notes	2018 HK\$'000	2017 HK\$'000
Staff costs:			
Salaries and other staff costs		275,890	263,923
Pension contributions		12,345	11,881
Less: Forfeited contributions		(35)	(41)
Net contribution to retirement benefit schemes		12,310	11,840
		288,200	275,763
Other operating expenses:			
Operating lease rentals on leasehold buildings		44,828	44,679
Depreciation of property and equipment and land held under finance leases	15, 16	9,140	7,855
Auditors' remuneration		1,701	1,721
Administrative and general expenses		36,589	36,052
Others		71,389	70,188
Operating expenses before changes in fair value of investment properties		451,847	436,258

As at 31 December 2018 and 31 December 2017, the Group had no material forfeited contributions available to reduce its contributions to the pension schemes in future years. The credits for the years ended 31 December 2018 and 31 December 2017 arose in respect of staff who left the schemes during the years.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**7. CREDIT LOSS EXPENSES/IMPAIRMENT ALLOWANCES**

The following table shows the changes in ECL on financial instruments for the year recorded in the consolidated income statement.

		2018		
	12 months expected credit loss (Stage 1) HK\$'000	Lifetime expected credit loss not credit impaired (Stage 2) HK\$'000	Lifetime expected credit loss credit impaired (Stage 3) HK\$'000	Total HK\$'000
Net charge for/(write-back of) credit loss expenses:				
- loans and advances	4,302	(3,072)	168,971	170,201
- accrued interest and other receivables	(12)	-	-	(12)
- cash and short term placements	-	-	-	-
- held-to-collect debt securities at amortised cost	28	-	-	28
- loan commitments	(11)	-	-	(11)
	<u>4,307</u>	<u>(3,072)</u>	<u>168,971</u>	<u>170,206</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**7. CREDIT LOSS EXPENSES/IMPAIRMENT ALLOWANCES (Continued)**

	Individual impairment allowances HK\$'000	2017 Collective impairment allowances HK\$'000	Total HK\$'000
Net charge for/(write-back of) impairment losses and allowances:			
- loans and advances	167,609	(2,144)	165,465
	<u>167,609</u>	<u>(2,144)</u>	<u>165,465</u>
Of which			
- new impairment losses and allowances (including any amount directly written off during the year)			299,994
- releases and recoveries			<u>(134,529)</u>
Net charge to the consolidated income statement			<u>165,465</u>

**8. DIRECTORS' REMUNERATION**

Directors' remuneration, disclosed pursuant to section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2018 HK\$'000	2017 HK\$'000
Fees	1,263	628
Other emoluments:		
Salaries, bonuses, allowances and benefits in kind	2,599	2,445
Retirement benefits contribution	213	203
	<u>4,075</u>	<u>3,276</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**9. TAX**

	Note	2018 HK\$'000	2017 HK\$'000
Current tax charge		50,409	47,642
Deferred tax charge, net	20	<u>161</u>	<u>3,131</u>
		<u>50,570</u>	<u>50,773</u>

Hong Kong profits tax has been provided at the rate of 16.5% (2017: 16.5%) on the estimated assessable profits arising in Hong Kong during the year.

A reconciliation of the tax expense applicable to profit before tax using the statutory tax rates to the tax expense at the effective tax rates, and a reconciliation of the applicable rates (i.e. statutory tax rates) to the effective tax rates, are as follows:

	2018		2017	
	HK\$'000	%	HK\$'000	%
Profit before tax	<u>305,863</u>		<u>306,395</u>	
Tax at the applicable tax rate	50,467	16.5	50,556	16.5
Estimated tax effect of net expenses that are not deductible	<u>103</u>	<u>-</u>	<u>217</u>	<u>0.1</u>
Tax charge at the Group's effective rate	<u>50,570</u>	<u>16.5</u>	<u>50,773</u>	<u>16.6</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**10. DIVIDENDS**

**(a) Dividends approved and paid during the year**

	2018 HK cents per ordinary share	2017 HK cents per ordinary share	2018 HK\$'000	2017 HK\$'000
Interim dividend	48.625	47.074	125,842	121,828
Final dividend in respect of previous year	<u>47.623</u>	<u>37.745</u>	<u>123,248</u>	<u>97,684</u>
	<u>96.248</u>	<u>84.819</u>	<u>249,090</u>	<u>219,512</u>

Final dividend of 2017 was paid in 2018 with the consent of shareholders at the 2018 AGM.

**(b) Dividends attributable to the year**

	2018 HK cents per ordinary share	2017 HK cents per ordinary share	2018 HK\$'000	2017 HK\$'000
Interim dividend	48.625	47.074	125,842	121,828
Proposed final dividend	<u>45.522</u>	<u>47.623</u>	<u>117,811</u>	<u>123,248</u>
	<u>94.147</u>	<u>94.697</u>	<u>243,653</u>	<u>245,076</u>

The proposed final dividend was recommended after respective year end and had not been recognised as a liability at respective year end dates. The proposed final dividend of 2018 is subject to the approval of shareholders at the 2019 AGM.

NOTES TO FINANCIAL STATEMENTS

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**11. CASH AND SHORT TERM PLACEMENTS**

	Note	2018 HK\$'000	2017 HK\$'000
Cash and placements with banks and financial institutions		351,248	417,122
Money at call and short notice		<u>382,156</u>	<u>534,828</u>
Gross cash and short term placements		733,404	951,950
Less: Provisions/impairment allowances for bank placements			
As at 31 December 2017 (Reported)		-	-
Impact of adopting HKFRS 9	2.4	(22)	-
Restated opening balance under HKFRS 9 as at 1 January 2018		(22)	-
Provisions charged to the consolidated income statement during the year		-	-
		<u>(22)</u>	<u>-</u>
Cash and short term placements		<u><u>733,382</u></u>	<u><u>951,950</u></u>

Over 90% (31 December 2017: over 90%) of the placements were deposited with banks and financial institutions rated with a grading of Baa2 or above based on the credit rating of Moody's.

There were no overdue or rescheduled placements with banks and financial institutions and no specific provisions/impairment allowances for such placements accordingly.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES**

	2018 HK\$'000	2017 HK\$'000
Loans and advances to customers	6,062,056	5,725,056
Accrued interest	<u>44,910</u>	<u>46,373</u>
Gross loans and advances and receivables	6,106,966	5,771,429
Less: Provisions/impairment allowances*		
- specifically assessed	<u>(52,113)</u>	<u>(68,706)</u>
- collectively assessed	<u>(129,156)</u>	<u>(5,766)</u>
	<u>(181,269)</u>	<u>(74,472)</u>
Loans and advances and receivables	<u>5,925,697</u>	<u>5,696,957</u>

Over 90% (31 December 2017: over 90%) of the loans and advances and receivables were unrated exposures. Over 90% (31 December 2017: over 90%) of the collateral for the secured loans and advances and receivables were customer deposits, properties, taxi licences and vehicles.

\* The balances also include the provisions on off-balance sheet credit exposures.

Loans and advances and receivables are summarised as follows:

	2018 HK\$'000	2017 HK\$'000
Neither past due nor impaired loans and advances and receivables	5,828,465	5,387,676
Past due but not impaired loans and advances and receivables	159,492	282,461
Credit impaired loans and advances	118,918	101,292
Credit impaired receivables	<u>91</u>	<u>-</u>
Gross loans and advances and receivables	<u>6,106,966</u>	<u>5,771,429</u>

About 31% (31 December 2017: about 30%) of "Neither past due nor impaired loans and advances and receivables" were property mortgage loans and taxi financing loans secured by customer deposits, properties, taxi licences and vehicles.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(a) (i) Ageing analysis of overdue and impaired loans and advances**

	2018	Percentage	2017	Percentage
	Gross	of total	Gross	of total
	amount	loans and	amount	loans and
	HK\$'000	advances	HK\$'000	advances
		%		%
Loans and advances overdue for:				
Six months or less but over three months	48,122	0.79	52,287	0.91
One year or less but over six months	983	0.02	991	0.02
Over one year	<u>2,740</u>	<u>0.04</u>	<u>-</u>	<u>-</u>
Loans and advances overdue for more than three months	51,845	0.85	53,278	0.93
Rescheduled loans and advances overdue for three months or less	64,165	1.06	46,597	0.81
Impaired loans and advances overdue for three months or less	<u>2,908</u>	<u>0.05</u>	<u>1,417</u>	<u>0.03</u>
Total overdue and impaired loans and advances	<u>118,918</u>	<u>1.96</u>	<u>101,292</u>	<u>1.77</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(a) (ii) Ageing analysis of overdue and impaired accrued interest and other receivables**

	2018 HK\$'000	2017 HK\$'000
Accrued interest and other receivables overdue for:		
Six months or less but over three months	-	-
One year or less but over six months	-	-
Over one year	91	-
	<hr/>	<hr/>
Accrued interest and other receivables overdue for more than three months	91	-
Impaired accrued interest and other receivables overdue for three months or less	-	-
	<hr/>	<hr/>
Total overdue and impaired accrued interest and other receivables	91	-
	<hr/>	<hr/>

Impaired loans and advances and receivables are individually determined to be impaired after considering overdue ageing analysis and other qualitative factors such as bankruptcy proceedings and individual voluntary arrangements.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

12. LOANS AND ADVANCES AND RECEIVABLES (Continued)

(b) Geographical analysis of overdue and impaired loans and advances and receivables, and impairment allowances

	2018 HK\$'000	2017 HK\$'000
<b>(i) Analysis of overdue loans and advances and receivables</b>		
Loans and advances and receivables overdue for more than three months	<u>51,936</u>	<u>53,278</u>
Specific provisions based on lifetime expected credit loss/individual impairment allowances	<u>37,232</u>	<u>41,194</u>
Collective impairment allowances	<u>N/A</u>	<u>-</u>
Current market value and fair value of collateral	<u>7,040</u>	<u>-</u>
<b>(ii) Analysis of impaired loans and advances and receivables</b>		
Impaired loans and advances and receivables	<u>119,009</u>	<u>101,292</u>
Specific provisions based on lifetime expected credit loss/individual impairment allowances	<u>52,113</u>	<u>68,706</u>
Collective impairment allowances	<u>N/A</u>	<u>-</u>
Current market value and fair value of collateral	<u>7,040</u>	<u>-</u>

Over 90% (31 December 2017: over 90%) of the Group's gross loans and advances and receivables were derived from operations carried out in Hong Kong. Accordingly, no geographical segment information of gross loans and advances and receivables is presented herein.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

12. LOANS AND ADVANCES AND RECEIVABLES (Continued)

- (c) The value of collateral held in respect of the overdue loans and advances and the split between the portion of the overdue loans and advances covered by credit protection (covered portion) and the remaining portion (uncovered portion) are as follows:

	2018 HK\$'000	2017 HK\$'000
Current market value and fair value of collateral held against the covered portion of overdue loans and advances	<u>7,040</u>	<u>-</u>
Covered portion of overdue loans and advances	<u>2,740</u>	<u>-</u>
Uncovered portion of overdue loans and advances	<u>49,105</u>	<u>53,278</u>

The assets taken as collateral should satisfy the following criteria:

- The market value of the asset is readily determinable or can be reasonably established and verified.
- The asset is marketable and there exists a readily available secondary market for disposal of the asset.
- The Group's right to repossess the asset is legally enforceable without impediment.
- The Group is able to secure control over the asset if necessary.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(d) Repossessed assets**

As at 31 December 2018, the total value of repossessed assets of the Group amounted to HK\$7,040,000 (31 December 2017: Nil).

**(e) Past due but not impaired loans and advances and receivables**

	2018		2017	
	Gross amount HK\$'000	Percentage of total loans and advances %	Gross amount HK\$'000	Percentage of total loans and advances %
Loans and advances overdue for three months or less	<u>159,360</u>	<u>2.6</u>	<u>282,108</u>	<u>4.9</u>
Accrued interest and other receivables overdue for three months or less	<u>132</u>		<u>353</u>	

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(f) Provisions/impairment allowances on loans and advances and receivables and off-balance sheet credit exposures**

An analysis of changes in the gross amount of loans and advances and receivables is as follows:

	2018			Total HK\$'000
	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	
Gross loans and advance and receivables as at 1 January 2018	5,598,294	71,843	101,292	5,771,429
New loans/financing originated	3,589,633	-	-	3,589,633
Loans/financing derecognised or repaid during the year (other than write-offs)	(2,928,075)	(14,573)	(12,221)	(2,954,869)
Transfer to 12-month expected credit loss (Stage 1)	25,875	(8,761)	(17,114)	-
Transfer to lifetime expected credit loss not credit impaired (Stage 2)	(55,443)	56,371	(928)	-
Transfer to lifetime expected credit loss credit impaired (Stage 3)	(300,394)	(46,813)	347,207	-
Total transfer between stages	(329,962)	797	329,165	-
Write-offs	-	-	(299,227)	(299,227)
As at 31 December 2018	<u>5,929,890</u>	<u>58,067</u>	<u>119,009</u>	<u>6,106,966</u>
Arising from:				
Loans and advances	5,885,099	58,039	118,918	6,062,056
Accrued interest and other receivables	44,791	28	91	44,910
	<u>5,929,890</u>	<u>58,067</u>	<u>119,009</u>	<u>6,106,966</u>

The amount outstanding on financial assets that were written off during the year and are still subject to enforcement action amounted to HK\$240,258,000.

