

2019

 NCB 南洋商業銀行

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董事會報告

董事會全體成員欣然提呈南洋商業銀行有限公司（下稱「本銀行」）及其附屬公司（以下連同本銀行統稱「本集團」）截至 2019 年 12 月 31 日止年度之董事會報告及經審核之綜合財務報表。

主要業務

本銀行為根據香港《銀行業條例》所規定獲認可之持牌銀行，主要從事銀行業務及相關之金融服務。本銀行之附屬公司之主要業務載於本財務報表「附錄—本銀行之附屬公司」內。

業績及分配

本集團在本年之業績載於第 35 頁綜合收益表內。

捐款

本集團於年內之慈善及其他捐款合共約 1,260,000 港元。

發行股份

本年內，本銀行概無發行股份。本銀行之已發行股份詳情載於財務報表附註 33 內。

董事

本年內及直至本報告日期止，本銀行之董事如下：

董事會

董事長： 陳孝周

董事： 梁強[#] (自 2020 年 2 月 25 日起辭任)
孫建東
陳細明
劉漢銓*
藍鴻震*
張信剛*
趙麗娟*
李樹培* (自 2019 年 11 月 27 日起獲委任)

[#] 非執行董事

* 獨立非執行董事

董事會報告（續）

董事（續）

本年內及直至本報告日期止，除陳孝周先生、陳細明先生^{**}及孫建東先生同時擔任本銀行一間附屬公司董事外，本銀行附屬公司之其他董事如下：

程澤宇	張載明	沈加沐	尚沃根 ^{**}	葉永剛	程正紅
夏軍	許偉興	許凱漩	吳國源	莊永焜	

^{**}於 2019 年 3 月 12 日起獲委任附屬公司董事，並自 2020 年 3 月 9 日起離任。

根據本銀行組織章程細則第 81 條，孫建東先生、劉漢銓先生及張信剛先生將於應屆股東周年大會上退任，彼等均合資格重選連任，孫建東先生及劉漢銓先生已表示願意重選連任，惟張信剛董事表示彼將於應屆股東周年大會上退任及不尋求重選。

根據本銀行組織章程細則第 82 條，李樹培先生將於應屆股東周年大會上退任，惟彼合資格，並願意重選連任。

董事購買股份或債權證之權利

於本年任何時間內，本銀行、其任何控股公司、附屬公司或同系附屬公司概無訂立任何安排，使本銀行董事可藉購買本銀行或任何其他法人團體之股份或債權證而獲益。

董事於交易、安排或合約之權益

於本年末或本年任何時間內，本銀行、其任何控股公司、附屬公司或同系附屬公司概無簽訂任何涉及本集團之業務而本銀行之董事或其有關連實體直接或間接在其中擁有重大權益之交易、安排或合約。

管理合約

於本年內，本銀行概無就全部或任何重大部分業務之管理及行政工作簽訂或存有任何合約。

獲准許的彌償條文

根據本銀行組織章程細則，每名董事均可就本銀行有關事務而引致的任何責任獲本銀行從資產中撥付彌償。本銀行已為可合法投保之董事責任安排保險。

符合《銀行業（披露）規則》

截至 2019 年 12 月 31 日止的綜合財務報表完全遵守香港《銀行業條例》項下《銀行業（披露）規則》之要求。

核數師

本銀行截至 2019 年 12 月 31 日止年度的綜合財務報表乃由安永會計師事務所（「安永」）審計。安永將於 2020 年度股東周年大會上退任，並表示願意繼續受聘。

承董事會命

陳細明

執行董事

香港，2020 年 3 月 24 日

Report of the Directors

The Directors are pleased to present their report together with the audited consolidated financial statements of Nanyang Commercial Bank, Limited (hereinafter as the “Bank”) and its subsidiaries (together with the Bank hereinafter as the “Group”) for the year ended 31 December 2019.

Principal Activities

The Bank is a licensed bank authorised under the Hong Kong Banking Ordinance. The principal activities of the Bank are provision of banking and related financial services. The principal activities of the Bank’s subsidiaries are shown in “Appendix – Subsidiaries of the Bank” to the Financial Statements.

Results and Appropriations

The results of the Group for the year are set out in the consolidated income statement on page 35.

Donations

Charitable and other donations made by the Group during the year amounted to approximately HK\$1,260,000.

Shares Issued

No shares were issued by the Bank during the year. Details of the issued shares of the Bank are set out in Note 33 to the Financial Statements.

Directors

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

Board of Directors

Chairman: Chen Xiaozhou

Directors: Liang Qiang# (resigned effective from 25 February 2020)
Sun Jiandong
Chan Sai Ming
Lau Hon Chuen*
Lan Hong Tsung, David*
Chang Hsin Kang*
Chiu Lai Kuen, Susanna*
Li Shu Pui* (appointed effective from 27 November 2019)

Non-executive Directors

* Independent Non-executive Directors

Report of the Directors (continued)

Directors (continued)

Save for Messrs. Chen Xiaozhou, Chan Sai Ming^{##} and Sun Jiandong being also directors of a subsidiary of the Bank, other directors of the subsidiaries of the Bank during the year and up to the date of this report are:

Cheng Zeyu	Zhang Zaiming	Shen Jiamu	Xiao Wogen ^{##}	Ye Yonggang	Cheng Zhenghong
Xia Jun	Hui Wai Hing	Hui Hoi Suen	Ng Kwok Yuen	Chong Wing Kwan	

^{##} Appointed as a Director of a subsidiary of the Bank effective from 12 March 2019, and resigned effective from 9 March 2020.

In accordance with Article 81 of the Articles of Association of the Bank, Messrs. Sun Jiandong, Lau Hon Chuen and Chang Hsin Kang retire by rotation at the forthcoming annual general meeting and, being eligible to offer themselves for re-election. Mr. Sun Jiandong and Mr. Lau Hon Chuen will offer themselves for re-election. Mr. Chang Hsin Kang will not offer himself for re-election and will retire from office at the forthcoming annual general meeting.

In accordance with Article 82 of the Articles of Association of the Bank, Mr. Li Shu Pui retires at the forthcoming annual general meeting and, being eligible, offers himself for re-election.

Directors' Interests in Equity or Debt Securities

At no time during the year was the Bank or any of its holding companies, subsidiaries or fellow subsidiaries a party to any arrangements 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.

Directors' Interests in Transactions, Arrangements or Contracts

No transactions, arrangements or contracts of significance, in relation to the Group's business 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 or his/her connected entity had a material interest, whether directly or indirectly, 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 the business of the Bank were entered into or existed during the year.

Permitted Indemnity Provision

Pursuant to the Articles of Association of the Bank, every Director shall be indemnified out of the assets of the Bank against any liability incurred by him/her in relation to the Bank. The Bank has maintained insurance for the benefit of Directors against liability which may lawfully be insured by the Bank.

Compliance with the Banking (Disclosure) Rules

The consolidated financial statements for the year ended 31 December 2019 comply with the requirements set out in the Banking (Disclosure) Rules under the Hong Kong Banking Ordinance.

Auditor

The consolidated financial statements for the year ended 31 December 2019 have been audited by Ernst & Young who retire and offer themselves for re-appointment at the 2020 annual general meeting.

On behalf of the Board

Chan Sai Ming

Executive Director

Hong Kong, 24 March 2020

公司治理

本集團致力達至優良之企業管治，並遵循香港金融管理局頒佈之監管政策手冊《本地註冊認可機構的企業管治》(CG-1) 指引。

董事會及管理層

董事會負責為本集團整體業務確定目標、制定長遠策略及進行管理。於年底時，董事會由九位具備不同經驗及專業之人士組成。當中三位為執行董事，其餘六位為非執行董事。在六位非執行董事中，五位為獨立非執行董事，發揮不可或缺的獨立監督作用。董事會定期召開會議並於年內召開了四次會議，年內出席率達 **93%**。以總裁為首的管理層負責按已審定的策略及政策，制定及執行具體落實方案，並定期向董事會提交本集團表現之詳細報告，以便董事會能夠有效地履行其職責。現時董事會共設立下列五個委員會負責監督本集團各主要範疇。各委員會之詳情如下：

公司治理（續）

戰略與發展委員會

戰略與發展委員會負責對本集團中長期發展戰略和重大投資決策進行研究，並提出建議，其主要職責包括：

- 制備本銀行的中長期戰略計劃，呈董事會審批；
- 審查、動議、監控、重檢和更新本銀行的中長期戰略計劃，並向董事會提出調整建議；
- 審查本銀行中長期戰略的制定程式，確保其已充分考慮到一定範圍內的所有備選方案；
- 按照既定的標準監控中長期戰略實施情況，向高級管理人員提供方向性的指引；
- 審查高級管理人員提出的重大兼併及收購方案，並向董事會提出建議；及
- 就本銀行主要投資、資本性支出和戰略性承諾向董事會提出建議，並監控其實施情況。

年內，戰略與發展委員會共召開三次會議，於年底時，戰略與發展委員會成員包括陳孝周先生（主席）、陳細明先生*及孫建東先生。彼等均為本銀行的執行董事。

* 彼於 2019 年 6 月 1 日起獲委任為委員

公司治理（續）

稽核委員會

稽核委員會協助董事會對本集團在以下方面履行監控職責：

- 財務報告的真實性和財務報告程序；
- 內部控制系統；
- 內部稽核職能和人員的工作表現；
- 外部核數師的聘任及其資格、獨立性和工作表現的評估；
- 本集團財務報告的定期審閱和年度審計；
- 遵循有關會計準則及法律和監管規定中有關財務訊息披露的要求；及
- 強化公司治理架構。

年內，稽核委員會共召開四次會議，於年底時，稽核委員會成員包括趙麗娟女士（主席）、劉漢銓先生、藍鴻震先生及梁強先生。彼等均為本銀行之非執行董事。其中趙麗娟女士、劉漢銓先生及藍鴻震先生均為獨立非執行董事。

公司治理（續）

風險管理委員會

風險管理委員會協助董事會就本集團之風險管理履行以下的職責：

- 建立／重檢本集團的風險管理架構和風險管理戰略；
- 監察本集團各類風險狀況，及識別、評估、管理本集團當前及前瞻面臨的重大風險；
- 監察附屬公司的風險管理、內部控制及各類風險變化情況對本集團綜合層面的影響；
- 監察、審查及評估本集團風險管理政策、程序、架構、風險資訊系統、基礎設施、資源及內部控制的情況，是否充分及有效；
- 審查、批准高層次的風險政策，並監督其執行情況；及
- 從風險管理角度評估本銀行薪酬激勵機制是否符合風險文化及風險取向。

年內，風險管理委員會共召開四次會議，於年底時，風險管理委員會成員包括李樹培先生*（主席）、梁強先生、及趙麗娟女士。彼等均為本銀行之非執行董事。其中李樹培先生及趙麗娟女士均為獨立非執行董事。

* 李樹培先生自 2019 年 11 月 27 日起獲委任為主席

關聯交易委員會

關聯交易委員會協助董事會就本銀行之關聯交易履行以下的職責：

- 審閱並批准本行關聯交易管理政策；
- 定期收取關聯交易報備，並充分瞭解本行關聯交易管理情況，並給出指導意見； 及
- 按照法律、行政法規的規定和公正、公允的商業原則，及時審批重大關聯交易。

年內，關聯交易委員會共召開四次會議，於年底時，關聯交易委員會成員包括劉漢銓先生*（主席）、藍鴻震先生#及陳細明先生。彼等均為本銀行之董事。其中劉漢銓先生及藍鴻震先生均為獨立非執行董事。

* 自 2019 年 11 月 27 日起由委員調任為主席。

自 2019 年 11 月 27 日起由主席調任為委員。

公司治理（續）

提名及薪酬委員會

提名及薪酬委員會成員共有四名，其中包括一名非執行董事梁強先生，以及三名獨立非執行董事張信剛先生、劉漢銓先生及藍鴻震先生，委員會主席由藍鴻震先生擔任。獨立非執行董事佔委員會成員的 75%。

提名及薪酬委員會負責協助董事會對本集團在以下方面(但不僅限於以下方面)履行職責：

- 本集團的人力資源策略、薪酬策略及激勵框架；
- 監控本集團與機構企業文化相關的情況；
- 董事、董事會附屬委員會成員、及由董事會不時指定的高級管理人員的篩選和提名（定義為「高級管理人員」）；
- 董事會和各委員會的結構、規模、組成應遵循董事會成員多元化的原則（包括但不限於性別、年齡、文化及教育背景、種族、地區、專業經驗、技能、知識等）；
- 董事、各委員會成員、高級管理人員及主要人員的薪酬；
- 董事會及各委員會的有效性；及
- 董事及高級管理人員的培訓及持續專業發展。

提名及薪酬委員會於 2019 年內的工作主要包括根據職責及權限進行審批、審議並向董事會建議：

- 重要人力資源及薪酬政策的制訂、重檢和修訂，包括本行的《薪酬及激勵政策》及《浮薪遞延政策》等；
- 銀行 2018 年度花紅資源總額、2019 年度調薪資源總額；
- 高級管理人員及主要人員 2018 年度的績效考核結果；
- 高級管理人員及主要人員 2018 年度花紅發放方案及 2019 年度薪酬調整方案；
- 2019 年度高級管理人員及主要人員的績效考核目標；
- 重檢提名及薪酬委員會職責約章、工作規則及會議常設議程；
- 重檢董事獨立性政策；
- 2019 年董事輪選事宜；
- 2018 年董事獨立性報告及履職評價報告；
- 2018 年董事會及各附屬委員會的自我評估報告；
- 處理本集團調整及委任董事及附屬委員會成員事宜；
- 處理高級管理人員及主要人員任免、晉升及相關的薪酬事宜；
- 2018 年薪酬制度指引遵循獨立評估報告；
- 《銀行文化改革》的自我評估、成效檢討報告及相關措施的季度跟進等事宜。

提名及薪酬委員會於 2019 年內共召開三次會議，梁強先生出席了其中兩次，而其他董事出席率為 100%。

公司治理（續）

薪酬及激勵機制

本集團的薪酬及激勵機制按「有效激勵」及「穩健薪酬管理」的原則，將薪酬與績效及風險因素緊密掛鉤，在鼓勵員工提高績效的同時，也加強員工的風險意識，實現穩健的薪酬管理。

本集團的薪酬及激勵政策已符合金管局《穩健的薪酬制度指引》訂明的總體原則，並適用於南洋商業銀行有限公司及其所有附屬機構。

- 「高級管理人員」及「主要人員」

本集團下列人員已界定為符合金管局《穩健的薪酬制度指引》定義之「高級管理人員」及「主要人員」：

- 「高級管理人員」：董事會直接管理的高級管理人員，負責總體策略或重要業務，包括管理董事、總裁、副總裁、管委會委員、首席策略官、財務總監、風險總監、資訊科技總監、人力資源總監、董事會秘書及稽核部總經理。
- 「主要人員」：個人業務活動涉及重大風險承擔，對風險暴露有重大影響，或個人職責對風險管理有直接、重大影響，或對盈利有直接影響的人員，包括業務盈利規模較大的單位主管、主要附屬公司第一責任人、風險管理部總經理、授信管理部總經理、新資本協議管理部總經理、財務部總經理及資訊科技部總經理。

- 薪酬政策的決策過程

為體現上述原則，並確保本集團的薪酬政策能促進有效的風險管理，本集團層面的薪酬政策由人力資源部主責提出建議，視實際需要徵詢風險管理、財務管理、及合規等風險監控職能單位意見，以平衡員工激勵、穩健薪酬管理及審慎風險管理的需要。薪酬政策建議提呈提名及薪酬委員會審議後，報董事會審定。提名及薪酬委員會及董事會視乎實際需要徵詢董事會其他屬下委員會（如風險管理委員會、稽核委員會等）的意見。

公司治理（續）

薪酬及激勵機制（續）

- **薪酬及激勵機制的主要特色**

- 1. 績效管理機制**

本集團的績效管理機制對集團層面、單位層面及個人層面的績效管理作出規範。本集團年度目標在平衡計分卡的框架下，向下層分解，從財務、基礎建設／重點工作、風險管理及合規等維度對高級管理人員及不同單位（包括業務單位、風險監控職能單位及其他單位）的績效表現作出評核。對於各級員工，透過分層績效管理模式，將本集團年度目標與各崗位的要求連結，並以員工完成工作指標、對所屬單位整體績效的貢獻、履行本職工作的風險管理責任及合規守紀等作為評定個人表現的主要依據；既量度工作成果，亦注重工作過程中所涉及風險的評估及管理，確保本集團安全及正常運作。

- 2. 薪酬的風險調節**

為落實績效及薪酬與風險掛鈎的原則，因應本集團風險的調節方法，把銀行涉及的主要風險調節因素結合到本集團的績效考核機制中。風險調節主要針對風險合規、內控審計、風險管理、負債及流動性管理等方面出現的重大問題。而本銀行的浮薪總額則按經董事會審定的風險調節後的績效情況，並由董事會酌情決定，以確保本銀行浮薪總額是在充分考慮本銀行的風險概況及變化情況後決定，從而使薪酬制度貫徹有效的風險管理。

公司治理（續）

薪酬及激勵機制（續）

- 薪酬及激勵機制的主要特色（續）

- 3. 以績效為本、與風險掛鈎的薪酬管理

員工的薪酬由「固定薪酬」和「浮動薪酬」兩部分組成。固薪和浮薪的比重在達致適度平衡的前提下，因應員工職級、角色、責任及職能而釐定。一般而言，員工職級愈高及／或責任愈大，浮薪佔總薪酬的比例愈大，以體現本集團鼓勵員工履行審慎的風險管理及落實長期財務的穩定性的理念。浮動薪酬以現金形式發放予員工。

每年本集團將結合薪酬策略、市場薪酬趨勢、員工薪金水平等因素，並根據本集團的支付能力及集團、單位和員工的績效表現，定期重檢員工的固薪。如前所述，量度績效表現的因素，包括定量和定性的，也包括財務及非財務指標。

按本銀行《浮薪資源總額管理政策》的相關規定，董事會主要根據本銀行的財務績效表現、與本銀行長期發展相關的非財務戰略性指標的完成情況，結合風險因素等作充分考慮後，以審批浮薪資源總額。董事會可根據實際情況對本銀行的浮薪資源總額作酌情調整。在本銀行業績表現較遜色時，原則上不發當年浮薪，惟董事會仍有權視實際情況作酌情處理。

在單位及員工層面方面，浮薪分配與單位及個人績效緊密掛鈎，有關績效的量度須包含風險調節因素。風險控制職能單位人員的績效及薪酬評定基於其核心職能目標的完成情況，獨立於其所監控的業務範圍；對於前線單位的風險控制人員，則透過跨單位的匯報及考核機制，以確保其績效薪酬的合適性。在本集團可接受的風險水平以內，單位的績效愈好及員工的工作表現愈優秀，員工獲得的浮薪愈高。

公司治理（續）

薪酬及激勵機制（續）

- **薪酬及激勵機制的主要特色（續）**

- 4. 浮薪發放與風險期掛鉤，體現本集團的長遠價值創造**

為實現薪酬與風險期掛鉤的原則，使相關風險及其影響可在實際發放薪酬之前有足夠時間予以充分確定，員工的浮薪在達到遞延發放的門檻條件下，按規定，以現金形式作遞延發放。就遞延發放的安排，浮薪水平愈高的員工，遞延浮薪的比例愈大。遞延的年期為3年。

遞延浮薪的歸屬與本集團長遠價值創造相連結，其歸屬條件與本集團未來3年的年度績效表現及員工個人行為緊密掛鉤。每年在本集團績效達到門檻條件的情況下，員工按遞延浮薪的歸屬比例歸屬當年的遞延浮薪。若員工在浮薪遞延期間被發現曾有欺詐行為、任何評定績效表現或浮薪所涉及的財務性或非財務性因素其後被發現明顯遜於當年評估結果、因個人行為或管理模式對其所在單位乃至集團造成負面影響，包括但不限於不適當或不充分的風險管理等情況，本集團將取消員工未歸屬的遞延浮薪，不予發放。

- 5. 薪酬制度的年度重檢**

本銀行在對薪酬制度進行年度重檢時，會參考法規要求、市場情況、組織架構以及風險管理等因素。

- **薪酬披露**

本集團已完全遵照金管局《穩健的薪酬制度指引》第三部分要求，披露本集團薪酬及激勵機制的相關資訊。

Corporate Governance

The Group strives to achieve high standards of corporate governance and followed CG-1 “Corporate Governance of Locally Incorporated Authorised Institutions” of the Supervisory Policy Manual issued by the Hong Kong Monetary Authority.

Board of Directors and the Management

The Board is responsible for setting objectives and formulating long term strategies as well as managing the Group’s overall business. As at the end of the year, the Board comprises nine Directors with a variety of different experience and professionalism. Among them, three are Executive Directors, while the remaining six are Non-executive Directors. Of the six Non-executive Directors, five are Independent Non-executive Directors whose indispensable function is to provide independent scrutiny. The Board meets regularly and four board meetings were held in the year with attendance rate of 93% in the year. The Management, led by the Chief Executive, is responsible for formulating and implementing detailed programmes to effect the approved strategies and policies, and providing detailed reports on the Group’s performance to the Board on a regular basis to enable the Board to discharge its responsibilities effectively. The Board currently has set up the following five committees to oversee the major areas of the Group. Details of the committees are given below:

Corporate Governance (continued)

Strategy and Development Committee

Strategy and Development Committee is responsible for the consideration and suggestion of the medium and long term development strategies of the Group. Its main duties include:

- preparation of the Bank's medium and long term strategies for the Board's approval;
- examination, proposing, monitoring, review and update of the Bank's medium and long term strategies and recommend the Board on necessary adjustments of the strategies;
- examination of the formulation of the Bank's medium and long term strategies and ensure all the potential plans in a certain selective scope have been adequately considered;
- monitoring the implementation of medium and long term strategies in accordance with established standards and provide directive guidance to the Senior Management on the implementation;
- examination of material merge and acquisition plans proposed by the Senior Management and advise the Board on the plans;
and
- giving advice to the Board on the Bank's major investment, capital expenditure and strategic commitment and monitoring the implementation of the aforesaid.

During the year, the Strategy and Development Committee has convened 3 meetings. As at the end of the year, members of the Strategy and Development Committee included Messrs. Chen Xiaozhou (Chairman), Chan Sai Ming* and Sun Jiandong. All of them were executive directors of the Bank.

* Appointed as a member effective from 1 June 2019.

Corporate Governance (continued)

Audit Committee

The Committee assists the Board in fulfilling its oversight role over the Group in the following areas:

- integrity of financial statements and the financial reporting process;
- internal control system;
- performance of internal audit functions and internal auditors;
- appointment of external auditor and evaluation of external auditor's qualifications, independence and performance;
- periodic review and annual audit of the Group's financial statements;
- compliance with applicable accounting standards and legal and regulatory requirements on financial disclosures; and
- enhancement of the corporate governance framework.

During the year, the Audit Committee has convened 4 meetings. As at the end of the year, the members of Audit Committee were Ms. Chiu Lai Kuen, Susanna (Chairman), Mr. Lau Hon Chuen, Mr. Lan Hong Tsung, David and Mr. Liang Qiang. All were Non-executive Directors of the Bank. Among them, Ms. Chiu Lai Kuen, Susanna, Mr. Lau Hon Chuen and Mr. Lan Hong Tsung, David were Independent Non-executive Directors.

Corporate Governance (continued)

Risk Management Committee

The Risk Management Committee assists the Board in performing the duties in respect of the risk management of the Group in the following areas:

- formulation/review of the risk management framework and risk management strategy of the Group;
- oversight of all risk profile of the Group, and identification, assessment and management of material risks faced and foreseen by the Group;
- oversight of the subsidiaries' risk management, internal control and all risk profile which have impact on the Group;
- oversight, review and assessment of the adequacy and effectiveness of the Group's risk management policies, procedures, system framework, risk management systems, infrastructure, resources and internal control;
- review and approval of high-level risk-related policies of the Group and monitoring of the implementation of the aforesaid; and
- examine the remuneration system which should align with the risk culture and risk appetite from the risk management point of view.

During the year, the Risk Management Committee has convened 4 meetings. As at the end of the year, the members of the Risk Management Committee were Messrs. Li Shu Pui* (Chairman), Liang Qiang and Ms. Chiu Lai Kuen, Susanna. All were Non-executive Directors of the Bank. Among them, Mr. Li Shu Pui and Ms. Chiu Lai Kuen, Susanna were Independent Non-executive Directors.

* Appointed as Chairman effective from 27 November 2019.

Connected Transactions Committee

The Connected Transaction Committee assists the Board in performing the duties in respect of connected transaction of the Bank in the following areas:

- Review and approve the Bank's connected transaction policy;
- Regularly receives connected transactions information and fully understands the management of connected transactions of the Bank and gives guidance; and
- In accordance with the provisions of laws and administrative regulations and fair and equitable business principles, timely approve the bank's major connected transactions.

During the year, the Connected Transaction Committee has convened 4 meetings. As at the end of the year, the members of the Connected Transaction Committee were Messrs. Lau Hon Chuen*(Chairman), Lan Hong Tsung, David# and Chan Sai Ming. All were Directors of the Bank. Among them, Mr. Lau Hon Chuen and Mr. Lan Hong Tsung, David were Independent Non-executive Directors.

* Re-designated from member to Chairman effective from 27 November 2019.

Re-designated from Chairman to member effective from 27 November 2019.

Corporate Governance (continued)

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises four members, including one Non-executive Director, Mr. Liang Qiang, and three Independent Non-executive Directors, namely Messrs. Chang Hsin Kang, Lau Hon Chuen and Lan Hong Tsung, David. It was chaired by Mr. Lan Hong Tsung, David. The Independent Non-executive Directors represent 75% of the Committee members.

The Nomination and Remuneration Committee assists the Board in performing the duties in respect of the Group in, among others, the following areas:

- human resources, remuneration strategy and incentive framework of the Group;
- monitor the culture-related matters of the Group;
- selection and nomination of Directors, Board Committee members and certain senior executives as designated by the Board from time to time (defined as “Senior Management”);
- structure, size and composition of the board of directors and committees shall be governed by the principle of diversity of board members (including but not limited to gender, age, cultural and educational background, ethnicity, geographical location, professional experience, skills and knowledge etc.) of the Board and Board Committees;
- remuneration of Directors, Board Committee members, Senior Management and Key Personnel;
- effectiveness of the Board and Board Committees; and
- training and continuous professional development of Directors and Senior Management.

Key tasks performed by the Nomination and Remuneration Committee during 2019 included the approval, review and proposal to the Board on the following according to its responsibilities and authorities:

- formulation, review and amendment on major human resources and remuneration policies, including the review of the “Remuneration and Incentive Policy” and “Deferral Variable Remuneration Policy” etc.;
- the total resources for 2018 variable remuneration pool, 2019 fixed remuneration review;
- performance appraisal results of the Senior Management and Key Personnel for year 2018;
- proposal on staff bonus for year 2018, salary adjustment for year 2019 of the Senior Management and Key Personnel;
- key performance indicators of the Senior Management and Key Personnel for year 2019;
- review of the Mandate, Working Rules and Standing Agenda of the Nomination and Remuneration Committee;
- review of Directors’ Independency Policy;
- election of Directors for 2019;
- Directors’ independency report and performance assessment report for 2018;
- self-evaluation report of the Board and Board Committees for 2018;
- consideration of the matters relating to the adjustment and appointment of the Directors and Board Committee members of the Group;
- consideration of the appointment, resignation, promotion and related remuneration matters of Senior Management and Key Personnel;
- 2018 Independent Review Report on Compliance of Guideline on a Sound Remuneration System;
- self-assessment, evaluation report and quarterly progress update on related measures on Bank Culture Reform.

There were three Nomination and Remuneration Committee meetings held during 2019. Mr. Liang Qiang attended two of the meetings, while the attendance rate of all the other Directors was 100%.

Corporate Governance (continued)

Remuneration and Incentive Mechanism

The Remuneration and Incentive Mechanism of the Group is based on the principles of “effective motivation” and “sound remuneration management”. It links remuneration with performance and risk factors closely. It serves to encourage staff to enhance their performance, and at the same time, to strengthen their awareness of risk so as to achieve sound remuneration management.

The Remuneration and Incentive Policy of the Group is generally in line with the broad principles set out in the HKMA’s “Guideline on a Sound Remuneration System” and applicable to Nanyang Commercial Bank, Limited and all of its subsidiaries.

- **“Senior Management” and “Key Personnel”**

The following groups of employees have been identified as the “Senior Management” and “Key Personnel” as defined in the HKMA’s “Guideline on a Sound Remuneration System”:

- “Senior Management”: The senior executives directly managed by the Board who are responsible for oversight of the firm-wide strategy or material business lines, including Managing Director, Chief Executive, Deputy Chief Executives, Management Committee Members, Chief Strategy Officer, Chief Financial Officer, Chief Risk Officer, Chief Information Officer, Chief Human Resources Officer, Board Secretary and General Manager of Audit Department.
- “Key Personnel”: The employees whose individual business activities involve the assumption of material risk which may have significant impact on risk exposure, or whose individual responsibilities are directly and materially linked to the risk management, or those who have direct influence to the profit, including heads of material business lines, heads of major subsidiaries, General Manager of Risk Management Department, General Manager of Credit Management Department, General Manager of Basel Management Department, General Manager of Finance Department, as well as General Manager of Information Technology Department.

- **Determination of the Remuneration Policy**

To fulfill the above-mentioned principles and to facilitate effective risk management within the framework of the Remuneration Policy of the Group, Human Resources Department is responsible for proposing the Remuneration Policy of the Group and will seek consultation of the risk control units including risk management, financial management and compliance if necessary, in order to balance the needs for staff motivations, sound remuneration and prudent risk management. The proposed Remuneration Policy will be submitted to the Nomination and Remuneration Committee for review and thereafter to the Board of Directors for approval. The Nomination and Remuneration Committee and the Board of Directors will seek opinions from other Board Committees (e.g. Risk Management Committee, Audit Committee, etc.) where they consider necessary under the circumstances.

Corporate Governance (continued)

Remuneration and Incentive Mechanism (continued)

- **Key Features of the Remuneration and Incentive Mechanism**

1. Performance Management Mechanism

The Group has put in place a performance management mechanism to formalise the performance management at the levels of the Group, units and individuals. The annual targets of the Group will be cascaded down under the framework of balanced scorecard whereby the performance of the Senior Management and different units (including business units, risk control units and other units) would be assessed from the perspectives of financial, building blocks/key tasks, risk management and compliance. For individual staff at different levels, annual targets of the Group will be tied to their job requirements through the performance management mechanism. Performance of individuals will be appraised on their achievement against targets, their contribution towards performance of their units and fulfilment of risk management duties and compliance, etc. Not only is target accomplishment taken into account, but the risk exposure involved during the course of work could also be evaluated and managed, ensuring secured and normal operation of the Group.

2. Risk Adjustment of Remuneration

To put the principle of aligning performance and remuneration with risk into practice, based on the risk adjustment method of the Group, the key risk modifiers of the bank have been incorporated into the performance management mechanism of the Group. Risk adjustment focuses on major issues such as risk compliance, internal control audit, risk management, liability and liquidity management. The size of the variable remuneration pool of the Bank is subject to the risk adjusted performance results approved by the Board and is subject to its discretion. This ensures the Bank to decide the Bank's variable remuneration pool after considering risk exposures and changes and to maintain effective risk management through the remuneration mechanism.

Corporate Governance (continued)

Remuneration and Incentive Mechanism (continued)

- **Key Features of the Remuneration and Incentive Mechanism (continued)**

3. Performance-based and Risk-adjusted Remuneration Management

The remuneration of staff is composed of “fixed remuneration” and “variable remuneration”. The proportion of the fixed and variable remuneration for individual staff members shall strike a balance depending on job grades, roles, responsibilities and functions of the staff. In general, the higher the job grades and/or the greater the responsibilities, the higher will be the proportion of variable remuneration so as to encourage the staff to follow the philosophy of prudent risk management and sound long-term financial stability. Variable remuneration will be granted to staff members in the form of cash.

Every year, the Group will conduct periodic review on the fixed remuneration of the staff with reference to various factors including the remuneration strategy, market pay trend and staff salary level, and will determine the remuneration based on the affordability of the Group as well as the performance of the Group, units and individuals. As mentioned above, performance assessment criteria include quantitative and qualitative factors, as well as financial and non-financial indicators.

According to the Bank Bonus Funding Policy, the size of the variable remuneration pool of the Bank is determined by the Board on the basis of the financial performance of the Bank and the achievement of non-financial strategic business targets under the long-term development of the Bank. Thorough consideration is also made to the risk factors in the determination process. The size of the pool is subject to the Board’s approval and the Board can make discretionary adjustment to it if deemed appropriate under prevailing circumstances. When the Bank’s performance is relatively weak, no variable remuneration will be paid out that year in principle. However, the Board reserves the rights to exercise its discretion.

As far as individual units and individual staff are concerned, allocation of the variable remuneration is closely linked to the risk-adjusted performance of the units, and that of each individual staff. The performance and remuneration arrangement of risk control personnel are determined by the achievement of their core job responsibilities, independent from the business they oversee; for front-line risk controllers, a cross-departmental reporting and performance evaluation is applied to ensure the suitability of performance-based remuneration. Within the acceptable risk level of the Group, the better the performance of the unit and the individual staff, the higher will be the variable remuneration for the individual staff.

Corporate Governance (continued)

Remuneration and Incentive Mechanism (continued)

- **Key Features of the Remuneration and Incentive Mechanism (continued)**

- 4. **Linking the payout of the variable remuneration with the time horizon of the risk to reflect the long-term value creation of the Group**

To realize the principle of aligning remuneration with the time horizon of risk and to ensure that sufficient time is allowed to ascertain the associated risks and its impact before the actual payout, payout of the variable remuneration of staff is required to be deferred in cash if such amount reaches certain prescribed threshold. The higher amount of the variable remuneration granted to the staff, the higher will be the proportion of deferral. Deferral period lasts for 3 years.

The vesting of the deferred variable remuneration is linked with the long term value creation of the Group. The vesting conditions are closely linked to the annual performance of the Group in the next 3 years and the individual behaviour of the staff concerned. When the Group's performance has met the threshold requirement, the deferred variable remuneration would be vested following the corresponding schedule. However, if a staff is found to have committed fraud, or any financial or non-financial factors used in performance measurement or variable pay determination are later proven to have been manifestly worse than originally understood in a particular year, or individual behaviour / management style pose negative impacts to the business unit and even the Group, including but not limited to improper or inadequate risk management, etc., the unvested portion of the deferred variable remuneration of the relevant staff would be forfeited.

- 5. **Annual Review of Remuneration Policy**

The Remuneration Policy of the Group is subject to annual review with reference to regulatory requirements, market conditions, organizational structure and risk management requirements, etc.

- **Disclosure on remuneration**

The Group has fully complied with the guideline in Part 3 of the "Guideline on a Sound Remuneration System" issued by the HKMA to disclosure information in relation to our remuneration and incentive mechanism.

獨立核數師報告

致南洋商業銀行有限公司全體成員

(於香港註冊成立的有限公司)

審計意見

本核數師(以下簡稱「我們」)已審計列載於第 35 頁至第 269 頁南洋商業銀行有限公司(「貴銀行」)及其附屬公司(統稱「貴集團」)的綜合財務報表,此綜合財務報表包括於 2019 年 12 月 31 日的綜合資產負債表與截至該日止年度的綜合收益表、綜合全面收益表、綜合權益變動表和綜合現金流量表,以及綜合財務報表附註,包括主要會計政策。

我們認為,該等綜合財務報表已經根據香港會計師公會頒佈的《香港財務報告準則》,真實而中肯地反映了貴集團於 2019 年 12 月 31 日的綜合財務狀況以及截至該日止年度的綜合財務表現和綜合現金流量,並已遵照香港《公司條例》妥為擬備。

意見的基礎

我們已根據香港會計師公會頒佈的《香港審計準則》進行審計。我們在該等準則下承擔的責任已在本報告「核數師就審計綜合財務報表承擔的責任」部分中作進一步闡述。根據香港會計師公會頒佈的《專業會計師道德守則》(以下簡稱「守則」),我們獨立於集團,並已履行守則中的其他專業道德責任。我們相信,我們所獲得的審計憑證能充足及適當地為我們的審計意見提供基礎。

關鍵審計事項

關鍵審計事項是根據我們的專業判斷,認為對本期綜合財務報表的審計最為重要的事項。這些事項是在對綜合財務報表整體進行審計並形成意見的背景下來進行處理的,我們不對這些事項提供單獨的意見。我們對下述每一事項在審計中是如何應對的描述也以此為背景。

我們已經履行了本報告「核數師就審計綜合財務報表承擔的責任」部分闡述的責任,包括與這些關鍵審計事項相關的責任。相應地,我們的審計工作包括執行為應對評估的綜合財務報表重大錯誤陳述風險而設計的審計程式。我們執行審計程式的結果,包括應對下述關鍵審計事項所執行的程式,為綜合財務報表整體發表審計意見提供了基礎。除綜合財務報表及獨立核數師報告以外的其他資訊。

獨立核數師報告（續）

致南洋商業銀行有限公司全體成員

（於香港註冊成立的有限公司）

關鍵審計事項（續）

關鍵審計事項	該事項在審計中是如何應對的
<p>客戶貸款的減值評估</p> <p>請參閱財務報表附註2.14主要會計政策、附註3.1應用會計政策時之重大會計估計及判斷、附註4.1信貸風險及附註22貸款減值準備的披露。</p> <p>貴集團採用具前瞻性的「預期損失」減值模型確認客戶貸款的預期信用損失。信貸風險的評估及預期信用損失的計量須反映無偏頗及概率加權的有可能結果，以及於報告日期有關過往事件、現行情況及未來經濟狀況預測的合理及有支持力的資訊。計算預期信用損失之模型建立及應用和數據輸入之選擇涉及重大的管理層判斷及估計，當中包括：</p> <ol style="list-style-type: none"> 1) 對個別內部信用評級違約概率的估計; 2) 重大信貸風險之標準; 3) 根據信貸風險特徵對金融資產進行之組合劃分; 4) 宏觀經濟因素預測的決定; 及 5) 對前瞻性宏觀經濟情景之選擇及概率加權。 <p>截至2019年12月31日，客戶貸款總額為港幣2,631.03億元，佔總資產的53.74%；客戶貸款減值準備總額為港幣27.08億元，佔金融工具減值準備總額的85.75%。</p>	<p>我們瞭解了貴集團的信貸管理政策及實踐並評估其減值方法，包括管理層對組合劃分、重大信貸惡化的標準及預期信用損失估算方法的判斷。</p> <p>我們測試了信貸審批，貸款分類，階段分類和貸款減值準備的計算流程相關的關鍵控制的設計和執行的有效性。我們對貸款減值流程的控制測試包括評估應用經濟情景之管控及數據輸入或其他數據來源，如內部信貸評級和違約損失率估計的系統對接。</p> <p>我們採用了以風險為導向的抽樣方法執行貸款審閱工作。我們基於個別貸款的特徵選取樣本，這些特徵包括借款人行業、經營地區、內部貸款評級以及年內逾期紀錄。我們通過審閱借款人的詳細資訊，包括其財務狀況、預期現金流、押品估值及其他資料，以形成我們對貸款階段分類的獨立意見。</p> <p>對於截至2019年12月31日的減值準備，我們通過抽樣方式檢查有關的資料來源以測試數據質量，並重新計算了管理層所計算的減值準備。此外，我們也引入了內部專家，通過比較外部數據提供者的市場預期來評估管理層對前瞻性因素的考慮，包括宏觀經濟因素預測和概率加權經濟。</p>

獨立核數師報告（續）

致南洋商業銀行有限公司全體成員

（於香港註冊成立的有限公司）

關鍵審計事項（續）

關鍵審計事項（續）	該事項在審計中是如何應對的（續）
<p>客戶貸款的減值評估（續）</p> <p>考慮貴集團減值準備金額，以及涉及的管理層判斷及估計的重要性，客戶貸款的減值評估因而被列作關鍵審計事項。</p>	<p>對於分類為第三階段的貸款，我們以抽樣方式重新計算其減值準備，在評估中，我們考慮了該貸款的預期現金流和抵押品估值。</p> <p>對於財務報表附註4.1中的信貸風險披露，我們評估和測試了貴集團有關的關鍵控制設計和執行的有效性。我們也評估了香港財務報告準則中關於信貸風險披露的完整性。</p>
<p>金融工具的估值</p> <p>請參閱財務報表附註 2.12 主要會計政策、附註 3.2 應用會計政策時之重大會計估計及判斷、附註 5.1 及 5.2 金融工具的公允值披露。</p> <p>對於沒有活躍市場報價的金融工具，貴集團採用估值技術確定其公允值，而估值技術中涉及管理層的主觀判斷和假設，尤其是那些包括了重大不可觀察參數的估值技術。採用不同的估值技術或假設，估值結果將可能存在重大差異。</p> <p>截至 2019 年 12 月 31 日，貴集團以公允值計量的金融資產及負債分別為港幣 1,581.37 億元和港幣 56.36 億元。採用了重大不可觀察參數進行估值的金融工具，即第三層級金融工具，其估值的不確定性較高。截至 2019 年 12 月 31 日，貴集團以公允值計量的第二層級及第三層級金融資產分別為港幣 1,498.57 億元和港幣 79.4 億元，貴集團以公允值計量的第二層級金融負債為港幣 55.47 億元。</p>	<p>我們評估並測試了與金融工具估值相關的關鍵控制設計和執行的有效性，包括獨立價格驗證，覆核和審批等。</p> <p>我們以抽樣方式挑選了於公允值層級表內第二層級金融工具的公允值計量，以評估這些金融工具的估值。我們獲取了被挑選樣本的市場報價，並與管理層所使用的公允值的相關報價進行比較以評估其估值。</p> <p>在我們內部評估專家的幫助下，我們專注於公允值層級表內第三層級金融工具的估值方法和假設的選擇。我們將貴集團所採用的可觀察參數，例如交易對手報價，與獨立估值來源的估值及外部市場數據進行比較，我們也評估了估值中個別重大輸入值的不可觀察參數和假設，如在相似交易中使用的貼現率等可觀察參數，以抽樣方式，並使用市場通用的折現現金流模型，對貴集團目前所採用的估值技術、假設和估計來重新計算估值。</p>

獨立核數師報告（續）

致南洋商業銀行有限公司全體成員

（於香港註冊成立的有限公司）

關鍵審計事項（續）	該事項在審計中是如何應對的（續）
金融工具的估值（續） 考慮貴集團金融工具金額的重要性，以及金融工具的估算過程中涉及的管理層判斷及估計的重要性，金融工具的估算因而被列作關鍵審計事項。	此外，對於貴集團在財務報表附註5.1及5.2中的公允值披露，我們也評估和測試了其關鍵控制設計和執行的有效性。根據相關香港財務報告準則，我們也評估了公允價值估值披露的完整性。

刊載於年度報告內其他資訊

董事需對其他資訊負責。其他資訊包括刊載於年度報告內的資訊，但不包括綜合財務報表及我們的核數師報告。

我們對綜合財務報表的審計意見並不涵蓋其他資訊，我們也不對其他資訊發表任何形式的鑒證結論。

結合我們對綜合財務報表的審計，我們的責任是閱讀其他資訊，在此過程中，考慮其他資訊是否與綜合財務報表或我們在審計過程中所瞭解的情況存在重大抵觸或者似乎存在重大錯誤陳述的情況。基於我們已執行的工作，如果我們認為其他資訊存在重大錯誤陳述，我們需要報告該事實。在這方面，我們沒有任何報告。

董事就綜合財務報表須承擔的責任

董事須負責根據香港會計師公會頒布的《香港財務報告準則》及香港《公司條例》擬備真實而中肯的綜合財務報表，並對其認為為使綜合財務報表的擬備不存在由於欺詐或錯誤而導致的重大錯誤陳述所需的內部控制負責。

在擬備綜合財務報表時，董事負責評估貴集團持續經營的能力，並在適用情況下披露與持續經營有關的事項，以及使用持續經營為會計基礎，除非董事有意將貴集團清盤或停止經營，或別無其他實際的替代方案。

稽核委員會協助董事履行職責，監督貴銀行的財務報告過程。

獨立核數師報告（續）

致南洋商業銀行有限公司全體成員
（於香港註冊成立的有限公司）

核數師就審計綜合財務報表承擔的責任

我們的目標，是對綜合財務報表整體是否不存在由於欺詐或錯誤而導致的重大錯誤陳述取得合理保證，並出具包括我們意見的核數師報告。我們遵照香港《公司條例》第 405 條僅對全體成員作出報告，除此以外，本報告並無其他用途。我們不會就核數師報告的內容向任何其他人士負上或承擔任何責任。

合理保證是高水準的保證，但不能保證按照《香港審計準則》進行的審計，在某一重大錯誤陳述存在時總能發現。錯誤陳述可以由欺詐或錯誤引起，如果合理預期它們單獨或滙總起來可能影響綜合財務報表使用者依賴綜合財務報表所作出的經濟決定，則有關的錯誤陳述可被視作重大。

在根據《香港審計準則》進行審計的過程中，我們運用了專業判斷，保持了專業懷疑態度。我們亦：

- 識別和評估由於欺詐或錯誤而導致綜合財務報表存在重大錯誤陳述的風險，設計及執行審計程式以應對這些風險，以及獲取充足和適當的審計憑證，作為我們意見的基礎。由於欺詐可能涉及串謀、偽造、蓄意遺漏、虛假陳述，或凌駕於內部控制之上，因此未能發現因欺詐而導致的重大錯誤陳述的風險高於未能發現因錯誤而導致的重大錯誤陳述的風險。
- 瞭解與審計相關的內部控制，以設計適當的審計程式，但目的並非對貴集團內部控制的有效性發表意見。
- 評價董事所採用會計政策的恰當性及作出會計估計和相關披露的合理性。
- 對董事採用持續經營會計基礎的恰當性作出結論。根據所獲取的審計憑證，確定是否存在與事項或情況有關的重大不確定性，從而可能導致對貴集團的持續經營能力產生重大疑慮。如果我們認為存在重大不確定性，則有必要在核數師報告中提請使用者注意綜合財務報表中的相關披露。假若有關的披露不足，則我們應當發表非無保留意見。我們的結論是基於核數師報告日止所取得的審計憑證。然而，未來事項或情況可能導致貴集團不能持續經營。
- 評價綜合財務報表的整體列報方式、結構和內容，包括披露，以及綜合財務報表是否中肯反映交易和事項。
- 就貴集團內實體或業務活動的財務資訊獲取充足、適當的審計憑證，以便對綜合財務報表發表意見。我們負責貴集團審計的方向、監督和執行。我們為審計意見承擔全部責任。

