



# **CHINA CONSTRUCTION BANK (ASIA)**

China Construction Bank (Asia) ["CCB (Asia)"] has a long history in Hong Kong. For details of it, the story shall be traced back to 1912 when The Bank of Canton Limited was established in Hong Kong.

In February 1912, Chinese businessmen from San Francisco, United States, founded The Bank of Canton Limited which was the first Chinese-owned bank in Hong Kong. Its growth paralleled Hong Kong's development. The Great Depression in the 1930s and the Second World War in the 1940s seriously disrupted the bank's operations. When Hong Kong was liberated after the war in 1945, our former staff rebuilt the bank and soon it was back into business.

Following the acquisition by Security Pacific National Bank in 1988, The Bank of Canton Limited was renamed Security Pacific Asian Bank Limited. Upon the merger of Bank of America Corporation ["BOA Corporation"] and Security Pacific Corporation in 1992, we changed our name again to Bank of America (Asia) Limited in 1993. In 1998, BOA Corporation merged with NationsBank Corporation to form the new Bank of America. And in 2001, our Chinese name was changed again to align with the English name.

In August 2006, an acquisition agreement was made between China Construction Bank Corporation ["CCB Corporation"] and BOA Corporation. As a result, Bank of America (Asia) Limited became a wholly-owned subsidiary of CCB Corporation and we were officially renamed China Construction Bank (Asia) Corporation Limited on December 30 in the same year.

Since 2007, we have made significant progress and developments in customer acquisition, launch of comprehensive product suite, expansion of branch network, optimization of operation flow, reinforcement of risk management and advancement in information technology. Our branch network spans all over Hong Kong and Macau from 17 branches in 2007 to 51 branches at present, including one CCB Private Banking center; the number of staff has increased approximately 3 times to over 2,000.

To complete our wealth management function to provide better services for customers in Hong Kong and Macau, we acquired AIG Finance (Hong Kong) Limited in October 2009 and the company was renamed China Construction Bank (Asia) Finance Limited. The move has made us one of the largest credit card issuing institutions in Hong Kong. In May 2011, we have successfully completed the integration of China Construction Bank (Asia) Finance Limited, pursuing to maximize the synergistic benefit for our bank's overall operation.

Our affiliated company, QBE Hongkong & Shanghai Insurance Limited, continues to work with us in offering a comprehensive range of personal and commercial insurance services to ensure our customers' peace of mind.



## **CHINA CONSTRUCTION BANK**

CCB Corporation, our parent company, has a long history of operation in China. Its history dates back to 1954 when the People's Construction Bank of China was founded. This entity was renamed China Construction Bank in 1996. CCB Corporation was formed in September 2004 when it separated from its predecessor, China Construction Bank, and assumed its commercial banking business and related assets and liabilities. Headquartered in Beijing, CCB Corporation had a network of 14,121 branches and sub-branches in Mainland China; maintained overseas branches in Hong Kong, Singapore, Frankfurt, Johannesburg, Tokyo, Seoul, New York, Ho Chi Minh City, Sydney and Melbourne; and representative offices in Moscow and Taipei at the end of 2012. The bank has a number of subsidiaries, including China Construction Bank (Asia) Corporation Limited, CCB International (Holdings) Limited, China Construction Bank (London) Limited, China Construction Bank (Dubai) Limited, CCB Financial Leasing Corporation Limited, CCB Trust Co., Limited, Sino-German Bausparkasse Co., Ltd, CCB Principal Asset Management Co., Ltd. and CCB Life Insurance Company Limited. The bank has over 350,000 staff, and provides comprehensive banking services to its customers.

The bank was listed on the Stock Exchange of Hong Kong Limited (Stock Code: 939) in October 2005 and was listed on the Shanghai Stock Exchange (SSE Code: 601939) in September 2007.



# **Vision**

To become a first-class medium to large bank in Hong Kong

# **Mission**

- Provide better service to our customers
- Create higher value to our shareholders
- Build up broader career path for our associates
- Assume full responsibilities as a corporate citizen



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# To Customers and Shareholders



In 2012, global economic volatility resulted in intense competition in the financial sector. With the support of our parent bank China Construction Bank and Board of Directors, through adopting prudent operation strategy and stringent risk management together with the dedication from all of our staff, our core businesses continued to achieve remarkable growth despite all the challenges.

Our net profit after tax reached HKD774 million for the year ended December 31, 2012, an increase of 26.9% as compared to 2011.

In 2012, our net interest income rose by 23.3% to HKD2,076 million as compared to 2011. The increase was mainly contributed by the increase in interest income resulting from the increase in advances to customers, trade bills and advances to banks, but partly offset by the increase in interest expense due to the growth of customer deposits and the certificates of deposit issued, along with the rising of deposit interest rate. The net interest margin slightly decreased to 1.42% in 2012 from 1.47% in 2011.

Net fees and commission income increased to HKD499 million, representing an increase of 49.4% as compared with 2011, mainly due to increase in securities & insurance services and trade finance fee income.

Net trading income decreased by HKD169 million to HKD146 million, or a decrease of 53.6% as compared to 2011. The reduction was mainly due to decrease in foreign exchange contracts income of HKD190 million.

Net gains from financial instruments designated at fair value through profit or loss was HKD53 million, a slight decrease of HKD1 million or 2.4%, as compared to 2011.

Total operating expenses were 8.4% higher than prior year, mostly attributable to business growth and the exceptional expenses on office relocation. Excluding this exceptional item, the increase would be only 5.1%, mainly due to continuous improvement in cost effectiveness and cost control which partially offset the increase in operating expenses due to larger operations scale and inflation.

Operating profit before impairment losses in 2012 rose by 31.3% to HKD989 million, which was HKD236 million higher than 2011.

Loan impairment charge in 2012 increased by 11.2% to HKD73 million, mainly due to increase in collectively assessed impairment charge resulting from the loan portfolio growth, but offset by the increase in release of individually assessed impairment.

Operating profit after impairment losses for 2012 increased to HKD916 million, an increase of HKD229 million, or 33.3%, over the previous year. Total profit for the year grew to HKD774 million, which was 26.9% higher than the previous year's figure.

Total consolidated assets of the bank stood at HKD176,230 million at the end of 2012, a significant increase of 30.7% over the HKD134,871 million at the end of 2011. Gross advances to customers and trade bills increased by 30.8% to HKD119,460 million. Deposits from customers grew by 17.0% to HKD108,930 million when compared to prior year end position. Certificates of deposit issued stood at HKD23,455 million, an increase of 40.2% when compared to the position at the end of 2011.

Assets quality continued to maintain at a very satisfactory level. The gross impaired advances to gross advances to customers was only 0.22% at the end of 2012, a decrease of 5 basis points when compared to the position at the end of 2011.

As at December 31, 2012, our core capital adequacy ratio stood at 16.6%, while the total capital adequacy ratio was 17.4%, compared to 20.2% and 21.0% respectively at the end of 2011. The average liquidity ratio was 55.0% in 2012, higher than the 43.7% in previous year.

# To Customers and Shareholders'

In terms of product and service development, we continued to focus on broadening our customer base. In 2012, we launched Smart Kid Savings Account, encouraging customers to help their children develop saving habit. During the year, PREMIER BANKING's services were also revamped with added exclusive privileges and introduced the new PREMIER BANKING Visa Infinite Credit Card, offering more comprehensive products and services to better cater for the various customers' needs in financial management, wealth creation, leisure enjoyment and daily living. For the convenience of customers in managing wealth anytime and anywhere, we introduced Mobile Banking service which provides customers with instant access to our Online Banking via Mobile App or mobile phone browser to handle their financial matters.

In 2012, we were honored to be appointed as Joint Lead Manager and Bookrunner of the RMB Sovereign Bond issued in Hong Kong once again by the Ministry of Finance, allowing us to further participate in exploring RMB investment channels for Hong Kong. To bring attentive value-added RMB services to customers, dedicated RMB Wealth Management Ambassadors were stationed at all branches to provide customers various information in RMB financial management more professionally. Our excellence in RMB services was well-recognized by various sectors of the society and we were awarded "CAPITAL Merits of RMB Services" for the second time by CAPITAL magazine in September 2012.

We also actively promoted our Credit Card business in the year with a series of innovative products and services which included the launch of new CCB (Asia) AIA UnionPay Dual Currency Credit Card, repositioning of eye Credit Card and the introduction of Instant Travel Club service. The Credit Card business saw a healthy addition of 70,000 credit card accounts in 2012. At the same time, we were also keen to grow the Personal Loan business and opened the fourth CCB (Asia) Personal Loan Center in Causeway Bay in November 2012, aiming to increase market penetration to drive Personal Loan business' growth on a continual basis.

In parallel to our efforts in growing our business, we are also dedicated to fulfilling our corporate social responsibility through partnering with a number of charity organizations and participating in a broad spectrum of charity sponsorship activities, community development projects, environment protection initiatives, volunteer services and staff caring events, exerting our mission of assuming responsibilities as a corporate citizen.

Looking ahead to 2013, we will persist to serve customers with innovative thinking and prudent management strategy to offer greater galore of products and services aligning with our customer-centric principle. We will as well leverage on our edges in cross-border business to provide comprehensive RMB investment channels for individual and corporate customers.

Furthermore, following the relocation of our middle and back office associates by stages to the China Construction Bank Centre located in Kowloon Bay from end of 2012, we foresee great benefits from the synergy of working in a central location, contributing to higher efficiency and gaining momentum for our future business growth.

We would like to express our heartfelt gratitude to our parent bank, China Construction Bank, and our Board of Directors for their continued guidance in providing strategic directions in our business development. We would also like to thank our customers for their trust and support over the years, providing us invaluable opinions enabling our continuous enhancement in our product suite and service quality. Last but not least, we are very thankful to our staff for their dedication and support towards our strategic vision and their devotion to work for the bank, resulting in our sustained excellence.

Du Yajun

Chairman

Miranda Kwok

President & Chief Executive Officer

Hong Kong, March 27, 2013

# Corporate Social Responsibility



CCB (Asia) staff participated in fund raising activity in Lifeline Express CCB (Asia) Charity Run/Walk 2012.

In 2012, China Construction Bank (Asia) ["CCB (Asia)"] continued to fulfill our parent company China Construction Bank's corporate mission of assuming full responsibilities as a corporate citizen, caring for the well-being of the community and our staff.

#### **CARE FOR THE NEEDY**

CCB (Asia) has been supporting and actively participating in nearly 10 charity activities organized by Lifeline Express since 2008 and it is encouraging that the funds raised has helped thousands of cataract patients in receiving surgical operations. In 2012, we title-sponsored the signature fund raising activity for the Lifeline Express Eye-hospital Train for the second year, organizing with Lifeline Express and the Clearwater Bay Golf & Country Club the "Lifeline Express CCB (Asia) Charity Run/Walk 2012", and raising over HKD2.5 million by more than 2,000 athletes for Lifeline Express. Furthermore, we sponsored and supported the "Lifeline Express Save for Sight" Campaign for two consecutive years as well as its Flag Day, uniting efforts from kindergarten students, the bank's staff and customers to raise funds for Lifeline Express.

The bank also participated in the charity sponsorship of different local non-profit organizations including the Society for the Promotion of Hospice Care, Caritas Hong Kong, The Hong Kong Golf Club Charitable Foundation, Breakthrough, Against Child Abuse, Heifer Hong Kong, Médecins Sans Frontières, Hong Kong Red Cross and Macau Daily News Readers' Charity Fund through donations, fund raising and more.

## **CARE FOR THE YOUTH**

CCB (Asia) and The Boys' & Girls' Clubs Association of Hong Kong ["BGCA"] joined hands again in putting forward "Bringing Our Children a Brighter Future – 'Love and Treasure' Affiliated Youth Development Program 2012". Through interest classes, volunteer services, charity activities and photo competition, the program aimed to let teenagers learn and understand the importance of treasuring human relationships and the variety talent performance also helped increasing self confidence of the youth and establishing a positive attitude of life and living.





- CCB (Asia), title-sponsored the "Lifeline Express CCB (Asia) Charity Run/Walk" for the second year, raised over HkD2.5 million by more than 2,000 athletes in November 2012 for Lifeline Express.
- Nearly 1,400 kindergartens students signed up for the "Lifeline Express Save for Sight" Campaign.

# Corporate Social Responsibility

#### CARE FOR THE COMMUNITY

To relay positive attitude, laughter and joy to the needy in the society, CCB (Asia)'s corporate volunteers have participated in various charity and community activities including Amazing Charity Walkathon 2012, collection of New Year festive gifts to the needy campaign, children visits and outing with the youth for barbeque and kite-flying activities.

#### **CARE FOR STAFF**

To advocate balance between work and life, we presented custombaked CCB branded moon cakes to our staff to celebrate the Mid-Autumn Festival, enabling them to admire the full moon while savoring traditional festive delicacies at this special occasion, and enriching their friends and family gatherings. Also, we organized "Work-Life Balance Week" again in October 2012, bringing surprises and interesting activities to staff, offering daily treats for 5 days in a row which included candy carts, Hong Kong style afternoon tea, magic and jazz performance, bazaar style classic games and more to our staff in Hong Kong and Macau. We hope to build a harmonic and joyful workplace through arranging a galore of interesting and relaxing activities, letting staff relax under their busy schedule with elements of vision, hearing, taste and touch throughout the week. Furthermore, we regularly offered free lunch seminars in which professionals from different specialists will share well-being information with staff.



### **CARE FOR GREEN**

CCB (Asia) values environmental protection and put it into practice from internal operations to external promotions with messages of protecting the environment. In 2012, we echoed with World Wide Fund and took part in its "Earth Hour" energy-saving campaign by lighting off unnecessary electricity of back offices as well as the outdoor billboards of China Construction Bank in Central and Tsim Sha Tsui. We also encouraged our staff to save energy and support the event through turning off lights at home for 1 hour during the event. Moreover, we have been the "Earth Partner" member of Friends of the Earth (Hong Kong) for another year, hoping to pave ways for a sustainable green future. On top of supporting environmental protection activities, we also implemented different environmentally-friendly practices in office to create a green workplace, such as delivering green messages to staff via computer screensaver and Intranet. Externally, we offers PREMIER BANKING Welcome Pack in digital format saved in a USB flash drive to help preserve the woods and protect the ecosystem of the Earth.



CCB (Asia) staff joined in the Lifeline Express Flag Day and raised funds to support the operation of the "Lifeline Express Eye-Train Hospital".

- 3. CCB (Asia) Management celebrated the Mid-Autumn Festival with staff.
- 4. Custom-baked "China Construction Bank" branded moon cakes





# **Awards and Honors**





#### **JANUARY 2012**

Quamnet Outstanding Enterprise Awards 2011 – Outstanding Online and Mobile Banking



Quamnet



## **JANUARY 2012**

1st Outstanding Corporate Social Responsibility Award

The Mirror



#### **MARCH 2012**

#### **Caring Company**

The Hong Kong Council of Social Services





## **MARCH 2012**

# **Outstanding Corporate Volunteer Team Award 2012**

The Boys' and Girls' Clubs Association of Hong Kong



#### **APRIL 2012**

Hong Kong ICT Awards 2012 – Best Ubiquitous Networking (Digital Media Marketing Campaign) Bronze Award

Hong Kong Wireless Technology Industry Association



## **APRIL 2012**

Hong Kong ICT Awards 2012 – Best Ubiquitous Networking (Digital Media Marketing Campaign) Special Mention (LBS Application)

Hong Kong Wireless Technology Industry Association

# **Awards and Honors**



## **MAY 2012**

# **Corporate Social Responsibility Award**

CAPITAL and CAPITAL WEEKLY





#### **AUGUST 2012**

Prime Awards for Banking and Finance Corporations 2012

– Best Personal Loan

*metroBOX* 



#### **AUGUST 2012**

MobileWebAward 2012

- Best Bank Mobile Application

Web Marketing Association





## **SEPTEMBER 2012**

CAPITAL Merits of Achievements in Banking & Finance 2012 – CAPITAL Merits of RMB Services

CAPITAL





# **NOVEMBER 2012**

iAwards 2012 - Most Popular Online Marketing/ Planning Award

Hong Kong Discuss and Uwants

# Report of the Directors



The directors have pleasure in submitting their annual report together with the audited financial statements for the year ended December 31, 2012.

# PRINCIPAL PLACE OF BUSINESS

China Construction Bank (Asia) Corporation Limited ("the Bank") is a licensed bank incorporated and domiciled in Hong Kong and has its registered office and principal place of business at G/F, 6 Des Voeux Road Central, Central, Hong Kong and at 11/F, Devon House, 979 King's Road, Hong Kong respectively.

# **PRINCIPAL ACTIVITIES**

The principal activities of the Bank and its subsidiaries (collectively referred to as "the Group") are the provision of a range of banking and related financial services through the Bank's branches and subsidiaries. Other particulars of the Bank's subsidiaries are set out in note 22 to the financial statements.

### **FINANCIAL STATEMENTS**

The profit of the Group for the financial year ended December 31, 2012 and the state of the Bank's and the Group's affairs as at that date are set out in the financial statements on pages 13 to 108.

## TRANSFER TO RESERVES

Profit attributable to shareholders of HK\$774,113,000 (2011: HK\$610,138,000) has been transferred to reserves. Other movements in reserves are set out in the consolidated statement of changes in equity.

### **DIVIDENDS**

The directors do not recommend the payment of a final dividend for the year ended December 31, 2012 (2011: HK\$ Nil).

### **FIXED ASSETS**

Details of movements in fixed assets of the Group and the Bank during the year are set out in note 25 to the financial statements.

## **SHARE CAPITAL**

Details of share capital of the Bank are set out in note 31 to the financial statements.

# Report of the Directors

# **DIRECTORS**

The directors of the Bank during the year and up to the date of the report were:

Du, Yajun (Chairman)
Chan, Wing Kee, GBS, OBE, JP
Dickson Leach, James S.
Fong, Bucky Wing Foon
Kwok, Miranda Pui Fong
Ying, Chengkang
Li, Yunze
Jiang, Jianhua
Xu, Yunqing

Huang, Tao (resigned on March 28, 2012) Chan, Mo Po, MH, JP (resigned on July 28, 2012)

There being no provision in the Bank's articles of association for retirement by rotation, all directors continue in office.

## **DIRECTORS' INTERESTS IN SHARES**

At no time during the year was the Bank, or any of its holding companies, subsidiaries, fellow subsidiaries or associate a party to any arrangement to enable the directors of the Bank to acquire benefits by means of the acquisition of shares in or debentures of the Bank or any other body corporate.

# **CHARITABLE DONATIONS**

During the year, charitable donations made by the Group amounted to HK\$70,000 (2011: HK\$100,000).

## **DIRECTORS' INTERESTS IN CONTRACTS**

No contract of significance to which the Bank, or any of its holding companies, subsidiaries or fellow subsidiaries was a party, and in which a director of the Bank had a material interest, subsisted at the end of the year or at any time during the year.

## **MANAGEMENT CONTRACTS**

No contracts concerning the management and administration of the whole or any substantial part of any business of the Bank were entered into or existed during the year.

# Report of the Directors



# STATEMENT OF COMPLIANCE

The financial statements for the year ended December 31, 2012 comply with the applicable disclosure provisions of the Banking (Disclosure) Rules.

# **AUDITORS**

The financial statements have been audited by PricewaterhouseCoopers who retire and being eligible, offer themselves for re-appointment.

On behalf of the board

Jung.

**Du Yajun** *Chairman* 

Hong Kong, March 27, 2013

# **Independent Auditor's Report**

#### To the shareholders of China Construction Bank (Asia) Corporation Limited

(incorporated in Hong Kong with limited liability)

We have audited the consolidated financial statements of China Construction Bank (Asia) Corporation Limited (the "Bank") and its subsidiaries (together, the "Group") set out on pages 13 to 108, which comprise the consolidated and company statements of financial position as at December 31, 2012, and 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 a summary of significant accounting policies and other explanatory information.

# DIRECTORS' RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

## **AUDITOR'S RESPONSIBILITY**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with section 141 of the Hong Kong Companies Ordinance and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

# **Independent Auditor's Report**



## **OPINION**

In our opinion, the consolidated financial statements give a true and fair view of the state of affairs of the Bank and of the Group as at December 31, 2012, and of the Group's profit and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in accordance with the Hong Kong Companies Ordinance.

#### **PricewaterhouseCoopers**

Certified Public Accountants

Hong Kong, March 27, 2013

# **Consolidated Statement of Comprehensive Income**

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

	Note	2012	2011
Interest income		3,837,510	2,709,785
Interest expense		(1,761,448)	(1,025,960)
Net interest income	6	2,076,062	1,683,825
Net fees and commission income	7	499,444	334,373
Net trading income	8	146,011	314,793
Net gains from financial instruments designated at fair value through			
profit or loss	9	52,753	54,030
Net gains from disposal of available-for-sale financial instruments		11	15,999
Other operating income	10	6,784	3,904
Total operating income		2,781,065	2,406,924
Operating expenses	11	(1,792,407)	(1,654,188)
Operating profit before impairment losses		988,658	752,736
Loan impairment charge	12	(72,948)	(65,597)
Operating profit		915,710	687,139
Gain on disposal of fixed assets		-	45
Share of profits of an associate	23	22,501	28,513
Profit before taxation		938,211	715,697
Taxation	14	(164,098)	(105,559)
Profit for the year		774,113	610,138
Other comprehensive income for the year net of tax			
Net movement in investment revaluation reserve	16	28,048	(3,124)
Total comprehensive income for the year		802,161	607,014

# **Consolidated Statement of Financial Position**

As at December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

	Note	2012	2011
ASSETS			
Cash and balances with banks and central banks	17	24,483,074	18,035,166
Placements with banks maturing between one and twelve months		4,403,660	2,776,930
Advances to banks		10,122,108	9,697,857
Advances to customers and trade bills	18	118,956,508	90,819,918
Financial instruments measured at fair value through profit or loss	19	1,307,185	1,451,931
Available-for-sale financial assets	20	15,132,816	10,365,137
Derivative financial instruments	21	419,568	487,596
Investment in an associate	23	175,016	152,515
Current tax recoverable	24	3,479	1,885
Deferred tax assets	24	91,369	77,420
Fixed assets	25	190,029	224,013
Other assets	26	945,680	780,880
Total assets		176,230,492	134,871,248
LIABILITIES			
Deposits and balances of banks	27	23,846,223	6,118,455
Deposits from customers	28	108,930,155	93,111,676
Certificates of deposit and other debt securities issued	29	23,454,919	16,731,102
Derivative financial instruments	21	488,290	640,203
Current tax payable	24	101,792	55,378
Other liabilities	30	1,446,235	1,053,717
Total liabilities		158,267,614	117,710,531
EQUITY			
Share capital	31	6,511,043	6,511,043
Reserves		11,451,835	10,649,674
Total equity		17,962,878	17,160,717
Total equity and liabilities		176,230,492	134,871,248

Approved and authorised for issue by the Board of Directors on March 27, 2013.

Du Yajun	Kwok Pui Fong, Miranda	Ying Chengkang	Cheng Pui Ling, Cathy
Chairman	Director	Director	Secretary

# **Statement of Financial Position**

As at December 31, 2012

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

	Note	2012	2011
ASSETS			
Cash and balances with banks and central banks	17	24,073,968	17,442,877
Placements with banks maturing between one and twelve months		4,453,273	3,583,664
Advances to banks		10,122,108	9,697,857
Advances to customers and trade bills	18	115,001,125	87,001,051
Financial instruments measured at fair value through profit or loss	19	1,307,185	1,451,931
Available-for-sale financial assets	20	16,028,124	10,136,180
Derivative financial instruments	21	423,561	492,085
Investments in subsidiaries	22	1,508,238	1,508,238
Investment in an associate	23	10,411	10,411
Deferred tax assets	24	91,582	77,504
Fixed assets	25	173,757	201,942
Other assets	26	883,219	709,258
Total assets		174,076,551	132,312,998
LIABILITIES			
Deposits and balances of banks	27	25,188,801	8,296,002
Deposits from customers	28	106,231,341	90,353,595
Certificates of deposit and other debt securities issued	29	23,454,919	16,731,102
Derivative financial instruments	21	488,066	639,861
Current tax payable	24	99,105	50,756
Other liabilities	30	1,400,219	987,472
Total liabilities		156,862,451	117,058,788
EQUITY			
Share capital	31	6,511,043	6,511,043
Reserves	31	10,703,057	8,743,167
Total equity		17,214,100	15,254,210
Total equity and liabilities		174,076,551	132,312,998

Approved and authorised for issue by the Board of Directors on March 27, 2013.

Du Yajun	Kwok Pui Fong, Miranda	Ying Chengkang	Cheng Pui Ling, Cathy
Chairman	Director	Director	Secretary

# **Consolidated Statement of Changes in Equity**

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

	Note	Share capital	General reserve	Investment revaluation reserve	Exchange reserve	Regulatory reserve	Other reserve	Retained profits	Total
Balance at									
January 1, 2011		6,511,043	750,956	2,786	(146)	646,696	15,913	8,626,455	16,553,703
Changes in equity for 2011:									
Profit for the year Other comprehensive		-	-	-	-	-	-	610,138	610,138
income		-	_	(3,124)	_	_	_	_	(3,124)
Total comprehensive income	16	_	_	(3,124)	_	_	_	610,138	607,014
Regulatory reserve		-		-	-	(119,944)	_	119,944	-
Balance at December 31, 2011 and January 1, 2012		6,511,043	750,956	(338)	(146)	526,752	15,913	9,356,537	17,160,717
Changes in equity for 2012: Profit for the year Other comprehensive		-	-	-	-	-	-	774,113	774,113
income		-	-	28,048	-	-	-	-	28,048
Total comprehensive income	16	-	-	28,048	-	-	_	774,113	802,161
Regulatory reserve		-	-	-	-	274,488	-	(274,488)	-
Balance at December 31, 2012		6,511,043	750,956	27,710	(146)	801,240	15,913	9,856,162	17,962,878

# **Consolidated Statement of Cash Flows**

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

Note	2012	2011 (restated)
Net cash inflow from operations 37(a)	12,354,997	11,750,455
Hong Kong Profits Tax paid	(128,501)	(98,549)
Macau Complementary Tax paid	(3,876)	(3,803)
PRC withholding tax paid	(850)	_
Net cash inflow from operating activities	12,221,770	11,648,103
Investing activities		
Purchase of available-for-sale financial assets	(13,666,641)	(7,176,334)
Proceeds received from redemption and disposal of		
available-for-sale financial assets	9,592,360	2,888,580
Purchase of property and equipment	(44,926)	(51,019)
Proceeds from disposal of property and equipment	-	209
Dividend received from an associate	-	25,500
Dividends received from listed and unlisted investments	3,934	2,814
Net cash outflow from investing activities	(4,115,273)	(4,310,250)
Increase in cash and cash equivalents	8,106,497	7,337,853
Cash and cash equivalents at January 1	23,139,766	15,610,003
Effect of foreign exchange rate changes	70,803	191,910
Cash and cash equivalents at December 31 37(b)	31,317,066	23,139,766
Cash flows from operating activities include:		
Interest received	3,947,374	2,516,232
Interest paid	1,606,540	826,165

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 1 GENERAL INFORMATION

The consolidated financial statements for the year ended December 31, 2012 comprise China Construction Bank (Asia) Corporation Limited ("the Bank") and its subsidiaries (together referred to as "the Group") and the Group's interest in an associate. The consolidated financial statements have been approved by the Board of Directors on March 27, 2013.

# 2 SIGNIFICANT ACCOUNTING POLICIES

### (a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collectively include all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance.

The HKICPA has issued certain new and revised HKFRSs that are first effective or available for early adoption for the current accounting period of the Group and the Bank. Note 3 provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Group and the Bank for the current and prior accounting periods reflected in these financial statements.

A summary of the significant accounting policies adopted by the Group is set out below.

#### (b) Basis of preparation

The measurement basis used in the preparation of the financial statements is the historical cost basis except for financial instruments classified as trading, designated at fair value through profit or loss and available-for-sale (see note 2(f)) which are stated at fair value.

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect in the financial statements and major sources of estimation uncertainty are discussed in note 4.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (c) Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable are taken into account.

Subsidiaries are consolidated into the consolidated financial statements from the date that control commences until the date that control ceases. Intra-group balances and transactions and any unrealised profits arising from intra-group transactions are eliminated in full in preparing the consolidated financial statements. Unrealised losses resulting from intra-group transactions are eliminated in the same way as unrealised gains but only to the extent that there is no evidence of impairment.

Changes in the Group's interests in a subsidiary that do not result in a loss of control are accounted for as equity transaction, whereby adjustments are made to the amounts of controlling and non-controlling interests within consolidated equity to reflect the change in relative interests, but no adjustments are made to goodwill and no gain or loss is recognised.

When the Group loses control of a subsidiary, it is accounted for as a disposal of the entire interest in that subsidiary, with a resulting gain or loss being recognised in the income statement. Any interest retained in that former subsidiary at the date when control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (note 2(f)) or, when appropriate, the cost on initial recognition of an investment in an associate (note 2(d)).

In the Bank's statement of financial position, its investments in subsidiaries are stated at cost less impairment losses, if any (note 2(k)).

#### (d) Associate

An associate is an entity in which the Group or the Bank has significant influence, but not control, or joint control, over its management, including participation in the financial and operating policy decisions.