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**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(f) Provisions/impairment allowances on loans and advances and receivables and off-balance sheet credit exposures (Continued)**

An analysis of credit risk exposure by the Group's internal credit rating system is as follows:

	2018			Total HK\$'000
	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	
Internal rating grades:				
Performing				
Pass	5,864,412	-	-	5,864,412
Special mention	65,478	58,067	-	123,545
Non-performing				
Substandard	-	-	109,729	109,729
Doubtful	-	-	4,687	4,687
Loss	-	-	4,593	4,593
Total	<u>5,929,890</u>	<u>58,067</u>	<u>119,009</u>	<u>6,106,966</u>

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31 December 2018

12. LOANS AND ADVANCES AND RECEIVABLES (Continued)

(f) Provisions/impairment allowances on loans and advances and receivables and off-balance sheet credit exposures (Continued)

An analysis of changes in the corresponding ECL allowances is as follows:

	Note	2018			Total HK\$'000
		Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	
As at 31 December 2017 (Reported)					74,472
Impact of adopting HKFRS 9	2.4				103,845
Restated opening balance under HKFRS 9 as at 1 January 2018		95,606	32,343	50,368	178,317
New loans/financing originated		77,304	-	-	77,304
Loans/financing derecognised or repaid during the year (other than write-offs)		(65,135)	(7,263)	(137,209)	(209,607)
Transfer to 12-month expected credit loss (Stage 1)		4,026	(946)	(3,080)	-
Transfer to lifetime expected credit loss not credit impaired (Stage 2)		(1,877)	2,002	(125)	-
Transfer to lifetime expected credit loss credit impaired (Stage 3)		(8,675)	(23,469)	32,144	-
Total transfer between stages		(6,526)	(22,413)	28,939	-
Impact on year end expected credit loss of exposures transferred between stages during the year		(1,977)	26,604	255,931	280,558
Movements due to changes in credit risk		613	-	21,310	21,923
Recoveries		-	-	132,001	132,001
Write-offs		-	-	(299,227)	(299,227)
As at 31 December 2018		99,885	29,271	52,113	181,269
Arising from:					
Loans and advances		98,180	29,271	52,113	179,564
Accrued interest and other receivables		1,669	-	-	1,669
Loan commitments		36	-	-	36
		99,885	29,271	52,113	181,269

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31 December 2018

**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(f) Provisions/impairment allowances on loans and advances and receivables and off-balance sheet credit exposures (Continued)**

The movements in impairment losses and allowances on loans and advances and receivables are as follows:

	Individual impairment allowances HK\$'000	2017 Collective impairment allowances HK\$'000	Total HK\$'000
As at 1 January 2017	84,476	7,910	92,386
Amounts written off	(315,740)	-	(315,740)
Impairment losses and allowances charged to the consolidated income statement	299,970	24	299,994
Impairment losses and allowances released to the consolidated income statement	(132,361)	(2,168)	(134,529)
Net charge/(release) of impairment losses and allowances to the consolidated income statement	167,609	(2,144)	165,465
Loans and advances and receivables recovered	132,361	-	132,361
As at 31 December 2017	<u>68,706</u>	<u>5,766</u>	<u>74,472</u>
Deducted from: Loans and advances and receivables	<u>68,706</u>	<u>5,766</u>	<u>74,472</u>

NOTES TO FINANCIAL STATEMENTS

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**12. LOANS AND ADVANCES AND RECEIVABLES (Continued)**

**(g) Finance lease receivables**

Included in loans and advances and receivables were receivables in respect of assets leased under finance leases as set out below:

	2018	2017	2018	2017
	Minimum		Present value of	
	lease payments		minimum	
	HK\$'000	HK\$'000	lease payments	HK\$'000
Amounts receivable under finance leases:				
Within one year	87,354	84,348	68,365	65,974
In the second to fifth years, inclusive	201,707	198,652	142,983	140,635
Over five years	<u>714,767</u>	<u>751,088</u>	<u>595,116</u>	<u>628,080</u>
	1,003,828	1,034,088	<u>806,464</u>	<u>834,689</u>
Less: Unearned finance income	<u>(197,364)</u>	<u>(199,399)</u>		
Present value of minimum lease payments receivable	<u>806,464</u>	<u>834,689</u>		

The Group has entered into finance lease arrangements with customers in respect of motor vehicles and equipment. The terms of the finance leases entered into range from 1 to 25 years.

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**13. HELD-TO-COLLECT DEBT SECURITIES AT AMORTISED COST/ HELD-TO-MATURITY INVESTMENTS AT AMORTISED COST**

	Note	2018 HK\$'000	2017 HK\$'000
Unlisted:			
Treasury bills (including Exchange Fund Bills)		299,878	19,953
Less: Provisions/impairment allowances for held-to-collect debt securities at amortised cost			
As at 31 December 2017 (Reported)		-	-
Impact of adopting HKFRS 9	2.4	(2)	-
Restated opening balance under HKFRS 9 as at 1 January 2018		(2)	-
Provisions charged to the consolidated income statement during the year		(28)	-
		<u>(30)</u>	<u>-</u>
Held-to-maturity investments at amortised cost	2.4	-	19,953
Held-to-collect debt securities at amortised cost		<u>299,848</u>	<u>-</u>
Analysed by type of issuers:			
- Central governments		<u>299,848</u>	<u>19,953</u>

There were no specific provisions/impairment allowances made against held-to-collect debt securities at amortised cost/held-to-maturity investments at amortised cost as at 31 December 2018 and 31 December 2017.

There were neither impaired nor overdue held-to-collect debt securities at amortised cost/held-to-maturity investments at amortised cost as at 31 December 2018 and 31 December 2017.

All exposures attributed to the held-to-collect debt securities at amortised cost/held-to-maturity investments at amortised cost were rated with a grading of Aa2 based on the credit rating of Moody's as at 31 December 2018 and 31 December 2017.

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**14. INVESTMENT PROPERTIES**

	HK\$'000
At valuation:	
As at 1 January 2017	23,411
Changes in fair value recognised in the consolidated income statement	<u>1,929</u>
As at 31 December 2017 and 1 January 2018	25,340
Changes in fair value recognised in the consolidated income statement	<u>800</u>
As at 31 December 2018	<u>26,140</u>

The Group's investment properties are situated in Hong Kong and are held under the following lease terms:

	2018 HK\$'000	2017 HK\$'000
At valuation:		
On medium-term leases	<u>26,140</u>	<u>25,340</u>

All investment properties were classified under Level 3 in the fair value hierarchy. During the year, there were no transfer of fair value measurements between Level 1 and Level 2 and no transfer into or out of Level 3 (2017: Nil). The Group has assessed that the highest and best use of its properties did not differ from their existing use.

As at 31 December 2018, investment properties were revalued according to the revaluation reports issued by C S Surveyors Limited, a firm of independent professionally qualified valuers. Accounts Department has discussions with the valuer on the valuation methodology and valuation results twice a year when the valuation is performed for interim and annual financial reporting.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**14. INVESTMENT PROPERTIES (Continued)**

The fair value of investment properties located in Hong Kong is determined using market comparison approach by reference to recent sales price of comparable properties on a price per square metre basis. Below is a summary of the significant inputs to the valuation of investment properties:

	2018		2017	
	Range HK\$	Weighted average HK\$	Range HK\$	Weighted average HK\$
Price per square metre	82,000 to <u>84,000</u>	<u>83,000</u>	80,000 to <u>81,000</u>	<u>80,000</u>

A significant increase/decrease in the price per square metre would result in a significant increase/decrease in the fair value of the investment properties.

The investment properties held by the Group are let under operating leases from which the Group earns rental income. Details of future annual rental receivables under operating leases are included in note 23(a) to the financial statements.

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15. PROPERTY AND EQUIPMENT

	Buildings HK\$'000	Leasehold improvements, furniture, fixtures and equipment HK\$'000	Motor vehicles HK\$'000	Total HK\$'000
Cost:				
As at 1 January 2017	6,247	90,098	1,609	97,954
Additions	-	5,215	-	5,215
Disposals/write-off	-	(402)	-	(402)
As at 31 December 2017 and 1 January 2018	6,247	94,911	1,609	102,767
Additions	-	11,732	-	11,732
Disposals/write-off	-	(3,789)	-	(3,789)
As at 31 December 2018	6,247	102,854	1,609	110,710
Accumulated depreciation:				
As at 1 January 2017	1,687	77,673	1,609	80,969
Provided during the year	124	6,377	-	6,501
Disposals/write-off	-	(362)	-	(362)
As at 31 December 2017 and 1 January 2018	1,811	83,688	1,609	87,108
Provided during the year	124	7,663	-	7,787
Disposals/write-off	-	(3,788)	-	(3,788)
As at 31 December 2018	1,935	87,563	1,609	91,107
Net carrying amount:				
As at 31 December 2018	4,312	15,291	-	19,603
As at 31 December 2017	4,436	11,223	-	15,659

There were no provisions/impairment allowances made against the above items of property and equipment as at 31 December 2018 and 31 December 2017. There were no movements in provisions/impairment allowances for the years ended 31 December 2018 and 31 December 2017.

All property and equipment are situated in Hong Kong.

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**16. LAND HELD UNDER FINANCE LEASES**

	HK\$'000
Cost:	
As at 1 January 2017, 31 December 2017, 1 January 2018 and 31 December 2018	<u>60,623</u>
Accumulated depreciation and impairment:	
As at 1 January 2017	15,388
Depreciation provided during the year	<u>1,354</u>
As at 31 December 2017 and 1 January 2018	16,742
Depreciation provided during the year	<u>1,353</u>
As at 31 December 2018	<u>18,095</u>
Net carrying amount:	
As at 31 December 2018	<u><u>42,528</u></u>
As at 31 December 2017	<u><u>43,881</u></u>

The land held under finance leases at net carrying amount is held under the following lease terms:

	2018 HK\$'000	2017 HK\$'000
Leaseholds held in Hong Kong :		
On medium-term leases	<u>42,528</u>	<u>43,881</u>

Land leases are stated at the recoverable amount and are subject to an impairment test pursuant to HKAS 36, which is based on the higher of fair value less costs of disposal and value-in-use.

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**17. OTHER ASSETS AND OTHER LIABILITIES**

**Other assets**

	2018 HK\$'000	2017 HK\$'000
Interest receivable from financial institutions	123	59
Other debtors, deposits and prepayments	52,529	89,621
Amount due from a fellow subsidiary	626	886
Net amount of accounts receivable from Hong Kong Securities Clearing Company Limited ("HKSCC")	<u>6,020</u>	<u>-</u>
	<u>59,298</u>	<u>90,566</u>

The amount due from a fellow subsidiary was unsecured, interest-free and repayable on demand.

There were no other overdue or rescheduled assets, and no impairment allowances for such other assets accordingly.

**Other liabilities**

	2018 HK\$'000	2017 HK\$'000
Creditors, accruals and interest payable	119,596	140,970
Net amount of accounts payable to HKSCC	<u>12,369</u>	<u>30,388</u>
	<u>131,965</u>	<u>171,358</u>

Public Securities Limited maintains accounts with HKSCC through which it conducts securities trading transactions and settlement on a net basis.