獨立核數師報告（續）

致南洋商業銀行有限公司全體成員
（於香港註冊成立的有限公司）

核數師就審計綜合財務報表承擔的責任（續）

除其他事項外，我們與稽核委員會溝通了計劃的審計範圍、時間安排、重大審計發現等，包括我們在審計中識別出內部控制的任何重大缺陷。

我們還向稽核委員會提交聲明，說明我們已符合有關獨立性的相關專業道德要求，並與他們溝通有可能合理地被認為會影響我們獨立性的所有關係和其他事項，以及在適用的情況下，相關的防範措施。

從與稽核委員會溝通的事項中，我們確定哪些事項對本期綜合財務報表的審計最為重要，因而構成關鍵審計事項。我們在核數師報告中描述這些事項，除非法律法規不允許公開披露這些事項，或在極端罕見的情況下，如果合理預期在我們報告中溝通某事項造成的負面後果超過產生的公眾利益，我們決定不應在報告中溝通該事項。

出具本獨立核數師報告的審計項目合夥人是李舜兒。

安永會計師事務所

執業會計師

香港

2020 年 3 月 24 日

Independent auditor's report
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

Opinion

We have audited the consolidated financial statements of Nanyang Commercial Bank, Limited (the "Bank") and its subsidiaries (the "Group") set out on pages 35 to 269, which comprise the consolidated balance sheet as at 31 December 2019, and the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Independent auditor's report (continued)
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

Key audit matters (continued)

Key audit matter	How our audit addressed the key audit matter
<i>Impairment assessment of loans and advances to customers</i>	
<p>Refer to significant accounting policies in Note 2.14, critical accounting estimates and judgements in applying accounting policies in Note 3.1, and disclosures on credit risk and loan impairment allowances in Note 4.1 and Note 22 to the financial statements.</p> <p>The Group has adopted a forward-looking “expected loss” impairment model to recognise the expected credit losses (“ECLs”) on its advances to customers. The assessment of credit risk and the measurement of ECLs are required to reflect unbiased and probability-weighted outcomes, and reasonable and supportable information at the reporting date about past events, current conditions and forecasts of future economic conditions. Significant management judgement and estimation is involved in the use of models and the selection of inputs in the calculation of ECLs, including:</p> <ol style="list-style-type: none"> 1) estimation of the probability of default for individual internal credit ratings, 2) criteria for determining significant increases in credit risk, 3) segmentation of financial assets according to credit risk characteristics, 4) determination of macroeconomic factor forecasts; and 5) selection and probability weightings of forward-looking macroeconomic scenarios. <p>As at 31 December 2019, gross advances to customers amounted to HK\$263,103 million, representing 53.74% of total assets; and the impairment allowance for advances to customers amounted to HK\$2,708 million, representing 85.75% of the total impairment allowance for financial instruments.</p>	<p>We obtained an understanding of the Group's credit management policies and practices and evaluated the Group's impairment methodology, including the management judgement over the segmentation of portfolio, the criteria on significant credit deterioration and the measurement approach for expected credit losses.</p> <p>We tested the design and operating effectiveness of the key controls over the credit assessment; loan classification; stage classification; and calculation of impairment allowance processes. Our control testing on the loan impairment processes included an evaluation of the governance over the use of economic scenarios and the system interfaces of inputs or other data sources such as internal loan grading and loss given default estimates.</p> <p>We adopted a risk-based sampling approach for our loan review procedures. We selected samples based on the characteristics of individual items including the industry and the geographic location of the operations of borrowers, internal loan grading and past due history throughout the year. We formed an independent view on the loan staging through reviewing the borrowers' information focusing on their financial performance, expected cash flows, valuation of collateral and other available information.</p> <p>For the impairment allowance as at 31 December 2019, we performed testing on the data quality by sample checking to the data source and re-computed management's calculation of the impairment allowance. In addition, we involved our inhouse specialists in assessing management's consideration of forward-looking information including macroeconomic factor forecasts and probability weighted economic scenarios by comparing to market forecasts from external data providers.</p>

Independent auditor's report (continued)
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

Key audit matters (continued)

Key audit matter (continued)	How our audit addressed the key audit matter (continued)
<i>Impairment assessment of loans and advances to customers (continued)</i>	
<p>In view of the significance of the impairment allowance recorded by the Group and the management judgements and estimates involved, the impairment assessment of loans and advances to customers is considered a key audit matter.</p>	<p>For loans and advances classified as Stage 3, on a sample basis, we re-calculated the impairment allowance with consideration of expected cash flows and valuation of collateral.</p> <p>We evaluated and tested the design and operating effectiveness of the Group's key controls related to disclosures on credit risk in Note 4.1 to the financial statements. We also assessed the completeness of the credit risk disclosures against the requirements of HKFRSs.</p>
<i>Valuation of financial instruments</i>	
<p>Refer to summary of significant accounting policies in Note 2.12, critical accounting estimates and judgements in applying accounting policies in Note 3.2, and disclosures on fair values of financial instruments in Notes 5.1 and 5.2 to the financial statements.</p> <p>The Group has applied valuation techniques to determine the fair value of financial instruments that are not quoted in active markets. These valuation techniques, in particular those that include significant unobservable inputs, involve management using subjective judgements and assumptions. With different valuation techniques and assumptions applied, the valuation results can vary significantly.</p> <p>As at 31 December 2019, the Group's financial assets and liabilities measured at fair value amounted to HK\$158,137 million and HK\$5,636 million, respectively. Financial instruments which had significant unobservable inputs in their valuation, and hence were categorised within level 3 of the fair value hierarchy, involved a higher degree of uncertainty in their valuation. As at 31 December 2019, the Group's financial assets measured at fair value which were categorised within level 2 and level 3 amounted to HK\$149,857 million and HK\$7,940 million, respectively. The Group's financial liabilities measured at fair value which were categorised within level 2 amounted to HK\$5,547 million.</p>	<p>We evaluated and tested the design and operating effectiveness of the key controls related to the valuation of financial instruments, including independent price verification, review and approval.</p> <p>We selected, on a sample basis, financial instruments that were classified as level 2 in the fair value hierarchy to evaluate their valuation. For the selected samples, we obtained the observable inputs using market data, and compared the quotes used by management to determine the fair value.</p> <p>With the assistance of our inhouse valuation specialists, we focused on the selection of valuation methodologies and assumptions of financial instruments that were classified as level 3 in the fair value hierarchy. We compared observable inputs, such as valuation quotations from counterparties, against independent sources and externally available market data, evaluated the unobservable inputs and assumptions for individually significant items such as the discount rate adopted from similar transactions which were observable, and re-performed valuations on a sample basis to evaluate valuation techniques, assumptions and estimates adopted by the Group in the discounted cash flow models which are commonly used in the market.</p>

Independent auditor's report (continued)
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

Key audit matters (continued)

Key audit matter (continued)	How our audit addressed the key audit matter (continued)
Valuation of financial instruments (continued)	
In view of the significance of the financial instruments recorded by the Group and the management judgements and estimates involved in the valuation, valuation of financial instruments is considered a key audit matter.	Furthermore, we evaluated and tested the design and operating effectiveness of the Group's key controls related to fair value disclosures on market risk in Notes 5.1 and 5.2 to the financial statements. We also assessed the completeness of the fair value measurement disclosures against the requirements of HKFRSs.

Other information included in the Annual Report

The directors of the Bank are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

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

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

Responsibilities of the directors for the consolidated financial statements

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

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

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

Independent auditor's report (continued)
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

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

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

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

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

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

Independent auditor's report (continued)
To the members of Nanyang Commercial Bank, Limited
(Incorporated in Hong Kong with limited liability)

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

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

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Lee Shun Yi, Jasmine.

Ernst & Young
Certified Public Accountants
Hong Kong
24 March 2020

綜合收益表 Consolidated Income Statement

截至 12 月 31 日止年度	For the year ended 31 December	附註 Notes	2019	2018
			港幣千元 HK\$'000	港幣千元 HK\$'000
利息收入	Interest income		14,936,075	13,533,621
利息支出	Interest expense		(8,285,886)	(6,867,369)
淨利息收入	Net interest income	6	6,650,189	6,666,252
服務費及佣金收入	Fee and commission income		1,599,991	1,737,962
服務費及佣金支出	Fee and commission expense		(70,869)	(74,023)
淨服務費及佣金收入	Net fee and commission income	7	1,529,122	1,663,939
淨交易性收益	Net trading gain	8	182,515	248,040
以公允價值變化計入損益之金融工具淨收益	Net gain on financial instruments at fair value through profit or loss		270,410	372,746
其他金融資產之淨收益	Net gain on other financial assets	9	347,450	211,771
其他經營收入	Other operating income	10	22,712	22,299
提取減值準備前之淨經營收入	Net operating income before impairment allowances		9,002,398	9,185,047
減值準備淨撥備	Net charge of impairment allowances	11	(1,160,079)	(1,241,445)
淨經營收入	Net operating income		7,842,319	7,943,602
經營支出	Operating expenses	12	(3,382,564)	(3,298,793)
經營溢利	Operating profit		4,459,755	4,644,809
投資物業公允價值調整之淨收益	Net gain from fair value adjustments on investment properties	13	16,573	29,240
出售／重估物業、器材及設備之淨收益	Net gain from disposal/revaluation of properties, plant and equipment	14	365	4,640
除稅前溢利	Profit before taxation		4,476,693	4,678,689
稅項	Taxation	15	(525,397)	(701,189)
年度溢利	Profit for the year		3,951,296	3,977,500
股息	Dividends	16	-	-

第 43 至 269 頁之附註屬本綜合財務報表之組成部分。

The notes on pages 43 to 269 are an integral part of these consolidated financial statements.

綜合全面收益表
Consolidated Statement of Comprehensive Income

截至 12 月 31 日止年度	For the year ended 31 December	2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
年度溢利	Profit for the year	3,951,296	3,977,500
其後不可重新分類至收益表內的項目：	Items that will not be reclassified subsequently to income statement:		
公允值變化計入其他全面收益之股份工具：	Equity instruments at fair value through other comprehensive income:		
公允值變化計入其他全面收益之股份工具的公平值變化	Change in fair value of equity instruments at fair value through other comprehensive income	(670)	285
房產：	Premises:		
房產重估	Revaluation of premises	139,747	400,400
遞延稅項	Deferred tax	(9,529)	(53,892)
		130,218	346,508
界定利益福利計劃：	Defined benefit plan:		
重新計量精算虧損	Actuarial losses on remeasurement	(15,760)	(7,200)
遞延稅項	Deferred tax	2,600	1,188
		(13,160)	(6,012)
		116,388	340,781
其後可重新分類至收益表內的項目：	Items that may be reclassified subsequently to income statement:		
公允值變化計入其他全面收益的債務工具：	Debt instruments at fair value through other comprehensive income:		
公允值變化計入其他全面收益的債務工具之公允值變化	Change in fair value of debt instruments at fair value through other comprehensive income	493,357	584,431
預計信用損失之減值變化	Changes in allowance for expected credit losses	11,112	191,174
因處置公允值變化計入其他全面收益的債務工具之轉撥重新分類至收益表	Release upon disposal of debt instruments at fair value through other comprehensive income reclassified to income statement	(221,044)	(52,930)
由公允值變化計入其他全面收益的債務工具轉至以攤餘成本作計量產生之攤銷重新分類至收益表	Amortisation with respect to debt instruments at fair value through other comprehensive income transferred to at amortised cost reclassified to income statement	10,173	10,544
遞延稅項	Deferred tax	(48,324)	(175,359)
		245,274	557,860

**綜合全面收益表（續） Consolidated Statement of Comprehensive Income
(continued)**

截至 12 月 31 日止年度	For the year ended 31 December	<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
淨投資對沖下對沖工具之公允 值變化	Change in fair value of hedging instruments under net investment hedges	35,974	274,524
貨幣換算差額	Currency translation difference	(282,624)	(799,485)
		<u>(1,376)</u>	<u>32,899</u>
年度除稅後其他全面收益	Other comprehensive income for the year, net of tax	115,012	373,680
年度全面收益總額	Total comprehensive income for the year	4,066,308	4,351,180

第 43 至 269 頁之附註屬本綜合財務報表之組成部分。 The notes on pages 43 to 269 are an integral part of these consolidated financial statements.

綜合資產負債表
Consolidated Balance Sheet

於 12 月 31 日	As at 31 December	附註 Notes	2019 港幣千元 HK\$'000	2018 港幣千元 HK\$'000
資產	ASSETS			
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	19	41,327,261	56,653,163
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	19	10,456,347	18,207,637
公允值變化計入損益之金融資產	Financial assets at fair value through profit or loss	20	14,654,347	8,679,486
衍生金融工具	Derivative financial instruments	21	589,616	654,721
貸款及其他賬項	Advances and other accounts	22	262,413,180	252,930,869
金融投資	Financial investments	23	146,758,937	118,150,153
投資物業	Investment properties	24	355,230	331,942
物業、器材及設備	Properties, plant and equipment	25	8,602,036	7,808,591
應收稅項資產	Current tax assets		27,275	149,773
遞延稅項資產	Deferred tax assets	31	58,000	46,836
其他資產	Other assets	26	4,346,618	2,408,534
資產總額	Total assets		489,588,847	466,021,705
負債	LIABILITIES			
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions		30,984,121	29,099,298
公允值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	27	5,048,559	4,803,277
衍生金融工具	Derivative financial instruments	21	587,563	353,927
客戶存款	Deposits from customers	28	345,887,782	344,204,939
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	29	15,471,116	12,192,974
其他賬項及準備	Other accounts and provisions	30	25,908,840	19,096,338
應付稅項負債	Current tax liabilities		626,564	300,825
遞延稅項負債	Deferred tax liabilities	31	845,124	775,324
後償負債	Subordinated liabilities	32	5,438,386	-
負債總額	Total liabilities		430,798,055	410,826,902

綜合資產負債表 (續) Consolidated Balance Sheet (continued)

於 12 月 31 日	As at 31 December	附註 Notes	2019	2018
			港幣千元 HK\$'000	港幣千元 HK\$'000
資本	EQUITY			
股本	Share capital	33	3,144,517	3,144,517
儲備	Reserves		46,331,385	42,735,396
歸屬於本集團股東資本總額	Total equity attributable to owners of the parent		49,475,902	45,879,913
額外資本工具	Additional equity instruments	34	9,314,890	9,314,890
資本總額	Total equity		58,790,792	55,194,803
負債及資本總額	Total liabilities and equity		489,588,847	466,021,705

第 43 至 269 頁之附註屬本綜合財務報表之組成部分。

The notes on pages 43 to 269 are an integral part of these consolidated financial statements.

經董事會於 2020 年 3 月 24 日通過核准並由以下人士代表簽署：

Approved by the Board of Directors on 24 March 2020 and signed on behalf of the Board by:

陳細明
董事
Chan Sai Ming
Director

孫建東
董事
Sun Jiandong
Director

綜合權益變動表
Consolidated Statement of Changes in Equity

		儲備 Reserves																
		額外資本工具 Additional equity instruments		資本儲備 Capital reserve		房產 重估儲備 Premises revaluation reserve		公允價值 變化計入其他全 面收益儲備 Reserve for fair value through other comprehensive income		監管儲備* Regulatory reserve*		換算儲備 Translation reserve		留存盈利 Retained earnings		總計 Total		
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	
於2018年1月1日	At 1 January 2018																	
早期列賬	As previously reported	3,144,517	9,314,890	605	6,041,508	(413,176)	2,529,788	364,328	31,106,620	52,089,080								
期初調整	Opening adjustments	-	-	-	-	19,226	(186,443)	-	(608,119)	(775,336)								
期初調整後餘額	Balance after opening adjustments	3,144,517	9,314,890	605	6,041,508	(393,950)	2,343,345	364,328	30,498,501	51,313,744								
年度溢利	Profit for the year	-	-	-	-	-	-	-	3,977,500	3,977,500								
其他全面收益：	Other comprehensive income:																	
房產	Premises	-	-	-	346,508	-	-	-	-	346,508								
界定利益福利計劃之 精算虧損	Actuarial losses on defined benefit plan	-	-	-	-	-	-	-	(6,012)	(6,012)								
公允價值變化計入其他 全面收益之金融工 具	Financial instruments at fair value through other comprehensive income	-	-	-	-	558,145	-	-	-	558,145								
淨投資對沖下對沖工 具之公允價值變化	Change in fair value of hedging instruments under net investment hedges	-	-	-	-	-	-	274,524	-	274,524								
貨幣換算差額	Currency translation difference	-	-	-	(13,603)	12,566	-	(798,448)	-	(799,485)								
全面收益總額	Total comprehensive income	-	-	-	332,905	570,711	-	(523,924)	3,971,488	4,351,180								
支付額外資本工具票息	Distribution payment for additional equity instruments	-	(470,121)	-	-	-	-	-	-	(470,121)								
轉撥自留存盈利	Transfer from retained earnings	-	470,121	-	-	-	134,834	-	(604,955)	-								
於2018年12月31日	At 31 December 2018	3,144,517	9,314,890	605	6,374,413	176,761	2,478,179	(159,596)	33,865,034	55,194,803								

綜合權益變動表 (續) Consolidated Statement of Changes in Equity (continued)

		儲備 Reserves								
		股本	額外資本工具	資本儲備	房產	公允價值	監管儲備*	換算儲備	留存盈利	總計
		Share capital	Additional equity instruments	Capital reserve	Premises revaluation reserve	變化計入其他全面收益儲備 Reserve for fair value through other comprehensive income	Regulatory reserve*	Translation reserve	Retained earnings	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2019年1月1日	At 1 January 2019	3,144,517	9,314,890	605	6,374,413	176,761	2,478,179	(159,596)	33,865,034	55,194,803
年度溢利	Profit for the year	-	-	-	-	-	-	-	3,951,296	3,951,296
其他全面收益：	Other comprehensive income:									
房產	Premises	-	-	-	130,218	-	-	-	-	130,218
界定利益福利計劃之精算虧損	Actuarial losses on defined benefit plan	-	-	-	-	-	-	-	(13,160)	(13,160)
公允價值變化計入其他全面收益之金融工具	Financial instruments at fair value through other comprehensive income	-	-	-	-	244,604	-	-	-	244,604
淨投資對沖下對沖工具之公允價值變化	Change in fair value of hedging instruments under net investment hedges	-	-	-	-	-	-	35,974	-	35,974
貨幣換算差額	Currency translation difference	-	-	-	(5,059)	(4,747)	-	(272,818)	-	(282,624)
全面收益總額	Total comprehensive income	-	-	-	125,159	239,857	-	(236,844)	3,938,136	4,066,308
因房產出售之轉撥	Release upon disposal of premises	-	-	-	(2,199)	-	-	-	2,199	-
支付額外資本工具票息	Distribution payment for additional equity instruments	-	(470,319)	-	-	-	-	-	-	(470,319)
轉撥自留存盈利	Transfer from retained earnings	-	470,319	-	-	-	216,198	-	(686,517)	-
於2019年12月31日	At 31 December 2019	3,144,517	9,314,890	605	6,497,373	416,618	2,694,377	(396,440)	37,118,852	58,790,792

* 除對貸款提取減值準備外，按金管局要求撥轉部分留存盈利至監管儲備作銀行一般風險之用（包括未來損失或其他不可預期風險）。

* In accordance with the requirements of the HKMA, the amounts are set aside for general banking risks, including future losses or other unforeseeable risks, in addition to the loan impairment allowances recognised.

第 43 至 269 頁之附註屬本綜合財務報表之組成部分。

The notes on pages 43 to 269 are an integral part of these consolidated financial statements.

綜合現金流量表 Consolidated Cash Flow Statement

截至 12 月 31 日止年度	For the year ended 31 December	附註 Notes	2019 港幣千元 HK\$'000	2018 港幣千元 HK\$'000
經營業務之現金流量	Cash flows from operating activities			
除稅前經營現金之流出	Operating cash outflow before taxation	35(a)	(21,102,025)	(9,262,977)
支付香港利得稅	Hong Kong profits tax paid		(114,085)	(475,766)
退還／(支付)海外利得稅	Overseas profits tax refund/(paid)		35,568	(260,796)
經營業務之現金流出淨額	Net cash outflow from operating activities		(21,180,542)	(9,999,539)
投資業務之現金流量	Cash flows from investing activities			
購入物業、器材及設備	Purchase of properties, plant and equipment	25	(315,011)	(258,063)
出售物業、器材及設備所得款項	Proceeds from disposal of properties, plant and equipment		1,781	415
投資業務之現金流出淨額	Net cash outflow from investing activities		(313,230)	(257,648)
融資業務之現金流量	Cash flows from financing activities			
發行債務證券及存款證	Issue of debt securities and certificates of deposit		3,278,142	5,411,766
發行後償負債	Issue of subordinated liabilities		5,447,665	-
支付額外資本工具票息	Distribution payment for additional equity instruments		(470,319)	(470,121)
繳付租賃負債	Payment of lease liabilities		(266,719)	-
融資業務之現金流入淨額	Net cash inflow from financing activities		7,988,769	4,941,645
現金及等同現金項目減少	Decrease in cash and cash equivalents		(13,505,003)	(5,315,542)
於 1 月 1 日之現金及等同現金項目	Cash and cash equivalents at 1 January		54,740,625	61,511,114
匯率變動對現金及等同現金項目的影響	Effect of exchange rate changes on cash and cash equivalents		(61,850)	(1,454,947)
於 12 月 31 日之現金及等同現金項目	Cash and cash equivalents at 31 December	35(b)	41,173,772	54,740,625

第 43 至 269 頁之附註屬本綜合財務報表之組成部分。 The notes on pages 43 to 269 are an integral part of these consolidated financial statements.

財務報表附註**Notes to the Financial Statements****1. 主要業務****1. Principal activities**

南洋商業銀行有限公司於香港註冊成立（下稱「本銀行」）及其附屬公司於香港或上海成立（以下連同本銀行統稱「本集團」）。本銀行為根據香港銀行業條例所規定獲認可之持牌銀行。

本銀行主要從事銀行及相關之金融服務。本銀行之附屬公司的主要業務載於「附錄－本銀行之附屬公司」內。本銀行之公司註冊地址為香港中環德輔道中151號。

Nanyang Commercial Bank, Limited was incorporated in Hong Kong (hereinafter as the "Bank") and its subsidiaries were incorporated in Hong Kong or Shanghai (together with the Bank hereinafter as the "Group"). The Bank is a licensed bank authorised under the Hong Kong Banking Ordinance.

The principal activities of the Bank are the provision of banking and related financial services. The principal activities of the Bank's subsidiaries are shown in "Appendix – Subsidiaries of the Bank". The address of the Bank's registered office is 151 Des Voeux Road Central, Hong Kong.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策****2. Significant accounting policies**

用於編製本綜合財務報表之主要會計政策詳列如下。

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

除特別註明外，該等會計政策均被一致地應用於所有列示之財務年度中。

These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 編製基準**2.1 Basis of preparation**

本集團之綜合財務報表乃按照香港會計師公會頒佈之香港財務報告準則（香港財務報告準則為一統稱，當中包括所有適用之香港財務報告準則、香港會計準則及詮釋）編製，並符合香港《公司條例》之規定。

The consolidated financial statements of the Group have been prepared in accordance with Hong Kong Financial Reporting Standards (HKFRSs is a collective term which includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards (“HKASs”) and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”) and the Hong Kong Companies Ordinance.

本綜合財務報表乃按歷史成本法編製，惟就重估以公允價值變化計入其他全面收益之金融資產、以公允價值變化計入損益之金融資產及金融負債（包括衍生金融工具）、以公允價值列賬之貴金屬、以公允價值列賬之投資物業及以公允價值或重估值扣除累計折舊及累計減值損失後列賬之房產作出調整。收回資產會以其賬面值及公允價值扣除出售成本之較低者列賬，並已列載於附註 2.23。

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of financial assets at fair value through other comprehensive income, financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss, precious metals at fair value, investment properties which are carried at fair value and premises which are carried at fair value or revalued amount less accumulated depreciation and accumulated impairment losses. Repossessed assets are stated at the lower of their carrying amounts and fair values less costs to sell as further explained in Notes 2.23.

按照香港財務報告準則編製財務報表時，需採用若干重大之會計估算。管理層亦需於採用本集團之會計政策時作出有關判斷。當中涉及高度判斷、複雜之範疇、或對綜合財務報表而言屬重大影響之假設及估算，已載於附註 3。

The preparation of financial statements in conformity with HKFRSs requires the use of certain critical accounting estimates. It also requires the Management to exercise judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 3.

財務報表附註（續） Notes to the Financial Statements (continued)
2. 主要會計政策（續） 2. Significant accounting policies (continued)
2.1 編製基準（續）
2.1 Basis of preparation (continued)

(a) 已於2019年1月1日起開始的會計年度與本集團相關首次採用的準則及詮釋

(a) Standards and interpretation that are relevant to the Group and are initially adopted for accounting period beginning on 1 January 2019

準則／詮釋 Standards/Interpretation	內容 Content	起始適用之年度 Applicable for financial years beginning on/after
香港財務報告準則第16號 HKFRS 16	租賃 Leases	2019年1月1日 1 January 2019
香港財務報告準則詮釋第23號 HK(IFRIC)-Int 23	所得稅處理的不確定性 Uncertainty over Income Tax Treatments (new interpretation)	2019年1月1日 1 January 2019

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.1 編製基準 (續)****2.1 Basis of preparation (continued)****(a) 已於2019年1月1日起開始的會計年度與本集團相關首次採用的準則及詮釋 (續)**

- 香港財務報告準則第16號「租賃」取代現有有關租賃的標準及詮釋。它採用單一控制模型來識別租約並區分租賃和服務合同。對承租人會計處理帶來了重大的變化，取消了經營租賃和融資租賃之間的區別。承租人以與香港會計準則第17號的融資租賃會計相似的方式對所有租賃進行會計處理，即在租賃開始日（指相關資產可供承租人使用的日期），承租人通過貼現未來租賃總額來確認並計量相應的「使用權」資產和支付租金的負債。隨後，承租人通過租賃負債釋出之貼現額確認利息支出；以及確認使用權資產的折舊費用，而非如香港財務報告準則第16號實施之前，經營租賃的支出確認為租賃費用。在實務豁免下，作為一種實務的權宜方法，承租人可以選擇不將此會計模式應用於為期12個月或以內的短期租賃和低價值資產的租賃，在這種情況下，租賃費用將以有系統的基準在租賃期內確認。出租人的會計處理與香港會計準則第17號下的會計處理基本上沒有重大變化。香港財務報告準則第16號的要求概述如下：

(a) Standards and interpretation that are relevant to the Group and are initially adopted for accounting period beginning on 1 January 2019 (continued)

- HKFRS 16, "Leases" supersedes the existing standard and interpretations related to leases. It applies a single control model to identify leases and distinguishes between leases and service contracts. Significant changes to lessee accounting are introduced, with the distinction between operating and finance leases removed. Lessees account for all leases in a similar way as the finance lease accounting under HKAS 17, i.e. the lessee recognise and measure the corresponding "right-of-use" asset and lease liability at the commencement date (the date when the underlying asset is available for use by lessees) of the lease by discounting the total future lease payment. Subsequently, the lessees recognise interest expense through the unwinding of the lease liability, and the expense on the depreciation of the right-of-use asset, instead of recognising as rental expenses under operating leases before the implementation of HKFRS 16. As a practical expedient, the lessees can elect not to apply this accounting model to short-term leases not more than 12 months and leases of low-value assets, in which case the rental expenses would continue to be recognised on a systematic basis over the lease term. There are no significant changes to the lessors' accounting requirements as compared with the HKAS 17. The requirements of HKFRS 16 are summarised as follows:

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.1 編製基準 (續)****2.1 Basis of preparation (continued)**

- (a) 已於2019年1月1日起開始的會計年度與本集團相關首次採用的準則及詮釋(續)

使用權資產一般按租賃負債金額加租賃產生的初始直接費用、估計退出租賃時的資產拆除或還原成本以及減去預付租金作計量。租賃負債是指租賃合同中不可撤銷的租賃付款之未來現金流量的貼現現值，並考慮到在合理確定會行使延期選擇權的選擇權期間支付之款項，並以承租人的增量借款利率作為貼現率進行確認。

使用權資產其後按成本減任何累計折舊及任何累計減值虧損計量；並根據任何重新計量的租賃負債進行調整。使用權資產由租賃開始日至使用年限結束或租賃期屆滿的兩者較早之日起以直線法計提折舊。如果預期將會行使購買選擇權，則使用權資產將折舊至相關資產的使用年限結束之時。

在租賃開始日之後，租賃負債的賬面值將通過利息支出的貼現額釋出而增加，和將通過租賃費用的支付而減少。如果租賃有任何修改，租賃負債也會因此重新計量。

- (a) Standards and interpretation that are relevant to the Group and are initially adopted for accounting period beginning on 1 January 2019 (continued)

Right-of-use assets are generally measured at the amount of the lease liabilities plus initial direct costs, estimated dismantling or restoring cost and less prepaid rent. Lease liabilities are the discounted present value of the future cash flows of the non-cancellable lease payments of the lease contracts, after taking into account payments to be made in optional period if the extension option is reasonably certain to be exercised, using the lessee's incremental borrowing rates as discount rate.

Right-of-use assets are subsequently measured at cost less any accumulated depreciation and any accumulated impairment losses; and adjusted for any remeasurement of the lease liability. Right-of-use assets are depreciated by straight-line method from commencement date to the earlier of the end of their useful life or lease term. In case there is a purchase option expected to be exercised, then the right-of-use asset will be depreciated to the end of the useful life of the underlying asset.

After the commencement date, the carrying value of lease liability will increase to reflect the unwinding of discount through interest expense and be reduced by the lease payments made. The lease liability will also be remeasured if there is any modification to the lease.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.1 編製基準 (續)****2.1 Basis of preparation (continued)**

- (a) 已於2019年1月1日起開始的會計年度與本集團相關首次採用的準則及詮釋(續)

本集團採納香港財務報告準則第16號時，選擇採用經修訂追溯法進行轉換，通過確認2019年1月1日的使用權資產及租賃負債之期初結餘以確認首次應用的累積影響，無需重列比較資料。首次應用影響了以往被分類為經營租賃的租約。

首次應用香港財務報告準則第16號導致租賃負債於“其他賬項及準備”項下及使用權資產於“物業、器材及設備”項下的期初結餘分別為5.74億港元和6.00億港元(扣除稅項後)。租賃負債與使用權資產之間的差額與初始採用日期的預付或應計租金產生的調整有關。根據準則的實務豁免，初始直接費用不包括在使用權資產的期初調整中。2019年1月1日應用於租賃負債的加權平均利率為3.85%。

於二零一八年十二月三十一日之經營租賃承擔和於二零一九年一月一日根據香港財務報告準則第16號之已確認租賃負債對賬如下：

- (a) Standards and interpretation that are relevant to the Group and are initially adopted for accounting period beginning on 1 January 2019 (continued)

The Group has elected to use the modified retrospective approach for the adoption of HKFRS 16 and recognised the cumulative effect of the initial application by initially recognising the opening balances of the right-of-use assets and lease liabilities at 1 January 2019 with no restatement of the comparative information. The initial application has affected lease contracts that are previously classified as operating leases.

The first time application of HKFRS 16 resulted in the initial recognition of lease liabilities in “Other accounts and provisions” of HK\$574 million and right-of-use assets in “Properties, plant and equipment” of HK\$600 million, net of tax, respectively. The difference between lease liabilities and right-of-use assets is related to the adjustment arising from prepaid or accrued rent as at initial adoption date. Initial direct costs were not included in the opening adjustment of right-of-use assets, as permitted by the practical expedient of the standard. The weighted average rate applied to the lease liabilities on 1 January 2019 was 3.85%.

The operating lease commitments as at 31 December 2018 are reconciled as follows to the recognised lease liabilities under HKFRS 16 as at 1 January 2019:

財務報表附註 (續) Notes to the Financial Statements (continued)
2. 主要會計政策 (續) 2. Significant accounting policies (continued)
2.1 編製基準 (續)
2.1 Basis of preparation (continued)

- (a) 已於2019年1月1日起開始的會計年度與本集團相關首次採用的準則及詮釋(續)

- (a) Standards and interpretation that are relevant to the Group and are initially adopted for accounting period beginning on 1 January 2019 (continued)

經營租賃承擔與租賃負債之差異
Difference between operating lease commitment and lease liabilities

港幣千元

HK\$'000
於2018年12月31日之經營租賃承擔
Operating lease commitment at 31 December 2018
695,335

使用本集團於首次採納日的增量借款利率計算的貼現現值

Discounted present value using the incremental borrowing rate of the Group at the date of initial adoption

655,035

- 不取決於指數或比率的可變動租賃付款

- Variable lease payments that do not depend on an index or rate

(57,568)

- 短期租約的認可豁免

- Recognition exemption for short-term leases

(18,276)

- 已簽訂但尚未生效的租賃合同

- Leases with contract signed but not yet effective

164

- 可合理確定會行使的延期或終止選擇權

- Extension or termination options reasonably certain to be exercised

2,149

- 其他

- Others

(7,207)
於2019年1月1日之租賃負債
Lease liabilities at 1 January 2019
574,297

- 香港財務報告準則詮釋第23號，「所得稅處理的不確定性」。該詮釋具體說明實體如何通過確定稅務機構接受不確定稅務處理的可能性來反映和計量所得稅會計不確定性的影響。該詮釋以在修改後的追溯形式應用。該詮釋的應用不會對本集團的財務報表產生重大影響。

- HK(IFRIC) - Int 23, "Uncertainty over Income Tax Treatments". The interpretation specifies how an entity should reflect and measure the effects of uncertainty in accounting for income taxes by determining how probable that a taxation authority will accept an uncertain tax treatment. The interpretation is applied on a modified retrospective basis. The application of this interpretation does not have a material impact on the Group's financial statements.

財務報表附註 (續) Notes to the Financial Statements (continued)
2. 主要會計政策 (續) 2. Significant accounting policies (continued)
2.1 編製基準 (續)

(b) 已頒佈與本集團相關但尚未強制性生效及未於 2019 年提前採納之準則及修訂

以下已頒佈之準則及修訂於 2020 年 1 月 1 日起或以後開始的會計年度始強制性生效。

2.1 Basis of preparation (continued)

(b) Standard and amendments issued that are relevant to the Group but not yet mandatorily effective and have not been early adopted by the Group in 2019

The following standard and amendments have been issued and are mandatory for accounting periods beginning on or after 1 January 2020:

準則/修訂 Standard/ Amendments	內容 Content	起始適用之年度 Applicable for financial years beginning on/after
香港財務報告準則第 3 號 (經修訂) Amendments to HKFRS 3	對企業的定義 Definition of a Business	2020 年 1 月 1 日 1 January 2020
香港會計準則第 1 號和第 8 號 (經修訂) Amendments to HKAS 1 and HKAS 8	對重大性的定義 Definition of Material	2020 年 1 月 1 日 1 January 2020
香港財務報告準則第 9 號、香港會計準則第 39 號和香港財務報告準則第 7 號 (經修訂) Amendments to HKFRS 9, HKAS 39 and HKFRS 7	基準利率改革 Interest Rate Benchmark Reform	2020 年 1 月 1 日 1 January 2020

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.1 編製基準 (續)****2.1 Basis of preparation (continued)****(b) 已頒佈與本集團相關但尚未強制性生效及未於 2019 年提前採納之準則及修訂 (續)****(b) Standard and amendments issued that are relevant to the Group but not yet mandatorily effective and have not been early adopted by the Group in 2019 (continued)**

有關預期適用於本集團的香港財務報告準則的進一步資料如下：

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

- 香港財務報告準則第 3 號 (經修訂)「業務之定義」。該等修訂澄清了業務的定義，目的是協助實體確定業務合併交易是否應作為業務合併或資產收購入賬。修訂需前瞻性採用及允許提前採納。該修訂的應用將不會對本集團的財務報表產生重大影響。
- 香港會計準則第 1 號及香港會計準則第 8 號 (經修訂)「重大影響之定義」。修正案澄清了信息重要性的定義，並與其他會計準則中使用的定義一致。修訂需前瞻性採用及允許提前採納。這些修訂的應用將不會對本集團的財務報表產生重大影響。

- Amendments to HKFRS 3, "Definition of a Business". The amendments clarify the definition of a business, with the objective of assisting entities to determine whether a business combination transaction should be accounted for as a business combination or as an asset acquisition. The amendments are to be applied prospectively, early application is permitted. The application of this amendment will not have a material impact on the Group's financial statements.
- Amendments to HKAS 1 and HKAS 8, "Definition of Material". The amendments clarify the definition of materiality of information and align the definition used across other accounting standards. The amendments are to be applied prospectively, early application is permitted. The application of these amendments will not have a material impact on the Group's financial statements.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.1 編製基準 (續)****2.1 Basis of preparation (continued)****(b) 已頒佈與本集團相關但尚未強制性生效及未於2019年提前採納之準則及修訂 (續)****(b) Standard and amendments issued that are relevant to the Group but not yet mandatorily effective and have not been early adopted by the Group in 2019 (continued)**

- 對香港財務報告準則第9號，香港會計準則第39號和香港財務報告準則第7號(經修訂)「基準利率改革修訂」。該修改一些特定的套期會計要求，以減輕基準利率改革所帶來的不確定性的潛在影響。此外，該修訂要求公司向投資者提供更多直接受這些不確定性因素影響的對沖關係的相關信息。修訂需前瞻性採用及允許提前採納。這些修訂的應用將不會對本集團的財務報表產生重大影響。

- Amendments to HKFRS 9, HKAS 39 and HKFRS 7, "Interest Rate Benchmark Reform". The amendments modify some specific hedge accounting requirements to provide relief from potential effects of the uncertainties caused by interest rate benchmark reform. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. The amendments are to be applied prospectively and early application is permitted. The application of this amendment will not have a material impact on the Group's financial statements.

(c) 完善香港財務報告準則**(c) Improvements to HKFRSs**

- 「完善香港財務報告準則」包含香港財務報告準則的多項修訂，而香港會計師公會認為這些修訂並非緊急但必要。它包括導致呈列，確認或計量目的之會計處理的改變，以及與各種個別香港財務報告準則有關的術語或編輯的修訂。這些改進不會對本集團的財務報表產生重大影響。

- "Improvements to HKFRSs" contains numerous amendments to HKFRSs which the HKICPA considers not urgent but necessary. It comprises amendments that result in accounting changes for presentation, recognition or measurement purpose as well as terminology or editorial amendments related to a variety of individual HKFRSs. These improvements do not have a material impact on the Group's financial statements.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.2 綜合財務報表****2.2 Consolidation**

綜合財務報表包含本公司及其所有其附屬公司截至 12 月 31 日的財務報表。

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

附屬公司

附屬公司是指由本集團控制的企業。控制體現為本集團涉及，或有權從參與被投資企業業務中取得可變動回報，並有權力通過被投資企業影響自身回報（即賦予本集團現行權力以指引被投資企業的相關活動）。附屬公司於控制權轉入本集團之日起完全納入合併，並於本集團的控制權終止當日不再納入合併。

Subsidiaries

Subsidiaries are entities controlled by the Group. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee). Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

集團內部交易、交易餘額、以及未實現收益已被對銷；除非能提供集團內交易所轉讓資產已發生減值的證據，否則未實現損失也將被對銷。如有需要，附屬公司的會計政策會作出適當調整，以確保本集團所採用會計政策的一致性。

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated; unrealised losses are also eliminated unless the transaction provides evidence of impairment of the assets transferred. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

於本銀行的資產負債表內，對附屬公司的投資是以成本扣除減值損失準備列賬。本銀行按照已收及應收股息基準確認附屬公司之業績。當本銀行具有權利收取附屬公司的派息時，將於收益表內確認。

In the Bank's balance sheet, the investments in subsidiaries are stated at cost less allowance for impairment losses. The results of subsidiaries are accounted for by the Bank on the basis of dividends received and receivable. Dividend income from subsidiaries is recognised in the income statement when the right to receive payment is established.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.3 分類報告**

分類的經營業績與呈報予管理層的內部報告方式一致，管理層乃本集團的總體營運決策核心，負責資源分配及對營運分類的表現評估。在釐定經營分類表現時，將會包括與各分類直接相關的收入及支出。

2.4 外幣換算

本集團各企業的財務報表所載項目均按各企業於主要經濟環境營運的貨幣計量（「功能貨幣」）。本綜合財務報表以港幣列示，即本銀行之功能及呈列貨幣。

外幣交易均按交易或重新計量項目之估值當日的即期匯率換算為功能貨幣。外幣交易以交易日之匯率結算所引致的匯兌損益，以及以外幣為本位的貨幣性資產及負債按會計結算日的匯率換算的匯兌損益，均直接於收益表確認，惟於其他全面收益內遞延作為合資格現金流對沖或合資格淨投資對沖除外。

以公允值變化計入損益的貨幣性證券的兌換差額會列作公允值收益或虧損的一部分。對於被分類為以公允值變化計入其他全面收益，以外幣為本位的貨幣性證券，其公允值變動可分為源自證券攤餘成本變動 of 的兌換差額和證券賬面值的其他兌換變動兩部分。源自證券攤餘成本變動的兌換差額會於收益表內確認，而證券賬面值的其他兌換變動則被確認於其他全面收益。

2.3 Segmental reporting

The operating result of segments are reported in a manner consistent with the internal reporting provided to the Management, which is the chief operating decision maker of the Group, that allocates resources and assesses the performance of operating segments. Income and expenses directly associated with each segment are included in determining operating segment performance.

2.4 Foreign currency translation

Items included in the financial statements of each of the Group's entities 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 Hong Kong dollars, which is the Bank's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or exchange rates at the end of the reporting period for items that are re-measured. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions using the exchange rates prevailing at the dates of the transactions and monetary assets and liabilities denominated in foreign currencies translated at the exchange rate at the end of the reporting period are recognised directly in the income statement, except when deferred in other comprehensive income as qualifying cash flow hedge or qualifying net investment hedges.

Translation differences on monetary securities held at fair value through profit or loss are reported as part of the fair value gain or loss. Changes in the fair value of monetary securities denominated in foreign currency classified as fair value through other comprehensive income are analysed between translation differences resulting from changes in the amortised cost of the securities and other changes in the carrying amount of the securities. Translation differences related to changes in the amortised cost are recognised in the income statement, and other changes in the carrying amount are recognised in other comprehensive income.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.4 外幣換算 (續)****2.4 Foreign currency translation (continued)**

對於非貨幣性項目，其兌換差額會列作公允價值收益或虧損的一部分。而非貨幣性金融資產(例如以公允價值變化計入其他全面收益之股權投資)的兌換差額會包含在其他全面收益內。

Translation differences on non-monetary items are reported as part of the fair value gain or loss. Translation differences on non-monetary financial assets such as equities classified as fair value through other comprehensive income are included in other comprehensive income.

所有本集團內非以港幣為功能貨幣的企業，其業績及財務狀況按以下方式換算為港幣：

The results and financial position of all the Group entities that have a functional currency different from Hong Kong dollars are translated into Hong Kong dollars as follows:

- 資產及負債按會計結算日之收市匯率換算；
- 收入及支出按平均匯率換算；及
- 所有產生之換算差額通過其他全面收益於權益項目下之換算儲備內確認。

- assets and liabilities are translated at the closing rates at the end of the reporting period;
- income and expenses are translated at average exchange rates; and
- all resulting exchange differences are recognised in the translation reserve in equity through other comprehensive income.

於合併財務報表時，換算對外國企業之淨投資、借款及其他被界定為對沖此投資的貨幣工具所產生之換算差額需列入其他全面收益及分別累計於換算儲備中。當出售該外國企業投資時，此外幣兌換差額需列作為出售收益或虧損的一部分，並由權益中重新分類至收益表內。

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, borrowings and other currency instruments designated as hedges of such investments are taken to other comprehensive income and are accumulated separately in the translation reserve. When a foreign entity is sold, such exchange differences are reclassified from equity to in the income statement, as part of the gain or loss on sale.

2.5 衍生金融工具及對沖會計**2.5 Derivative financial instruments and hedge accounting**

衍生金融工具以衍生交易合同簽訂當日的公允價值進行初始確認，並以公允價值進行後續計量。公允價值從活躍市場上的公開市場報價中取得，包括最近的市場交易，或通過使用估值方法，包括貼現現金流量分析模型、期權定價模型(如適用)。當公允價值為正值時，衍生金融工具將被列為資產；當公允價值為負值時，則被列為負債。

Derivatives are initially recognised at fair value on the date the derivative contract is entered into and are subsequently re-measured at fair value. Fair values are obtained from quoted market prices in active markets, including recent market transactions, and through the use of valuation techniques, including discounted cash flow models and option pricing models, as appropriate. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.5 衍生金融工具及對沖會計（續）****2.5 Derivative financial instruments and hedge accounting (continued)**

若干衍生金融工具會嵌藏在其他的金融工具中，當其經濟特徵和風險與主合同沒有緊密關聯，而主合同並非以公允值變化計入損益時，這些嵌藏式衍生金融工具需要單獨以公允值計量，並且其公允值變動計入收益表。

Certain derivatives embedded in other financial instruments are treated as separate derivatives when their economic characteristics and risks are not closely related to those of the host contract and the host contract is not carried at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognised in the income statement.

除非衍生金融工具已被界定為用作對沖，並且是屬於有效之對沖工具，則需按對沖會計之要求計量，否則，將被分類為持作交易用途，其公允值變動即時於收益表內確認。

Derivatives are categorised as held for trading and changes in their fair value are recognised immediately in the income statement unless they are designated as hedges and are effective hedging instruments, then they are subject to measurement under the hedge accounting requirements.

對於被界定為對沖工具，並有效地對沖的衍生金融工具，確認其收益或虧損的方法是按被對沖項目的性質而定。

For derivative instruments designated as hedging instrument and are effectively hedged, the method of recognising the resulting fair value gain or loss depends on the nature of the item being hedged.