An investment in an associate is accounted for in the consolidated financial statements under the equity method and is initially recorded at cost, adjusted for any excess of the Group's share of the acquisition-date fair values of the associate's identifiable net assets over the cost of the investment (if any). Therefore, the investment is adjusted for the post acquisition change in the Group's share of the associate's net assets and any impairment loss relating to the investment (note 2(k)). Any acquisition-date excess over cost, the Group's share of the post-acquisition post-tax results of the associate and any impairment losses for the year are recognised in the consolidated income statement.

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

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

## (d) Associate (continued)

Unrealised profits and losses resulting from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associate, except where unrealised losses provide evidence of an impairment of the asset transferred, in which case they are recognised immediately in the income statement.

When the Group ceases to have significant influence over an associate, it is accounted for as a disposal of the entire interest in that associate, with a resulting gain or loss being recognised in the income statement. Any interest retained in that former associate at the date when significant influence or joint control is lost is recognised at fair value and this amount is regarded as the fair value on initial recognition of a financial asset (note 2(f)) or, when appropriate, the cost on initial recognition of an investment in an associate.

In the Bank's statement of financial position, its investment in an associate is stated at cost less impairment losses, if any (note 2(k)).

#### (e) Goodwill

Goodwill represents the excess of

- the aggregate of the fair value of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the Group's previously held equity interest in the acquiree; over
- (ii) the net fair value of the acquiree's identifiable assets and liabilities measured as at the acquisition date.

When (ii) is greater than (i), then this excess is recognised immediately in the income statement as a gain on a bargain purchase.

Goodwill is stated at cost less accumulated impairment losses. Goodwill arising on a business combination is allocated to each cash-generating unit, or groups of cash generating units, that is expected to benefit from the synergies of the combination and is tested annually for impairment (see note 2(k)).

On disposal of a cash generating unit during the year, any attributable amount of purchased goodwill is included in the calculation of the profit or loss on disposal.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

### (f) Financial instruments

#### (i) Initial recognition

The Group classifies its financial instruments into different categories at inception, depending on the purpose for which the assets were acquired or the liabilities were incurred. The categories are: fair value through profit or loss, loans and receivables, available-for-sale financial assets and other financial liabilities.

Financial instruments are measured initially at fair value, which normally will be equal to the transaction price plus, in case of a financial asset or financial liability not held at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset or issue of the financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately.

The Group recognises financial assets and financial liabilities on the date it becomes a party to the contractual provisions of the instrument. A regular way purchase or sale of financial assets and financial liabilities at fair value through profit or loss is recognised using trade date accounting. Other financial assets and financial liabilities are recognised using settlement date accounting. From these dates, any gains and losses arising from changes in fair value of the financial assets or financial liabilities at fair value through profit or loss are recorded.

#### (ii) Classification

Fair value through profit or loss

This category comprises financial assets and financial liabilities held for trading, and those designated at fair value through profit or loss upon initial recognition, but excludes those investments in equity instruments that do not have a quoted market price and whose fair value cannot be reliably measured.

Trading financial instruments are financial assets or financial liabilities which are acquired or incurred principally for the purpose of trading, or are part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking. Derivatives that do not qualify for hedge accounting (note 2(g)) are accounted for as trading instruments.

Financial instruments are designated at fair value through profit or loss upon initial recognition when:

- the assets or liabilities are managed, evaluated and reported internally on a fair value basis;
- the designation eliminates or significantly reduces an accounting mismatch which would otherwise arise;
- the asset or liability contains an embedded derivative that significantly modifies the cash flows that would otherwise be required under the contract and the separation of the embedded derivative(s) from the financial instrument is not prohibited.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

## (f) Financial instruments (continued)

#### (ii) Classification (continued)

Fair value through profit or loss (continued)

Financial assets and financial liabilities under this category are carried at fair value. Changes in the fair value are included in the income statement in the period in which they arise. Upon disposal or repurchase, the difference between the net sale proceeds or the net payment and the carrying value is included in the income statement.

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than (a) those that the Group intends to sell immediately or in the near term, which will be classified as held for trading; (b) those that the Group, upon initial recognition, designates as at fair value through profit or loss or as available-for-sale; or (c) those where the Group may not recover substantially all of its initial investment, other than because of credit deterioration, which will be classified as available-for-sale. Loans and receivables mainly comprise advances to customers and banks, and placements with banks.

Securities classified as loans and receivables typically comprise of securities which are issued by the same customers with whom the Group has a lending relationship and are not quoted in an active market. Investment decisions for credit substitute securities are subject to the same credit approval processes as loans, and the Group bears the same customer risk as it does for loans extended to those customers. Additionally the yield and maturity terms are generally directly negotiated by the Group with the issuer. These securities include commercial paper, short term debentures and preference shares issued by the borrower.

Loans and receivables and securities classified as loans and receivables are carried at amortised cost using the effective interest method, less impairment losses, if any (note 2(k)).

#### Available-for-sale financial assets

Available-for-sale financial assets are non-derivative financial assets that are designated as available-for-sale or are not classified in any of the other two categories above. They include financial assets intended to be held for an indefinite period of time, but which may be sold in response to needs for liquidity or changes in the market environment.

Available-for-sale financial assets are carried at fair value. Unrealised gains and losses arising from changes in the fair value are recognised directly in other comprehensive income and accumulated separately in equity, except for impairment losses and foreign exchange gains and losses on monetary items such as debt securities which are recognised in the income statement.

Investments in equity securities that do not have a quoted market price in an active market and whose fair value cannot be measured reliably, and derivatives that are linked to and must be settled by delivery of such unquoted equity securities are carried at cost less impairment losses, if any (see note 2(k)).

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

### (f) Financial instruments (continued)

#### (ii) Classification (continued)

Available-for-sale financial assets (continued)

When the available-for-sale financial assets are sold, gains or losses on disposal include the difference between the net sale proceeds and the carrying value, and the accumulated fair value adjustments which are previously recognised in other comprehensive income shall be reclassified from equity to the income statement.

Other financial liabilities

Financial liabilities, other than trading liabilities and those designated at fair value through profit or loss, are measured at amortised cost using the effective interest method.

## (iii) Fair value measurement principles

The fair value of financial instruments is based on their quoted market prices at the reporting date without any deduction for estimated future selling costs. Financial assets are priced at current bid prices, while financial liabilities are priced at current offer prices.

If there is no publicly available latest traded price nor a quoted market price on a recognised stock exchange or a price from a broker/dealer for non-exchange-traded financial instruments, or if the market for it is not active, the fair value of the instrument is estimated using valuation techniques that provide a reliable estimate of prices which could be obtained in actual market transactions.

Where discounted cash flow techniques are used, estimated future cash flows are based on management's best estimates and the discount rate used is a market rate at the reporting date applicable for an instrument with similar terms and conditions. Where other pricing models are used, inputs are based on market data at the reporting date.

Financial instruments are measured initially at fair value plus, in the case of a financial instrument not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the instrument. Transaction costs for financial instruments at fair value through profit or loss are expensed immediately.

#### (iv) Derecognition

A financial asset is derecognised when the contractual rights to receive the cash flows from the financial asset expire, or where the financial asset together with substantially all the risks and rewards of ownership, have been transferred.

A financial liability is derecognised when the obligation specified in the contract is discharged, cancelled or expires.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

## (f) Financial instruments (continued)

#### (v) Offsetting

Financial assets and financial liabilities are offset and the net amount is reported in the statement of financial position where there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

#### (vi) Embedded derivatives

An embedded derivative is a component of a hybrid (combined) instrument that includes both the derivative and a host contract with the effect that some of the cash flows of the combined instrument vary in a way similar to a stand-alone derivative. The embedded derivatives are separated from the host contract and accounted for as a derivative when (a) the economic characteristics and risks of the embedded derivative are not closely related to the host contract; and (b) the hybrid (combined) instrument is not measured at fair value with changes in fair value recognised in the income statement.

When the embedded derivative is separated, the host contract is accounted for in accordance with note 2(f)(ii).

# (g) Derivative financial instrument and hedging activities

Derivative financial instruments ("derivative") are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at their fair value with changes therein recognised in the income statement. Fair values are obtained from quoted market prices in active markets, including recent market transactions, and valuation techniques, including discounted cash flow models as appropriate. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

Hedge accounting recognises the offsetting effects on the income statement of changes in the fair values of the hedging instrument and the hedged item. The Group assesses and documents whether the financial instruments that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flows of hedged items attributable to the hedged risks both at hedge inception and on an ongoing basis. The Group discontinues prospectively hedge accounting when (a) the hedging instrument expires or is sold, terminated or exercised; (b) the hedge no longer meets the criteria for hedge accounting; or (c) the Group revokes the designation.

#### (i) Fair value hedge

A fair value hedge seeks to offset risks of changes in the fair value of recognised asset or liability that will give rise to a gain or loss being recognised in the income statement.

The hedging instrument is measured at fair value, with fair value changes recognised in the income statement. The carrying amount of the hedged item is adjusted by the amount of the changes in fair value of the hedging instrument attributable to the risk being hedged. This adjustment is recognised in the income statement to offset the effect of the gain or loss on the hedging instrument.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

# (g) Derivative financial instrument and hedging activities (continued)

#### (i) Fair value hedge (continued)

When a hedging instrument expires or is sold, terminated or exercised, the hedge no longer meets the criteria for hedge accounting, or the Group revokes designation of the hedge relationship, any adjustment up to that point, to a hedged item for which the effective interest method is used, is amortised to the income statement as part of the recalculated effective interest rate of the item over its remaining life.

#### (ii) Cash flow hedge

Where a derivative financial instrument is designated as a hedge of the variability in cash flows of a recognised asset or liability, or a highly probable forecast transaction, or the foreign currency risk of a committed future transaction, the effective part of any gain or loss on remeasurement of the derivative financial instrument to fair value is recognised in other comprehensive income and accumulated separately in equity in the hedging reserve. The ineffective portion of any gain or loss is recognised immediately in the income statement.

If the hedge of a forecast transaction subsequently results in the recognition of a non-financial asset or non-financial liability, the associated gain or loss is reclassified from equity and to be included in the initial cost or other carrying amount of the non-financial asset or liability.

If a hedge of a forecast transaction subsequently results in the recognition of a financial asset or a financial liability, the associated gain or loss is reclassified from equity to the income statement in the same period or periods during which the asset acquired or liability assumed affects profit or loss (such as when interest income or expense is recognised).

For cash flow hedges, other than those covered by the preceding two policy statements, the associated gain or loss is reclassified from equity to the income statement in the same period or periods during which the hedged forecast transaction affects profit or loss.

When a hedging instrument expires or is sold, terminated or exercised, or the Group revokes designation of the hedge relationship but the hedged forecast transaction is still expected to occur, the cumulative gain or loss at that point remains in equity until the transaction occurs and is recognised in accordance with the above policy. If the hedged transaction is no longer expected to take place, the cumulative unrealised gain or loss is reclassified from equity to the income statement immediately.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

# (g) Derivative financial instrument and hedging activities (continued)

#### (iii) Hedge effectiveness testing

In order to qualify for hedge accounting, the Group carries out prospective effectiveness testing to demonstrate that it expects the hedge to be highly effective at the inception of the hedge and throughout its life. Actual effectiveness (retrospective effectiveness) is also demonstrated on an ongoing basis.

The documentation of each hedging relationship sets out how the effectiveness of the hedge is assessed. The method which the Group adopts for assessing hedge effectiveness will depend on its risk management strategy.

For fair value hedge relationships, the Group utilises the cumulative dollar offset method as effectiveness testing methodologies. For cash flow hedge relationships, the Group utilises the cumulative dollar offset method.

For prospective effectiveness, the hedging instrument must be expected to be highly effective in achieving offsetting changes in fair value attributable to the hedged risk during the period for which the hedge is designated. For actual effectiveness, the changes in fair value or cash flows must offset each other in the range of 80 per cent to 125 per cent for the hedge to be deemed effective.

#### (h) Fixed assets

Fixed assets are stated in the statement of financial position at cost less accumulated depreciation and impairment losses (see note 2(k)).

Gains or losses arising from the retirement or disposal of an item of fixed assets are determined as the difference between the net disposal proceeds and the carrying amount of the item and are recognised in the income statement on the date of retirement or disposal.

Depreciation is calculated to write off the cost or valuation of items of fixed assets, less their estimated residual value, if any, using the straight line method over the estimated useful lives as follows:

_	Freehold land	indefinite
-	Leasehold land classified as held under	the unexpired term of lease
	finance leases	
_	Buildings (over interests in leasehold land	period of lease term
	classified as held under finance lease)	
_	Buildings (over freehold land)	50 years
_	Leasehold improvements	shorter of lease term or their estimated
		useful lives
_	Furniture and equipment	2-8 years

Freehold land is not depreciated.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

### (h) Fixed assets (continued)

Where parts of an item of fixed assets have different useful lives, the cost of the item is allocated on a reasonable basis between the parts and each part is depreciated separately. Both the useful life of an asset and its residual value, if any, are reviewed annually.

### (i) Leases and hire purchase contracts

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

#### (i) Classification

Leases which transfer substantially all the risks and rewards of ownership to the lessee are classified as finance leases. Leases which do not transfer substantially all the risks and rewards of ownership to the lessee are classified as operating leases.

#### (ii) Finance leases

Where the Group is a lessor under finance leases, an amount representing the net investment in the lease is included in the statement of financial position as loans and advances to customers. Hire purchase contracts having the characteristics of finance leases are accounted for in the same manner as finance leases. Impairment losses are accounted for in accordance with the accounting policy as set out in note 2(k).

Where the Group acquires the use of assets under finance leases, the amounts representing the fair value of the leased assets, or, if lower, the present values of the minimum lease payments of such assets, are included in fixed assets and the corresponding liabilities, net of finance charges, are recorded as obligations under finance leases. Depreciation is provided at rates which write off the cost or valuation of the assets over the term of the relevant leases or, where it is likely the Group will obtain ownership of the asset, the life of the asset, as set out in note 2(h). Impairment losses are accounted for in accordance with the accounting policy as set out in note 2(k). Finance charges implicit in the lease payments are charged to the income statement over the period of the leases so as to produce an approximately constant periodic rate of charge on the remaining balance of the obligations for each accounting period. Contingent rentals are written off as an expense of the accounting period in which they are incurred.

#### (iii) Operating leases

Where the Group has the use of assets under operating leases, payments made under the leases are charged to the income statement in equal instalments over the accounting periods covered by the lease term, except where an alternative basis is more representative of the pattern of benefits to be derived from the leased asset. Lease incentives received are recognised in the income statement as an integral part of the aggregate net lease payments made. Contingent rentals are charged to the income statement in the accounting period in which they are incurred.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

## (i) Repossessed assets

In the recovery of impaired advances, the Group may take possession of assets held as collateral through court proceedings or voluntary delivery of possession by the borrowers. Where it is intended to achieve an orderly realisation of the impaired assets and the Group is no longer seeking repayment from the borrower, repossessed assets are reported in "Other assets". The Group does not hold the repossessed assets for its own use.

Repossessed assets are recorded at the lower of the amount of the related advances and fair value less costs to sell at the date of repossession, and the related loans and advances together with the related impairment allowances are derecognised from the statement of financial position. They are not depreciated or amortised.

# (k) Impairment of assets

The carrying amount of the Group's assets is reviewed at each reporting date to determine whether there is objective evidence of impairment. Objective evidence that financial assets are impaired includes observable data that comes to the attention of the Group about one or more of the following loss events which has an impact on the future cash flows on the assets that can be estimated reliably:

- significant financial difficulty of the issuer or borrower;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- cash flow difficulties experienced by the borrower;
- breach of loan covenants or conditions;
- it becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- significant changes in the technological, market, economic or legal environment that have an adverse effect on the borrower;
- deterioration in the value of collateral;
- disappearance of an active market for financial assets because of financial difficulties; and
- a significant or prolonged decline in the fair value of an investment in an equity instrument below its cost.

If any such evidence exists, the carrying amount is reduced to the estimated recoverable amount by means of a charge to the income statement.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

### (k) Impairment of assets (continued)

Impairment losses are written off against the corresponding assets directly, except for impairment losses recognised in respect of loans and receivables which are measured at amortised cost, whose recovery is considered doubtful but not remote. In this case, the impairment losses are recorded using an allowance account. When the Group is satisfied that recovery is remote, the amount considered irrecoverable is written off against loans and receivables directly and any amounts held in the allowance account relating to that borrower are reversed. Subsequent recoveries of amounts previously charged to the allowance account are reversed against the allowance account. Other changes in the allowance account and subsequent recoveries of amounts previously written off directly are recognised in the income statement.

### (i) Loans and receivables

Impairment losses on loans and receivables are measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate (i.e. the effective interest rate computed at initial recognition of these assets). Receivables with a short duration are not discounted if the effect of discounting is immaterial.

The total allowance for credit losses consists of two components: individual impairment allowances, and collective impairment allowances.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Group determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

The individual impairment allowance is based upon management's best estimate of the present value of the cash flows which are expected to be received discounted at the original effective interest rate. In estimating these cash flows, management makes judgements about the borrower's financial situation and the net realisable value of any underlying collateral or guarantees in favour of the Group. Each impaired asset is assessed on its own merits.

In assessing the need for collective loan loss allowances, management uses statistical modelling and considers historical trends of factors such as credit quality, portfolio size, concentrations, and economic factors. In order to estimate the required allowance, the Group makes assumptions both to define the way the Group models inherent losses and to determine the required input parameters, based on historical experience and current economic conditions.

The accuracy of the impairment allowances the Group makes depends on how well the Group can estimate future cash flows for individually assessed impairment allowances and the model assumptions and parameters used in determining collective impairment allowances. While this necessarily involves judgement, the Group believes that the impairment allowances on loans and advances to customers are reasonable and supportable.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

# (k) Impairment of assets (continued)

#### (i) Loans and receivables (continued)

Any subsequent changes to the amounts and timing of the expected future cash flows compared to the prior estimates that can be linked objectively to an event occurring after the write-down, will result in a change in the impairment allowances on loans and receivables and be charged or credited to the income statement. A reversal of impairment losses is limited to the loans and receivables' carry amount that would have been determined had no impairment loss been recognised in prior years.

When there is no reasonable prospect of recovery, the loan and the related interest receivables are written off.

Loans and receivables with renegotiated terms are loans that have been restructured due to deterioration in the borrower's financial position and where the Group has made concessions that it would not otherwise consider. Renegotiated loans and receivables are subject to ongoing monitoring to determine whether they remain impaired or past due.

#### (ii) Available-for-sale financial assets

When there is objective evidence that an available-for-sale financial asset is impaired, the cumulative loss that had been recognised in the fair value reserve is reclassified to the income statement. The amount of the cumulative loss that is recognised in the income statement is the difference between the acquisition cost (net of any principal repayment and amortisation) and current fair value, less any impairment loss on that asset previously recognised in the income statement.

For unquoted available-for-sale equity securities that are carried at cost, the impairment loss is measured as the difference between the carrying amount of the equity securities and the estimated future cash flows, discounted at the current market rate of return for a similar financial asset where the effect of discounting is material. Such impairment losses are not reversed.

Impairment losses recognised in the income statement in respect of available-for-sale equity securities are not reversed through the income statement. Any subsequent increase in the fair value of such assets is recognised directly in other comprehensive income.

Impairment losses in respect of available-for-sale debt securities are reversed if the subsequent increase in fair value can be objectively related to an event occurring after the impairment loss was recognised. Reversals of impairment losses in such circumstances are recognised in the income statement.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

## (k) Impairment of assets (continued)

#### (iii) Held-to-maturity investments

Impairment on held-to-maturity investments is considered at individual level. The individual impairment allowance is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the asset's original effective interest rate, where the effect of discounting is material.

If in a subsequent period the amount of an impairment loss decreases and the decrease can be linked objectively to an event occurring after the impairment loss was recognised, the impairment loss is reversed through the income statement. A reversal of impairment losses shall not result in the asset's carrying amount exceeding that which would have been determined had no impairment loss been recognised in prior years.

#### (iv) Other assets

Internal and external sources of information are reviewed at each reporting date to identify indications that the following assets may be impaired or an impairment loss previously recognised no longer exists or may have decreased:

- fixed assets:
- interests in leasehold land classified as being held under an operating lease; and
- investments in subsidiaries and associate.

If any such indication exists, the asset's recoverable amount is estimated.

#### Calculation of recoverable amount

The recoverable amount of an asset is the greater of its fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of time value of money and the risks specific to the asset. Where an asset does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the smallest group of assets that generates cash inflows independently (i.e. a cash-generating unit).

# - Recognition of impairment losses

An impairment loss is recognised in the income statement whenever the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (or group of units) and then, to reduce the carrying amount of the other assets in the unit (or group of units) on a pro rata basis, except that the carrying value of an asset will not be reduced below its individual fair value less costs to sell, or value in use, if determinable.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

# (k) Impairment of assets (continued)

#### (iv) Other assets (continued)

Reversals of impairment losses

An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount. A reversal of impairment losses is limited to the asset's carrying amount that would have been determined had no impairment loss been recognised in prior years. Reversals of impairment losses are credited to the income statement in the year in which the reversals are recognised.

## (I) Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition, including cash and balances with banks, placements with banks, treasury bills and certificates of deposit convertible that are readily to known amount of cash and which are subject to an insignificant risk of changes in value.

## (m) Employee benefits

The Group contributes to defined contribution retirement schemes under either recognised ORSO scheme or MPF schemes that are available to the Group's employee.

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or contractive obligations to pay further contributions if the funds does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Salaries, annual bonuses, paid annual leave, contributions to defined contribution retirement plans and the cost of non-monetary benefits are accrued in the year in which the associated services are rendered by employees. Where payment or settlement is deferred and the effect would be material, these amounts are stated at their present values.

#### (n) Income tax

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in the income statement except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amount of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax assets and liabilities arise from deductible and taxable temporary differences respectively, being the differences between the carrying amounts of assets and liabilities for financial reporting purposes and their tax bases. Deferred tax assets also arise from unused tax losses and unused tax credits.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (n) Income tax (continued)

Deferred income tax is provided in full, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The principal temporary differences arise from asset impairment provisions, depreciation of premises and equipment, revaluation of certain assets including available-for-sale securities and premises and tax losses carried forward. However, the deferred income tax is not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax liabilities are provided in full on all taxable temporary differences and deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is charged or credited in the income statement except for deferred income tax relating to fair value re-measurement of available-for-sale investments and revaluation of premises which are charged or credited to other comprehensive income, in which case the deferred income tax is also credited or charged to other comprehensive income and is subsequently recognised in the income statement together with the realisation of the deferred gain and loss.

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

Current tax balances and deferred tax balances, and movements therein, are presented separately from each other and are not offset. Current tax assets are offset against current tax liabilities, and deferred tax assets against deferred tax liabilities if the Group or the Bank has the legally enforceable right to set off current tax assets against current tax liabilities and the following additional conditions are met:

- in the case of current tax assets and liabilities, the Group or the Bank intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously; or
- in the case of deferred tax assets and liabilities, if they relate to income taxes levied by the same taxation authority on either:
  - the same taxable entity; or
  - different taxable entities, which, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered, intend to realise the current tax assets and settle the current tax liabilities on a net basis or realise and settle simultaneously.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

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

#### (i) Financial guarantees issued

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

Where the Group issues a financial guarantee to customers, the fair value of the guarantee (being the guarantee fees received) is initially recognised as deferred income within other liabilities. Where the Bank issues a financial guarantee to its subsidiaries, the fair value of the guarantee is estimated and capitalised as the cost of investment in subsidiaries and deferred income within other liabilities.

The deferred income is amortised in the income statement over the term of the guarantee as income from financial guarantees issued. In addition, provisions are recognised in accordance with note 2(o) (ii) if and when (i) it becomes probable that the holder of the guarantee will call upon the Group under the guarantee, and (ii) the amount of that claim on the Group is expected to exceed the amount currently carried in other liabilities in respect of that guarantee i.e. the amount initially recognised, less accumulated amortisation.

#### (ii) Other provisions and contingent liabilities

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

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (p) Revenue recognition

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

#### (i) Interest income

Interest income for all interest-bearing financial instruments is recognised in the income statement on an accrual basis using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset and of allocating the interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument (for example, prepayment, call and similar options) but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts. Cash rebates granted in relation to residential mortgage loans are capitalised and amortised to the income statement over three years or their expected life, whichever is shorter.

For impaired loans, the accrual of interest income based on the original terms of the loan is discontinued, but any increase in the present value of impaired loans due to the passage of time is reported as interest income.

Interest income and expenses on the financial instruments classified as trading or designated at fair value through profit or loss are presented together with all other changes in fair value arising from the portfolios as "Net gains from financial instruments designated at fair value through profits or loss" in the income statement.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (p) Revenue recognition (continued)

#### (ii) Fees and commission income

Fees and commission income arises on financial services provided by the Group including securities, foreign currency dealings and agency services for insurance companies, remittance, settlement and account management services, payment and collection services and credit cards services. Fees and commission income is recognised when the corresponding service is provided, except where the fee is charged to cover the costs of a continuing service to, or risk borne for, the customer, or is interest in nature. In these cases, the fee is recognised as income in the accounting period in which the cost or risk is incurred and is accounted for as interest income.

Origination or commitment fees received/paid by the Group which result in the creation or acquisition of a financial asset are deferred and recognised as an adjustment to the effective interest rate. When a loan commitment is not expected to result in the draw-down of a loan, loan commitment fees are recognised on a straight-line basis over the commitment period.

#### (iii) Finance income from finance lease and hire purchase contract

Finance income implicit in finance lease and hire purchase payments is recognised as interest income over the period of the leases so as to produce an approximately constant periodic rate of return on the outstanding net investment in the leases for each accounting period. Contingent rentals receivable are recognised as income in the accounting period in which they are earned. Commission paid to dealers for acquisition of finance lease loans or hire purchase contracts is included in the carrying value of the assets and amortised to the income statement over the expected life of the lease as an adjustment to interest income.

#### (iv) Dividend income

Dividend income from unlisted investments is recognised when the shareholder's right to receive payment is established. Dividend income from listed investments is recognised when the share price of the investment is quoted ex-dividend.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (q) Translation of foreign currencies

Items included in the financial statements of each of the Group's activities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in HK dollars (HK\$), which is the Bank's functional currency and the Group's presentation currency.

Foreign currency transactions during the year are translated into Hong Kong dollars at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the foreign exchange rates ruling at the reporting date. Exchange gains and losses are recognised in the income statement.

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

Exchange differences relating to investments at fair value through profit or loss and derivative financial instruments are included in gains less losses from trading securities or financial instruments designated at fair value through profit or loss. All other exchange differences relating to monetary items are presented as gains less losses from dealing in foreign currencies in the income statement. Differences arising on translation of available-for-sale equity instruments are recognised in equity in the exchange reserves.

The results of foreign operations are translated into Hong Kong dollars at the exchange rates approximating the foreign exchange rates ruling at the dates of the transactions. Items on statement of financial position are translated into Hong Kong dollars at the foreign exchange rates ruling at the reporting date. The resulting exchange differences are recognised in other comprehensive income and accumulated separately in equity in the exchange reserve.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 2 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### (g) Translation of foreign currencies (continued)

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

#### (r) Related parties

For the purposes of these financial statements, a party is considered to be related to the Group if:

- (i) the party has the ability, directly or indirectly through one or more intermediaries, to control the Group or exercise significant influence over the Group in making financial and operating policy decisions, or has joint control over the Group;
- (ii) the Group and the party are subject to common control;
- (iii) the party is a subsidiary or an associate of the Group;
- (iv) the party is a member of key management personnel of the Group or the Group's parent, or a close family member of such an individual, or is an entity under the control, joint control or significant influence of such individuals:
- (v) the party is a close family member of a party referred to in (i) or is an entity under the control, joint control or significant influence of such individuals; or
- (vi) the party is a post-employment benefit plan which is for the benefit of employees of the Group or of any entity that is a related party of the Group.

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

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

#### (a) New and amended standards adopted by the Group

The HKICPA has amended HKAS 12, 'Income taxes', to introduce an exception to the principle for the measurement of deferred tax assets or liabilities arising on an investment property measured at fair value. HKAS 12 requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. The amendment introduces a rebuttable presumption that an investment property measured at fair value is recovered entirely by sale. The amendment is applicable retrospectively to annual periods beginning on or after January 1, 2012. There is no impact to the Group as the Group has no investment property.

The HKICPA has amended HKFRS 7, 'Financial instruments: Disclosures', on transfer of financial assets. These amendments promote transparency in the reporting of transfer transactions and improve user's understanding of the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position, particularly those involving securitisation of financial asset. These amendments are applicable to annual periods beginning on or after July 1, 2011. There is no material impact to the Group.

There are no other HKFRSs or HK(IFRIC) interpretations that are effective for the first time for the financial year beginning on or after January 1, 2012 that would be expected to have a material impact on the Group.

# (b) New and amended standards have been issued but are not effective for the financial year beginning January 1, 2012 and have not been early adopted

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after January 1, 2012, and have not been applied in preparing these consolidated financial statements.

Amendment to HKAS 1, 'Financial statement presentation' regarding other comprehensive income. The main change resulting from these amendments is a requirement for entities to group items presented in 'other comprehensive income' on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The amendments do not address which items are presented in the other comprehensive income.

HKFRS 13, 'Fair value measurement', aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across HKFRSs. The requirements, which are largely aligned between HKFRSs and US GAAP, do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within HKFRSs or US GAAP. There is no material impact to the Group.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

(b) New and amended standards have been issued but are not effective for the financial year beginning January 1, 2012 and have not been early adopted (continued)

HKAS 19, 'Employee benefits', was amended in June 2011. The impact on the Group will be as follows: to immediately recognise all past service costs; and to replace interest cost and expected return on plan assets with a net interest amount that is calculated by applying the discount rate to the net defined benefit liability (asset). The Group is yet to assess the full impact of the amendments.