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**17. OTHER ASSETS AND OTHER LIABILITIES (Continued)**

In presenting the amounts due from and to HKSCC, the subsidiary concerned has offset the gross amount of the accounts receivable from and the gross amount of the accounts payable to HKSCC. The amounts offset and the net balances are shown as follows:

	Gross amount HK\$'000	Amount offset HK\$'000	Net amount HK\$'000
<b>Other assets</b>			
2018			
Amount of accounts receivable from HKSCC	<u>31,047</u>	<u>(25,027)</u>	<u>6,020</u>
2017			
Amount of accounts receivable from HKSCC	<u>41,579</u>	<u>(41,579)</u>	<u>-</u>
<b>Other liabilities</b>			
2018			
Amount of accounts payable to HKSCC	<u>(37,396)</u>	<u>25,027</u>	<u>(12,369)</u>
2017			
Amount of accounts payable to HKSCC	<u>(71,967)</u>	<u>41,579</u>	<u>(30,388)</u>

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**18. INTANGIBLE ASSETS**

	2018 HK\$'000	2017 HK\$'000
Cost:		
At the beginning and at the end of the year	<u>486</u>	<u>486</u>
Accumulated impairment:		
At the beginning and at the end of the year	<u>-</u>	<u>-</u>
Net carrying amount:		
At the beginning and at the end of the year	<u>486</u>	<u>486</u>

Intangible assets represent trading rights held by the Group. The trading rights are retained for stock trading and stockbroking activities, and have indefinite useful lives as the trading rights have no expiry date. They comprise two units (31 December 2017: two units) of Stock Exchange Trading Right in Hong Kong Exchanges and Clearing Limited.

**19. CUSTOMER DEPOSITS AT AMORTISED COST**

All the customer deposits were time deposits repayable at maturity dates.

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**20. DEFERRED TAX**

The movements in deferred tax assets and liabilities during the year are as follows:

**Deferred tax assets:**

	Note	Impairment allowances for loans and advances and receivables HK\$'000
As at 1 January 2017		14,515
Deferred tax charged to the consolidated income statement		<u>(2,904)</u>
As at 31 December 2017 (Reported)		11,611
Impact of adopting HKFRS 9	2.4	<u>17,139</u>
Restated opening balance under HKFRS 9 as at 1 January 2018		28,750
Deferred tax credited to the consolidated income statement		<u>410</u>
As at 31 December 2018		<u><u>29,160</u></u>

**Deferred tax liabilities:**

		Depreciation allowance in excess of related depreciation HK\$'000
As at 1 January 2017		4,014
Deferred tax charged to the consolidated income statement		<u>227</u>
As at 31 December 2017 and 1 January 2018		4,241
Deferred tax charged to the consolidated income statement		<u>571</u>
As at 31 December 2018		<u><u>4,812</u></u>

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**21. SHARE CAPITAL**

	2018 HK\$'000	2017 HK\$'000
Issued and fully paid: 258,800,000 (2017: 258,800,000) ordinary shares	<u>671,038</u>	<u>671,038</u>

**22. RESERVES**

	Note	Other reserves		Total HK\$'000
		Regulatory reserve HK\$'000	Retained profits HK\$'000	
As at 1 January 2017		104,884	787,518	892,402
Profit for the year		-	255,622	255,622
Transfer from retained profits to regulatory reserve		12,609	(12,609)	-
Dividends paid in respect of previous year		-	(97,684)	(97,684)
Dividends paid in respect of current year		-	(121,828)	(121,828)
As at 31 December 2017 (Reported)		117,493	811,019	928,512
Impact of adopting HKFRS 9	2.4	(117,493)	30,763	(86,730)
Restated opening balance under HKFRS 9 as at 1 January 2018		-	841,782	841,782
Profit for the year		-	255,293	255,293
Dividends paid in respect of previous year		-	(123,248)	(123,248)
Dividends paid in respect of current year		-	(125,842)	(125,842)
As at 31 December 2018		<u>-</u>	<u>847,985</u>	<u>847,985</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**23. OPERATING LEASE ARRANGEMENTS**

**(a) As lessor**

The Group leases its investment properties as described in note 14 under operating lease arrangements, and the terms of the leases range from 1 to 5 years.

As at 31 December 2018 and 31 December 2017, the Group had total future minimum lease rental receivables under non-cancellable operating leases falling due as follows:

	2018 HK\$'000	2017 HK\$'000
Within one year	827	751
In the second to fifth years, inclusive	<u>590</u>	<u>-</u>
	<u>1,417</u>	<u>751</u>

**(b) As lessee**

The Group has entered into non-cancellable operating lease arrangements with landlords, and the terms of the leases range from 1 to 5 years.

As at 31 December 2018 and 31 December 2017, the Group had total future minimum lease rental payables under non-cancellable operating leases falling due as follows:

	2018 HK\$'000	2017 HK\$'000
Within one year	34,176	35,753
In the second to fifth years, inclusive	<u>27,563</u>	<u>21,771</u>
	<u>61,739</u>	<u>57,524</u>

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**24. CONTINGENT LIABILITIES AND COMMITMENTS**

	2018		2017	
	Contractual amount HK\$'000	Credit risk-weighted amount HK\$'000	Contractual amount HK\$'000	Credit risk-weighted amount HK\$'000
Capital commitments contracted for, but not provided in the consolidated statement of financial position:				
- With an original maturity of not more than one year	5,156	-	4,469	-
Undrawn loan facilities with an original maturity of not more than one year or which are unconditionally cancellable, granted to:				
- Customers	<u>23,066</u>	<u>-</u>	<u>7,735</u>	<u>-</u>
	<u>28,222</u>	<u>-</u>	<u>12,204</u>	<u>-</u>

The Group had not entered into any bilateral netting arrangements and accordingly the above amounts are shown on a gross basis. The credit risk-weighted amounts are calculated in accordance with the Capital Rules and guidelines issued by the HKMA. The amounts calculated are dependent upon the status of the counterparty and the maturity characteristics. The risk weights used range from 0% to 100% for contingent liabilities and commitments.

The corresponding ECLs for the outstanding off-balance sheet exposures are included in the analysis of changes in ECL allowances in note 12(f) to the financial statements.

As at 31 December 2018 and 31 December 2017, the Group had no material outstanding contingent liabilities and commitments save as disclosed above.

During the year, no derivative activities were transacted by the Group (2017: Nil).

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**25. RELATED PARTY TRANSACTIONS**

During the year, the Group had the following major transactions with related parties in the normal course of business. In addition to those disclosed elsewhere in the financial statements, the details of related party transactions, related expenses and income for the year and outstanding balances as at the year end are as follows:

	Notes	2018 HK\$'000	2017 HK\$'000
<b>Related party transactions included in the consolidated income statement:</b>			
Management fees from a fellow subsidiary	(a)	803	914
Management fees to the intermediate holding company	(b)	810	1,080
Rent paid to the intermediate holding company	(c)	10,081	10,571
Interest received from the immediate holding company	(d)	1,800	1,011
Interest paid to a fellow subsidiary	(e)	61	28
Commission income from key management personnel	(f)	4	-
Commission and service fee to a fellow subsidiary	(g)	3	-
Building management fee to the intermediate holding company	(c)	83	83
Commitment fee paid to the ultimate holding company	(h)	1,272	1,000
Commitment fee paid to a fellow subsidiary	(i)	142	21
Bank service charges to the immediate holding company	(j)	1,581	1,478
Key management personnel compensation:			
- Short term employee benefits	(k)	5,203	4,242
- Post-employment benefits	(k)	314	299

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NOTES TO FINANCIAL STATEMENTS

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**25. RELATED PARTY TRANSACTIONS (Continued)**

	Notes	2018 HK\$'000	2017 HK\$'000
<b>Related party transactions included in the consolidated statement of financial position:</b>			
Cash and short term funds with the ultimate holding company	(l)	108	120
Cash and short term funds with the immediate holding company	(d)	485,782	701,136
Interest receivable from the immediate holding company	(d)	39	43
Rental deposits to the intermediate holding company	(c)	143	143
Amounts due from a fellow subsidiary included in other assets	(m)	626	885

NOTES TO FINANCIAL STATEMENTS

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**25. RELATED PARTY TRANSACTIONS (Continued)**

Notes:

- (a) Management fees arose in respect of administrative services provided by the Company to a fellow subsidiary. They were charged based on the costs incurred during the year.
- (b) Management fees were paid to the intermediate holding company for the provision of management services, senior management oversight and corporate governance.
- (c) Rent paid, rental deposits and building management fee were related to properties rented from the intermediate holding company as the Group's offices/branches during the year.
- (d) The Group placed deposits with the immediate holding company. Interest was received/receivable from the immediate holding company. The balances of the said deposits and interest receivable were included in cash and short term placements and other assets, respectively, in the consolidated statement of financial position.
- (e) A bank loan borrowed from a fellow subsidiary was settled during the year. Interest was paid to the fellow subsidiary in respect of the loan during the year.
- (f) Commission income was received from the key management personnel of the Group for securities dealing through a subsidiary.
- (g) The expenses represented commission and service fee paid for the referrals of stockbroking business from a fellow subsidiary during the year.
- (h) During the year, commitment fee was paid to the ultimate holding company in order to obtain standby facilities granted by the ultimate holding company to the Company.
- (i) During the year, commitment fee was paid to a fellow subsidiary in order to obtain standby facilities granted by the fellow subsidiary to the Company.
- (j) Bank service charges were paid to the immediate holding company for banking services provided to the Group during the year.
- (k) The Group's short-term employee benefits and post-employment benefit plan for the benefits of employees are detailed in note 6 to the financial statements.
- (l) The Group maintained a current account with the ultimate holding company. Balance of the said deposits was included in cash and short term placements in the consolidated statement of financial position.
- (m) These balances represented other receivable from a fellow subsidiary.

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## 26. FAIR VALUE OF FINANCIAL INSTRUMENTS

### (a) Financial assets and financial liabilities not carried at fair value

The following describes the methodologies and assumptions used to determine fair values of financial instruments which are not carried at fair value in the financial statements.

#### **Liquid or/and very short-term and variable rate financial instruments**

Liquid or/and very short-term and variable rate financial instruments include loans and advances and receivables. As these financial instruments are liquid or having a short-term maturity or at variable rate, the carrying amounts are reasonable approximations of their fair values. In the case of loans and unquoted debt securities, their fair values do not reflect changes in their credit quality as the impact of credit risk is recognised separately by deducting the amount of the impairment allowances.

#### **Fixed rate financial instruments**

Fixed rate financial instruments include placements with banks and financial institutions, loans and advances and receivables, held-to-collect debt securities at amortised cost/held-to-maturity investments at amortised cost and customer deposits. The fair values of these fixed rate financial instruments carried at amortised cost are based on prevailing money-market interest rates or current interest rates offered for similar financial instruments appropriate for the remaining term to maturity. The carrying amounts of such financial instruments are not materially different from their fair values.

### (b) Financial assets and financial liabilities carried at fair value

There were no financial instruments carried at fair value as at 31 December 2018 and 31 December 2017.

For the years ended 31 December 2018 and 31 December 2017, there were no transfers amongst Level 1, Level 2 and Level 3 in the fair value hierarchy.

For the years ended 31 December 2018 and 31 December 2017, there were no purchases, issues and settlements related to the Level 3 financial instruments.

There were no gain or loss and no OCI reported in the consolidated income statement and consolidated statement of comprehensive income respectively related to Level 3 financial instruments for the years ended 31 December 2018 and 31 December 2017.

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**27. MATURITY ANALYSIS OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES**

The table below shows an analysis of financial assets and financial liabilities analysed by principal according to the periods that they are expected to be recovered or settled. There were no key off-balance sheet items as at 31 December 2018. The Group's contractual undiscounted repayment obligations are shown in the sub-section "Liquidity risk management" in note 28 to the financial statements.