本集團於交易發生時會記錄對沖工具與相關被對沖項目之關係、風險管理目的和進行各類對沖交易時所採取之策略。本集團並於對沖活動發生時及期間，評估有關衍生金融工具能否高度有效地抵銷相關被對沖項目之公允值或現金流變動，並作出記錄。此等乃符合採用對沖會計方法處理之先決條件。對沖會計可能會因對沖工具和被對沖項目失去經濟關係，或交易對手的信用風險重大變化主導對沖工具和被對沖項目的公平值變化而無效。

The Group documents at inception the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also documents its assessment, both at the hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in fair values or cash flow of hedged items. These criteria should be met before a hedge can be qualified to be accounted for under hedge accounting. Hedge accounting may become ineffective if the hedging instrument and the hedged item lose economic relationship, or a significant change of the counterparties' credit risks that dominates the fair value change of the hedging instruments or the hedged items.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.5 衍生金融工具及對沖會計（續）****2.5 Derivative financial instruments and hedge accounting (continued)****(a) 公平值對沖**

被界定為有效之公平值對沖，其衍生金融工具之公平值變動，連同被對沖風險之資產或負債相關之公平值變動，一併於收益表內確認。

若對沖不再符合對沖會計之要求或對沖關係終止，但並非基於被對沖項目還款等原因而終止確認，則尚未完成攤銷的被對沖項目賬面值調整餘額（即在對沖關係終止時，被對沖項目的賬面值，與假設對沖從沒有存在的情況下的賬面值，兩者之間的差異），將按被對沖項目的剩餘年期，以實際利息法被攤銷至收益表內。如被對沖項目被終止確認，未完成攤銷的賬面值調整餘額將即時於收益表內確認。

(b) 淨投資對沖

對沖工具有效對沖部分的收益或虧損，會於其他全面收益內確認及於權益內累計；無效部分的收益或虧損即時於收益表內確認。之前於其他全面收益中累計的收益或虧損金額會列作出售收益或虧損的一部分，並於出售海外運作時被重新分類至收益表內。

(a) Fair value hedge

Changes in the fair value of derivatives that are designated and qualified as effective fair value hedges are recognised in the income statement, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

If the hedge relationship no longer meets the criteria for hedge accounting or is terminated for reasons other than derecognition, e.g. due to repayment of the hedged item, the unamortised carrying value adjustment (the difference between the carrying value of the hedged item at the time of termination and the value at which it would have been carried had the hedge never existed) to the hedged item is amortised to the income statement over the remaining life of the hedged item by the effective interest method. If the hedged item is derecognised, the unamortised carrying value adjustment is recognised immediately in the income statement.

(b) Net investment hedge

A gain or loss on the effective portion of the hedging instrument is recognised in other comprehensive income and accumulated in equity; a gain or loss on the ineffective portion is recognised immediately in the income statement. Accumulated gains and losses previously recognised in other comprehensive income are reclassified to the income statement upon disposal of the foreign operation as part of the gain or loss on disposal.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.6 金融工具之抵銷****2.6 Offsetting financial instruments**

若存在法律上可行使的權利，可對已確認入賬之項目進行抵銷，且有意以淨額方式結算，或將資產變現並同時清償債務，則金融資產及負債可予抵銷，並把淨額於資產負債表內列賬。

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

2.7 利息收入及支出、服務費及佣金收入及支出**2.7 Interest income and expense and fee and commission income and expense**

所有金融資產和金融負債，其利息收入和支出按實際利息法在收益表中確認。

Interest income and expense are recognised in the income statement for all financial assets and financial liabilities using the effective interest method.

實際利息法是一種計算金融資產或金融負債的攤餘成本以及在相關期間分攤利息收入或利息支出的方法。實際利率是在金融工具預計到期日或較短期間(如適用)內，將其未來收到或付出的現金流貼現為金融資產或金融負債賬面淨額所使用的利率。在計算實際利率時，本集團在估計未來現金流時，會考慮金融工具的所有合同條款(如提前還款權或為住宅按揭貸款客戶提供的優惠)，但不會考慮未來的信用損失。計算範圍包括訂約各方所支付或所收取的費用、溢價或折讓和點子，以及貸款貸出時產生而屬於整體有效利息一部分之相關費用及成本。

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense 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 or financial liability. When calculating the effective interest rate, the Group estimates future cash flows considering all contractual terms of the financial instrument (e.g. prepayment options or incentives relating to residential mortgage loans) but does not consider future credit losses. The calculation includes fees, premiums or discounts and basis points paid or received between parties to the contract, and directly attributable origination fees and costs which represent an integral part of the effective yield.

對於所有以利率作為被對沖風險的對沖交易，被套期工具的利息收入或利息支出(例如固定利率債務證券)均與從該套期工具例如利率掉期產生的利息收入和利息支出以淨額披露。

For all hedge transactions where interest rate is the hedged risk, interest income or interest expense from hedged instruments such as fixed rate debt securities are disclosed on a net basis together with net interest income/expense arising from the hedging instrument such as interest rate swap.

當一項金融資產或一組類似的金融資產確認減值損失後，會按照計量減值損失時對未來現金流進行貼現時使用的利率，按折減後之價值確認利息收入。而日後釋出之貼現準備亦將確認為利息收入。

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised on the written down value using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. Subsequent unwinding of the discount allowance is recognised as interest income.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.7 利息收入及支出、服務費及佣金收入及支出（續）**

不屬於整體有效利息一部分的服務費及佣金收入及支出，例如行政費、資產管理費和託管服務費，通常在提供相關服務時，以應計基準按比例地於服務期間內確認。當銀團貸款安排已完成且本集團未保留任何貸款或按適用於其他銀團成員的相同實際利率保留部分貸款時，銀團貸款服務費確認為收入。

2.8 金融資產

本集團於初始確認時將金融資產分類為：(i) 以公允價值變化計入損益、(ii) 以攤餘成本作計量或 (iii) 以公允價值變化計入其他全面收益並作後續計量。分類取決於企業管理其金融工具的業務模式以及工具的合約現金流量特徵或對公允價值選擇權的選擇。除以公允價值變化計入損益之金融資產外，其他金融資產之交易成本均已包含於初始賬面值內。

(1) 以公允價值變化計入損益之金融資產

這類金融資產包括三個細項：持作交易用途的金融資產，購入時即界定為以公允價值變化計入損益之金融資產以及強制性以公允價值變化計入損益之金融資產。

如果取得該金融資產主要是以短期沽售為目的，或屬於組合一部分並共同管理的可識別金融工具，若有證據表明其短期獲利行為，則被分類為持作交易用途。除被界定為有效對沖工具外，所有衍生金融工具均被分類為持作交易用途類別。

2.7 Interest income and expense and fee and commission income and expense (continued)

Fee and commission income and expenses that are not an integral part of the effective yield are recognised on an accrual basis ratably over the period when the related service is provided, such as administrative fee, asset management fee and custody services fee. Loan syndication fees are recognised as revenue when the related syndication arrangement has been completed and the Group has retained no part of the loan package for itself or has retained a part at the same effective interest rate as applicable to the other participants.

2.8 Financial assets

The Group classifies its financial assets at initial recognition and subsequently measured financial assets as: (i) at fair value through profit or loss ("FVPL"), (ii) at amortised cost ("AC") or (iii) at fair value through other comprehensive income ("FVOCI"). The Management determines the classification of investments 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 instruments, or the election of fair value option. All financial assets are recognised initially at fair value. Except for financial assets carried at fair value through profit or loss, all transaction costs of financial assets are included in their initial carrying amounts.

(1) Financial assets at fair value through profit or loss

This category has three sub-categories: financial assets held for trading, those designated at fair value through profit or loss at inception, and financial assets mandatorily required to be measured at fair value through profit or loss.

A financial asset which has been acquired or incurred principally for the purpose of selling in the short term or is 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 is classified as held for trading. Derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.8 金融資產 (續)****2.8 Financial assets (continued)****(1) 以公允價值變化計入損益之金融資產 (續)**

金融資產如能滿足以下其中之一項條件，可被管理層界定為以公允價值變化計入損益之金融資產：

- 可以消除或明顯減少因按不同基準計量金融資產之價值，或確認其收益或虧損，而出現不一致之計量或確認情況（一般被稱為「會計錯配」）；或
- 應用於一組金融資產、金融負債、或兩者兼有的組合，其管理是依據事先書面確立的風險管理或投資策略來運作，其表現是按公允價值為基礎來衡量，並按此基礎將該組金融工具的資訊向管理層作出內部報告；或
- 與包含一個或多個嵌藏式衍生金融工具的金融資產相關，且這些嵌藏式衍生金融工具對該等金融資產的現金流產生重大影響。

這些資產以公允價值進行初始確認，交易費用直接計入收益表，並以公允價值進行後續計量。

該等資產的公允價值變化所產生的損益計入淨交易性收益／虧損或界定為以公允價值變化計入損益之金融工具淨收益／虧損。而利息部分則計入作為利息收入之一部分。

(1) Financial assets at fair value through profit or loss (continued)

A financial asset can be designated as a financial asset at fair value through profit or loss, if it meets one of the criteria set out below, and is so designated by the Management:

- eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as “an accounting mismatch”) that would otherwise arise from measuring the financial assets or recognising the gains and losses on them on different bases; or
- applies to a group of financial assets, financial liabilities or both that is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the Management; or
- relates to financial assets containing one or more embedded derivative that significantly modifies the cash flow resulting from those financial assets.

These assets are recognised initially at fair value, with transaction costs taken directly to the income statement, and are subsequently re-measured at fair value.

Gains and losses from changes in the fair value of such assets are reported in net trading gain/loss or net gain/loss on financial instruments designated at fair value through profit or loss. The interest component is reported as part of interest income.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.8 金融資產 (續)****2.8 Financial assets (continued)****(2) 以攤餘成本作計量之金融資產**

如果滿足以下兩個條件，則金融資產分類為以攤餘成本作後續計量：(i) 金融資產以業務模式持有，其目的是持有金融資產以收取合同現金流，以及 (ii) 金融資產的合約條款在指定日期產生現金流，該現金流僅為本金和未償還本金的利息。它們最初以公允價值加上任何直接歸屬交易成本入賬，其後使用實際利率法計算攤餘成本並減去減值準備作計量。包括折溢價攤銷的利息收入將按照實際利息法計算確認在收益表中。當資產終止確認，修改或減值時，收益或損失在損益中確認。

(2) Financial assets at amortised cost

Financial assets are classified as subsequently measured at amortised cost if both of the following conditions are met: (i) the financial assets are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. They are initially recorded at fair value plus any directly attributable transaction costs and are subsequently measured at amortised cost using the effective interest method less allowances for impairment losses. Interest income which includes the amortisation of premium or discount is calculated using the effective interest method and is recognised in the income statement. Gains or losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.8 金融資產 (續)****2.8 Financial assets (continued)****(3) 以公允價值變化計入其他全面收益之金融資產**

如果滿足以下兩個條件，則債務工具分類為以公允價值變化計入其他全面收益：

(i) 金融資產以業務模式持有，持有目的是收取合同現金流和銷售，以及 (ii) 金融資產的合約條款在指定日期產生現金流，該現金流僅為本金及未償還本金額的利息。

以公允價值變化計入其他全面收益之金融資產以公允價值加上直接相關的交易費用進行初始入賬，並以公允價值進行後續計量。因該等投資之公允價值變化而產生之未實現收益或虧損直接確認在其他全面收益中；當該類金融資產終止確認或減值時，之前確認於權益儲備中的累計收益或虧損將轉入收益表內。惟包括折溢價攤銷的利息收入將按照實際利息法計算確認在收益表中。

對於股權投資，可以在初始確認時進行不可撤銷的選擇，以確認未實現和實現的其他綜合收益的公允價值收益或損失，而無需將公允價值收益或損失重新分類至損益表（不可轉回），即使在處置時也是如此。以公允價值變化計入其他全面收益分類的權益工具之股息，在本集團收取付款的權利確立時在其他營業收入中確認。指定為以公允價值變化計入其他全面收益的權益工具無須作減值評估。

以公允價值變化計入其他全面收益之證券的兌換差額的處理方法已詳列於附註2.4。

(3) Financial assets at fair value through other comprehensive income

Debt instruments are classified as subsequently measured at fair value through other comprehensive income if both of the following conditions are met: (i) the financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling, and (ii) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income are initially recorded at fair value plus any directly attributable transaction costs, and are subsequently measured at fair value. Unrealised gains and losses arising from changes in the fair value of investments are recognised directly in other comprehensive income, until the financial asset is derecognised or impaired at which time the accumulated gain or loss previously recognised in equity should be transferred to the income statement. However, interest income which includes the amortisation of premium and discount is calculated using the effective interest method and is recognised in the income statement.

For equity investments, an irrevocable election can be made at initial recognition to recognise unrealised and realised fair value gains or losses in other comprehensive income without subsequent reclassification of fair value gains or losses to the income statement even upon disposal (non-recycling). Dividends on equity instruments classified as fair value through other comprehensive income are recognised in other operating income when the Group's right to receive payment is established. Equity instruments designated at fair value through other comprehensive income are not subject to impairment assessment.

The treatment of translation differences on fair value through other comprehensive income securities is dealt with in Note 2.4.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.9 金融負債****2.9 Financial liabilities**

本集團按以下類別分類金融負債：(i) 交易性負債、(ii) 界定為公允價值變化計入損益之金融負債、(iii) 存款、已發行債務證券及存款證、後償負債及其他負債。所有金融負債於交易發生時界定其分類並以公允價值進行初始確認。

The Group classifies its financial liabilities under the following categories: (i) trading liabilities, (ii) financial liabilities designated at fair value through profit or loss, (iii) deposits, debt securities and certificates of deposit in issue, subordinated liabilities, and other liabilities. All financial liabilities are classified at inception and recognised initially at fair value.

(1) 交易性負債

旨在短期內購回之金融負債被分類為持作交易用途之負債。交易性負債以公允價值列賬，公允價值之變動所產生的收益或虧損確認於收益表內。

(1) Trading liabilities

A financial liability is classified as held for trading if it is incurred principally for the purpose of repurchasing in the short term. It is measured at fair value and any gains and losses from changes in fair value are recognised in the income statement.

(2) 界定為公允價值變化計入損益之金融負債

金融負債可於初始時指定為可界定為公允價值變化計入損益。如果金融負債符合以下標準之一，則可指定為界定為公允價值變化計入損益：

(2) Financial liabilities designated at fair value through profit or loss

A financial liability can be designated at fair value through profit or loss if it is so designated at inception. A financial liability is so designated if it meets one of the following criteria:

- 可以消除或明顯減少因按不同基準計量金融負債之價值，或確認其收益或虧損，而出現不一致之計量或確認情況（一般被稱為「會計錯配」）；或
- 應用於一組金融資產、金融負債、或兩者兼有的組合，其管理是依據事先書面確立的風險管理或投資策略來運作，其表現是按公允價值為基礎來衡量，並按此基礎將該組金融工具的資訊向管理層作出內部報告；或

- eliminates or significantly reduces a measurement or recognition inconsistency (sometimes referred to as “an accounting mismatch”) that would otherwise arise from measuring the financial liabilities or recognising the gains and losses on them on different bases; or
- applies to a group of financial assets, financial liabilities or both that is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the Management; or

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.9 金融負債 (續)****2.9 Financial liabilities (continued)****(2) 界定為公允值變化計入損益之金融負債 (續)**

- 與包含一個或多個嵌藏式衍生金融工具的金融負債相關，且這些嵌藏式衍生金融工具對該等金融負債的現金流產生重大影響。

界定為公允值變化計入損益之金融負債以公允值列賬，公允值之變動所產生的收益或虧損確認於收益表內。

(2) Financial liabilities designated at fair value through profit or loss (continued)

- relates to financial liabilities containing one or more embedded derivative that significantly modifies the cash flow resulting from those financial liabilities.

Financial liabilities designated at fair value through profit or loss are measured at fair value and any gains and losses from changes in fair value are recognised in the income statement.

(3) 存款、已發行債務證券及存款證、後償負債及其他負債

除被分類為交易性負債或界定為公允值變化計入損益之金融負債外，存款、已發行債務證券及存款證、後償負債及其他負債均以攤餘成本列賬。扣除交易費用後之淨收款和贖回價值的差額（如有），按照實際利息法於期內在收益表中確認。

(3) Deposit, debt securities and certificates of deposit in issue, subordinated liabilities, and other liabilities

Deposits, debt securities and certificates of deposit in issue, subordinated liabilities, and other liabilities, other than those classified as trading liabilities or designated at fair value through profit or loss are carried at amortised cost. Any difference (if available) between proceeds net of transaction costs and the redemption value is recognised in the income statement over the period using the effective interest method.

2.10 財務擔保合約及未提取貸款承諾**2.10 Financial guarantee contracts and undrawn loan commitments**

財務擔保合約是指簽發人在指定的債務人未能根據持有人與債務人之間的債務合約條款而履行還款責任時，需向持有人償付由此而產生之損失的指定付款。

財務擔保合約以合約簽發當日的公允值初始確認為金融負債，並列示於財務報表內的「其他賬項及準備」項下。及後，本集團之責任按以下兩者之較高者計量：(i) 根據香港財務報告準則第9號「金融工具」釐定之金額；及(ii) 初始確認之金額減按直線法於擔保有效期內確認之累計攤銷（如適用）。財務擔保合約負債的變動則於收益表中確認。

Financial guarantee contracts are contracts that require the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due, in accordance with the terms of a contract between the holder and the debtor.

Financial guarantee contracts are initially recognised as financial liabilities and reported under "Other accounts and provisions" in the financial statements at fair value on the date the guarantee was given. Subsequent to initial recognition, the Group's liabilities under such guarantees are measured at the higher of (i) the amount determined in accordance with HKFRS 9 "Financial Instruments" and (ii) the amount initially recognised less, where appropriate, accumulated amortisation recognised over the life of the guarantee on a straight-line basis. Any changes in the liability relating to financial guarantee contracts are taken to the income statement.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.10 財務擔保合約及未提取貸款承諾 (續)**

未提取貸款承諾是指集團在承諾期間需要以既定的合同條款向客戶發放貸款的承諾。

2.11 金融工具的確認和終止確認

以公允價值變化計入損益、以公允價值變化計入其他全面收益及以攤餘成本作後續計量之金融資產，其買賣會於交易當日(即本集團購入或售資產當日)確認。貸款及應收款(沒有活躍市場的投資證券除外)於付出現金予借款人時確認。在從該等金融資產取得現金流之權利完結或本集團已轉讓實質上所有風險及回報時，將終止對該等金融資產之確認。當本集團未有轉讓或未有保留已轉讓金融資產之實質上所有風險及回報，但仍保留對其控制時，本集團會按持續參與的部分繼續確認該等已轉讓的金融資產；若本集團已失去對其控制時，則終止確認。

交易性負債、界定為以公允價值變化計入損益之金融負債及已發行債務證券及存款證於交易當日確認。未被界定為以公允價值變化計入損益之存款在收到客戶款項時確認，而其他負債於有關責任產生時確認。只有當合約中的指定責任被履行、取消或到期，該金融負債才可從資產負債表上終止確認。

2.10 Financial guarantee contracts and undrawn loan commitments (continued)

Undrawn loan commitments are commitments under which, over the duration of the commitment, the Group is required to provide a loan with pre-specified terms to the customer.

2.11 Recognition and derecognition of financial instruments

Purchases and sales of financial assets subsequently measured at FVPL, at FVOCI and at amortised cost are recognised on the trade date, the date on which the Group purchases or sells the assets. Loans and receivables (except investment securities without an active market) are recognised when cash is advanced to the borrowers. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or where the Group has transferred substantially all risks and rewards of ownership. When the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset, the Group either continues to recognise the transferred financial asset to the extent of its continuing involvement if control remains or derecognise it if there is no retained control.

Trading liabilities, financial liabilities designated at FVPL and debt securities and certificates of deposit in issue are recognised on the trade date. Deposits that are not designated at FVPL are recognised when money is received from customers, other liabilities are recognised when such obligations arise. Financial liabilities are derecognised from the balance sheet when and only when the obligation specified in the contract is discharged, cancelled or expires.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.11 金融工具的確認和終止確認（續）**

售出予交易對手之證券及票據，如根據回購協議，附有按預定價格並於將來指定時間回購之責任稱為「回購」。而向交易對手購入之證券及票據，如根據回售協議，附有按預定價格於將來指定時間再出售予交易對手之責任則稱為「反向回購」。

「回購」或借出證券於初始時按已向交易對手所取得之實際現金額，列賬於應付銀行款項或銀行及其他金融機構之存款及結餘（如適用）。用作抵押回購協議之金融資產不會被終止確認，並仍列為證券投資或以公允值變化計入其他全面收益之金融資產。「反向回購」或借入證券則於初始時按已付予交易對手之實際現金額，於資產負債表內列為庫存現金及應收銀行款項或在銀行及其他金融機構的結餘及存款（如適用）。於反向回購協議下所收到用作抵押之金融資產將不會被確認為資產負債表上。出售價與回購價之差額則以實際利息法於協議年期內分期確認為利息收入或利息支出。

2.12 公允值計量

本集團於每個會計結算日以公允值計量房產及投資物業、貴金屬及部分金融工具。公允值是指在估值日當期集團可接觸的主要交易市場或最有利之市場狀況下，市場參與者進行有序交易出售資產或轉移負債之價格。

2.11 Recognition and derecognition of financial instruments (continued)

Securities and bills sold to a counterparty with an obligation to repurchase at a pre-determined price on a specified future date under a repurchase agreement are referred to as repos. Securities and bills purchased from a counterparty with an obligation to re-sell to the counterparty at a pre-determined price on a specified future date under a resale agreement are referred to as reverse repos.

Repos or securities lending are initially recorded as due to banks, placements from banks and other financial institutions, as appropriate, at the actual amount of cash received from the counterparty. Financial assets given as collateral for repurchase agreements are not derecognised and are recorded as investment in securities or financial assets at fair value through other comprehensive income. Reverse repos or securities borrowing are initially recorded in the balance sheet as cash and due from banks or placements with banks and other financial institutions, as appropriate, at the actual amount of cash paid to the counterparty. Financial assets received as collateral under reverse repurchase agreements are not recognised on the balance sheet. The difference between sale and repurchase price is recognised as interest income or interest expense over the life of the agreements using the effective interest method.

2.12 Fair value measurement

The Group measures its premises and investment properties, precious metals and certain financial instruments at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants in its principal market or the most advantageous market accessible by the Group at the measurement date.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.12 公允值計量 (續)****2.12 Fair value measurement (continued)**

計量資產或負債公允值運用的假設為市場參與者在其最佳經濟利益的情況下，所採用的資產或負債計價。

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

本集團使用最能代表金融工具公允價值的買賣差價內的價格，在適當情況下，包括在本集團根據其淨市場風險敞口管理此類金融資產和負債的情況下，使用金融資產和金融負債組合的淨抵消風險頭寸的剩餘部分。儘管本集團以淨額計量這些金融工具組合的公允價值，除非符合附註 2.6 中所述的抵銷標準，相關金融資產和金融負債在財務報表中單獨列示。

The Group uses the price within the bid-offer spread that is most representative of the fair value of financial instruments, where appropriate, includes using on the residual of the net offsetting risk position of portfolios of financial assets and financial liabilities in cases the Group manages such groups of financial assets and liabilities according to their net market risk exposures. Despite the Group measures the fair value of these groups of financial instruments on a net basis, the underlying financial assets and financial liabilities are separately presented in the financial statements unless the offsetting criteria stated in Note 2.6 are fulfilled.

非金融資產之公允值計量為考慮市場參與者使用該資產所產生的最高及最佳經濟利益，或出售予另一市場參與者而該參與者可產生的最高及最佳經濟利益。

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

若資產或負債所處之市場並不活躍，本集團會在合適並有足夠數據的情況下，採用估值方法釐定其公允價值，包括運用當時之公平市場交易、貼現現金流量分析、期權定價模型及其他市場參與者通用之估值方法，並會盡可能使用市場上可觀察的相關參數，避免使用不可觀察的參數。

If the market for assets or liabilities is not active, the Group uses valuation techniques, including the use of recent arm's length transactions, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants, that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2.13 貴金屬**2.13 Precious metals**

貴金屬包括黃金。貴金屬以其公允值作初始確認和其後重估。貴金屬於進行市場劃價後所產生之收益或虧損，將包括於淨交易性收益／虧損內。

Precious metals comprise gold. Precious metals are initially recognised and subsequently re-measured at fair value. Mark-to-market gains or losses on precious metals are included in net trading gain/loss.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.14 金融資產減值****2.14 Impairment of financial assets**

本集團就下列項目確認預期信用損失的損失準備：

- 以攤餘成本計量之金融資產；
- 以公允價值變化計入其他全面收益之債務證券；和
- 不以公允價值變化計入損益作計量之已發出的貸款承諾及財務擔保。

以公允價值計量的金融資產，包括基金單位，以公允價值變化計入損益作計量之股份證券，指定為以公允價值變化計入其他全面收益之股權證券（不可轉回）及衍生金融資產，均不需要作預期信用損失評估。

預期信用損失是信用損失的概率加權估計。信貸虧損按所有預期現金缺口的現值計量，即根據合約應付本集團的現金流量與本集團預期收到的現金流量之間的差額。

就未提取貸款承諾及財務擔保而言，預期現金缺口按（i）如果貸款承諾持有人/財務擔保受益人提取貸款/索賠而將應付本集團之合約現金流及（ii）如果貸款被提取/財務擔保被索賠，本集團預計可收到的現金流的差額計量。

The Group recognises a loss allowance for expected credit losses (ECL) on the following items:

- financial assets measured at amortised cost;
- debt securities measured at FVOCI; and
- loan commitments and financial guarantees issued, which are not measured at FVPL.

Financial assets measured at fair value, including units in funds, equity securities measured at FVPL, equity securities designated at FVOCI (non-recycling) and derivative financial assets, are not subject to the ECL assessment.

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all expected cash shortfalls (i.e. the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive).

For undrawn loan commitments and financial guarantees outstanding, expected cash shortfalls are measured as the difference between (i) the contractual cash flows that would be due to the Group if the holder of the loan commitment draws down on the loan/the beneficiary of the financial guarantee claims on the financial guarantee and (ii) the cash flows that the Group expects to receive if the loan is drawn down/the financial guarantee is claimed.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.14 金融資產減值 (續)****2.14 Impairment of financial assets (continued)**

如果貼現的影響很大，那麼預期的現金缺口會以貼現處理。估計預期信用損失時考慮的最長期限是集團暴露於信用風險的最長合同期。

The expected cash shortfalls are discounted where the effect of discounting is material. The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

在計量預期信用損失時，集團會考慮合理而無需花費過多的成本或精力且可支持的信息。這包括有關過去事件、當前狀況和未來經濟狀況預測的信息。

In measuring ECLs, the Group takes into account reasonable and supportable information that is available without undue cost or effort. This includes information about past events, current conditions and forecasts of future economic conditions.

預期信用損失在以下其中一個基礎上計量：

ECLs are measured on either of the following bases:

- 12 個月的預期信用損失：此為預計在報告日期後 12 個月內由可能發生的違約事件造成的損失；或
- 終身預期信用損失：此為預期由預期信用損失模型採用的項目之預期壽命內由所有可能的違約事件導致的損失。

- 12-month ECLs: these are losses that are expected to result from possible default events within the 12 months after the reporting date; or
- lifetime ECLs: these are losses that are expected to result from all possible default events over the expected lives of the items to which the ECL model applies.

當初始確認該等金融工具時，本集團將在未來 12 個月內預期信用損失計入第一階段。並且在初始確認後信用風險顯著增加時，將終身預期信用損失確認為第二階段。如果對該金融資產的估計未來現金流量產生不利影響的一項或多項事件已經發生，則會對信用減值金融工具的終身預期信用損失確認為第三階段且按相關第三階段之金融資產扣除減值金額計算利息。

The Group will account for expected credit losses within the next 12 months as Stage 1 when those financial instruments are initially recognised; and to recognise lifetime expected credit losses as Stage 2 when there has been significant increases in credit risk since initial recognition. Lifetime expected credit losses will be recognised for credit-impaired financial instruments as Stage 3 if one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred and interest will then be accrued net of the impairment amount of the respective Stage 3 financial assets.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.14 金融資產減值 (續)****2.14 Impairment of financial assets (continued)**

本集團考慮違約事件發生，當 (i) 如果本集團不採取變現押品或擔保 (如持有)，借款人不太可能全額償還其對本集團的信貸責任;或 (ii) 該金融資產是逾期 90 天。本集團考慮了合理且可支持的定量和定性信息，包括無需花費過多的成本或努力即可獲得的歷史經驗和前瞻性信息。

The Group considers that a default event occurs when (i) the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the group to actions such as realising security (if any is held); or (ii) the financial asset is 90 days past due. The Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

在評估自初始確認後金融工具的信用風險 (包括貸款承諾) 是否顯著增加時，本集團將報告日期評估的金融工具違約風險與初始確認日評估的風險進行比較。本集團會考慮以下資料，包括但不限於：

In assessing whether the credit risk of a financial instrument (including a loan commitment) has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument assessed at the reporting date with that assessed at the date of initial recognition. The Group takes into account following information, including but not limited to:

- 未能在合同到期日支付本金或利息;
- 金融工具的外部或內部信用評級 (如果有) 的實際或預期的顯著惡化;
- 借款人經營業績的實際或預期顯著惡化;和
- 科技、市場、經濟或法律環境的現有或預期變化，對借款人履行其對集團還款義務的能力產生重大不利影響。

- failure to make payments of principal or interest on their contractually due dates;
- an actual or expected significant deterioration in a financial instrument's external or internal credit rating (if available);
- an actual or expected significant deterioration in the operating results of the borrower; and
- existing or forecast changes in the technological, market, economic or legal environment that have a significant adverse effect on the borrower's ability to meet its obligation to the group.

就貸款承諾及財務擔保而言，本集團成為不可撤銷承諾的一方的日期為考慮初始確認評估預期信用損失的日期。在評估自初始確認貸款承諾及財務擔保以來信貸風險是否顯著增加時，本集團會考慮貸款承諾及財務擔保所涉及的貸款及擔保發生違約風險的變動。

For loan commitments and financial guarantees, the date of initial recognition for the purpose of assessing ECLs is considered to be the date that the Group becomes a party to the irrevocable commitment. In assessing whether there has been a significant increase in credit risk since initial recognition of a loan commitment and financial guarantee, the Group considers changes in the risk of default occurring on the loan and guarantee to which the loan commitment and financial guarantee relates.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.14 金融資產減值 (續)****2.14 Impairment of financial assets (continued)**

根據金融工具的性质，對信用風險顯著增加的評估是在個別基礎上或共同基礎上進行的。當評估在共同基礎上進行時，金融工具根據共享信用風險特徵進行分類，例如逾期狀態和信用風險評級。

Depending on the nature of the financial instruments, the assessment of a significant increase in credit risk is performed on either an individual basis or a collective basis. When the assessment is performed on a collective basis, the financial instruments are grouped based on shared credit risk characteristics, such as past due status and credit risk ratings.

預期信用損失會在每個報告日期重新計量，以反映自初始確認以來金融工具信用風險的變化。預期信用損失金額的任何變動均在損益表中確認為減值損益。本集團確認所有金融工具的減值損益，並通過損失準備金賬戶對其賬面金額進行相應調整，但以公允價值計入其他綜合收益之債務證券投資除外，其損失準備在其他綜合收益中確認並於公允價值儲備中累計。

ECLs are remeasured at each reporting date to reflect changes in the financial instrument's credit risk since initial recognition. Any change in the ECL amount is recognised as an impairment gain or loss in profit or loss. The Group recognises an impairment gain or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, except for investments in debt securities that are measured at FVOCI, for which the loss allowance is recognised in other comprehensive income and accumulated in the fair value reserve.

根據附註 2.7 確認的利息收入乃根據金融資產的賬面總值計算，惟在金融資產為信貸減值(第三階段)的情況下，利息收入乃根據金融資產的攤銷成本(即賬面總值減去虧損撥備)計算。

Interest income recognised in accordance with Note 2.7 is calculated based on the gross carrying amount of the financial asset unless the financial asset is credit-impaired (Stage 3), in which case interest income is calculated based on the amortised cost (i.e. the gross carrying amount less loss allowance) of the financial asset.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.14 金融資產減值 (續)****2.14 Impairment of financial assets (continued)**

當金融資產無法收回時，在完成所有必要程序及確定損失金額後，本集團對該等資產進行撇銷，沖減相應的貸款損失減值準備。該等已撇銷資產仍受制於執行活動。撇銷後收回的貸款金額沖減在收益表中的貸款減值損失。

When a financial asset is uncollectible, it is written off against the related allowance for impairment losses. Such assets are written off after all the necessary procedures have been completed and the amount of the loss has been determined. The assets written off are still subject to enforcement activity. Subsequent recoveries of amounts previously written off decrease the amount of impairment losses in the income statement.

如果在以後的會計報表期間，減值損失的金額減少，且該等減少與確認減值後發生的事件有客觀關聯(例如債務人信用評級的改善)，則之前已確認的減值損失可按不多於該之前已減值之金額，通過調整準備金予以回撥，回撥的金額於收益表內確認。

If, in a subsequent period, the amount of allowance for impairment losses decreases and the decrease can be related objectively to an event occurring after the impairment loss was recognised (such as an improvement in the debtor's credit rating), the previously recognised impairment loss to the extent of its decrease is reversed by adjusting the allowance account. The amount of the reversal is recognised in the income statement.

當貸款條款經重新商訂後與原來出現重大差異時，該貸款不再被視為逾期貸款，而作為新貸款處理。

Loans whose terms have been renegotiated with substantial difference in the terms are no longer considered to be past due but are treated as new loans.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.15 對附屬公司及非金融資產之減值**

如因發生事件或情況已改變，並顯示資產之賬面值或將無法被收回，則會進行減值重檢。潛在減值跡象包括運用資產之科技、市場、經濟或法律環境已出現明顯變壞或資產價值大幅或長期下跌至低於其成本值。

「大幅」是以投資的原成本值作評價，而「長期」是以公允值低於其原成本值之時期作評價。

資產的賬面值超過其可收回金額的部分會被確認為減值損失。可收回金額是指資產的公允值扣除出售成本後與其使用價值的較高者。為作出減值評估，資產乃按其最小的可分開識別現金流（現金產出單元）層次分類。於每一財務報告日，會對已發生減值的資產進行重檢以確定需否回撥。

在本銀行的資產負債表，如果附屬公司宣派的股息超過其在該宣派年度的全面收益總額，或其在在本銀行的賬面值超過在其綜合資產負債表內已包括商譽的淨資產值時，則需要做投資減值測試。

2.16 投資物業

持作賺取長期租金收益或資本增值或兩者兼備者，且並非集團旗下各公司所佔用之物業（包括由物業所在的租賃土地產生的使用權資產），均列作投資物業。出租予本集團內公司之物業，於個別公司之財務報表中分類為投資物業，及於綜合財務報表中分類為房產。

2.15 Impairment of investment in subsidiaries and non-financial assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Potential indications of impairment may include significant adverse changes in the technological, market, economic or legal environment in which the assets operate or whether there has been a significant or prolonged decline in value below their cost. "Significant" is evaluated against the original cost of the investment and "prolonged" against the period in which the fair value has been below its original cost.

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units). Assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

In the Bank's balance sheet, impairment testing of the investment in a subsidiary is also required upon receiving dividend from that entity if the dividend exceeds the total comprehensive income of that entity concerned in the period the dividend is declared or if the carrying amount of that entity in the Bank's balance sheet exceeds the carrying amount of that entity's net assets including goodwill in its consolidated balance sheet.

2.16 Investment properties

Properties (including right-of use assets arising from leases over leasehold land on which properties are situated) that are held for long-term rental yields or for capital appreciation or both, and that are not occupied by the companies in the Group, are classified as investment properties. Properties leased out within Group companies are classified as investment properties in individual companies' financial statements and as premises in consolidated financial statements.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.16 投資物業 (續)****2.16 Investment properties (continued)**

投資物業初始以成本值(包括相關交易成本)計量。經初始確認後,投資物業按公允值計量。

Investment properties are recognised initially at cost, including related transaction costs. After initial recognition, investment properties are measured at fair value.

只有在與項目相關的未來經濟利益很有可能流入本集團,並能夠可靠地計量其成本的情況下,本集團才會將其後續支出計入為資產賬面值之一部分。該等後續支出以扣除減值後之成本列賬,並包括於投資物業的賬面值內。若其後開始產生經濟利益,則以公允值計量。至於所有其他修理及維護費用,均需於產生時確認於當期收益表內。

Subsequent expenditure is charged to the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The item is stated at cost less impairment and is included in the carrying amount of investment properties. Once the item begins to generate economic benefits, it is then measured at fair value. All other repairs and maintenance costs are expensed in the income statement during the financial period in which they are incurred.

任何公允值之變動會直接於收益表內確認。

Any changes in fair value are recognised directly in the income statement.

若投資物業改為自用,會被重新分類為房產,其於重新分類日之公允值會成為其會計賬上的成本值。若房產項目因其用途改變而成為投資物業,則根據香港會計準則第 16 號「物業、器材及設備」將此項目於轉分類日之賬面值與其公允值之間的差額作為房產重估,確認於其他全面收益內。惟若公允值增值抵銷以往之重估損失或減值損失,該增值則於收益表內確認,並以過往已確認的損失金額為限。

If an investment property becomes owner-occupied, it is reclassified as premises, and its fair value at the date of reclassification becomes its cost for accounting purposes. If an item of premises becomes an investment property because its use has changed, any difference resulting between the carrying amount and the fair value of this item at the date of transfer is recognised in other comprehensive income as a revaluation of premises under HKAS 16 "Property, Plant and Equipment". However, if a fair value gain reverses a previous revaluation loss or impairment loss, the gain is recognised in the income statement up to the amount previously debited.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.17 物業、器材及設備****2.17 Properties, plant and equipment**

物業(包括由物業所在的租賃土地產生的使用權資產)主要為分行及辦公樓房產。房產需定期但最少每年以取自外間獨立估價師之公允值扣除隨後發生之累計折舊列示。重估當日之累計折舊額需先沖銷資產之賬面毛值,沖減後之淨額則重新調整至該資產之重估價值。相隔期間由董事參考相近物業之公開市值以檢討房產之賬面值,如董事認為該房產價值有重大變動則會作出相應調整。

Properties (including right-of use assets arising from leases over leasehold land on which properties are situated) are mainly branches and office premises. Premises are shown at fair value based on periodic, at least annually, valuations by external independent valuers less subsequent accumulated depreciation. Any accumulated depreciation at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. In the intervening periods, the directors review the carrying amount of premises, by reference to the open market value of similar properties, and adjustments are made when there has been a material change.

所有器材及設備及除租賃土地外的使用權資產均以歷史成本扣除累計折舊列賬。歷史成本包括因取得及安裝該項目而直接產生之費用。

All plant and equipment and right-of-use assets other than leasehold land are stated at historical cost less accumulated depreciation. Historical cost includes expenditures that are directly attributable to the acquisition and installation of the items.

與資產有關的後續支出,只有當其產生的未來經濟利益很可能流入本集團,並且該支出能夠可靠地計量時,才能將其計入資產的賬面價值或作為單獨的一項資產進行確認(如適當)。該等後續支出以成本列賬直至其開始產生經濟利益,之後則根據相關資產之後續計量基準進行計量。所有其他修理及維護費用均在發生時計入當期收益表。

Subsequent costs are included in an asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The item is stated at cost until it begins to generate economic benefits, then the item is subsequently measured according to the measurement basis of its respective assets class. All other repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred.

房產重估後之賬面增值通過其他全面收益撥入房產重估儲備中。與同一個別資產早前之增值作對銷之減值部分,通過其他全面收益於房產重估儲備中扣減;餘下之減值額則確認於收益表內。其後任何增值將撥入收益表(以早前扣減之金額為限),然後撥至房產重估儲備內。出售房產時,房產重估儲備中與先前估值有關之已實現部分,將從房產重估儲備撥轉至留存盈利。

Increases in the carrying amount arising on revaluation of premises are credited to the premises revaluation reserve through other comprehensive income. Decreases that offset previous increases of the same individual asset are charged against premises revaluation reserve through other comprehensive income; all other decreases are expensed in the income statement. Any subsequent increases are credited to the income statement up to the amount previously debited, and then to the premises revaluation reserve. Upon disposal of premises, the relevant portion of the premises revaluation reserve realised in respect of previous valuations is released and transferred from the premises revaluation reserve to retained earnings.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.17 物業、器材及設備 (續)****2.17 Properties, plant and equipment (continued)**

折舊以直線法，將資產之成本值或重估價值於其如下估計可用年限內攤銷：

- 物業
按政府土地租約年期
- 器材及設備
2 至 15 年
- 使用權資產
按資產可用年期及租約年期之較短者

本集團在每個會計結算日重檢資產的可用年限，並已按適當情況作出調整。

在每個會計結算日，源自內部及外界之資料均會被用作評定物業、器材及設備是否出現減值之跡象。如該跡象存在，則估算資產之可收回價值，及在合適情況下將減值損失確認以將資產減至其可收回價值。該等減值損失在收益表內確認，但假若某資產乃按估值列賬，而減值損失又不超過同一資產之重估盈餘，此等損失則當作重估減值。可收回價值指該資產之公允值扣除出售成本後之金額，與其使用價值之較高者。減值損失會按情況於房產重估儲備或收益表內撥。

出售之收益及虧損是按扣除稅項及費用之出售淨額與有關資產賬面值之差額而釐定，並於出售日在收益表內確認。任何有關重估盈餘會由房產重估儲備轉撥至留存盈利，不會重新分類至收益表內。

Depreciation is calculated on the straight-line method to write down the cost or revalued amount of such assets over their estimated useful lives as follows:

- Properties
Over the life of government land leases
- Plant and equipment
2 to 15 years
- Right-of-use assets
Shorter of useful lives and lease terms

The useful lives of assets are reviewed, and adjusted if appropriate, as at the end of each reporting period.

At the end of each reporting period, both internal and external sources of information are considered to determine whether there is any indication that properties, plant and equipment, are impaired. If any such indication exists, the recoverable amount of the asset is estimated and where relevant, an impairment loss is recognised to reduce the asset to its recoverable amount. Such an impairment loss is recognised in the income statement except where the asset is carried at valuation and the impairment loss does not exceed the revaluation surplus for that same asset, in which case it is treated as a revaluation decrease. The recoverable amount is the higher of the asset's fair value less costs to sell and value in use. Impairment loss is reversed through the premises revaluation reserve or the income statement as appropriate.

Gains and losses on disposals are determined by comparing proceeds with carrying amount, relevant taxes and expenses. These are recognised in the income statement on date of disposal. Any related revaluation surplus is transferred from the revaluation reserve to retained earnings and is not reclassified to the income statement.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.18 租賃****2.18 Leases**

在簽訂合同時，集團會評估該合同是否或有否包含租賃。如果一份合同在一段期間內，為換取對價而渡讓一項可識別資產使用的控制權，則該合同是一項租賃或包含一項租賃。在承租人同時擁有主導資產的使用的權利及從使用中獲得幾乎全部的經濟利益的情況下，控制權即已於合同期內渡讓。

At inception of a contract, the Group assesses whether the contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Control is conveyed where the customer has both the right to direct the use of the identified asset and to obtain substantially all of the economic benefits from that use over the contract period.

(1) 作為承租人

在租賃開始日期時，除為期12個月或以內的短期租賃和低價值資產的租賃外，集團會確認相應的使用權資產及租賃負債。如集團簽訂了與低價值資產相關的租賃，集團則會按每張合同決定是否將租賃合同資產化。不被資產化之租賃合同的相關租賃付款額會在租賃期內系統地確認為支出。

(1) As a lessee

On the lease commencement date, the Group recognises a right-of-use asset and a lease liability, except for short-term leases that have a lease term of 12 months or less and leases of low-value assets. When the Group enters into a lease in respect of a low-value asset, the Group decides whether to capitalise the lease on a lease-by-lease basis. The lease payments associated with those leases which are not capitalised are recognised as an expense on a systematic basis over the lease term.

當租賃合同被資產化後，租賃負債會以租約內租賃付款的未來現金流，(包含合理確認會被行使的續租權所延展的續租期間的付款)，以租賃合同中的內含利率，或如該等利率不能被有效確定時，則使用承租人於租賃開始日期的增量借貸利率折現成現值，作為初始確認金額。

Where the lease is capitalised, the lease liability is initially recognised at the present value of the lease payments payable over the lease term, after taking into account payments to be made in the optional period if the extension option is reasonably certain to be exercised, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using a relevant incremental borrowing rate.

在初始確認後，租賃負債會以攤餘成本計量，利息支出則會以實際利息法計算。

After initial recognition, the lease liability is measured at amortised cost and interest expense is calculated using the effective interest method.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.18 租賃 (續)****2.18 Leases (continued)***(1) 作為承租人 (續)*

租賃合同被資產化後而確認的使用權資產，於初始時以成本計量，而成本則由租賃負債的初始金額，加上租賃開始日期當天或之前已付的租賃付款額及初始直接費用組成。在適用範圍下，使用權資產的金額亦包含估算的清拆及移除相關資產、復原使用資產或其所在的地點之費用的現值，並扣除已收取的租賃激勵項目。除下列種類的使用權資產外，使用權資產後續以成本扣除累計折舊及減值損失計量，並於租賃負債被重新計量時作出調整：

- 符合投資物業定義的使用權資產會以公允值計量；及
- 與集團已註冊為擁有人的租賃土地及建築物相關但不符合投資物業定義的使用權資產會以重估值計量。

當未來租賃付款額受指數或利率的變化而發生改變，或集團估算在餘值擔保安排下的應付款項將會發生改變，或租期發生改變，或集團對於是否合理確定行使某一購買、續租或終止租約選項作出重新評估時，租賃負債會被重新計量。當在這些情況下重新計量租賃負債後，相應的調整會計入使用權資產的賬面金額，或如使用權資產的賬面價值已減記至零，則將調整計入損益。

集團將不符合投資物業定義的使用權資產披露於“物業、器材及設備”項下，及將租賃負債分開披露於“其他賬項及準備”項下。

(1) As a lessee (continued)

The right-of-use asset recognised when a lease is capitalised is initially measured at cost, which comprises the initial amount of the lease liability plus any lease payments made at or before the commencement date, and any initial direct costs incurred. Where applicable, the cost of the right-of-use assets also includes an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, discounted to their present value, less any lease incentives received. The right-of-use asset is subsequently stated at cost less accumulated depreciation and impairment losses except for the following types of right-of-use asset:

- right-of-use assets that meet the definition of investment property are carried at fair value; and
- right-of-use assets related to leasehold land and buildings that do not meet the definition of investment property where the group is the registered owner of the leasehold interest are carried at fair value.

The lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, or there is a change in the group's estimate of the amount expected to be payable under a residual value guarantee, or there is a change arising from the reassessment of whether the Group will be reasonably certain to exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in 'Properties, plant and equipment' and presents lease liabilities separately in "Other accounts and provisions".

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.18 租賃 (續)****2.18 Leases (continued)***(2) 作為出租人*

集團作為出租人時，會在簽訂租賃合同時判斷每份租賃合同應為經營租賃或是融資租賃。如租約已實質上轉讓了幾乎所有因擁有相關資產產生的風險及回報，該租賃應歸類為融資租賃。如非此等情況，則租賃應被分類為經營租賃。

來自經營租賃的租金收入會在租期內以直線法確認。

(2) As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to the ownership of an underlying assets to the lessee. If this is not the case, the lease is classified as an operating lease.

The rental income from operating leases is recognised on a straight-line basis over the lease term.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.18 租賃 (續)****2.18 Leases (continued)****2019年1月1日之前的政策****Policy prior to 1 January 2019****(1) 經營租賃**

經營租賃是指實質上由出租人保留擁有資產之絕大部分風險及回報之租賃。經營租賃之總租金款額(扣除自出租人收取之任何回扣額)，將於租賃期內以直線法在收益表中確認。

若經營租賃於租約到期前已結束，任何需繳付予出租人之罰款將於結束發生當月於收益表內確認為支出。經營租賃之租金收入在租約期內以直線法確認。

(2) 融資租賃

如承租人已實質上獲得了所有風險及回報，該資產的租賃應歸類為融資租賃。由於位於香港之土地的最低租約付款的現值(即成交價)已實質上等同於土地的公平價值，因此香港政府土地的租賃被歸類為融資租賃，尤如屬無期業權。

融資租賃會在租賃開始時，按租賃資產之公允值與其最低租約付款的現值之較低者予以資產化。每期租金均會分配於負債及財務費用，以達至一個固定息率於融資餘額上。相應的租賃責任，在扣除財務費用後，會計入其他負債。按融資租賃方法購入的投資物業以公允值列賬。

當資產按融資租賃租出，租金的現值會被確認為應收款項。租賃收入是以投資淨額方法於租賃期內確認，以反映固定的回報率。

(1) Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. The total payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place. Rental income from operating leases is recognised on a straight-line basis over the lease term.

(2) Finance leases

Leases of assets where lessee have obtained substantially all the risks and rewards of ownership are classified as finance leases. Government land leases in Hong Kong are classified as finance leases as the present value of the minimum lease payments (i.e. transaction price) of the land amounted to substantially all of the fair value of the land as if it were freehold.

Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased asset and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other liabilities. Investment properties acquired under finance leases are carried at their fair value.

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. Lease income is recognised over the term of the lease using net investment method, which reflects a constant periodic rate of return.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.19 現金及等同現金項目****2.19 Cash and cash equivalents**

就綜合現金流量表而言，現金及等同現金項目指按原來到期日，於購入日期起計三個月內到期之結餘，包括現金、銀行及其他金融機構之結餘、短期票據及被分類為投資證券。

For the purposes of the consolidated cash flow statement, cash and cash equivalents comprise balances with original maturity less than three months from the date of acquisition, including cash, balances with banks and other financial institutions, short-term bills and notes classified as investment securities.

2.20 準備**2.20 Provisions**

當本集團因為已發生之事件而須承擔法律性或推定性之現有責任，而解除該責任時有可能消耗有經濟利益之資源，需在責任金額能夠可靠地作出估算之情況下，為確認有關責任而撥備。

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

2.21 僱員福利**2.21 Employee benefits****(1) 退休福利成本**

本集團根據認可職業退休計劃或強積金計劃之定額供款退休計劃作出供款，集團僱員均可參與。在職業退休計劃下，集團與僱員之供款按僱員基本薪金之百分比計算，在強積金計劃下該等供款則按強積金規例計算。退休福利計劃成本代表本集團應向此等計劃支付之供款，會於產生時在收益表支取。僱員於全數享有其應得之集團供款部分前退出此職業退休計劃，因而被沒收之本集團供款，會被本集團用作扣減其目前供款負擔或根據職業退休計劃信託契據條款沖減其開支。

(1) Retirement benefit costs

The Group contributes to defined contribution retirement schemes under either recognised ORSO schemes or MPF schemes that are available to the Group's employees. Contributions to the schemes by the Group and employees are calculated as a percentage of employees' basic salaries for the ORSO schemes and in accordance with the MPF rules for MPF schemes. The retirement benefit scheme costs are charged to the income statement as incurred and represent contributions payable by the Group to the schemes. Contributions made by the Group that are forfeited by those employees who leave the ORSO scheme prior to the full vesting of their entitlement to the contributions are used by the Group to reduce the existing level of contributions or to meet its expenses under the trust deed of the ORSO schemes.

退休計劃之資產與本集團之資產分開持有，並由獨立管理基金保管。

The assets of the schemes are held in independently-administered funds separate from those of the Group.

(2) 有償缺勤

僱員獲享之年度休假及病假在累積時確認，本集團會對僱員服務至會計結算日所累積，但尚未使用之年度休假及預計所需支付之病假作出估算及撥備。

(2) Leave entitlements

Employee entitlements to annual leave and sick leave are recognised when they accrue to employees. A provision is made for the estimated liability for unused annual leave and the amount of sick leave expected to be paid as a result of services rendered by employees up to the end of the reporting period.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.21 僱員福利 (續)****2.21 Employee benefits (continued)****(2) 有償缺勤 (續)**

除病假及經特別批准之年度休假外，其他有償缺勤均不允許累積。若僱員於獲享有償缺勤之年度內未能悉數享用該等可用缺勤，剩餘之可用缺勤將被取消。除未到期之休假外，僱員於離職時亦無權收取現金以彌補任何未被使用之可用缺勤。

(2) Leave entitlements (continued)

Compensated absences other than sick leave and special approved annual leaves are non-accumulating; they lapse if the current period's entitlement is not used in full. Except for unexpired annual leaves, they do not entitle employees to a cash payment for unused entitlement on leaving the Group.

(3) 獎金計劃

若因僱員提供之服務而令集團產生法律性或推定性之現有責任，而該責任之金額亦能可靠地作出估算，集團需確認該預期之獎金支出並以負債列賬。如獎金計劃之負債金額重大，且預期會於 12 個月後才被償付，會以貼現處理。

(3) Bonus plans

The expected cost of bonus payments are recognised as a liability when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made. Liabilities for bonus plans that are expected to be settled longer than twelve months will be discounted if the amounts are significant.

(4) 界定利益福利計劃

本集團設置了一項非存置基金的界定利益福利計劃，此界定利益福利計劃所提供福利之成本是以預期累計福利單位精算估值方法計算。

(4) Defined benefit plan

The Group operates a defined benefit plan which is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit actuarial valuation method.

重新計量界定利益福利計劃之精算盈虧會在發生期內即時確認於綜合資產負債表內，並同時透過借記或貸記其他全面收益列入留存溢利。重新計量之盈虧不會在往後年度重分類至損益。

Remeasurements arising from actuarial gains and losses of the defined benefit plan, is recognised immediately in the consolidated balance sheet with a corresponding debit or credit to retained profits through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

往年服務成本在以下情況之較早者確認於損益：

- 界定利益福利計劃作出修訂或削減之日；及
- 本集團確認重組相關費用之日。

Past service costs are recognised in profit or loss at the earlier of:

- the date of the plan amendment or curtailment; and
- the date that the Group recognises restructuring-related costs.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.21 僱員福利 (續)****2.21 Employee benefits (continued)****(4) 界定利益福利計劃 (續)****(4) Defined benefit plan (continued)**

淨利息是以折現率與界定利益福利計劃淨資產或淨負債計算所得，本集團就以下界定利益福利計劃承擔之變動按其性質確認於綜合收益表內之利息支出或經營支出：

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation under “interest expenses” and “operating expenses” in the consolidated income statement by function:

- 服務成本包括當期及以往的服務成本、削減福利之盈虧及非經常性之結算。
- 淨利息支出或收入。

- service costs comprising current service costs, past service costs, gains and losses on curtailments and non-routine settlements
- net interest expense or income

2.22 本期及遞延所得稅項**2.22 Current and deferred income taxes**

在有關期間的稅務支出包括本期及遞延稅項。除因有關項目乃直接記於其他全面收益而需於其他全面收益內確認其稅項外，稅項於收益表內確認。

Tax expenses for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised directly in other comprehensive income. In this case, the tax is also recognised in other comprehensive income.

基於溢利而需支付之所得稅，是根據本銀行及附屬公司在營運及產生應課稅收入之司法管轄地區於會計結算日已執行或實際會執行之適用稅法計算，並於溢利產生當期確認為本期所得稅項支出。

Income tax payable on profits, based on the applicable tax law enacted or substantially enacted at the end of the reporting period in each jurisdiction where the Bank and the subsidiaries operate and generate taxable income, is recognised as a current income tax expense in the period in which profits arise.

所有因綜合財務報表內資產及負債之稅務基礎與其賬面值之暫時性差異而產生之遞延所得稅項均以資產負債表負債法提撥。遞延所得稅項是按會計結算日已執行或實際會執行之稅率及稅法，及預期於相關之遞延所得稅資產實現時或遞延所得稅負債需清付時所適用之稅率計算。

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 consolidated 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.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.22 本期及遞延所得稅項 (續)****2.22 Current and deferred income taxes (continued)**

主要之暫時性差異源於資產減值準備、房產及設備之折舊、以及若干資產之重估，包括以公允值變化計入其他全面收益之證券及房產。除業務合併外，若資產或負債在交易初始確認時，並未有對會計損益或應課稅損益構成影響，則無需確認遞延所得稅項。

The principal temporary differences arise from asset impairment provisions, depreciation of premises and equipment, and revaluation of certain assets including at fair value through other comprehensive income securities and premises. 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.

所有因應課稅暫時性差異而產生之遞延所得稅負債均會被確認。當未來之應課稅利潤預計可被用作抵扣可抵扣之暫時性差異、結轉之未使用稅務抵免及未使用稅務虧損時，因該等可抵扣之暫時性差異、結轉之未使用稅務抵免及未使用稅務虧損而產生之遞延所得稅資產將全部被確認。

Deferred income tax liabilities are provided in full on all taxable temporary differences. Deferred income tax assets are recognised on deductible temporary differences, the carry forward of any unused tax credits and unused tax losses to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, the carry forward of unused tax credits and unused tax losses can be utilised.

遞延所得稅項乃記於收益表內。但因以公允值變化計入其他全面收益之證券的公允值重新計量及對房產之重估記入其他全面收益內，故由此產生的遞延所得稅項也記入其他全面收益內，並於以後隨著相關遞延收益和虧損的確認而一同確認在收益表中。

Deferred income tax is charged or credited in the income statement except for deferred income tax relating to fair value re-measurement of securities at fair value through other comprehensive income 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.

投資物業的遞延稅項負債或遞延稅項資產的計算方法是假設該等投資物業是通過出售來回收其重估賬面值及採用相關的稅率計算。

Deferred tax liability or deferred tax asset arising from investment property is determined based on the presumption that the revaluation amount of such investment property will be recovered through sale with the relevant tax rate applied.

財務報表附註（續）**Notes to the Financial Statements (continued)****2. 主要會計政策（續）****2. Significant accounting policies (continued)****2.23 收回資產**

收回資產按其收回日之公允值扣除出售成本後之淨值及有關貸款之攤餘成本之較低者列賬。有關貸款及應收款及有關已提準備於資產負債表中予以註銷。其後，收回資產取其成本及公允值扣除出售成本後之淨值中之較低者計量，並被確認為「待出售非流動資產」，包括於「其他資產」項下。

2.24 信託業務

本集團一般以信託人或其他授託人身分，代表個人、信託及其他機構持有或管理資產。由於該等資產並不屬於本集團，該等資產及據此而產生之任何收益或虧損，將不計入本財務報表內。

2.25 或然負債及或然資產

或然負債是指由過去已發生的事件引起的可能需要履行的責任，其存在將由一宗或多宗本集團所不能完全控制的未來不確定事件出現與否來確認。或然負債也可能是由於過去已發生事件而引致的現有責任，但由於估計不會導致經濟利益的流出或因不能可靠地計量責任金額，故未有被確認。

或然負債不會被確認為準備，但會在財務報表附註中加以披露。如情況發生變化，使經濟利益的流出變得很有可能時，則會將其確認為準備。

或然資產是指由過去已發生的事件引起的可能產生之資產，其存在將由一宗或多宗本集團所不能完全控制的未來不確定事件出現與否來確認。

2.23 Repossessed assets

Repossessed assets are initially recognised at the lower of their fair value less costs to sell and the amortised cost of the related outstanding loans on the date of repossession, and the related loans and advances together with the related impairment allowances are derecognised from the balance sheet. Subsequently, repossessed assets are measured at the lower of their cost and fair values less costs to sell and are reported as “non-current assets held for sale” included in “Other assets”.

2.24 Fiduciary activities

The Group commonly acts as a trustee, or in other fiduciary capacities, that result in its holding or managing assets on behalf of individuals, trusts and other institutions. These assets and any gains or losses arising thereon are excluded from these financial statements, as they are not assets of the Group.

2.25 Contingent liabilities and contingent assets

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that an outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised as a provision but is disclosed in the notes to the financial statements. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognised as a provision.

A contingent asset is a possible asset that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

財務報表附註 (續)**Notes to the Financial Statements (continued)****2. 主要會計政策 (續)****2. Significant accounting policies (continued)****2.25 或然負債及或然資產(續)****2.25 Contingent liabilities and contingent assets (continued)**

或然資產不會被確認，但如有可能收到經濟利益時，會在財務報表附註中披露。若將會收到之經濟利益可被實質確定時，將確認為資產。

Contingent assets are not recognised but are disclosed in the notes to the financial statements when an inflow of economic benefits is probable. When the inflow is virtually certain, it will be recognised as an asset.

2.26 有關連人士**2.26 Related parties**

就此等財務報表而言，若一方人士(i)能控制、共同控制本集團、或對本集團有重大影響力；(ii)與本集團同屬一財務報告集團的成員，例如：母公司、附屬公司、同系附屬公司；(iii)為本集團或母公司集團中的聯營公司或合資企業；(iv)為本集團或母公司的主要高層人員；(v)與本集團受到共同控制；(vi)被識別為受第(iv)類人士所控制的企業；及(vii)向本集團或本集團之母公司提供主要管理人員服務，則該等人士被視為有關連人士。有關連人士可為個人或企業。

For the purposes of these financial statements, a party is considered to be related to the Group if that party (i) controls, jointly controls or has significant influence over the Group; (ii) is a member of the same financial reporting group, such as parents, subsidiaries and fellow subsidiaries; (iii) is an associate or a joint venture of the Group or parent reporting group; (iv) is a key management personnel of the Group or parents; (v) is subject to common control with the Group; (vi) is an entity in which a person identified in (iv) controls; and (vii) provides key management personnel services to the Group or its parent. Related parties may be individuals or entities.

財務報表附註（續）**Notes to the Financial Statements (continued)****3. 應用會計政策時之重大會計估計及判斷****3. Critical accounting estimates and judgements in applying accounting policies**

本集團作出的會計估計和假設通常會影響下一會計年度的資產和負債的賬面價值。該等估計及判斷是根據過往歷史經驗及於有關情況下被認為合理之其他因素，包括對未來事件的預期而作出，並會持續接受評估。對因必要的估計及判斷轉變，而會影響其賬面值的資產及負債項目範圍，將列示如下。如可釐定，重要假設或其他估量所存在之不明朗因素及其轉變所帶來之影響將於以下列出。而未來有可能根據實際情況的變化對這些會計估計做出重大調整。

The Group makes estimates and assumptions that affect the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements 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. Areas susceptible to changes in essential estimates and judgements, which affect the carrying amount of assets and liabilities, are set out below. The effect of changes to either the key assumptions or other estimation uncertainties will be presented below if it is practicable to determine. It is possible that actual results may require material adjustments to the estimates referred to below.

3.1 金融資產減值要求**3.1 Impairment requirements on financial assets**

根據香港財務報告準則第9號對所有類別的金融資產進行減值損失計量均涉及判斷，特別是在釐定減值損失及評估信貸風險的大幅增加時，對未來現金流量及抵押價值的金額及發生的時間的估計。此等估計受多項因素推動，當中有關的變動可能導致須作出不同程度的撥備。

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

本集團的預計信貸損失是採用複雜模型計算，並通過使用一系列假設來選取變量輸入及其相互依存。預計信貸損失模型考慮之會計判斷及預測結果包括以下元素

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

- 本集團內部信用評級模型，以定出個別評級對應之違約概率。
- 本集團評估是否已出現信貸風險顯著上升的標準及定性評估，已出現之金融資產需按整個存續期計提預計信貸損失準備金。
- 採用組合模式評估其預計信貸損失的金融資產之組合劃分。

- The Group's internal credit grading model, which assigns PDs to the individual grades.
- The Group's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a LTECL basis and the qualitative assessment.
- The segmentation of financial assets when their ECL is assessed on a collective basis.

財務報表附註（續）**Notes to the Financial Statements (continued)****3. 應用會計政策時之重大會計估計及判斷（續）****3. Critical accounting estimates and judgements in applying accounting policies (continued)****3.1 金融資產減值要求（續）****3.1 Impairment requirements on financial assets (continued)**

- 預計信貸損失模型的構建，包括宏觀經濟情境的決定，以及其對違約概率、違約風險承擔及違約損失率的影響。
- 前瞻性宏觀經濟因素之預測，維持本集團對未來宏觀經濟環境觀點的一致性。
- 選擇前瞻性宏觀經濟情境及其概率加權，從而成為預計信貸損失模型的經濟因素。

- Development of ECL models, including the determination of macroeconomic scenarios and the effect on PDs, EADs and LGDs.
- Forward-looking macroeconomic factor forecasts maintain a consistent Group's view on future macroeconomic environment.
- Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models.

本集團政策規定需定期按實際損失經驗重檢有關模型，在需要時進行模型調整。

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

財務報表附註（續）**Notes to the Financial Statements (continued)****3. 應用會計政策時之重大會計估計及判斷（續）****3. Critical accounting estimates and judgements in applying accounting policies (continued)****3.2 衍生金融工具的公允值****3.2 Fair values of derivative financial instruments**

沒有活躍市場報價之衍生金融工具，其公允值會根據估值方法釐定。所採用之估值方法包括貼現現金流量分析，以及從外間購入，並被業內廣泛採用之財務分析或風險管理系統之內置模型，如期權定價模型。在實際操作可行的情況下，定價模型會採用可觀察數據。若估值模型未有考慮某些因素，如信貸風險，估值調整將有可能被採用。選用適合的估值參數、假設和模型技術需要管理層的判斷和估計。具體詳情可參閱附註5。

截至2019年12月31日的衍生金融工具賬面值已列示於附註21。

The fair values of derivative financial instruments that are not quoted in active markets are determined by using valuation techniques. Valuation techniques used include discounted cash flows analysis and models with built-in functions available in externally acquired financial analysis or risk management systems widely used by the industry such as option pricing models. To the extent practical, the models use observable data. In addition, valuation adjustments may be adopted if factors such as credit risk are not considered in the valuation models. Management judgement and estimates are required for the selection of appropriate valuation parameters, assumptions and modeling techniques. Further details will be discussed in Note 5.

Carrying amounts of derivative financial instruments as at 31 December 2019 are shown in Note 21.

財務報表附註（續）**Notes to the Financial Statements (continued)****3. 應用會計政策時之重大會計估計及判斷（續）****3. Critical accounting estimates and judgements in applying accounting policies (continued)****3.3 遞延稅項資產****3.3 Deferred tax assets**

按未使用的稅務虧損而確認之遞延稅項資產，乃以預計可被運用作抵扣該等虧損之應課稅溢利金額為限。釐定遞延稅項資產的確認金額，需要管理層作出重大判斷，包括基於未來最有可能產生應課稅溢利的時間及其金額。

Deferred tax assets on unused tax losses are recognised to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits.

按未使用的稅務抵免確認遞延稅項資產。在釐定需確認之遞延稅項資產的金額時，需根據對可運用的稅務抵免之估算及收回此等已確認之遞延稅項資產的可能性而作出重大的會計判斷。

Deferred tax assets on unused tax credits are recognised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the estimation of available tax credits and the possibility to recover such deferred tax assets recognised.

財務報表附註（續） **Notes to the Financial Statements (continued)**

4. 金融風險管理

本集團因從事各類業務而涉及金融風險。主要金融風險包括信貸風險、市場風險（包括外匯風險及利率風險）及流動資金風險。本附註概述本集團的這些風險承擔，以及其目標、風險管理的管治架構、政策與程序及量度這些風險的方法。

金融風險管理架構

本集團風險管理管治架構覆蓋業務發展的全部過程，以保證在業務經營中的各類風險都能得到有效管理及控制。本集團擁有完善的風險管理架構，並有一套全面的風險管理政策及程序，用以識別、量度、評估、監察、匯報及控制可能出現的各類風險。本集團亦定期重檢及更新風險管理政策及程序，以配合市場及業務策略的轉變。不同層面的風險承擔者分別負責與其相關的風險管理責任。

董事會代表著股東的利益，是本集團風險管理的最高決策機構，並對風險管理負最終責任。董事會在其屬下委員會的協助下，建立良好的風險管理文化，負責確定本集團的風險管理策略，並確保本集團具備有效的風險管理系統以落實執行有關策略。

4. Financial risk management

The Group is exposed to financial risks as a result of engaging in a variety of business activities. The principal financial risks are credit risk, market risk (including currency risk and interest rate risk) and liquidity risk. This note summarises the Group's exposures to these risks, as well as its objectives, risk management governance structure, policies and processes for managing and the methods used to measure these risks.

Financial risk management framework

The Group's risk management governance structure is designed to cover all business processes and ensure various risks are properly managed and controlled in the course of conducting business. The Group has a robust risk management organisational structure with a comprehensive set of policies and procedures to identify, measure, evaluate, monitor, report, and control various risks that may arise. These risk management policies and procedures are regularly reviewed and updated to reflect changes in markets and business strategies. Various groups of risk takers assume their respective responsibilities for risk management.

The Board of Directors, representing the interests of shareholders, is the highest decision-making authority of the Group and has the ultimate responsibility for risk management. The Board, with the assistance of its committees, has the primary responsibility for the formulation of risk management strategies, establishing a sound risk culture and ensuring that the Group has an effective risk management system to implement these strategies.

財務報表附註（續） **Notes to the Financial Statements (continued)****4. 金融風險管理（續）** **4. Financial risk management (continued)****金融風險管理架構（續）**

風險管理委員會是董事會成立的常設委員會，負責監察本集團的各類風險；審查、批准高層次的風險管理政策，並監督其執行；向董事會建議風險管理高層架構，包括總裁最高信貸審批權限及信貸審批委員會的信貸審批範圍。如風險管理委員會認為交易過於重大而應由董事會批准，可把該筆交易申請提交董事會。風險管理委員會從風險管理角度評估本銀行薪酬激勵機制是否符合風險文化及風險承受水平，及具體薪酬是否適當反映所承受的風險及由此產生的結果。並協助培養集團穩固的風險文化。稽核委員會協助董事會履行內部監控系統的監控職責。

信貸審批委員會負責在董事會授權範圍內審批或審議貸款業務及信貸管理相關事項，及對信貸業務進行監控工作，並定期就相關工作事項向風險管理委員會進行彙報。總裁負責組織落實董事會所確立的風險管理策略及目標，管理各類風險，在董事會授權範圍內審批重大風險承擔或交易。

本集團的不同單位具有其相應的風險管理責任。業務單位是風險管理的第一道防線，而風險管理單位則獨立於業務單位，負責各類風險的日常管理，以及草擬、檢查和更新各類風險管理政策和程序。

本集團建立了合適的內部控制程序，包括設立權責分立清晰的組織架構，以監察業務運作是否符合既定政策、程序及限額。適當的匯報機制也充分地使監控職能獨立於業務範疇，同時促成機構內適當的職責分工，有助營造適當的內部控制環境。

Financial risk management framework (continued)

The Risk Management Committee, a standing committee established by the Board of Directors, is responsible for overseeing the Group's various types of risks, reviewing and approving high-level risk management policies and monitoring their implementation, recommending senior risk management organisational framework to the Board, including credit approval authority for the Chief Executive and scope of credit approval for the Credit Approval Committee. The Risk Management Committee would refer any specific transaction to the Board if it is deemed so significant that Board approval is desirable. The Risk Management Committee, from the risk management viewpoint assesses whether incentives created by the remuneration system are aligned with the risk culture and risk appetite, and whether remuneration awards appropriately reflect the level of risk-taking and consequences. It also assists to fostering a strong risk culture within the Group. The Audit Committee assists the Board in fulfilling its role in overseeing the internal control system.

The Credit Approval Committee is responsible for reviewing or approving credit business or credit management related matters within the authorisation granted by the Board of Directors, monitoring the credit activities of the Group and reporting to the Risk Management Committee regularly. The Chief Executive is responsible for organising and implementing the risk management strategies and objectives established by the Board of Directors, managing various risks and approving significant risk exposures or transactions within the authorisation granted by the Board of Directors.

Various units of the Group have their respective risk management responsibilities. Business units act as the first line of defence while risk management units, which are independent from the business units, are responsible for the day-to-day management of different kinds of risks. Risk management units have the primary responsibilities for drafting, reviewing and updating various risk management policies and procedures.

The Group has put in place appropriate internal control systems, including establishment of an organisational structure that sets clear lines of authority and responsibility for monitoring compliance with policies, procedures and limits. Proper reporting lines also provide sufficient independence of the control functions from the business areas, as well as adequate segregation of duties throughout the organisation which helps to promote an appropriate internal control environment.

財務報表附註（續） **Notes to the Financial Statements (continued)****4. 金融風險管理（續）** **4. Financial risk management (continued)****產品開發及風險監控**

為了提高風險評估及監控工作的有效性，本集團建立了一套完善的產品開發及風險監控管理制度。在產品開發過程中，本集團各單位具有清晰的職責及分工，並制定了適當的風險盡職審查程序。

根據董事會及管理層提出的發展目標，產品管理單位負責提出相應的業務發展和產品開發計劃，進行具體的產品開發工作。策略發展單位負責確保業務發展和產品開發計劃符合集團整體策略；風險管理、法律、合規及財務等方面的專責單位負責對風險評估結果進行審核。

除負責新產品開發項目的管理工作外，產品管理單位與風險評估單位共同負責識別和評估項目所涉及的各项風險。風險評估單位需要對項目的風險評估結果和風險管理措施進行獨立審查，只有在風險評估單位滿意盡職審查結果，有關產品才可推出市場。

對於提供予客戶的財資產品則採納更審慎的方法，所有新的財資產品在推出前，都必須經由專責委員會審批同意通過。

4.1 信貸風險

信貸風險指因客戶或交易對手未能或不願意履行償債責任而造成損失的風險。本集團的交易賬和銀行賬、以及資產負債表內和表外均存在這種風險。信貸風險主要來自借貸、貿易融資及資金業務。

Product development and risk monitoring

To ensure the effectiveness of risk assessment and monitoring, the Group has a comprehensive product development and risk monitoring system where roles and responsibilities of all related units are clearly defined and proper due diligence processes on product development are in place.

In accordance with the strategic objectives set by the Board and the Management, respective product management units are responsible for formulating business and product development plans, and proceeding to specific product development activities. The strategic development unit shall ensure the plans are aligned with the Group's overall strategies. Units that are responsible for risk management, legal, compliance and finance, etc. are accountable for risk assessment and review.

Apart from product development, respective product management units work closely with relevant risk evaluating units to identify and assess the risks of new products. Risk evaluating units conduct independent review on the risk assessment results and the corresponding risk management measures. Products can only be launched upon completion of the product due diligence process to the satisfaction of all risk evaluating units.

A prudent approach is adopted in offering treasury products to our customers. All new treasury products require approval from a specialised committee before launching.

4.1 Credit risk

Credit risk is the risk of loss that a customer or counterparty is unable to or unwilling to meet its contractual obligations. Credit risk exists in the trading book and banking book, as well as from on- and off-balance sheet transactions of the Group. It arises principally from lending, trade finance and treasury businesses.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.1 信貸風險（續）****信貸風險管理架構**

本集團制定了一套全面的信貸風險管理政策與程序和恰當的信貸風險限額，用以管理及控制信貸風險。本集團定期重檢及更新該等政策與程序及信貸風險限額，以配合市場及業務策略的轉變。

本集團的組織架構制定了明確的授權及職責，以監控遵守政策、程序及限額的情況。

信貸管理委員會是由總裁授權設立的管理委員會，負責落實信貸風險管理策略及審議信貸政策，同時監察本集團信貸組合、信貸資產質素、風險集中程度。本集團的不同單位具有其相應的信貸風險管理責任。業務單位是風險管理的第一道防線。風險管理單位獨立於業務單位，負責信貸風險的日常管理，對信貸風險的識別、量度、評估、監督、匯報和控制進行獨立的盡職調查，確保有效的制約與平衡，以及草擬、檢查和更新信貸風險管理政策與程序，並向信貸管理委員會、總裁、風險總監、信貸審批委員會及風險管理委員會報告。

南洋商業銀行（中國）有限公司（「南商（中國）」）設有獨立的風險監控團隊，監控信貸風險相關情況，並定期向本銀行提交管理信息和報告。

4.1 Credit risk (continued)**Credit risk management framework**

The Group has formulated a comprehensive set of credit risk management policies and procedures, and appropriate credit risk limits to manage and control credit risk that may arise. These policies, procedures and credit risk limits are regularly reviewed and updated to cope with changes in market conditions and business strategies.

The Group's organisational structure establishes a clear set of authority and responsibility for monitoring compliance with policies, procedures and limits.

The Credit and Loans Management Committee, a management committee authorised by the Chief Executive, is responsible for the implementation of the credit risk management strategies as well as the approval of credit policies. It also monitors the Group's loan portfolio, quality of credit asset and risk concentration level. Different units of the Group have their respective credit risk management responsibilities. Business units act as the first line of defence. The risk management units, which are independent from the business units, are responsible for the day-to-day management of credit risks and have the primary responsibilities for providing an independent due diligence through identifying, measuring, evaluating, monitoring, reporting and controlling credit risk to ensure an effective checks and balances, as well as drafting, reviewing and updating credit risk management policies and procedures. They report directly to the Credit and Loans Management Committee, Chief Executive, Chief Risk Officer, Credit Approval Committee and Risk Management Committee.

Nanyang Commercial Bank (China), Limited ("NCB (China)") sets up independent risk monitoring teams to monitor credit risk, and submits management information and reports to the Bank on a regular basis.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****信貸風險管理架構 (續)**

董事會是最終的信貸權力來源，董事會授權信貸審批委員會及總裁審批信貸業務。總裁在董事會授予之權限內按管理需要轉授權予信貸業務相關人員。本集團按照信貸業務性質、評級、交易風險的程度、信貸風險承擔大小，設置信貸業務的審批權限。

信貸風險評估及監控

因應迅速變化的市場情況，本集團已持續重檢信貸策略，並對關注的組合開展嚴格的信貸重檢。

貸款

不同客戶、交易對手或交易會根據其風險程度採用不同的信貸審批及監控程序。所有授信申請須經風險評估及適當審批。除一些符合指定條件的授信外，一般情況下大部分授信須經獨立的風險管理單位人員進行貸前審核。該些指定授信會由獨立於前線業務單位的指定單位作貸後檢(抽)查。非零售風險承擔授信申請需確定債務人評級(按照違約概率程度)和授信等級(按照違約損失率程度)以支持信貸審批；零售授信交易包括零售小企業貸款、住宅按揭貸款、私人貸款等採取零售內部評級系統進行信貸風險評估。本集團會應用貸款分類級別、債務人評級、授信等級和損失預測結果(如適用)於支持信貸審批。

4.1 Credit risk (continued)**Credit risk management framework (continued)**

The Board of Directors is the ultimate source of credit authority. The Board of Directors delegates credit approval authority to the Credit Approval Committee and the Chief Executive. Based on management needs, the Chief Executive can further delegate to the credit-related subordinates within the limit authorised by the Board of Directors. The Group sets the limits of credit approval authority according to the credit business nature, rating, the level of transaction risk, and the size of the credit exposure.

Credit risk measurement and control

In view of the rapidly changing market conditions, the Group has been continuously revising its credit strategies and conducting rigorous reviews on the concerned portfolios.

Advances

Different credit approval and control procedures are adopted according to the level of risk associated with the customer, counterparty or transaction. All credit applications are subject to thorough risk assessment and proper approval. In general, most of the credit applications will be reviewed and assessed by independent officer(s) of risk management unit(s) before approval, with exceptions given to designated advances which satisfy certain conditions. After funding being drawn, these designated advances will be (randomly) reviewed by designated unit(s) which is(are) independent from the front line business units. Obligor ratings (in terms of probability of default) and facility ratings (in terms of loss given default) are assigned to credit applications for non-retail exposures to support credit approval. Retail internal rating systems are deployed in the risk assessment of retail credit transactions, including small business retail exposures, residential mortgage loans, personal loans, etc. Loan grades, obligor and facility ratings as well as loss estimates (if applicable) are used to support credit approval.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****信貸風險評估及監控 (續)***貸款 (續)*

本集團亦會應用貸款分類級別、債務人評級和損失預測結果 (如適用) 於支持信貸監控、信貸風險報告及分析。對於非零售風險承擔, 本集團會對較高風險的客戶採取更頻密的評級重檢及更密切的監控; 對於零售風險承擔則會在組合層面應用每月更新的內部評級及損失預測結果進行監察, 對識別為高風險組別客戶, 會進行更全面檢討。

本集團使用的內部評級總尺度表能與標準普爾 (Standard & Poor's) 外部信用評級相對應。該內部評級總尺度表結構符合香港《銀行業條例》項下《銀行業 (資本) 規則》的要求。

信貸風險管理報告會定期或不定期提供予管理層、信貸審批委員會、風險管理委員會及董事會, 以供其持續監控信貸風險。

4.1 Credit risk (continued)**Credit risk measurement and control (continued)***Advances (continued)*

The Group also uses loan grades, obligor ratings and loss estimates (if applicable) to support monitoring, reporting and analysis of credit risk. For non-retail exposures, more frequent rating review and closer monitoring are required for higher-risk customers. For retail exposures, monthly updated internal ratings and loss estimates are used for credit monitoring on a portfolio basis. More comprehensive review is required for obligors being identified under high-risk pools.

The Group employs an internal master rating scale that can be mapped to Standard & Poor's external credit ratings. The structure of internal master rating scale is in compliance with the requirement of the Banking (Capital) Rules under the Hong Kong Banking Ordinance.

Regular or ad hoc credit risk management information reports are provided to the Management, Credit Approval Committee, Risk Management Committee and the Board of Directors to facilitate their continuous monitoring of credit risk.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****信貸風險評估及監控 (續)***貸款 (續)*

本集團也會按照行業、地區、客戶或交易對手等維度識別信貸風險集中度，並監察每一交易對手信貸風險、信貸資產組合質素、信貸風險集中度的變化，定期向本集團管理層匯報。

本集團參照金管局貸款分類制度的指引，實施信貸資產的五級分類如下：

「合格」是指借款人目前有履行還款責任的貸款，同時全數償還利息及本金的機會也不成疑問。

「需要關注」是指借款人正面對困難，可能會影響本集團收回貸款的本金及利息。現時並未預期出現最終損失，但如不利情況持續，有可能出現最終損失。

「次級」是指借款人正出現明顯問題，以致可能影響還款的貸款。

「呆滯」是指不大可能全數收回，而本集團在扣除抵押品的可變現淨值後預計會承受本金和／或利息虧損的貸款。

「虧損」是指用盡所有追討欠款方法後（如變賣抵押品、提出法律訴訟等）仍被視為無法收回的貸款。

4.1 Credit risk (continued)**Credit risk measurement and control (continued)***Advances (continued)*

In addition, the Group identifies credit concentration risk by industry, geography, customer and counterparty. The Group monitors changes in counterparty credit risk, quality of the credit portfolio and credit risk concentrations, and reports regularly to the Group's Management.

The Group adopts loan grading criteria which divides credit assets into five categories with reference to the HKMA's guidelines, as below:

“Pass” represents loans where the borrower is in current meeting its repayment obligations and full repayment of interest and principal is not in doubt.

“Special Mention” represents loans where the borrower is experiencing difficulties which may threaten the Group's position. Ultimate loss is not expected at this stage but could occur if adverse conditions persist.

“Substandard” represents loans where the borrower displays a definable weakness that is likely to jeopardise repayment.

“Doubtful” represents loans where collection in full is improbable and the Group expects to sustain a loss of principal and/or interest, taking into account the net realisable value of the collateral.

“Loss” represents loans which are considered uncollectible after all collection options (such as the realisation of collateral or the institution of legal proceedings) have been exhausted.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****信貸風險評估及監控 (續)***債務證券及衍生產品*

對於債務證券的投資，本集團會應用債務人評級或外部信用評級、通過評估證券相關資產的質素及設定客戶及證券發行人信貸限額，以管理債務證券的信貸風險；對於衍生產品，本集團會採用客戶限額及與貸款一致的審批及監控程序管理信貸風險，並制定持續監控及止損程序。

結算風險主要來自交易對手相關外匯交易，以及來自任何以現金、證券或股票支付但未能如期相應收回該交易對手的現金、證券或股票的衍生產品交易。本集團對各交易對手或客戶制定每日結算限額，以涵蓋任何單一日子本集團的交易而產生的所有結算風險。

4.1 Credit risk (continued)**Credit risk measurement and control (continued)***Debt securities and derivatives*

For investments in debt securities, the obligor ratings or external credit ratings, assessment of the underlying assets and credit limits setting on customer/security issuer basis are used for managing credit risk associated with the investment. For derivatives, the Group sets customer limits to manage the credit risk involved and follows the same approval and control processes as applied for advances. On-going monitoring and stop-loss procedures are established.

Settlement risk arises mainly from foreign exchange transactions with counterparties and also from derivatives transactions in any situation where a payment in cash, securities or equities is made in the failure of a corresponding receipt in cash, securities or equities. Daily settlement limits are established for each counterparty or customer to cover all settlement risk arising from the Group's market transactions on any single day.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****抵押品及其他改善信貸條件**

本集團制定抵押品估值及管理的信貸風險管理政策與程序，明確抵押品的接受準則、法律有效性、貸款與估值比率、估損折扣比率、估值及保險等規定。本集團須定期重估抵押品價值，並按抵押品種類、授信性質及風險狀況而採用不同的估值頻率及方式。物業是本集團主要押品，本集團已建立機制利用指數以組合形式對物業進行估值。如需要，抵押品須購買保險並以本集團作為第一受益人。

對於由第三者提供擔保的貸款，本集團會評估擔保人的財政狀況、信貸紀錄及履約能力。

於 2019 年 12 月 31 日，本集團並無持有任何允許於借款人未違約情況下出售或再抵押之抵押品 (2018 年：無)。

4.1 Credit risk (continued)**Collateral held as security and other credit enhancements**

The valuation and management of collateral have been documented in the credit risk management policies and procedures which cover acceptance criteria, validity of collateral, loan-to-value ratio, haircut ratio, valuation and insurance, etc. The collateral is revalued on a regular basis, though the frequency and the method used varies with the type of collateral involved and the nature and the risk of the underlying credit. The Group has established a mechanism to update the value of its main type of collateral, real estate properties, with the use of public indices on a portfolio basis. If necessary, collateral is insured with the Group as the primary beneficiary.

For loans guaranteed by a third party, the Group will assess the guarantor's financial condition, credit history and ability to meet obligations.

As at 31 December 2019, the Group did not hold any collateral that it was permitted to sell or re-pledge in the absence of default by the borrower (2018: Nil).

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.1 信貸風險（續）****預期信用損失的計算方法**

香港財務報告準則第9號引入減值模型，該模式要求以攤銷成本及公允價值計入其他綜合收益之金融工具確認預期信用損失。根據香港財務報告準則第9號，預期信用損失分三個階段進行評估，而金融資產及承擔則分為三個階段之一。

第一階段：如果金融工具在初始時沒有信用減值且金融工具的信用風險自初始確認後未顯著增加，則損失準備金的金額計量至12個月的預期信用損失；

第二階段：如果金融工具在初始時沒有信用減值，但自初始確認以來金融工具的信用風險顯著增加，則損失準備金的金額的計量等於預期信用損失的終身金額；

第三階段：如果金融工具已為信用減值，一項或多項事件對該金融資產的估計未來現金流量產生不利影響，則損失準備金的計算金額的計量亦等於預期信用損失的終身金額。

4.1 Credit risk (continued)**Expected Credit Loss (“ECL”) Methodology**

For impairment assessment, an impairment model is introduced in compliance with HKFRS 9, it requires the recognition of ECL for financial instrument held at amortized cost and fair value through other comprehensive income. Under HKFRS 9, ECL is assessed in three stages and the financial assets and commitments are classified in one of the three stages.

Stage 1: if the financial instrument is not credit-impaired upon origination and the credit risk on the financial instrument has not increased significantly since initial recognition, the loss allowance is measured at an amount up to 12-month ECL;

Stage 2: if the financial instrument is not credit-impaired upon origination but the credit risk on the financial instrument has increased significantly since initial recognition, the loss allowance is measured at an amount equal to the lifetime ECL;

Stage 3: if the financial instrument is credit-impaired, with one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred, the loss allowance is also measured at an amount equal to the lifetime ECL.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****預期信用損失的計算方法 (續)**

本集團利用在內部評級模型和內部模型下實施的參數，在可行和可用的情況下評估預期信用損失。對於沒有模型的投資組合，使用所有其他合理且可支持的信息，例如歷史信息，相關損失經驗或假設。預期信用損失的計量是應用金融工具違約概率、違約損失和違約風險敞口以實際利率貼現至報告日期的結果。

預期信用損失以無偏見和概率加權金額計量，該金額通過評估一系列可能的結果、貨幣的時間價值以及關於過去事件，當前狀況和未來經濟狀況預測的合理和可支持的信息來確定。本集團在預期信用損失計量中採用三個經濟情景以滿足香港財務報告準則第9號的要求。「基本情況」情景代表最可能的結果，而其他兩種情景，稱為「上行」情景和「下行」情景，代表與基本情況情景相比更樂觀或更悲觀的較少可能出現的情況。

4.1 Credit risk (continued)**Expected Credit Loss (“ECL”) Methodology (continued)**

The Group leverages the parameters implemented under Internal Ratings-Based (“IRB”) models and internal models where feasible and available to assess ECL. For the portfolios without models, all other reasonable and supportable information such as historical information, relevant loss experience or proxies are utilized. The measurement of ECL is the product of the financial instrument’s probability of default (“PD”), loss given default (“LGD”) and exposures at default (“EAD”) discounted at the effective interest rate to the reporting date.

ECL is measured at an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes, the time value of money and reasonable and supportable information about past events, current conditions and forecasts of future economic conditions. The Group adopts three economic scenarios in the ECL measurement to meet the requirements of HKFRS 9. The “Base case” scenario represents a most likely outcome and the other two scenarios, referred to as “Upside” scenario and “Downside” scenario, represent less likely outcomes which are more optimistic or more pessimistic compared to Base case scenario.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.1 信貸風險（續）****預期信用損失的計算方法（續）**

基本情況情景參考了外部經濟研究機構訂購的宏觀經濟預測。對於上行情景和下行情景，本集團參考歷史宏觀經濟數據。

主要經營國家/地區的宏觀經濟因素，如香港本地生產總值增長率，香港通脹率，香港失業率，香港房地產價格增長率，中國本地生產總值增長率和中國失業率，均於各經濟情景採用。對於本集團的預期信用損失，這些宏觀經濟因素在統計分析和商業意見中具有重要意義。

為每個業務情景分配的概率反映了集團對經濟環境的看法，該觀點實施了集團審慎且一致的信貸策略，以確保減值準備的充足性。為基本情況情景分配更高的概率以反映最可能的結果，並將較低的概率分配給上行和下行情景以反映較少可能的結果。分配的概率每季度更新一次。

預期信用損失的計算方法已由獨立的模型驗證單位驗證並經風險管理委員會批准。管理層負責審查模型表現和預期信用損失的變化。

4.1 Credit risk (continued)**Expected Credit Loss (“ECL”) Methodology (continued)**

The Base case scenario is made reference to macroeconomics forecast subscribed from external economic research agency. For the Upside scenario and Downside scenarios, the Group makes reference to the historical macroeconomics data.

The macroeconomic factors in the major operating countries/regions such as HK GDP growth rate, HK Inflation, HK unemployment rate, HK Property price growth, China GDP growth rate and China unemployment rate are applied in the economic scenarios. These macroeconomic factors are considered to be important to the Group's ECL in statistical analysis and business opinion.

The probability assigned for each scenario reflects the Group's view for the economic environment, which implements the Group's prudent and consistent credit strategy of ensuring the adequacy of impairment allowance. A higher probability is assigned to the Base case scenario to reflect the most likely outcome and a lower probability is assigned to the Upside and Downside scenarios to reflect the less likely outcomes. The probabilities assigned are updated each quarter.

The ECL methodology has been validated by independent Model Validation Unit and approved by the Risk Management Committee. The Management is responsible to review model performance and changes in ECL.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
預期信用損失的計算方法 (續)

為確保完整性和準確性，本集團獲取第三方來源使用的數據，並核實本集團預期信用損失模型的輸入準確性，包括確定可歸因於多種情景的權重。

於2019年12月31日按階段分布列示的信貸風險如下：

4.1 Credit risk (continued)
Expected Credit Loss (“ECL”) Methodology (continued)

To ensure completeness and accuracy, the Group obtains the data used from third party sources and verifies the accuracy of inputs to the Group’s ECL models including determining the weights attributable to the multiple scenarios.