HKFRS 9, 'Financial instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. HKFRS 9 was issued in November 2009 and October 2010. It replaces the parts of HKFRS 39 that relate to the classification and measurement of financial instruments. HKFRS 9 requires financial assets to be classified into two measurement categories: those measured as at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the HKAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The Group is yet to assess HKFRS 9's full impact and intends to adopt HKFRS 9 no later than the accounting period beginning on or after January 1, 2015. The Group will also consider the impact of the remaining phases of HKFRS 9 when completed.

HKFRS 10, 'Consolidated financial statements', builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess. There is no material impact to the Group and the Group intends to adopt HKFRS 10 no later than the accounting period beginning on or after January 1, 2013.

HKFRS 12, 'Disclosures of interests in other entities', includes the disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off-balance sheet vehicles. There is no material impact to the Group and the Group intends to adopt HKFRS 12 no later than the accounting period beginning on or after January 1, 2013.

There are no other HKFRSs or HK(IFRIC) interpretations that are not yet effective that would be expected to have a material impact on the Group's consolidated financial statements.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 4 ACCOUNTING ESTIMATES AND ASSUMPTIONS

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### (a) Income taxes

Significant estimates are required in determining the Group's provision for income taxes. There are certain transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. Additional information is disclosed in note 14.

#### (b) Impairment allowance

#### (i) Advances to banks and customers

Loan portfolios are reviewed periodically to assess whether impairment losses exist. The Group makes judgements as to whether there is any objective evidence that a loan portfolio is impaired, i.e. whether there is a decrease in estimated future cash flows. Objective evidence for impairment is described in note 2(k). If management has determined, based on their judgement, that objective evidence of impairment exists, expected future cash flows are estimated based on historical loss experience for assets with credit risk characteristics similar to those of the Group. Historical loss experience is adjusted on the basis of the current observable data. Management reviews the methodology and assumptions used in estimating future cash flows regularly to reduce any difference between loss estimates and actual loss experience. Additional information is disclosed in note 12.

#### (ii) Available-for-sale financial assets

The Group determines that available-for-sale equity securities are impaired when there has been a significant or prolonged decline in the fair value below cost. The determination of when a decline in fair value below cost is not recoverable within a reasonable time period is judgemental by nature, so profit and loss could be affected by differences in this judgement.

The Group recognises an impairment loss for an available-for-sale debt instrument when there is objective evidence that the debt instrument is impaired. Objective evidence of an impairment for a debt instrument exists when one or more events have occurred after the initial recognition of the debt instrument (that is, a credit related event). Apart from taking into consideration the mark-to-market price of the issue and its external credit rating, the Group also makes estimates on the default rate and loss ratio of each investment. Additional information is disclosed in note 20.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 4 ACCOUNTING ESTIMATES AND ASSUMPTIONS (continued)

#### (c) Fair value of derivatives and other financial instruments

The fair value of financial instruments that are not traded in active markets are determined by using valuation techniques including discounted cash flows analysis and models based on current market parameters. All models are validated before they are used, and models are calibrated to ensure that output reflects actual data and comparative market prices. To the extent practical, models use only observable data, however areas such as credit spread and corrections require management to make estimates. Change in assumptions about these factors could affect reported fair value of financial instruments. Additional information is disclosed in note 21.

#### 5 FINANCIAL RISK MANAGEMENT

The Group derives the majority of its revenue from managing risk from customer transactions. Explicitly assessing and managing all types of risk is central to the success of the Group. The Group has dedicated risk governance culture, structures, risk management process as well as policies and procedures for identification, measurement, control and monitoring of credit, liquidity, operational and market and capital risks. Through the established management governance structure, risk and return are evaluated with the goal of producing sustainable revenue and reducing income volatilities.

The Board of Directors of the Bank, with the assistance of the Risk Management Committee, provides effective governance over the affairs of the Group by overseeing the Group's governance framework and practices through delegation of authority to board committees and the senior management. The Chief Executive Officer is responsible for overseeing all lines of businesses within the Group. The board committees, namely the Executive Committee, the Operations Committee, the Asset and Liability Committee ("ALCO"), the Information Technology Committee, the Credit Committee, together with the senior management, various steering committees and functional managers work together to establish policies and procedures to identify, analyse, manage and control credit risk, market risk, liquidity risk and operational risk by means of reliable and up-to-date management and information systems. The board committees and senior management update and enhance the Group's risk management policies and systems on an ongoing basis to reflect changes in markets, products and industry best practices. The internal auditors also perform risk-based audits to ensure compliance with the policies and procedures.

The Group has established policies and procedures to govern the launch of new products and services. A working committee, Risk Assessment Forum, is delegated by the Executive Committee to review and approve new product and services. Composed of senior management members from key functional areas, the working committee convenes meetings to assess and discuss product proposals of the Group. This aims to ensure that risks are properly identified and effective control measures are in place to mitigate any risks involved prior to the roll-out of any new product or service.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk

Credit risk is the risk of loss arising from a borrower's or counter-party's inability to meet its obligations. Credit risk exists in the Group's loans, leases, credit cards, trade finance and treasury transactions. There is also credit risk in off-balance sheet financial arrangements such as loan commitments, trade-related contingencies and transaction-related contingencies.

The Group has appointed the intermediate holding company, China Construction Bank Corporation ("CCBC"), as its credit adviser. Credit Risk Management is responsible for providing centralised credit risk management and control in the Group. It is independent of the business units, and is headed by the Chief Credit Officer who assists the Chief Executive Officer and the Credit Committee in the Group's credit risk management. The Credit Committee is a central forum for overseeing the Group's overall asset quality as well as resolving all the important credit risk related issues. It is chaired by the Chief Credit Officer, and the other members are the Group's Chief Executive Officer, the Executive Vice President, the Chief Financial Officer, the Head of Compliance and Internal Control and the various Business Heads.

Credit Risk Management's key functions include the followings:

- Establishing credit strategies, policies and procedures of the Group and issuing lending and monitoring guidelines to credit officers and business units. Credit policies and procedures are constantly revisited and updated whenever warranted to accommodate portfolio development and market changes.
- Approving credits within the lending authority delegated by the Credit Committee according to the risk,
   size and nature of the transactions.
- Maintaining the internal risk rating system for measurement of credit risk exposures. The Group adopts a two dimensional risk rating methodology for a certain part of the commercial portfolio, for which risk ratings are assigned to the obligor and facility separately. This system provides granularity in the rating scale and hence more refined risk differentiation for better risk and reward analysis. For a certain part of the consumer portfolio, in-house scoring models are also adopted to measure the credit risk involved.
- Monitoring and controlling large exposures, connected lending, product and industry concentration based on established policies and internal risk limits to ensure prudent credit decisions are made and that the Group complies with statutory requirements and supervisory guidelines.
- Monitoring criticised loans and managing recoveries of problem assets. Collection and problem asset
  management are separately handled by specialised teams which possess the relevant experience and
  expert knowledge.
- Assessing collective and individual loan impairment losses and allowances regularly to ensure the adequacy of impairment allowances.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

- Managing and monitoring the Group's overall asset quality.
- Supervising the stress-testing programme to estimate potential impairment losses and assess the adequacy of the regulatory capital under stressed conditions.
- Co-ordinating and driving credit related initiatives throughout the Group to ensure compliance with regulatory requirements.

#### (i) Credit risk for advances

In addition to underwriting standards, the Group manages credit risks through an effective and prudent credit approval process. In making credit recommendations and decisions, only officers with appropriate banking experience and product knowledge are delegated specific approval authorities. There is an additional post-approval review process which monitors the quality of credit decisions and issues. Results of the post-approval review are used to ensure quality of the credit decisions made, to identify negative trends which need attention or actions, and to ensure adherence to existing policies and procedures.

In the approval process, the credit officers assess the purpose and structure of the loan, the ability of a particular borrower or counter-party to service the proposed facilities, as well as the nature of the underlying collateral where applicable. The Group categorizes its loans and leases into either consumer or commercial credits and monitors their risks separately as discussed below:

Consumer credits are grouped by products and their risk attributes for purposes of evaluating credit risk, and ongoing monitoring of asset quality. Standard credit underwriting criteria are established and exceptional approvals for deviations from such criteria are required and monitored.

Commercial credits are evaluated for the default risk, taking into consideration the related credit enhancements. A comprehensive internal risk rating system is in place. Commercial credit exposures or transactions will be assigned individual risk ratings which together with the exposure amounts define the required authority for approval. These internal risk ratings are monitored regularly and updated upon any changes in the borrower's or counter-party's repayment ability and the related credit enhancements.

#### (ii) Credit risk for treasury transactions

The credit risk of the Group's investment in debt securities and treasury hedging transactions is managed by the use of external credit ratings and credit limits set on individual counter-parties. External credit ratings, credit default swap and news on each counterparty are closely tracked and monitored.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (iii) Credit-related commitments

The risks involved in credit-related commitments and contingencies are essentially the same as the credit risk involved in extending loan facilities to customers. These transactions are therefore subject to the same credit approval, portfolio maintenance and collateral requirements as for customers applying for loans.

#### (iv) Collateral and other credit enhancements

The Group obtains collateral in respect of loans advanced to mitigate the credit risk of the transactions and has established policies and guidelines on the eligibility and valuation of collateral and other credit enhancements. However, the approval of credits is not solely dependent on collateral or other credit enhancements. The main collateral types and credit enhancements include charges over properties, securities, deposits, account receivables, investment funds, vehicles and machinery, and guarantees.

#### (v) Risk concentration

The Group sets various risk limits to control exposure to countries, individual counterparties, industries, intra-group exposures and loan portfolios to avoid excessive risk concentration.

#### (vi) Credit review and audit

The Group's credit risk management process and portfolio quality are monitored and reviewed by the internal auditors. There is a system of regular and independent audits to assess the credit quality of the Group at individual counterparty and portfolio levels, ensuring due compliance with established credit policies and procedures, and to evaluate the effectiveness of the credit management process and control mechanism. The results of these reviews and audits are reported to the Audit Committee as well as the Board of Directors for effective oversight and monitoring.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (vii) Maximum exposure

	Gro	oup	Ва	nk
	2012	2011	2012	2011
Credit risk exposures relating				
to on-balance sheet assets				
by class are as follows:				
Cash and balances with banks				
and central banks	24,483,074	18,035,166	24,073,968	17,442,877
Placements with banks maturing				
between one and twelve				
months	4,403,660	2,776,930	4,453,273	3,583,664
Advances to banks	10,122,108	9,697,857	10,122,108	9,697,857
Advances to customers				
and trade bills	118,956,508	90,819,918	115,001,125	87,001,051
Financial instruments measured				
at fair value through profit or				
loss	1,307,185	1,451,931	1,307,185	1,451,931
Available-for-sale financial assets	15,106,519	10,341,492	16,002,770	10,113,478
Derivative financial instruments	419,568	487,596	423,561	492,085
Other assets	915,725	750,871	853,622	679,794
Credit risk exposures relating				
to off-balance sheet items				
are as follows:				
Financial guarantees and				
other credit related contingent				
liabilities	1,598,537	1,195,718	1,505,348	1,099,364
Loan commitments and other				
credit related commitments	36,742,930	33,570,006	36,450,486	33,169,051
	214,055,814	169,127,485	210,193,446	164,731,152

The above table shows the maximum credit risk exposure to the Group at December 31, 2012 and 2011, without taking account of any collateral held, master netting agreements or other credit enhancements attached. For on-balance sheet assets, the exposures set out above are based on net carrying amounts. For letters of guarantee issued, the maximum exposure to credit risk is the maximum amount that the Group could be required to pay if the guarantees are called upon. For loan commitments and other credit related liabilities that are irrevocable over the life of the respective facilities or revocable in the event of a significant adverse change, the maximum exposure to credit risk is disclosed as the full amount of the committed facilities sought on these balances.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (vii) Maximum exposure (continued)

Credit risk mitigation, collateral and other credit enhancements

The Group uses a variety of techniques to reduce the credit risk arising from its lending activities. Enforceable legal documentation establishes the Group's direct, irrevocable and unconditional recourse to any collateral, security or other credit enhancements provided. The table below describes the nature of collateral held and their financial effect by class of financial asset:

Balances and placements with banks and other financial institutions

These exposures are generally considered to be low risk due to the nature of the counterparties. Collateral is generally not sought on these balances.

Derivative financial instruments

Master netting agreements are typically used to enable the effects of derivative assets and liabilities with the same counterparty to be offset

Financial instruments measured at fair value through profit or loss – debt securities These exposures are carried at fair value which reflects the credit risk. No collateral is sought directly from the issuer or the counterparty.

Available-for-sale investment securities – debt securities

No collateral is sought directly from the issuer or the counterparty.

The fair values of these securities have reflected the credit risk.

Securities lending

Under the policy of the Group, collateral coverage ratio under securities lending is 100%. When the collateral coverage ratio drops below the coverage requirement, margin call would be performed.

Loans and advances and trade bills

These exposures are secured, partially secured or unsecured depending on the type of customers and the products offered to them. Types of collaterals include residential properties, other properties, Standby LC acceptable to the Group and bank deposits, etc. Other credit enhancements mainly represent recognised guarantee. As at December 31, 2012, the collateral coverage of advances to customers is 80% (2011: 82%).

Contingent liabilities and commitments

The components and nature of contingent liabilities and commitments is disclosed in note 33. Regarding the commitments that are unconditionally cancellable without prior notice, the Group would assess the necessity to withdraw the credit line in case where the credit quality of a borrower deteriorates. Accordingly, these commitments do not expose the Group to significant credit risk. The exposure on commitments that are not unconditionally cancellable including letter of credit, letter of guarantee issued and other loan commitments and credit related liabilities are secured, partially secured or unsecured depending on the type of customers and the products offer to them.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (viii) Credit quality of gross advances to customers and banks

	Gro	oup	Bank		
	2012	2011	2012	2011	
Gross advances to customers					
Neither past due nor impaired	83,426,918	82,801,320	79,807,550	79,008,711	
Past due but not impaired	521,162	422,432	477,850	385,906	
Impaired	184,332	221,535	184,332	221,535	
	84,132,412	83,445,287	80,469,732	79,616,152	
Trade bills					
Neither past due nor impaired	35,286,989	7,858,605	34,985,319	7,857,551	
Past due but not impaired	-	260	-	260	
	35,286,989	7,858,865	34,985,319	7,857,811	
Gross advances to banks					
Neither past due nor impaired	10,122,108	9,697,857	10,122,108	9,697,857	

### (1) Neither past due nor impaired

The credit grading of gross advances that were neither past due nor impaired can be analysed by reference to the loan classification system as defined by the Hong Kong Monetary Authority ("HKMA") as follows:

	Gro	oup	Bank		
	2012	2011	2012	2011	
Gross advances					
to customers					
Pass	80,616,225	80,972,727	77,069,209	77,461,467	
Special mention	2,810,693	1,828,593	2,738,341	1,547,244	
	83,426,918	82,801,320	79,807,550	79,008,711	
Trade bills					
Pass	35,283,850	7,858,321	34,985,319	7,857,267	
Special mention	3,139	284	-	284	
	35,286,989	7,858,605	34,985,319	7,857,551	
Gross advances to banks					
Pass	10,122,108	9,697,857	10,122,108	9,697,857	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (viii) Credit quality of gross advances to customers and banks (continued)

2) The aging analysis of gross advances to customers which were past due but not impaired are as follows:

	Gro	oup	Ва	nk
	2012	2011	2012	2011
Gross advances to customers				
Overdue three months				
or less	521,162	422,432	477,850	385,906

#### (3) Impaired advances

Classified or impaired advances to customers follow the definition set out in the Banking (Disclosure) Rules and represent advances which are either classified as "substandard" or below under the Group's classification of loan quality, or individually assessed to be impaired. Details are shown in note 18(d).

#### (4) Renegotiated loans

At the reporting date at December 31, 2012 and 2011, there were no advances to customers and to banks that would be past due or impaired had the terms not been renegotiated for the Group and the Bank.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (ix) Credit quality of financial assets other than advances

The following table presents an analysis of investments in debt securities by rating agency designation at the reporting date, based on Standard and Poor's Ratings Services, or their equivalents, to the respective issues of the debt securities. In the absence of such issue ratings, the ratings designated for the issuers are reported. If there are different ratings for the same securities, the securities are reported against the lower rating.

	Gro	oup	Bank		
	2012	2011	2012	2011	
AAA	5,604,163	3,499,248	5,604,163	3,499,248	
AA+ to A-	10,007,242	6,346,479	10,007,242	6,346,479	
Lower than A-	143,440	1,719,682	143,440	1,719,682	
Unrated	658,859	228,014	1,555,110	_	
	16,413,704	11,793,423	17,309,955	11,565,409	
Of which classified as					
Trading	4,623	54,672	4,623	54,672	
Financial assets designated at fair					
value through profit or loss	1,302,562	1,397,259	1,302,562	1,397,259	
Available-for-sale financial assets	15,106,519	10,341,492	16,002,770	10,113,478	
	16,413,704	11,793,423	17,309,955	11,565,409	

#### (x) Collateral and other credit enhancements held against financial assets

At the reporting date, the lower of gross loan amount and the estimated fair value of the collateral held against financial assets is as follows:

	Gro	oup	Bank		
	2012	2011	2012	2011	
Fair value of collateral and other					
credit enhancements held					
against financial assets that are:					
– neither past due nor impaired	71,286,170	71,210,305	67,842,998	67,761,994	
– past due but not impaired	415,706	347,737	373,529	311,211	
	71,701,876	71,558,042	68,216,527	68,073,205	

Collateral held against past due but not impaired loans mainly include residential properties, commercial and industrial properties and automobiles.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (a) Credit risk (continued)

#### (xi) Repossession of collateral

During the year, the Group obtained assets by taking possession of collateral with the carrying amount as follows:

	2012	2011
Nature of collateral		
Residential properties	4,050	4,909
Other assets	4,291	2,100
	8,341	7,009

#### (b) Market risk

Market risk is the risk of loss arising from adverse changes in market rates and prices such as foreign exchange rates and interest rates and prices of debt securities. The Group's exposure to market risk arises from its day-to-day activities associated with loans, deposits, securities held for liquidity purposes and proprietary trading positions.

The Group's ALCO is responsible for overseeing the market risk of the Group. The Group's market risk framework comprises market risk management policies and control procedures with appropriate delegation of market risk limits.

The Group's trading activities are primarily related to foreign exchange and money market transactions. The Group manages its exposure to market risk through the establishment of various trading limits. In addition to the overall limits, documented trading policies and procedures define acceptable boundaries within which traders can execute transactions in their assigned markets.

#### Value-at-Risk ("VaR")

VaR is a statistical measure to estimate the potential loss that could occur on a portfolio over a specified time horizon. The Group adopts historical simulation approach based on market data of the past three years to determine 1-Day VaR at 99% confidence level. The Group has established VaR limit, which is monitored on a daily basis.

The table below shows the VaR for the Group.

	2012	2011
Total VaR	12,820	3,508
VaR for interest rate risk	9,949	4,236
VaR for foreign exchange risk	10,533	1,456

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (i) Currency risk

The Group's foreign currency positions arise from treasury activities and foreign exchange dealing to support the commercial and consumer banking operations. The Group has formulated a foreign exchange policy in managing the Group's foreign exchange risk. The foreign currency positions are managed within established limits, including open risk position limits.

In addition to adopting VaR to measure foreign exchange risk, a stress testing programme was developed to access the potential loss that the Group may incur from the foreign exchange positions. The stress testing programme incorporates sensitivity analysis on changes in foreign exchange rates with various degree of severity. The methodology and assumptions of stress testing programme are properly documented, reviewed and approved by the ALCO and updated at least once a year or when the portfolio or the market conditions changes significantly.

The Group also developed the medium stress scenario based on historical records on maximum daily fluctuations of major foreign currencies. The result of the medium stress scenario are used to estimate the impact on the Group's profit before tax in response to the changes in the foreign exchange rates as specified in the stress testing programme and the result is as follows:

	Increase/(decrease) in Group's profit before taxation	
	2012	2011
Increase in foreign exchange rates  Decrease in foreign exchange rates	1,002 (1,002)	4,861 (4,861)

The following percentage changes are adopted on the significant foreign currency positions in stress testing (for medium stress scenario):

- 1% for United States dollars and Macau Patacas (2011: 1%),
- 3% for Chinese Renminbi (2011: 2%),
- 3% for Euro (2011: 4%),
- 5% for Pound Sterling (2011: 2%), and
- 8% for Australian dollars (2011: 8%).

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (i) Currency risk (continued)

The following table indicates the currency concentration of the Group's and the Bank's assets and liabilities.

				Group			
	HKD	USD	МОР	EUR	CNY	Others	Total
At December 31, 2012							
Assets							
Cash and balances with banks and							
central banks	14,806,608	3,949,782	143,462	27,334	5,386,945	168,943	24,483,074
Placements with banks maturing							
between one and twelve months	400,000	2,209,135	-	-	1,794,525	-	4,403,660
Advances to banks	-	4,582,067	-	-	5,540,041	-	10,122,108
Advances to customers and							
trade bills	62,811,568	26,762,912	531,460	100,760	28,085,009	664,799	118,956,508
Financial instruments measured							
at fair value through profit or loss	4,524	1,302,562	-	-	99	-	1,307,185
Available-for-sale financial assets	13,185,361	752,549	203,765	-	869,218	121,923	15,132,816
Derivative financial instruments	17,279	80,107	-	14,865	216,607	90,710	419,568
Investment in an associate	175,016	-	-	-	-	-	175,016
Current tax recoverable	3,479	-	-	-	-	-	3,479
Deferred tax assets	91,369	-	-	-	-	-	91,369
Fixed assets	173,784	-	16,245	-	-	-	190,029
Other assets	483,943	246,581	5,229	18,192	151,241	40,494	945,680
Spot assets	92,152,931	39,885,695	900,161	161,151	42,043,685	1,086,869	176,230,492
Liabilities							
Deposits and balances of banks	5,364,714	15,132,619	-	-	3,320,256	28,634	23,846,223
Deposits from customers	67,921,760	20,209,670	421,644	280,562	17,141,166	2,955,353	108,930,155
Certificates of deposit and							
other debt securities issued	1,622,576	4,392,120	-	-	17,440,223	-	23,454,919
Derivative financial instruments	8,029	394,599	-	9,261	17,760	58,641	488,290
Current tax payable	95,666	-	2,569	-	3,557	-	101,792
Other liabilities	848,235	225,445	5,351	17,726	302,779	46,699	1,446,235
Spot liabilities	75,860,980	40,354,453	429,564	307,549	38,225,741	3,089,327	158,267,614
Forward purchases	2,068,076	39,187,950	-	2,660,674	28,583,043	6,841,994	79,341,737
Forward sales	(898,724)	(39,039,493)	-	(2,483,069)	(31,996,102)	(4,924,349)	(79,341,737)
Net long/(short) position	17,461,303	(320,301)	470,597	31,207	404,885	(84,813)	17,962,878

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

### (i) Currency risk (continued)

	Group						
	HKD	USD	MOP	EUR	CNY	Others	Total
At December 31, 2011							
Assets							
Cash and balances with banks and							
central banks	6,568,058	6,815,423	106,918	5,919	4,429,849	108,999	18,035,166
Placements with banks maturing							
between one and twelve months	2,000,000	776,930	-	-	-	-	2,776,930
Advances to banks	-	4,059,150	-	79,409	5,559,298	-	9,697,857
Advances to customers and							
trade bills	63,666,517	24,819,253	366,331	101,351	1,729,132	137,334	90,819,918
Financial instruments measured							
at fair value through profit or loss	269	1,397,259	-	-	54,403	-	1,451,931
Available-for-sale financial assets	8,705,952	896,160	228,014	-	535,011	-	10,365,137
Derivative financial instruments	57,053	54,320	-	170	259,704	116,349	487,596
Investment in an associate	152,515	-	-	-	-	-	152,515
Current tax recoverable	1,885	-	-	-	-	-	1,885
Deferred tax assets	77,420	-	-	-	-	-	77,420
Fixed assets	202,452	-	21,561	-	-	-	224,013
Other assets	305,565	392,993	3,998	8,610	58,894	10,820	780,880
Spot assets	81,737,686	39,211,488	726,822	195,459	12,626,291	373,502	134,871,248
Liabilities							
Deposits and balances of banks	3,252,639	876,183	-	1,768,616	194,102	26,915	6,118,455
Deposits from customers	60,618,023	17,923,384	269,602	425,915	10,422,836	3,451,916	93,111,676
Certificates of deposit and							
other debt securities issued	8,099,812	7,249,940	-	-	1,381,350	-	16,731,102
Derivative financial instruments	35,759	361,129	-	144,562	35,014	63,739	640,203
Current tax payable	50,850	-	4,528	-	-	-	55,378
Other liabilities	755,502	206,803	6,870	41,701	24,725	18,116	1,053,717
Spot liabilities	72,812,585	26,617,439	281,000	2,380,794	12,058,027	3,560,686	117,710,531
Forward purchases	10,048,600	37,169,661	_	2,721,248	31,816,267	6,543,128	88,298,904
Forward sales	(2,360,093)	(49,962,451)	_	(561,330)	(32,087,006)	(3,328,024)	(88,298,904)
Net long/(short) position	16,613,608	(198,741)	445,822	(25,417)	297,525	27,920	17,160,717

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

### (i) Currency risk (continued)

				Bank			
	HKD	USD	МОР	EUR	CNY	Others	Total
At December 31, 2012							
Assets							
Cash and balances with banks and							
central banks	14,620,252	3,940,234	-	27,334	5,315,413	170,735	24,073,968
Placements with banks maturing							
between one and twelve months	400,000	2,240,140	-	-	1,794,525	18,608	4,453,273
Advances to banks	-	4,582,066	-	-	5,540,042	-	10,122,108
Advances to customers and							
trade bills	59,714,369	26,456,635	-	100,760	28,085,009	644,352	115,001,125
Financial instruments measured							
at fair value through profit or loss	4,524	1,302,562	-	-	99	-	1,307,185
Available-for-sale financial assets	14,284,434	752,549	-	-	869,218	121,923	16,028,124
Derivative financial instruments	17,218	80,979	-	16,734	216,607	92,023	423,561
Investment in subsidiaries	1,084,791	-	423,447	-	-	-	1,508,238
Investment in an associate	10,411	-	-	-	-	-	10,411
Deferred tax assets	91,582	-	-	-	-	-	91,582
Fixed assets	173,757	-	-	-	-	-	173,757
Other assets	427,243	246,368	-	17,904	151,241	40,463	883,219
Spot assets	90,828,581	39,601,533	423,447	162,732	41,972,154	1,088,104	174,076,551
Liabilities							
Deposits and balances of banks	6,479,896	15,206,035	40,536	7,539	3,320,257	134,538	25,188,801
Deposits from customers	66,159,418	19,878,729	-	273,054	17,069,308	2,850,832	106,231,341
Certificates of deposit and							
other debt securities issued	1,622,576	4,392,120	-	-	17,440,223	-	23,454,919
Derivative financial instruments	7,970	394,541	-	9,265	17,760	58,530	488,066
Current tax payable	95,548	-	-	-	3,557	-	99,105
Other liabilities	809,692	224,925	-	17,423	302,724	45,455	1,400,219
Spot liabilities	75,175,100	40,096,350	40,536	307,281	38,153,829	3,089,355	156,862,451
Forward purchases	2,456,415	39,212,911	-	2,661,734	28,583,043	6,844,636	79,758,739
Forward sales	(921,972)	(39,043,194)	(388,350)	(2,483,595)	(31,996,102)	(4,925,526)	(79,758,739)
Net long/(short) position	17,187,924	(325,100)	(5,439)	33,590	405,266	(82,141)	17,214,100

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

### (i) Currency risk (continued)

				Bank			
	HKD	USD	MOP	EUR	CNY	Others	Total
At December 31, 2011							
Assets							
Cash and balances with banks and							
central banks	6,097,481	6,806,772	-	5,915	4,356,474	176,235	17,442,877
Placements with banks maturing							
between one and twelve months	2,805,000	776,930	-	-	-	1,734	3,583,664
Advances to banks	-	4,059,150	-	79,409	5,559,298	-	9,697,857
Advances to customers and							
trade bills	60,287,691	24,814,405	-	101,351	1,729,132	68,472	87,001,051
Financial instruments measured							
at fair value through profit or loss	269	1,397,259	-	-	54,403	-	1,451,931
Available-for-sale financial assets	8,705,009	896,160	-	-	535,011	-	10,136,180
Derivative financial instruments	56,984	54,894	-	1,344	259,704	119,159	492,085
Investment in subsidiaries	1,084,791	-	423,447	-	-	-	1,508,238
Investment in an associate	10,411	-	-	-	-	-	10,411
Deferred tax assets	77,504	-	-	-	-	-	77,504
Fixed assets	201,942	-	-	-	-	-	201,942
Other assets	244,704	392,571	-	8,365	58,894	4,724	709,258
Spot assets	79,571,786	39,198,141	423,447	196,384	12,552,916	370,324	132,312,998
Liabilities							
Deposits and balances of banks	4,634,231	1,465,342	38,114	1,782,091	194,103	182,121	8,296,002
Deposits from customers	58,964,907	17,328,425	-	412,422	10,349,618	3,298,223	90,353,595
Certificates of deposit and							
other debt securities issued	8,099,812	7,249,940	-	-	1,381,350	-	16,731,102
Derivative financial instruments	35,539	361,175	-	144,453	35,014	63,680	639,861
Current tax payable	50,756	-	-	-	-	-	50,756
Other liabilities	705,452	205,323	-	41,443	24,651	10,603	987,472
Spot liabilities	72,490,697	26,610,205	38,114	2,380,409	11,984,736	3,554,627	117,058,788
Forward purchases	10,436,683	37,172,459	_	2,721,706	31,816,267	6,548,466	88,695,581
Forward sales	(2,359,836)	(49,968,504)	(388,350)	(561,332)	(32,087,006)	(3,330,553)	(88,695,581)
Net long/(short) position	15,157,936	(208,109)	(3,017)	(23,651)	297,441	33,610	15,254,210

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk

The Group's interest rate exposure arises from the positions in the banking book and proprietary trading. The interest rate risk exposure in the banking book arises from its normal course of banking activities, such as lending, accepting deposits, investing in securities for liquidity purposes and issuance of debts as needed to fund assets. The governing objective in interest rate risk management is to minimise the potential significant loss as a result of changes in interest rates. The Group holds weekly interest rate setting meetings to review the latest market rate movements and the overall portfolio yield. Interest rate risk is managed on a daily basis by the Treasury Department within the limits approved by the ALCO. The instruments used to manage interest rate risk include interest rate swaps and other derivatives.