	Repayable on demand HK\$'000	Up to 1 month HK\$'000	2018				Repayable within an indefinite period HK\$'000	Total HK\$'000
			Over 1 month but not more than 3 months HK\$'000	Over 3 months but not more than 12 months HK\$'000	Over 1 year but not more than 5 years HK\$'000	Over 5 years HK\$'000		
<b>Financial assets:</b>								
Gross cash and short term placements	351,248	382,156	-	-	-	-	-	733,404
Gross loans and advances and receivables	20,527	275,347	465,342	1,631,049	2,141,105	1,454,678	118,918	6,106,966
Gross held-to-collect debt securities at amortised cost	99,996	199,882	-	-	-	-	-	299,878
Other assets	-	35,321	-	-	-	-	23,977	59,298
<b>Total financial assets</b>	<b>471,771</b>	<b>892,706</b>	<b>465,342</b>	<b>1,631,049</b>	<b>2,141,105</b>	<b>1,454,678</b>	<b>142,895</b>	<b>7,199,546</b>
<b>Financial liabilities:</b>								
Customer deposits at amortised cost	27,066	1,465,395	2,666,041	1,306,917	-	-	-	5,465,419
Other liabilities	198	69,953	9,182	3,420	-	-	49,212	131,965
<b>Total financial liabilities</b>	<b>27,264</b>	<b>1,535,348</b>	<b>2,675,223</b>	<b>1,310,337</b>	<b>-</b>	<b>-</b>	<b>49,212</b>	<b>5,597,384</b>
<b>Net liquidity gap</b>	<b>444,507</b>	<b>(642,642)</b>	<b>(2,209,881)</b>	<b>320,712</b>	<b>2,141,105</b>	<b>1,454,678</b>	<b>93,683</b>	<b>1,602,162</b>
<b>2017</b>								
	Repayable on demand HK\$'000	Up to 1 month HK\$'000	2017				Repayable within an indefinite period HK\$'000	Total HK\$'000
			Over 1 month but not more than 3 months HK\$'000	Over 3 months but not more than 12 months HK\$'000	Over 1 year but not more than 5 years HK\$'000	Over 5 years HK\$'000		
<b>Financial assets:</b>								
Cash and short term placements	417,122	534,828	-	-	-	-	-	951,950
Gross loans and advances and receivables	29,638	256,987	427,545	1,516,774	2,043,998	1,395,195	101,292	5,771,429
Held-to-maturity investments at amortised cost	-	-	19,953	-	-	-	-	19,953
Other assets	-	69,540	-	-	-	-	21,026	90,566
<b>Total financial assets</b>	<b>446,760</b>	<b>861,355</b>	<b>447,498</b>	<b>1,516,774</b>	<b>2,043,998</b>	<b>1,395,195</b>	<b>122,318</b>	<b>6,833,898</b>
<b>Financial liabilities:</b>								
Customer deposits at amortised cost	41,799	1,183,397	2,270,841	1,580,480	-	-	-	5,076,517
Other liabilities	241	105,344	6,001	2,606	-	-	57,166	171,358
<b>Total financial liabilities</b>	<b>42,040</b>	<b>1,288,741</b>	<b>2,276,842</b>	<b>1,583,086</b>	<b>-</b>	<b>-</b>	<b>57,166</b>	<b>5,247,875</b>
<b>Net liquidity gap</b>	<b>404,720</b>	<b>(427,386)</b>	<b>(1,829,344)</b>	<b>(66,312)</b>	<b>2,043,998</b>	<b>1,395,195</b>	<b>65,152</b>	<b>1,586,023</b>

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**28. RISK MANAGEMENT OBJECTIVES AND POLICIES**

The Group's business activities comprise deposit taking and financing. These activities expose the Group to a variety of risk, mainly interest rate risk, market risk, credit risk, liquidity risk and operational risk. The Board reviews and approves policies for managing each of these risks and they are summarised below.

**Risk Management Structure**

The Group's risk management is underpinned by the Group's risk appetite and is subject to the Board's oversight, through the Risk Management Committee ("RMC"), a Board Committee which oversees the establishment of enterprise-wide risk management policies and processes. The RMC is assisted by the specific risk committees including the Assets and Liabilities Management Committee ("ALCO"), Operational Risk Management Committee ("ORMC"), Credit Committee, Anti-Money Laundering Committee and Compliance Working Group of the Company.

The Group has established systems, policies and procedures for the control and monitoring of interest rate risk, market risk, credit risk, liquidity risk and operational risk, which are approved by the Board and reviewed regularly by the Group's management, and other designated committees or working groups. Material risks are identified and assessed by designated committees and/or working groups before the launch of new products or business activities, and are monitored, documented and controlled against applicable risk limits after the introduction of new products or services or implementation of new business activities. Internal auditors of the Company also perform regular audits to ensure compliance with the policies and procedures.

**Interest Rate Risk Management**

Interest rate risk is the risk that the Group's position may be adversely affected by a change of market interest rates. The Group's interest rate risk arises primarily from the timing difference in the maturity and the repricing of the Group's interest-bearing assets, liabilities and off-balance sheet commitments. The primary objective of interest rate risk management is to limit the potential adverse effects of interest rate movements in net interest income by closely monitoring the net repricing gap of the Group's assets and liabilities. Interest rate risk is daily managed by Accounts Department of the Company. Risk Management Department measures interest rate risk exposures in the banking book on monthly basis and the results are monitored by ALCO against limits approved by the Board.

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**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Interest Rate Risk Management (Continued)**

*Interest rate risk exposures in the Company's book:*

The relevant interest rate risk arises from repricing risk and basis risk.

Repricing risk is one of the sources of interest rate risk which arises from timing differences in interest rate changes and cash flows that occur in the repricing and maturity of fixed and floating rate assets, liabilities and off-balance sheet financial instruments. Should the interest rate increase/decrease by 200 basis points and the negative net interest gap be HK\$698 million (31 December 2017: HK\$662 million) up to 12 months in 2018, profit before tax in 2018 would decrease/increase by HK\$15 million or 1.08% of equity (2017: HK\$11 million or 0.76% of equity). Profit before tax would decrease/increase by HK\$15 million or 1.11% of equity (31 December 2017: HK\$13 million or 0.85% of equity) for the next 12 months after the reporting date.

Based on the positive net interest gap of HK\$1,130 million (31 December 2017: HK\$1,081 million) up to five years, the economic value would increase by HK\$70 million (31 December 2017: HK\$65 million).

Basis risk is one of the sources of interest rate risk which arises from the difference in the changes of interest rates earned and paid on different financial instruments with similar repricing characteristics. The Group adopts two stress-testing scenarios for the sensitivity analysis:

- (i) Interest rates on managed-rate assets would decrease by 200 basis points whilst interest rates on other interest-bearing assets and interest-bearing liabilities would keep unchanged. Based on this scenario assumption, profit before tax in 2018 would decrease by HK\$36 million or 2.62% of equity (2017: HK\$34 million or 2.34% of equity). Profit before tax would decrease by HK\$36 million or 2.66% of equity (31 December 2017: HK\$35 million or 2.40% of equity) for the next 12 months after the reporting date.
- (ii) Interest rates on interest-bearing assets and liabilities, except for interest rates on fixed rate assets and managed-rate assets, would increase by 200 basis points. Based on this scenario assumption, profit before tax in 2018 would decrease by HK\$85 million or 6.26% of equity (2017: HK\$82 million or 5.66% of equity). Profit before tax would decrease by HK\$89 million or 6.56% of equity (31 December 2017: HK\$81 million or 5.58% of equity) for the next 12 months after the reporting date.

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**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Interest Rate Risk Management (Continued)**

For measurement of the repricing risk and basis risk exposures, the Group slots its interest-sensitive assets and liabilities into different time bands according to their earliest interest repricing dates. The Group does not apply to the HKMA for the use of behavioural maturity, and contractual maturities of interest-sensitive assets and liabilities are used in its interest rate risk assessment. For instance, it is assumed that there are no loan prepayments.

The carrying amounts, or notional amounts if applicable, of financial instruments exposed to interest rate risk based on the earlier of maturity dates and contractual repricing as at 31 December 2018 and 31 December 2017 are detailed as follows:

	1 year or less HK\$'000	Over 1 year but not more than 2 years HK\$'000	Over 2 years but not more than 3 years HK\$'000	2018 Over 3 years but not more than 4 years HK\$'000	Over 4 years but not more than 5 years HK\$'000	Over 5 years HK\$'000	Non- interest- bearing HK\$'000	Total HK\$'000
<b>Assets:</b>								
<b>Fixed rate financial assets</b>								
Gross cash and short term placements	382,156	-	-	-	-	-	351,248	733,404
Gross loans and advances and receivables	2,274,947	1,026,685	538,713	213,463	49,382	15,505	158,957	4,277,652
Gross held-to-collect debt securities at amortised cost	299,878	-	-	-	-	-	-	299,878
	<u>2,956,981</u>	<u>1,026,685</u>	<u>538,713</u>	<u>213,463</u>	<u>49,382</u>	<u>15,505</u>	<u>510,205</u>	<u>5,310,934</u>
<b>Floating rate financial assets</b>								
Gross loans and advances and receivables	1,824,443	-	-	-	-	-	4,871	1,829,314
<b>Less:</b>								
<b>Liabilities:</b>								
<b>Fixed rate financial liabilities</b>								
Customer deposits at amortised cost	5,465,419	-	-	-	-	-	-	5,465,419
<b>Total interest sensitivity gap</b>	<u>(683,995)</u>	<u>1,026,685</u>	<u>538,713</u>	<u>213,463</u>	<u>49,382</u>	<u>15,505</u>	<u>515,076</u>	<u>1,674,829</u>

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31 December 2018

28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

Interest Rate Risk Management (Continued)

	1 year or less HK\$'000	Over 1 year but not more than 2 years HK\$'000	Over 2 years but not more than 3 years HK\$'000	2017 Over 3 years but not more than 4 years HK\$'000	Over 4 years but not more than 5 years HK\$'000	Over 5 years HK\$'000	Non- interest- bearing HK\$'000	Total HK\$'000
<b>Assets:</b>								
<b>Fixed rate financial assets</b>								
Cash and short term placements	534,828	-	-	-	-	-	417,122	951,950
Gross loans and advances and receivables	2,114,763	953,556	516,432	221,878	51,643	8,140	145,594	4,012,006
Held-to-maturity investments at amortised cost	19,953	-	-	-	-	-	-	19,953
	<u>2,669,544</u>	<u>953,556</u>	<u>516,432</u>	<u>221,878</u>	<u>51,643</u>	<u>8,140</u>	<u>562,716</u>	<u>4,983,909</u>
<b>Floating rate financial assets</b>								
Gross loans and advances and receivables	<u>1,757,352</u>	-	-	-	-	-	2,071	<u>1,759,423</u>
<b>Less:</b>								
<b>Liabilities:</b>								
<b>Fixed rate financial liabilities</b>								
Customer deposits at amortised cost	<u>5,076,517</u>	-	-	-	-	-	-	<u>5,076,517</u>
<b>Total interest sensitivity gap</b>	<u>(649,621)</u>	<u>953,556</u>	<u>516,432</u>	<u>221,878</u>	<u>51,643</u>	<u>8,140</u>	<u>564,787</u>	<u>1,666,815</u>

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31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Interest Rate Risk Management (Continued)**

The table below summarises the effective average interest rates as at 31 December for monetary financial instruments:

	2018 Rate %	2017 Rate %
<b>Assets</b>		
Cash and short term placements	1.584	0.780
Loans and advances and receivables	14.651	14.866
Held-to-maturity investments at amortised cost	-	1.000
Held-to-collect debt securities at amortised cost	1.751	-
<b>Liabilities</b>		
Customer deposits at amortised cost	<u>2.460</u>	<u>1.420</u>

**Market Risk Management**

**(a) Currency risk**

Currency risk is the risk that the holding of foreign currencies will affect the Group's position as a result of a change in foreign currency exchange rates. The Group's foreign exchange risk positions arise from foreign exchange dealings. All foreign exchange positions are managed by Accounts Department within limits approved by the Board.

The Group has limited foreign currency risk as the Group's assets and liabilities were mainly denominated in HKD for the year ended 31 December 2018 and 2017. Directors considered that currency risk was insignificant to the Group. Accordingly, no quantitative market risk disclosures for currency risk have been made.

**(b) Price risk**

Price risk is the risk to the Group's earnings and capital due to changes in the prices of securities, including debt securities and equities.

The Group did not actively trade in financial instruments and in the opinion of the Directors, the price risk related to trading activities to which the Group was exposed was not material. Accordingly, no quantitative market risk disclosures for price risk have been made.

31 December 2018

## **28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

### **Credit Risk Management**

Credit risk is the risk that a customer or counterparty in a transaction may default. It arises from the lending and other activities undertaken by the Group.

The Group has a credit risk management process to measure, monitor and control credit risk. Its credit policy defines the credit extension and measurement criteria, the credit review, approval and monitoring processes, and the loan classification and provisioning systems. It has a hierarchy of credit authority which approves credit in compliance with the Group's credit policy. Credit risk exposures are measured and monitored against credit limits and other control limits (such as connected exposures, large exposures and risk concentration limits approved by the Board or dedicated committees). Segregation of duties in key credit functions is in place to ensure separate credit control and monitoring. Management and recovery of problem credits are handled by an independent work-out team.

The Group manages its credit risk within a conservative framework. Its credit policy is regularly revised, taking into account factors such as prevailing business and economic conditions, regulatory requirements and its capital resources. Its policy on connected lending exposure defines and states connected parties, statutory and applicable connected lending limits, types of connected transactions, the taking of collateral, the capital adequacy treatment, and detailed procedures and controls for monitoring connected lending exposures. In general, interest rates and other terms and conditions applying to connected lending should not be more favourable than those of the loans offered to non-connected borrowers under similar circumstances. The terms and conditions should be determined on normal commercial terms at arm's length and in the ordinary course of business of the Group.

Credit and compliance audits are periodically conducted by Internal Audit Department to evaluate the effectiveness of the credit review, approval and monitoring processes and to ensure that the established credit policies and procedures are complied with.

Compliance Department conducts compliance test at selected business units on identified high risk areas for adherence to regulatory and operational requirements and credit policies.