Summary of credit risk by stage distribution at 31 December 2019 is, as follows:

		2019						
		賬面總值						
		Gross carrying amount						
		存放及定放銀行及其他金融機構的結餘	貸款及其他賬項	金融投資	其他資產	財務擔保	貸款承擔	總額
		Balances and placements with banks and other financial institutions	Advances and other accounts	Financial investments	Other assets	Financial guarantees	Loan commitments	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
第一階段	Stage 1	51,141,832	260,388,835	146,781,298	4,228,848	29,161,431	94,781,502	586,483,746
第二階段	Stage 2	-	2,962,628	-	10	3,784	91,945	3,058,367
第三階段	Stage 3	70,768	1,865,454	-	3,361	-	-	1,939,583
總額	Total	51,212,600	265,216,917	146,781,298	4,232,219	29,165,215	94,873,447	591,481,696

		2018						
		賬面總值						
		Gross carrying amount						
		存放及定放銀行及其他金融機構的結餘	貸款及其他賬項	金融投資	其他資產	財務擔保	貸款承擔	總額
		Balances and placements with banks and other financial institutions	Advances and other accounts	Financial investments	Other assets	Financial guarantees	Loan commitments	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
第一階段	Stage 1	74,249,742	252,237,817	118,184,085	2,282,875	28,641,979	89,274,130	564,870,628
第二階段	Stage 2	-	1,980,666	-	311	3,724	228,229	2,212,930
第三階段	Stage 3	-	1,609,985	-	2,748	-	-	1,612,733
總額	Total	74,249,742	255,828,468	118,184,085	2,285,934	28,645,703	89,502,359	568,696,291

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
**內部評級和違約概率的
估算過程**

本集團盡可能利用內部評級模型，並調整前瞻性資料及香港財務報告準則第9號階段的風險分類，以釐定香港財務報告準則第9號預期信用損失計算的違約概率數據。對於每種經濟情況，適當地重複這一過程。本集團對其主要投資組合使用各種內部評級模型，其中批發客戶或零售賬戶被評級或分配至特定內部評級或風險池。內部評級模型包含定性和定量信息，除了借款人特有的信息外，還使用借款人/賬戶的行為等補充信息。

批發貸款

對於批發貸款，借款人的還款能力由本集團指定部門評估。信用風險評估基於信用評級模型，該模型考慮了各種財務信息和定性信息（例如管理質量，行業風險，組合連接，負面警告信號）。

零售貸款

零售貸款包括個人貸款，透支和零售按揭。這些產品以及一些不太複雜的小企業貸款通過自動記分卡或統計違約概率的模型進行評級。

本行的內部信貸評級
4.1 Credit risk (continued)
The internal rating and PD estimation process

The Group leverages the internal rating models where possible, with adjustments to incorporate forward looking information and the HKFRS 9 stage classification of the exposure to determine the PDs for HKFRS 9 ECL calculations. This is repeated for each economic scenario as appropriate. The Group uses various internal rating models for its key portfolios in which its wholesale customers or retail accounts are rated or assigned to specific internal grades or risk pools. The internal rating models incorporate both qualitative and quantitative information and, in addition to information specific to the borrower, utilise supplemental information such as borrower's/ account's behaviour.

Wholesale lending

For wholesale lending, the repayment ability of borrowers are assessed by designated divisions of the Group. The credit risk assessment is based on a credit rating model that takes into account various financial information and qualitative information (such as management quality, industry risks, group connection, negative warning signals).

Retail lending

Retail lending comprises personal loans, overdrafts and retail mortgages. These products along with and some of the less complex small business lending are rated by automated scorecards or statistical PD models.

The Bank's internal credit rating grades

評級定義	Rating Definition	External credit rating	批發貸款 Wholesale lending		零售貸款 Retail lending	
			內部信貸評級 Internal credit rating	12個月巴塞爾 違約或然率% 12-month Basel probability of default %	內部信貸評級 Internal credit rating	12個月巴塞爾或然率 加權違約或然率% 12-month Basel Probability weighted PD %
極低違約風險	Extremely low default risk	AAA to AA-	1 to 2	0.000 - 0.045	1 to 2	0.000 - 0.045
低違約風險	Low default risk	A+ to A-	3	0.045 - 0.110	3	0.045 - 0.110
較低違約風險	Relatively low default risk	BBB+ to BBB-	4	0.110 - 0.450	4	0.110 - 0.450
中度違約風險	Medium default risk	BB+ to BB-	5	0.450 - 2.320	5	0.450 - 2.320
顯著至很高違約風險	Significant to very high default risk	B+ to B-	6	2.320 - 15.900	6	2.320 - 15.900
極高違約風險	Very high default risk	CCC to C	7	15.900 - 100.000	7	15.900 - 100.000
違約	Default	Default	8	100.000	8	100.000

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****4.1 Credit risk (continued)****(A) 信貸風險承擔****(A) Credit exposures**

本集團之最高信貸風險承擔是未考慮任何抵押品或其他改善信貸條件的最大風險承擔。對於資產負債表內資產，最高信貸風險承擔相等於其賬面值。對於開出擔保函，最高信貸風險承擔是被擔保人要求本集團代為償付債務的最高金額。對於貸款承擔及其他信貸有關負債，最高信貸風險承擔為授信承諾的全額。

The maximum credit exposure is the worst case scenario of exposure to the Group without taking into account any collateral held or other credit enhancements. For on-balance sheet assets, the maximum exposure to credit risk equals their carrying amount. 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 commitment and other credit related liabilities, the maximum exposure to credit risk is the full amount of the committed facilities.

以下為所持抵押品及其他改善信貸條件的性質及其對本集團各類金融資產的覆蓋程度。

The nature of the collateral held and other credit enhancements and their financial effect to the different classes of the Group's financial assets are as follows.

在銀行及其他金融機構的結餘及定期存放**Balances and placements with banks and other financial institutions**

考慮到交易對手的性質，一般不會就此等資產尋求抵押品，但會採取其他風險緩解措施。

Collateral is generally not sought on these exposures in consideration of the counterparty nature. However, other mitigation will be taken.

公允值變化計入損益之金融資產及金融投資**Financial assets at fair value through profit or loss and financial investments**

一般不會就債務證券尋求抵押品。

Collateral is generally not sought on debt securities.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****4.1 Credit risk (continued)****(A) 信貸風險承擔 (續)****(A) Credit exposures (continued)**衍生金融工具Derivative financial instruments

本集團傾向以國際掉期及衍生工具協會出版的主協議(「ISDA 主協議」)作為衍生工具業務的協議文件。該 ISDA 主協議為做場外衍生交易提供合約框架,並載有於發生違約事件或終止事件後終止交易時所採用之淨額結算條款。此外,亦會視乎需要考慮於 ISDA 主協議之附約中附加信用支持附件。根據信用支持附件,保證金會按情況由交易一方轉交另一方,以減少風險承擔。

The Master Agreement published by the International Swaps and Derivatives Association, Inc. ("ISDA Master Agreement") is the preferred agreement for documenting derivatives activities of the Group. It provides the contractual framework under which dealing activities of over-the-counter ("OTC") derivative transactions are conducted, and sets out close-out netting provisions upon termination following the occurrence of an event of default or a termination event. In addition, if deemed necessary, Credit Support Annex ("CSA") will be included to form part of the Schedule to the ISDA Master Agreement. Under a CSA, margin is passed from one counterparty to another, as appropriate, to mitigate the exposures.

貸款及其他賬項、或然負債及承擔Advances and other accounts, contingent liabilities and commitments

一般抵押品種類已載於第 99 頁。本集團根據對貸款及其他賬項、或然負債及承擔的個別風險承擔的評估,考慮適當之抵押品。有關客戶貸款之抵押品覆蓋率已分析於第 118 至 119 頁。或然負債及承擔之主要組合及性質已載於附註 36,就不需事先通知的無條件撤銷之承諾,如客戶的信貸質素下降,本集團會評估撤回其授信額度的需要性。於 2019 年 12 月 31 日,有抵押品覆蓋之或然負債及承擔為 11.69% (2018 年 : 21.08%)。

The general types of collateral are disclosed on page 99. Advances and other accounts, contingent liabilities and commitments are collateralised to the extent considered appropriate by the Group taking account of the risk assessment of individual exposures. The collateral coverage of advances to customers is analysed on pages 118 to 119. The components and nature of contingent liabilities and commitments are disclosed in Note 36. 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. For contingent liabilities and commitments, 11.69% (2018: 21.08%) was covered by collateral as at 31 December 2019.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
(B) 總貸款及其他賬項

提取減值準備前之總貸款及其他賬項按產品類別概述如下：

客戶貸款
個人
- 按揭
- 信用卡
- 其他
公司
- 商業貸款
- 貿易融資

貿易票據

銀行及其他金融機構貸款

有明確到期日之貸款，若其本金或利息已逾期及仍未償還，則列作逾期貸款。須定期分期償還之貸款，若其中一次分期還款已逾期及仍未償還，則列作逾期處理。須即期償還之貸款若已向借款人送達還款通知，但借款人未按指示還款，或貸款一直超出借款人獲通知之批准貸款限額，亦列作逾期處理。

4.1 Credit risk (continued)
(B) Gross advances and other accounts

Gross advances and other accounts before impairment allowances are summarised by product type as follows:

Advances to customers

Personal

- Mortgages
- Credit cards
- Others

Corporate

- Commercial loans
- Trade finance

Trade bills

Advances to banks and other financial institutions

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
	26,262,424	26,727,800
	73,191	143,476
	25,978,247	17,535,152
	200,628,952	199,824,977
	10,160,418	10,761,518
	263,103,232	254,992,923
	2,017,812	835,545
	95,873	-
	265,216,917	255,828,468

Advances with a specific repayment date are classified as overdue when the principal or interest is past due and remains unpaid. Advances repayable by regular instalments are classified as overdue when an instalment payment is past due and remains unpaid. Advances repayable on demand are classified as overdue either when a demand for repayment has been served on the borrower but repayment has not been made in accordance with the instruction or when the advances have continuously exceeded the approved limit that was advised to the borrower.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.1 信貸風險 (續)****4.1 Credit risk (continued)****(B) 總貸款及其他賬項
(續)****(B) Gross advances and other accounts (continued)**

當發生一項或多項事件對授信的未來現金流產生不利的影響，有關授信將視為信貸減值授信。信貸減值授信被確定為第三階段。如果該風險承擔超過 90 天以上逾期，或借款人可能無法全額支付本集團的債務，本集團將授信確認為減值貸款。

Advances are credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows have occurred. Credit-impaired advances are classified as Stage 3. The Group identifies the advances as impaired if the exposure is past due for more than 90 days or the borrower is unlikely to pay in full for the credit obligations to the Group

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
**(B) 總貸款及其他賬項
(續)**
**(a) 非減值未逾期
貸款**

非減值未逾期貸款按內部信貸級別分析如下：

4.1 Credit risk (continued)
(B) Gross advances and other accounts (continued)
(a) Advances neither overdue nor credit-impaired

Advances that were neither overdue nor credit-impaired are analysed by internal credit grade as follows:

		2019			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	25,819,818	26,189	-	25,846,007
- 信用卡	- Credit cards	67,814	3	-	67,817
- 其他	- Others	25,677,779	24,382	-	25,702,161
公司	Corporate				
- 商業貸款	- Commercial loans	196,177,066	2,244,651	-	198,421,717
- 貿易融資	- Trade finance	10,137,179	19,449	-	10,156,628
		257,879,656	2,314,674	-	260,194,330
貿易票據	Trade bills	2,017,812	-	-	2,017,812
		259,897,468	2,314,674	-	262,212,142

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(a) 非減值未逾期
貸款 (續)**
(a) Advances neither overdue nor credit-impaired (continued)

		2018			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	26,389,202	54,692	-	26,443,894
- 信用卡	- Credit cards	131,661	17	-	131,678
- 其他	- Others	17,328,912	45,877	-	17,374,789
公司	Corporate				
- 商業貸款	- Commercial loans	194,785,212	3,577,656	-	198,362,868
- 貿易融資	- Trade finance	10,673,114	25,782	-	10,698,896
		249,308,101	3,704,024	-	253,012,125
貿易票據	Trade bills	835,545	-	-	835,545
		<u>250,143,646</u>	<u>3,704,024</u>	<u>-</u>	<u>253,847,670</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(b) 逾期未信用減值
貸款**
(b) Advances overdue but not credit-impaired

總逾期未信用減
值貸款分析如下：

The gross amount of advances overdue but not credit-impaired is analysed as follows:

		2019				
		逾期超過 3 個月 但不超過 6 個月 逾期 3 個月 或以下 Overdue for three months or less 港幣千元 HK\$'000	逾期超過 6 個月 Overdue for six months or less but over three months 港幣千元 HK\$'000	逾期超過 1 年 Overdue for one year or less but over six months 港幣千元 HK\$'000	逾期 超過 1 年 Overdue for over one year 港幣千元 HK\$'000	總計 Total 港幣千元 HK\$'000
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	311,502	-	-	-	311,502
- 信用卡	- Credit cards	2,500	-	-	-	2,500
- 其他	- Others	255,937	-	-	-	255,937
公司	Corporate					
- 商業貸款	- Commercial loans	569,382	-	-	-	569,382
		1,139,321	-	-	-	1,139,321

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(b) 逾期未信用減值
貸款 (續)**
(b) Advances overdue but not credit-impaired (continued)

		2018				
		逾期超過 3 個月 但不超過 6 個月 Overdue for three months or less	逾期超過 6 個月 但不超過 1 年 Overdue six months or less but over three months	逾期超過 6 個月 但不超過 1 年 Overdue for one year or less but over six months	逾期 超過 1 年 Overdue for over one year	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	197,307	-	-	-	197,307
- 信用卡	- Credit cards	6,708	-	-	-	6,708
- 其他	- Others	117,626	-	-	-	117,626
公司	Corporate					
- 商業貸款	- Commercial loans	41,776	-	-	-	41,776
- 貿易融資	- Trade finance	7,396	-	-	-	7,396
		370,813	-	-	-	370,813

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
(c) 減值貸款
(c) Impaired advances

已個別識別減值
貸款按產品類別
分析如下：

Advances individually identified to be impaired are analysed by product type as follows:

	2019		2018	
	總貸款 Gross advances 港幣千元 HK\$'000	抵押品 市值 Market value of collateral 港幣千元 HK\$'000	總貸款 Gross advances 港幣千元 HK\$'000	抵押品 市值 Market value of collateral 港幣千元 HK\$'000
客戶貸款	Advances to customers			
個人	Personal			
- 按揭	104,915	265,166	86,599	316,160
- 信用卡	2,874	-	5,090	-
- 其他	20,149	51,841	42,737	93,288
公司	Corporate			
- 商業貸款	1,637,853	232,674	1,420,333	245,568
- 貿易融資	3,790	-	55,226	-
	1,769,581	549,681	1,609,985	655,016
銀行及其他金融 機構貸款	95,873	-	-	-
	1,865,454	549,681	1,609,985	655,016
第三階段之減值 準備	1,411,506		1,256,272	
			2019	2018
			港幣千元	港幣千元
			HK\$'000	HK\$'000
就上述有抵押品覆 蓋之客戶貸款之 抵押品市值		549,681	655,016	
上述有抵押品覆蓋 之客戶貸款		263,484	191,019	
上述沒有抵押品覆 蓋之客戶貸款		1,506,097	1,418,966	
上述沒有抵押品覆 蓋之銀行及其他 金融機構貸款		95,873	-	

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
(c) 減值貸款 (續)
(c) Impaired advances (continued)

減值準備已考慮
上述貸款之抵押
品價值。

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

於2019年12月
31日，沒有減值
之貿易票據
(2018年：無)。

As at 31 December 2019, there were no impaired trade bills (2018: Nil).

特定分類或減值
之客戶貸款分析
如下：

Classified or impaired advances to customers are analysed as follows:

	<u>2019</u>	<u>2018</u>
	港幣千元	港幣千元
	HK\$'000	HK\$'000
特定分類或減值之 客戶貸款總額	<u>1,769,581</u>	<u>1,609,985</u>
特定分類或減值之 客戶貸款總額對 客戶貸款總額比 率	<u>0.67%</u>	<u>0.63%</u>
第三階段之減值準 備	<u>1,315,633</u>	<u>1,256,272</u>

特定分類或減值
之客戶貸款是指
按本集團貸款質
量分類的「次
級」、「呆滯」或
「虧損」、或第三
階段的貸款。

Classified or impaired advances to customers represent advances which are either classified as “substandard”, “doubtful” or “loss” under the Group’s classification of loan quality, or classified as Stage 3.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(d) 逾期超過 3 個月
之貸款**
(d) Advances overdue for more than three months

逾期超過 3 個月之
貸款總額分析如
下：

The gross amount of advances overdue for more than three months is analysed as follows:

	2019		2018	
	金額 Amount 港幣千元 HK\$'000	佔客戶貸款總額 百分比 % of gross advances to customers	金額 Amount 港幣千元 HK\$'000	佔客戶貸款總額 百分比 % of gross advances to customers
客戶貸款總額， 已逾期：				
- 超過 3 個月 但不超過 6 個月	13,501	0.01%	349,868	0.14%
- 超過 6 個月 但不超過 1 年	494,515	0.19%	43,151	0.01%
- 超過 1 年	218,974	0.08%	609,170	0.24%
逾期超過 3 個月 之貸款	726,990	0.28%	1,002,189	0.39%
第三階段之減值準 備	582,435		889,451	

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
**(B) 總貸款及其他賬項
(續)**
**(d) 逾期超過 3 個月
之貸款 (續)**
4.1 Credit risk (continued)
(B) Gross advances and other accounts (continued)
(d) Advances overdue for more than three months (continued)

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
就上述有抵押品覆蓋的客戶貸款之抵押品市值	226,851	563,644
上述有抵押品覆蓋之客戶貸款	95,466	168,371
上述沒有抵押品覆蓋之客戶貸款	631,524	833,818

逾期貸款或減值貸款的抵押品主要包括公司授信戶項下的商用資產如商業及住宅樓宇、個人授信戶項下的住宅按揭物業。

於 2019 年 12 月 31 日，沒有逾期超過 3 個月之貿易票據 (2018 年：無)。

Collateral held against overdue or impaired loans is principally represented by charges over business assets such as commercial and residential premises for corporate loans and mortgages over residential properties for personal loans.

As at 31 December 2019, there were no trade bills overdue for more than three months (2018: Nil).

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
(e) 經重組貸款
(e) Rescheduled advances

	2019		2018	
	金額	佔客戶貸款總額 百分比 % of gross advances to customers	金額	佔客戶貸款總額 百分比 % of gross advances to customers
	Amount		Amount	
	港幣千元 HK\$'000		港幣千元 HK\$'000	
經重組客戶貸款淨額 (已扣減包含於 「逾期超過 3 個月 之貸款」部分)				
Rescheduled advances to customers net of amounts included in “Advances overdue for more than three months”	317,854	0.12%	69,732	0.03%

經重組貸款乃指借款人因為財政困難或無能力如期還款而經雙方同意達成重整還款計劃之貸款。修訂還款計劃後之經重組貸款如仍逾期超過 3 個月，則包括在「逾期超過 3 個月之貸款」內。

Rescheduled advances are those advances that have been restructured or renegotiated because of deterioration in the financial position of the borrower or of the inability of the borrower to meet the original repayment schedule. Rescheduled advances, which have been overdue for more than three months under the revised repayment terms, are included in “Advances overdue for more than three months”.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
(f) 客戶貸款集中度
(f) Concentration of advances to customers
**(i) 按行業分類之
客戶貸款總額**
(i) Sectoral analysis of gross advances to customers

以下關於客戶貸款總額之行業分類分析，其行業分類乃參照有關貸款及墊款之金管局報表的填報指示而編製。

The following analysis of the gross advances to customers by industry sector is based on the categories with reference to the completion instructions for the HKMA return of loans and advances.

		2019					
		客戶貸款總額 Gross advances to customers	抵押品覆蓋 之百分比 % Covered by collateral or other security	特定分類 或減值 Classified or impaired	逾期 Overdue	第三階段之 減值準備 Impairment allowances- Stage 3	第一和第二 階段之 減值準備 Impairment allowances- Stage 1 and 2
		港幣千元 HK\$'000		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
在香港使用之貸款	Loans for use in Hong Kong						
工商金融業	Industrial, commercial and financial						
- 物業發展	- Property development	21,391,495	10.37%	-	246,968	-	119,059
- 物業投資	- Property investment	23,852,305	65.23%	9,891	28,565	898	208,599
- 金融業	- Financial concerns	13,199,323	7.19%	-	-	-	36,104
- 股票經紀	- Stockbrokers	190,593	100.00%	-	-	-	24
- 批發及零售業	- Wholesale and retail trade	11,420,922	54.76%	22,367	12,133	14,209	67,008
- 製造業	- Manufacturing	14,999,257	14.12%	198,130	5,505	164,112	58,264
- 運輸及運輸設備	- Transport and transport equipment	3,428,490	15.65%	-	-	-	27,853
- 休閒活動	- Recreational activities	2,550	34.29%	-	-	-	8
- 資訊科技	- Information technology	2,467,905	1.68%	-	-	-	13,143
- 其他	- Others	20,356,221	55.27%	1,515	10,333	-	86,929
個人	Individuals						
- 購買居者有其屋計劃、私人機構參建居屋計劃及租者置其屋計劃樓宇之貸款	- Loans for the purchase of flats in Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	201,928	99.58%	195	3,367	-	66
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	11,158,468	99.66%	8,427	95,164	-	4,067
- 信用卡貸款	- Credit card advances	654	0.00%	-	-	-	37
- 其他	- Others	20,082,698	91.67%	4,774	215,051	300	26,991
在香港使用之貸款總額	Total loans for use in Hong Kong	142,752,809	48.23%	245,299	617,086	179,519	648,152
貿易融資	Trade finance	10,160,418	18.24%	3,790	3,790	3,790	42,979
在香港以外使用之貸款	Loans for use outside Hong Kong	110,190,005	40.01%	1,520,492	1,651,901	1,132,324	700,929
客戶貸款總額	Gross advances to customers	263,103,232	43.63%	1,769,581	2,272,777	1,315,633	1,392,060

財務報表附註 (續) Notes to the Financial Statements (continued)

4. 金融風險管理 (續) 4. Financial risk management (continued)

4.1 信貸風險 (續)

4.1 Credit risk (continued)

(B) 總貸款及其他賬項 (續)

(B) Gross advances and other accounts (continued)

(f) 客戶貸款集中度 (續)

(f) Concentration of advances to customers (continued)

(i) 按行業分類之 客戶貸款總額 (續)

(i) Sectoral analysis of gross advances to customers (continued)

		2018					
		客戶貸款總額	抵押品覆蓋 之百分比	特定分類 或減值	逾期	第三階段之 減值準備	第一和第二 階段之 減值準備
		Gross advances to customers	% Covered by collateral or other security	Classified or impaired	Overdue	Impairment allowances- Stage 3	Impairment allowances- Stage 1 and 2
		港幣千元 HK\$'000		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
在香港使用之貸款	Loans for use in Hong Kong						
工商金融業	Industrial, commercial and financial						
- 物業發展	- Property development	16,425,685	14.14%	-	-	-	62,386
- 物業投資	- Property investment	19,251,492	64.04%	12,012	25,354	9,957	162,857
- 金融業	- Financial concerns	13,245,309	3.25%	-	-	-	31,188
- 批發及零售業	- Wholesale and retail trade	7,846,831	62.25%	16,686	28,983	8,106	45,292
- 製造業	- Manufacturing	13,399,696	16.35%	138,898	143,956	128,460	74,815
- 運輸及運輸設備	- Transport and transport equipment	5,823,094	10.39%	509	961	-	22,138
- 休閒活動	- Recreational activities	1,217	76.04%	-	-	-	-
- 資訊科技	- Information technology	4,117,192	1.16%	-	-	-	13,101
- 其他	- Others	20,676,711	49.34%	71,978	86,580	71,978	82,286
個人	Individuals						
- 購買居者有其屋計劃、私人機構參建居屋計劃及租者置其屋計劃樓宇之貸款	- Loans for the purchase of flats in Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	236,577	99.60%	289	4,471	-	67
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	12,351,575	99.88%	2,845	113,019	-	4,587
- 其他	- Others	12,153,925	83.15%	5,299	61,525	907	31,142
在香港使用之貸款總額	Total loans for use in Hong Kong	125,529,304	44.37%	248,516	464,849	219,408	529,859
貿易融資	Trade finance	10,761,518	21.11%	55,227	58,944	55,227	47,344
在香港以外使用之貸款	Loans for use outside Hong Kong	118,702,101	38.10%	1,306,242	863,456	981,637	1,063,999
客戶貸款總額	Gross advances to customers	254,992,923	40.47%	1,609,985	1,387,249	1,256,272	1,641,202

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(f) 客戶貸款集中度
(續)**
(f) Concentration of advances to customers (continued)

(i) 按行業分類之
客戶貸款總額
(續)

(i) Sectoral analysis of gross advances to customers (continued)

於收益表撥備
之新提減值準備，
及當年撇銷
特定分類或減
值貸款如下：

The amounts of new impairment allowances charged to the income statement, and classified or impaired loans written off during the year are shown below:

		2019		2018	
		新提 減值準備 New impairment allowances 港幣千元 HK\$'000	撇銷特定 分類或 減值貸款 Classified or impaired loans written off 港幣千元 HK\$'000	新提 減值準備 New impairment allowances 港幣千元 HK\$'000	撇銷特定 分類或 減值貸款 Classified or impaired loans written off 港幣千元 HK\$'000
在香港使用之貸款	Loans for use in Hong Kong				
工商金融業	Industrial, commercial and financial				
- 物業發展	- Property development	98,799	-	35,958	-
- 物業投資	- Property investment	193,050	-	155,092	-
- 金融業	- Financial concerns	24,534	-	23,422	-
- 股票經紀	- Stockbrokers	24	-	-	-
- 批發及零售業	- Wholesale and retail trade	41,863	25,000	19,952	40,293
- 製造業	- Manufacturing	180,325	267,702	153,896	2,868
- 運輸及運輸設備	- Transport and transport equipment	16,427	-	9,822	-
- 休閒活動	- Recreational activities	8	-	-	-
- 資訊科技	- Information technology	11,188	-	1,066	-
- 其他	- Others	45,922	54,749	45,943	3,329
個人	Individuals				
- 購買居者有其屋計劃、私人機構 參建居屋計劃及租者置其屋 計劃樓宇之貸款	- Loans for the purchase of flats in Home Ownership Scheme, Private Sector Participation Scheme and Tenants Purchase Scheme	27	-	28	-
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	1,688	-	3,042	-
- 信用卡貸款	- Credit card advances	38	-	-	-
- 其他	- Others	17,478	1,798	15,359	-
在香港使用之貸款總額	Total loans for use in Hong Kong	631,371	349,249	463,580	46,490
貿易融資	Trade finance	39,187	60,653	47,154	6,683
在香港以外使用之貸款	Loans for use outside Hong Kong	1,522,544	860,800	1,182,532	856,999
客戶貸款總額	Gross advances to customers	2,193,102	1,270,702	1,693,266	910,172

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
**(B) 總貸款及其他賬項
(續)**
**(f) 客戶貸款集中度
(續)**
**(ii) 按地理區域分
類之客戶貸款
總額**

下列關於客戶貸款之地理區域分析是根據交易對手之所在地，並已顧及風險轉移因素。若客戶貸款之擔保人所在地與客戶所在地不同，則風險將轉移至擔保人之所在地。

客戶貸款總額
**就客戶貸款
總額作第
一和第二
階段之減
值準備**

香港
中國內地
其他

4.1 Credit risk (continued)
(B) Gross advances and other accounts (continued)
(f) Concentration of advances to customers (continued)
(ii) Geographical analysis of gross advances to customers

The following geographical analysis of advances to customers is based on the locations of the counterparties, after taking into account the transfer of risk. For an advance to customer guaranteed by a party situated in a country different from the customer, the risk will be transferred to the country of the guarantor.

Gross advances to customers
**Impairment allowances – stage 1 and 2
in respect of the gross advances to
customers**

Hong Kong
Mainland of China
Others

	<u>2019</u>	<u>2018</u>
	港幣千元 HK\$'000	港幣千元 HK\$'000
香港	166,065,160	138,940,403
中國內地	80,923,274	99,705,722
其他	16,114,798	16,346,798
	<u>263,103,232</u>	<u>254,992,923</u>

	<u>2019</u>	<u>2018</u>
	港幣千元 HK\$'000	港幣千元 HK\$'000
香港	658,245	750,404
中國內地	544,527	813,726
其他	189,288	77,072
	<u>1,392,060</u>	<u>1,641,202</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(f) 客戶貸款集中度
(續)**
(f) Concentration of advances to customers (continued)
**(ii) 按地理區域分
類之客戶貸款
總額 (續)**
(ii) Geographical analysis of gross advances to customers (continued)
逾期貸款
Overdue advances

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	773,334	477,156
中國內地	Mainland of China	1,214,302	865,126
其他	Others	285,141	44,967
		<u>2,272,777</u>	<u>1,387,249</u>

**就逾期貸款
作第三階
段之減值
準備**
**Impairment allowances – Stage 3 in
respect of the overdue advances**

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	243,516	228,493
中國內地	Mainland of China	559,040	632,856
其他	Others	-	32,086
		<u>802,556</u>	<u>893,435</u>

**就逾期貸款
作第一和
第二階段
之減值準
備**
**Impairment allowances – Stage 1 and 2
in respect of the overdue advances**

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	13,268	1,945
中國內地	Mainland of China	8,332	2,275
其他	Others	3,655	-
		<u>25,255</u>	<u>4,220</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(B) 總貸款及其他賬項
(續)**
(B) Gross advances and other accounts (continued)
**(f) 客戶貸款集中度
(續)**
(f) Concentration of advances to customers (continued)
**(ii) 按地理區域分
類之客戶貸款
總額 (續)**
(ii) Geographical analysis of gross advances to customers (continued)
**特定分類或減
值貸款**
Classified or impaired advances

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	529,818	275,971
中國內地	Mainland of China	1,239,763	1,285,408
其他	Others	-	48,606
		<u>1,769,581</u>	<u>1,609,985</u>

**就特定分類
或減值貸
款作第三
階段之減
值準備**
**Impairment allowances – Stage 3 in
respect of the classified or impaired
advances**

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	444,119	228,536
中國內地	Mainland of China	871,514	995,368
其他	Others	-	32,368
		<u>1,315,633</u>	<u>1,256,272</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
(C) 收回資產
(C) Repossessed assets

於年內，本集團通過對抵押品行使收回資產權而取得並於12月31日持有的資產，其種類及賬面值概述如下：

During the year, the Group obtained assets by taking possession of collateral held as security. The nature and carrying value of these assets held as at 31 December are summarised as follows:

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
商業物業	-	-
住宅物業	10,852	9
	10,852	9

本集團於2019年12月31日持有的收回資產之估值為港幣20,367,000元(2018年:港幣87,684,000元)。這包括本集團通過對抵押取得處置或控制權的物業(如通過法律程序或業主自願交出抵押資產方式取得)而對借款人的債務進行全數或部分減除。

The estimated market value of repossessed assets held by the Group as at 31 December 2019 amounted to HK\$20,367,000 (2018: HK\$87,684,000). The repossessed assets comprise properties in respect of which the Group has acquired access or control (e.g. through court proceedings or voluntary actions by the proprietors concerned) for release in full or in part of the obligations of the borrowers.

當收回資產的變現能力受到影響時，本集團將按情況以下列方式處理：

When the repossessed assets are not readily convertible into cash, the Group may consider the following alternatives:

- 調整出售價格
 - 連同抵押資產一併出售貸款
 - 安排債務重組
- adjusting the selling prices
 - selling the loans together with the assets
 - arranging loan restructuring

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
(D) 在銀行及其他金融機構的結餘及存款

下表為在銀行及其他金融機構的非逾期或減值之結餘及存款於12月31日按評級機構之評級分析。

4.1 Credit risk (continued)
(D) Balances and placements with banks and other financial institutions

The following tables present an analysis of balances and placements with banks and other financial institutions that are neither overdue nor impaired as at 31 December by rating agency designation.

		2019			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
中央銀行	Central banks	20,596,585	-	-	20,596,585
銀行及其他金融機構	Banks and other financial institutions	13,910,588	10,128,538	6,506,121	30,545,247
		34,507,173	10,128,538	6,506,121	51,141,832
		2018			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
中央銀行	Central banks	18,342,154	-	-	18,342,154
銀行及其他金融機構	Banks and other financial institutions	22,491,433	2,066,591	31,349,564	55,907,588
		40,833,587	2,066,591	31,349,564	74,249,742

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
(D) 在銀行及其他金融機構的結餘及存款 (續)

下表為在銀行及其他金融機構的逾期或減值之結餘及存款於 12 月 31 日按評級機構之評級分析。

銀行及其他金融機構

於 2018 年 12 月 31 日，沒有逾期或減值之銀行及其他金融機構結餘及存款。

就在銀行及其他金融機構的結餘及存款作第一和第二階段之減值準備

就在銀行及其他金融機構的結餘及存款作第三階段之減值準備

4.1 Credit risk (continued)
(D) Balances and placements with banks and other financial institutions (continued)

The following tables present an analysis of overdue or impaired balances and placements with banks and other financial institutions as at 31 December by rating agency designation.

Banks and other financial institutions

As at 31 December 2018, there were no overdue or impaired balances and placements with banks and other financial institutions

Impairment allowances – Stage 1 and 2 in respect of the balances and placements with banks and other financial institutions

Impairment allowances – Stage 3 in respect of the balances and placements with banks and other financial institutions

2019			
Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
-	-	70,768	70,768
-	-	70,768	70,768

2019
港幣千元
HK\$'000

2018
港幣千元
HK\$'000

824

2,518

70,768

-

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
(E) 債務證券及存款證
(E) Debt securities and certificates of deposit

下表為以發行評級分析之債務證券及存款證賬面值。在無發行評級的情況下，則會按發行人的評級報告。

The following tables present an analysis of the carrying values of debt securities and certificates of deposit by issue rating. In the absence of such issue ratings, the ratings designated for the issuers are reported.

		2019					
		Aaa	Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
以公允值變化計入其他全面收益	At fair value through other comprehensive income	7,918,889	45,664,815	73,876,190	10,929,257	4,472,839	142,861,990
以攤餘成本作計量	At amortised cost	-	-	2,562,564	-	-	2,562,564
以公允值變化計入損益	At fair value through profit or loss	-	6,662,582	-	-	-	6,662,582
總計	Total	7,918,889	52,327,397	76,438,754	10,929,257	4,472,839	152,087,136
		2018					
		Aaa	Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
以公允值變化計入其他全面收益	At fair value through other comprehensive income	6,212,196	33,621,067	54,787,883	13,379,605	4,933,948	112,934,699
以攤餘成本作計量	At amortised cost	-	-	3,066,427	-	-	3,066,427
以公允值變化計入損益	At fair value through profit or loss	-	4,746,318	61,051	-	-	4,807,369
總計	Total	6,212,196	38,367,385	57,915,361	13,379,605	4,933,948	120,808,495

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(E) 債務證券及存款證
(續)**
(E) Debt securities and certificates of deposit (continued)

下表為非逾期或減值之債務證券及存款證於12月31日按發行評級之分析。在無發行評級的情況下，則會按發行人的評級報告。

The following tables present an analysis of debt securities and certificates of deposit neither overdue nor impaired as at 31 December by issue rating. In the absence of such issue ratings, the ratings designated for the issuers are reported.

		2019					
		Aaa	Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
以公允值變化計入其他全面收益	At fair value through other comprehensive income	7,918,889	45,664,815	73,876,190	10,929,257	4,472,839	142,861,990
以攤餘成本作計量	At amortised cost	-	-	2,562,564	-	-	2,562,564
以公允值變化計入損益	At fair value through profit or loss	-	6,662,582	-	-	-	6,662,582
		7,918,889	52,327,397	76,438,754	10,929,257	4,472,839	152,087,136
		2018					
		Aaa	Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
以公允值變化計入其他全面收益	At fair value through other comprehensive income	6,212,196	33,621,067	54,787,883	13,379,605	4,933,948	112,934,699
以攤餘成本作計量	At amortised cost	-	-	3,066,427	-	-	3,066,427
以公允值變化計入損益	At fair value through profit or loss	-	4,746,318	61,051	-	-	4,807,369
		6,212,196	38,367,385	57,915,361	13,379,605	4,933,948	120,808,495

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(E) 債務證券及存款證
(續)**
(E) Debt securities and certificates of deposit (continued)

下表為減值或逾期債務證券之發行評級分析。在無發行評級的情況下，則會按發行人的評級報告。

The following tables present an analysis of impaired or overdue debt securities by issue rating. In the absence of such issue ratings, the ratings designated for the issuers are reported.

		2019					
		賬面值 Carrying values					其中： 累計減值準備 Of which accumulated impairment allowances
		Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
以公允值變化計入其他全面收益之債務證券	Debt securities at fair value through other comprehensive income	-	-	-	-	-	181,868
其中：累計減值準備	Of which accumulated impairment allowances	-	-	-	181,868	181,868	

於 2019 年 12 月 31 日，沒有減值或逾期之存款證。

As at 31 December 2019, there were no impaired or overdue certificates of deposit.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.1 信貸風險 (續)
4.1 Credit risk (continued)
**(E) 債務證券及存款證
(續)**
(E) Debt securities and certificates of deposit (continued)

		2018						
		賬面值					其中：	
		Carrying values					累計減值準備	
							Of which	
							accumulated	
							impairment	
							allowances	
		Aaa	Aa1 至 Aa3	A1 至 A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total	
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
以公允值變化計入其 他全面收益之債 務證券	Debt securities at fair value through other comprehensive income	-	-	-	-	-	-	182,907
其中：累計減值準備	Of which accumulated impairment allowances	-	-	-	-	182,907	182,907	

於 2018 年 12 月 31 日，沒有減值之存款證及沒有逾期之債務證券及存款證。

As at 31 December 2018, there were no impaired certificates of deposit and no overdue debt securities and certificates of deposit.

財務報表附註 (續) Notes to the Financial Statements (continued)

4. 金融風險管理 (續) 4. Financial risk management (continued)

4.2 市場風險

市場風險是指因金融市場價格(匯率、利率、股票價格、商品價格)波動導致整體的外匯、利率、股票和商品持倉值出現變化而可能給本集團帶來的損失。本集團採取適中的市場風險偏好，實現風險與收益的平衡。

市場風險管理目標，是根據本集團的風險偏好和資金業務發展策略，依靠完善的風險管理制度和相關管理手段，有效管理資金業務中可能產生的市場風險，促進資金業務健康發展。

本集團按照風險管理企業管治原則管理市場風險，董事會以及其屬下的風險管理委員會、高層管理人員和市場風險職能單位，各司其職，各負其責。風險管理單位是負責協助高層管理人員履行日常管理職責，獨立監察本集團市場風險狀況以及管理政策和限額執行情況，並確保整體和個別市場風險均控制在可接受水平內。風險暴露情況，每日由獨立單位負責根據已設定的風險限額進行監控，並定期連同損益報告向高層管理人員提交，若持倉超越風險限額，需即時向高層管理人員報告。南商(中國)設有獨立的風險監控團隊，監控每日的市場風險及限額執行情況，並定期向本銀行提交管理信息和報告。

4.2 Market risk

Market risk refers to the risk of loss arising from movements in the value of foreign exchange, interest rate, equity and commodity positions held by the Group due to the volatility of financial market price (foreign exchange rate, interest rate, equity price, commodity price). The Group adopts a moderate market risk appetite to achieve a balance between risk and return.

The Group's objective in managing market risk is to secure healthy growth of the treasury business, by effective management of potential market risk in the Group's business, according to the Group's overall risk appetite and strategy of treasury business on the basis of a well-established risk management regime and related management measures.

In accordance with the Group's corporate governance principles in respect of risk management, the Board and Risk Management Committee, Senior Management and functional units perform their duties and responsibilities to manage the Group's market risk. The risk management units are responsible for assisting Senior Management to perform their day-to-day duties, independently monitoring the market risk profile and compliance of management policies and limits of the Group, to ensure that the aggregate and individual market risks are within acceptable levels. Independent units are assigned to monitor the risk exposure against risk limits on a daily basis, together with profit and loss reports submitted to Senior Management on a regular basis, while limit excess will be reported to Senior Management at once when it occurs. NCB (China) sets up independent risk monitoring teams to monitor daily market risk and limit compliance, and submit management information and reports to the Bank on a regular basis.

財務報表附註（續） **Notes to the Financial Statements (continued)****4. 金融風險管理（續）** **4. Financial risk management (continued)****4.2 市場風險（續）**

本集團設定市場風險指標及限額，用於識別、計量、監測和控制市場風險。主要風險指標和限額包括但不限於風險值、止損額、敞口額、壓力測試以及敏感性分析（基點價值）等。主要風險指標和限額視管理需要劃分為四個層級，分別由風險管理委員會、資產負責管理委員會或高層管理人員批准，各單位必須在批核的市場風險指標和限額範圍內開展業務。

(A) 風險值

本集團採用風險度量度一般市場風險，並定期向風險管理委員會和高層管理人員報告。本集團採用統一的風險值計量模型，運用歷史模擬法，以過去2年歷史市場數據為參照，計算99%置信水平下及1天持有期內本集團層面及本銀行的風險值，並設定本集團和本銀行的風險值限額。

4.2 Market risk (continued)

The Group sets up market risk indicators and limits to identify, measure, monitor and control market risk. Major risk indicators and limits include but not limited to VAR (Value-at-Risk), Stop Loss, Open Position, Stress Testing and Sensitivity Analysis (Basis Point Value). To meet management requirements, major risk indicators and limits are classified into four levels, and are approved by the Risk Management Committee, Asset and Liability Management Committee or Senior Management respectively. Treasury business units are required to conduct their business within approved market risk indicators and limits.

(A) VAR

The Group uses the VAR to measure and report general market risks to the Risk Management Committee and Senior Management on a periodic basis. The Group adopts a uniformed VAR calculation model, using a historical simulation approach and two years of historical market data, to calculate the VAR of the Group and the Bank over one-day holding period with a 99% confidence level, and sets up the VAR limit of the Group and the Bank.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(A) 風險值 (續)
(A) VAR (continued)

下表詳述本集團一般市場風險持倉的風險值¹。

The following table sets out the VAR for all general market risk exposure¹ of the Group.

			年份	於 12 月 31 日	全年 最低數值	全年 最高數值	全年 平均數值
			Year	At 31 December	Minimum for the year	Maximum for the year	Average for the year
				港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
全部市場風險之風險值	VAR for all market risk	2019		1,741	897	2,941	1,584
		2018		827	696	3,220	1,795
匯率風險之風險值	VAR for foreign exchange risk	2019		169	90	1,601	420
		2018		527	458	1,753	933
利率風險之風險值	VAR for interest rate risk	2019		1,614	762	2,867	1,442
		2018		752	243	3,107	1,333
商品風險之風險值	VAR for commodity risk	2019		570	-	908	489
		2018		-	-	438	290

註：
1. 不包括結構性敞口的風險值。

Note:
1. Structural positions have been excluded.

財務報表附註（續） **Notes to the Financial Statements (continued)****4. 金融風險管理（續）** **4. Financial risk management (continued)****4.2 市場風險（續）****(A) 風險值（續）**

雖然風險值是量度市場風險的一項重要指標，但也有其局限性，例如：

- 採用歷史市場數據估計未來動態未能顧及所有可能出現的情況，尤其是一些極端情況；
- 一天持有期的計算方法假設所有頭盤均可以在一日內套現或對沖。這項假設未必能完全反映市場風險，尤其在市場流通度極低時，可能未及在一天持有期內套現或對沖所有頭盤；
- 根據定義，當採用99% 置信水平時，即未有考慮在此置信水平以外或會出現的虧損；以及
- 風險值是以營業時間結束時的頭盤作計算基準，因此並不一定反映交易時段內的風險。

4.2 Market risk (continued)**(A) VAR (continued)**

Although VAR is a valuable guide to risk, it should always be viewed in the context of its limitations. For example:

- the use of historical market data as a proxy for estimating future events may not encompass all potential events, particularly those which are extreme in nature;
- the use of a one-day holding period assumes that all positions can be liquidated or hedged in one day. This may not fully reflect the market risk arising at times of severe illiquidity, when a one-day holding period may be insufficient to liquidate or hedge all positions fully;
- the use of a 99% confidence level, by definition, does not take into account losses that might occur beyond this level of confidence; and
- VAR is calculated on the basis of exposures outstanding at the close of business and therefore does not necessarily reflect intra-day exposures.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.2 市場風險 (續)****4.2 Market risk (continued)****(A) 風險值 (續)****(A) VAR (continued)**

本集團充分了解風險值指標的局限性，因此，制定了壓力測試指標及限額以評估和管理風險值不能涵蓋的市場風險。市場風險壓力測試包括按不同風險因素及嚴峻程度所作的敏感性測試，以及對歷史事件的情景分析，如1997亞洲金融風暴以及2008金融海嘯等。

The Group recognises these limitations by formulating stress test indicators and limits to assess and manage the market risk not covered by VAR. The market risk stress testing includes sensitivity testing on changes in risk factors with various degrees of severity, as well as scenario analysis on historical events including the 1997 Asian Financial Crisis and 2008 Financial Tsunami, etc.

(B) 外匯風險**(B) Currency risk**

本集團的資產及負債集中在港元、美元及人民幣等主要貨幣。為確保外匯風險承擔保持在可接受水平，本集團利用風險限額（例如頭盤及風險值限額）作為監控工具。此外，本集團致力於減少同一貨幣的資產與負債錯配，並通常利用外匯合約（例如外匯掉期）管理由外幣資產負債所產生的外匯風險。

The Group's assets and liabilities are denominated in major currencies, particularly the HK dollar, the US dollar and Renminbi. To ensure the currency risk exposure of the Group is managed at an acceptable level, risk limits (e.g. Position and VAR limit) are used to serve as a monitoring tool. Moreover, the Group seeks to minimise the gap between assets and liabilities in the same currency. Foreign exchange contracts (e.g. FX swaps) are usually used to manage FX risk associated with foreign currency-denominated assets and liabilities.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(B) 外匯風險 (續)
(B) Currency risk (continued)

下表列出本集團因自營交易、非自營交易及結構性倉盤而產生之主要外幣風險額，並參照有關持有外匯情況之金管局報表的填報指示而編製。

The following is a summary of the Group's major foreign currency exposures arising from trading, non-trading and structural positions and is prepared with reference to the completion instructions for the HKMA return of foreign currency position.