The Group is exposed to two major sources of interest rate risk, namely, repricing risk and basis risk.

Repricing risk arises from the timing differences in rate changes and cash flows that occur in the repricing and maturity of fixed and floating rate assets and liabilities, and, to a much less significant extent, contingent liabilities and commitments (e.g. loan commitments). The Group uses forward rate agreements and interest rate swaps to mitigate the repricing risk. The Group generally monitors mismatches by monthly time buckets up to one year and by yearly time buckets thereafter.

Basis risk arises from different pricing basis of assets and liabilities, which results in changes in the yield on assets and cost of liabilities by different amount within the same repricing period. For example, loan assets are being tied to the Hong Kong dollar prime rate, and deposit liabilities tied to the Hong Kong Interbank Offer Rate ("HIBOR"). Basis risk primarily occurs in the Group's Hong Kong dollar books. The Group has established stress testing programme to access the potential erosion of net interest income that the Group may incur from basis risk.

The Group mainly uses two methodologies to measure and monitor its interest rate risk exposure. One methodology is VaR measurement. Another methodology is using interest income simulation model to measure interest rate risk which gauges its repricing risk and performs income sensitivity analysis. For interest rate risk monitoring purpose, the ALCO reviews the simulated net interest income on a monthly basis.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

Based on data of the statement of financial position and the net interest income simulation model, change of 100 basis points (limited to the extent between the year end interest rate and 0 basis point if the year end interest rate is below 100 basis points) in interest rates would change the Group's profit before tax as follows:

	•	(decrease) o's profit taxation
	2012	2011
Increase by 100 basis points	7,285	25,620
Decrease by 100 basis points	(27,617)	(25,350)

#### Interest rate repricing gap

The table below summarises the Group's and the Bank's exposure to interest rate risks. Included in the table are the Group's and the Bank's assets and liabilities at carrying amounts, categorised by the earlier of contractual repricing or maturity dates. The carrying amounts of derivative financial instruments, which are principally used to reduce the Group's exposure to interest rate movements, are under the heading "Non-interest bearing".

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

	1 month	3 months or less but over	1 year or less but over	Group 5 years or less but over	After	Non-interest	
	or less	1 month	3 months	1 year	5 years	bearing	Total
Assets	0.1000			. ,	- , , , , , ,		
Cash and balances with banks and							
central banks	7,968,722	_	_	_	_	16,514,352	24,483,074
Placements with banks maturing	7,500,722					10,014,002	24,400,074
between one and twelve months	_	4,403,660	_	_	_	_	4,403,660
Advances to banks	2,933,622	4,303,627	2,884,859			_	10,122,108
Advances to customers and	2,000,022	4,000,021	2,004,000				10,122,100
trade bills	60,405,159	22,651,532	31,820,640	2,751,322	37.635	1,290,220	118,956,508
Financial instruments measured	00,403,133	22,001,002	01,020,040	2,751,022	01,000	1,230,220	110,330,300
at fair value through profit or loss	867	155,934	67.063	1,083,321	_	_	1,307,185
Available-for-sale financial assets	2,700,477	11,054,935	879,674	471,434	_	26,296	15,132,816
Derivative financial instruments	_,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	- 11,004,000	-		_	419,568	419,568
Investment in an associate	_	_	_	_	_	175,016	175,016
Current tax recoverable	_	_	_	_	_	3,479	3,479
Deferred tax assets	_	_	_	_	_	91,369	91,369
Fixed assets						190,029	190,029
Other assets	_	_	_	_	_	945,680	945,680
Total assets	74,008,847	42,569,688	35,652,236	4,306,077	37,635	19,656,009	176,230,492
Liabilities							
Deposits and balances of banks	7,388,531	10,052,781	5,612,832	-	-	792,079	23,846,223
Deposits from customers	50,058,994	32,498,323	20,106,583	521,963	-	5,744,292	108,930,155
Certificates of deposit and							
other debt securities issued	5,102,264	3,916,952	12,702,873	1,732,830	-	-	23,454,919
Derivative financial instruments	-	-	-	-	-	488,290	488,290
Current tax payable	-	-	-	-	-	101,792	101,792
Other liabilities	-	-	-	-	-	1,446,235	1,446,235
Total liabilities	62,549,789	46,468,056	38,422,288	2,254,793	- -	8,572,688	158,267,614
Net repricing gap	11,459,058	(3,898,368)	(2,770,052)	2,051,284	37,635		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

				Group			
		3 months	1 year	5 years			
		or less	or less	or less			
	1 month	but over	but over	but over	After	Non-interest	
	or less	1 month	3 months	1 year	5 years	bearing	Total
Assets							
Cash and balances with banks and							
central banks	8,088,556	-	-	-	-	9,946,610	18,035,166
Placements with banks maturing							
between one and twelve months	-	2,776,930	-	-	-	-	2,776,930
Advances to banks	2,138,805	3,435,130	4,123,922	-	-	-	9,697,857
Advances to customers and							
trade bills	61,911,934	19,325,109	6,017,621	2,645,482	93,099	826,673	90,819,918
Financial instruments measured							
at fair value through profit or loss	269	-	93,592	1,319,224	38,846	-	1,451,931
Available-for-sale financial assets	2,241,025	4,634,089	3,443,806	22,572	-	23,645	10,365,137
Derivative financial instruments	-	-	-	-	-	487,596	487,596
Investment in an associate	-	-	-	-	-	152,515	152,515
Current tax recoverable	_	-	-	-	-	1,885	1,885
Deferred tax assets	-	-	-	-	-	77,420	77,420
Fixed assets	_	-	-	-	-	224,013	224,013
Other assets	-	-	-	-	-	780,880	780,880
Total assets	74,380,589	30,171,258	13,678,941	3,987,278	131,945	12,521,237	134,871,248
Liabilities							
Deposits and balances of banks	919,584	3,091,187	-	-	-	2,107,684	6,118,455
Deposits from customers	45,916,876	33,319,293	9,735,930	142,678	-	3,996,899	93,111,676
Certificates of deposit and							
other debt securities issued	5,879,598	4,683,976	5,291,102	876,426	-	-	16,731,102
Derivative financial instruments	-	-	-	-	-	640,203	640,203
Current tax payable	-	-	-	-	-	55,378	55,378
Other liabilities					-	1,053,717	1,053,717
Total liabilities	52,716,058	41,094,456	15,027,032	1,019,104	-	7,853,881	117,710,531
Net repricing gap	21,664,531	(10,923,198)	(1,348,091)	2,968,174	131,945		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

				Bank			
		3 months	1 year	5 years			
		or less	or less	or less			
	1 month	but over	but over	but over	After	Non-interest	
	or less	1 month	3 months	1 year	5 years	bearing	Total
Assets							
Cash and balances with banks and							
central banks	7,970,515	-	-	-	-	16,103,453	24,073,968
Placements with banks maturing							
between one and twelve months	-	4,453,273	-	-	-	-	4,453,273
Advances to banks	2,933,622	4,303,627	2,884,859	-	-	-	10,122,108
Advances to customers and							
trade bills	57,207,440	21,915,020	31,804,917	2,741,191	37,635	1,294,922	115,001,125
Financial instruments measured							
at fair value through profit or loss	867	155,934	67,063	1,083,321	-	-	1,307,185
Available-for-sale financial assets	2,716,119	11,935,544	879,674	471,434	-	25,353	16,028,124
Derivative financial instruments	-	-	-	-	-	423,561	423,561
Investment in an subsidiary	-	-	-	-	-	1,508,238	1,508,238
Investment in Associate	-	-	-	-	-	10,411	10,411
Deferred tax assets	-	-	-	-	-	91,582	91,582
Fixed assets	-	-	-	-	-	173,757	173,757
Other assets	-	-	-	-	-	883,219	883,219
Total assets	70,828,563	42,763,398	35,636,513	4,295,946	37,635	20,514,496	174,076,551
Liabilities							
Deposits and balances of banks	8,646,594	10,078,527	5,670,335	-	-	793,345	25,188,801
Deposits from customers	48,146,357	32,101,314	19,884,686	521,950	-	5,577,034	106,231,341
Certificates of deposit and							
other debt securities issued	5,102,264	3,916,952	12,702,873	1,732,830	-	-	23,454,919
Derivative financial instruments	-	-	-	-	-	488,066	488,066
Current tax payable	-	-	-	-	-	99,105	99,105
Other liabilities	-	-	-	-	-	1,400,219	1,400,219
Total liabilities	61,895,215	46,096,793	38,257,894	2,254,780		8,357,769	156,862,451
Net repricing gap	8,933,348	(3,333,395)	(2,621,381)	2,041,166	37,635		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

Bank 3 months 1 year 5 years or less or less or less 1 month but over but over but over After Non-intere or less 1 month 3 months 1 year 5 years beari	
or less or less  1 month but over but over but over After Non-intere or less 1 month 3 months 1 year 5 years beari	
1 month but over but over but over After Non-interes or less 1 month 3 months 1 year 5 years beari	
or less 1 month 3 months 1 year 5 years beari	
	10 (01)
ASSEIS	
Cash and balances with banks and	
	17 440 077
The state of the s	38 17,442,877
Placements with banks maturing	0 500 664
between one and twelve months – 2,778,664 805,000 – –	- 3,583,664
Advances to banks 2,138,805 3,435,130 4,123,922 – –	- 9,697,857
Advances to customers and	
trade bills 58,442,222 19,085,525 5,929,551 2,641,068 69,538 833,1	17 87,001,051
Financial instruments measured	
at fair value through profit or loss 269 – 93,592 1,319,224 38,846	- 1,451,931
Available-for-sale financial assets 2,071,193 4,575,907 3,443,806 22,572 – 22,7	02 10,136,180
Derivative financial instruments – – – 492,0	35 492,085
Investment in an associate – – – – 1,508,2	38 1,508,238
Current tax recoverable – – – 10,4	10,411
Deferred tax assets – – – 77,5	77,504
Fixed assets – – – – – 201,9	12 201,942
Other assets – – – 709,2	709,258
<b>Total assets</b> 70,457,928 29,875,226 14,395,871 3,982,864 108,384 13,492,7	25 132,312,998
Liabilities	
Deposits and balances of banks 1,492,232 4,301,834 393,884 2,108,0	8,296,002
Deposits from customers 44,266,556 32,852,964 9,250,198 142,464 - 3,841,4	13 90,353,595
Certificates of deposit and	
other debt securities issued 5,879,598 4,683,976 5,291,102 876,426 -	- 16,731,102
Derivative financial instruments – – – 639,8	639,861
Current tax payable – – – 50,7	56 50,756
Other liabilities – – – 987,4	72 987,472
Total liabilities 51,638,386 41,838,774 14,935,184 1,018,890 – 7,627,5	54 117,058,788
Net repricing gap 18,819,542 (11,963,548) (539,313) 2,963,974 108,384	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (b) Market risk (continued)

#### (ii) Interest rate risk (continued)

Interest rate repricing gap

The table below summarises the effective interest rates for interest-bearing financial instruments not carried at fair value at the reporting date:

	Gro	oup
	2012	2011
	%	%
Assets		
Cash and balances with banks	2.71	0.86
Placements with banks maturing between one and twelve months	1.88	1.50
Advances to banks	2.52	2.84
Advances to customers and trade bills	2.97	2.81
Available-for-sale financial assets	0.83	0.85
Liabilities		
Deposits and balances of banks	0.92	2.08
Deposits from customers (excluded structured notes)	1.14	1.41
Certificates of deposit and other debt securities issued	2.49	1.14

Structured notes were excluded from the interest rate repricing as they were subject to the change in value of underlying assets.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (c) Liquidity risk

Liquidity risk is the possibility that the Group's cash flows may be inadequate to fund operations and meet commitments on a timely and cost-effective basis. The purpose of liquidity management is to ensure sufficient cash flows to meet all financial commitments and to capitalise on opportunities for business expansion. This includes the Group's ability to meet deposit withdrawals either on demand or at contractual maturity, to repay borrowings as they mature, to comply with the statutory liquidity ratio, and to make new loans and investments as opportunities arise.

The Group has established liquidity risk management policy which sets out the liquidity risk management framework of the Group, which has been enhanced according to the requirements of HKMA Supervisory Policy Manual "Sound Systems and Controls for Liquidity Risk Management (LM2)" in 2012. The Group is committed to maintaining adequate liquidity to meet its obligations as and when they fall due. This is achieved through the maintenance of highly liquid assets, the access to a range of diversified and stable funding sources, governed by limits and ratios on liquidity metrics and management tools including stress testing under different scenarios within the risk management framework.

The Board of Directors has the ultimate responsibility for an effective liquidity risk framework in place. The Risk Management Committee assists the Board in articulating the Group's risk appetite and the ALCO is a specialised committee delegated by the Board to oversee the liquidity risk management.

#### (i) Maturity analysis

One of the tools for the Group to manage liquidity risk is the maturity profile of assets and liabilities. The analysis lists out the assets and liabilities by their remaining maturities into different time buckets. The gap amount for each time bucket represents the liquidity exposure after netting the assets and liabilities maturing in the same bucket. The Group maintains gap limits for each time bucket to manage liquidity risk. For some liabilities without terms such as demand deposits from customers, the liabilities are listed in the bucket of "Repayable on Demand", resulting a larger negative gap in this time bucket. The Group considers this is an inherent risk to a consumer and commercial bank that offers the demand deposit products to customers. By experience the demand deposits have stable outstandings and the negative gap does not materialise into an immediate outflow of liquidity. However to mitigate the liquidity risk, inter-bank and other borrowing facilities, as well as contingency funding plan are in place to cover withdrawals at unexpected levels of demand. Apart from the stable customer deposits, the Group has other sources to fund the earning assets, such as inter-bank borrowings, certificates of deposit issued and share capital and reserve.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

### (c) Liquidity risk (continued)

#### (i) Maturity analysis (continued)

The table below sets out the maturity profile of assets and liabilities analysed by the remaining period to repayment as at the reporting date:

			3 months	1 year	oup 5 years			
			or less	or less	or less			
	Repayable	1 month	but over	but over	but over	After		
	on demand	or less	1 month	3 months	1 year	5 years	Undated	Total
At December 31, 2012								
Assets								
Cash and balances with banks and								
central banks	16,514,352	7,968,722	-	-	-	-	-	24,483,074
Placements with banks maturing between								
one and twelve months	-	-	4,403,660	-	-	-	-	4,403,660
Advances to banks	-	2,933,622	4,303,627	2,884,859	-	-	-	10,122,108
Advances to customers and trade bills	2,562,434	7,047,275	12,682,845	42,900,926	26,062,636	27,700,392	-	118,956,508
Financial instruments measured at			485.55		4.00= 0.1			4 00= 45=
fair value through profit or loss	-	-	155,934	63,405	1,087,846	-	-	1,307,185
Available-for-sale financial assets	-	2,034,261	5,946,061	5,956,689	1,169,508	-	26,297	15,132,816
Derivative financial instruments	-	173,757	108,455	125,634	11,722	-	475.040	419,568
Investment in an associate	-	-	-	-	- 0.470	-	175,016	175,016
Current tax recoverable	-	-	-	-	3,479	-	-	3,479
Deferred tax assets	-	-	-	-	91,369	-	400.000	91,369
Fixed assets	11 100	- 	400 477	02.404		- 141	190,029	190,029
Other assets	11,108	574,411	196,477	92,401	59,273		11,869	945,680
Total assets	19,087,894	20,732,048	27,797,059	52,023,914	28,485,833	27,700,533	403,211	176,230,492
Liabilities								
Deposits and balances of banks	792,078	7,388,531	10,052,781	5,612,833	-	-	-	23,846,223
Deposits from customers	29,675,158	26,156,154	32,477,247	20,098,163	523,433	-	-	108,930,155
Certificates of deposit and								
other debt securities issued	-	2,151,728	3,136,237	15,174,763	2,992,191	-	-	23,454,919
Derivative financial instruments	-	190,670	74,995	182,369	40,256	-	-	488,290
Current tax payable	-	-	-	101,792	-	-	-	101,792
Other liabilities	4,227	800,952	250,296	383,933	6,827	-	-	1,446,235
Total liabilities	30,471,463	36,688,035	45,991,556	41,553,853	3,562,707	-	-	158,267,614
Net assets/(liabilities) gap	(11,383,569)	(15,955,987)	(18,194,497)	10,470,061	24,923,126	27,700,533	403,211	17,962,878
Of which:								
Debt securities								
- included in trading assets	_	_	_	74	4,549	_	_	4,623
- included in financial assets designated								
at fair value through profit or loss	_	_	155,934	63,331	1,083,297	_	-	1,302,562
- included in available-for-sale financial assets	_	2,034,261	5,946,061	5,956,689	1,169,508	_	_	15,106,519

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

## (c) Liquidity risk (continued)

### (i) Maturity analysis (continued)

				Gr	oup			
			3 months	1 year	5 years			
			or less	or less	or less			
	Repayable	1 month	but over	but over	but over	After		
	on demand	or less	1 month	3 months	1 year	5 years	Undated	Total
At December 31, 2011								
Assets								
Cash and balances with banks and								
central banks	10,096,883	7,938,283	-	-	-	-	-	18,035,166
Placements with banks maturing between								
one and twelve months	-	-	2,776,930	-	-	-	-	2,776,930
Advances to banks	-	2,138,805	3,435,130	4,123,922	-	-	-	9,697,857
Advances to customers and trade bills	1,692,150	4,873,875	10,995,827	21,333,994	23,646,399	28,277,673	-	90,819,918
Financial instruments measured								
at fair value through profit or loss	-	-	-	93,592	1,319,493	38,846	-	1,451,931
Available-for-sale financial assets	-	1,569,663	3,366,487	4,215,633	1,189,709	-	23,645	10,365,137
Derivative financial instruments	-	182,676	185,377	90,971	28,572	-	-	487,596
Investment in an associate	-	-	-	-	-	-	152,515	152,515
Current tax recoverable	-	-	-	1,885	-	-	-	1,885
Deferred tax assets	-	-	-	-	77,420	-	-	77,420
Fixed assets	-	-	-	-	-	-	224,013	224,013
Other assets	15,601	292,395	287,438	116,847	56,659	71	11,869	780,880
Total assets	11,804,634	16,995,697	21,047,189	29,976,844	26,318,252	28,316,590	412,042	134,871,248
Liabilities								
Deposits and balances of banks	2,107,684	919,584	3,091,187	-	-	-	-	6,118,455
Deposits from customers	20,371,668	29,408,171	33,024,043	10,026,631	281,163	-	-	93,111,676
Certificates of deposit issued	-	2,256,543	2,520,450	7,391,230	4,562,879	-	-	16,731,102
Derivative financial instruments	-	200,165	289,947	85,452	64,639	-	-	640,203
Current tax payable	-	-	-	55,378	-	-	-	55,378
Other liabilities	67	521,177	275,901	243,399	13,173	-	-	1,053,717
Total liabilities	22,479,419	33,305,640	39,201,528	17,802,090	4,921,854	_		117,710,531
Net assets/(liabilities) gap	(10,674,785)	(16,309,943)	(18,154,339)	12,174,754	21,396,398	28,316,590	412,042	17,160,717
Of which:								
Debt securities								
- included in trading assets	-	-	-	54,354	318	-	-	54,672
- included in financial assets designated								
at fair value through profit or loss	-	-	-	39,238	1,319,175	38,846	-	1,397,259
– included in available-for-sale financial assets	-	1,569,663	3,366,487	4,215,633	1,189,709	-	-	10,341,492

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

## (c) Liquidity risk (continued)

### (i) Maturity analysis (continued)

				Ra	ank			
			3 months	1 year	5 years			
			or less	or less	or less			
	Repayable	1 month	but over	but over	but over	After		
	on demand	or less	1 month	3 months	1 year	5 years	Undated	Total
At December 31, 2012								
Assets								
Cash and balances with banks and								
central banks	16,103,454	7,970,514	-	-	-	-	-	24,073,968
Placements with banks maturing between			4 450 070					4 450 070
one and twelve months  Advances to banks	-		4,453,273	2 004 050	-	-	-	4,453,273
Advances to panks  Advances to customers and trade bills	2,488,544	2,933,622 7,018,333	4,303,627 12,196,653	2,884,859 42,660,944	24,805,730	25,830,921	_	10,122,108 115,001,125
Financial instruments measured	2,400,344	1,010,333	12,130,033	42,000,344	24,000,730	23,030,321	_	113,001,123
at fair value through profit or loss	_	_	155,934	63,405	1,087,846	_	_	1,307,185
Available-for-sale financial assets	_	1,849,887	6,726,670	6,256,705	1,169,508	_	25,354	16,028,124
Derivative financial instruments	_	177,749	108,457	125,634	11,721	_		423,561
Investments in subsidiaries	_	_	-	_	, _	_	1,508,238	1,508,238
Investment in an associate	_	_	-	_	-	-	10,411	10,411
Deferred tax assets	-	-	-	-	91,582	-	-	91,582
Fixed assets	-	-	-	-	-	-	173,757	173,757
Other assets	10,876	536,647	177,454	92,227	56,268	128	9,619	883,219
Total assets	18,602,874	20,486,752	28,122,068	52,083,774	27,222,655	25,831,049	1,727,379	174,076,551
Liabilities								
Deposits and balances of banks	1,089,163	8,350,776	10,078,526	5,670,336	-	-	-	25,188,801
Deposits from customers	28,230,536	25,521,008	32,080,238	19,876,139	523,420	-	-	106,231,341
Certificates of deposit and other debt								
securities issued	-	2,151,728	3,136,237	15,174,763	2,992,191	-	-	23,454,919
Derivative financial instruments	-	190,448	74,993	182,369	40,256	-	-	488,066
Current tax payable	-	-	-	99,105	-	-	-	99,105
Other liabilities	2,876	778,186	230,056	382,274	6,827	-	-	1,400,219
Total liabilities	29,322,575	36,992,146	45,600,050	41,384,986	3,562,694	<u>-</u>	<b>-</b>	156,862,451
Net assets/(liabilities) gap	(10,719,701)	(16,505,394)	(17,477,982)	10,698,788	23,659,961	25,831,049	1,727,379	17,214,100
Of which:								
Debt securities								
- included in trading assets	-	-	-	74	4,549	-	-	4,623
- included in financial assets designated								
at fair value through profit or loss	-	-	155,934	63,331	1,083,297	-	-	1,302,562
- included in available-for-sale financial assets	-	1,849,887	6,726,670	6,256,705	1,169,508	-	-	16,002,770

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 5 FINANCIAL RISK MANAGEMENT (continued)

## (c) Liquidity risk (continued)

### (i) Maturity analysis (continued)

			0	Bank	-			
			3 months	1 year	5 years			
	Danauahla	1	or less	or less	or less	After		
	Repayable on demand	1 month or less	but over 1 month	but over 3 months	but over		Undated	Total
	on demand	OI IESS	I IIIOIILII	3 11101111115	1 year	5 years	Unualeu	10(a)
At December 31, 2011								
Assets								
Cash and balances with banks and								
central banks	9,637,438	7,805,439	-	-	-	-	-	17,442,877
Placements with banks maturing between								
one and twelve months	-	-	2,778,664	805,000	-	-	-	3,583,664
Advances to banks	-	2,138,805	3,435,130	4,123,922	-	-	-	9,697,857
Advances to customers and trade bills	1,629,563	4,766,980	10,912,121	21,022,419	22,302,052	26,367,916	-	87,001,051
Financial instruments measured at fair value								=
through profit or loss	-	-	-	93,592	1,319,493	38,846	-	1,451,931
Available-for-sale financial assets	-	1,399,846	3,308,291	4,215,632	1,189,709	-	22,702	10,136,180
Derivative financial instruments	-	195,975	176,567	90,986	28,557	-	4 500 000	492,085
Investments in subsidiaries	-	-	-	-	-	-	1,508,238	1,508,238
Investment in an associate	-	-	-	-	77.504	-	10,411	10,411
Deferred tax assets	-	-	-	-	77,504	-	-	77,504
Fixed assets	15 505	- 050 400	070.050	104.000	- 50.744	-	201,942	201,942
Other assets	15,595	252,409	272,950	104,886	53,744	55	9,619	709,258
Total assets	11,282,596	16,559,454	20,883,723	30,456,437	24,971,059	26,406,817	1,752,912	132,312,998
Liabilities								
Deposits and balances of banks	2,419,745	1,180,539	3,100,927	1,594,791	-	-	-	8,296,002
Deposits from customers	19,283,212	28,691,275	32,557,562	9,540,652	280,894	-	-	90,353,595
Certificates of deposit issued	-	2,256,543	2,520,450	7,391,230	4,562,879	-	-	16,731,102
Derivative financial instruments	-	206,090	283,680	85,452	64,639	-	-	639,861
Current tax payable	-	-	-	50,756	-	-	-	50,756
Other liabilities	70	482,664	262,800	228,765	13,173	-	-	987,472
Total liabilities	21,703,027	32,817,111	38,725,419	18,891,646	4,921,585	-	-	117,058,788
Net assets/(liabilities) gap	(10,420,431)	(16,257,657)	(17,841,696)	11,564,791	20,049,474	26,406,817	1,752,912	15,254,210
Of which:								
Debt securities								
<ul> <li>included in trading assets</li> </ul>	_	_	_	54 354	318	_	_	54 672
- included in trading assets - included in financial assets designated at	-	-	-	54,354	318	-	-	54,672
<ul> <li>included in trading assets</li> <li>included in financial assets designated at fair value through profit or loss</li> </ul>	-	-	-	54,354 39,238	318 1,319,175	- 38,846	-	54,672 1,397,259

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (c) Liquidity risk (continued)

#### (ii) Undiscounted cash flows by contractual maturities

The following table details the remaining contractual maturities at the reporting date of the Group's and the Bank's financial liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the reporting date) and the earliest date to pay. Derivatives that will be settled on a net basis included \$3,935 and net amounts are disclosed.