Credit Committee monitors the quality of financial assets which are neither past due nor impaired by financial performance indicators (such as the loan-to-value ratio, debts servicing ratio, financial soundness of borrowers and personal guarantees) through meeting discussions and management reports. Loan borrowers subject to legal proceedings, negative comments from other counterparties and rescheduled arrangements are put under watch lists or under the "special mention" grade for management oversight.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Credit Risk Management (Continued)**

Credit Committee also monitors the quality of past due or impaired financial assets by internal grading comprising “substandard”, “doubtful” and “loss” accounts through meeting discussions and management reports. Impaired financial assets include those subject to personal bankruptcy petitions, corporate winding-up and rescheduled arrangements.

RMC is responsible for reviewing and assessing the adequacy of risk management framework for identifying, measuring, monitoring and controlling the credit risk of existing and new products, and reviewing credit risk management policies and credit risk tolerance limits.

The Group mitigates credit risk by credit protection provided by guarantors and by loan collateral such as customer deposits, properties, taxi licences and vehicles.

The “Neither past due nor impaired loans and advances and receivables” are shown in note 12 to the financial statements.

Loans and advances and receivables that were neither past due nor impaired were related to a large number of diversified customers for whom there was no recent history of default.

Maximum credit exposures for off-balance sheet items without taking into account the fair value of collateral are as follows:

	2018 HK\$'000	2017 HK\$'000
Loan commitments	<u>23,066</u>	<u>7,735</u>

## **28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

### **Liquidity Risk Management**

Liquidity risk is the risk that the Group cannot meet its current obligations. Major sources of liquidity risk of the Group are the early or unexpected withdrawals of deposits in cash outflow and the delay in cash inflow from loan repayments. To manage liquidity risk, the Group has established a liquidity risk management framework which incorporates liquidity risk tolerance, management oversight on liquidity risk, liquidity risk and funding strategy, risk related metrics and tools for liquidity risk management, internal liquidity risk pricing, and the manner of reporting significant matters. The major objectives of liquidity risk management framework are to (i) specify the roles and responsibilities of relevant parties on liquidity risk management, (ii) identify, measure and control liquidity risk exposures with proper implementation of funding strategies, (iii) effectively report significant risk related matters for management oversight, and (iv) manage the liquidity profile within risk tolerance. The liquidity risk management framework is cascaded to all business lines to ensure a consistent liquidity risk strategy, policies and practices across the Group. Liquidity risk related policies are reviewed by senior management and dedicated committees, and significant changes in such policies are approved by the Board or committees delegated by the Board.

ALCO monitors the liquidity position as part of the ongoing management of assets and liabilities, and sets up trigger limits to monitor liquidity risk. It also closely monitors the liquidity of the subsidiaries on a periodic basis to ensure that the liquidity structure of the subsidiaries' assets, liabilities and commitments can meet their funding needs, and that internal liquidity trigger limits are complied with.

Accounts Department is responsible for the centralised implementation of the strategies and policies approved by the dedicated committees and the Board, and developing operational procedures and controls to ensure the compliance with the aforesaid policies and to minimise operational disruptions in case of a liquidity crisis.

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**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Liquidity Risk Management (Continued)**

Risk Management Department is responsible for day-to-day monitoring of liquidity maintenance ratio, loans to deposits ratio, concentration risk related ratios and other liquidity risk related ratios coupled with the use of cash-flow projections, maturity ladder, stress-testing methodologies and other applicable risk assessment tools and metrics to detect early warning signals and identify vulnerabilities to potential liquidity risk on forward-looking basis with the objective of ensuring different types of liquidity risks of the Group are appropriately identified, measured, assessed and reported. It also carries out analysis based on risk-based management reports, summarise the data from those reports and presents the key liquidity information of the Group and key business lines to ALCO on a regular (at least monthly) basis. In case of significant issues, such as serious limit excesses or breaches or early warning signals of potential severe impact are identified from the aforesaid management reports or market information obtained from other business units, a designated ALCO member will convene a meeting (involving senior management members) to discuss risk related matters and propose actions to ALCO whenever necessary. A high level summary of liquidity risk performance will be presented by ALCO to RMC and the Board.

The examples of liquidity risk related metrics include liquidity maintenance ratio (with internal risk tolerance higher than the statutory liquidity maintenance ratio); cash-flow mismatches under normal and different stress scenarios; concentration related limits of deposits and other funding sources, and maturity profile of major assets and liabilities (including on-balance sheet and off-balance sheet items). The systems and procedures are in place to measure and manage liquidity risk by cash-flow projections in both baseline and stressed scenarios arising from off-balance sheet exposures and contingent funding obligations. In baseline scenario, expected cash outflow is derived from the aforesaid exposures and obligations including uncommitted facilities and other contingent obligations with regard to not only the contractual terms in agreements with customers but also the manner of past months' utilization and genuine drawdowns of the credit facilities. In stressed scenario, the utilization and drawdowns of credit facilities is expected to escalate to some extent.

## 28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### Liquidity Risk Management (Continued)

The funding strategies of the Group are to (i) diversify funding sources for mitigating liquidity risk exposures; (ii) minimise disruptions due to operational issues such as transfer of liquidity across group entities; (iii) ensure contingency funding is available to the Group; and (iv) maintain sufficient liquidity cushion to meet critical liquidity needs such as loan commitments and deposit withdrawals in stressed situations. The Group has established concentration limits of funding sources taking into account the risk profile of the Group. For instance, intra-group funding and funding from the largest funding provider are restricted to be not more than 10% and 5% of total funding sources respectively to reduce reliance on single source of funding. Medium and long term funding is maintained at a level of at least 20% of total funding sources to pursue stable funding structure.

Contingency funding plan is formulated to address liquidity needs at different stages including the mechanism for the detection of early warning signals of potential crisis at early stage and obtaining of emergency funding in bank-run scenario at later stage. Designated roles and responsibilities of Crisis Management Team, departments and business units and their emergency contact information are documented clearly in the contingency funding plan as part of business continuity planning, and contingency funding measures are in place to set priorities of funding arrangements with counterparties, to set procedures for intraday liquidity risk management and intra-group funding support, to manage media relationship and to communicate with internal and external parties during a liquidity crisis. The stress-testing results are updated and reported to senior management regularly and the results such as survival period for positive cash-flow mismatches are used in contingency funding planning and determination of the required level of liquidity cushion. Based on the results of liquidity stress-testing, standby facilities and liquid assets are maintained to provide liquidity to meet unexpected and material cash outflows in stressed situations.

The Group maintains sufficient liquidity cushion comprising mainly cash and treasury bills issued by eligible central governments to address critical and emergent liquidity needs on intraday basis and over other different time horizons. The Group is not subject to particular collateral arrangements or requirements in contracts in case there is a credit rating downgrade of entities within the Group.

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31 December 2018

28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

Liquidity Risk Management (Continued)

Apart from cash-flow projections under the normal scenario to manage liquidity under different time horizons, different stress scenarios such as institution-specific stress scenario, the general market stress scenario and the combination of such scenarios with assumptions are set and reviewed by dedicated committees and approved by the Board. Under the institution-specific stress scenario, loan repayments from some customers are assumed to be delayed. The projected cash inflow would be affected by the increased amount of retail loan delinquencies. Regarding cash-outflow projection, part of undrawn loan facilities are not to be utilised by borrowers or honoured by the Group. The core deposits ratio would decrease as there would be fewer renewals of fixed deposits on the contractual maturity dates. In the general market stress scenario, some undrawn banking facilities are not to be honoured upon drawdown as some bank counterparties will not have sufficient liquidity to honour their obligations in market. The Group may pledge or liquidate its liquid assets such as treasury bills issued by eligible central governments to secure funding to address potential liquidity crisis. Liquidity stress-tests are conducted regularly (at least monthly) and the results are utilised for part of contingency funding plan or for providing insights to management about the latest liquidity position of the Group.

Maturity analysis of financial liabilities, based on the contractual undiscounted cash flows, is as follows:

	Repayable on demand HK\$'000	Up to 1 month HK\$'000	2018			Over 5 years HK\$'000	Repayable within an indefinite period HK\$'000	Total HK\$'000
			Over 1 month but not more than 3 months HK\$'000	Over 3 months but not more than 12 months HK\$'000	Over 1 year but not more than 5 years HK\$'000			
Customer deposits at amortised cost	27,264	1,476,967	2,685,504	1,323,932	-	-	-	5,513,667
Other liabilities	-	59,717	-	-	-	-	49,212	108,929
Gross loan commitments	23,066	-	-	-	-	-	-	23,066
	<u>50,330</u>	<u>1,536,684</u>	<u>2,685,504</u>	<u>1,323,932</u>	<u>-</u>	<u>-</u>	<u>49,212</u>	<u>5,645,662</u>

  

	Repayable on demand HK\$'000	Up to 1 month HK\$'000	2017			Over 5 years HK\$'000	Repayable within an indefinite period HK\$'000	Total HK\$'000
			Over 1 month but not more than 3 months HK\$'000	Over 3 months but not more than 12 months HK\$'000	Over 1 year but not more than 5 years HK\$'000			
Customer deposits at amortised cost	42,041	1,189,070	2,281,943	1,592,448	-	-	-	5,105,502
Other liabilities	-	100,289	-	-	-	-	57,166	157,455
Gross loan commitments	7,735	-	-	-	-	-	-	7,735
	<u>49,776</u>	<u>1,289,359</u>	<u>2,281,943</u>	<u>1,592,448</u>	<u>-</u>	<u>-</u>	<u>57,166</u>	<u>5,270,692</u>

31 December 2018

## 28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### Liquidity Risk Management (Continued)

#### Regulatory liquidity ratio

The Company is required to comply with the liquidity maintenance ratio requirement pursuant to section 97H of the Hong Kong Banking Ordinance and Rule 7 of the Banking (Liquidity) Rules.

	2018	2017
Average liquidity maintenance ratio	<u>56.1%</u>	<u>72.9%</u>

The Company calculates the average liquidity maintenance ratio of each calendar month by reference to positions of specified days approved by the HKMA pursuant to Rule 48(2) of the Banking (Liquidity) Rules.

The average liquidity maintenance ratio is computed on a solo basis using the arithmetic mean of each calendar month's average liquidity maintenance ratio as reported in the return relating to the liquidity position submitted to the HKMA.

Liquidity exposures and funding needs are measured and assessed at the level of individual legal entities (i.e. the Company and its core operating subsidiaries). Pursuant to the HKMA/SFC's requirements, the transferability of liquidity of the Company and its operating subsidiaries takes into account the need of compliance with trigger points of liquidity related ratios and minimum liquidity capital level; and other legal and regulatory limitations such as limits of connected exposures and capital related ratios.

### Operational Risk Management

Operational risk is defined as the risk of loss resulting from inadequate or failed internal processes, human and system errors or from external events.

The Group has an operational risk management function in place to identify, measure, monitor and control operational risk. Its operational risk management policy defines the responsibilities of various committees, business units and supporting departments, and highlights key operational risk factors and categories with loss event types to facilitate the measurement and assessment of operational risks and their potential impact. Operational risk exposures are monitored by appropriate key risk indicators for tracking and escalation to management for providing early warning signals of increased operational risk or a breakdown in operational risk management. Regular operational risk management reports are received and consolidated from various parties and reported to the ORMC for the monitoring and control of operational risk.

31 December 2018

## 28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)

### Capital Management

Capital of the Group for regulatory and risk management purposes includes share capital, reserves, retained profits and regulatory reserve. Accounts Department is responsible for monitoring the amount of the capital base and capital adequacy ratios against trigger limits and for risk exposures and ensuring compliance with relevant statutory limits, taking into account business growth, dividend payouts and other relevant factors.

The Group's policy is to maintain a strong capital base to support the development of the Group's businesses and to meet the statutory capital adequacy ratios and other regulatory capital requirements. Capital is allocated to various business activities of the Group depending on the risks taken by each business division and in accordance with the requirements of relevant regulatory bodies, taking into account current and future activities within a time frame of 3 years.

### Capital adequacy ratios

The capital adequacy ratios of the Company are computed in accordance with the provisions of the Banking (Amendment) Ordinance 2012 relating to Basel III capital standards and the amended Capital Rules. The Company has adopted the standardised approach for the calculation of credit risk-weighted exposures, market risk-weighted exposures and operational risk-weighted exposures. The Company is granted an exemption by the HKMA for the calculation of market risk exposures which are immaterial to the Company.