		2019 港幣千元等值 Equivalent in thousand of HK\$				
		美元 US Dollars	人民幣 Renminbi	歐元 EUR Dollars	其他外幣 Other foreign currencies	外幣總額 Total foreign currencies
現貨資產	Spot assets	95,831,319	135,879,395	8,982,786	13,605,445	254,298,945
現貨負債	Spot liabilities	(108,848,125)	(123,698,337)	(7,002,592)	(10,322,376)	(249,871,430)
遠期買入	Forward purchases	31,027,006	8,163,164	480,373	2,304,468	41,975,011
遠期賣出	Forward sales	(18,392,067)	(18,418,780)	(2,705,777)	(5,506,334)	(45,022,958)
(短) / 長盤淨額	Net (short)/long position	(381,867)	1,925,442	(245,210)	81,203	1,379,568
結構性倉盤淨額	Net structural position	9,437,210	12,987,685	-	-	22,424,895

		2018 港幣千元等值 Equivalent in thousand of HK\$			
		美元 US Dollars	人民幣 Renminbi	其他外幣 Other foreign currencies	外幣總額 Total foreign currencies
現貨資產	Spot assets	91,702,514	143,647,803	13,752,664	249,102,981
現貨負債	Spot liabilities	(91,598,352)	(138,094,380)	(12,090,005)	(241,782,737)
遠期買入	Forward purchases	23,163,249	14,169,184	2,020,903	39,353,336
遠期賣出	Forward sales	(24,493,378)	(17,109,489)	(3,687,402)	(45,290,269)
(短) / 長盤淨額	Net (short)/long position	(1,225,967)	2,613,118	(3,840)	1,383,311
結構性倉盤淨額	Net structural position	9,437,899	11,897,115	-	21,335,014

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.2 市場風險 (續)****4.2 Market risk (continued)****(C) 利率風險****(C) Interest rate risk**

銀行賬利率風險是指因利率水平、資產負債期限結構等要素發生變動而可能導致銀行整體收益和經濟價值承受損失的風險。本集團的銀行賬利率風險承擔主要來自結構性持倉。結構性持倉的主要利率風險類別為：

- 利率敏感缺口風險：因資產負債及表外項目的不同到期期限或重訂息期之利率變動所產生的風險。利率敏感缺口風險的程度視乎有關利率的期限結構的變動，是否一致地出現在整個收益率曲線(平行風險)或不同期限各有不同(非平行風險)；
- 息率基準風險：不同交易的定價基準不同，令資產的收益率和負債的成本可能會在同一重訂價格期間以不同的幅度變化；及
- 期權風險：由於利率期權衍生工具或資產、負債或表外項目所包含具有選擇權的元素引起可更改相關現金流的水平及時間。期權風險可按其特點進一步區分為自動化期權風險及習性期權風險。

Interest rate risk in Banking Book ("IRRBB") means the risks to a bank's earnings and economic value arising from movements in interest rate and term structures of the bank's asset and liability positions. The Group's interest rate risk exposures in Banking Book are mainly structural. The major types of interest rate risk in Banking Book from structural positions are:

- IRR Gapping risk: arising from the changes in the interest rates on assets, liabilities and off-balance sheet items of different maturities and different repricing tenors. The extent of gapping risk depends on whether changes to the term structure of interest rates occur consistently across the yield curve (parallel risk) or differentially by period (non-parallel risk);
- Basis risk: different pricing basis for different transactions resulting that the yield on assets and cost of liabilities may change by different amounts within the same repricing period;
- Option risk: arising from interest rate option derivatives or from optional elements embedded in an AI's assets, liabilities and off-balance sheet items, where the AI or its customer can alter the level and timing of their cash flows. Option risk can be further characterised into automatic option risk and behavioural option risk.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.2 市場風險 (續)****4.2 Market risk (continued)****(C) 利率風險 (續)****(C) Interest rate risk (continued)**

本集團風險管理架構同樣適用於銀行賬利率風險管理。根據風險管理委員會批准的《銀行賬利率風險管理政策》，資產負債管理委員會具體履行管理集團利率風險的職責。資產負債管理處主責銀行賬利率風險管理，在資金處的配合下，資產負債管理處協助資產負債管理委員會開展日常的銀行賬利率風險管理工作，包括但不限於起草管理政策，選擇管理方法，設立風險指標和限額，評估目標資產負債平衡表，監督政策與限額執行情況，向管理層以及風險管理委員會提交銀行賬利率風險管理報告等。

本集團稽核部對銀行賬利率風險管理進行內部審計，督促有關單位執行政策要求，確認本行的銀行賬利率風險得到有效控制。模型驗證處負責定期對於銀行賬利率風險計量方法下所採用的模型進行獨立驗證工作。

The Group's risk management framework applies also to interest rate risk management in banking book. The Asset and Liability Management Committee exercises its oversight of interest rate risk in accordance with the "Banking Book Interest Rate Risk Management Policy" approved by Risk Management Committee. Asset and Liability Management Division is responsible for banking book interest rate risk management. With the cooperation of the Treasury Division, Asset and Liability Management Division assists the Asset and Liability Management Committee to perform day-to-day banking book interest rate risk management. Its roles include, but are not limited to, the formulation of management policies, selection of methodologies, setting of risk indicators and limits, assessment of target balance sheet, monitoring of the compliance with policies and limits, and submission of banking book interest rate risk management reports to the Management and Risk Management Committee.

The Group's Internal Audit Department acts as the independent audit on interest rate risk in banking book, supervises the related departments to execute the interest rate risk function according to the policy in order to effectively control the risk. The Group's Model Validation Division preforms independent model validation regularly for interest rate risk in banking book.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.2 市場風險（續）****4.2 Market risk (continued)****(C) 利率風險（續）****(C) Interest rate risk (continued)**

本集團根據金管局於 2018 年頒佈之監管政策手冊 IR-1 《銀行帳內的利率風險》中的要求，設定銀行賬利率風險指標及限額，用於識別、計量、監測和控制銀行賬利率風險。淨利息波動比率和經濟價值波動比率反映利率變動對集團淨利息收入和資本基礎的影響，是本集團管理利率風險的重要風險指標。前者衡量利率變動導致的淨利息收入變動佔當年預期淨利息收入的比率；後者衡量利率變化對銀行經濟價值的影響佔最新資本基礎的比率。董事會為這兩項指標設定風險偏好，風險管理委員會按照風險偏好為這兩項指標設定限額，用來監測和控制本集團銀行賬利率風險。另外，本集團通過不限於利率敏感缺口、利率基準風險、久期及基點現值等指標及限額定期監控銀行賬利率風險情況。

In accordance with the requirements of Supervisory Policy Manual IR-1 "Interest Rate Risk in the Banking Book" issued by the HKMA in 2018, the Group sets interest rate risk indicators and limits to identify, measure, monitor and control interest rate risk. The Group's key risk indicators, the Net Interest Income impact and the Economic Value of Equity impact, reflect the impact of interest rate movement on the Group's net interest income and capital base respectively. The former assesses the impact of interest rate movement on net interest income as a percentage to the projected net interest income for the year. The latter assesses the impact of interest rate movement on economic values as a percentage to the latest capital base. The risk appetites and limits of these two indicators are set by the Board and Risk Management Committee respectively to monitor and control the Group's banking book interest rate risk. In addition, the Group monitors the interest rate risk in banking book through indicators and limits including, but are not limited to, interest rate sensitivity gap limits, basis risk, duration and price value of a basis point ("PVBp").

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.2 市場風險（續）****4.2 Market risk (continued)****(C) 利率風險（續）****(C) Interest rate risk (continued)**

本集團的主要風險指標和限額劃分三個層級，分別由風險管理委員會、資產負債管理委員會及財務總監批准。承擔銀行賬利率風險的各業務單位必須在利率風險指標限額範圍內開展相關業務；同時有效運用經資產與負債委員會核准的風險緩釋工具，對銀行賬利率風險進行風險緩釋，包括但不限於運用利率衍生工具、調整投資組合的久期等。在推出銀行賬新產品或新業務前，相關單位須先執行風險評估程序，包括評估其潛在的銀行賬利率風險，並考慮現行的銀行賬利率風險監控機制是否足夠。經風險評估程序，如擬推出的新產品或新業務對銀行利率風險造成重大影響，須報風險管理委員會批准。

本集團採用情景分析和壓力測試方法，評估不利市況下銀行賬可能承受的利率風險。情景分析和壓力測試同時用於測試儲蓄存款客戶擇權對銀行淨利息收入的影響。

The Group's indicators and limits are classified into three levels, which are approved by the Risk Management Committee, Asset and Liability Management Committee and Chief Financial Officer respectively. Risk-taking business units are required to conduct their business within the banking book interest rate risk limits. In addition, risk mitigation measures including, but not limited to, the use of interest rate derivatives, adjustment of portfolio duration, etc. as approved by ALCO, are effectively used to mitigate the IRRBB. Before launching a new product or business in the banking book, the relevant departments are required to go through a risk assessment process, which includes the assessment of underlying interest rate risk and consideration of the adequacy of current risk monitoring mechanism. Any material impact on banking book interest rate risk noted during the risk assessment process will be submitted to Risk Management Committee for approval.

The Group uses scenario analyses and stress tests to assess the banking book interest rate risk that the Group would face under adverse circumstances. Scenario analyses and stress tests are also used to assess the impact on net interest income arising from the optionality of savings deposits.

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.2 市場風險 (續)****4.2 Market risk (continued)****(C) 利率風險 (續)****(C) Interest rate risk (continued)**

本集團主要面對港元、美元及人民幣利率風險。截至 2019 年 12 月 31 日，按照香港金融管理局新銀行賬利率風險標準化框架要求，評估在 6 個利率衝擊情景下的淨利息收入變動和經濟價值的影響，當中部份產品套用期權風險及行為模型假設作出評估。該 6 個利率衝擊情境，包括：(1) 平行向上；(2) 平行向下；(3) 較傾斜；(4) 較橫向；(5) 短率上升；(6) 短率下跌。

The Group is principally exposed to HK Dollar, US Dollar and Renminbi in terms of interest rate risk. As at 31 December 2019, according to the new standard IRRBB framework of HKMA, the Group assesses the impact of changes in the Group's net interest income ("ΔNII") and economic value ("ΔEVE") respectively under 6 interest rate shock scenarios, in which optionality and behavioural assumptions of certain products will also be estimated in the exposure measurement. The 6 interest rate shock scenarios include: (1) Parallel up; (2) Parallel down; (3) Steepener; (4) Flattener; (5) Short rates up; and (6) Short rates down.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
(C) 利率風險 (續)

在計算經濟價值的影響時，利息現金流的計算包含商業利潤及其他利差項目，並以無風險利率曲線進行折現。當中主要行為假設包括：

(1) 部份港元及美元支票及儲蓄存款會以歷史數據設定核心穩定存款套用較長利率敏感年期，其餘無到期日存款的利率敏感年期按隔夜計算。於2019年12月31日，港元及美元支票及儲蓄存款的平均年期分別為1.60個月及1.21個月，最長利率敏感期限額為3個月。

(2) 對於提前提贖回權且無重大罰息的零售定期存款或定息放款會計算各組合的提前贖回率。

各種貨幣間的合計方法參照監管規定的標準化框架，取6個利率震盪情景下合計經濟價值變動損失中最大的損失值。

4.2 Market risk (continued)
(C) Interest rate risk (continued)

When calculating ΔEVE , commercial margins and other spread components are included in the cash flows and discounted by the risk-free rates. The key behavioural assumptions include:

- (1) part of the current account and savings account deposits ("CASA") in HKD and USD are classified into core stable deposit based on historical data which would be assigned a longer interest rate sensitive tenor while the interest rate sensitive tenor of other non-maturity deposits are considered as "Next day". As at 31 December 2019, the average interest rate sensitive tenors of HKD and USD CASA is 1.60 months and 1.21 months, and the longest interest rate sensitive tenor is 3 months.
- (2) For retail term deposits and retail fixed rate loans subject to early redemption without significant penalty, early redemption rates are calculated under different portfolios.

Methods of aggregation across currencies strictly follow the IRRBB Standardised Framework. The aggregate EVE losses across all applicable currencies are calculated as the maximum loss across the six interest rate shock scenarios.

		2019	
		ΔEVE	ΔNII
		港幣千元	港幣千元
		HK\$'000	HK\$'000
平行向上	Parallel up	1,773,666	(745,846)
平行向下	Parallel down	266,548	746,309
較傾斜	Steeper	391,746	不適用(N/A)
較橫向	Flattener	379,359	不適用(N/A)
短率上升	Short rate up	935,369	不適用(N/A)
短率下降	Short rate down	531,202	不適用(N/A)
最高	Maximum	1,773,666	746,309

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(C) 利率風險 (續)
(C) Interest rate risk (continued)

於 2019 年 12 月 31 日，在利率曲線平行向下情況下，所有貨幣的淨利息收入影響為 7.46 億。經濟價值的最大負面影響發生於利率曲線平行向上情況，經濟價值的影響為 17.74 億。

As at 31 December 2019, the net interest income impact for all currencies is 746 million under the interest rate parallel down scenario. The maximum negative impact on Δ EVE is 1,774 million under the interest rate parallel up scenario.

下表概述了本集團於 12 月 31 日之資產負債表內的利率風險承擔。表內以賬面值列示資產及負債，並按合約重訂息率日期或到期日（以較早者為準）分類。

The tables below summarise the Group's on-balance sheet exposure to interest rate risk as at 31 December. Included in the tables are the assets and liabilities at carrying amounts, categorised by the earlier of contractual repricing date and maturity date.

		2019						
		一 個月 內	一 至 三 個 月	三 至 十 二 個 月	一 至 五 年	五 年 以 上	不 計 息	
		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Non- interest bearing	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
資產	Assets							
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	35,513,372	-	-	-	-	5,813,889	41,327,261
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	-	6,917,705	3,538,642	-	-	-	10,456,347
公允價值變化計入損益之金融資產	Financial assets at fair value through profit or loss	3,033,958	2,549,381	8,987,958	-	-	83,050	14,654,347
衍生金融工具	Derivative financial instruments	-	-	-	-	-	589,616	589,616
貸款及其他賬項	Advances and other accounts	187,111,392	40,417,704	25,006,280	8,389,106	1,488,698	-	262,413,180
金融投資	Financial investments							
- 以公允價值變化計入其他全面收益	- At fair value through other comprehensive income	16,263,111	28,807,011	46,996,284	48,610,048	2,185,536	31,163	142,893,153
- 以攤餘成本作計量	- At amortised cost	-	-	1,171,679	2,694,105	-	-	3,865,784
投資物業	Investment properties	-	-	-	-	-	355,230	355,230
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	8,602,036	8,602,036
其他資產（包括應付稅項及遞延稅項資產）	Other assets (including current and deferred tax assets)	-	-	-	-	-	4,431,893	4,431,893
資產總額	Total assets	241,921,833	78,691,801	85,700,843	59,693,259	3,674,234	19,906,877	489,588,847

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(C) 利率風險 (續)
(C) Interest rate risk (continued)

		2019					
		一至	三至			不計息	
		一個月內	三個月	十二個月	一至五年	五年以上	Non-
		Up to	1 to 3	3 to 12	1 to 5	Over	interest
		1 month	months	months	years	5 years	bearing
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
負債	Liabilities						總計
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	15,079,279	10,069,439	3,758,472	-	-	2,076,931
公允價值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	3,789,576	913,499	345,484	-	-	-
衍生金融工具	Derivative financial instruments	-	-	-	-	-	587,563
客戶存款	Deposits from customers	149,873,210	74,133,540	96,134,192	14,216,178	346,180	11,184,482
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	330,652	2,154,910	2,863,001	10,122,553	-	-
其他賬項及準備 (包括應付稅項及遞延稅項負債)	Other accounts and provisions (including current and deferred tax liabilities)	3,265,249	2,103,980	5,696,282	1,024,600	79,755	15,210,662
後償負債	Subordinated liabilities	-	-	-	-	5,438,386	-
負債總額	Total liabilities	172,337,966	89,375,368	108,797,431	25,363,331	5,864,321	29,059,638
利率敏感度缺口	Interest sensitivity gap	69,583,867	(10,683,567)	(23,096,588)	34,329,928	(2,190,087)	(9,152,761)
							58,790,792

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(C) 利率風險 (續)
(C) Interest rate risk (continued)

		2018						
		一 個月 內	一 至 三 個 月	三 至 十 二 個 月	一 至 五 年	五 年 以 上	不 計 息	總 計
		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Non- interest bearing	Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
資產	Assets							
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	53,773,030	-	-	-	-	2,880,133	56,653,163
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	-	8,517,735	9,689,902	-	-	-	18,207,637
公允價值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,124,572	666,117	5,741,919	11,697	49,354	85,827	8,679,486
衍生金融工具	Derivative financial instruments	-	-	-	-	-	654,721	654,721
貸款及其他賬項	Advances and other accounts	161,473,617	63,649,080	21,292,433	5,188,189	1,327,550	-	252,930,869
金融投資	Financial investments							
- 以公允價值變化計入其他全面收益	- At fair value through other comprehensive income	11,822,545	19,249,022	34,234,692	44,615,027	3,013,413	31,833	112,966,532
- 以攤餘成本作計量	- At amortised cost	-	58,752	1,729,294	3,395,575	-	-	5,183,621
投資物業	Investment properties	-	-	-	-	-	331,942	331,942
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	7,808,591	7,808,591
其他資產 (包括應付稅項及遞延稅項資產)	Other assets (including current and deferred tax assets)	-	-	-	-	-	2,605,143	2,605,143
資產總額	Total assets	229,193,764	92,140,706	72,688,240	53,210,488	4,390,317	14,398,190	466,021,705

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.2 市場風險 (續)
4.2 Market risk (continued)
(C) 利率風險 (續)
(C) Interest rate risk (continued)

		2018						
		一 個月 內	一 至 三 個 月	三 至 十 二 個 月	一 至 五 年	五 年 以 上	不 計 息	
		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Non- interest bearing	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
負債	Liabilities							
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	10,307,201	9,008,129	8,599,565	-	-	1,184,403	29,099,298
公允值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	1,667,295	1,943,724	1,192,258	-	-	-	4,803,277
衍生金融工具	Derivative financial instruments	-	-	-	-	-	353,927	353,927
客戶存款	Deposits from customers	161,273,590	76,407,109	80,378,677	13,324,360	296,558	12,524,645	344,204,939
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	172,674	317,419	2,150,964	9,551,917	-	-	12,192,974
其他賬項及準備 (包括應付稅項及遞延稅項負債)	Other accounts and provisions (including current and deferred tax liabilities)	2,853,533	2,914,061	3,164,021	1,592,933	38,492	9,609,447	20,172,487
負債總額	Total liabilities	176,274,293	90,590,442	95,485,485	24,469,210	335,050	23,672,422	410,826,902
利率敏感度缺口	Interest sensitivity gap	52,919,471	1,550,264	(22,797,245)	28,741,278	4,055,267	(9,274,232)	55,194,803

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險**

流動資金風險是指銀行因無法提供充裕資金以應對資產增加或履行到期義務，而可能要承受的不欲接受的損失。本集團遵循穩健的流動資金風險偏好，確保在正常情況或壓力情景下均有能力提供穩定、可靠和足夠的現金來源，滿足流動資金需求；在極端情景下無需借助金管局的流動性支持，累積的淨現金流為正值，可以保證基本生存期內的流動資金需要。

4.3 Liquidity risk

Liquidity risk is the risk that banks fail to provide sufficient funds to grow assets or pay due obligations, and need to bear an unacceptable loss. The Group maintains sound liquidity risk appetite to provide stable, reliable and adequate sources of cash to meet liquidity needs under normal circumstances or stressed scenarios; and to survive with net positive cumulative cash flow in extreme scenarios, without requesting the HKMA to act as the lender of last resort.

財務報表附註（續） Notes to the Financial Statements (continued)

4. 金融風險管理（續） 4. Financial risk management (continued)

4.3 流動資金風險（續）

本集團管理流動資金風險的目標，是按照流動資金風險偏好，以合理的成本有效管理資產負債表內及表外業務的流動性，實現穩健經營和持續盈利。本集團以客戶存款為主要的資金來源，其中 57% 為零售客戶存款。為確保穩定和充足的資金來源，本集團積極吸納和穩定核心存款，並輔以同業市場拆入款項。本集團根據不同期限及壓力情景下的流動資金需求，安排資產組合的結構（包括貸款、債券投資及拆放同業等），保持充足的流動資產，以便提供足夠的流動資金支持正常業務需要，及在緊急情況下有能力以合理的成本及時籌集到資金，保證對外支付。本集團致力實現融資渠道和資金運用的多樣化，以避免資產負債過於集中，防止因資金來源或運用過於集中在某個方面，當其出現問題時，導致整個資金供應鏈斷裂，觸發流動資金風險。本集團制訂了集團內部流動資金風險管理指引，管理集團內各成員之間的流動資金，避免相互間在資金上過度依賴。本集團亦注重管理表外業務，如貸款承諾和衍生工具可能產生的流動資金風險。本集團的流動資金風險管理策略涵蓋了外幣資產負債流動管理、抵押品、即日流動性、集團內流動性以及其它風險引致的流動資金風險等，並針對流動資金風險制訂了應急計劃。

4.3 Liquidity risk (continued)

The Group's liquidity risk management objective is to effectively manage the liquidity of on- and off-balance sheet items with reasonable cost based on the liquidity risk appetite to achieve sound operation and sustainable profitability. Deposits from customers are the Group's primary source of funds, in which 57% is retail deposits. To ensure stable and sufficient source of funds are in place, the Group actively attracts new deposits, keeps the core deposit and obtains supplementary funding from the interbank market. According to different term maturities and the results of funding needs estimated from stressed scenarios, the Group adjusts its asset structure (including loans, bonds investment, interbank placement, etc.) to maintain sufficient liquid assets which provides adequate funds in support of normal business needs and ensure its ability to raise funds at a reasonable cost to serve external claims in case of emergency. The Group is committed to diversify the source of funds and the use of funds to avoid excessive concentration of assets and liabilities and prevent triggering liquidity risk due to the break of funding strand when problem occurred in one concentrated funding source. The Group has established intra-group liquidity risk management guideline to manage the liquidity funding among different entities within the Group, and to restrict their reliance of funding on each other. The Group also pays attention to manage liquidity risk created by off-balance sheet activities, such as loan commitments and derivatives. The Group has an overall liquidity risk management strategy to cover the liquidity management of foreign currency assets and liabilities, collateral, intra-day liquidity, intra-group liquidity, the liquidity risk arising from other risks, etc., and has formulated corresponding contingency plan.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險（續）**

風險管理委員會是流動資金風險管理決策機構，並對流動資金風險承擔最終管理責任。風險管理委員會授權資產負債管理委員會管理日常的流動資金風險，確保本集團的業務經營符合風險委員會設定的流動資金風險偏好和政策規定。資產負債管理處主責本集團流動資金風險管理，它與資金處合作根據各自的職責分工協助資產負債管理委員會履行具體的流動資金管理職能。

本集團設定流動資金風險指標和限額，每日用來識別、計量、監測和控制流動資金風險，包括但不限於流動性覆蓋比率、穩定資金淨額比率、貸存比率、最大累計現金流出、流動性緩衝資產組合、以及存戶集中度限額等。本集團採用現金流量分析以評估本集團於正常情況下的流動資金狀況，並最少每月進行流動資金風險壓力測試（包括自身危機、市場危機情況及合併危機），評估本集團抵禦各種嚴峻流動資金危機的能力。本集團亦建立了資產負債管理系統，提供數據及協助編製常規管理報表，以管理好流動資金風險。

4.3 Liquidity risk (continued)

Risk Management Committee (“RMC”) is the decision-making authority of liquidity risk management, and assumes the ultimate responsibility of liquidity risk management. As authorised by RMC, the Asset and Liability Management Committee (ALCO) exercises its oversight of liquidity risk and ensures the daily operations of the Group are in accordance with risk appetite and policies as set by RMC. Asset and Liability Management Division is responsible for overseeing the Group’s liquidity risk. It cooperates with Treasury Division to assist the ALCO to perform liquidity management functions according to their specific responsibilities.

The Group established liquidity risk management indicators and limits to identify, measure, monitor and control liquidity risk on daily basis. These indicators and limits include, but are not limited to liquidity coverage ratio (“LCR”), net stable funding ratio (“NSFR”), loan-to-deposit ratio, Maximum Cumulative Cash Outflow (“MCO”), liquidity buffer asset portfolio and depositor concentration limit. The Group applies cash flow analysis to assess the Group’s liquidity condition under normal conditions and also performs a liquidity stress test (including institution specific, general market crisis and combined crisis) at least on monthly basis to assess the Group’s capability to withstand various severe liquidity crises. Also, the Assets and Liabilities Management System is developed to provide data and the preparation for regular management reports to facilitate liquidity risk management duties.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險（續）**

本集團根據金管局於2016年頒佈之監管政策手冊LM-2《穩健的流動資金風險管理系統及管控措施》中的要求，落實對現金流分析及壓力測試當中所採用的習性模型及假設，以強化本集團於日常及壓力情景下的現金流分析。在日常情況下的現金流分析，本集團對各項應用於表內（如客戶存款）及表外（如貸款承諾）項目作出假設。因應不同資產、負債及表外項目的特性，根據合約到期日、客戶習性假設及資產負債規模變化假設，以預測本集團的未來現金流量狀況。本集團設定「最大累計現金流出」指標，根據以上假設預測在日常情況下的未來30日之最大累計現金淨流出，以評估本集團的融資能力是否足以應付該現金流缺口，以達到持續經營的目的。於2019年12月31日，在沒有考慮出售未到期有價證券的現金流入之情況下，本銀行之30日累計現金流是淨流入，為港幣4,670,594,000元（2018年：港幣514,585,000元），符合內部限額要求。

4.3 Liquidity risk (continued)

In accordance with the requirements of Supervisory Policy Manual LM-2 “Sound Systems and controls for Liquidity Risk Management” issued by the HKMA in 2016, the Group has implemented behaviour model and assumptions of cash flow analysis and stress test to enhance the Group’s cash flow analysis under both normal and stressed conditions. In cash flow analysis under normal circumstances, assumptions have been made relating to on-balance sheet items (such as deposits from customers) and off-balance sheet items (such as loan commitments). According to various characteristics of the assets, liabilities and off-balance sheet items, the Group forecasts the future cash flow based on contractual maturity date and the assumptions of customer behaviour and balance sheet changes. The Group establishes MCO indicator which predicts the future 30 day maximum cumulative net cash outflow in normal situations based on the above assumptions, to assess if the Group has sufficient financing capacity to meet the cash flow gap in order to achieve the objective of continuing operation. As at 31 December 2019, before taking the cash inflow through the sale of outstanding marketable securities into consideration, the Bank’s 30 day cumulative cash flow was a net cash inflow amounting to HK\$4,670,594,000 (2018: HK\$514,585,000) and was in compliance with the internal limit requirements.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險（續）**

在流動資金風險壓力測試中，本集團設立了自身危機、市場危機及合併危機情景，合併危機情景結合自身危機及市場危機，並採用一套更嚴謹的假設，以評估本集團於更嚴峻的流動資金危機情況下的抵禦能力。壓力測試的假設包括零售存款、批發存款及同業存款之流失率，貸款承擔及與貿易相關的或然負債之提取率，貸款逾期比例及滾動發放比率，同業拆出及有價證券的折扣率等。於2019年12月31日，本集團在以上三種壓力情景下都能維持正現金流，表示本集團有能力應付壓力情景下的融資需要。此外，本集團的管理政策要求本集團維持流動資金緩衝，當中包括的高質素或質素相若有價證券為由官方實體、中央銀行、公營單位或多邊發展銀行發行或擔保，而其風險權重為0%或20%，或由非金融企業發行或擔保，其外部信用評級相等於A-或以上，以確保在壓力情況下的資金需求。於2019年12月31日，本銀行流動資金緩衝（折扣前）為港幣61,246,448,000元（2018年：港幣44,804,168,000元）。應急計劃明確了需根據壓力測試結果和預警指標結果為啟動方案的條件，並詳述了相關行動計劃、程序以及各相關部門的職責。集團每年進行測試及更新，確保計劃的有效性及其操作可行性。

4.3 Liquidity risk (continued)

In the liquidity stress test, institution specific, general market crisis and combined crisis scenario has been set up, combined crisis scenario is a combination of institution specific and general market crisis to assess the Group's capability to withstand a more severe liquidity crisis, with a more stringent set of assumptions being adopted. Stress test assumptions include the run-off rate of retail, wholesale and interbank deposits; drawdown rate of loan commitments and trade-related contingent liabilities; delinquency ratio and rollover rate of customer loans; and haircut of interbank placement and marketable securities. As at 31 December 2019, the Group was able to maintain a positive cash flow under the three stressed scenarios, indicating the Group has the ability to meet financing needs under stressed conditions. In addition, the Group has a policy in place to maintain a liquidity cushion which includes high quality or comparable quality marketable securities issued or guaranteed by sovereigns, central banks, public sector entities or multilateral development banks with 0% or 20% risk weight or marketable securities issued or guaranteed by non-financial corporate with a corresponding external credit rating of A- or above to ensure funding needs even under stressed scenarios. As at 31 December 2019, the Bank's liquidity cushion (before haircut) was HK\$61,246,448,000 (2018: HK\$44,804,168,000). A contingency plan is being established which details the conditions to trigger the plan based on stress test results and early warning indicators, the action plans and relevant procedures and responsibility of various departments. The Group tests and updates the Plan annually to ensure its effectiveness and operational feasibility.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險（續）**

流動性覆蓋比率是根據由 2015 年 1 月 1 日起生效的《銀行業（流動性）規則》計算，而穩定資金淨額比率於 2018 年 1 月 1 日起生效。本集團被金管局指定為第一類認可機構，並需要以綜合基礎計算。於 2018 年度，本集團須維持流動性覆蓋比率不少於 90% 及穩定資金淨額比率不少於 100%。由 2019 年起，本集團須維持流動性覆蓋比率及穩定資金淨額比率不少於 100%。

當指標維持高於法定最低水平時，流動性覆蓋比率確保集團持有足夠流動性資產應對短期流動性壓力，而穩定資金淨額比率確保集團維持足夠的穩定資金來源以支持長期資產。

在部分衍生工具合約中，交易對手有權基於對集團的信用狀況的關注而向集團收取額外的抵押品。

4.3 Liquidity risk (continued)

The LCR is calculated in accordance with the Banking (Liquidity) Rules effective from 1 January 2015 and the NSFR is effective from 1 January 2018. The Group, being classified as category 1 authorised institution by the HKMA, is required to calculate LCR and NSFR on consolidated basis. During the year of 2018, the Group was required to maintain LCR not less than 90% and NSFR not less than 100%. From 2019 onward, the Group is required to maintain LCR and NSFR not less than 100%.

By maintaining a ratio in excess of minimum regulatory requirements, the LCR seeks to ensure that the Group holds adequate liquidity assets to mitigate a short-term liquidity stress and the NSFR ensures the Group maintaining sufficient stable funding sources to cover their long-term assets.

In certain derivative contracts, the counterparties have right to request from the Group additional collateral if they have concerns about the Group's creditworthiness.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.3 流動資金風險（續）**

本集團對流動資金風險的管理，同時適用於新產品或新業務。在新產品或業務推出前，相關單位必須首先履行風險評估程序，包括評估潛在的流動資金風險，並考慮現行管理措施是否足夠控制相關風險。如果新產品或新業務可能對銀行流動資金風險形成重大影響，須上報風險管理委員會審批。

本集團制訂統一的流動資金風險管理政策，附屬銀行根據集團的統一政策，結合自身特點制訂具體的管理辦法，並承擔管理本機構流動資金風險的責任。主要附屬銀行獨立地履行日常風險管理職能，並定期向本集團管理層匯報。

有關流動性覆蓋比率及淨穩定資金比率披露的資料可於「未經審核之補充財務資料－1. 流動性覆蓋比率及淨穩定資金比率」及本銀行網頁 www.ncb.com.hk 中「監管披露」一節瀏覽。

4.3 Liquidity risk (continued)

The Group's liquidity risk management also covers new products or business developments. Before launching a new product or business, the relevant departments are required to go through a risk assessment process, which includes the assessment of underlying liquidity risk and consideration of the adequacy of the current risk management mechanism. Any material impact on liquidity risk noted during the risk assessment process will be reported to Risk Management Committee for approval.

The Group has established a set of uniform liquidity risk management policies. On the basis of the Group's uniform policy, the principal banking subsidiary develops its own liquidity management policies according to its own characteristics, and assumes its own liquidity risk management responsibility, executes its daily risk management processes independently, and reports to the Group's Management on a regular basis.

The information of liquidity coverage ratio and net stable funding ratio disclosures are available under "Unaudited Supplementary Financial Information – 1. Liquidity Coverage Ratio and Net Stable Funding Ratio" and section "Regulatory Disclosures" on the Bank's website at www.ncb.com.hk.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續)
4.3 Liquidity risk (continued)
(A) 到期日分析
(A) Maturity analysis

下表為本集團於12月31日之資產及負債的到期日分析，按於結算日時，資產及負債相距合約到期日的剩餘期限分類。

The tables below analyse the Group's assets and liabilities as at 31 December into relevant maturity groupings based on the remaining period at balance sheet date to the contractual maturity date.

		2019							
		即期	一至	三至	一至五年	五年以上	不確定	總計	
		On	Up to	1 to 3	3 to 12	1 to 5	Over 5	Indefinite	
		demand	1 month	months	months	years	years	date	
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
資產	Assets								
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	25,185,000	16,142,261	-	-	-	-	41,327,261	
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	-	-	6,917,705	3,538,642	-	-	10,456,347	
公允價值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
- 交易性	- Trading								
- 債務證券	- Debt securities	-	2,230,031	1,138,024	3,294,527	-	-	6,662,582	
- 強制性以公允價值變化計入損益，非交易性	- Mandatorily measured at fair value through profit or loss, non trading								
- 其他	- Others	-	519,625	798,985	6,590,105	-	-	7,908,715	
- 股份證券	- Equity securities	-	-	-	-	-	-	83,050	
衍生金融工具	Derivative financial instruments	253,681	39,863	164,303	64,387	62,154	5,228	589,616	
貸款及其他賬項	Advances and other accounts								
- 客戶貸款	- Advances to customers	23,406,408	6,959,463	16,311,040	50,977,315	111,145,709	51,318,441	277,163	
- 貿易票據	- Trade bills	2	299,658	1,417,740	300,241	-	-	2,017,641	
金融投資	Financial investments								
- 以公允價值變化計入其他全面收益	- At fair value through other comprehensive income								
- 債務證券	- Debt securities	-	8,901,448	12,222,634	36,106,293	61,646,059	2,232,465	121,108,899	
- 存款證	- Certificates of deposit	-	1,307,132	4,644,197	12,759,261	3,042,501	-	21,753,091	
- 以攤餘成本計量	- At amortised cost								
- 債務證券	- Debt securities	-	-	-	385,784	2,020,340	-	2,406,124	
- 存款證	- Certificates of deposit	-	1,011	-	39,854	115,575	-	156,440	
- 其他	- Others	-	-	-	490,930	812,290	-	1,303,220	
- 股份證券	- Equity securities	-	-	-	-	-	-	31,163	
投資物業	Investment properties	-	-	-	-	-	-	355,230	
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	8,602,036	
其他資產 (包括應付稅項及遞延稅項資產)	Other assets (including current and deferred tax assets)	666,974	3,560,535	27,853	(62,888)	162,837	1,338	75,244	
資產總額	Total assets	49,512,065	39,961,027	43,642,481	114,484,451	179,007,465	53,557,472	9,423,886	489,588,847

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續) 4.3 Liquidity risk (continued)
(A) 到期日分析 (續) (A) Maturity analysis (continued)

		2019							
		即期	一個月內	一至三個月	三至十二個月	一至五年	五年以上	不確定日期	總計
		On demand	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Indefinite	Total
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
負債	Liabilities								
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	3,135,046	14,021,165	10,069,438	3,758,472	-	-	-	30,984,121
公允價值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	-	3,789,576	913,499	345,484	-	-	-	5,048,559
衍生金融工具	Derivative financial instruments	86,597	56,593	171,971	100,310	172,092	-	-	587,563
客戶存款	Deposits from customers	111,516,860	49,354,429	74,057,087	96,400,034	14,213,192	346,180	-	345,887,782
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	-	330,652	2,155,133	2,862,778	10,122,553	-	-	15,471,116
其他賬項及準備 (包括應付稅項及遞延稅項負債)	Other accounts and provisions (including current and deferred tax liabilities)	4,888,661	11,877,126	2,358,736	6,210,505	1,961,316	79,755	4,429	27,380,528
後償負債	Subordinated liabilities	-	-	-	-	-	5,438,386	-	5,438,386
負債總額	Total liabilities	119,627,164	79,429,541	89,725,864	109,677,583	26,469,153	5,864,321	4,429	430,798,055
流動資金缺口	Net liquidity gap	(70,115,099)	(39,468,514)	(46,083,383)	4,806,868	152,538,312	47,693,151	9,419,457	58,790,792

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續) 4.3 Liquidity risk (continued)
(A) 到期日分析 (續) (A) Maturity analysis (continued)

		2018							
		即期	一個月內	一至三個月	三至十二個月	一至五年	五年以上	不確定	總計
		On demand	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Indefinite	Total
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
資產	Assets								
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	28,899,314	27,753,849	-	-	-	-	-	56,653,163
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	-	-	8,517,735	9,689,902	-	-	-	18,207,637
公允價值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
- 交易性	- Trading								
- 債務證券	- Debt securities	-	1,994,683	511,970	2,239,665	11,697	49,354	-	4,807,369
- 強制性以公允價值變化計入損益，非交易性	- Mandatorily measured at fair value through profit or loss, non trading								
- 其他	- Others	-	129,892	154,144	3,502,254	-	-	-	3,786,290
- 股份證券	- Equity securities	-	-	-	-	-	-	85,827	85,827
衍生金融工具	Derivative financial instruments	310,976	80,931	40,160	138,733	83,921	-	-	654,721
貸款及其他賬項	Advances and other accounts								
- 客戶貸款	- Advances to customers	20,206,669	11,425,151	16,468,149	46,285,751	114,144,105	42,873,158	692,466	252,095,449
- 貿易票據	- Trade bills	70	242,028	303,209	290,113	-	-	-	835,420
金融投資	Financial investments								
- 以公允價值變化計入其他全面收益	- At fair value through other comprehensive income								
- 債務證券	- Debt securities	-	8,439,759	10,490,900	19,704,448	50,295,352	3,013,413	-	91,943,872
- 存款證	- Certificates of deposit	-	19,368	425,926	15,630,734	4,914,799	-	-	20,990,827
- 以攤餘成本計量	- At amortised cost								
- 債務證券	- Debt securities	-	1,419	58,752	444,232	2,404,880	-	-	2,909,283
- 存款證	- Certificates of deposit	-	1,017	-	601	155,526	-	-	157,144
- 其他	- Others	-	-	-	1,289,370	827,824	-	-	2,117,194
- 股份證券	- Equity securities	-	-	-	-	-	-	31,833	31,833
投資物業	Investment properties	-	-	-	-	-	-	331,942	331,942
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	7,808,591	7,808,591
其他資產 (包括應付稅項及遞延稅項資產)	Other assets (including current and deferred tax assets)	538,269	1,750,181	154,555	(95,976)	163,418	2,686	92,010	2,605,143
資產總額	Total assets	49,955,298	51,838,278	37,125,500	99,119,827	173,001,522	45,938,611	9,042,669	466,021,705

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續) 4.3 Liquidity risk (continued)
(A) 到期日分析 (續) (A) Maturity analysis (continued)

		2018							
		即期	一個月內	一至三個月	三至十二個月	一至五年	五年以上	不確定日期	總計
		On demand	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Indefinite	Total
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
負債	Liabilities								
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	1,855,547	8,562,531	9,187,900	8,957,346	-	535,974	-	29,099,298
公允值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	-	1,667,295	1,943,724	1,192,258	-	-	-	4,803,277
衍生金融工具	Derivative financial instruments	88,748	81,161	40,970	80,859	62,189	-	-	353,927
客戶存款	Deposits from customers	107,557,769	65,128,473	77,300,156	80,595,211	13,326,772	296,558	-	344,204,939
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	-	171,567	410,513	2,058,977	9,551,917	-	-	12,192,974
其他賬項及準備 (包括應付稅項及遞延稅項負債)	Other accounts and provisions (including current and deferred tax liabilities)	3,328,002	6,678,246	3,149,305	3,373,539	2,539,521	43,041	1,060,833	20,172,487
負債總額	Total liabilities	112,830,066	82,289,273	92,032,568	96,258,190	25,480,399	875,573	1,060,833	410,826,902
流動資金缺口	Net liquidity gap	(62,874,768)	(30,450,995)	(54,907,068)	2,861,637	147,521,123	45,063,038	7,981,836	55,194,803

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.3 流動資金風險 (續)****4.3 Liquidity risk (continued)****(A) 到期日分析 (續)****(A) Maturity analysis (continued)**

上述到期日分類乃按照《銀行業(披露)規則》之相關條文而編製。本集團將逾期不超過 1 個月之資產，例如貸款及債務證券列為「即期」資產。對於按不同款額或分期償還之資產，只有該資產中實際逾期之部分被視作逾期。其他未到期之部分仍繼續根據剩餘期限分類，但假若對該資產之償還存有疑慮，則將該等款項列為「不確定日期」。上述列示之資產已扣除任何相關準備(如有)。

按尚餘到期日對債務證券之分析是為遵循《銀行業(披露)規則》之相關條文而披露的。所作披露不代表此等證券將持有至到期日。

The above maturity classifications have been prepared in accordance with relevant provisions under the Banking (Disclosure) Rules. The Group has reported assets such as advances and debt securities which have been overdue for not more than one month as "On demand". In the case of an asset that is repayable by different payments or instalments, only that portion of the asset that is actually overdue is reported as overdue. Any part of the asset that is not due is reported according to the residual maturity unless the repayment of the asset is in doubt in which case the amount is reported as "Indefinite". The above assets are stated after deduction of provisions, if any.

The analysis of debt securities by remaining period to maturity is disclosed in order to comply with relevant provisions under the Banking (Disclosure) Rules. The disclosure does not imply that the securities will be held to maturity.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續)
**(B) 按合約到期日分析
之未折現現金流**
**(a) 非衍生工具之現金
流**

下表概述了本集團於12月31日之非衍生金融負債以剩餘合約到期日列示之現金流。

4.3 Liquidity risk (continued)
(B) Analysis of undiscounted cash flows by contractual maturities
(a) Non-derivative cash flows

The tables below summarise the cash flows of the Group as at 31 December for non-derivative financial liabilities by remaining contractual maturity.

金融負債

銀行及其他金融機構之存款
及結餘
公允值變化計入損益之金融
負債
客戶存款
已發行債券證券及存款證

後償負債

其他金融負債

金融負債總額
Financial liabilities

Deposits and balances from banks and
other financial institutions
Financial liabilities at fair value through
profit or loss
Deposits from customers
Debt securities and certificates of
deposit in issue
Subordinated liabilities
Other financial liabilities

Total financial liabilities
2019

	一至 一個月內 Up to 1 month	三個月 1 to 3 months	三至 十二個月 3 to 12 months	一至五年 1 to 5 years	五年以上 Over 5 years	不確定 日期 Indefinite	總計 Total
	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000
銀行及其他金融機構之存款及結餘	17,164,124	10,094,531	3,758,196	-	-	-	31,016,851
公允值變化計入損益之金融負債	3,791,500	917,000	350,000	-	-	-	5,058,500
客戶存款	160,919,553	74,366,567	97,547,445	15,694,024	408,382	-	348,935,971
已發行債券證券及存款證	331,073	2,165,041	2,901,837	11,265,385	-	-	16,663,336
後償負債	-	-	207,140	828,558	6,450,493	-	7,486,191
其他金融負債	16,218,685	2,107,455	5,704,523	1,024,600	79,755	4,353	25,139,371
金融負債總額	198,424,935	89,650,594	110,469,141	28,812,567	6,938,630	4,353	434,300,220

2018

	一至 一個月內 Up to 1 month	三個月 1 to 3 months	三至 十二個月 3 to 12 months	一至五年 1 to 5 years	五年以上 Over 5 years	不確定 日期 Indefinite	總計 Total
	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000
銀行及其他金融機構之存款及結餘	10,421,067	9,214,139	9,106,370	-	535,975	-	29,277,551
公允值變化計入損益之金融負債	1,669,000	1,948,500	1,200,000	-	-	-	4,817,500
客戶存款	172,733,238	77,608,281	81,340,453	14,364,754	296,557	-	346,343,283
已發行債券證券及存款證	171,956	411,563	2,097,821	9,577,308	-	-	12,258,648
其他金融負債	9,560,864	2,924,855	3,169,167	1,593,688	43,041	1,060,634	18,352,249
金融負債總額	194,556,125	92,107,338	96,913,811	25,535,750	875,573	1,060,634	411,049,231

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.3 流動資金風險 (續)****4.3 Liquidity risk (continued)****(B) 按合約到期日分析
之未折現現金流
(續)****(B) Analysis of undiscounted cash flows by contractual maturities (continued)****(b) 衍生工具之現金
流****(b) Derivative cash flows**

下表概述了本集團於 12 月 31 日以剩餘合約到期日列示之現金流，包括按淨額基準結算之衍生金融負債，及所有按總額基準結算之衍生金融工具（不論有關合約屬資產或負債）。除部分衍生工具以公允值列示外，下表披露的其他金額均為未經折現的合同現金流。

The tables below summarise the cash flows of the Group by remaining contractual maturity as at 31 December for derivative financial liabilities that will be settled on a net basis, together with all derivative financial instruments that will be settled on a gross basis regardless of whether the contract is in an asset or liability position. The amounts disclosed in the tables are the contractual undiscounted cash flows, except for certain derivatives which are disclosed at fair value.