	Repayable on demand	1 month or less	3 months or less but over 1 month	Group 1 year or less but over 3 months	5 years or less but over 1 year	After 5 years	Total
At December 31, 2012							
Non-derivative financial liabilities	700 004	7 000 070	40.004.000	F 000 F40			00 040 505
Deposits and balances of banks	792,084	7,390,378	10,061,623	5,668,510	<u>-</u>	-	23,912,595
Deposits from customers	29,675,191	26,167,957	32,551,513	20,325,385	548,408	-	109,268,454
Certificates of deposit and other debt							
securities issued	-	2,157,954	3,155,340	15,414,598	3,130,534	-	23,858,426
Current tax payable	-	-	-	101,792	-	-	101,792
Other liabilities	4,227	800,952	250,296	383,933	6,827	-	1,446,235
	30,471,502	36,517,241	46,018,772	41,894,218	3,685,769	-	158,587,502
Derivative cash flows settled on a net basis	-	8,235	13,309	(10,162)	(15,317)	-	(3,935)
Derivative cash flows settled on a gross basis							
Total inflow	-	35,555,830	17,385,680	29,659,932	98,706	-	82,700,148
Total outflow	-	(35,563,230)	(17,400,875)	(29,658,597)	(102,744)	-	(82,725,446)
	-	(7,400)	(15,195)	1,335	(4,038)	-	(25,298)

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (c) Liquidity risk (continued)

### (ii) Undiscounted cash flows by contractual maturities (continued)

				Group			
			3 months	1 year	5 years		
			or less	or less	or less		
	Repayable	1 month	but over	but over	but over	After	
	on demand	or less	1 month	3 months	1 year	5 years	Total
At December 31, 2011							
Non-derivative financial liabilities							
Deposits and balances of banks	2,107,684	919,584	3,091,187	-	-	-	6,118,455
Deposits from customers	20,371,668	29,408,171	33,024,043	10,026,631	281,163	-	93,111,676
Certificates of deposit issued	-	2,256,543	2,520,450	7,391,230	4,562,879	-	16,731,102
Current tax payable	-	-	-	55,378	-	-	55,378
Other liabilities	67	544,483	389,307	359,103	26,848	-	1,319,808
	22,479,419	33,128,781	39,024,987	17,832,342	4,870,890	-	117,336,419
Derivative cash flows settled on a							
net basis	-	(6,713)	(12,004)	9,436	(6,681)	-	(15,962)
Derivative cash flows settled on a							
gross basis							
Total inflow	-	26,104,719	34,814,703	29,357,564	375,585	-	90,652,571
Total outflow	-	(26,106,997)	(34,825,791)	(29,361,976)	(408,343)	-	(90,703,107)
	-	(2,278)	(11,088)	(4,412)	(32,758)	-	(50,536)

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (c) Liquidity risk (continued)

### (ii) Undiscounted cash flows by contractual maturities (continued)

				Bank			
			3 months	1 year	5 years		
	Repayable	1 month	or less but over	or less but over	or less but over	After	
	on demand	or less	1 month	3 months	1 year	5 years	Total
At December 31, 2012							
Non-derivative financial liabilities							
Deposits and balances of banks	1,089,169	8,353,025	10,087,476	5,726,466	-	-	25,256,136
Deposits from customers Certificates of deposit and other debt	28,230,569	25,532,367	32,153,147	20,101,317	548,395	-	106,565,795
securities issued	_	2,157,954	3,155,340	15,414,598	3,130,534	_	23,858,426
Current tax payable	-	-	-	99,105	-	-	99,105
Other liabilities	2,876	778,186	230,056	382,274	6,827	-	1,400,219
	29,322,614	36,821,532	45,626,019	41,723,760	3,685,756	-	157,179,681
Derivative cash flows settled on a							
net basis	-	8,235	13,309	(10,162)	(15,317)	-	(3,935)
Derivative cash flows settled on a							
<b>gross basis</b> Total inflow	_	35,533,211	17,796,605	29,659,932	98,706	_	83,088,454
Total outflow	_	(35,515,133)	(17,779,486)	(29,602,161)	(52,292)	_	(82,949,072)
		1			(- , - ,		( · / · · / · /
	_	18.078	17.119	57.771	46,414	_	139.382
	-	18,078	17,119	57,771	46,414	-	139,382
	-	18,078	17,119		46,414	-	139,382
	-	18,078		Bank		-	139,382
	-	18,078	3 months or less		5 years or less	-	139,382
	- Repayable	18,078 1 month	3 months	Bank 1 year	5 years	- After	139,382
	Repayable on demand		3 months or less	Bank 1 year or less	5 years or less		<b>139,382</b> Total
At December 31, 2011		1 month	3 months or less but over	Bank 1 year or less but over	5 years or less but over	After	
Non-derivative financial liabilities	on demand	1 month or less	3 months or less but over 1 month	Bank 1 year or less but over 3 months	5 years or less but over	After	Total
Non-derivative financial liabilities Deposits and balances of banks	on demand 2,419,745	1 month or less 1,180,539	3 months or less but over 1 month	Bank 1 year or less but over 3 months	5 years or less but over 1 year	After 5 years	Total 8,296,002
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers	on demand 2,419,745 19,283,212	1 month or less 1,180,539 28,691,275	3 months or less but over 1 month 3,100,927 32,557,562	Bank 1 year or less but over 3 months  1,594,791 9,540,652	5 years or less but over 1 year - 280,894	After	Total 8,296,002 90,353,595
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued	on demand 2,419,745	1 month or less 1,180,539	3 months or less but over 1 month	Bank 1 year or less but over 3 months 1,594,791 9,540,652 7,391,230	5 years or less but over 1 year	After 5 years	Total 8,296,002 90,353,595 16,731,102
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers	2,419,745 19,283,212	1 month or less 1,180,539 28,691,275 2,256,543	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450	Bank 1 year or less but over 3 months  1,594,791 9,540,652	5 years or less but over 1 year - 280,894	After 5 years	Total 8,296,002 90,353,595
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable	2,419,745 19,283,212 -	1 month or less 1,180,539 28,691,275 2,256,543	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756	5 years or less but over 1 year - 280,894 4,562,879	After 5 years - - -	Total 8,296,002 90,353,595 16,731,102 50,756
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable	2,419,745 19,283,212 - - 70	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670	5 years or less but over 1 year - 280,894 4,562,879 - 26,844	After 5 years - - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable Other liabilities	2,419,745 19,283,212 - - 70	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670	5 years or less but over 1 year - 280,894 4,562,879 - 26,844	After 5 years - - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable Other liabilities  Derivative cash flows settled on a net basis Derivative cash flows settled on a	2,419,745 19,283,212 - - 70 21,703,027	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634 32,633,991	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377 38,555,316	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670  18,920,099	5 years or less but over 1 year - 280,894 4,562,879 - 26,844 4,870,617	After 5 years - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595 116,683,050
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable Other liabilities  Derivative cash flows settled on a net basis Derivative cash flows settled on a gross basis	2,419,745 19,283,212 - - 70 21,703,027	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634 32,633,991 (6,713)	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377 38,555,316 (12,004)	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670  18,920,099	5 years or less but over 1 year - 280,894 4,562,879 - 26,844 4,870,617 (6,681)	After 5 years - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595 116,683,050 (15,961)
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable Other liabilities  Derivative cash flows settled on a net basis Derivative cash flows settled on a gross basis Total inflow	2,419,745 19,283,212 - - 70 21,703,027	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634 32,633,991 (6,713)	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377 38,555,316 (12,004)	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670  18,920,099  9,437	5 years or less but over 1 year - 280,894 4,562,879 - 26,844 4,870,617 (6,681)	After 5 years - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595 116,683,050 (15,961)
Non-derivative financial liabilities Deposits and balances of banks Deposits from customers Certificates of deposit issued Current tax payable Other liabilities  Derivative cash flows settled on a net basis Derivative cash flows settled on a gross basis	2,419,745 19,283,212 - - 70 21,703,027	1 month or less 1,180,539 28,691,275 2,256,543 - 505,634 32,633,991 (6,713)	3 months or less but over 1 month 3,100,927 32,557,562 2,520,450 - 376,377 38,555,316 (12,004)	Bank 1 year or less but over 3 months  1,594,791 9,540,652 7,391,230 50,756 342,670  18,920,099	5 years or less but over 1 year - 280,894 4,562,879 - 26,844 4,870,617 (6,681)	After 5 years - - - -	Total  8,296,002 90,353,595 16,731,102 50,756 1,251,595 116,683,050 (15,961)

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

#### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (d) Capital management

Being an authorised institution incorporated in Hong Kong, the Bank is regulated by the HKMA who sets and monitors capital requirements for the Bank as well as the consolidated position for the banking subsidiaries as prescribed by the HKMA. A locally incorporated banking subsidiary in Macau, China Construction Bank (Macau) Corporation Limited, is subject to the supervision of Autoridade Monetária de Macau, who sets and monitors its capital requirements. A non-banking financial subsidiary, CCB Securities Limited, is subject to the supervision and capital requirements of the Hong Kong Securities and Futures Commission.

The HKMA has issued the Banking (Capital) Rules under Basel II, according to which the Group is required to maintain adequate regulatory capital to support credit risk, market risk and operational risk.

In addition to meeting the regulatory requirements, the Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, by pricing products and services commensurately with the level of risk and by securing access to finance at a reasonable cost.

The Group actively and regularly reviews and manages its capital structure to maintain a balance between higher shareholder returns and the advantages and security afforded by a sound capital position, and, when necessary, makes adjustments to the capital structure in light of changes in economic conditions.

The Group monitors its capital structure on the basis of the capital adequacy ratio as calculated in accordance with the Banking (Capital) Rules and there have been no material changes in the Group's policy on the management of capital during the year.

The Group has formulated a policy on internal capital adequacy assessment process ("CAAP") that sets out the methodologies, assumptions and techniques that the Group adopts in allocating the capital requirements on the residual risks that are not covered by the Banking (Capital) Rules. The Group adopts the scoring approach in deriving the internal minimum capital requirement.

Throughout the years ended December 31, 2012 and 2011, the Group has complied with the capital requirements imposed by the HKMA.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

#### (e) Fair value of financial assets and liabilities

#### (i) Financial assets and liabilities measured at fair value

Fair value estimates are generally subjective in nature, and are made as of a specific point in time based on the characteristics of the financial instruments and relevant market information. The Group measures fair value using the following hierarchy method:

- Level 1: fair values measured using quoted market prices (unadjusted) in active markets for identical financial instruments.
- Level 2: fair values measured using valuation techniques based on observable inputs, either directly (i.e. as prices) or indirectly (i.e. derived from prices). This category includes quoted prices in active markets for similar financial instruments, or quoted prices for identical or similar instruments in markets that are considered less than active, or other valuation techniques where all significant inputs are directly or indirectly observable from market data.
- Level 3: fair values measured using significant unobservable inputs. This category includes inputs to valuation techniques not based on observable data and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments where significant unobservable adjustments or assumptions are required to reflect differences between the instruments.

Where available, the most suitable measure for fair value is the quoted market price. In the absence of organised secondary markets for most of the unlisted securities and over-the-counter derivatives, direct market prices of these financial instruments may not be available. The fair values of such instruments are therefore calculated based on established valuation techniques using current market parameters or market prices provided by counterparties.

Options traded over the counter are valued using broker quotes price. For other derivative financial instruments, the Group uses estimated discounted cash flows to determine their fair value. The fair value of interest rate swaps and currency swaps are calculated as the present value of the estimated future cash flows. The fair value of forward foreign exchange contracts is determined using forward exchange market rates at the reporting date.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (e) Fair value of financial assets and liabilities (continued)

#### (i) Financial assets and liabilities measured at fair value (continued)

The table below analyses financial instruments, measured at fair value at the end of the reporting period, by the level in the fair value hierarchy into which the fair value treatment is categorised:

		Grou	ın			Ban	k	
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
2012								
Assets								
Held for trading:								
debt securities	4,586	37	_	4,623	4,586	37	_	4,623
Designated at fair value through	,			,	,,,,,			,
profit or loss:								
debt securities	1,302,562	_	_	1,302,562	1,302,562	_	_	1,302,562
Available-for-sale securities:								
treasury bills	_	5,856,858	_	5,856,858	_	5,653,093	_	5,653,093
certificates of deposit	_	7,956,183	_	7,956,183	_	9,056,199	_	9,056,199
debt securities	1,040,660	252,818	_	1,293,478	1,040,660	252,818	_	1,293,478
equity securities	8,117	_	18,180	26,297	8,117	_	17,237	25,354
Derivatives financial instruments:								
exchange rate contracts								
forwards	-	387,801	-	387,801	-	392,039	-	392,039
options purchased	-	11,912	-	11,912	-	11,667	-	11,667
interest rate swaps	-	15,655	-	15,655	-	15,655	-	15,655
equity options purchased	-	3,951	-	3,951	-	3,951	-	3,951
equity swap	-	249	-	249	-	249	-	249
	2,355,925	14,485,464	18,180	16,859,569	2,355,925	15,385,708	17,237	17,758,870
Liabilities								
Derivatives financial instruments:								
exchange rate contracts								
forwards	_	428,038	_	428,038	_	428,059	-	428,059
options written	_	11,912	_	11,912	_	11,667	-	11,667
interest rate swaps	-	44,140	-	44,140	-	44,140	-	44,140
equity options purchased	-	249	-	249	-	249	-	249
equity swaps	-	3,951	-	3,951	-	3,951	-	3,951
	-	488,290	-	488,290	-	488,066	-	488,066

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (e) Fair value of financial assets and liabilities (continued)

#### (i) Financial assets and liabilities measured at fair value (continued)

	Group			Bank				
	Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
2011								
Assets								
Held for trading:								
debt securities	281	54,391	-	54,672	281	54,391	-	54,672
Designated at fair value through profit or los	S:							
debt securities	1,397,259	-	-	1,397,259	1,397,259	-	-	1,397,259
Available-for-sale securities:								
treasury bills	-	4,096,967	-	4,096,967	-	3,868,953	-	3,868,953
certificates of deposit	-	5,580,637	-	5,580,637	-	5,580,637	-	5,580,637
debt securities	397,677	266,211	-	663,888	397,677	266,211	-	663,888
equity securities	5,449	-	18,196	23,645	5,449	-	17,253	22,702
Derivatives financial instruments:								
exchange rate contracts								
forwards	-	426,268	-	426,268	-	431,099	-	431,099
options purchased	-	6,933	-	6,933	-	6,591	-	6,591
interest rate swaps	-	23,048	-	23,048	-	23,048	-	23,048
equity options purchased	-	31,186	-	31,186	-	31,186	-	31,186
equity swap	-	161	-	161	-	161	-	161
	1,800,666	10,485,802	18,196	12,304,664	1,800,666	10,262,277	17,253	12,080,196
Liabilities								
Derivatives financial instruments:								
exchange rate contracts								
forwards	_	538,734	_	538,734	-	538,734	_	538,734
options written	_	6,933	-	6,933	_	6,591	-	6,591
interest rate swaps	_	63,189	-	63,189	_	63,189	-	63,189
equity options purchased	_	161	_	161	_	161	-	161
equity swaps	-	31,186	-	31,186	-	31,186	-	31,186
	_	640,203	_	640,203	_	639,861	_	639,861

There were no significant transfers between instruments in Level 1, Level 2 and no significant changes in Level 3 financial instruments for the year ended December 31, 2012 and 2011.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 FINANCIAL RISK MANAGEMENT (continued)

### (e) Fair value of financial assets and liabilities (continued)

#### (ii) Financial assets and liabilities not measured at fair value

Financial assets and liabilities that are presented not at their fair value on the statement of financial position mainly represent cash and balances with banks, placements with and advances to banks, and advances to customers and trade bills. These financial assets are measured at amortised cost less impairment. Financial liabilities not presented at their fair value on the statement of financial position mainly represent deposits and balances of banks, deposits from customers, and certificates of deposit issued. These financial liabilities are measured at amortised cost.

The Group assessed that the differences between fair values and carrying amounts of those financial assets and liabilities not presented on the Group's statement of financial position at their fair values are minimal as most of the Group's financial assets and liabilities are either short-term or priced at floating rates.

#### **6 NET INTEREST INCOME**

	2012	2011
Interest income		
Interest income arising from financial assets that are not		
measured at fair value through profit or loss		
Placements and advances to banks	794,461	334,896
Advances to customers and trade bills	2,943,626	2,325,809
Available-for-sale financial assets	99,423	49,036
Unlisted held-to-maturity investments	-	44
	3,837,510	2,709,785
Interest expense		
Interest expense arising from financial liabilities that are not		
measured at fair value through profit or loss		
Deposits and balances of banks	205,972	133,020
Deposits from customers	1,131,559	780,890
Certificates of deposit and other debt securities issued	423,917	112,050
	1,761,448	1,025,960
Net interest income	2,076,062	1,683,825

There were no interest income accrued on impaired financial assets and interest income on the unwinding of discount on loan impairment losses for the year ended December 31, 2012 and 2011. Interest income from available-for-sale financial assets include \$15,972 from listed debt securities (2011: \$21,359) and \$83,451 from unlisted debt securities (2011: \$27,677).

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 7 NET FEES AND COMMISSION INCOME

	2012	2011
Fees and commission income		
Agency fees for securities, foreign currency dealing and insurance services	251,185	200,475
Remittance, settlement and account management fees	35,848	29,311
Trade finance	117,783	33,094
Credit cards related	130,389	129,857
Others	40,833	12,561
	576,038	405,298
Fees and commission expense		
Credit cards related	(46,768)	(46,035)
Others	(29,826)	(24,890)
	(76,594)	(70,925)
Net fees and commission income	499,444	334,373

Included in the above are the fees and commission income and expense, other than amounts included in determining the effective interest rate, relating to financial assets or financial liabilities not at fair value through profit or loss of \$138,804 (2011: \$47,071) and \$5 (2011: \$2,762) respectively.

#### 8 NET TRADING INCOME

	2012	2011
Foreign exchange	156,753	346,637
Interest rate contracts	(12,279)	(33,384)
Unlisted debt securities		
interest income	1,044	2,110
net realised and unrealised gains/(losses)	493	(570)
	146,011	314,793

<sup>&</sup>quot;Foreign exchange" under "Net trading income" includes gains and losses from spot and forward contracts, options, futures and translated foreign currency assets and liabilities, which are not designated as qualifying hedging relationship. "Interest rate contracts" includes the results of making markets in instruments in government securities, corporate debt securities, money market instruments, interest rate and currency swaps, options and other derivatives. Net gains/(losses) on derivative held for trading, which are managed in conjunction with financial assets or financial liabilities designated as fair value, is included in the line item "Net gains from financial instruments designated at fair value through profit or loss".

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 9 NET GAINS FROM FINANCIAL INSTRUMENTS DESIGNATED AT FAIR VALUE THROUGH PROFIT OR LOSS

	2012	2011
Listed debt securities		
interest income	66,654	70,000
net unrealised losses	(13,901)	(15,970)
	52,753	54,030

### 10 OTHER OPERATING INCOME

	2012	2011
Dividend income from available-for-sale equity financial assets		
unlisted	3,820	2,589
listed	114	225
Others	2,850	1,090
	6,784	3,904

### 11 OPERATING EXPENSES

	2012	2011
Staff costs		
salaries and other benefits	869,981	821,059
pension and provident fund costs	60,242	52,127
	930,223	873,186
Premises and equipment expenses excluding depreciation		
rental of premises	232,474	221,521
impairment loss on fixed assets	5,925	-
maintenance	110,850	81,824
leasing of equipments	21,978	20,188
others	76,677	52,715
	447,904	376,248
Auditors' remuneration	3,711	3,000
Depreciation	70,589	77,429
Other operating expenses	339,980	324,325
	414,280	404,754
	1,792,407	1,654,188

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 12 LOAN IMPAIRMENT CHARGE

	2012	2011
Advances to customers		
Individually assessed impairment allowances released (note 18(b))	14,700	173
Collectively assessed impairment allowances charged (note 18(b))	(88,115)	(68,169)
	(73,415)	(67,996)
Trade bills		
Collectively assessed impairment allowances released (note 18(c))	467	2,399
Total	(72,948)	(65,597)

Include in the above impairment allowances on loans (charged)/released:

	2012	2011
Advances to customers		
New and additional charges	(123,047)	(104,610)
Releases	18,133	5,547
Recoveries	31,499	31,067
	(73,415)	(67,996)
Trade bills		
Releases (note 18(c))	467	2,399
Total	(72,948)	(65,597)

### 13 DIRECTORS' EMOLUMENTS

	2012	2011
Fees	714	763
Other emoluments	11,611	15,687
Contribution to provident fund	565	676
	12,890	17,126

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### **14 TAXATION**

### (a) Taxation in the consolidated statement of comprehensive income represents:

	2012	2011
Current tax – Hong Kong Profits Tax		
Provision for the year	183,085	106,729
Over-provision in respect of prior year	(11,361)	(6,847)
	171,724	99,882
Current tax – Overseas		
Provision for the year – Macau Complementary Tax	2,569	3,982
(Over)/under-provision of Macau Complementary Tax in respect of		
prior year	(652)	189
Withholding tax in the People's Republic of China	4,406	_
Withholding tax in the United States of America	-	11
	6,323	4,182
Deferred tax		
Origination and reversal of temporary differences	(13,949)	1,495
	164,098	105,559

The provision of Hong Kong Profits Tax for 2012 is calculated at 16.5% (2011: 16.5%) of the estimated assessable profits for the year. Taxation for the subsidiary in Macau is calculated at the appropriate current tax rates ruling in Macau.

### (b) Reconciliation between tax expense and accounting profit at applicable tax rates:

	2012	2011
Profit before taxation	938,211	715,697
Notional tax on profit before tax, calculated at the rates applicable to		
profits in the countries concerned	153,811	122,398
Income not subject to taxation	(4,426)	(15,208)
Expenses not deductible for taxation purposes	22,320	5,016
Over-provision in prior years	(12,013)	(6,658)
Foreign withholding tax	4,406	11
Actual tax expense	164,098	105,559

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 15 PROFIT ATTRIBUTABLE TO EQUITY SHAREHOLDERS

The consolidated profit attributable to equity shareholders of the Group includes a profit of \$1,931,842 (2011: \$172,390) which has been dealt with in the financial statements of the Bank.

### 16 OTHER COMPREHENSIVE INCOME

#### Tax effects relating to each component of other comprehensive income

		2012			2011	
	Before-tax	Tax	Net-of-tax	Before-tax	Tax	Net-of-tax
	amount	expense	amount	amount	expense	amount
Available-for-sale financial						
assets:						
net movement in						
investment revaluation						
reserve	28,048	-	28,048	(3,124)	-	(3,124)
Other comprehensive						
income	28,048	-	28,048	(3,124)	_	(3,124)

### 17 CASH AND BALANCES WITH BANKS AND CENTRAL BANKS

	Gro	oup	Bank		
	2012	2011	2012	2011	
Cash in hand	266,820	274,933	189,077	193,620	
Balances with banks	1,772,876	4,393,673	1,439,721	4,015,540	
Balances with central banks	14,474,656	5,428,277	14,474,656	5,428,277	
Money at call and short notice with banks	7,968,722	7,938,283	7,970,514	7,805,440	
	24,483,074	18,035,166	24,073,968	17,442,877	

Money at call and short notice with banks are mainly balances with the intermediate holding company of \$6,649,497 (2011: \$3,698,098).

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 18 ADVANCES TO CUSTOMERS AND TRADE BILLS

### (a) Advances to customers and trade bills less impairment

	Gro	oup	Bank		
	2012	2011	2012	2011	
Advances to customers less impairment					
Gross advances to customers Dealers' commission and	84,132,412	83,445,287	80,469,732	79,616,152	
deferred fee income	40,581	41,961	46,849	50,408	
Less: Impairment allowances	84,172,993	83,487,248	80,516,581	79,666,560	
collectively assessed individually assessed	(430,539) (72,653)	(435,068) (90,378)	(427,876) (72,653)	(432,193) (90,378)	
Net advances to customers	83,669,801	82,961,802	80,016,052	79,143,989	
Trade bills less impairment Trade bills Less: Impairment allowances	35,286,989	7,858,865	34,985,319	7,857,811	
collectively assessed	(282)	(749)	(246)	(749)	
Net trade bills	35,286,707	7,858,116	34,985,073	7,857,062	
Net advances to customers and trade bills	118,956,508	90,819,918	115,001,125	87,001,051	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 18 ADVANCES TO CUSTOMERS AND TRADE BILLS (continued)

### (b) Movement in impairment allowances on advances to customers

		2012						
		Group			Bank			
	Collectively assessed allowances	Individually assessed allowances	Total	Collectively assessed allowances	Individually assessed allowances	Total		
At January 1, 2012	435.068	90.378	525.446	432.193	90.378	522,571		
Loans written off as uncollectible	(120,972)	(6,196)	(127,168)	(120,972)	(6,157)	(127,129)		
Recoveries of advances written off	28,328	3,171	31,499	28,328	3,142	31,470		
Impairment losses charged/(released) to the statement of comprehensive								
income (note 12)	88,115	(14,700)	73,415	88,327	(14,710)	73,617		
At December 31, 2012	430,539	72,653	503,192	427,876	72,653	500,529		

	2011					
		Group			Bank	
	Collectively	Individually		Collectively	Individually	
	assessed	assessed		assessed	assessed	
	allowances	allowances	Total	allowances	allowances	Total
At January 1, 2011	454,544	86,482	541,026	80,498	86,471	166,969
Loans written off as						
uncollectible	(113,567)	(1,076)	(114,643)	(59,034)	(1,076)	(60,110)
Recoveries of advances						
written off	25,922	5,145	31,067	8,400	5,129	13,529
Impairment losses charged/						
(released) to the statement						
of comprehensive income						
(note 12)	68,169	(173)	67,996	402,329	(146)	402,183
At December 31, 2011	435,068	90,378	525,446	432,193	90,378	522,571

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 18 ADVANCES TO CUSTOMERS AND TRADE BILLS (continued)

### (c) Movement in impairment allowances on trade bills

	Gro	oup	Bank		
	2012	<b>2012</b> 2011		2011	
	Collectively	Collectively	Collectively	Collectively	
	assessed	assessed	assessed	assessed	
	allowances	allowances	allowances	allowances	
At January 1	749	3,148	749	3,148	
Impairment losses released to					
the statement of comprehensive					
income (note 12)	(467)	(2,399)	(503)	(2,399)	
At December 31	282	749	246	749	

### (d) Impaired advances and allowances are analysed as follows:

	Group				
	201	2	201	1	
		% of gross		% of gross	
		advances		advances	
Gross impaired advances	184,332	0.22	221,535	0.27	
Individual impairment allowances	(72,653)		(90,378)		
	111,679		131,157		
Gross individually assessed					
impaired advances	72,657	0.09	90,702	0.11	
Individual impairment allowances	(72,653)		(90,378)		
	4		324		
Net realisable value of collateral held					
against the impaired advances	7,313		29,795		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 18 ADVANCES TO CUSTOMERS AND TRADE BILLS (continued)

### (d) Impaired advances and allowances are analysed as follows: (continued)

	Bank				
	201	2	2011		
		% of gross advances		% of gross advances	
Gross impaired advances Individual impairment allowances	184,332 (72,653)	0.23	221,535 (90,378)	0.28	
	111,679		131,157		
Gross individually assessed impaired advances Individual impairment allowances	72,657 (72,653)	0.09	90,702 (90,378)	0.11	
	4		324		
Net realisable value of collateral held against the impaired advances	7,313		29,795		

Impaired advances are advances with objective evidence of impairment.

The above individual impairment allowances were made after taking into account the realisable value of collateral in respect of such advances.

As at December 31, 2012, the Group's gross impaired advances included \$111,675 (2011: \$130,833) advances mainly comprised of credit card advances and unsecured personal loans for which impairment allowances were collectively assessed.

As at December 31, 2012 and 2011, there were no impaired trade bills and advances to banks.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 18 ADVANCES TO CUSTOMERS AND TRADE BILLS (continued)

### (e) Net investment in finance leases and hire purchase contracts

	Gro	oup	Bank		
	2012	2011	2012	2011	
Total minimum lease payments Unearned future finance income on	5,712,552	4,154,476	5,711,650	4,153,407	
finance leases	(768,918)	(511,018)	(768,801)	(510,896)	
Present value of the minimum lease payments	4,943,634	3,643,458	4,942,849	3,642,511	
Impairment allowances					
individually assessed	(1,349)	(2,404)	(1,349)	(2,404)	
collectively assessed	(21,995)	(12,851)	(21,995)	(12,842)	
Impairment allowances	(23,344)	(15,255)	(23,344)	(15,246)	
Net investment	4,920,290	3,628,203	4,919,505	3,627,265	

The residual maturity analysis of the minimum lease payments and present value of the minimum lease payments are analysed as follows:

	Gro	oup	Bank		
	2012	2011	2012	2011	
Total minimum lease payments					
Not later than one year	1,311,554	997,764	1,311,256	997,285	
Later than one year and not later than					
five years	2,481,311	1,803,570	2,480,707	1,802,979	
Later than five years	1,919,687	1,353,142	1,919,687	1,353,143	
	5,712,552	4,154,476	5,711,650	4,153,407	

	Gro	oup	Bank		
	2012	2011	2012	2011	
Present value of the minimum lease					
payments					
Not later than one year	1,204,163	918,622	1,203,899	918,193	
Later than one year and not later than					
five years	2,205,245	1,607,043	2,204,724	1,606,525	
Later than five years	1,534,226	1,117,793	1,534,226	1,117,793	
	4,943,634	3,643,458	4,942,849	3,642,511	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 19 FINANCIAL INSTRUMENTS MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

	Group a	Group and Bank		
	2012	2011		
Held for trading	4,623	54,672		
Designated at fair value through profit or loss	1,302,562	1,397,259		
	1,307,185	1,451,931		

Financial instruments measured at fair value through profit or loss analysed by type of issuer and place of listing are as follows:

	Group and Bank						
			Designated	at fair value			
	Trac	ding	through pr	ofit or loss			
	2012	2011	2012	2011			
Other debt securities issued by							
government	4,586	281	-	_			
banks	37	54,391	1,003,188	1,052,305			
corporate	-	_	299,374	344,954			
	4,623	54,672	1,302,562	1,397,259			
Analysed by place of listing							
listed in Hong Kong	4,549	269	1,200,258	1,255,538			
listed outside Hong Kong	_	_	102,304	141,721			
unlisted	74	54,403	-	_			
	4,623	54,672	1,302,562	1,397,259			

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 20 AVAILABLE-FOR-SALE FINANCIAL ASSETS

	Gro	oup	Ва	nk
	<b>2012</b> 2011		2012	2011
Treasury bills issued by central governments	5,856,858	4,096,967	5,653,093	3,868,953
Certificates of deposit issued by banks	7,956,183	5,580,637	9,056,199	5,580,637
Other debt securities issued by				
banks	148,574	165,037	148,574	165,037
corporate	1,144,904	498,851	1,144,904	498,851
	15,106,519	10,341,492	16,002,770	10,113,478
Equity shares issued by corporate				
listed outside Hong Kong	8,117	5,449	8,117	5,449
unlisted	18,180	18,196	17,237	17,253
	26,297	23,645	25,354	22,702
	15,132,816	10,365,137	16,028,124	10,136,180
Analysed by place of listing				
listed in Hong Kong	206,725	_	206,725	_
listed outside Hong Kong	842,124	773,100	842,124	773,100
unlisted	14,083,967	9,592,037	14,979,275	9,363,080
	15,132,816	10,365,137	16,028,124	10,136,180

### 21 DERIVATIVE FINANCIAL INSTRUMENTS

Derivatives include forward, swap and option transactions undertaken by the Group in the foreign exchange and interest rate markets. The Group uses derivatives for proprietary trading and sale to customers as risk management products. These positions are actively managed through entering offsetting deals with external parties to ensure the Group's net exposures are within acceptable risk levels. No significant proprietary positions are maintained by the Group at the reporting date. The Group also uses these derivatives in the management of its own asset and liability portfolios and structural positions.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 21 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

### (a) Notional amounts of derivatives

	Group							
		2012		2011				
	Managed in			Managed in				
	conjunction			conjunction				
	with			with				
	financial			financial				
	instruments			instruments				
	designated			designated				
	at fair value			at fair value				
	through	Held for		through	Held for			
	profit or loss	trading	Total	profit or loss	trading	Total		
Exchange rate contracts								
forwards	12,555,153	66,786,584	79,341,737	-	88,298,904	88,298,904		
options purchased	_	3,301,368	3,301,368	-	2,121,436	2,121,436		
options written	_	3,301,353	3,301,353	-	2,121,395	2,121,395		
Interest rate swaps	8,366,265	-	8,366,265	1,320,781	8,986,802	10,307,583		
Equity options purchased	-	90,973	90,973	-	168,924	168,924		
Equity swaps	-	90,973	90,973	-	168,924	168,924		
	20,921,418	73,571,251	94,492,669	1,320,781	101,866,385	103,187,166		

	Bank							
		2012		2011				
	Managed in			Managed in				
	conjunction			conjunction				
	with			with				
	financial			financial				
	instruments			instruments				
	designated			designated				
	at fair value			at fair value				
	through	Held for		through	Held for			
	profit or loss	trading	Total	profit or loss	trading	Total		
Exchange rate contracts								
forwards	12,966,750	66,791,989	79,758,739	-	88,695,581	88,695,581		
options purchased	-	3,272,673	3,272,673	-	2,039,068	2,039,068		
options written	-	3,272,673	3,272,673	-	2,039,068	2,039,068		
Interest rate swaps	8,366,265	-	8,366,265	1,320,781	8,986,802	10,307,583		
Equity options purchased	-	90,973	90,973	-	168,924	168,924		
Equity swaps	-	90,973	90,973	-	168,924	168,924		
	21,333,015	73,519,281	94,852,296	1,320,781	102,098,367	103,419,148		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 21 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

### (a) Notional amounts of derivatives (continued)

The notional amounts of these financial instruments indicate the volume of transactions outstanding and do not represent amounts at risk. As a result of a change in the basis of classification between managed in conjunction with financial instruments designated at fair value through profit or loss and held for trading, the notional amounts of derivatives shown above for the years 2012 and 2011 are not directly comparable.