	31 December 2018	31 December 2017
CET1 Capital Ratio	<u>21.2%</u>	<u>21.8%</u>
Tier 1 Capital Ratio	<u>21.2%</u>	<u>21.8%</u>
Total Capital Ratio	<u>22.3%</u>	<u>22.8%</u>

The above capital ratios are higher than the minimum capital ratios required by the HKMA. The capital adequacy ratios above are calculated after the deduction of proposed dividends.

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**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Capital Management (Continued)**

**Capital disclosures**

The components of capital base include the following items:

	2018 HK\$'000	2017 HK\$'000
CET1 capital instruments	671,038	671,038
Retained earnings	568,303	536,741
Disclosed reserves	-	117,493
	<hr/>	<hr/>
CET1 capital before deduction	1,239,341	1,325,272
Deduct:		
Cumulative fair value gains arising from the revaluation of land and buildings (covering both own-use and investment properties)	(10,207)	(9,407)
Regulatory reserve for general banking risk	-	(117,493)
Deferred tax assets in excess of deferred tax liabilities	(24,417)	(7,358)
	<hr/>	<hr/>
CET1 capital after deduction	1,204,717	1,191,014
Additional Tier 1 capital	-	-
	<hr/>	<hr/>
Tier 1 capital after deductions	1,204,717	1,191,014
Reserve attributable to fair value gains	4,593	4,233
Regulatory reserve for general banking risk	-	46,811
Collective provisions	55,193	5,766
	<hr/>	<hr/>
	55,193	52,577
Tier 2 capital	59,786	56,810
	<hr/>	<hr/>
Capital base	1,264,503	1,247,824
Total risk-weighted assets	<u>5,669,662</u>	<u>5,471,040</u>

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31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Capital Management (Continued)**

**Capital conservation buffer (CCB)**

The Company is subject to the 2.5% CCB ratio which has been phased-in from 2016. The applicable CCB ratio effective from 1 January 2018 is 1.875%. The Company has reserved a capital buffer for the implementation of CCB ratio for which the applicable CCB ratio will become fully effective on 1 January 2019.

**Countercyclical capital buffer (CCyB)**

The CCyB ratio is an additional layer of CET1 Capital which takes effect as an extension of the Basel III capital conservation buffer.

The Company has reserved a capital buffer for the implementation of the CCyB ratio, inclusive of the CCyB ratio of 1.875% to the private sector credit exposures in Hong Kong.

The following table illustrates the geographical breakdown of risk-weighted amounts ("RWA") in relation to private sector credit exposures:

Jurisdiction ("J")	Applicable JCCyB ratio in effect %	Total RWA used in computation of CCyB ratio HK\$'000	CCyB ratio %	CCyB amount HK\$'000
As at 31 December 2018				
Hong Kong	1.875	<u>4,311,308</u>	1.875	<u>80,837</u>

Jurisdiction ("J")	Applicable JCCyB ratio in effect %	Total RWA used in computation of CCyB ratio HK\$'000	CCyB ratio %	CCyB amount HK\$'000
As at 31 December 2017				
Hong Kong	1.25	<u>4,058,115</u>	1.25	<u>50,726</u>

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Capital Management (Continued)**

**Leverage ratio**

The leverage ratio is introduced into the Basel III framework as a non-risk-based backstop limit to supplement risk-based capital requirements. It aims to constrain the build-up of excess leverage in the banking sector, and introducing additional safeguards against model risk and measurement errors. The ratio is a volume-based measure calculated as Basel III Tier 1 capital divided by total on-balance sheet and off-balance sheet exposures with reference to the Completion Instruction of the Quarterly Template on Leverage Ratio.

	31 December 2018 HK\$'000	31 December 2017 HK\$'000
Tier 1 Capital	<u>1,204,717</u>	<u>1,191,014</u>
Exposure Measure for Leverage Ratio	<u>7,008,884</u>	<u>6,473,656</u>
Leverage Ratio	<u>17.2%</u>	<u>18.4%</u>

The disclosure on leverage ratio has been effective since 31 March 2015 and the relevant disclosures can be viewed in the Annual Disclosures under “Regulatory Disclosures” section on the Company’s website at [www.publicfinance.com.hk](http://www.publicfinance.com.hk) on or before 30 April 2019.



NOTES TO FINANCIAL STATEMENTS

31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Capital Management (Continued)**

**Risk exposures (Continued)**

	31 December 2018		31 December 2017	
	Risk-weighted exposures HK\$'000	Capital requirements/ charge HK\$'000	Risk-weighted exposures HK\$'000	Capital requirements/ charge HK\$'000
Credit risk	4,415,479	353,238	4,206,183	336,495
Market risk	-	-	-	-
Operational risk	1,333,813	106,705	1,340,713	107,257
Deductions	(79,630)		(75,856)	
	<u>5,669,662</u>		<u>5,471,040</u>	

For the years ended 31 December 2018 and 31 December 2017, the Company has adopted the standardised approach for calculation of credit risk-weighted exposures, market risk-weighted exposures and operational risk-weighted exposures. The Company is granted an exemption by the HKMA for calculation of market risk exposures which are immaterial to the Company.

As at 31 December 2018 and 31 December 2017, the Company had no securitisation and counterparty credit risk related exposures.

**Principal subsidiaries and basis of consolidation**

The basis of consolidation for financial accounting purposes is in accordance with HKFRSs, as described in note 2.2 to the financial statements.

The basis of consolidation for regulatory purposes is different from that for accounting purposes. Subsidiaries included in the consolidation for regulatory purposes are specified in a notice from the HKMA in accordance with section 3C(1) of the Capital Rules.

The subsidiaries not included in the computation of the capital adequacy ratios of the Company are Public Financial Limited, Public Securities Limited and Public Securities (Nominees) Limited.

Details of the Company's subsidiaries are set out in note 1 to the financial statements.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**28. RISK MANAGEMENT OBJECTIVES AND POLICIES (Continued)**

**Capital Management (Continued)**

**Capital instruments**

To comply with the Banking (Disclosure) Rules, the Company will present all the information relating to the disclosure of regulatory capital instruments and the reconciliation to the Company's published financial statements in the Annual Disclosures under "Regulatory Disclosures" section on the Company's website at [www.publicfinance.com.hk](http://www.publicfinance.com.hk) on or before 30 April 2019.

The disclosure will include the following information:

- a description of the main features and full terms and conditions of the Company's capital instruments;
- a detailed breakdown of the Company's CET1 capital, Additional Tier 1 capital, Tier 2 capital and regulatory deductions, using the standard disclosure template as specified by the HKMA; and
- a full reconciliation between the Company's accounting and regulatory balance sheets, using the standard disclosure template as specified by the HKMA.

The following is a summary of the Company's CET1 capital instruments:

	Note	2018 HK\$'000	2017 HK\$'000
<b>CET1 capital instruments issued by the Company</b>			
Ordinary shares:			
258,800,000 issued and fully paid ordinary shares	21	<u>671,038</u>	<u>671,038</u>

**Pillar 3 disclosures**

Further disclosures with respect to capital adequacy and risk management were shown in the Pillar 3 disclosures templates as required by Banking (Disclosure) Rules. The Company will publish the Annual Disclosures for the year ended 31 December 2018 under "Regulatory Disclosures" section on the Company's website at [www.publicfinance.com.hk](http://www.publicfinance.com.hk) on or before 30 April 2019.

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**29. STATEMENT OF FINANCIAL POSITION OF THE COMPANY**

Information about the statement of financial position of the Company at the end of the reporting year is as follows:

	Notes	2018 HK\$'000	2017 HK\$'000
<b>ASSETS</b>			
Cash and short term placements		538,618	759,924
Loans and advances and receivables		5,925,697	5,696,957
Held-to-maturity investments at amortised cost		-	19,953
Held-to-collect debt securities at amortised cost		299,848	-
Investment properties		26,140	25,340
Property and equipment		18,404	14,994
Land held under finance leases		42,528	43,881
Investments in subsidiaries	29(a)	10,110	10,110
Deferred tax assets		29,160	11,599
Other assets		21,575	18,616
<b>TOTAL ASSETS</b>		<b>6,912,080</b>	<b>6,601,374</b>
<b>EQUITY AND LIABILITIES</b>			
<b>LIABILITIES</b>			
Customer deposits at amortised cost		5,465,419	5,076,517
Current tax payable		14,462	3,546
Deferred tax liabilities		4,743	4,241
Other liabilities		70,303	68,550
<b>TOTAL LIABILITIES</b>		<b>5,554,927</b>	<b>5,152,854</b>
<b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY</b>			
Share capital		671,038	671,038
Reserves	29(b)	686,115	777,482
<b>TOTAL EQUITY</b>		<b>1,357,153</b>	<b>1,448,520</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>6,912,080</b>	<b>6,601,374</b>

Tang Wing Chew  
Director

Lee Huat Oon  
Director

NOTES TO FINANCIAL STATEMENTS

31 December 2018

**29. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (Continued)**

**(a) Investments in subsidiaries**

Information about the investments in subsidiaries of the Company at the end of the reporting year is as follows:

	2018 HK\$'000	2017 HK\$'000
Unlisted shares, at cost	<u>10,110</u>	<u>10,110</u>

Particulars of the Company's subsidiaries are shown in note 1 to the financial statements.

**(b) Reserves**

Information about movement of the reserves of the Company during the reporting year is as follows:

	Note	Other reserves		Total HK\$'000
		Regulatory reserve HK\$'000	Retained profits HK\$'000	
As at 1 January 2017		104,884	645,105	749,989
Profit for the year		-	247,005	247,005
Transfer from retained profits to regulatory reserve		12,609	(12,609)	-
Dividends paid in respect of previous year		-	(97,684)	(97,684)
Dividends paid in respect of current year		-	(121,828)	(121,828)
As at 31 December 2017 (Reported)		117,493	659,989	777,482
Impact of adopting HKFRS 9	2.4	(117,493)	30,763	(86,730)
Restated opening balance under HKFRS 9 as at 1 January 2018		-	690,752	690,752
Profit for the year		-	244,453	244,453
Dividends paid in respect of previous year		-	(123,248)	(123,248)
Dividends paid in respect of current year		-	(125,842)	(125,842)
As at 31 December 2018		<u>-</u>	<u>686,115</u>	<u>686,115</u>

31 December 2018

**30. KEY ELEMENTS OF DISCLOSURE POLICY**

The Disclosure Policy of the Company sets out the approach used by the Company to (i) determine the content, appropriateness and frequency of the information it discloses to the general public relating to its state of affairs including its profit and loss and its financial resources (including capital / liquidity resources); and (ii) describe its own risk profile as required by the Banking (Disclosure) Rules. Further details of key elements of the Disclosure Policy will be shown under “Regulatory Disclosures” section on the Company’s website at [www.publicfinance.com.hk](http://www.publicfinance.com.hk) on or before 30 April 2019.

**31. APPROVAL OF THE FINANCIAL STATEMENTS**

The financial statements were approved and authorised for issue by the Board on 17 January 2019.