本集團按淨額基準結算之衍生金融工具主要包括利率掉期，而按總額基準結算之衍生金融工具主要包括貨幣遠期及貨幣掉期。

The Group's derivative financial instruments that will be settled on a net basis mainly include interest rate swaps whereas derivative financial instruments that will be settled on a gross basis mainly include currency forwards and currency swaps.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續)
4.3 Liquidity risk (continued)
**(B) 按合約到期日分析
之未折現現金流
(續)**
(B) Analysis of undiscounted cash flows by contractual maturities (continued)
**(b) 衍生工具之現金
流 (續)**
(b) Derivative cash flows (continued)

		2019					
		一 個月內	一 至 三 個月	三 至 十二 個月	一 至 五 年	五 年 以上	總 計
		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Total
		港幣 千元	港幣 千元	港幣 千元	港幣 千元	港幣 千元	港幣 千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
按淨額基準結 算之衍生金 融負債	Derivative financial liabilities settled on a net basis	168,387	92	(90)	(41,534)	(2,172)	124,683
按總額基準結 算之衍生金 融工具	Derivative financial instruments settled on a gross basis						
總流入	Total inflow	20,828,220	9,548,509	13,895,141	3,144,846	-	47,416,716
總流出	Total outflow	(20,886,517)	(10,136,847)	(14,260,317)	(3,133,199)	-	(48,416,880)

		2018					
		一 個月內	一 至 三 個月	三 至 十二 個月	一 至 五 年	五 年 以上	總 計
		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 years	Total
		港幣 千元	港幣 千元	港幣 千元	港幣 千元	港幣 千元	港幣 千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
按淨額基準結 算之衍生金 融負債	Derivative financial liabilities settled on a net basis	223,117	-	-	-	-	223,117
按總額基準結 算之衍生金 融工具	Derivative financial instruments settled on a gross basis						
總流入	Total inflow	9,663,256	4,223,184	14,737,649	5,411,915	-	34,036,004
總流出	Total outflow	(9,662,317)	(4,223,341)	(15,032,317)	(5,397,840)	-	(34,315,815)

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.3 流動資金風險 (續)
4.3 Liquidity risk (continued)
**(B) 按合約到期日分析
之未折現現金流
(續)**
(B) Analysis of undiscounted cash flows by contractual maturities (continued)
**(c) 資產負債表外
項目**
(c) Off-balance sheet items
貸款承擔
Loan commitments

有關本集團於2019年12月31日向客戶承諾延長信貸及其他融資之表外金融工具，其合約金額為港幣123,699,299,000元（2018年：港幣84,986,184,000元），此等貸款承擔可於一年內提取。

The contractual amounts of the Group's off-balance sheet financial instruments as at 31 December 2019 that the Group commits to extend credit to customers and other facilities totalled HK\$123,699,299,000 (2018: HK\$84,986,184,000). Those loan commitments can be drawn within one year.

**財務擔保及其他
財務融資**
Financial guarantees and other financial facilities

本集團於2019年12月31日之財務擔保及其他財務融資金額為港幣24,500,563,000元（2018年：港幣28,176,569,000元），其到期日少於一年。

Financial guarantees and other financial facilities of the Group as at 31 December 2019 totalled HK\$24,500,563,000 (2018: HK\$28,176,569,000) are maturing no later than one year.

財務報表附註（續） Notes to the Financial Statements (continued)

4. 金融風險管理（續） 4. Financial risk management (continued)

4.4 資本管理

本集團資本管理的主要目標是維持與集團整體風險狀況相稱的資本充足水平，同時為股東帶來最大回報。資產負債管理委員會定期檢討本集團資本結構，並在需要時進行調整以保持風險、回報與資本充足性的最佳平衡。

本集團已經建立並維持一套有效的資本管理政策和調控機制。此套機制保證集團在支持業務發展的同時，滿足法定資本充足率的要求。資產負債管理委員會負責監控集團的資本充足性。本集團在報告時段內就銀行業務符合各項金管局的法定資本規定，詳述如下：

本集團於2019年採用基礎內部評級基準計算法計算大部分非證券化類別風險承擔的信貸風險資本要求，並使用證券化標準計算法計算證券化類別風險承擔的信貸風險資本要求。小部分信貸風險承擔則繼續按標準（信貸風險）計算法計算。本集團採用標準信貸估值調整方法，計算具有信貸估值調整風險的交易對手資本要求。

4.4 Capital management

The major objective of the Group's capital management is to maximise total shareholders' return while maintaining a capital adequacy position in relation to the Group's overall risk profile. The ALCO periodically reviews the Group's capital structure and adjusts the capital mix where appropriate to maintain an optimal balance among risk, return and capital adequacy.

The Group has developed and maintained a sound framework of policies and controls on capital management to support the development of the Group's business and to meet the statutory capital adequacy ratio. The ALCO monitors the Group's capital adequacy. The Group has complied with all the statutory capital requirements of the HKMA for the reported periods in respect of banking operation as further elaborated below.

The Group adopted the foundation internal ratings-based ("FIRB") approach to calculate the credit risk capital charge for the majority of its non-securitisation exposures and the securitization standardised approach ("SEC-SA") to calculate the credit risk capital charge for its securitisation exposures in 2019. A small residual credit exposures are remained under the standardised (credit risk) ("STC") approach. The Group has adopted the standardised credit valuation adjustment ("CVA") method to calculate the capital charge for the CVA risk of the counterparty.

財務報表附註（續） Notes to the Financial Statements (continued)

4. 金融風險管理（續） 4. Financial risk management (continued)

4.4 資本管理（續）

本集團於2019年採用內部模式計算法計算外匯及利率的一般市場風險資本要求，並根據《銀行業（資本）規則》第317C條獲金管局批准豁免計算結構性外匯敞口產生的市場風險資本要求。本集團繼續採用標準（市場風險）計算法計算其餘市場風險資本要求。

本集團繼續採用標準（業務操作風險）計算法計算操作風險資本要求。

本集團於2019年繼續採用內部資本充足評估程序以符合金管局監管政策手冊「監管審查程序」內的要求。按金管局對第二支柱的指引，內部資本充足評估程序主要用以評估在第一支柱下未有涵蓋或充分涵蓋的重大風險所需的額外資本，從而設定本集團最低普通股權一級資本比率、最低一級資本比率及最低總資本比率。同時，本集團亦就前述的資本比率設定了運作區間，以支持業務發展需要及促進資本的有效運用。本集團認為內部資本充足評估程序是一個持續的資本管理過程，並會因應自身的整體風險狀況而定期重檢及按需要調整其資本結構。

4.4 Capital management (continued)

The Group adopts the internal models (“IMM”) approach to calculate the general market risk capital charge for foreign exchange and interest rate exposures and, with the approval from the HKMA in 2019, exclude its structural FX positions pursuant to section 317C of the Banking (Capital) Rules in the calculation of the market risk capital charge. The Group continues to adopt the standardised (market risk) (“STM”) approach to calculate the market risk capital charge for the remaining exposures.

The Group continues to adopt standardised (operational risk) (“STO”) approach to calculate the operational risk capital charge.

The Group has continued to adopt an internal capital adequacy assessment process (“ICAAP”) to comply with the HKMA’s requirements in the Supervisory Policy Manual “Supervisory Review Process” in 2019. Based on the HKMA’s guidelines on Pillar II, ICAAP has been initiated to assess the extra capital needed to cover the material risks not captured or not adequately captured under Pillar I, and therefore minimum Common Equity Tier 1 capital ratio, minimum Tier 1 capital ratio and minimum Total capital ratio are determined. Meanwhile, operating ranges for the aforementioned capital ratios have also been established which enable the flexibility for future business growth and efficiency of capital utilisation. The Group considers this ICAAP as an on-going process for capital management and periodically reviews and adjusts its capital structure where appropriate in relation to the overall risk profile.

財務報表附註（續） Notes to the Financial Statements (continued)**4. 金融風險管理（續） 4. Financial risk management (continued)****4.4 資本管理（續）**

此外，本集團每年制定年度資本規劃，由資產負債管理委員會審議後呈董事會批准。資本規劃從業務策略、股東回報、風險偏好、信用評級、監控要求等多維度評估對資本充足性的影響，從而預測未來資本需求及資本來源，以保障集團能維持良好的資本充足性及資本組合結構，配合業務發展，保持風險、回報與資本充足性的最佳平衡。

(A) 監管綜合基礎

監管規定的綜合基礎乃根據《銀行業（資本）規則》由本銀行及其部分金管局指定之附屬公司組成。在會計處理方面，則按照香港財務報告準則綜合附屬公司，其名單載於「附錄－本銀行之附屬公司」。

4.4 Capital management (continued)

In addition, the capital plan of the Group is drawn up annually and then submitted to the Board for approval after endorsement of the ALCO. The plan is built up by assessing the implications of various factors upon capital adequacy such as the business strategies, return on equity, risk appetite, credit rating, as well as regulatory requirements. Hence, the future capital requirement is determined and capital sources are identified also. The plan is to ensure the Group maintains adequate capital and appropriate capital structure which align with its business development needs, thereby achieving an optimal balance among risk, return and capital adequacy.

(A) Basis of regulatory consolidation

The consolidation basis for regulatory purposes comprises the positions of the Bank and certain subsidiaries specified by the HKMA in accordance with the Banking (Capital) Rules. For accounting purposes, subsidiaries are consolidated in accordance with HKFRSs and the list of subsidiaries is set out in "Appendix – Subsidiaries of the Bank".

財務報表附註（續） Notes to the Financial Statements (continued)
4. 金融風險管理（續） 4. Financial risk management (continued)
4.4 資本管理（續）
4.4 Capital management (continued)
(A) 監管綜合基礎（續）
(A) Basis of regulatory consolidation (continued)

包括在會計準則綜合範圍，而不包括在監管規定綜合範圍內的附屬公司之詳情如下：

The particulars of subsidiaries which are included within the accounting scope of consolidation but not included within the regulatory scope of consolidation are as follows:

名稱	Name	2019		2018	
		資產總額	資本總額	資產總額	資本總額
		Total assets	Total equity	Total assets	Total equity
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
南洋商業銀行信託有限公司	Nanyang Commercial Bank Trustee Limited	16,678	16,561	16,598	16,488
廣利南投資管理有限公司	Kwong Li Nam Investment Agency Limited	4,948	4,551	4,214	4,068
南洋商業銀行（代理人）有限公司	Nanyang Commercial Bank (Nominees) Limited	1,449	1,449	1,455	1,455

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.4 資本管理 (續)
4.4 Capital management (continued)
(A) 監管綜合基礎 (續)
(A) Basis of regulatory consolidation (continued)

以上附屬公司的主要業務載於「附錄一本銀行之附屬公司」。

The principal activities of the above subsidiaries are set out in "Appendix – Subsidiaries of the Bank".

於2019年12月31日，並無任何附屬公司只包括在監管規定綜合範圍，而不包括在會計準則綜合範圍(2018年：無)。

There were no subsidiaries which are included within the regulatory scope of consolidation but not included within the accounting scope of consolidation as at 31 December 2019 (2018: Nil).

於2019年12月31日，亦無任何附屬公司同時包括在會計準則和監管規定綜合範圍而使用不同綜合方法(2018年：無)。

Neither were there any subsidiaries which are included within both the accounting scope of consolidation and the regulatory scope of consolidation where the methods of consolidation differ as at 31 December 2019 (2018: Nil).

(B) 資本比率
(B) Capital ratio

		<u>2019</u>	<u>2018</u>
普通股權一級資本比率	CET1 capital ratio	<u>14.58%</u>	<u>13.50%</u>
一級資本比率	Tier 1 capital ratio	<u>17.99%</u>	<u>16.95%</u>
總資本比率	Total capital ratio	<u>21.73%</u>	<u>18.70%</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.4 資本管理 (續)
4.4 Capital management (continued)
(B) 資本比率 (續)
(B) Capital ratio (continued)

用於計算以上資本比率之扣減後的綜合資本基礎分析如下：

The consolidated capital base after deductions used in the calculation of the above capital ratios is analysed as follows:

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
普通股權一級資本：票據及儲備	CET1 capital: instruments and reserves		
直接發行的合資格普通股權一級資本票據	Directly issued qualifying CET1 capital instruments	3,144,517	3,144,517
保留溢利	Retained earnings	37,165,269	33,911,997
已披露的儲備	Disclosed reserves	<u>9,157,646</u>	<u>8,815,845</u>
監管扣減之前的普通股權一級資本	CET1 capital before regulatory deductions	<u>49,467,432</u>	<u>45,872,359</u>
普通股權一級資本：監管扣減	CET1 capital: regulatory deductions		
估值調整	Valuation adjustments	(39)	(16,962)
已扣除遞延稅項負債的遞延稅項資產	Deferred tax assets net of deferred tax liabilities	(58,000)	(46,836)
按公平價值估值的負債因本身的信用風險變動所產生的損益	Gains and losses due to changes in own credit risk on fair valued liabilities	(1,420)	(12,417)
因土地及建築物（自用及投資用途）進行價值重估而產生的累積公平價值收益	Cumulative fair value gains arising from the revaluation of land and buildings (own-use and investment properties)	(6,899,837)	(6,761,032)
一般銀行業務風險監管儲備	Regulatory reserve for general banking risks	<u>(2,694,377)</u>	<u>(2,478,179)</u>
對普通股權一級資本的監管扣減總額	Total regulatory deductions to CET1 capital	<u>(9,653,673)</u>	<u>(9,315,426)</u>
普通股權一級資本	CET1 capital	<u>39,813,759</u>	<u>36,556,933</u>
額外一級資本	Additional Tier 1 capital	<u>9,314,890</u>	<u>9,314,890</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.4 資本管理 (續)
4.4 Capital management (continued)
(B) 資本比率 (續)
(B) Capital ratio (continued)

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
一級資本	Tier 1 capital	49,128,649	45,871,823
二級資本：票據及準備金	Tier 2 capital: instruments and provisions		
合資格二級資本票據加任何相關股份溢價	Qualifying Tier 2 capital instruments plus any related share premium	5,414,796	-
合資格計入二級資本的集體減值備抵及一般銀行風險監管儲備	Collective impairment allowances and regulatory reserve for general banking risks eligible for inclusion in Tier 2 capital	1,697,544	1,711,751
監管扣減之前的二級資本	Tier 2 capital before regulatory deductions	7,112,340	1,711,751
二級資本：監管扣減	Tier 2 capital: regulatory deductions		
加回合資格計入二級資本的因對土地及建築物(自用及投資用途)進行價值重估而產生的累積公平價值收益	Add back of cumulative fair value gains arising from the revaluation of land and buildings (own-use and investment properties) eligible for inclusion in Tier 2 capital	3,104,927	3,042,464
對二級資本的監管扣減總額	Total regulatory deductions to Tier 2 capital	3,104,927	3,042,464
二級資本	Tier 2 capital	10,217,267	4,754,215
總資本	Total capital	59,345,916	50,626,038

防護緩衝資本比率分析如下：

The capital buffer ratios are analysed as follows:

		於 2019 年 12 月 31 日 At 31 December 2019	於 2018 年 12 月 31 日 At 31 December 2018
防護緩衝資本比率	Capital conservation buffer ratio	2.5%	1.875%
逆周期緩衝資本比率	Countercyclical capital buffer ratio	1.11%	1.01%

財務報表附註 (續) Notes to the Financial Statements (continued)**4. 金融風險管理 (續) 4. Financial risk management (continued)****4.4 資本管理 (續)****4.4 Capital management (continued)****(B) 資本比率 (續)****(B) Capital ratio (continued)**

根據《銀行業(資本)規則》，於2016至2019年間分階段引入防護緩衝資本(「CCB比率」)，目的是確保銀行在受壓期外，建立風險加權資產之2.5%之資本。逆周期緩衝資本(「CCyB比率」)則是由個別司法管轄區設置，用以在信貸增長過度時期抵禦未來的損失。香港金融管理局公佈香港地區適用的逆周期緩衝資本，由2019年1月1日及2019年10月14日起分別為風險加權資產之2.50%及2.00%。

有關資本披露的補充資料可於本銀行網頁www.ncb.com.hk中「監管披露」一節瀏覽。

In accordance with the Banking (Capital) Rules, the phase-in from 2016 to 2019 of the Capital Conservation Buffer (“CCB”) is designed to ensure banks build up capital outside periods of stress of 2.5% of risk-weighted assets (“RWAs”). The Countercyclical Capital Buffer (“CCyB”) which is set on an individual country basis and is built up during periods of excess credit growth to protect against future losses. The HKMA announced a CCyB for Hong Kong of 2.50% and 2.00% of RWAs from 1 January 2019 and 14 October 2019 respectively.

The additional information of capital disclosures is available under section “Regulatory Disclosures” on the Bank’s website at www.ncb.com.hk.

財務報表附註 (續) Notes to the Financial Statements (continued)
4. 金融風險管理 (續) 4. Financial risk management (continued)
4.4 資本管理 (續)
4.4 Capital management (continued)
(C) 槓桿比率
(C) Leverage ratio

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
一級資本	Tier 1 capital	<u>49,128,649</u>	<u>45,871,823</u>
槓桿比率風險承擔	Leverage ratio exposure	<u>512,744,692</u>	<u>488,062,361</u>
槓桿比率	Leverage ratio	<u>9.58%</u>	<u>9.40%</u>

有關槓桿比率披露的補充資料可於本銀行網頁 www.ncb.com.hk 中「監管披露」一節瀏覽。

The additional information of leverage ratio disclosures is available under section "Regulatory Disclosures" on the Bank's website at www.ncb.com.hk.

財務報表附註（續） Notes to the Financial Statements (continued)

5. 資產和負債的公允值 5. Fair values of assets and liabilities

所有以公允值計量或在財務報表內披露的資產及負債，均按香港財務報告準則第13號「公允值計量」的定義，於公允值層級表內分類。該等分類乃參照估值方法所採用的因素之可觀察性及重大性，並基於對整體公允值計量有重大影響之最低層級因素來釐定：

- 第一層級：相同資產或負債在活躍市場中的報價（未經調整）。此層級包括上市股份證券、若干場內交易的衍生合約及貴金屬。
- 第二層級：乃基於估值技術所採用的最低層級因素（同時需對整體公允值計量有重大影響）可被直接或間接地觀察。此層級包括大部分場外交易的衍生合約、從估值服務供應商獲取價格的債務證券及存款證。同時亦包括對可觀察的市場因素進行了不重大調整的貴金屬及物業。
- 第三層級：乃基於估值技術所採用的最低層級因素（同時需對整體公允值計量有重大影響）屬不可被觀察。此層級包括有重大不可觀察因素的股份投資、轉貼現及福費廷。同時亦包括對可觀察的市場因素進行了重大調整的物業。

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy as defined in HKFRS 13, "Fair value measurement". The categorisation are determined with reference to the observability and significance of the inputs used in the valuation methods and based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: based on quoted prices (unadjusted) in active markets for identical assets or liabilities. This category includes listed equity shares certain exchange-traded derivative contracts and precious metals.
- Level 2: based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly. This category includes majority of the OTC derivative contracts, debt securities and certificates of deposit with quote from pricing services vendors. It also includes precious metals and properties with insignificant adjustments made to observable market inputs.
- Level 3: based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. This category includes equity investment, rediscounted bills and forfeiting with significant unobservable components. It also includes properties with significant adjustments made to observable market inputs.

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)**

對於以重複基準確認於財務報表的資產及負債，本集團會於每一財務報告週期的結算日重新評估其分類（基於對整體公允值計量有重大影響之最低層級因素），以確定有否在公允值層級之間發生轉移。

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

5.1 以公允值計量的金融工具**5.1 Financial instruments measured at fair value**

本集團建立了完善的公允值管治及控制架構，公允值數據由獨立於前線的控制單位確定或核實。各控制單位負責獨立核實前線業務之估值結果及重大公允值數據。其他特定控制程序包括核實可觀察的估值參數。重大估值事項將向管理層匯報。

The Group has an established governance structure and controls framework to ensure that fair values are either determined or validated by control units independent of the front offices. Control units have overall responsibility for independent verification of valuation results from front line businesses and all other significant fair value measurements. Specific controls include verification of observable pricing inputs. Significant valuation issues are reported to the Management.

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.1 以公允值計量的金融工具 (續)**

當無法從公開市場獲取報價時，本集團通過一些估值技術或經紀／交易商之詢價來確定金融工具的公允值。

對於本集團所持有的金融工具，其估值技術使用的主要參數包括債券價格、利率、匯率、權益及股票價格、波幅、交易對手信貸利差及其他等，主要為可從公開市場觀察及獲取的參數。

用以釐定以下金融工具公允值的估值方法如下：

債務工具、存款證、轉貼現、福費廷

此類工具的公允值由交易所、交易商或外間獨立估值服務供應商提供的市場報價或使用貼現現金流模型分析而決定。貼現現金流模型是一個利用預計未來現金流，以一個可反映市場上相類似風險的工具所需信貸息差之貼現率或一般以月末同樣產品成交利率為基準，同時參考同業詢價形成最後的貼現率。這些參數是市場上可觀察或由可觀察或不可觀察的市場數據證實。

5.1 Financial instruments measured at fair value (continued)

The Group uses valuation techniques or broker/dealer quotations to determine the fair value of financial instruments when unable to obtain the open market quotation in active markets.

The main parameters used in valuation techniques for financial instruments held by the Group include bond prices, interest rates, foreign exchange rates, equity and stock prices, volatilities, counterparty credit spreads and others, which are mostly observable and obtainable from open market.

The technique used to calculate the fair value of the following financial instruments is as below:

Debt instruments, certificates of deposit, rediscounted bills and forfeiting

The fair value of these instruments is determined by obtaining quoted market prices from exchange, dealer or independent pricing service vendors or using discounted cash flow technique. Discounted cash flow model is a valuation technique that measures present value using estimated expected future cash flows from the instruments and then discounts these flows using a discount margin that reflects the credit spreads required by the market for instruments with similar risk or a discount rate which is referred to the transaction interest rate of instruments with similar risk as at the end of the month and inter-bank bid rate as the final discount rate. These inputs are observable or can be corroborated by observable or unobservable market data.

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.1 以公允值計量的金融工具 (續)****5.1 Financial instruments measured at fair value (continued)**同業投資

同業投資主要包括保本類、非保本類同業理財產品以及基金。此類工具的公允值主要由貼現現金流模型釐定。所使用的參數為可觀察或不可觀察市場數據。可觀察的參數包括利率及底層資產價格。一些複雜的同業投資，公允值將按交易商之報價為基礎。

衍生工具

場外交易的衍生工具合約包括外匯、利率或商品的遠期、掉期及期權合約。衍生工具合約的價格主要由貼現現金流模型及期權計價模型等估值技術釐定。所使用的參數為可觀察或不可觀察市場數據。可觀察的參數包括利率、匯率、商品價格及波幅。不可觀察的參數如波幅平面可用於嵌藏於結構性存款中非交易頻繁的期權類產品。對一些複雜的衍生工具合約，公平值將按經紀/交易商之報價為基礎。

本集團對場外交易的衍生工具作出了信貸估值調整及債務估值調整。調整分別反映對市場因素變化、交易對手信譽及集團自身信貸息差的期望。有關調整主要是按每一交易對手，以未來預期敞口、違約率及收回率釐定。

Inter-bank investments

Interbank investments mainly include guaranteed and non-guaranteed financial products and funds. The fair value of these instruments is determined by using discounted cash flow technique. The inputs applied are observable or can be corroborated by observable or unobservable market data. Observable inputs include interest rate and market price of the underlying assets. For certain complex interbank investments, the fair values are determined based on dealer price quotations.

Derivatives

OTC derivative contracts include forward, swap and option contracts on foreign exchange, interest rate or commodity. The fair values of these contracts are mainly measured using valuation techniques such as discounted cash flow models and option pricing models. The inputs can be observable or unobservable market data. Observable inputs include interest rate, foreign exchange rates, commodity prices and volatilities. Unobservable inputs such as volatility surface may be used for less commonly traded option products which are embedded in structured deposits. For certain complex derivative contracts, the fair values are determined based on broker/dealer price quotations.

Credit valuation adjustments ("CVA") and debit valuation adjustments ("DVA") are applied to the Group's OTC derivatives. These adjustments reflect market factors movement, expectations of counterparty creditworthiness and the Group's own credit spread respectively. They are mainly determined for each counterparty and are dependent on expected future values of exposures, default probabilities and recovery rates.

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 5. Fair values of assets and liabilities (continued)
(續)
5.1 以公允值計量的金融工具 (續)
5.1 Financial instruments measured at fair value (continued)
(A) 公允值的等級
(A) Fair value hierarchy

		2019			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
金融資產	Financial assets				
公允值變化計入損益之 金融資產 (附註 20)	Financial assets at fair value through profit or loss (Note 20)				
- 交易性	- Trading				
- 債務證券	- Debt securities	-	6,662,582	-	6,662,582
- 強制性以公允值變 化計入損益， 非交易性	- Mandatorily measured at fair value through profit or loss, non trading				
- 股份證券	- Equity securities	83,050	-	-	83,050
- 其他	- Others	-	-	7,908,715	7,908,715
衍生金融工具 (附註 21)	Derivative financial instruments (Note 21)	257,665	331,951	-	589,616
以公允值變化計入其他 全面收益的金融投資 (附註 23)	Financial investments at fair value through other comprehensive income (Note 23)				
- 債務證券及 存款證	- Debt securities and certificates of deposit	-	142,861,990	-	142,861,990
- 股份證券	- Equity securities	-	-	31,163	31,163
		<u>88,985</u>	<u>498,578</u>	<u>-</u>	<u>587,563</u>
金融負債	Financial liabilities				
公允值變化計入損益之 金融負債 (附註 27)	Financial liabilities at fair value through profit or loss (Note 27)				
- 交易性	- Trading	-	5,048,559	-	5,048,559
衍生金融工具 (附註 21)	Derivative financial instruments (Note 21)	88,985	498,578	-	587,563

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 5. Fair values of assets and liabilities (continued)
(續)
5.1 以公允值計量的金融工具 (續)
5.1 Financial instruments measured at fair value (continued)
(A) 公允值的等級 (續)
(A) Fair value hierarchy (continued)

		2018			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
金融資產	Financial assets				
公允值變化計入損益之 金融資產 (附註 20)	Financial assets at fair value through profit or loss (Note 20)				
- 交易性	- Trading				
- 債務證券	- Debt securities	-	4,807,369	-	4,807,369
- 強制性以公允值變 化計入損益， 非交易性	- Mandatorily measured at fair value through profit or loss, non trading				
- 股份證券	- Equity securities	85,827	-	-	85,827
- 其他	- Others	-	-	3,786,290	3,786,290
衍生金融工具 (附註 21)	Derivative financial instruments (Note 21)	317,669	337,052	-	654,721
以公允值變化計入其他 全面收益的金融投資 (附註 23)	Financial investments at fair value through other comprehensive income (Note 23)				
- 債務證券及 存款證	- Debt securities and certificates of deposit	-	112,934,699	-	112,934,699
- 股份證券	- Equity securities	-	-	31,833	31,833
		<u> </u>	<u> </u>	<u> </u>	<u> </u>
金融負債	Financial liabilities				
公允值變化計入損益之 金融負債 (附註 27)	Financial liabilities at fair value through profit or loss (Note 27)				
- 交易性	- Trading	-	4,803,277	-	4,803,277
衍生金融工具 (附註 21)	Derivative financial instruments (Note 21)	<u>94,041</u>	<u>259,886</u>	<u>-</u>	<u>353,927</u>

本集團之金融資產及負債於年內均沒有第一層級及第二層級之間的轉移 (2018 年：無)。

There were no financial asset and liability transfers between level 1 and level 2 for the Group during the year (2018: Nil).

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.1 以公允值計量的金融工具 (續) 5.1 Financial instruments measured at fair value (continued)
(B) 第三層級的項目變動
(B) Reconciliation of level 3 items

		2019	
		金融資產	
		Financial assets	
		強制性以公允值 變化計入損益 Mandatorily measured at fair value through profit or loss 非交易性 Non trading	以公允值計入 其他全面收益 的金融投資 Financial investments at fair value through other comprehensive income
		其他 Others	股份證券 Equity securities
		港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	3,786,290	31,833
收益 / (虧損)	Gains / (losses)		
- 收益表	- Income statement	(42,388)	-
- 其他全面收益	- Other comprehensive income		
- 以公允值計入其 他全面收益的 金融資產之公 允值變化	- Change in fair value of financial assets at fair value through other comprehensive income	-	(670)
買入	Purchases	4,164,813	-
於 2019 年 12 月 31 日	At 31 December 2019	7,908,715	31,163
於 2019 年 12 月 31 日 持有的金融資產於期 內計入收益表的未實 現收益總額	Total unrealised gain for the period included in income statement for financial assets held as at 31 December 2019	-	-

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.1 以公允值計量的金融工具 (續)
5.1 Financial instruments measured at fair value (continued)
(B) 第三層級的項目變動 (續)
(B) Reconciliation of level 3 items (continued)

		2018		
		金融資產		
		Financial assets		
		強制性以公允值 變化計入損益	以公允值計入 其他全面收益 的金融投資	
		Mandatorily measured at fair value through profit or loss	Financial investments at fair value	
		非交易性	through other comprehensive income	
		Non trading	Equity securities	
		貨幣市場基金	其他	
		Money market fund	Others	
		港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018			
早期列賬	As previously reported	-	-	-
期初調整	Opening adjustments			
- 轉撥自貸款及其他賬項	- Transfer from advances and other accounts	-	700,932	-
- 轉撥自金融投資-可供出售	- Transfer from financial investments - available-for-sale	6,096,906	11,327,738	15,156
期初調整後餘額	Balance after opening adjustments	6,096,906	12,028,670	15,156
收益/(虧損)	Gains / (losses)			
- 收益表	- Income statement	(344,239)	(738,589)	-
- 其他全面收益	- Other comprehensive income			
- 以公允值計入其他全面收益的金融資產之公允值變化	- Change in fair value of financial assets at fair value through other comprehensive income	-	-	285
買入	Purchases	1,252,590	4,340,337	16,392
賣出	Sales	(7,005,257)	(11,844,128)	-
於 2018 年 12 月 31 日	At 31 December 2018	-	3,786,290	31,833
於 2018 年 12 月 31 日持有的金融資產於期內計入收益表的未實現收益總額	Total unrealised gain for the period included in income statement for financial assets held as at 31 December 2018	-	-	-

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.1 以公允值計量的金融工具 (續)****5.1 Financial instruments measured at fair value (continued)****(B) 第三層級的項目變動 (續)****(B) Reconciliation of level 3 items (continued)**

於 2019 年 12 月 31 日及 2018 年 12 月 31 日，分類為第三層級的金融工具主要為以公允值變化計入損益之金融資產及非上市股權。

As at 31 December 2019 and 31 December 2018, financial instruments categorised as level 3 are mainly comprised of financial assets at fair value through profit or loss and unlisted equity shares.

對於某些低流動性其他以公允值變化計入損益和以公允值計入其他全面收益之金融資產，本集團從交易對手處詢價；其公平值的計量可能採用了對估值產生重大影響的不可觀察參數，因此本集團將這些金融工具劃分至第三層級。本集團已建立相關內部控制程序監控集團對此類金融工具的敞口。

For certain illiquid others financial assets classified as fair value through profit or loss and fair value through other comprehensive income, the Group obtains valuation quotations from counterparties which may be based on unobservable inputs with significant impact on the valuation. Therefore, these instruments have been classified by the Group as level 3. The Group has established internal control procedures to control the Group's exposure to such financial instruments.

非上市股權的公允值乃參考可供比較的上市公司之平均市價／盈利倍數，或若沒有合適可供比較的公司，則按其資產淨值釐定。公允值與適合採用之可比較倍數比率或資產淨值存在正向關係。若股權投資的企業資產淨值增長／減少 5%，則本集團其他全面收益將增加／減少港幣 1,558,000 元（2018 年 12 月 31 日：港幣 1,592,000 元）。

The fair values of unlisted equity shares are determined with reference to multiples of comparable listed companies, such as average of the price/earning ratios of comparables, or net asset value, if appropriate comparables are not available. The fair value is positively correlated to the price/earning ratios of appropriate comparables or net asset values. Had the net asset value of the underlying equity investments increased/decreased by 5%, the Group's other comprehensive income would have increased/decreased by HK\$1,558,000 (31 December 2018: HK\$1,592,000).

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.2 非以公允值計量的金融工具**

公允值是以在一特定時點按相關市場資料及不同金融工具之資料來評估。以下之方法及假設已按實際情況應用於評估各類金融工具之公允值。

存放／尚欠銀行及其他金融機構之結餘及貿易票據

大部分之金融資產及負債將於結算日後一年內到期，其賬面值與公允值相若。

客戶貸款

大部分之客戶貸款是浮動利率，按市場息率計算利息，其賬面值與公允值相若。

以攤餘成本作計量的債務工具

以攤餘成本作計量的債務工具之公允值釐定與附註5.1內以公允值計量的債務工具採用之方法相同。

客戶存款

大部分之客戶存款將於結算日後一年內到期，其賬面值與公允值相若。

已發行債務證券及存款證

此類工具之公允值釐定與附註5.1內以公允值計量的債務工具及存款證採用之方法相同。

後償負債

此類工具之公允值釐定與附註5.1內以公允值計量的債務工具及存款證採用之方法相同。

5.2 Financial instruments not measured at fair value

Fair value estimates are made at a specific point in time based on relevant market information and information about various financial instruments. The following methods and assumptions have been used to estimate the fair value of each class of financial instrument as far as practicable.

Balances with/from banks and other financial institutions and trade bills

Substantially all the financial assets and liabilities mature within one year from the balance sheet date and their carrying value approximates fair value.

Advances to customers

Substantially all the advances to customers are on floating rate terms, bear interest at prevailing market interest rates and their carrying value approximates fair value.

Debt instruments at amortised cost

The fair value of debt instruments at amortisation cost is determined by using the same approach as those debt instruments measured at fair value as described in Note 5.1.

Deposits from customers

Substantially all the deposits from customers mature within one year from the balance sheet date and their carrying value approximates fair value.

Debt securities and certificates of deposit in issue

The fair value of these instruments is determined by using the same approach as those debt instruments and certificates of deposit measured at fair value as described in Note 5.1.

Subordinated liabilities

The fair value of the instrument is determined by using the same approach as those debt instruments and certificates of deposit measured at fair value as described in Note 5.1.

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.2 非以公允值計量的金融工具 (續)

除以上其賬面值與公允值相若的金融工具外，下表為非以公允值計量的金融工具之賬面值和公允值。

5.2 Financial instruments not measured at fair value (continued)

The following tables set out the carrying values and fair values of the financial instruments not measured at fair value, except for the above with their carrying values being approximation of fair values.

	2019		2018	
	賬面值	公允值	賬面值	公允值
	Carrying value	Fair value	Carrying value	Fair value
	港幣千元	港幣千元	港幣千元	港幣千元
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
金融資產	Financial assets			
以攤餘成本作計量的債務工具	Debt instruments at amortised cost			
	3,865,784	3,934,640	5,183,621	5,233,740
金融負債	Financial liabilities			
已發行債務證券及存款證	Debt securities and certificates of deposit in issue			
	15,471,116	15,659,408	12,192,974	12,303,684
後償負債	Subordinated liabilities			
	5,438,386	5,514,042	-	-

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.2 非以公允值計量的金融工具 (續)

下表列示已披露其公允值的金融工具之公允值等級。

5.2 Financial instruments not measured at fair value (continued)

The following tables show the fair value hierarchy for financial instruments with fair values disclosed.

		2019			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
金融資產	Financial assets				
以攤餘成本作計量的債務工具	Debt instruments at amortised cost	-	2,578,375	1,356,265	3,934,640
金融負債	Financial liabilities				
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	-	15,659,408	-	15,659,408
後償負債	Subordinated liabilities	-	5,514,042	-	5,514,042
		2018			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
金融資產	Financial assets				
以攤餘成本作計量的債務工具	Debt instruments at amortised cost	-	3,051,407	2,182,333	5,233,740
金融負債	Financial liabilities				
已發行債務證券及存款證	Debt securities and certificates of deposit in issue	-	12,303,684	-	12,303,684

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.3 以公允值計量的非金融工具**

本集團通過一些估值技術或活躍市場報價來確定非金融工具的公允值。

投資物業及房產

本集團之物業可分為投資物業及房產。所有本集團之投資物業及房產已進行重估。估值由獨立特許測量師萊坊測計師行有限公司進行，其擁有具備香港測量師學會資深專業會員及專業會員資格之人員，並在估值物業所處地區及種類上擁有經驗。當估值於每半年末及年末進行時，本集團管理層會跟測量師討論估值方法、估值假設及估值結果。估值方法於年內沒有改變。

(i) 第二層級公允值計量採用的估值方法及因素

被分類為第二層級之物業的公允值，乃參考可比較物業之近期出售成交價（市場比較法）或參考市場租金及資本化率（收入資本法），再對可比較物業及被評估物業之間的差異作出適當調整。此等調整被認為對整體計量並不構成重大影響。

本集團之物業均位於香港及內地之主要城市，被認為是活躍及透明的物業市場。可比較物業之出售價、市場租金及資本化率一般均可在此等市場上被直接或間接觀察得到。

5.3 Non-financial instruments measured at fair value

The Group uses valuation techniques or quoted market prices in active market to determine the fair value of non-financial instruments.

Investment properties and premises

The Group's properties can be divided into investment properties and premises. All of the Group's investment properties and premises were revalued. The valuations were carried out by an independent firm of chartered surveyors, Knight Frank Petty Limited, who have among their staff Fellow and Members of The Hong Kong Institute of Surveyors with recent experience in the locations and categories of properties being valued. The Group's Management had discussions with the surveyors on the valuation methods, valuation assumptions and valuation results when the valuation is performed at each interim and annual reporting date. There has been no change in valuation methods during the year.

(i) Valuation methods and inputs used in Level 2 fair value measurements

The fair value of properties classified as Level 2 is determined using either the market comparison approach by reference to recent sales price of comparable properties or the income capitalisation approach by reference to market rent and capitalisation rate, with appropriate adjustments to reflect the differences between the comparable properties and the subject properties. These adjustments are considered as insignificant to the entire measurement.

The Group's properties are located in Hong Kong and major cities in the PRC where the property markets are considered active and transparent. Sales price, market rent and capitalisation rate of comparable properties are generally observable either directly or indirectly in these markets.

財務報表附註（續） Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.3 以公允值計量的非金融工具 (續)
5.3 Non-financial instruments measured at fair value (continued)
投資物業及房產 (續)
Investment properties and premises (continued)

(ii) 有關第三層級公允值計量的資料

(ii) Information about Level 3 fair value measurements

被分類為第三層級的本集團物業之公允值均採用市場比較法或收入資本法，再按本集團物業相對於可比較物業之性質作折溢價調整來釐定。

The fair value of all of the Group's properties classified as Level 3 is determined using either the market comparison approach or the income capitalisation approach, adjusted for a premium or a discount specific to the features of the Group's properties compared to the comparable properties.

以下為在公允值計量時對被分類為第三層級之本集團物業所採用的估值方法及重大不可觀察因素：

The valuation methods and significant unobservable inputs used in the fair value measurement of the Group's properties classified as Level 3 are as follows:

	估值方法 Valuation method	重大不可觀察因素 Significant unobservable inputs	加權平均 Weighted average	不可觀察因素與公允值的關係 Relationship of unobservable inputs to fair value
其他物業 Other properties	市場比較法或收入資本法 Market comparison approach or income capitalisation approach	物業相對可比較物業在性質上之溢價／（折價） Premium/(discount) on features of the property compared to comparable properties	+2.4% (2018: -1.4%)	溢價越高，公允值越高。 The higher the premium, the higher the fair value. 折價越高，公允值越低。 The higher the discount, the lower the fair value.

物業相對可比較物業在性質上之溢價／（折價）乃參考與可比較物業在不同因素上的差異，例如成交後之市場變動、位置、便達性、樓齡／狀況、樓層、面積、佈局等而釐定。

Premium/(discount) on features of a property is determined after taken into account various factors, such as time for market movement, location, accessibility, building age/condition, floor level, size, layout, with reference to the differences in features with comparable properties.

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.3 以公允值計量的非金融工具 (續)
5.3 Non-financial instruments measured at fair value (continued)
貴金屬

貴金屬之公允值是按活躍市場報價或有若干調整的市場報價為基礎。

Precious metals

The fair values of precious metals are determined by obtaining quoted market prices in active market or market quote with certain adjustments.

(A) 公允值的等級
(A) Fair value hierarchy
非金融資產

投資物業 (附註 24)

物業、器材及設備
(附註 25)

- 房產

其他資產 (附註 26)

- 貴金屬

Non-financial assets

Investment properties

(Note 24)

Properties, plant and equipment
(Note 25)

- Premises

Other assets (Note 26)

- Precious metals

2019

第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
	-	348,420	355,230
	327,345	7,154,208	7,481,553
81,541	183,224	-	264,765

2018

第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
	-	331,942	331,942
	86,750	7,334,171	7,420,921
65,871	167,018	-	232,889

非金融資產

投資物業 (附註 24)

物業、器材及設備
(附註 25)

- 房產

其他資產 (附註 26)

- 貴金屬

Non-financial assets

Investment properties

(Note 24)

Properties, plant and equipment
(Note 25)

- Premises

Other assets (Note 26)

- Precious metals

本集團之非金融資產於年內沒有第一層級及第二層級之間的轉移 (2018年：無)。

There were no non-financial asset transfers between level 1 and level 2 for the Group during the year (2018: Nil).

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.3 以公允值計量的非金融工具 (續)
5.3 Non-financial instruments measured at fair value (continued)
(B) 第三層級的項目變動
(B) Reconciliation of level 3 items

		2019	
		非金融資產	
		Non-financial assets	
		投資物業	物業、器材及設備
		Investment properties	Properties, plant and equipment
		房產	Premises
		港幣千元	港幣千元
		HK\$'000	HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	331,942	7,334,171
收益	Gains		
- 收益表	- Income statement		
- 投資物業公允值調整之淨收益	- Net gain from fair value adjustments on investment properties	16,478	-
- 重估房產之淨收益	- Net gain from revaluation of premises	-	2,384
- 其他全面收益	- Other comprehensive income		
- 房產重估	- Revaluation of premises	-	130,022
折舊	Depreciation	-	(124,472)
增置	Additions	-	74,801
轉出	Transfer out	-	(251,400)
匯兌差額	Exchange difference	-	(11,298)
於 2019 年 12 月 31 日	At 31 December 2019	348,420	7,154,208
於 2019 年 12 月 31 日持有的非金融資產於年內計入收益表的未實現收益總額	Total unrealised gains for the year included in income statement for non-financial assets held as at 31 December 2019		
- 投資物業公允值調整之淨收益	- Net gain from fair value adjustments on investment properties	16,478	-
- 重估房產之淨收益	- Net gain from revaluation of premises	-	2,384
		16,478	2,384

財務報表附註 (續) Notes to the Financial Statements (continued)
5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)
5.3 以公允值計量的非金融工具 (續)
5.3 Non-financial instruments measured at fair value (continued)
(B) 第三層級的项目變動 (續)
(B) Reconciliation of level 3 items (continued)

		2018	
		非金融資產	
		Non-financial assets	
		投資物業	物業、器材及設備
		Investment properties	Properties, plant and equipment
		房產	Premises
		港幣千元	港幣千元
		HK\$'000	HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018	302,702	7,090,813
收益	Gains		
- 收益表	- Income statement		
- 投資物業公允值調整之淨收益	- Net gain from fair value adjustments on investment properties	29,240	-
- 重估房產之淨收益	- Net gain from revaluation of premises	-	5,552
- 其他全面收益	- Other comprehensive income		
- 房產重估	- Revaluation of premises	-	393,327
折舊	Depreciation	-	(127,008)
增置	Additions	-	5,294
轉出	Transfer out	-	(563)
匯兌差額	Exchange difference	-	(33,244)
於 2018 年 12 月 31 日	At 31 December 2018	<u>331,942</u>	<u>7,334,171</u>
於 2018 年 12 月 31 日持有的非金融資產於年內計入收益表的未實現收益總額	Total unrealised gains for the year included in income statement for non-financial assets held as at 31 December 2018		
- 投資物業公允值調整之淨收益	- Net gain from fair value adjustments on investment properties	29,240	-
- 重估房產之淨收益	- Net gain from revaluation of premises	-	5,552
		<u>29,240</u>	<u>5,552</u>

財務報表附註（續） Notes to the Financial Statements (continued)**5. 資產和負債的公允值 (續) 5. Fair values of assets and liabilities (continued)****5.3 以公允值計量的非金融工具 (續)****5.3 Non-financial instruments measured at fair value (continued)****(B) 第三層級的項目變動 (續)****(B) Reconciliation of level 3 items (continued)**

轉入及轉出第三層級的物業乃因該等被估物業相對其可比較物業在性質上之溢價／（折價）於年內出現變化所引致。性質上之溢價／（折價）乃取決於被估物業與近期成交之可比較物業在性質上的差異。由於每年來自近期市場成交之可比較物業均會不盡相同，被估物業與可比較物業在性質上之溢價／（折價）會相應每年有所變化，從而對可觀察的市場因素所進行之調整之重大性亦會隨之變化，引致物業被轉入及轉出第三層級。

The transfer of properties into and out of level 3 is due to change in the premium/(discount) on features applied between the subject and comparable properties during the year. Premium/(discount) on features is determined with reference to differences in features between the subject properties and the comparable properties recently transacted in the market. As comparable properties that come from recent market transactions may be different in each year, the premium/(discount) on features applied between the subject and comparable properties would change from year to year accordingly. As a result, the significance of adjustments made to observable market inputs may vary and lead to the transfer of properties into and out of level 3.

財務報表附註（續） Notes to the Financial Statements (continued)
6. 淨利息收入
6. Net interest income

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
利息收入		
存放於同業及其他金融機構的款項	1,174,566	1,299,290
客戶貸款	10,120,750	9,470,177
金融投資	3,621,916	2,740,214
其他	18,843	23,940
	14,936,075	13,533,621
利息支出		
同業及其他金融機構存放的款項	(1,010,619)	(1,418,719)
客戶存款	(6,461,391)	(4,817,639)
已發行債務證券及存款證	(539,384)	(381,024)
後償負債	(24,007)	-
租賃負債	(23,233)	-
其他	(227,252)	(249,987)
	(8,285,886)	(6,867,369)
淨利息收入	6,650,189	6,666,252

截至2019年12月31日止年度之利息收入包括被界定為減值貸款的應計利息收入港幣1,351,000元（2018年：港幣1,882,000元）。

Included within interest income is HK\$1,351,000 (2018: HK\$1,882,000) of interest with respect to income accrued on advances classified as impaired for the year ended 31 December 2019.

非以公允值變化計入損益之金融資產與金融負債所產生的利息收入及利息支出分別為港幣14,936,075,000元（2018年：港幣13,533,621,000元）及港幣8,285,886,000元（2018年：港幣6,867,369,000元）。

Included within interest income and interest expense are HK\$14,936,075,000 (2018: HK\$13,533,621,000) and HK\$8,285,886,000 (2018: HK\$6,867,369,000) for financial assets and financial liabilities that are not recognised at fair value through profit or loss respectively.