#### (b) Notional amounts of derivatives by remaining maturity analysis

The following table provides an analysis of the notional amounts of derivatives of the Group and the Bank by relevant maturity grouping based on the remaining periods to settlement at the reporting date.

	Group							
		2012			2011			
	1 year	Over 1 year		1 year	Over 1 year			
	or less	to 5 years	Total	or less	to 5 years	Total		
Exchange rate contracts								
forwards	79,264,220	77,517	79,341,737	88,048,267	250,637	88,298,904		
options purchased	3,301,368	-	3,301,368	2,121,436	-	2,121,436		
options written	3,301,353	-	3,301,353	2,121,395	-	2,121,395		
Interest rate swaps	5,520,087	2,846,178	8,366,265	4,891,543	5,416,040	10,307,583		
Equity options purchased	90,973	-	90,973	151,924	17,000	168,924		
Equity swaps	90,973	-	90,973	151,924	17,000	168,924		
	91,568,974	2,923,695	94,492,669	97,486,489	5,700,677	103,187,166		

	Bank							
		2012			2011			
	1 year	Over 1 year		1 year	Over 1 year			
	or less	to 5 years	Total	or less	to 5 years	Total		
Exchange rate contracts								
forwards	79,681,221	77,518	79,758,739	88,444,944	250,637	88,695,581		
options purchased	3,272,673	-	3,272,673	2,039,068	-	2,039,068		
options written	3,272,673	-	3,272,673	2,039,068	-	2,039,068		
Interest rate swaps	5,520,087	2,846,178	8,366,265	4,891,543	5,416,040	10,307,583		
Equity options purchased	90,973	-	90,973	151,924	17,000	168,924		
Equity swaps	90,973	-	90,973	151,924	17,000	168,924		
	91,928,600	2,923,696	94,852,296	97,718,471	5,700,677	103,419,148		

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 21 DERIVATIVE FINANCIAL INSTRUMENTS (continued)

### (c) Fair values and credit risk weighted amounts of derivatives

	Group							
		2012			2011			
			Credit risk			Credit risk		
	Fair value	Fair value	weighted	Fair value	Fair value	weighted		
	assets	liabilities	amount	assets	liabilities	amount		
Exchange rate contracts								
forwards	387,801	428,038	427,175	426,268	538,734	584,099		
options purchased	11,912	-	-	6,933	-	-		
options written	-	11,912	13,153	-	6,933	6,986		
Interest rate swaps	15,655	44,140	9,184	23,048	63,189	16,015		
Equity options purchased	3,951	249	-	31,186	161	-		
Equity swaps	249	3,951	2,381	161	31,186	5,026		
	419,568	488,290	451,893	487,596	640,203	612,126		

	Bank							
		2012			2011			
			Credit risk			Credit risk		
	Fair value	Fair value	weighted	Fair value	Fair value	weighted		
	assets	liabilities	amount	assets	liabilities	amount		
Exchange rate contracts								
forwards	392,039	428,059	428,095	431,099	538,734	585,254		
options purchased	11,667	-	-	6,591	_	-		
options written	-	11,667	13,072	-	6,591	6,754		
Interest rate swaps	15,655	44,140	9,184	23,048	63,189	16,015		
Equity options purchased	3,951	249	-	31,186	161	-		
Equity swaps	249	3,951	2,381	161	31,186	5,026		
	423,561	488,066	452,732	492,085	639,861	613,049		

At December 31, 2012 and 2011, the credit risk weighted amount was calculated in accordance with the Banking (Capital) Rules and depended on the status of the counterparty and the maturing characteristics. The risk weights used range from 20% to 100% (2011: 20% to 100%) for all derivatives.

The Group did not enter into any bilateral netting arrangements during the year and accordingly these amounts are shown on gross basis.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### **22 INVESTMENTS IN SUBSIDIARIES**

	Ва	nk
	2012	2011
Unlisted shares, at cost		
At January 1 and December 31	1,508,238	1,508,238

Particulars of the subsidiaries at December 31, 2012 are as follows:

Name of company	Place of incorporation	Particulars of issued shares held(*)	Percentage directly held	Principal activities
CCB Nominees Limited	Hong Kong	600,000 ordinary shares of HK\$10 each	100%	Nominee services
China Construction Bank (Macau) Corporation Limited	Macau	5,000,000 ordinary shares of MOP100 each	100%	Banking
CCB Securities Limited	Hong Kong	500,000,000 ordinary shares of HK\$1 each	100%	Securities brokerage
China Construction Bank (Asia) Finance Limited	Hong Kong	25,000,000 ordinary shares of HK\$10 each	100%	Inactive

<sup>(\*)</sup> This disclosure note on the par value of shares is expressed in Hong Kong dollars or Macau Patacas.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 23 INVESTMENT IN AN ASSOCIATE

	Group		Bank	
	2012	2011	2012	2011
Unlisted shares, at cost	-	-	10,411	10,411
Share of net assets	175,016	152,515	-	_
	175,016	152,515	10,411	10,411

Particulars of the associate at December 31, 2012 are as follows:

Name of company	Place of incorporation	Particulars of issued and paid up capital(*)	Percentage of ownership held by the Group	Principal activities
QBE Hongkong & Shanghai Insurance Limited	Hong Kong	78,192,220 ordinary shares of HK\$1 each	25.50%	Insurance

This disclosure note on the par value of shares is expressed in Hong Kong dollars.

The movement of the investments in the associate is as follows:

	Gro	oup
	2012	2011
At January 1	152,515	149,502
Share of profits	22,501	28,513
Dividend distribution	-	(25,500)
At December 31	175,016	152,515

Summary financial information on the associate:

	Assets	Liabilities	Equity	Revenue	Net profit
2012					
100%	2,126,024	1,439,687	686,337	903,161	88,238
Group's effective interest	542,136	367,120	175,016	230,306	22,501
2011					
100%	1,744,568	1,146,470	598,098	811,165	111,816
Group's effective interest	444,865	292,350	152,515	206,847	28,513

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 24 INCOME TAX IN THE STATEMENT OF FINANCIAL POSITION

### (a) Current tax (recoverable)/payable in the statement of financial position represent:

	Gro	oup	Ва	nk
	2012	2011	2012	2011
Provision for Hong Kong Profits Tax				
for the year	183,085	106,729	182,627	93,747
Provisional Profits Tax paid	(97,929)	(77,227)	(94,016)	(61,395)
Balance of Profits Tax provision relating				
to prior years	7,032	19,452	6,938	18,393
	92,188	48,954	95,549	50,745
Provision for taxation in Macau	2,569	4,528	_	_
Provision for withholding tax				
in the People's Republic of China	3,556	-	3,556	_
Provision for withholding tax				
in the United States of America	-	11	-	11
	98,313	53,493	99,105	50,756
Representing:				
Current tax recoverable	(3,479)	(1,885)	_	-
Current tax payable	101,792	55,378	99,105	50,756
	98,313	53,493	99,105	50,756

#### (b) Deferred tax assets

	Gro	oup	Bank		
	2012	2011	2012	2011	
Net deferred tax assets recognised on					
the statement of financial position	91,369	77,420	91,582	77,504	

As at December 31, 2012 and 2011, majority of the net deferred tax assets recognised will be recovered after twelve months.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 24 INCOME TAX IN THE STATEMENT OF FINANCIAL POSITION (continued)

### (b) Deferred tax assets (continued)

The components of deferred tax assets recognised in the statement of financial position and the movements during the year are as follows:

			Group		
	Impairment allowances	Accelerated tax depreciation	Provision for staff bonus	Others	Total
At January 1, 2012 (Charged)/credited to the statement of	70,845	(5,364)	11,210	729	77,420
comprehensive income	(1,092)	4,244	8,620	2,177	13,949
At December 31, 2012	69,753	(1,120)	19,830	2,906	91,369

			Group		
	Impairment allowances	Accelerated tax depreciation	Provision for staff bonus	Others	Total
At January 1, 2011 (Charged)/credited to the statement of comprehensive income	73,970 (3.125)	(8,262) 2.898	12,285 (1,075)	922	78,915 (1,495)
At December 31, 2011	70,845	(5,364)	11,210	729	77,420

			Bank		
	Impairment allowances	Accelerated tax depreciation	Provision for staff bonus	Others	Total
At January 1, 2012 (Charged)/credited to the statement of	70,844	(5,279)	11,210	729	77,504
comprehensive income	(1,092)	4,373	8,620	2,177	14,078
At December 31, 2012	69,752	(906)	19,830	2,906	91,582

			Bank		
	Impairment allowances	Accelerated tax depreciation	Provision for staff bonus	Others	Total
At January 1, 2011 Credited/(charged) to the statement of	13,211	(7,289)	11,210	922	18,054
comprehensive income	57,633	2,010	-	(193)	59,450
At December 31, 2011	70,844	(5,279)	11,210	729	77,504

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### **25 FIXED ASSETS**

			G	roup		
	Leasehold land <sup>(*)</sup>	Freehold land	Buildings	Leasehold improvements	Furniture and equipment	Total
Cost:						
At January 1, 2012	87,110	6,463	41,258	169,957	319,481	624,269
Additions	-	-	117	13,441	31,368	44,926
Disposals	-	-	-	(4,020)	(4,953)	(8,973)
At December 31, 2012	87,110	6,463	41,375	179,378	345,896	660,222
Accumulated depreciation:						
At January 1, 2012	21,503	-	23,764	129,587	224,483	399,337
Charge for the year	1,462	-	2,778	20,402	45,947	70,589
Disposals	-	-	-	(4,020)	(2,557)	(6,577)
At December 31, 2012	22,965	-	26,542	145,969	267,873	463,349
Allowances for impairment losses:						
At January 1, 2012	-	-	-	74	845	919
Charge for the year	-	-	-	2,057	3,868	5,925
At December 31, 2012	<u>-</u>	<u>-</u>		2,131	4,713	6,844
Net book value:						
At December 31, 2012	64,145	6,463	14,833	31,278	73,310	190,029
			G	roup		
	Leasehold	Freehold		Leasehold	Furniture and	
	land <sup>(*)</sup>	land	Buildings	improvements	equipment	Total
Cost:				<u> </u>		<u> </u>
At January 1, 2011	87,110	6,463	40,757	165,049	281,789	581,168
Additions	-	-	1,160	10,219	39,640	51,019
Disposals		-	(659)	(5,311)	(1,948)	(7,918)
At December 31, 2011	87,110	6,463	41,258	169,957	319,481	624,269
Accumulated depreciation:						

<sup>20,040</sup> At January 1, 2011 21,640 106,151 181,831 329,662 Charge for the year 1,463 2,783 28,719 44,464 77,429 Disposals (659)(5,283)(1,812)(7,754)At December 31, 2011 21,503 23,764 129,587 224,483 399,337 Allowances for impairment losses: At January 1, 2011 74 845 919 74 At December 31, 2011 845 919 Net book value: At December 31, 2011 65,607 6,463 17,494 40,296 94,153 224,013

<sup>(\*)</sup> All leasehold land are held under finance leases.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 25 FIXED ASSETS (continued)

			Bank		
	Leasehold land <sup>(*)</sup>	Buildings	Leasehold improvements	Furniture and equipment	Total
Cost: At January 1, 2012 Additions Disposals	87,110 - -	35,782 117 -	141,548 13,562 (4,020)	294,862 30,428 (4,478)	559,302 44,107 (8,498)
At December 31, 2012	87,110	35,899	151,090	320,812	594,911
Accumulated depreciation: At January 1, 2012 Charge for the year Disposals	21,503 1,462 –	19,519 2,562 -	111,708 15,933 (4,020)	204,630 44,013 (2,081)	357,360 63,970 (6,101)
At December 31, 2012	22,965	22,081	123,621	246,562	415,229
Allowances for impairment losses: At January 1, 2012 Charge for the year	- - -	- -	- 2,057	- 3,868	- 5,925
At December 31, 2012	-	-	2,057	3,868	5,925
Net book value: At December 31, 2012	64,145	13,818	25,412	70,382	173,757

	Leasehold		Leasehold	Furniture and	
	land <sup>(*)</sup>	Buildings	improvements	equipment	Total
Cost:					
At January 1, 2011	87,110	35,281	136,014	249,138	507,543
Additions	-	1,160	7,023	47,413	55,596
Disposals	-	(659)	(1,489)	(1,689)	(3,837)
At December 31, 2011	87,110	35,782	141,548	294,862	559,302
Accumulated depreciation:					
At January 1, 2011	20,040	17,654	89,866	165,744	293,304
Charge for the year	1,463	2,524	23,303	40,532	67,822
Disposals	-	(659)	(1,461)	(1,646)	(3,766)
At December 31, 2011	21,503	19,519	111,708	204,630	357,360
Net book value:					
At December 31, 2011	65,607	16,263	29,840	90,232	201,942

<sup>(\*)</sup> All leasehold land are held under finance leases.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 25 FIXED ASSETS (continued)

The analysis of net book value of buildings and leasehold land are as follows:

	Group		Ва	nk
	2012	2011	2012	2011
Building				
Held in Hong Kong:				
Leases of between 10 to 50 years	13,818	16,262	13,818	16,263
Held outside Hong Kong:				
Leases of over 50 years	1,015	1,232	-	_
	14,833	17,494	13,818	16,263

	Group and Bank		
	2012	2011	
Leasehold land			
Held in Hong Kong:			
Leases of between 10 to 50 years	37,764	38,894	
Leases of over 50 years	26,381	26,713	
	64,145	65,607	

### **26 OTHER ASSETS**

	Gro	oup	Bank		
	2012	2011	2012	2011	
Accrued interest receivable	323,302	433,166	320,884	429,908	
Settlement accounts	174,784	48,793	173,587	48,793	
Customer liability under acceptances	177,360	155,865	158,440	108,014	
Account receivables	46,003	26,844	11,685	12,085	
Repossessed assets	1,040	4,131	1,040	4,131	
Refundable deposits	57,426	53,931	54,490	51,029	
Others	165,765	58,150	163,093	55,298	
	945,680	780,880	883,219	709,258	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### **27 DEPOSITS AND BALANCES OF BANKS**

	Gro	oup	Bank		
	2012	2011	2012	2011	
Deposits and balances of banks	23,846,223	6,118,455	25,188,801	8,296,002	

### **28 DEPOSITS FROM CUSTOMERS**

	Gro	oup	Bank		
	2012	2011	2012	2011	
Demand deposits and current accounts	7,494,591	5,303,818	7,257,155	5,112,357	
Savings deposits	19,839,033	15,067,849	18,632,658	14,170,854	
Time and call deposits	81,319,234	72,465,638	80,074,444	70,798,899	
Structured notes	90,973	164,424	90,973	164,424	
Other deposits	186,324	109,947	176,111	107,061	
	108,930,155	93,111,676	106,231,341	90,353,595	

### 29 CERTIFICATES OF DEPOSIT AND OTHER DEBT SECURITIES ISSUED

	Group and Bank		
	2012	2011	
Issued at amortised cost	23,454,919	16,731,102	

### **30 OTHER LIABILITIES**

	Group		Bank	
	2012	2011	2012	2011
Accrued interest payable	477,380	322,472	473,060	319,769
Settlement accounts	174,523	50,478	173,169	48,688
Account payables	389,403	319,064	371,379	307,332
Acceptances outstanding	177,360	155,865	158,440	108,014
Accrued salaries and welfare	135,381	108,925	134,734	108,165
Others	92,188	96,913	89,437	95,504
	1,446,235	1,053,717	1,400,219	987,472

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 31 CAPITAL AND RESERVES

### (a) Movements in components of equity

The reconciliation between the opening and closing balances of each component of the Group's consolidated equity is set out in the consolidated statement of changes in equity. Details of the changes in the Bank's individual components of equity between the beginning and the end of the year are set out below:

750,956 -	(226)	389,352	15,913 -	7,587,172 1,931,842	15,254,210 1,931,842
-	-	-	-	1,931,842	1,931,842
_	28,048	_	_	_	28,048
-	28,048	-	-	1,931,842	1,959,890
-	-	267,814	-	(267,814)	-
750,956	27,822	657,166	15,913	9,251,200	17,214,100
	- 750,956				

	Share	General	Investment revaluation	Regulatory	Other	Retained	
	capital	reserve	reserve	reserve	reserve	profits	Total
At January 1, 2011	6,511,043	750,956	4,219	522,337	15,913	7,281,797	15,086,265
Net profit for the year (note 15) Other comprehensive income: change in fair value of available-for-sale	-	-	-	-	-	172,390	172,390
financial assets	-	-	(4,445)	-	-	-	(4,445)
Total comprehensive income for the year	-	-	(4,445)	-	-	172,390	167,945
Regulatory reserve	_	-	_	(132,985)		132,985	_
At December 31, 2011	6,511,043	750,956	(226)	389,352	15,913	7,587,172	15,254,210

#### (b) Share capital

	2012	2011
Authorised: 167,587,600 (2011: 167,587,600) ordinary shares of HK\$40 each(*)	6,703,504	6,703,504
Issued and fully paid: 162,776,068 (2011: 162,776,068) ordinary shares of HK\$40 each(*)	6,511,043	6,511,043

This disclosure note on the par value of shares is expressed in Hong Kong dollars.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 31 CAPITAL AND RESERVES (continued)

#### (c) Reserves

All reserves, except for general reserve, are not available for distribution.

#### (i) General reserve

General reserve is appropriated from the retained profits for future use.

#### (ii) Investment revaluation reserve

Investment revaluation reserve comprises the cumulative net change in the fair value of available-for-sale financial assets until the financial assets are derecognised and is dealt with in accordance with the accounting policies adopted for the measurement of the available-for-sale financial assets at fair value.

#### (iii) Exchange reserve

Exchange reserve comprises of all foreign exchange differences arising from the translation of the financial statements of foreign operations.

#### (iv) Regulatory reserve

Regulatory reserve comprises reserves maintained in accordance with Hong Kong and Macau Banking regulations. It includes a regulatory reserve of \$657,166 (2011: \$389,352) to satisfy the provisions of the Hong Kong Banking Ordinance for prudential supervision purposes. Movement in this reserve is made directly through retained profits and in consultation with the HKMA. In addition, there is also a regulatory reserve maintained in accordance with the banking regulations in Macau ("Macau regulatory reserve") amounting to MOP113,500 (2011: MOP107,400). These regulatory reserves are non-distributable.

#### (v) Other reserve

Other reserve is used to record the corresponding amount of the share options and bonus rewards granted by the former parent company to the Bank's employees. The options and rewards granted are classified as equity-settled share-based payments and the amount recognised in other reserve represents capital contribution from its former parent company and is not distributable.

#### (vi) Retained profits

The Bank and its financial subsidiaries are required to maintain minimum capital adequacy ratios under their respective regulatory jurisdictions. The minimum capital requirements could therefore potentially restrict the amount of retained profits available for distribution to the shareholders.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 32 MATERIAL RELATED PARTY TRANSACTIONS

During the year, the Group entered into transactions with related parties in the normal course of its banking business including lending, acceptance and placement of inter-bank deposits, correspondent banking transactions, securities brokerage and derivative transactions. The transactions were priced at the relevant market rates at the time of each transaction.

Advances to banks comprise advances to the intermediate holding company under normal course of business and bear interest ranging from 0.71% p.a. to 5.32% p.a. (2011: 0.575% p.a. to 5.5% p.a.) with a contractual term of 1 month to 1 year in both 2012 and 2011.

# (a) The amount of material related party transactions during the year and outstanding balances at the reporting date are set out below:

	les.	- 11 - 4 -	Gro	oup			
	Intermediate holding company		Fellow subsidiaries		Associate		
	2012	2011	2012	2011	2012	2011	
Interest income	729,949	458,360	3,906	5,012	-	_	
Interest expense	148,446	70,344	9,091	8,927	1,315	1,781	
Fee and commission expenses	-	_	2,374	7,561	-	-	
Net gains/(losses) from financial instruments at fair value through							
profit or loss	9,744	(37,309)	_	_	_	_	
Operating expenses	13,358	7,971	_	_	_	_	
Taxation	3,465	_	-	-	-	_	
Amounts due from:							
Cash and balances with banks	6,788,837	3,799,451	-	-	-	-	
Placements with banks maturing							
between one and twelve months	1,071,730	-	-	-	-	-	
Advance to banks	7,060,245	9,599,116	-	-	-	-	
Advance to customers and trade bills	2,479,908	6,733,673	390,000	200,000	-	-	
Derivative financial instruments	14,488	6,464		-	-	-	
Other assets	108,934	244,893	16,185	235	-	-	
Amounts due to:							
Deposits and balances of banks	8,508,981	3,876,267	_	_	_	_	
Deposits from customers	_	-	1,055,659	967,153	361,722	345,391	
Certificates of deposit and other debt			.,,	221,7122	551,122		
securities issued	2,441,675	4,112,725	_	_	_	_	
Derivative financial instruments	39,420	55,893	_	_	_	_	
Other liabilities	31,382	50,479	14,696	24,339	469	457	
Contingencies and commitments:							
Trade-related contingencies	7,739	6,893	-	-	-	-	
Other commitments	-	-	57,965	190,000	-	-	
Derivative financial instrument: (notional amount)							
Exchange rate contracts	2,495,745	1,459,914	_	_	_	_	
Interest rate swaps	1,046,432	1,048,856	_	_	_	_	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 32 MATERIAL RELATED PARTY TRANSACTIONS (continued)

(a) The amount of material related party transactions during the year and outstanding balances at the reporting date are set out below: (Continued)

	Bank							
	Intermediate holding company		Fellow subsidiaries		Subsidiaries		Associate	
	2012	2011	2012	2011	2012	2011	2012	2011
Amounts due from:								
Cash and balances with banks	6,788,837	3,799,451	-	-	1,908	67,442	-	-
Placements with banks maturing								
between one and twelve months	1,071,730	-	-	-	49,613	806,735	-	-
Advances to banks	7,060,245	9,599,116	-	-	-	-	-	-
Advances to customers and trade bills	2,479,908	6,733,673	390,000	200,000	-	-	-	-
Available-for-sale financial assets	-	-	-	-	1,100,016	-	-	-
Derivative financial instruments	14,488	6,464	-	-	8,710	8,057	-	-
Other assets	108,934	244,893	14,988	235	876	1,100	-	-
Amounts due to:								
Deposits and balances of banks	8,508,981	3,876,267	-	-	1,342,578	2,177,546	-	-
Deposits from customers	-	-	1,055,659	967,153	143,336	143,966	361,704	345,372
Certificates of deposit and other debt								
securities issued	2,441,675	4,112,725	-	-	-	-	-	-
Derivative financial instruments	39,420	55,893	-	-	4,723	3,215	-	-
Other liabilities	31,382	50,479	13,343	22,549	1,114	3,060	469	457
Contingencies and commitments:								
Trade-related contingencies	-	6,893	-	-	15,000	-	-	-
Other commitments	-	-	57,965	190,000	-	7,000	-	-
Derivative financial instrument:								
(notional amount)								
Exchange rate contracts	2,495,745	1,459,914	-	-	807,930	596,651	-	-
Interest rate swaps	1,046,432	1,048,856	-	-	-	-	-	-

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 32 MATERIAL RELATED PARTY TRANSACTIONS (continued)

# (a) The amount of material related party transactions during the year and outstanding balances at the reporting date are set out below: (Continued)

The Group may enter into transactions with entities directly or indirectly owned by the PRC government through its government authorities, agencies, affiliations and other organisations ("state-owned entities") in the normal course of business. These transactions are entered on terms similar to those that would have been entered into with non-state-owned entities. These transactions include but are not limited to

- lending and deposit taking;
- inter-bank balances taking and placing;
- insurance and securities agency;
- custody services;
- sale, purchase, underwriting and redemption of bonds;
- purchase, sale and leases of property and other assets; and
- rendering and receiving of utilities and other services.

The Group's pricing and approval processes for major products and services do not depend on whether the customers or counterparties are state-owned entities. Having due regard to the substance of the relationships, the Group is of the opinion that none of these transactions are material related party transactions that require separate disclosure.

#### (b) Directors and key management personnel

During the year, the Group provided credit facilities to and accepted deposits from the directors and key management personnel of the Group and its holding companies and their close family members and companies controlled or significantly influenced by them. The credit facilities and deposits were provided and taken in the ordinary course of business and on substantially the same terms as for comparable transactions with persons of a similar standing, or where applicable, with other employees. These transactions did not involve more than the normal risk of collectability or present other unfavourable features.

	Group		
	2012	2011	
Loans	12,588	9,755	
Interest income earned	227	177	
Deposits	19,089	20,755	
Interest expense paid	259	368	
Compensation – Salaries and other short-term benefits	24,612	29,286	

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## **33 CONTINGENT LIABILITIES AND COMMITMENTS**

The following is a summary of the contractual amounts of each significant class of contingent liabilities and commitments to extend credit:

	Group		Ва	nk
	2012	2011	2012	2011
Direct credit substitutes	625,873	646,452	566,869	591,352
Transaction-related contingencies	129,672	111,868	122,097	102,964
Trade-related contingencies	842,992	437,398	816,382	405,048
Forward forward deposits placed	975,135	_	975,135	_
Other commitments:				
which are unconditionally cancellable or				
automatically cancellable due to				
the deterioration in the credit worthiness				
of the borrower	35,615,433	32,257,230	35,419,309	32,108,054
with an original maturity under one year	191,674	266,494	191,674	264,994
with an original maturity over one year	935,823	1,046,282	839,503	796,003
	39,316,602	34,765,724	38,930,969	34,268,415

The aggregate credit risk weighted amounts of the above contingent liabilities and commitments are as follows:

	Group		Ва	nk
	2012	2011	2012	2011
Credit risk weighted amounts	1,684,531	1,240,952	1,566,451	1,047,653

Contingent liabilities and commitments are credit-related instruments which include letter of credits, guarantees and commitments to extend credit. The risk involved is essentially the same as the credit risk involved in extending loan facilities to customers. These transactions are, therefore, subject to the same credit application, portfolio maintenance and collateral requirements as for customers applying for the loans. The contractual amounts represent the amounts at risk should the contract be fully drawn upon and the client defaults. As the facilities may expire without being drawn upon, the contract amounts do not represent expected future cash flows.

The risk weights used in the computation of credit risk weighted amounts range from 0% to 100% (2011: 0% to 100%).

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## **34 CAPITAL COMMITMENTS**

Capital commitments outstanding at December 31, not provided for in the financial statements are as follows:

	Group	
	<b>2012</b> 2011	
Expenditure contracted but not provided for	30,413	12,684
Expenditure authorised but not contracted for	43,233	20,407
	73,646	33,091

### 35 LEASE COMMITMENTS

At December 31, 2012, the Group and the Bank had future aggregate minimum lease payments under non-cancellable operating leases as follows:

	Group		Bank	
	2012	2011	2012	2011
Buildings: not later than one year later than one year and not later than	164,846	189,188	155,996	176,926
five years	136,843	178,541	131,282	163,821
	301,689	367,729	287,278	340,747

The Group and the Bank lease a number of properties under operating leases. The leases typically run for an initial period of 2 to 5 years with an option to renew the lease when all terms are renegotiated. Lease payments are usually increased every 3 years to reflect market rentals. None of the leases includes contingent rentals.