PUBLIC FINANCE LIMITED  
大眾財務有限公司

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

(A) ADVANCES TO CUSTOMERS BY INDUSTRY SECTORS

Gross and impaired loans and advances to customers, provisions, impaired loans and advances written off and collateral are analysed by industry sectors pursuant to the HKMA's guidelines as follows:

Company

	Gross loans and advances HK\$'000	General provisions HK\$'000	Specific provisions HK\$'000	New provisions charged to income statement HK\$'000	31 December 2018 Amount of impaired loans and advances written off HK\$'000	Collateral HK\$'000	Percentage of gross advances covered by collateral %	Impaired loans and advances HK\$'000	Loans and advances overdue for more than three months HK\$'000
Loans and advances for use in Hong Kong									
Manufacturing	6,724	117	-	108	23	-	-	-	-
Building and construction, property development and investment									
Property development	-	-	-	-	-	-	-	-	-
Property investment	41,326	4	-	5	-	41,326	100.0	-	-
Civil engineering works	11,430	199	-	128	-	-	-	-	-
Electricity and gas	-	-	-	-	-	-	-	-	-
Recreational activities	378	6	-	7	-	-	-	-	-
Information technology	-	-	-	-	-	-	-	-	-
Wholesale and retail trade	41,573	791	-	520	-	1,790	4.3	-	-
Transport and transport equipment	739,091	84	-	26	-	738,530	99.9	-	-
Hotels, boarding houses and catering	-	-	-	-	-	-	-	-	-
Financial concerns	-	-	-	-	-	-	-	-	-
Stockbrokers	-	-	-	-	-	-	-	-	-
Non-stockbroking companies and individuals for the purchase of shares	-	-	-	-	-	-	-	-	-
Professional and private individuals									
Loans for the purchase of flats covered by the guarantees issued by the Housing Authority under the Home Ownership Scheme, Private Sector Participation Scheme and Tenant Purchase Scheme	-	-	-	-	-	-	-	-	-
Loans for the purchase of other residential properties	1,007,757	100	-	76	-	1,007,757	100.0	2,740	2,740
Loans for credit card advances	-	-	-	-	-	-	-	-	-
Loans for other business purposes	-	-	-	-	-	-	-	-	-
Loans for other private purposes	4,192,476	125,318	51,984	75,815	297,831	39,180	0.9	116,022	48,949
Trade finance	-	-	-	-	-	-	-	-	-
Other loans and advances	-	-	-	-	-	-	-	-	-
Loans and advances for use outside Hong Kong	21,301	832	129	619	1,373	-	-	156	156
<b>Total loans and advances (excluding other receivables)</b>	<b>6,062,056</b>	<b>127,451</b>	<b>52,113</b>	<b>77,304</b>	<b>299,227</b>	<b>1,828,583</b>	<b>30.2</b>	<b>118,918</b>	<b>51,845</b>

PUBLIC FINANCE LIMITED  
大眾財務有限公司

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

(A) ADVANCES TO CUSTOMERS BY INDUSTRY SECTORS (Continued)

Company

	31 December 2017								
	Gross loans and advances HK\$'000	Collective impairment allowances HK\$'000	Individual impairment allowances HK\$'000	New impairment allowances charged to income statement HK\$'000	Amount of impaired loans and advances written off HK\$'000	Collateral HK\$'000	Percentage of gross advances covered by collateral %	Impaired loans and advances HK\$'000	Loans and advances overdue for more than three months HK\$'000
Loans and advances for use in Hong Kong									
Manufacturing	4,385	5	17	17	-	-	-	23	23
Building and construction, property development and investment									
Property development	-	-	-	-	-	-	-	-	-
Property investment	25,375	21	-	15	-	25,375	100.0	-	-
Civil engineering works	12,513	12	-	-	-	-	-	-	-
Electricity and gas	-	-	-	-	-	-	-	-	-
Recreational activities	20	-	-	-	-	-	-	-	-
Information technology	-	-	-	-	-	-	-	-	-
Wholesale and retail trade	34,915	34	-	76	122	1,483	4.2	-	-
Transport and transport equipment	776,682	78	-	7	-	776,588	100.0	-	-
Hotels, boarding houses and catering	-	-	-	-	-	-	-	-	-
Financial concerns	-	-	-	-	-	-	-	-	-
Stockbrokers	-	-	-	-	-	-	-	-	-
Non-stockbroking companies and individuals for the purchase of shares	-	-	-	-	-	-	-	-	-
Professional and private individuals									
Loans for the purchase of flats covered by the guarantees issued by the Housing Authority under the Home Ownership Scheme, Private Sector Participation Scheme and Tenant Purchase Scheme	-	-	-	-	-	-	-	-	-
Loans for the purchase of other residential properties	909,021	92	-	2	-	909,021	100.0	-	-
Loans for credit card advances	-	-	-	-	-	-	-	-	-
Loans for other business purposes	-	-	-	-	-	-	-	-	-
Loans for other private purposes	3,944,276	5,397	68,051	297,093	312,382	45,295	1.1	100,432	52,418
Trade finance	-	-	-	-	-	-	-	-	-
Other loans and advances	-	-	-	-	-	-	-	-	-
Loans and advances for use outside Hong Kong	17,869	40	638	2,784	3,236	-	-	837	837
Total loans and advances (excluding other receivables)	5,725,056	5,679	68,706	299,994	315,740	1,757,762	30.7	101,292	53,278

The advances to customers are classified by industry sectors based on the industry in which the granted loans are used. In those cases where loans cannot be classified with reasonable certainty, they are classified according to the known principal activities of the borrowers or by reference to the assets financed according to the loan documentation.

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(B) MAINLAND ACTIVITIES**

The following table illustrates the disclosure required to be made in respect of the Company's Mainland China exposures to non-bank counterparties:

Type of counterparties	On-balance sheet exposure HK\$'000	Off-balance sheet exposure HK\$'000	Total HK\$'000
As at 31 December 2018			
People's Republic of China ("PRC") nationals residing outside Mainland China or entities incorporated outside Mainland China where the credit is granted for use in Mainland China	8,159	-	8,159
Total	<u>8,159</u>	<u>-</u>	<u>8,159</u>
Total assets after provision	<u>6,912,080</u>		
On-balance sheet exposures as percentage of total assets	<u>0.12%</u>		
Type of counterparties	On-balance sheet exposure HK\$'000	Off-balance sheet exposure HK\$'000	Total HK\$'000
As at 31 December 2017			
PRC nationals residing outside Mainland China or entities incorporated outside Mainland China where the credit is granted for use in Mainland China	7,657	-	7,657
Total	<u>7,657</u>	<u>-</u>	<u>7,657</u>
Total assets after provision	<u>6,601,374</u>		
On-balance sheet exposures as percentage of total assets	<u>0.12%</u>		

Note:

The analysis of non-bank Mainland China exposures is disclosed with reference to the Banking (Disclosure) Rules and Completion Instruction for the HKMA Return of Mainland Activities.

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(C) DISCLOSURE OF THE REMUNERATION SYSTEM**

**Remuneration Committee**

The Company has established its Remuneration Committee with written terms of reference in compliance with the requirements of the SPM Module CG-5 on “Guideline on a Sound Remuneration System” (the “Remuneration Guideline”) issued by the HKMA. As at 31 December 2018, there were four members in the Remuneration Committee and three of them were Independent Non-Executive Directors. The Remuneration Committee was chaired by Mr. Tang Wing Chew, the Independent Non-Executive Co-Chairman of the Company. The other members were Mr. Lee Chin Guan, Mr. Lai Wan and Mr. Quah Poh Keat.

The Remuneration Committee meets at least once a year to review and make recommendations to the Board of the Company on the overall remuneration policy (the “Remuneration Policy”), specific remuneration packages and compensation arrangement relating to the termination or appointment of Directors, Chief Executive, senior management and key personnel, and for the formulation and implementation of the Remuneration Policy applicable to all employees of the Group.

A meeting was held in 2018. The attendance of each member in 2018 is set out below:

Name of members	Number of meetings attended in 2018	Attendance rate
Mr. Tang Wing Chew ( <i>Chairman of the Committee</i> )	1/1	100%
Mr. Lee Chin Guan	1/1	100%
Mr. Lai Wan	1/1	100%
Mr. Quah Poh Keat	1/1	100%

During the year, Directors’ fees, annual salary review, allocation of annual discretionary bonus, annual review of terms of reference of the Remuneration Committee and annual review of the Remuneration Policy and system in compliance with the Remuneration Guideline of the HKMA were reviewed and noted.

Remuneration of the Executive Directors, Chief Executive, senior management and key personnel is determined by reference to factors including the level of workload, responsibilities and commitments, performance and remuneration packages. No individual Director or any of his associates is involved in deciding his own remuneration.

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

**Remuneration of Directors**

The scales of Directors' fees of the Company for the years 2018 and 2017 are set out as below:

Board of Directors	2018 Range HK\$	2017 Range HK\$
Chairman/Co-Chairman	<u>202,500 to 205,000</u>	<u>100,000 to 102,500</u>
Other Directors	<u>100,000 to 202,500</u>	<u>50,000 to 100,000</u>

No remuneration was paid to members of the Remuneration Committee for the years 2018 and 2017 except the aforesaid Directors' fees.

**Design and structure of the remuneration processes**

The Board of the Company oversees the formulation, maintenance and implementation of the Remuneration Policy.

The Remuneration Committee of the Company reviews and recommends the remuneration packages of key senior management personnel of the Group in accordance with the authorities and responsibilities as stipulated in its terms of reference to the Board of the Company for approval.

Remuneration review is submitted to the Board of the Company by the Remuneration Committee for approval each year.

The Remuneration Committee of the Company also works closely with the Human Resources Committee, Nomination Committee, Audit Committee, Risk Management Committee and other dedicated committees and departments to (i) review if there are any material non-compliance issues in relation to internal policy and statutory requirements and make adjustments to payments of remuneration whenever necessary, and (ii) decide upon the appraisal system which fairly measures the performance of each key personnel, and make changes to the system when necessary to meet the changing needs of the Company.

Regular compliance monitoring is imposed to review the management and operation of the remuneration system.

31 December 2018

## **(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

### **Design and structure of the remuneration processes (Continued)**

Personnel Department continues to take initiatives on all human resources matters while Human Resources Committee continues to function in accordance with its terms of reference.

Recommendations related to Heads of Internal Audit Department, Compliance Department and Risk Management Department are submitted to the Audit Committee and Risk Management Committee, where applicable, for endorsement. Discussions and recommendations related to other employees at managerial level made in the meetings of Human Resources Committee are submitted to the Group Human Resources Committee of Public Bank Berhad, the ultimate holding company of the Company, and where appropriate, to the Remuneration Committee of the Company for endorsement while discussions and decisions related to non-managerial employees made in the meetings are normally noted in the Board Executive Committee of the Company.

### **The Remuneration Policy of the Group**

The Company adopted the Remuneration Policy in compliance with the Remuneration Guideline. The Remuneration Policy covers the Company and its subsidiaries which are subject to the HKMA's consolidated supervision. The Remuneration Policy was initiated by the Human Resources Committee and approved by the Board. The Human Resources Committee also reviews and keeps abreast of the legal and regulatory requirements from time to time, and liaises with risk control units including risk management, financial management and compliance functions to strike a balance among sufficient staff motivation, sound remuneration packages and prudent risk management. Any findings and recommendations to be incorporated into the Remuneration Policy will be put forth to the Remuneration Committee for consideration. Having discussed and agreed upon at the Remuneration Committee, the revisions to the Remuneration Policy will be recommended to the Board for approval. The Remuneration Policy is subject to an annual review.

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

**The Remuneration Policy of the Group (Continued)**

The Company's Remuneration Policy encourages employee behaviour that supports the Company's risk tolerance, risk management framework and long-term financial soundness. The policy is established and implemented in line with the objectives, business strategies and long-term goals of the Company and formulated in a way that will not encourage excessive risks taking by employees but allows the Company to attract and retain employees with relevant skills, knowledge and expertise to discharge their specific functions. The Company has considered the key risks, including market risk, credit risk, liquidity risk and operational risk, when implementing the remuneration measures, which are closely monitored by various management committees and working groups. The Company considers and reviews the audit reports and various kinds of performance reports to take account of these risks in the remuneration process. Audit reports cover information on asset quality, credit risk management and operational risk management whilst performance reports state various kinds of business performance indicators such as delinquent rate, net impairment ratio, customer deposit, business growth, etc., which are useful for identification of current and future risks. The employees' performances in controlling these current and future risks are linked with their remuneration rewards. The Board will take the overall performance of the Group, risk management, market trends, and other non-financial measures when deciding the performance bonus pool. This will be adjusted as and when the Company considers appropriate. There is no change of remuneration measures over the past year.

Basically, the remuneration package consists of fixed and variable remuneration which are offered in cash. Fixed remuneration refers to basic salary, the year end double pay, and other fixed income while variable remuneration refers to discretionary bonus, sales commission and other variable income. The remuneration packages are determined by taking into consideration the evaluation of the job's responsibilities and contribution, the market pay levels for benchmark positions, and employee's performance. The level of remuneration and the proportion of variable remuneration to fixed remuneration of senior management and key personnel are linked to their level of responsibility undertaken and contribution to business performance and enhancements of efficiency and effectiveness of operations.

When the amount of variable remuneration payout exceeds a predetermined percentage or amount of the annual fixed remuneration of the employee, a deferment period of 3 years will be imposed in order to align the incentive awards to be granted to an individual employee with the long-term value creation and the time horizons of risk. The deferred remuneration will be vested gradually over the 3-year deferment period and no faster than on a pro-rata basis. To conform to the spirit of the Remuneration Guideline and not to undermine the risk management advantage by applying deferment of variable remuneration, if there is any deferred remuneration, hedging exposures in respect of the unvested portion of deferred remuneration by any trading, investment or other financial activities will be restricted.

31 December 2018

## **(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

### **The Remuneration Policy of the Group (Continued)**

Subject to the decision of the Remuneration Committee in accordance with the internal guidelines, the deferred remuneration will be forfeited and/or clawed back when it is later established that the data on which the performance measurement for a particular year was based is subsequently proven to have been manifestly misstated; or it is later established that the employee concerned has committed fraud or other malfeasance, or violated any legislation, code or internal control policies of the Group; or there has been a significant downward restatement of the financial performance of the Group; or the employment of the employee is terminated.

The award of variable remuneration to the senior management, key personnel and risk taking employees is subject to the aforesaid deferral mechanism which will be reviewed by the Remuneration Committee at least annually and subject to change when necessary.

The remuneration of the employees within the risk control function, including those performing risk management, accounts, audit, compliance and credit management functions, etc., is determined by the performance of individual employees and is independent of the business they oversee. The performance factors of the appraisees in carrying out their core job responsibilities under their respective job functions are assessed in the performance appraisals. Appropriate remuneration will be recommended based on the results of the appraisals annually.

The Company uses a comprehensive performance measurement framework that incorporates both financial and non-financial performance in determining the size and allocation of variable remuneration. The financial metrics link the variable remuneration to the profits, revenue and other performance measures of the Company as a whole, and the contribution of business units or departments and an individual employee to the Company as well. The applicable and material risks associated with the activities of employees, the cost and quantity of capital required to support the risks taken, and the cost and quantity of liquidity risk in the conduct of business are also taken into consideration. The non-financial metrics capture the performance on qualitative aspects such as the compliance with risk management policies, adherence to legal, regulatory and ethical standards; customer satisfaction; and effectiveness and efficiency of supporting operations. Given the importance in both financial achievements and non-financial factors, poor performance will result in reduction of or elimination to the variable remuneration. Adverse performance in non-financial factors will override outstanding financial achievement, and thus, the employee's performance can be assessed comprehensively.

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

**Annual review of remuneration system and policy**

An annual review of the remuneration system and the Remuneration Policy of the Group was conducted by the Remuneration Committee at the end of 2018. The review concludes that the remuneration system and the Remuneration Policy are consistent with the principles set out in the Remuneration Guideline.

**Remuneration of senior management and key personnel**

The aggregate quantitative information on remuneration for the Group's senior management (including the Executive Director who also holds the position of Chief Executive) and key personnel is set out below.

- (i) The amount of remuneration for the financial years 2018 and 2017, split into fixed and variable remuneration, is set out below:

**Remuneration of senior management\*:**

	2018 (5 beneficiaries)		2017 (5 beneficiaries)	
	Non-deferred HK\$	Deferred HK\$	Non-deferred HK\$	Deferred HK\$
<b>Fixed remuneration</b>				
Cash	<u>6,866,180</u>	<u>-</u>	<u>6,581,678</u>	<u>-</u>
<b>Variable remuneration</b>				
Cash	<u>1,957,467</u>	<u>-</u>	<u>1,748,487</u>	<u>-</u>

\* Senior management comprises General Manager/Chief Executive, Alternate Chief Executive, Assistant General Manager, Dealing Director and Information Technology Controller

SUPPLEMENTARY FINANCIAL INFORMATION (UNAUDITED)

31 December 2018

**(C) DISCLOSURE OF THE REMUNERATION SYSTEM (Continued)**

**Remuneration of senior management and key personnel (Continued)**

**Remuneration for key personnel#:**

	2018 (11 beneficiaries)		2017 (12 beneficiaries)	
	Non-deferred HK\$	Deferred HK\$	Non-deferred HK\$	Deferred HK\$
<b>Fixed remuneration</b>				
Cash	<u>7,359,570</u>	<u>-</u>	<u>6,665,502</u>	<u>-</u>
<b>Variable remuneration</b>				
Cash	<u>1,930,863</u>	<u>-</u>	<u>1,591,190</u>	<u>-</u>

# Key personnel comprises individual employees whose duties or activities in the course of employment involve the assumption of material risks or the taking on material exposures on behalf of the Group and the key personnel within risk control functions

- (ii) No variable remuneration in shares or share-linked instruments was granted during the financial years 2018 and 2017.
- (iii) There was no deferred remuneration awarded, paid out and reduced through performance adjustments and there was no outstanding deferred remuneration during the financial years 2018 and 2017.
- (iv) No senior management or key personnel had been awarded new sign-on or severance payments or paid guaranteed bonuses during the financial years 2018 and 2017.

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## **(D) CORPORATE GOVERNANCE**

The Company is a deposit taking company incorporated in Hong Kong and is under the supervision of the HKMA. The Board is fully committed to adopting and implementing the principles and best practices in corporate governance as set out in the SPM Module CG-1 on “Corporate Governance of Locally Incorporated Authorised Institutions” issued by the HKMA. Specialised committees with clear terms of references and specific authorities delegated by the Board have been set up by the Company.

### **1. Board Executive Committee**

Board Executive Committee consists of Executive and Non-Executive Directors and is responsible for the management of the business of the Company in all aspects and implementation of strategic business plans and policies approved and formulated by the Board. The minutes of Board Executive Committee meetings are tabled to the Board for noting. The present members comprise Tan Sri Dato’ Sri Dr. Teh Hong Piow (Chairman of Board Executive Committee), Dato’ Chang Kat Kiam, Mr. Quah Poh Keat, Mr. Lee Huat Oon and Mr. Chong Yam Kiang.

### **2. Risk Management Committee**

RMC is responsible for overseeing the overall management of all risks covering market risk management, liquidity risk management, credit risk management, operational risk management, and compliance risk management. It reviews and approves major risk related policies and major risk tolerance limits and reviews and assesses the adequacy of risk management policies and framework in identifying, measuring, monitoring and controlling risk and the extent to which these are operating effectively. It also conducts review of the compliance functions to ensure adequate resources and independence of Compliance Department. The minutes of RMC meetings are tabled to the Board for noting and further action, where appropriate. The Manager of Risk Management Department and Compliance Manager shall normally attend the meetings. The members of RMC shall be appointed by the Board from amongst the Non-Executive Directors of the Company, the majority of them shall be Independent Non-Executive Directors and shall consist of not less than three members. The present members comprise Mr. Lee Chin Guan (Chairman of RMC), Mr. Lai Wan, Mr. Tang Wing Chew, Mr. Quah Poh Keat and Dato’ Chang Kat Kiam.

### **3. Audit Committee**

Audit Committee reviews internal control issues identified by Internal Audit Department, external auditors, regulatory authorities and management, and evaluates the adequacy and effectiveness of the Group’s risk management and internal control systems. It also conducts review of the internal audit functions with particular emphasis on the scope of audits, quality of internal audits and independence of Internal Audit Department. The minutes of Audit Committee meetings are tabled to the Board for noting and further action, where appropriate. The Chief Executive and Head of Internal Audit normally attend the meetings. The members of Audit Committee shall be appointed by the Board from amongst the Non-Executive Directors of the Company, the majority of them shall be Independent Non-Executive Directors and shall consist of not less than three members. The present members comprise Mr. Lai Wan (Chairman of Audit Committee), Mr. Lee Chin Guan, Mr. Tang Wing Chew and Mr. Quah Poh Keat.

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**(D) CORPORATE GOVERNANCE (Continued)**

4. Remuneration Committee

Remuneration Committee is responsible for reviewing and recommending to the Board the overall Remuneration Policy and remuneration packages of the Executive Directors, Chief Executive, senior management and key personnel, and the Remuneration Policy applicable to all employees of the Group. The minutes of Remuneration Committee meetings are tabled to the Board for noting. The members of Remuneration Committee shall be appointed by the Board from amongst the Non-Executive Directors of the Company, the majority of them shall be Independent Non-Executive Directors and shall consist of not less than three members. The present members comprise Mr. Tang Wing Chew (Chairman of Remuneration Committee), Mr. Lee Chin Guan, Mr. Lai Wan and Mr. Quah Poh Keat.

5. Nomination Committee

Nomination Committee (“NC”) is established by the Board in 2018 to review the structure, size and composition of the Board and make recommendations of any proposed changes to the Board to complement the Company’s corporate strategy; to make recommendations on appointment, the nomination policy, succession planning and any related matters for Directors, Chief Executive, Alternate Chief Executive and senior management. The minutes of NC meetings are tabled to the Board for noting. The members of NC comprise Non-Executive Directors appointed by the Board, and the majority of them shall be Independent Non-Executive Directors, and shall consist of not less than three members. The present members comprise Mr. Tang Wing Chew (Chairman of NC), Mr. Lee Chin Guan, Mr. Lai Wan and Mr. Quah Poh Keat.

6. Bank Culture Committee

Bank Culture Committee (“BCC”) is established by the Board in 2018 to develop and promote a sound corporate culture and behavioural standards that promote prudent risk-taking and fair treatment of customers within the Group. The minutes of BCC meetings are tabled to the Board for noting. The members of BCC shall be appointed by the Board from amongst the Non-Executive Directors of the Company and shall consist of not less than three members. The present members comprise Mr. Tang Wing Chew (Chairman of BCC), Dato’ Chang Kat Kiam, Mr. Quah Poh Keat, Mr. Lai Wan and Mr. Lee Chin Guan.

7. Management Committee

Management Committee is established by the Board to ensure the effectiveness of the daily operations and that the operations are in accordance with the corporate objectives, strategies and the annual budget as well as the policies and business directions that have been approved. The members of the Committee comprise the General Manager/Chief Executive, Assistant General Manager, Assistant General Manager (Business), Head of Direct Sales, Manager of Accounts Department, and Zone Managers.

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**(D) CORPORATE GOVERNANCE (Continued)**

8. Credit Committee

Credit Committee is responsible for making decision on loan applications for all types of loan facilities within its discretionary powers, assisting the Board in formulating policy guidelines for the Company's lending business, and recommending applications for loan facilities exceeding the discretionary powers of Credit Committee to the Board for approval. The members of the Committee comprise the General Manager/Chief Executive, Assistant General Manager, Assistant General Manager (Business) and Head of Business Operations and Administration.

9. Assets and Liabilities Management Committee

ALCO reviews and assesses the risk profile (including risk tolerance limits and potential material impacts) and statement of financial position structure of the Company, sets out the objectives for the assets and liabilities management function and implements relevant risk management strategy. The Committee monitors and manages the aforesaid matters within a framework of approved policies and limits, and reports to the RMC. The members of ALCO comprise the General Manager/Chief Executive (Chairman of ALCO), Assistant General Manager, Assistant General Manager (Business), Manager of Accounts Department and Manager of Risk Management Department.

10. Human Resources Committee

Human Resources Committee assists the Board in formulating and implementing human resources policies including staff recruitment, promotion, career development, performance appraisal and remuneration packages of all staff. The members of the Committee comprise the General Manager/Chief Executive, Assistant General Manager, Assistant General Manager (Business) and Human Resources Manager.

11. Information Technology Committee

Information Technology Committee is responsible for establishing objectives, policies and strategies for the computerisation of the Company, recommending to the Board on major acquisitions of computer hardware and software, and monitoring the progress of the implementation of all information technology related projects. The members of the Committee comprise the General Manager/Chief Executive, Information Technology Controller and Manager of Accounts Department.

12. Finance Committee

Finance Committee assists the Board in the financial planning and budgeting process of the business of the Company and the review of the business performance, medium-term financial strategic business plan, statutory and half-year accounts. The members of the Committee comprise the General Manager/Chief Executive, Assistant General Manager, Assistant General Manager (Business) and Manager of Accounts Department.

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**(D) CORPORATE GOVERNANCE (Continued)**

13. Operational Risk Management Committee

ORMC is responsible for the implementation of the operational risk management framework approved by the Board, and the development of specific policies, processes and procedures for managing operational risk in the material products, activities, processes and systems. The members of ORMC comprise the General Manager/Chief Executive (Chairman of ORMC), Assistant General Manager (Business), Assistant General Manager, Information Technology Controller, Manager of Accounts Department, Head of Business Operations and Administration and Manager of Risk Management Department.

14. Anti-Money Laundering (“AML”) Committee

AML Committee is accountable for the supervision of matters relating to money laundering and terrorist financing. The Committee shall assist the Board of the Company in overseeing the management of AML risk with the focus on the second line of defense as well as providing governance and advice to the Company on its policies and procedures designed to identify money laundering/ terrorist financing risk areas where the Company may be exposed. The Committee shall use its professional judgment to guide the Company and to report to the Risk Management Committee. The members of the Committee comprise the General Manager/Chief Executive (Chairman of AML Committee), Assistant General Manager/Alternate Chief Executive, Assistant General Manager (Business), AML Compliance Officer/Alternate AML Compliance Officer, Manager of Fixed Deposit Department, Head of Business Operations and Administration, Zone Manager and Manager of Risk Management Department.

15. Business Strategy Steering Committee

Business Strategy Steering Committee is responsible for establishing effective business strategies to meet corporate goals and objectives taking into account operating conditions in the market and formulating strategic business plans to achieve growth and return, efficiency and competitive advantage in the financial industry. The members of the Committee comprise the General Manager/Chief Executive, Assistant General Manager, Assistant General Manager (Business), Zone Managers and nominated Branch Managers.