### **36 LOANS TO OFFICERS**

Particulars of loans made to officers and disclosed pursuant to Section 161B of the Hong Kong Companies Ordinance are as follows:

	Group and Bank	
	2012	2011
Aggregate amount in respect of principal and interest as at December 31	12,588	9,755
The maximum aggregate amount outstanding in respect of principal and		
interest during the year	15,766	11,245

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 37 NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

# (a) Reconciliation of operating profit to net cash inflow from operations

	Group	
	2012	2011
		(restated)*
Operating activities		
Operating profit	915,710	687,139
Adjustments for:		
Dividend income	(3,934)	(2,814)
Depreciation	70,589	77,429
Charges on impairment allowances	72,948	65,597
Written off of loans and advance net of recoveries	(95,669)	(83,576)
Impairment loss on fixed assets	5,925	-
Written down of fixed assets	2,396	_
Effect of foreign exchange rate changes	(60,240)	(181,902)
	907,725	561,873
Increase/decrease in operating assets		
Balances and placements with banks with original maturity beyond		
three months	(573,251)	_
Gross advances to banks	(424,251)	(2,444,817)
Gross advances to customers and trade bills	(28,113,869)	(18,575,414)
Financial instruments measured at fair value through profit or loss with		
original maturity beyond three months	144,746	273,161
Derivative financial instruments	68,028	32,138
Other assets	(164,800)	367,662
	(29,063,397)	(20,347,270)
Increase/decrease in operating liabilities		
Deposits and balances of banks	17,727,768	455,862
Deposits from customers	15,818,479	21,958,522
Derivative financial instruments	(151,913)	128,845
Certificates of deposit and other debt securities issued	6,723,817	8,854,650
Other liabilities	392,518	137,973
	40,510,669	31,535,852
Net cash inflow from operations	12,354,997	11,750,455

<sup>\*</sup> The effect of exchange rate changes on cash and cash equivalents has been separately presented on the consolidated cash flow statement.

(Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 37 NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

### (b) Cash and cash equivalents in the consolidated statement of cash flows

	Group	
	2012	2011
Cash and balances with banks	24,483,074	18,035,166
Placements with banks with original maturity within three months	3,830,409	2,776,930
Treasury bills and certificates of deposit held with original maturity		
within three months categorised as available-for-sale	3,003,583	2,327,670
	31,317,066	23,139,766

# (c) Reconciliation with the consolidated statement of financial position

	Group	
	2012	2011
Cash and balances with banks (note 17)	24,483,074	18,035,166
Placements with banks maturing between one and twelve months	4,403,660	2,776,930
Financial instrument held categorised as		
– trading	1,307,185	1,451,931
– available-for-sale	15,132,816	10,365,137
Amounts shown in consolidated statement of financial position	45,326,735	32,629,164
Less: Amounts with an original maturity of beyond three months		
Placements with banks	(573,251)	_
Financial instrument held categorised as		
– trading	(1,307,185)	(1,451,931)
– available-for-sale	(12,129,233)	(8,037,467)
Cash and cash equivalent in the consolidated statement of cash flows	31,317,066	23,139,766

### 38 IMMEDIATE PARENT AND ULTIMATE CONTROLLING PARTY

At December 31, 2012, the Bank's immediate parent is CCB Overseas Holdings Limited ("CCBOHL"), a company incorporated in Hong Kong. CCBOHL is controlled by China Construction Bank Corporation ("CCBC"). Central Huijin Investment Ltd. is the controlling party of CCBC, and is a wholly-owned subsidiary of China Investment Corporation which is a wholly state-owned investment and management company. The Group's intermediate parent, CCBC, which is a listed bank incorporated in the People's Republic of China, produces financial statements available for public use.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

The notes to the consolidated financial statements and the following unaudited supplementary information are prepared to comply with the Banking (Disclosure) Rules.

### 1 OVERDUE AND RESCHEDULED ASSETS

### (a) Gross advances to customers overdue for more than three months:

ad	% on total		% on total dvances to customers
13,797 - 67,747	0.02 - 0.08	10,119 - 61,606	0.01 - 0.07
81,544	0.10	71,725	0.08
67,838		61,953	
6,521		4,397	
2,648 78,896		1,901 69,824	
	13,797 - 67,747 81,544 67,838 6,521 2,648	67,747 0.08 81,544 0.10 67,838 6,521 2,648 78,896	% on total advances to customers         13,797       0.02       10,119         -       -       -         67,747       0.08       61,606         81,544       0.10       71,725         67,838       61,953         6,521       4,397         2,648       1,901         78,896       69,824

Collateral held with respect of overdue advances to customers is mainly residential, commercial and industrial properties.

As at December 31, 2012 and 2011, there were no overdue advances to banks and trade bills.

#### (b) Rescheduled advances to customers:

	2012	2011
	% on tota	% on total
	advances t	advances to
	customer	customers
Rescheduled advances to customers	97,973 0.1	142,634 0.17

Rescheduled advances are those advances which have been restructured or renegotiated because of deterioration in the financial position of the borrower, or the inability of the borrower to meet the original repayment schedule and for which the revised payment terms are non-commercial to the Bank. The rescheduled advances are stated net of any advances that have subsequently become overdue for over three months and reported as overdue advances as above.

As at December 31, 2012 and 2011, there were no rescheduled advances to banks and trade bills.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 1 OVERDUE AND RESCHEDULED ASSETS (continued)

### (c) Other overdue and rescheduled assets

As at December 31, 2012 and 2011, there were no other overdue and rescheduled assets.

### 2 LIQUIDITY RATIO

	<b>2012</b> %	2011 %
Consolidated average liquidity ratio	55.0	43.7

The consolidated average liquidity ratio for the year is calculated as the simple average of each calendar month's average liquidity ratio including for the Bank and its subsidiary, China Construction Bank (Asia) Finance Limited ("CCBAF"), as required by the Hong Kong Monetary Authority ("HKMA") for its regulatory purposes, in accordance with the Fourth Schedule of the Hong Kong Banking Ordinance.

### 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT

### (a) Capital adequacy ratio

	Group	
	2012	2011
	%	%
Capital adequacy ratio as at December 31	17.4	21.0
Core capital adequacy ratio as at December 31	16.6	20.2

At December 31, 2012, the capital adequacy ratio was computed on a consolidated basis, including the Bank and its subsidiaries, China Construction Bank (Macau) Corporation Limited ("CCB (Macau)") and CCBAF, in accordance with the Banking (Capital) Rules. Deductions from total capital base include investments in certain subsidiaries, namely CCB Securities Limited and CCB Nominees Limited, which conduct non-banking related businesses, and their risk weighted assets have not been consolidated into the total risk weighted assets of the Group.

In calculating the risk weighted assets, the Group adopted the Standardised (Credit Risk) Approach and the Standardised (Market Risk) Approach for credit risk and market risk respectively. For operational risk, the capital requirement is calculated using the Basic Indicator Approach.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

## (b) Capital base after deductions

	2012	2011
Core capital:		
Paid-up ordinary share capital	6,511,043	6,511,043
Published reserves	9,568,219	9,235,390
Profit and loss account	745,500	590,947
Deduct: Deferred tax assets	(91,373)	(77,504)
Total core capital before deductions	16,733,389	16,259,876
Less: Deductions from core capital	(459,934)	(365,087)
Total core capital after deductions	16,273,455	15,894,789
Supplementary capital:		
Reserves attributable to fair value gains on revaluation of holding of		
available-for-sale equities and debt securities	14,503	6,432
Fair value gains arising from holdings of equities and debt securities		
designated at fair value through profit or loss	808	829
Regulatory reserve for general banking risks	801,240	526,753
Collectively assessed impairment allowances	426,647	435,817
Total supplementary capital before deductions	1,243,198	969,831
Less: Deductions from supplementary capital	(459,935)	(365,087)
Total supplementary capital after deductions	783,263	604,744
Total capital base before deductions	17,976,587	17,229,707
Total deductions from total capital base	(919,869)	(730,174)
Total capital base after deductions	17,056,718	16,499,533

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

### (c) Credit risk

The Group uses the following external credit assessment institutions ("ECAIs") to calculate its capital adequacy requirements under the Standardised (Credit Risk) Approach prescribed in the Banking (Capital) Rules:

- Moody's Investors Service
- Standard & Poor's Ratings Services

The process used to map ECAIs issue specific ratings in the Group's banking book is consistent with those prescribed in the Banking (Capital) rules.

The capital requirements on each class of exposures under the Standardised (Credit Risk) Approach at the reporting date are summarised as follows:

	Capital charges	
	2012	2011
Exposures on the statement of financial position		
Public sector entity	2,909	4,448
Bank	3,025,892	1,951,021
Securities firm	2,018	117
Corporate	2,323,135	2,100,992
Regulatory retail	837,297	755,162
Residential mortgage loans	670,459	726,232
Other exposures which are not past due exposures	172,094	173,569
Past due exposures	13,659	15,867
Total capital charge	7,047,463	5,727,408
Exposures not on the statement of financial position		
Direct credit substitutes	48,073	48,594
Transaction-related contingencies	4,549	3,793
Trade-related contingencies	13,087	6,742
Forward forward deposit placed	34,205	_
Other commitments	34,849	40,146
Exchange rate contracts	35,226	47,287
Interest rate contracts	735	1,281
Equity contracts	190	402
Total capital charge	170,914	148,245
Total capital charge for credit risk	7,218,377	5,875,653

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

(d) The risk weighted assets for each class of credit risk exposures are set out as follows:

At December 31, 2012

	Total	by recogn	s covered ised credit tigation	Exposur recognis risk mit		Risk	weighted amo	unt
Class of exposures	Exposures(*)	Collateral	Guarantees	Rated	Unrated	Rated	Unrated	Total
On-balance sheet								
Sovereign	20,440,197	-	95,417	20,535,614	-	-	-	-
Public sector entity	-	-	181,816	-	181,816	-	36,363	36,363
Bank	68,717,963	-	19,863,328	78,102,771	10,478,520	33,679,122	4,144,523	37,823,645
Securities firm	175,492	125,030	-	-	50,462	-	25,231	25,231
Corporate	49,934,124	218,611	(19,939,303)	2,520,971	27,255,239	1,783,792	27,255,393	29,039,185
Cash	266,820	-	-	-	266,820	-	-	-
Regulatory retail	14,134,924	179,980	-	-	13,954,944	-	10,466,208	10,466,208
Residential mortgage loans	19,501,526	-	(201,258)	-	19,300,268	-	8,380,740	8,380,740
Other exposures which are								
not past due exposures	2,282,212	131,032	-	-	2,151,180	-	2,151,180	2,151,180
Past due exposures	113,821	-	-	-	113,821	-	170,732	170,732
Off-balance sheet								
Off-balance sheet exposures								
other than OTC derivative								
transactions or credit								
derivative contracts	2,340,689	29,875	-	195,018	2,115,796	121,149	1,563,382	1,684,531
OTC derivative transactions	1,289,893	276,576	-	934,307	79,010	372,883	79,010	451,893
Total	179,197,661	961,104	-	102,288,681	75,947,876	35,956,946	54,272,762	90,229,708
Exposures deducted from								
capital base	919,869							

<sup>(\*)</sup> Total exposures represent the principal amount or credit equivalent amount, as applicable, net of individually assessed impairment allowances.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

# (d) The risk weighted assets for each class of credit risk exposures are set out as follows: (continued)

At December 31, 2011

	Total	by recogn	s covered ised credit tigation	Exposur recognis risk mit	ed credit	Ris	k weighted amo	unt
Class of exposures	Exposures(*)	Collateral	Guarantees	Rated	Unrated	Rated	Unrated	Total
On-balance sheet								
Sovereign	11,385,867	-	180,035	11,565,902	-	-	-	-
Public sector entity	-	-	278,012	-	278,012	-	55,602	55,602
Bank	37,867,455	-	20,816,830	58,549,859	134,426	24,327,702	60,064	24,387,766
Securities firm	5,924	3,003	-	-	2,921	-	1,461	1,461
Corporate	48,160,573	291,412	(20,918,457)	2,136,166	24,814,540	1,178,715	25,083,685	26,262,400
Cash	274,933	-	-	-	274,933	-	-	-
Regulatory retail	12,781,531	195,139	(358)	-	12,586,034	-	9,439,526	9,439,526
Residential mortgage loans	21,409,825	-	(356,062)	-	21,053,763	-	9,077,895	9,077,895
Other exposures which are								
not past due exposures	2,297,451	127,843	-	-	2,169,608	-	2,169,608	2,169,608
Past due exposures	136,505	-	-	-	136,505	-	198,341	198,341
Off-balance sheet								
Off-balance sheet exposures								
other than OTC derivative								
transactions or credit								
derivative contracts	1,366,307	44,500	-	177,531	1,144,276	104,041	1,136,911	1,240,952
OTC derivative transactions	1,423,048	203,960	_	1,195,269	23,819	588,307	23,819	612,126
Total	137,109,419	865,857	-	73,624,727	62,618,837	26,198,765	47,246,912	73,445,677
Exposures deducted from								
capital base	730,174							

<sup>(\*)</sup> Total exposures represent the principal amount or credit equivalent amount, as applicable, net of individually assessed impairment allowances.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

### (e) Credit risk mitigation

As mentioned in note 5(a) to the financial statements on the credit risk management of the Group, the Group has established policies in managing and recognising credit risk mitigation, one of which is the taking of collateral and other credit enhancements. The principal types of collateral taken by the Group are also those of the recognised credit risk mitigation as prescribed in the Banking (Capital) Rules.

For regulatory capital calculation, the Group adheres to the criteria as stipulated in the Banking (Capital) Rules when assessing the eligibility of the credit risk mitigation.

Recognised collateral include both financial and physical collateral. Financial collateral include cash deposit, shares and debt securities and mutual fund, whilst physical collateral include commercial real estate and residential real estate. The exposure amount after mitigation is determined by applying the standard supervisory haircut stipulated in the Banking (Capital) Rules as an adjustment discount to the current collateral value.

Recognised guarantor is any sovereign entities, public sector entities, banks and regulated securities firms with a lower risk weight than the borrower.

On-balance sheet and off-balance sheet recognised netting is not adopted by the Group.

### (f) Over-the-counter ("OTC") derivative transactions

In respect of the Group's counterparty credit risk which arises from OTC derivative transactions, the related credit risk management has set out in note 5(a) to the financial statements. In sum, the counterparty credit risk arising from OTC derivatives in the trading book is subject to the same credit risk management framework of the banking book. The Group manages and monitors the risk exposure by determining the current exposure amount of the transactions.

There were neither repo-style transactions nor credit derivative contracts entered by the Group at December 31, 2012 and 2011.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

## (f) Over-the-counter ("OTC") derivative transactions (continued)

### (i) Counterparty credit risk exposures

	2012	2011
OTC derivative transactions		
Gross total positive fair value	515,892	550,861
Credit equivalent amount	1,289,893	1,423,048
Credit equivalent amount or net credit exposures net of		
recognised collateral held	1,013,317	1,219,088
Risk weighted amounts	451,893	612,125

#### (ii) Major class of exposures by counterparty type

		2012	
		Credit	Risk
	Contract	equivalent	weighted
	amount	amount	amount
Banks	71,261,405	934,307	372,883
Securities firms	-	-	-
Corporate	3,370,044	50,634	50,634
Others	8,946,894	304,952	28,376
	83,578,343	1,289,893	451,893

		2011	
		Credit	Risk
	Contract	equivalent	weighted
	amount	amount	amount
Banks	79,466,802	930,594	323,782
Securities firms	5,000	300	150
Corporate	10,714,907	263,891	263,890
Others	2,750,298	228,263	24,304
	92,937,007	1,423,048	612,126

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 3 CAPITAL ADEQUACY RATIO AND CAPITAL MANAGEMENT (continued)

## (g) Asset securitisation

There was no asset securitisation for which the Group is an originating institution or an investing institution at December 31, 2012 and 2011.

### (h) Market risk

	2012	2011
Interest rate exposures Foreign exchange exposures (including options)	64,578 203,454	84,003 26,149
Capital charge for market risk	268,032	110,152

## (i) Operational risk

	2012	2011
Capital charge for operational risk	372,070	308,963

# (j) Equity exposures in banking book

Investments in equity shares which are intended to be held on a continuing basis, but which do not comprise investments in associate, jointly controlled entities or subsidiaries, are classified as available-for-sale securities and are reported in the statement of financial position as "Available-for-sale financial assets". Included within this category are unquoted investments made by the Group for being members of the electronic payment systems in Hong Kong.

	2012	2011
Cumulative realised gains on disposal	-	_
Unrealised gains:		
– recognised in reserve but not through the statement of		
comprehensive income	32,229	14,293
– deducted from the supplementary capital	14,503	6,432

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 4 SEGMENTAL INFORMATION

### (a) Gross advances to customers

### i) Gross advances to customers by industry sectors

Analysis of gross advances to customers covered by collateral is as follows:

	Group			
	20	12	20	11
		% of		% of
		advances		advances
	Outstanding	covered by	Outstanding	covered by
	balance	collateral	balance	collateral
Advances for use in Hong Kong				
Industrial, commercial and financial				
Property development	662,501	22.73	739,070	23.08
Property investment	23,402,062	91.82	22,847,777	92.86
Financial concerns	1,132,018	7.91	2,461,423	65.11
Stockbrokers	256,000	51.17	11,928	37.79
Wholesale and retail trade	3,962,732	69.36	3,660,078	86.73
Manufacturing	2,631,488	51.38	2,893,972	76.87
Transport and transport equipment	7,004,815	90.60	5,765,850	54.64
Recreational activities	583,774	99.16	240,531	99.70
Information technology	366,751	79.49	209,047	93.00
Others	13,236,423	91.62	12,680,960	85.89
	53,238,564		51,510,636	
Individuals				
Loans for the purchase of flats in				
the Home Ownership Scheme,				
Private Sector Participation				
Scheme and Tenants Purchase				
Scheme	9,239	100.00	12,746	100.00
Loans for the purchase of other				
residential properties	11,160,252	99.89	12,556,014	99.72
Credit card advances	5,582,407	0.00	4,992,670	0.00
Others	4,836,130	72.82	4,058,273	53.30
	21,588,028		21,619,703	
Trade finance	1,542,016	43.91	2,104,322	35.63
Advances for use outside Hong Kong	7,763,804	74.06	8,210,626	71.79
Gross advances to customers	84,132,412		83,445,287	

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 4 SEGMENTAL INFORMATION (continued)

### (a) Gross advances to customers (continued)

## (i) Gross advances to customers by industry sectors (continued)

Further analysis of gross advances to customers which constitute not less than 10% of gross advances to customers are as follows:

2012	2011
-	-
-	-
-	_
11,020	12,985
(1,965)	1,618
-	-
-	8,725
_	-
_	_
161	191
(30)	52
-	-
_	_
_	_
-	-
2,897	4,664
(1,767)	(4,949)
_	_
	- 11,020 (1,965) - - - - 161 (30) - - - - - -

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 4 SEGMENTAL INFORMATION (continued)

### (a) Gross advances to customers (continued)

### (ii) Gross advances to customers by geographical areas

	2012	2011
Hong Kong	76,285,257	74,534,790
China	2,811,389	4,315,028
Macau	3,124,916	3,235,686
Others	1,910,850	1,359,783
	84,132,412	83,445,287

### (iii) Impaired advances by geographical areas

	2012		20	)11
		Individually		Individually
	Gross assessed impaired impairment		Gross	assessed
			impaired	impairment
	advances	allowances	advances	allowances
Hong Kong	184,332	72,653	221,535	90,378
China	-	-	_	_
Macau	-	-	-	-
	184,332	72,653	221,535	90,378

More than 90% of the collective impairment allowances were allocated to Hong Kong at December 31, 2012 and 2011. The geographical analysis is based on location of the customers and has taken account of transfer of risk.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 4 SEGMENTAL INFORMATION (continued)

### (b) Cross-border claims

Cross-border claims are exposures recorded on the statement of financial position of counterparties based on the location of the counterparties after taking into account the transfer of risk. For a claim guaranteed by a party situated in a country different from the counterparty, risk will be transferred to the country of the guarantor. For a claim on the branch of a bank, the risk will be transferred to the country where its head office is situated. Claims on individual countries or areas, after risk transfer, amounting to 10% or more of the aggregate cross-border claims are shown as follows:

	Banks	Others	Total
At December 31, 2012			
Asia Pacific excluding Hong Kong	68,034,624	23,441,643	91,476,267
– of which China	67,988,005	20,802,110	88,790,115
	Banks	Others	Total
At December 31, 2011			
Asia Pacific excluding Hong Kong	36,320,196	25,210,914	61,531,110
– of which China	36,279,207	22,297,419	58,576,626

### (c) Geographical information

The following table sets out information about the geographical location of the Group's revenue from external customers, profit before taxation, total assets, total liabilities, specified non-current assets, contingent liabilities and commitments. The geographical location of customers is based on the location at which the services were provided. The geographical location of the specified non-current assets which comprise fixed assets, interests in leasehold land and investment in an associate is based on the physical location of the asset, in case of fixed assets, and the location of the operation to which they are allocated, in the case of intangible assets and interests in associate.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 4 SEGMENTAL INFORMATION (continued)

### (c) Geographical information (continued)

	Revenue from external customers	Profit before taxation	Total assets	Total liabilities	Specified non-current assets	Contingent liabilities and commitments
At December 31, 2012						
Hong Kong						
(place of domicile)	2,693,664	916,710	173,412,395	156,343,166	348,800	38,915,969
Macau	93,678	21,501	5,450,174	4,556,525	16,245	400,633
Less: Intra-group items	(6,277)	-	(2,632,077)	(2,632,077)	-	-
	2,781,065	938,211	176,230,492	158,267,614	365,045	39,316,602

	Revenue from external customers	Profit before taxation	Total assets	Total liabilities	Specified non-current assets	Contingent liabilities and commitments
At December 31, 2011						
Hong Kong						
(place of domicile)	2,293,923	682,295	130,530,413	114,737,321	354,967	34,268,987
Macau	113,001	33,402	5,234,074	4,359,489	21,561	503,630
Less: Intra-group items	_	-	(893,239)	(1,386,279)	-	(6,893)
	2,406,924	715,697	134,871,248	117,710,531	376,528	34,765,724

#### (d) Reportable segments

The Group manages its businesses by divisions, which are organised by products services and customer types. In a manner consistent with the way in which information is reported internally to the Group's senior management for the purposes of resource allocation and performance assessment, the Group has presented the following 4 reportable segments. No reportable segments have been aggregated to form the following reportable segments.

#### (i) Commercial banking

This segment represents the provision of a range of financial products and services to corporations, securities firms and small and medium sized enterprises. The products and services include commercial loans, syndicated loans, residential and commercial mortgages, trade financing, machinery and equipment leasing, stockbroker financing and deposit-taking activities.

### (ii) Consumer banking

This segment represents the provision of a range of financial products and services to non-China individual customers. The products and services comprise personal loans, residential mortgages, autofinancing, deposit-taking activities, wealth management, insurance and securities agency services.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 4 SEGMENTAL INFORMATION (continued)

### (d) Reportable segments (continued)

#### (iii) Commercial banking - China Enterprises

This segment represents the provision of a range of financial products and services to China related customers. The products and services comprise commercial loans, syndicated loans, residential and commercial mortgages, trade financing, refinancing loans and deposit-taking activities.

#### (iv) Treasury business

This segment covers the Bank's treasury operations. The Treasury Division enters into inter-bank money market transactions and invests in debt instruments. It also trades in debt instruments, derivatives and foreign currency for its own account. The treasury carries out customer driven derivatives, such as foreign currency trading. Its function also includes the management of the Group's overall liquidity position, including the issuance of certificates of deposit.

Segment results, assets and liabilities

For the purposes of assessing segment performance and allocating resources between segments, the Group's senior management monitors the results, assets and liabilities attributable to each reportable segment on the following bases:

Segment assets and liabilities are composed of placement with banks, advances to banks and customers, investment securities, derivatives financial instruments, deposits and certificates of deposit and other debt securities issued.

Revenue and expenses are allocated to the reportable segments with reference to interest and fee and commission income generated by those segments and the expenses incurred by these segments or which otherwise arise from the depreciation or amortisation of assets attributable to these segments.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 4 SEGMENTAL INFORMATION (continued)

## (d) Reportable segments (continued)

	Commercial	Consumer	2012 Commercial banking – China	Treasury	
	banking	banking	Enterprises	business	Total
Net interest income	451,575	987,653	587,298	67,420	2,093,946
Revenue from external customers Inter-segment revenue	599,860 -	1,336,607 70,377	657,527 -	128,911 -	2,722,905 70,377
Reportable segment revenue	599,860	1,406,984	657,527	128,911	2,793,282
Depreciation and amortisation	(1,864)	(35,117)	-	(3,084)	(40,065)
Total operating expenses	(257,399)	(1,239,859)	(134,394)	(56,762)	(1,688,414)
Operating profit before impairment losses  Loan impairment and other credit risk	342,461	167,125	523,133	72,149	1,104,868
provisions	38,232	(131,000)	19,820		(72,948)
Reportable segment profit before taxation	380,693	36,125	542,953	72,149	1,031,920
Reportable segment assets	43,211,524	29,996,992	56,281,692	45,067,891	174,558,099
Reportable segment liabilities	23,108,966	76,910,565	9,715,431	46,984,625	156,719,587

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 4 SEGMENTAL INFORMATION (continued)

## (d) Reportable segments (continued)

			2011 Commercial banking –		
	Commercial	Consumer	China	Treasury	
	banking	banking	Enterprises	business	Total
Net interest income	333,711	925,555	545,420	13,286	1,817,972
Revenue from external customers	425,839	1,214,745	592,082	147,625	2,380,291
Inter-segment revenue	_	81,302	-	_	81,302
Reportable segment revenue	425,839	1,296,047	592,082	147,625	2,461,593
Depreciation and amortisation	(1,522)	(42,336)	(4)	(2,798)	(46,660)
Total operating expenses	(205,331)	(1,215,208)	(87,383)	(49,987)	(1,557,909)
Operating profit before impairment losses  Loan impairment and other credit	220,508	80,839	504,699	97,638	903,684
risk provisions	(3,017)	(54,824)	(7,756)	_	(65,597)
Reportable segment profit before taxation	217,491	26,015	496,943	97,638	838,087
Reportable segment assets	31,316,042	30,010,502	40,004,442	32,028,616	133,359,602
Reportable segment liabilities	18,174,537	70,284,022	6,673,518	21,469,359	116,601,436

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 4 SEGMENTAL INFORMATION (continued)

## (d) Reportable segments (continued)

## Reconciliations of reportable segment revenues, profit or loss, assets and liabilities

	2012	2011
Revenue		
Reportable segment revenue	2,793,282	2,461,593
Elimination of inter-segment interest income	(70,377)	(81,302)
Unallocated net interest income	52,493	27,387
Unallocated other operating expenses	5,667	(754)
Consolidated operating income	2,781,065	2,406,924
Profit		
Reportable segment profit before taxation	1,031,920	838,087
Elimination of inter-segment interest income	(70,377)	(81,302)
Share of profits of an associate	22,501	28,513
Unallocated net interest income	52,493	27,387
Unallocated other operating expenses	5,667	(754)
Operating expenses	(103,993)	(96,234)
Consolidated profit before taxation	938,211	715,697
Assets		
Reportable segment assets	174,558,099	133,359,602
Cash in hand	266,820	274,933
Investment in an associate	175,016	152,515
Current tax recoverable	3,479	1,885
Deferred tax assets	91,369	77,420
Fixed assets	190,029	224,013
Other assets	945,680	780,880
Consolidated assets	176,230,492	134,871,248
Liabilities		
Reportable segment liabilities	156,719,587	116,601,436
Other liabilities	1,446,235	1,053,717
Current tax payable	101,792	55,378
Consolidated liabilities	158,267,614	117,710,531

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 5 NON-BANK MAINLAND EXPOSURES

Non-bank Mainland exposures are the Mainland exposures to non-bank counterparties. The categories follow the non-bank Mainland exposures submitted by the Bank to the HKMA pursuant to Section 63 of the Hong Kong Banking Ordinance.

	On-balance sheet	Off-balance sheet	Total	Individually assessed impairment allowances
	exposure	exposure	TOtal	allowalices
At December 31, 2012				
Mainland entities	15,798,668	311,785	16,110,453	-
Companies and individuals outside Mainland				
where the credit is granted for use in				
the Mainland	2,940,946	250,369	3,191,315	58,546
Other counterparties the exposure to whom				
are considered by the Bank to be non-bank				
Mainland exposures	4,729,653	11,205	4,740,858	-
	23,469,267	573,359	24,042,626	58,546
				Individually
	On-balance	Off-balance		Individually assessed
	On-balance sheet	Off-balance sheet		•
			Total	assessed
At December 31, 2011	sheet	sheet	Total	assessed impairment
At December 31, 2011  Mainland entities	sheet	sheet exposure		assessed impairment
Mainland entities	sheet	sheet	Total 5,707,139	assessed impairment
Mainland entities  Companies and individuals outside Mainland	sheet	sheet exposure		assessed impairment
Mainland entities  Companies and individuals outside Mainland  where the credit is granted for use in	sheet exposure 5,661,473	sheet exposure 45,666	5,707,139	assessed impairment allowances
Mainland entities Companies and individuals outside Mainland where the credit is granted for use in the Mainland	sheet	sheet exposure		assessed impairment
Mainland entities  Companies and individuals outside Mainland where the credit is granted for use in the Mainland  Other counterparties the exposure to whom	sheet exposure 5,661,473	sheet exposure 45,666	5,707,139	assessed impairment allowances
Mainland entities Companies and individuals outside Mainland where the credit is granted for use in the Mainland Other counterparties the exposure to whom are considered by the Bank to be non-bank	sheet exposure 5,661,473 2,975,613	sheet exposure 45,666 267,361	5,707,139	assessed impairment allowances
Mainland entities  Companies and individuals outside Mainland where the credit is granted for use in the Mainland  Other counterparties the exposure to whom	sheet exposure 5,661,473	sheet exposure 45,666	5,707,139	assessed impairment allowances

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### **6 CURRENCY CONCENTRATIONS**

The Group had the following net foreign currency exposures which exceeded 10% of the net foreign currency exposure in all currencies:

	CNY	МОР	USD	Others	Total
At December 31, 2012					
HKD equivalent					
Spot assets	42,043,685	900,161	39,885,695	1,248,020	84,077,561
Spot liabilities	(38,225,741)	(429,564)	(40,354,453)	(3,396,876)	(82,406,634)
Forward purchases	28,583,043	-	39,187,950	9,502,668	77,273,661
Forward sales	(31,996,102)	-	(39,039,493)	(7,407,418)	(78,443,013)
Net (short)/long position	404,885	470,597	(320,301)	(53,606)	501,575
Net structural position	-	423,447	-	-	423,447
	CNY	MOP	USD	Others	Total
At December 31, 2011					
At December 31, 2011 <b>HKD equivalent</b>					
,	12,626,291	726,822	39,211,488	568,961	53,133,562
HKD equivalent	12,626,291 (12,058,027)	726,822 (281,000)	39,211,488 (26,617,439)	568,961 (5,941,480)	53,133,562 (44,897,946)
HKD equivalent Spot assets		,	, ,	•	
HKD equivalent Spot assets Spot liabilities	(12,058,027)	(281,000)	(26,617,439)	(5,941,480)	(44,897,946)
HKD equivalent Spot assets Spot liabilities Forward purchases	(12,058,027) 31,816,267	(281,000)	(26,617,439) 37,169,661	(5,941,480) 9,264,376	(44,897,946) 78,250,304

The structural assets of the Group in MOP include investment in a subsidiary in Macau.

The net options position is calculated using the Simplified Approach and there was no net options position as at December 31, 2012 and 2011.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 7 CORPORATE GOVERNANCE

The Bank has fully complied with the requirements set out in the module on "Corporate Governance of Locally Incorporated Authorised Institutions" under the Supervisory Policy Manual issued by the HKMA in August 2012.

#### (a) Board of Directors

The Board of Directors of the Group has the ultimate responsibilities to the shareholders, depositors, creditors, employees and other stakeholders, banking supervisors of the Group in ensuring that the business and operational functions of the Group are managed in a prudent, professional and competent manner and in conformity with relevant laws and regulations. Key specialised committees are established to ensure that such operational functions, as well as efficient management of the main types of risk arising out of the business, are effectively carried out.

The terms of reference of the Board is set out below:

- Ensuring competency of the Group's management by appointing a competent chief executive, overseeing appointment of other senior executives, and effectively supervising senior management's performance on an on-going basis;
- Reviewing and approving the Group's business objectives, strategy and business plans, and to ensure that performance against plan is regularly reviewed, with corrective action to be taken as needed;
- Ensuring that the operations of the Group are conducted prudently and within the framework of laws and regulations by implementing and maintaining an effective control environment throughout the institution;
- Monitoring and ensuring that the Group conducts its affairs with a high degree of integrity and ethical values through the implementation of appropriate policies, guidelines and standards, and monitoring programs;
- Observing the module on "Corporate Governance of Locally Incorporated Authorised Institutions" under the Supervisory Policy Manual issued by the HKMA; and
- Any other additional responsibility that may derive from the listing obligations of the ultimate controlling party.

Members of the Board of Directors, who come from a variety of different backgrounds, have a diverse range of business, banking and professional expertise. Currently, the Board comprises two executive Directors and seven non-executive Directors. Of the seven non-executive Directors, three are independent non-executive Directors.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

### (b) Executive Committee

The Executive Committee has, to the extent not specifically restricted by law or by the Bank's Articles of Association, all the powers of the Board of Directors in the management of the business and affairs of the Group during intervals between Board meetings. Specifically, the Executive Committee is responsible for:

- Reviewing that the Group performs in accordance with approved business objectives, strategies and plans, and taking appropriate actions as needed;
- Ensuring that the business and affairs of the Group are conducted prudently and within the framework of laws, regulation and established policies; and
- Ensuring that all employees are conducting the Group's affairs with a high degree of integrity and in compliance with the Group's established code of conduct and ethical values.

According to the terms of reference of the Committee, the Chairman and members of the Executive Committee should be appointed by the Board of Directors. Currently, the Executive Committee comprises of five members, namely the Chief Executive Officer as the Chairperson, Executive Vice President, Chief Financial Officer, Head of Information Systems Group and Head of Commercial Banking – China Enterprises Division.

## (c) Operations Committee

The Operations Committee is charged with the responsibility for:

- Formulating and approving operations policies, procedures and guidelines pertaining to all business activities of the Group to ensure ongoing operational efficiency, cost-effectiveness and adequate controls, as well as compliance with all applicable regulatory and corporate requirements and standards:
- Reviewing and approving standard service charges and fees in relation to products and services offered by the Group to ensure fairness and market competitiveness;
- Formulating and approving expense authority delegations to different levels of management staff to ensure adequate balance of operational efficiency and expense control; and
- Reviewing, analysing and approving operation losses and operational issues that are exceptions to the Group's normal business activities to ensure due compliance with all relevant regulatory and corporate guideline and standards.

Membership of the Operations Committee is appointed by the Executive Committee and ratified by the Board of Directors. The Operations Committee is chaired by Head of Operations Planning, Product Services; there are nine other members, namely Head of Consumer Branch Banking, Head of Operations – Credit Card & Personal Loan Operation, Head of Information Systems Group, Head of Operations, Head of Communications & Media Relations, Head of Financial Control, Head of Compliance & Internal Control, Head of Services Management & Sales Support, and Risk Management representative.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 7 CORPORATE GOVERNANCE (continued)

## (d) Asset and Liability Committee

The Asset and Liability Committee ("ALCO") is charged with the overall responsibility to manage the Group's assets and liabilities, which include the following:

- Managing liquidity risk, interest rate risk, foreign exchange risk and earnings exposure;
- Determining funding strategy and composition of the Group's assets and liabilities, including on-balance sheet and off-balance sheet items; and
- Establishing various limits, control ratios and guidelines in accordance with the statutory and local regulatory requirements.

Membership of the ALCO is appointed by the Executive Committee and ratified by the Board of Directors. Currently, the Committee consists of nine members, namely the Chief Financial Officer as the Chairperson, the Chief Executive Officer, Executive Vice President, Head of Treasury Division, Treasury Manager of China Construction Bank Corporation, Head of Commercial Banking & Trade Solutions Division, Head of China Enterprises Division, Head of Market Risk & ALM Reporting, and Head of Money Market Dealing.

## (e) Information Technology Committee

The Information Technology Committee is responsible for:

- Overseeing the development of the Group's long-term and near-term information technology strategic plans, including strategy formulation, risk management and resource planning for internet banking;
- Formulating and approving major information technology policies and practices;
- Prioritising and monitoring major information technology projects and allocation of resources;
- Assessing the effectiveness of information technology budgeting, planning and resourcing processes;
- Appraising major accomplishments in the application of technology, as well as reviewing and resolving any significant systems related issues;
- Ensuring an adequate information technology control environment to be in place;
- Evaluating and ensuring the overall cost and effectiveness of information technology systems employed by the Group; and
- Providing a platform to disseminate technology related policies and practices to business units, as well as to solicit their inputs and support.

Membership of the Information Technology Committee is appointed by the Executive Committee and ratified by the Board of Directors. Currently, the Committee consists of eleven members with the Head of Information Systems Group as the Chairperson. Other members are the Chief Executive Officer, Head of Consumer Banking Group, Head of Financial Control, Head of Operations, Head of eBusiness, Head of Operations – Credit Card & Personal Loan Operations, Enterprise Risk management representative, Sales Management & Support Services (Consumer Banking) representative, Compliance & Internal Control representative and Information Systems Group representative.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

#### (f) Audit Committee

The Audit Committee serves as the Board's "eyes and ears" in monitoring compliance with the Bank's policies and other internal and statutory regulations. It provides oversight of the Group's internal and external auditors and thereby assists the Board in providing independent review of the effectiveness of the financial reporting process and internal control system of the Group.

The Committee is responsible for:

- Reviewing and monitoring the effectiveness of the internal control system of the Group;
- Overseeing the workings of the internal and external auditors;
- Ensuring the objectivity, credibility and integrity of financial reporting; and
- Monitoring the compliance by the Group with the necessary legal and regulatory requirements.

According to the terms of reference of the Committee, the members of the Audit Committee should be appointed by the Board of Directors from amongst the non-executive Directors of the Group and shall consist of not less than three members, majority of whom should be independent.

### (g) Risk Management Committee

The Risk Management Committee is responsible to advise the Board in carrying out its risk management responsibilities i.e. to ensure an adequate oversight of the Bank's firm-wide risk management framework and to promote regular and transparent communications within the organization in respect of firm-wide risk management issues. Specifically, the Risk Management Committee is responsible for:

- Advising the Board in the setting of risk appetite for the Bank;
- Approving a firm-wide definition for different types of risks faced by the Bank;
- Overseeing the defined risks on an integrated, firm-wide basis;
- Ensuring that the risks inherent in the Bank's existing and new business activities are identified, understood and assessed;
- Laying down risk management strategies;
- Approving a risk management framework based on these strategies which is consistent with the Bank's business goals and risk appetite and determine that it is properly implemented and maintained by senior management;
- Reviewing the risk management framework (including policies, processes, systems and internal controls) periodically to ensure that it remains adequate and appropriate considering the evolving risk profile faced by the Bank, which may stem from changes in its business activities and/or external market conditions:
- Ensuring that the information systems and infrastructure are sufficiently resourced and supportive of the Bank's risk management and reporting needs.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

## (g) Risk Management Committee (continued)

Membership of the Risk Management Committee shall be appointed by the Board from amongst the Directors, and consists of not less than three members, majority of whom shall be non-executive directors. The Chairman of the Committee shall be an independent Non-Executive Director and has a final casting vote. The Company Secretary of the Bank shall be the Secretary of the Committee. Other than members of the Committee, the Chief Credit Officer, the Chief Financial Officer and the Head of Compliance and Internal Control are the regular attendees.

# (h) Disclosure on remuneration for CG-5 Guideline on a Sound Remuneration System issued by the HKMA

The Board has delegated power to the Remuneration Committee to oversee the design and operation of the Bank's remuneration system.

The Remuneration Committee consists of not less than three members, majority of whom should be independent non-executive Directors.

The major responsibilities of the Committee include:

- Determining remuneration packages of the Chief Executive Officer, the Senior Management and the Key Personnel,
- Making recommendations to the Board on the Bank's remuneration structure, annual salary adjustment,
   annual performance bonus and long term incentive, if applicable, and
- Conducting regular review of the Bank's remuneration system and its operation.

The Committee takes into account of the Bank's risk tolerance, risk management framework and long term financial soundness in determining the Bank's remuneration policy. The policy advocates pay-for-performance philosophy and internal equity to encourage achievement of results and desirable behaviors in support of the Bank's long term goals and strategies.

#### **Remuneration Structure**

The remuneration packages of employees focus on "total cash remuneration" comprising of fixed salary and variable remuneration. Following the total reward principle and prevailing market practices, payments of variable remuneration are required to follow the policy guidelines to maintain an appropriate balance that the fixed portion is sufficient to attract and retain employees with relevant skills and the variable portion will not effectively become "non-discretionary" or induce excessive risk taking. The proportion of variable remuneration shall vary according to roles and responsibilities, and is usually higher for employees who are higher in seniority.

Fixed remuneration refers to base salary, fixed allowances and year-end guaranteed pay (if applicable). Variable remuneration, comprising mainly cash bonus payments, sales incentives and/or long term incentives (if applicable), is awarded based on overall performance of the Bank, the relevant business units and the employee, taking into account the full range of current and potential short-term and longer-term risks connected with the activities of employees which may affect the performance of the Bank.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

# (h) Disclosure on remuneration for CG-5 Guideline on a Sound Remuneration System issued by the HKMA (continued)

#### Performance Management and Allocation of Variable Remuneration

Performance of individual employees will be assessed against a number of pre-defined and measurable performance goals. The goals are determined according to the job responsibilities, areas of contribution covering both financial and non-financial factors, and the full adherence to the code of conduct, internal control policy, compliance standard and risk management requirements. The overall and balanced quality of an employee's performance is therefore measured and determined by not only financial achievement, but also non-financial indicators as an integral part of the performance management system. For employees within risk control functions, they have to achieve their specific divisional and individual key performance indicators independent of the performance of the business areas which they oversee. Employees who fail to achieve satisfactory performance results as described above will be subject to reduction or elimination of variable remuneration.

In assessing the remuneration packages of the Chief Executive Officer, Senior Management and Key Personnel of the Bank, the Remuneration Committee has the delegated responsibility to determine the total remuneration inclusive of the variable components in alignment with the performance management system described above.

## Payout and Deferral of Variable Remuneration

The award of variable remuneration is subject to deferment in accordance with the remuneration policy as approved by the Remuneration Committee and the Board of the Bank. In general, the proportion of variable remuneration subject to deferment will increase in line with seniority, scope of responsibilities and in proportionate with the amount of bonus as compared to the fixed remuneration.

The award of deferred remuneration is subject to a minimum vesting period and pre-defined vesting conditions in accordance with the remuneration policy. The vesting period shall be up to three years on a gradual manner depending on the amount of the variable remuneration, and aligned to the nature and risks of business, activities undertaken by employees and the time horizon of the risks from the activities. Payout of deferral may be subject to forfeiture in case of significant performance deterioration at the Bank, business unit or individual level, as appropriate. Early payment of deferral amount is normally not allowed and the unvested payment will be forfeited if the employee tenders resignation from the Bank or is terminated by the Bank before the normal payout date. Any exception to the rules is subject to approval by the Board, Remuneration Committee or Chief Executive Officer as defined in the remuneration policy.

Unvested deferred remuneration shall be subject to "claw-back" if it is later established that any performance measurement was based on data which is subsequently proven to have been manifestly misstated, or it is later established that there has been fraud or other malfeasance on the part of the employee or violation of the Bank's internal control policies/procedures. Exception to claw-back shall be subject to approval by the Board, Remuneration Committee or Chief Executive Officer as defined in the remuneration policy.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

# (h) Disclosure on remuneration for CG-5 Guideline on a Sound Remuneration System issued by the HKMA (continued)

### **On-going Monitoring of the Remuneration System**

A multi-level monitoring mechanism shall be in place to ensure the Policy is well respected and followed appropriately.

The Board and the Remuneration Committee shall provide oversight of the overall remuneration matters of the Bank to be consistent with its culture, strategy, risk tolerance and control environment. The Internal Control function of the Bank shall conduct regular review (at least annually), independent of management, on the adequacy and effectiveness of the remuneration policy as well as compliance of the operations of the Bank's remuneration system. Necessary assistance from external auditors will be sought as determined by the Remuneration Committee. Results of the review together with any material weaknesses identified shall be submitted to the Remuneration Committee. Involvement and inputs from risk control, compliance, internal control, finance and human resources shall be solicited as appropriate in the design and implementation of the remuneration policy and systems, with specific regard to risk considerations at various levels of the Bank.

### Remuneration for Senior Management (note (i)) and Key Personnel (note (ii))

Breakdown of remuneration (note (iii))	2012
Number of Senior Management	5
Number of Key Personnel	3

	2012
Fixed remuneration (Note iv)  Cash	15,365
Variable remuneration	
Cash	10,008

Breakdown of deferred remuneration	2012
Outstanding and Vested	_
Outstanding and Unvested	9,992
Awarded in 2012	2,785
Paid out in 2012	1,350
Reduced through performance adjustments	-
Reductions in 2012 due to ex post explicit adjustment	-
Reductions in 2012 due to ex post implicit adjustments	_

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

## 7 CORPORATE GOVERNANCE (continued)

# (h) Disclosure on remuneration for CG-5 Guideline on a Sound Remuneration System issued by the HKMA (continued)

### Remuneration for Senior Management (note (i)) and Key Personnel (note (ii)) (continued)

No Senior Management and Key Personnel has been awarded guaranteed bonus, sign-on or severance payment in 2012.

#### Notes:

- (i) Senior management refers to those executives responsible for oversight of the Bank's strategy or activities or material business lines.
- (ii) Key Personnel refers to those executives whose duties or activities involve the assumption of material risks or taking on of material exposures on behalf of the Bank.
- (iii) Breakdown of remuneration refers to the fixed remuneration and variable remuneration awarded to the employees during the period from January 1, 2012 and December 31, 2012.
- (iv) The fixed remuneration included employer contributions to pension scheme.

### (i) Credit Committee

The Group has set up Credit Committee to act as a central forum for overseeing its asset quality and resolve all credit risk related issues. Its major responsibilities include the followings:

- Overseeing overall credit quality of the Group;
- Ensuring credit policies are adequate in the light of updated market conditions and economic trends,
   and lending activities are conducted in accordance with the Group's established policies and relevant laws and regulations;
- Reviewing and approving credit applications;
- Monitoring and controlling large exposures, connected lending, as well as product and industry concentration based on established policies and internal risk limits to ensure prudent credit decisions are made and that the Group complies with statutory requirements and supervisory guidelines;
- Assessing the Group's vulnerability to stressed scenario through review of credit risk stress testing assumptions and results; and
- Reviewing trends in delinquency and appropriateness of impairment allowance.

The members of the Credit Committee are appointed by the Board of Directors. Current composition consists of seven members with Chief Credit Officer as the Chairperson. Other members are the Chief Executive Officer, Executive Vice President, Head of Commercial Banking and Trade Solutions Division, Head of Commercial Banking – China Enterprises Division, Chief Financial Officer and Head of Compliance and Internal Control.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

### 8 RISK MANAGEMENT

### (a) Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or from external events. Mitigating this risk are sound risk management systems, well defined procedures and established controls to monitor transactions and positions, documentation of transactions, regulatory compliance reviews, prudent underwriting and reconciliation standards, periodic reviews by internal control and audit, examiners and auditors, and continuous maintenance of high employee risk awareness and ethical standards. Business line management is responsible for managing operational risks specific to their business units on a day-to-day basis. In addition, the Group also maintains contingency plans and data processing back-up sites for operations support in the event of any disastrous events.

Enterprise Risk Management Department drives the development of operational risk management process; and coordinates the execution of operational risk management activities, in particular conducting self-assessment exercises and the setting up of key risk indicators. In addition, the Operations Committee was designated by the Board to oversee the operational risk of the Group. The internal control environment is assessed and reviewed by the Group's Internal Control unit on an on going basis while the Audit Department of the intermediate holding company, China Construction Bank Corporation, will also conduct reviews on the Group on a regular basis. The results of their monitoring activities are reported to the senior management of the Group, the Board of Directors, as well as to the senior management of the intermediate holding company. Their periodic reviews cover a comprehensive evaluation of all the Group's business processes and support functions.

Compliance awareness is enhanced through training, regular compliance circulars and issuance of compliance policies and procedures. All officers are required to actively engage in the continuous monitoring process. A Compliance Officer is designated to oversee the overall regulatory compliance matters.

For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

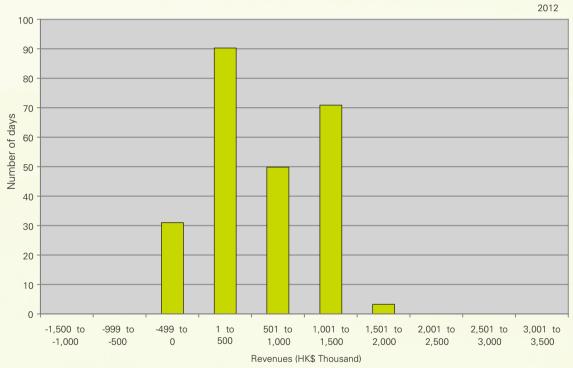
# 8 RISK MANAGEMENT (continued)

### (b) Market risk management

The Group's market risk management is detailed in note 5(b) to the financial statements.

The Group's foreign exchange risk exposure arises from its foreign exchange trading activities. For the year ended December 31, 2012, the average daily revenue of the foreign exchange trading activities was \$399 (2011: \$858) and the standard deviation of this daily revenue was \$522 (2011: \$1,140). An analysis of the frequency distribution of the daily foreign exchange trading revenue is presented by the following charts.

# Frequency distribution of daily FX trading income

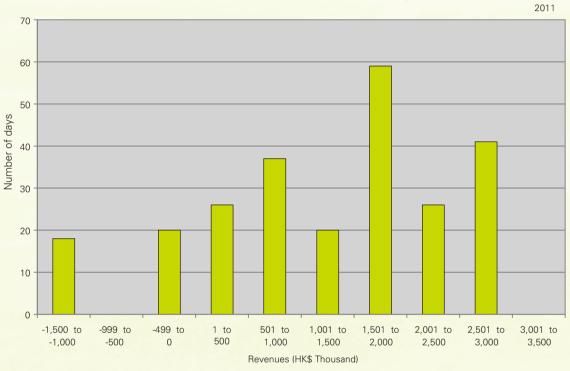


For the year ended December 31, 2012 (Expressed in thousands of Hong Kong dollars, unless otherwise stated)

# 8 RISK MANAGEMENT (continued)

(b) Market risk management (continued)

## Frequency distribution of daily FX trading income







# **PRIVATE BANKING**

12/F, 9 Queen's Road Central, Hong Kong

Tel: 3718 3779

# **BRANCHES IN HONG KONG**

Causeway Bay Jardine's Bazaar	51–53 Jardine's Bazaar	Tel: 3718 3520
Causeway Bay Plaza	G/F, Causeway Bay Plaza I, 489 Hennessy Road	Tel: 3718 7680
Chai Wan	Shop 301, Level 3, New Jade Shopping Arcade	Tel: 3718 7678
Central	G/F, 6 Des Voeux Road Central	Tel: 3918 6666
Central Des Voeux Road	99 Des Voeux Road Central	Tel: 3718 7690
Cheung Sha Wan	Shop 105, 1/F, Cheung Sha Wan Plaza, 833 Cheung Sha Wan Road	Tel: 3718 3600
Fo Tan	Shop 10, 1/F, Shatin Galleria	Tel: 3718 7062
Happy Valley	G/F, 37 & 39 Sing Woo Road	Tel: 3918 6600
Hunghom Ma Tau Wai Road	G/F, Chasegold Tower, 100 Ma Tau Wai Road	Tel: 3718 3580
Hunghom Whampoa	Shop A3, G/F, Yuen Wah Building, Whampoa Estates	Tel: 3718 3180
Jordan	316 Nathan Road	Tel: 3718 3999
Kowloon Bay Amoy Gardens	Shop 181, G/F Phase II A, Amoy Gardens	Tel: 3718 7366
Kowloon Bay CCB Centre*	G/F, CCB Centre	Tel: 3718 7900
Kwun Tong Hoi Yuen Road	56 Hoi Yuen Road	Tel: 3718 7082
Kwun Tong Hip Wo Street	191 Hip Wo Street	Tel: 3718 7333
Ma On Shan	Shop 297, Level 2, Ma On Shan Plaza	Tel: 3718 3560
Mei Foo	Shop N46, G/F, 2 Humbert Street, Mei Foo Sun Chuen	Tel: 3918 6630
Mongkok Allied Plaza	Shop G46, G/F, Allied Plaza, 760 Nathan Road	Tel: 3918 6620
Mongkok Nathan Road	788–790 Nathan Road	Tel: 3718 7128
North Point	382–384 King's Road	Tel: 3718 3500
Quarry Bay	Shop E, 1/F, Devon House, 979 King's Road	Tel: 3718 2518
Sai Wan	518 Queen's Road West	Tel: 3718 3640
Sai Ying Pun	73-78 Des Voeux Road West	Tel: 3718 3960
Shatin Lucky Plaza	Shop 194, Level 3, Shatin Lucky Plaza	Tel: 3718 7650
Shatin Plaza	Shop 5, Level 1, Shatin Plaza	Tel: 3718 3160
Shau Kei Wan	2 Po Man Street	Tel: 3718 7000
Sheung Shui	67 San Fung Avenue	Tel: 3718 3620
Sheung Wan Des Voeux Road	237 Des Voeux Road Central	Tel: 3718 7040
Tai Kok Tsui Olympian City	Shop 109, 1/F, Olympian City 2	Tel: 3718 3920
Taikoo Shing	Shop 001, G/F, Cityplaza II	Tel: 3718 7380
Tai Po	Shop 9B, G/F, 1 On Chee Road	Tel: 3718 7022
Tseung Kwan O	Shop 190, Level 1, Metro City 3	Tel: 3718 3120
Tsimshatsui Hankow Road	17 Hankow Road	Tel: 3718 3680
Tsimshatsui Humphreys Avenue	3–3A Humphreys Avenue	Tel: 3718 7166
Tsuen Wan	282–284 Sha Tsui Road	Tel: 3718 7199
Tuen Mun	Shop 9, G/F, Tuen Mun Town Plaza 2	Tel: 3718 3118

<sup>\*</sup> Commences operation in February 2013

# **Branches**

# **BRANCHES IN HONG KONG** (continued)

Wanchai Great Eagle Centre	Shop 121, 1/F, Great Eagle Centre	Tel: 3718 3900
Wanchai Hennessy Road	Unit C, G/F, China Overseas Building, 139 Hennessy Road	Tel: 3718 7233
Wanchai Johnston Road	150 Johnston Road	Tel: 3718 7300
Wanchai Queen's Road East	72 Queen's Road East	Tel: 3718 3668
Yaumati	556 Nathan Road	Tel: 3718 7200
Yuen Long	68–76 Castle Peak Road	Tel: 3718 3543

# **BRANCHES IN MACAU**

Central	70–76 Avenida de Almeida Ribeiro	Tel: 8291 1111
Fai Chi Kei	G/F, Chino Plaza, 144 Rua da Bacia Sul	Tel: 8291 1050
Hak Sha Wan	111 Avenida de Venceslau de Morais	Tel: 8291 1380
Kou Si Tak	36–38A Avenida de Horta e Costa	Tel: 8291 1280
Nam Wan	359 Avenida da Praia Grande	Tel: 8291 1980
San Hau On Landmark	Shop 024, G/F, Macau Landmark, 555 Avenida da Amizade	Tel: 8291 1710
San Kiu Lin Seng	83 Estrada de Coelho do Amaral	Tel: 8291 1580
Taipa Flower City	Shop A, Supreme Flower City, 160 Rua de Braganca	Tel: 8291 1680

# **Subsidiary and Associated Companies**

## **SUBSIDIARY COMPANIES**

# **Hong Kong**

China Construction Bank (Asia) Finance Limited 22/F., CCB Centre, 18 Wang Chiu Road, Kowloon Bay, Kowloon

CCB Securities Limited

11/F., Devon House, 979 King's Road, Quarry Bay, Hong Kong

**CCB Nominees Limited** 

11/F., Devon House, 979 King's Road, Quarry Bay, Hong Kong

CCB (Asia) Trustee Company Limited G/F., 6 Des Voeux Road Central, Central, Hong Kong (Incorporated on March 18, 2013)

### Macau

China Construction Bank (Macau) Corporation Limited 70–76 Avenida de Almeida Ribeiro, Macau

## **ASSOCIATED COMPANY**

### **Hong Kong**

QBE Hongkong & Shanghai Insurance Limited 17/F, Warwick House, West Wing, Taikoo Place, 979 King's Road, Quarry Bay, Hong Kong

# **Board of Directors and Executive Management**

## **BOARD OF DIRECTORS**

DU Yajun
Miranda KWOK Pui Fong
Bucky FONG Wing Foon
DICKSON LEACH James S.
CHAN Wing Kee, GBS, OBE, JP
YING Chengkang
LI Yunze
XU Yunqing
JIANG Jianhua

Chairman
President & Chief Executive Officer



(From left to right) LI Yunze, XU Yunqing, DICKSON LEACH James S., Bucky FONG Wing Foon, DU Yajun, CHAN Wing Kee, GBS,OBE,JP, YING Chengkang, JIANG Jianhua and Miranda KWOK Pui Fong

# **Board of Directors and Executive Management**

## **EXECUTIVE MANAGEMENT**

Miranda KWOK Pui Fong President & Chief Executive Officer

**ZHU Feng** Executive Vice President & Head of Consumer Banking Group

Michael LEUNG Kin Man Chief Information Officer

YANG Hao Head of Commercial Banking - China Enterprises

MA Chan Chi
Vincent HO Siu Hung

Chief Financial Officer
Head of Treasury

Chris JUE Wai Ling

Deputy Head of Consumer Banking Group

David KAM Cheuk Fai

Head of Commercial Banking & Trade Solutions

Ahming LAU Chun Ming Head of Operations

Grace LEE Shuk Ha Head of Human Resources

Phoebe LEE Suet ChingChief Credit OfficerSylvia NG Sau WaiChief Marketing Officer

Janette YU Pui Man Head of Compliance & Internal Control

## **SECRETARIAT**

Cathy CHENG Pui Ling Corporate Secretary