財務報表附註（續） Notes to the Financial Statements (continued)
7. 淨服務費及佣金收入 7. Net fee and commission income

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
服務費及佣金收入	Fee and commission income		
貸款佣金	Loan commissions	527,406	501,626
保險	Insurance	268,683	176,320
證券經紀	Securities brokerage	184,513	249,978
匯票佣金	Bills commissions	167,856	195,149
基金分銷	Funds distribution	125,507	150,616
繳款服務	Payment services	53,953	59,370
保管箱	Safe deposit box	38,865	34,350
信用卡業務	Credit card business	20,969	33,866
信託及託管服務	Trust and custody services	12,738	14,573
買賣貨幣	Currency exchange	714	677
其他	Others	198,787	321,437
		1,599,991	1,737,962
服務費及佣金支出	Fee and commission expense		
證券經紀	Securities brokerage	(26,665)	(31,766)
信用卡業務	Credit card business	(6,368)	(5,389)
繳款服務	Payment services	(3)	(14)
其他	Others	(37,833)	(36,854)
		(70,869)	(74,023)
淨服務費及佣金收入	Net fee and commission income	1,529,122	1,663,939
其中源自	Of which arise from		
- 非以公允價值變化計入損益 之金融資產或金融負債	- financial assets or financial liabilities not at fair value through profit or loss		
- 服務費及佣金收入	- Fee and commission income	528,743	499,475
- 服務費及佣金支出	- Fee and commission expense	(1,635)	(2,057)
		527,108	497,418
- 信託及其他受託活動	- trust and other fiduciary activities		
- 服務費及佣金收入	- Fee and commission income	12,738	27,529
- 服務費及佣金支出	- Fee and commission expense	(1,293)	(1,339)
		11,445	26,190

財務報表附註（續） Notes to the Financial Statements (continued)
8. 淨交易性收益 8. Net trading gain

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
淨收益／（虧損）源自		
- 外匯交易及外匯交易產品	154,656	229,807
- 利率工具及公平值對沖的項目	54,354	60,824
- 商品	(26,495)	(42,591)
	182,515	248,040

9. 其他金融資產之淨收益 9. Net gain on other financial assets

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
以公允值變化計入其他全面收益的金融投資之淨收益	221,044	52,931
其他	126,406	158,840
	347,450	211,771

財務報表附註（續） Notes to the Financial Statements (continued)
10. 其他經營收入 10. Other operating income

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
證券投資股息收入		
- 非上市證券投資	2,315	3,010
投資物業之租金總收入	11,790	10,832
減：有關投資物業之支出	(979)	(758)
其他	9,586	9,215
	22,712	22,299

「有關投資物業之支出」包括年內未出租投資物業之直接經營支出港幣103,000元（2018年：港幣186,000元）。

Included in the "Outgoings in respect of investment properties" is HK\$103,000 (2018: HK\$186,000) of direct operating expenses related to investment properties that were not let during the year.

年內沒有或然租金包括在「投資物業之租金總收入」（2018年：無）。

There was no contingent rent included in the "Gross rental income from investment properties" during the year (2018: Nil).

財務報表附註（續） Notes to the Financial Statements (continued)
11. 減值準備淨撥備
11. Net charge of impairment allowances

		2019			
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
存放銀行及其他金融機構的結餘	Balances with banks and other financial institutions	640	-	(70,768)	(70,128)
貸款及其他賬項	Advances and other accounts	152,344	93,870	(1,423,578)	(1,177,364)
金融投資	Financial investments	(49)	-	1,039	990
其他資產	Other assets	(162)	11	(5,647)	(5,798)
財務擔保	Financial guarantees	61,615	-	-	61,615
貸款承擔	Loan commitments	30,624	(18)	-	30,606
減值準備淨回撥／（撥備）	Net reversal/(charge) of impairment allowances	245,012	93,863	(1,498,954)	(1,160,079)

		2018			
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
存放銀行及其他金融機構的結餘	Balances with banks and other financial institutions	(940)	14	-	(926)
貸款及其他賬項	Advances and other accounts	277,460	(49,476)	(1,363,305)	(1,135,321)
金融投資	Financial investments	31,596	(35)	(182,907)	(151,346)
其他資產	Other assets	(628)	(55)	(13)	(696)
財務擔保	Financial guarantees	38,610	23,197	-	61,807
貸款承擔	Loan commitments	(15,453)	490	-	(14,963)
減值準備淨回撥／（撥備）	Net reversal/(charge) of impairment allowances	330,645	(25,865)	(1,546,225)	(1,241,445)

財務報表附註 (續) Notes to the Financial Statements (continued)
12. 經營支出 12. Operating expenses

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
人事費用 (包括董事酬金)	Staff costs (including directors' emoluments)		
- 薪酬及其他費用	- Salaries and other costs	1,694,620	1,666,047
- 退休成本	- Pension cost	187,193	186,484
- 補充退休福利	- Supplementary retirement benefits	5,240	4,560
		1,887,053	1,857,091
房產及設備支出 (不包括折舊)	Premises and equipment expenses (excluding depreciation)		
- 房產租金	- Rental of premises	8,244	267,290
- 資訊科技	- Information technology	90,834	89,164
- 其他	- Others	87,506	72,916
		186,584	429,370
折舊	Depreciation	495,555	203,375
核數師酬金	Auditor's remuneration		
- 審計服務	- Audit services	10,335	8,623
- 非審計服務	- Non-audit services	7,447	993
其他經營支出	Other operating expenses		
- 業務外包費	- Outsourcing activities fee	390,081	411,654
- 其他	- Others	405,509	387,687
		3,382,564	3,298,793

財務報表附註（續） Notes to the Financial Statements (continued)
13. 投資物業公允值調整之淨收益 13. Net gain from fair value adjustments on investment properties

	<u>2019</u>	<u>2018</u>
	港幣千元	港幣千元
	HK\$'000	HK\$'000
投資物業公允值調整之淨收益	16,573	29,240
Net gain from fair value adjustments on investment properties	<u>16,573</u>	<u>29,240</u>

14. 出售／重估物業、器材及設備之淨收益 14. Net gain from disposal/revaluation of properties, plant and equipment

	<u>2019</u>	<u>2018</u>
	港幣千元	港幣千元
	HK\$'000	HK\$'000
出售房產之淨虧損	(608)	-
出售設備、固定設施及裝備之淨虧損	(1,411)	(912)
重估房產之淨收益	2,384	5,552
Net loss from disposal of premises	(608)	-
Net loss from disposal of equipment, fixtures and fittings	(1,411)	(912)
Net gain from revaluation of premises	<u>2,384</u>	<u>5,552</u>
	<u>365</u>	<u>4,640</u>

財務報表附註（續） Notes to the Financial Statements (continued)
15. 稅項
15. Taxation

收益表內之稅項組成如下：

Taxation in the income statement represents:

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
本期稅項	Current tax		
香港利得稅	Hong Kong profits tax		
- 年內計入稅項	- Current year taxation	453,743	501,983
- 往年超額撥備	- Over-provision in prior years	(11,384)	(1,834)
		442,359	500,149
海外稅項	Overseas taxation		
- 年內計入稅項	- Current year taxation	88,283	26,751
- 往年超額撥備	- Over-provision in prior years	(3,888)	(1,669)
		526,754	525,231
遞延稅項	Deferred tax		
暫時性差額之產生及撥回 及未使用稅項抵免	Origination and reversal of temporary differences and unused tax credits	(1,357)	175,958
		525,397	701,189

香港利得稅乃按照本年度估計應課稅溢利依稅率 16.5% (2018 年：16.5%) 提撥。海外溢利之稅款按照本年度估計應課稅溢利依本集團經營業務所在國家之現行稅率計算。

Hong Kong profits tax has been provided at the rate of 16.5% (2018: 16.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxation on overseas profits has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the countries in which the Group operates.

本集團除稅前溢利產生的實際稅項，與根據香港利得稅率計算的稅項差異如下：

The taxation on the Group's profit before taxation that differs from the theoretical amount that would arise using the taxation rate of Hong Kong is as follows:

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
除稅前溢利	Profit before taxation	4,476,693	4,678,689
按稅率 16.5% (2018 年：16.5%) 計算的稅項	Calculated at a taxation rate of 16.5% (2018: 16.5%)	738,654	771,984
其他國家稅率差異的影響	Effect of different taxation rates in other countries	21,219	72,607
無需課稅之收入	Income not subject to taxation	(186,038)	(146,331)
稅務上不可扣減之開支	Expenses not deductible for taxation purposes	44,453	86,776
未確認的稅務虧損	Tax losses not recognised	1	1
使用往年未確認的稅務虧損	Utilisation of previously unrecognised tax losses	(7)	(14)
往年超額撥備	Over-provision in prior years	(15,272)	(3,503)
海外預提稅	Foreign withholding tax	(10)	(2,761)
發行成本及支付額外資本工具票息調整	Adjustment in respect of cost and distribution payment for additional equity instruments	(77,603)	(77,570)
計入稅項	Taxation charge	525,397	701,189
實際稅率	Effective tax rate	11.74%	14.99%

財務報表附註（續） Notes to the Financial Statements (continued)
16. 股息
16. Dividends

	2019		2018	
	每股 港幣 Per share HK\$	總額 港幣千元 Total HK\$'000	每股 港幣 Per share HK\$	總額 港幣千元 Total HK\$'000
股息	-	-	-	-
Dividends	-	-	-	-

2019 年並無宣派股息
(2018 年：無)。

No dividend has been declared for the year ended 31 December 2019 (2018: Nil).

財務報表附註（續）**Notes to the Financial Statements (continued)****17. 退休福利成本****17. Retirement benefit costs****(a) 界定供款計劃****(a) Defined contribution schemes**

本集團給予本集團員工的界定供款計劃主要為獲《強積金條例》豁免之職業退休計劃及中銀保誠簡易強積金計劃。根據職業退休計劃，僱員須向職業退休計劃之每月供款為其基本薪金之5%，而僱主之每月供款為僱員基本月薪之5%至15%不等（視乎僱員之服務年期）。僱員有權於退休、提前退休或僱用期終止且服務年資滿10年或以上等情況下收取100%之僱主供款。服務滿3年至9年的員工，因其他原因而終止僱用期（被即時解僱除外），可收取30%至90%之僱主供款。僱員收取的僱主供款，須受《強制性公積金計劃條例》所限。

Defined contribution schemes for the Group's employees are ORSO schemes exempted under the MPF Schemes Ordinance and the BOC-Prudential Easy Choice MPF Scheme. Under the ORSO schemes, employees make monthly contributions to the ORSO schemes equal to 5% of their basic salaries, while the employer makes monthly contributions equal to 5% to 15% of the employees' monthly basic salaries, depending on years of service. The employees are entitled to receive 100% of the employer's contributions upon retirement, early retirement or termination of employment after completing 10 years of service. Employees with 3 to 9 years of service are entitled to receive the employer's contributions at a scale ranging from 30% to 90% upon termination of employment for other reasons other than summary dismissal. All employer's contributions received by employee are subject to MPF Schemes Ordinance.

隨著《強積金條例》於2000年12月1日實施，本集團亦參與中銀保誠簡易強積金計劃，該計劃之受託人為中銀國際英國保誠信託有限公司，投資管理人為中銀國際英國保誠資產管理有限公司。

With the implementation of the MPF Schemes Ordinance on 1 December 2000, the Group also participates in the BOC-Prudential Easy Choice MPF Scheme, of which the trustee is BOCI-Prudential Trustee and the investment manager is BOCI-Prudential Manager.

截至2019年12月31日，在扣除約港幣1,684,000元（2018年：約港幣1,327,000元）之沒收供款後，職業退休計劃之供款總額約為港幣42,182,000元（2018年：約港幣47,088,000元），而本集團向強積金計劃之供款總額則約為港幣12,696,000元（2018年：約港幣10,887,000元）。

The Group's total contributions made to the ORSO schemes for the year ended 31 December 2019 amounting to approximately HK\$42,182,000 (2018: approximately HK\$47,088,000), after a deduction of forfeited contributions of approximately HK\$1,684,000 (2018: approximately HK\$1,327,000). For the MPF Scheme, the Group contributed approximately HK\$12,696,000 (2018: approximately HK\$10,887,000) for the year ended 31 December 2019.

財務報表附註（續） Notes to the Financial Statements (continued)
17. 退休福利成本（續） 17. Retirement benefit costs (continued)
(b) 界定利益計劃

本集團設置了一項非存置基金的界定利益福利計劃予所有已退休員工。在該計劃下，員工獲得之退休福利包括免費之醫療、房屋津貼及其他退休福利。

本計劃面對利率風險及退休員工之預計生命週期改變風險。

界定利益福利承擔現值之最新一期精算估值於 2019 年 12 月 31 日以預期累計福利單位精算估值方法計算。

在本報告期末所使用之主要精算假設如下：

(b) Defined benefit schemes

The Group operates an unfunded defined benefit plan for all its retired employees. Under the plan, the employees are entitled to retirement benefits which included fully redeemed medical care, housing allowance and other retirement benefits.

The plan is exposed to interest rate risk and the risk of changes in the life expectancy for pensioners.

The most recent actuarial valuations of the present value of the defined benefit obligations were carried out at 31 December 2019 by using the projected unit credit actuarial valuation method.

The principal actuarial assumptions used as at the end of the reporting period are as follows:

		2019	2018
折現率	Discount rate (%)	1.8	2.3
預期醫療保險開支增長率(%)	Expected rate of medical insurance cost increases (%)	6.0	6.0
預期聯誼活動經費增長率(%)	Expected rate of social entertainment cost increases (%)	0.0	0.0
預期退休紀念品開支增長率(%)	Expected rate of retirement souvenir cost increases (%)	0.0	0.0
預期租金增長率(%)	Expected rate of rental increases (%)	3.0	3.0
預期離職率(%)	Expected rate of withdrawal (%)	3.0-18.0	3.0-18.0
預期死亡率	Expected death rate	香港人口生命表 Hong Kong Life Tables 2018	香港人口生命表 Hong Kong Life Tables 2017

財務報表附註 (續) Notes to the Financial Statements (continued)
17. 退休福利成本 (續) 17. Retirement benefit costs (continued)
(b) 界定利益計劃 (續)

在本報告期末對主要精算假設之敏感性分析如下：

(b) Defined benefit schemes (continued)

A quantitative sensitivity analysis for significant assumptions as at the end of the reporting period is shown below:

		2019			
		比率增加 Increase in rate	界定利益福利 承擔之增加/ (減少) Increase/ (decrease) in defined benefit obligations	比率減少 Decrease in rate	界定利益福利 承擔之增加/ (減少) Increase/ (decrease) in defined benefit obligations
		%	港幣千元 HK\$'000	%	港幣千元 HK\$'000
折現率	Discount rate	0.1	(2,660)	0.1	2,740
預期醫療保險開支增長率	Expected rate of medical insurance cost	0.5	13,450	0.5	(11,690)
		2018			
		比率增加 Increase in rate	界定利益福利 承擔之增加/ (減少) Increase/ (decrease) in defined benefit obligations	比率減少 Decrease in rate	界定利益福利 承擔之增加/ (減少) Increase/ (decrease) in defined benefit obligations
		%	港幣千元 HK\$'000	%	港幣千元 HK\$'000
折現率	Discount rate	0.1	(2,240)	0.1	2,320
預期醫療保險開支增長率	Expected rate of medical insurance cost	0.5	11,350	0.5	(9,860)

財務報表附註 (續) Notes to the Financial Statements (continued)
17. 退休福利成本 (續) 17. Retirement benefit costs (continued)
(b) 界定利益計劃 (續)

上述敏感性分析是根據期末主要假設之合理變動推算對界定利益福利承擔之影響。

在綜合收益表內確認本計劃的總開支如下：

	2019	2018
	港幣千元 HK\$'000	港幣千元 HK\$'000
界定利益計劃		
- 當期服務成本	2,540	2,670
- 過去服務成本		
- 計劃引進	-	-
- 計劃改變	120	(390)
- 淨利息費用	2,580	2,280
總支出	5,240	4,560

在綜合全面收益表內確認本計劃的總開支如下：

	2019	2018
	港幣千元 HK\$'000	港幣千元 HK\$'000
界定利益計劃		
- 假設變動產生的精算盈餘	-	-
- 經驗調整產生的精算虧損	15,760	7,200
於全面收益表確認的界定福利成本部分	15,760	7,200

(b) Defined benefit schemes (continued)

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligations as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The total expenses recognised in the consolidated income statement in respect of the plan is as follows:

	2019	2018
	港幣千元 HK\$'000	港幣千元 HK\$'000
Defined benefit schemes		
- Current service cost	2,540	2,670
- Past service cost		
- plan introduction	-	-
- plan amendment	120	(390)
- Net interest cost	2,580	2,280
Total expenses	5,240	4,560

The total expenses recognised in the consolidated statement of comprehensive income in respect of the plan is as follows:

	2019	2018
	港幣千元 HK\$'000	港幣千元 HK\$'000
Defined benefit schemes		
- Actuarial gains arising from changes in assumptions	-	-
- Actuarial losses arising from experience adjustments	15,760	7,200
Components of defined benefit costs recognised in comprehensive income	15,760	7,200

財務報表附註 (續) Notes to the Financial Statements (continued)
17. 退休福利成本 (續) 17. Retirement benefit costs (continued)
(b) 界定利益計劃 (續) (b) Defined benefit schemes (continued)

本計劃的現值變動如下：

The movement in respect of the plan is as follows:

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
福利負債	Benefit liability		
於 1 月 1 日	At 1 January	113,900	105,370
當期服務成本	Current service cost	2,540	2,670
過去服務成本	Past service cost		
- 計劃改變	- plan amendment	120	(390)
淨利息費用	Net interest cost	2,580	2,280
重新計量精算虧損	Actuarial losses on remeasurement	15,760	7,200
福利支付額	Benefit paid	(3,570)	(3,230)
		<u>131,330</u>	<u>113,900</u>
於 12 月 31 日	At 31 December		

本界定利益福利計劃在未來之預期開支如下：

Expected payment to the defined benefit plan in future years are as follows:

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
未來 12 個月以內	Within the next 12 months	3,260	2,980
2 年至 5 年	Between 2 and 5 years	14,200	12,540
6 年至 10 年	Between 6 and 10 years	19,690	17,860
10 年以上	Over 10 years	255,380	254,860
		<u>292,530</u>	<u>288,240</u>
預期總開支	Total expected payments		

界定利益福利承擔在報告期末之平均久期為 21 年。

The average duration of the defined benefit obligations at the end of the reporting period is 21 years.

財務報表附註（續） Notes to the Financial Statements (continued)
18. 董事、高層管理人員及主要人員酬金 18. Directors', senior management's and key personnel's emoluments
(a) 董事酬金

本年度本集團就本銀行董事為本銀行及管理附屬公司提供之服務而已付及其應收未收之酬金詳情如下：

(a) Directors' emoluments

Details of the emoluments paid to or receivable by the directors of the Bank in respect of their services rendered for the Bank and managing the subsidiaries within the Group during the year are as follows:

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
袍金	Fees	2,737	2,558
其他酬金	Other emoluments	<u>11,124</u>	<u>19,170</u>
		<u>13,861</u>	<u>21,728</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
18. 董事、高層管理人員及主要人員酬金 (續) 18. Directors', senior management's and key personnel's emoluments (continued)
(b) CG-5 下高級管理人員及主要人員的薪酬

按金管局發出之 CG-5 《穩健的薪酬制度指引》，本年度本集團之高級管理人員及主要人員的薪酬詳情如下：

(i) 於年內授予的薪酬
(b) Remuneration for Senior Management and Key Personnel under CG-5

Pursuant to CG-5 Guideline on a Sound Remuneration System issued by the HKMA, details of the remuneration for Senior Management and Key Personnel of the Group during the year are as follows:

(i) Remuneration awarded during the year

		2019					
		高級管理人員 Senior Management			主要人員 Key Personnel		
		非遞延 Non-deferred	遞延 Deferred	總計 Total	非遞延 Non-deferred	遞延 Deferred	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
固定薪酬	Fixed remuneration						
現金	Cash	24,965	-	24,965	21,742	-	21,742
其他形式	Other forms	4,180	-	4,180	1,938	-	1,938
浮動薪酬	Variable remuneration						
現金	Cash	8,494	9,887	18,381	10,066	4,225	14,291
		37,639	9,887	47,526	33,746	4,225	37,971
		2018					
		高級管理人員 Senior Management			主要人員 Key Personnel		
		非遞延 Non-deferred	遞延 Deferred	總計 Total	非遞延 Non-deferred	遞延 Deferred	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
固定薪酬	Fixed remuneration						
現金	Cash	26,885	-	26,885	22,920	-	22,920
其他形式	Other forms	4,305	-	4,305	2,335	-	2,335
浮動薪酬	Variable remuneration						
現金	Cash	9,303	8,490	17,793	9,675	5,232	14,907
		40,493	8,490	48,983	34,930	5,232	40,162

以上薪酬包括 13 名 (2018 年: 13 名) 高級管理人員及 12 名 (2018 年: 15 名) 主要人員。按 2019 年 12 月 31 日的相關人員名單作統計。

The remuneration above includes 13 (2018: 13) members of Senior Management and 12 (2018: 15) members of Key Personnel. The list of members is as of 31 December 2019.

財務報表附註 (續) Notes to the Financial Statements (continued)
18. 董事、高層管理人員及主要人員酬金 (續) 18. Directors', senior management's and key personnel's emoluments (continued)
(b) CG-5 下高級管理人員及主要人員的薪酬 (續) (b) Remuneration for Senior Management and Key Personnel under CG-5 (continued)
(ii) 遞延薪酬
(ii) Deferred remuneration

		2019		2018	
		高級管理人員 Senior Management 港幣千元 HK\$'000	主要人員 Key Personnel 港幣千元 HK\$'000	高級管理人員 Senior Management 港幣千元 HK\$'000	主要人員 Key Personnel 港幣千元 HK\$'000
遞延薪酬	Deferred remuneration				
已歸屬	Vested	6,625	2,544	5,900	807
未歸屬	Unvested	19,543	7,781	16,281	6,100
		26,168	10,325	22,181	6,907
於 1 月 1 日	At 1 January	16,281	6,100	13,691	1,675
已授予	Awarded	9,887	4,225	8,490	5,232
已發放	Paid out	(5,396)	(1,989)	(5,375)	(748)
已發放(予本年底 已非屬該類別 人員)	Paid out for members not in this category at the end of this year	(1,229)	(555)	(525)	(59)
於 12 月 31 日	At 31 December	19,543	7,781	16,281	6,100

財務報表附註 (續) Notes to the Financial Statements (continued)**18. 董事、高層管理人員及主要人員酬金 (續) 18. Directors', senior management's and key personnel's emoluments (continued)****(b) CG-5 下高級管理人員及主要人員的薪酬 (續)**

就披露用途，本部分提及的高級管理人員及主要人員乃根據金管局《穩健的薪酬制度指引》定義。

- 高級管理人員：董事會直接管理的高級管理人員，負責總體策略或重要業務，包括管理董事、總裁、副總裁、管委會委員、首席策略官、財務總監、風險總監、資訊科技總監、人力資源總監、董事會秘書及稽核部總經理。

- 主要人員：個人業務活動涉及重大風險承擔，對風險暴露有重大影響，或個人職責對風險管理有直接、重大影響，或對盈利有直接影響的人員，包括業務盈利規模較大的單位主管、主要附屬公司第一責任人及風險管理部總經理、授信管理部總經理、新資本協議管理部總經理、財務部總經理、資訊科技部總經理。

於該等合併財務報表的發表日期，上述執行董事、高級管理人員及主要人員截至 2019 年 12 月 31 日止年度的總薪酬尚未落實。本集團管理層相信，最終酬金與上述所披露金額的差額不會對本集團的綜合財務報表產生重大影響。

(b) Remuneration for Senior Management and Key Personnel under CG-5 (continued)

For the purpose of disclosure, Senior Management and Key Personnel mentioned in this section are defined according to the HKMA's Guideline on a Sound Remuneration System.

- Senior Management: The senior executives directly managed by the Board who are responsible for oversight of the firm-wide strategy or material business lines, including Managing Director, Chief Executive, Deputy Chief Executives, Management Committee Members, Chief Strategy Officer, Chief Financial Officer, Chief Risk Officer, Chief Information Officer, Chief Human Resources Officer, Board Secretary and Head of Audit Department.

- Key Personnel: The employees whose individual business activities involve the assumption of material risk which may have significant impact on risk exposure, or whose individual responsibilities are directly and materially linked to the risk management, or those who have direct influence to the profit, including heads of material business lines, heads of major subsidiaries, General Manager of Risk Management Department, General Manager of Credit Management Department, General Manager of Basel Management Department, General Manager of Finance Department, as well as General Manager of Information Technology Department.

As of the date of these issuance of consolidated financial statements, the above compensation packages including performance based bonus for executive directors, senior management and key personnel for the year ended 31 December 2019 has not been finalised. Management of the Group believes that the difference between the final emoluments and that disclosed above will not have significant impact on the consolidated financial statements of the Group.

財務報表附註 (續) Notes to the Financial Statements (continued)
**19. 庫存現金、存放及定放 19. Cash, balances and placements with banks and other financial
銀行及其他金融機構 institutions
的結餘**

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions		
- 庫存現金	- Cash	642,600	613,576
- 存放中央銀行的結餘	- Balances with central banks	20,596,585	18,342,154
- 存放銀行及其他金融機構的結餘	- Balances with banks and other financial institutions	3,945,837	9,943,606
- 在銀行及其他金融機構一個月內到期之定期存放	- Placements with banks and other financial institutions maturing within one month	16,213,179	27,754,729
		41,398,201	56,654,065
減值準備	Impairment allowances	(70,940)	(902)
		41,327,261	56,653,163
在銀行及其他金融機構一至十二個月內到期之定期存放	Placements with banks and other financial institutions maturing between one and twelve months	10,456,999	18,209,253
減值準備	Impairment allowances	(652)	(1,616)
		10,456,347	18,207,637
		51,783,608	74,860,800

財務報表附註 (續) Notes to the Financial Statements (continued)
19. 庫存現金、存放及定放 19. Cash, balances and placements with banks and other financial institutions (continued)
銀行及其他金融機構
的結餘 (續)

相關減值準備之變化分析
如下：

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

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	(2,518)	-	-	(2,518)
增加	Addition	(803)	-	-	(803)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	1,302	-	-	1,302
轉至第三階段	Transfers to Stage 3	142	-	(142)	-
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	-	-	(70,626)	(70,626)
減值參數的轉變	Changes to inputs used for impairment calculations	(1)	-	-	(1)
匯兌差額	Exchange difference	1,054	-	-	1,054
於 2019 年 12 月 31 日	At 31 December 2019	(824)	-	(70,768)	(71,592)
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018	-	-	-	-
早期列賬	As previously reported	-	-	-	-
期初調整	Opening adjustments	(1,346)	(14)	-	(1,360)
期初調整後餘額	Balance after opening adjustments	(1,346)	(14)	-	(1,360)
增加	Addition	(2,165)	-	-	(2,165)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	1,175	-	-	1,175
減值參數的轉變	Changes to inputs used for impairment calculations	50	14	-	64
匯兌差額	Exchange difference	(232)	-	-	(232)
於 2018 年 12 月 31 日	At 31 December 2018	(2,518)	-	-	(2,518)

財務報表附註 (續) Notes to the Financial Statements (continued)
20. 公允值變化計入損益之金融資產 20. Financial assets at fair value through profit or loss

		交易性		強制性以公允 值變化計入損益		總計	
		Trading		Non trading		Total	
		2019	2018	2019	2018	2019	2018
		港幣千元	港幣千元	港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
按公允值列賬	At fair value						
庫券	Treasury bills	6,662,582	4,746,318	-	-	6,662,582	4,746,318
其他債務證券	Other debt securities	-	61,051	-	-	-	61,051
		6,662,582	4,807,369	-	-	6,662,582	4,807,369
股份證券	Equity securities	-	-	83,050	85,827	83,050	85,827
其他	Others	-	-	7,908,715	3,786,290	7,908,715	3,786,290
		6,662,582	4,807,369	7,991,765	3,872,117	14,654,347	8,679,486

於2019年12月31日，沒有界定為以公允值變化計入損益之金融資產（2018：無）。

As at 31 December 2019, there were no financial assets designated at fair value through profit or loss. (2018: Nil).

財務報表附註 (續) Notes to the Financial Statements (continued)
20. 公允值變化計入損益之金融資產 (續) 20. Financial assets at fair value through profit or loss (continued)

公允值變化計入損益之金融資產按上市地之分類如下：

Financial assets at fair value through profit or loss are analysed by place of listing as follows:

		交易性		強制性以公允 值變化計入損益	
		Trading		Mandatorily measured at fair value through profit or loss	
		2019	2018	非交易性	2018
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
債務證券	Debt securities				
- 非上市	- Unlisted	6,662,582	4,807,369	-	-
股份證券	Equity securities				
- 上市	- Listed	-	-	83,050	85,827
其他	Others				
- 非上市	- Unlisted	-	-	7,908,715	3,786,290
		6,662,582	4,807,369	7,991,765	3,872,117

公允值變化計入損益之金融資產按發行機構之分類如下：

Financial assets at fair value through profit or loss are analysed by type of issuer as follows:

		交易性		強制性以公允 值變化計入損益	
		Trading		Mandatorily measured at fair value through profit or loss	
		2019	2018	非交易性	2018
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
官方實體	Sovereigns	6,662,582	4,746,318	-	-
銀行及其他金融機構	Banks and other financial institutions	-	61,051	7,908,715	3,786,290
公司企業	Corporate entities	-	-	83,050	85,827
		6,662,582	4,807,369	7,991,765	3,872,117

財務報表附註（續） Notes to the Financial Statements (continued)**21. 衍生金融工具及對沖會計 21. Derivative financial instruments and hedge accounting**

集團訂立下列匯率、利率及商品相關的衍生金融工具合約作買賣及風險管理之用：

貨幣遠期是指於未來某一日期買或賣外幣的承諾。

貨幣、利率及貴金屬掉期是指交換不同現金流或商品的承諾。掉期的結果是交換不同貨幣、利率（如固定利率與浮動利率）或貴金屬（如黃金掉期）或以上的所有組合（如交叉貨幣利率掉期）。除某些貨幣掉期合約外，該等交易無需交換本金。

外匯期權是指期權的賣方（出讓方）為買方（持有方）提供在未來某一特定日期或未來一定時期內按約定的價格買進（認購期權）或賣出（認沽期權）一定數量的金融工具的權利（而非承諾）的一種協議。考慮到外匯風險，期權的賣方從購買方收取一定的期權費。本集團期權合約是與對手方在場外協商達成。

The Group enters into the following exchange rate, interest rate and commodity related derivative financial instrument contracts for trading and risk management purposes:

Currency forwards represent commitments to purchase and sell foreign currency on a future date.

Currency, interest rate and precious metal swaps are commitments to exchange one set of cash flows or commodity for another. Swaps result in an exchange of currencies, interest rates (for example, fixed rate for floating rate), or precious metals (for example, gold swaps) or a combination of all these (for example, cross-currency interest rate swaps). Except for certain currency swap contracts, no exchange of principal takes place.

Foreign currency options are contractual agreements under which the seller (writer) grants the purchaser (holder) the right, but not the obligation, either to buy (a call option) or sell (a put option) at or by a set date or during a set period, a specific amount of the financial instrument at a predetermined price. In consideration for the assumption of foreign exchange risk, the seller receives a premium from the purchaser. Options are negotiated over-the-counter between the Group and its counterparty.

財務報表附註（續） Notes to the Financial Statements (continued)**21. 衍生金融工具及對沖會計（續） 21. Derivative financial instruments and hedge accounting (continued)**

本集團之衍生金融工具合約／名義數額及其公允值詳列於下表。各類型金融工具的合約／名義數額僅顯示於資產負債表日未完成之交易量，而若干金融工具之合約／名義數額則提供了一個與資產負債表內所確認的公允值資產或負債的對比基礎。但是，這並不反映所涉及的未來的現金流或當前的公允值，因而也不能反映本集團所面臨的信貸風險或市場風險。隨著與衍生金融工具合約條款相關的匯率、市場利率或貴金屬價格價格的波動，衍生金融工具的估值可能產生有利（資產）或不利（負債）的影響，這些影響可能在不同期間有較大的波動。

(a) 衍生金融工具

本集團進行場外衍生產品交易的主要目的是開展客戶業務。集團與客戶及同業市場做的衍生產品交易均需嚴格遵從本集團各相關風險管理政策及規定。

衍生產品亦應用於管理銀行賬的利率風險，只有在獲批准之產品名單上載有的衍生產品方可進行交易。由衍生產品交易產生的風險承擔名義數額以設限控制，並制訂交易的最長期限。每宗衍生產品交易必須記錄於相應的系統，以進行結算、市場劃價、報告及監控。

The contract/notional amounts and fair values of derivative financial instruments held by the Group are set out in the following tables. The contract/notional amounts of these instruments indicate the volume of transactions outstanding at the balance sheet dates and certain of them provide a basis for comparison with fair value instruments recognised on the balance sheet. However, they do not necessarily indicate the amounts of future cash flows involved or the current fair values of the instruments and, therefore, do not indicate the Group's exposure to credit or market risks. The derivative financial instruments become favourable (assets) or unfavourable (liabilities) as a result of fluctuations in foreign exchange rates, market interest rates or metal prices relative to their terms. The aggregate fair values of derivative financial instruments can fluctuate significantly from time to time.

(a) Derivative financial instruments

The Group trades OTC derivative products mainly for customer business. The Group strictly follows risk management policies and requirement in providing derivative products to our customers and in trading of derivative products in the interbank market.

Derivatives are also used to manage the interest rate risk of the banking book. A derivative instrument must be included in the approved product list before any transactions for that instrument can be made. There are limits to control the notional amount of exposure arising from derivative transactions, and the maximum tenor of the deal is set. Every derivative transaction must be input into the relevant system for settlement, mark-to-market revaluation, reporting and control.

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(a) 衍生金融工具 (續)
(a) Derivative financial instruments (continued)

下表概述各類衍生金融工具於 12 月 31 日之合約/名義數額：

The following tables summarise the contract/notional amounts of each class of derivative financial instrument as at 31 December:

		2019			
		買賣 Trading	風險對沖 Hedging	不符合採用 對沖會計法 Not qualified for hedge accounting	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
匯率合約	Exchange rate contracts				
即期及遠期	Spot and forwards	11,329,574	-	-	11,329,574
掉期	Swaps	36,650,129	-	-	36,650,129
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	387,576	-	-	387,576
- 賣出期權	- Options written	387,576	-	-	387,576
		48,754,855	-	-	48,754,855
利率合約	Interest rate contracts				
掉期	Swaps	58,101,554	5,886,578	-	63,988,132
商品合約	Commodity contracts	1,159,194	-	-	1,159,194
		108,015,603	5,886,578	-	113,902,181

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(a) 衍生金融工具 (續) (a) Derivative financial instruments (continued)

		2018			
		買賣 Trading	風險對沖 Hedging	不符合採用 對沖會計法 Not qualified for hedge accounting	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
匯率合約	Exchange rate contracts				
即期及遠期	Spot and forwards	21,043,152	-	-	21,043,152
掉期	Swaps	12,905,878	-	-	12,905,878
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	1,324,545	-	-	1,324,545
- 賣出期權	- Options written	1,324,545	-	-	1,324,545
		<u>36,598,120</u>	<u>-</u>	<u>-</u>	<u>36,598,120</u>
利率合約	Interest rate contracts				
掉期	Swaps	54,650,193	-	-	54,650,193
商品合約	Commodity contracts	584,260	-	-	584,260
		<u>91,832,573</u>	<u>-</u>	<u>-</u>	<u>91,832,573</u>

不符合採用對沖會計法：為遵循《銀行業(披露)規則》要求，需獨立披露不符合採用對沖會計法資格，但與指定以公平價值經收益表入賬的金融工具一併管理的衍生工具合約。

Not qualified for hedge accounting: derivative contracts which do not qualify as hedges for accounting purposes but are managed in conjunction with the financial instruments designated at fair value through profit or loss are separately disclosed in compliance with the requirements set out in the Banking (Disclosure) Rules.

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(a) 衍生金融工具 (續)
(a) Derivative financial instruments (continued)

下表概述各類衍生金融工具於 12 月 31 日之公允值:

The following tables summarise the fair values of each class of derivative financial instrument as at 31 December:

		2019							
		公允值資產 Fair value assets				公允值負債 Fair value liabilities			
		不符合採用 對沖會計法 Not qualified for hedge accounting				不符合採用 對沖會計法 Not qualified for hedge accounting			
		買賣 Trading	風險對沖 Hedging	總計 Total	買賣 Trading	風險對沖 Hedging	總計 Total		
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
匯率合約	Exchange rate contracts								
即期及期貨	Spot and forwards	358,527	-	358,527	(169,442)	-	(169,442)		
掉期	Swaps	77,474	-	77,474	(240,102)	-	(240,102)		
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	4,104	-	4,104	(87)	-	(87)		
- 賣出期權	- Options written	2,696	-	2,696	(6,715)	-	(6,715)		
		442,801	-	442,801	(416,346)	-	(416,346)		
利率合約	Interest rate contracts								
掉期	Swaps	41,188	10,183	51,371	(41,540)	(126,366)	(167,906)		
商品合約	Commodity contracts	95,444	-	95,444	(3,311)	-	(3,311)		
		579,433	10,183	589,616	(461,197)	(126,366)	(587,563)		

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(a) 衍生金融工具 (續)
(a) Derivative financial instruments (continued)

		2018							
		公允值資產 Fair value assets				公允值負債 Fair value liabilities			
		不符合採用 對沖會計法 Not qualified for hedge accounting				不符合採用 對沖會計法 Not qualified for hedge accounting			
		買賣 Trading	風險對沖 Hedging	總計 Total	買賣 Trading	風險對沖 Hedging	總計 Total		
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
匯率合約	Exchange rate contracts								
即期及期貨	Spot and forwards	484,524	-	-	484,524	(221,527)	-	-	(221,527)
掉期	Swaps	97,484	-	-	97,484	(80,317)	-	-	(80,317)
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	23,314	-	-	23,314	(2,017)	-	-	(2,017)
- 賣出期權	- Options written	1,550	-	-	1,550	(23,105)	-	-	(23,105)
		<u>606,872</u>	<u>-</u>	<u>-</u>	<u>606,872</u>	<u>(326,966)</u>	<u>-</u>	<u>-</u>	<u>(326,966)</u>
利率合約	Interest rate contracts								
掉期	Swaps	21,519	-	-	21,519	(21,745)	-	-	(21,745)
商品合約	Commodity contracts	26,330	-	-	26,330	(5,216)	-	-	(5,216)
		<u>654,721</u>	<u>-</u>	<u>-</u>	<u>654,721</u>	<u>(353,927)</u>	<u>-</u>	<u>-</u>	<u>(353,927)</u>

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(a) 衍生金融工具 (續)

下表列出衍生金融工具之信貸風險加權數額，並參照有關資本充足比率之金管局報表的填報指示而編製。

(a) Derivative financial instruments (continued)

The table below gives the credit risk-weighted amounts of the derivative financial instruments and is prepared with reference to the completion instructions for the HKMA return of capital adequacy ratio.

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
匯率合約	Exchange rate contracts		
遠期	Forwards	218,327	372,327
掉期	Swaps	195,473	147,900
外匯交易期權	Foreign currency options		
- 買入期權	- Options purchased	8,163	40,363
		421,963	560,590
利率合約	Interest rate contracts		
掉期	Swaps	24,529	120
商品合約	Commodity contracts	7,884	-
		454,376	560,710

信貸風險加權數額是根據《銀行業(資本)規則》計算。此數額取決於交易對手之情況及各類合約之期限特性。

The credit risk-weighted amounts are calculated in accordance with the Banking (Capital) Rules. The amounts are dependent upon the status of the counterparty and the maturity characteristics of each type of contract.

本集團與有效雙邊淨額結算協議有關的衍生交易公允價值總額為港幣292,678,000元(2018年：港幣287,847,000元)，有效雙邊淨額結算協議的效果為港幣116,171,000元(2018年：港幣89,868,000元)。

The total fair values of derivatives subject to valid bilateral netting agreements for the Group amounted to HK\$292,678,000 (2018: HK\$287,847,000) and the effect of valid bilateral netting agreements amounted to HK\$116,171,000 (2018: HK\$89,868,000).

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(b) 對沖會計
公平值對沖

本集團利用利率掉期合約對沖由市場利率引致的金融資產公平值變動。

下表概述了於 2019 年 12 月 31 日以剩餘合約到期日列示之對沖工具的合約 / 名義數額。

利率掉期

界定為對沖工具之相關金額如下：

(b) Hedge accounting
Fair value hedges

The Group uses interest rate swaps to hedge against change in fair value of financial assets arising from movements in market interest rates.

The table below summarises the contract/notional amounts of the hedging instruments as at 31 December 2019 by remaining contractual maturity.

Interest rate swaps

The amounts relating to items designated as hedging instruments are as follows:

2019					
一個月內 Up to 1 month	一至 三個月 1 to 3 months	三至 十二個月 3 to 12 months	一至五年 1 to 5 years	五年以上 Over 5 years	總計 Total
港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000	港幣 千元 HK\$'000
-	-	-	5,425,887	460,691	5,886,578

合約/ 名義數額 Contract/ notional amounts	2019 公平值 Fair values		用以確認對沖 無效部分之 公平值變動 Change in fair value used for recognising hedge ineffectiveness
	資產 Assets	負債 Liabilities	
港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
衍生金融工具 利率掉期	5,886,578	10,183	(126,366)

財務報表附註 (續) Notes to the Financial Statements (continued)
21. 衍生金融工具及對沖會計 (續) 21. Derivative financial instruments and hedge accounting (continued)
(b) 對沖會計 (續)
(b) Hedge accounting (continued)
公平值對沖 (續)
Fair value hedges (continued)

被對沖項目之相關金額如下：

The amounts relating to hedged items are as follows:

	2019		
	賬面值 Carrying amounts	計入賬面值的 公平值對沖調 整累計金額 Accumulated amount of fair value hedge adjustment included in the carrying amounts	用以確認對 沖無效部分 之價值變動 Change in value used for recognising hedge ineffectiveness
	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
金融投資			
債務證券及存款證	6,102,166	106,946	-

確認對沖無效部分如下：

Hedge ineffectiveness recognised is as follows:

	2019 港幣千元 HK\$'000
淨交易性收益	-

於 2018 年 12 月 31 日，沒有利用利率掉期合約對沖由市場利率引致的金融資產公平值變動。

As at 31 December 2018, there were no using of interest rate swaps to hedge against change in fair value of financial assets arising from movements in market interest rates.

財務報表附註（續） Notes to the Financial Statements (continued)
22. 貸款及其他賬項 22. Advances and other accounts

		<u>2019</u>	<u>2018</u>
		港幣千元 HK\$'000	港幣千元 HK\$'000
個人貸款	Personal loans and advances	52,313,862	44,406,428
公司貸款	Corporate loans and advances	210,789,370	210,586,495
		<hr/>	<hr/>
客戶貸款	Advances to customers	263,103,232	254,992,923
減值準備	Impairment allowances	(2,707,693)	(2,897,474)
		<hr/>	<hr/>
		260,395,539	252,095,449
		<hr/>	<hr/>
貿易票據	Trade bills	2,017,812	835,545
減值準備	Impairment allowances	(171)	(125)
		<hr/>	<hr/>
		2,017,641	835,420
		<hr/>	<hr/>
銀行及其他金融機構貸款	Advances to banks and other financial institutions	95,873	-
減值準備	Impairment allowances	(95,873)	-
		<hr/>	<hr/>
		-	-
		<hr/>	<hr/>
		262,413,180	252,930,869
		<hr/>	<hr/>

於2019年12月31日，客戶貸款包括應計利息港幣601,512,000元（2018年：港幣736,489,000元）。

As at 31 December 2019, advances to customers included accrued interest of HK\$601,512,000 (2018: HK\$736,489,000).

財務報表附註 (續) Notes to the Financial Statements (continued)
22. 貸款及其他賬項 (續) 22. Advances and other accounts (continued)

提取減值準備前之總貸款及其他賬項按內部信貸評級及階段分析如下：

Gross advances and other accounts before impairment allowances are analysed by internal credit grade and stage classification as follows:

		2019			
		第一階段	第二階段	第三階段	總計
		Stage 1	Stage 2	Stage 3	Total
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
客戶貸款	Advances to customers				
合格	Pass	256,847,146	1,951,031	-	258,798,177
需要關注	Special mention	1,523,877	1,011,597	14,202	2,549,676
次級或以下	Substandard or below	-	-	1,755,379	1,755,379
		258,371,023	2,962,628	1,769,581	263,103,232
貿易票據	Trade bills				
合格	Pass	2,017,812	-	-	2,017,812
銀行及其他金融機構貸款	Advances to banks and other financial institutions				
次級或以下	Substandard or below	-	-	95,873	95,873
總計	Total	260,388,835	2,962,628	1,865,454	265,216,917
		2018			
		第一階段	第二階段	第三階段	總計
		Stage 1	Stage 2	Stage 3	Total
		港幣千元	港幣千元	港幣千元	港幣千元
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
客戶貸款	Advances to customers				
合格	Pass	248,960,066	534,658	-	249,494,724
需要關注	Special mention	2,442,206	1,446,008	4,159	3,892,373
次級或以下	Substandard or below	-	-	1,605,826	1,605,826
		251,402,272	1,980,666	1,609,985	254,992,923
貿易票據	Trade bills				
合格	Pass	835,545	-	-	835,545
總計	Total	252,237,817	1,980,666	1,609,985	255,828,468

財務報表附註 (續) Notes to the Financial Statements (continued)

22. 貸款及其他賬項 (續) 22. Advances and other accounts (continued)

相關減值準備之變化分析 如下：
An analysis of changes in the corresponding impairment allowances is, as follows:

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	(1,465,698)	(175,629)	(1,256,272)	(2,897,599)	
增加	Addition	(570,059)	-	(95,873)	(665,932)	
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	384,436	149,053	230,641	764,130	
轉至第一階段	Transfers to Stage 1	(71,636)	1,918	69,718	-	
轉至第二階段	Transfers to Stage 2	8,157	(8,157)	-	-	
轉至第三階段	Transfers to Stage 3	7,078	81,267	(88,345)	-	
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	67,588	(138,779)	(1,384,861)	(1,456,052)	
折現減值準備回撥	Unwind of discount on impairment allowances	-	-	1,351	1,351	
減值參數的轉變	Changes to inputs used for impairment calculations	326,780	8,568	(154,858)	180,490	
收回已撇銷賬項	Recoveries	-	-	(41,282)	(41,282)	
撇銷之貸款	Loans written off	-	-	1,270,702	1,270,702	
匯兌差額	Exchange difference	(725)	3,607	37,573	40,455	
於 2019 年 12 月 31 日	At 31 December 2019	(1,314,079)	(78,152)	(1,411,506)	(2,803,737)	
						按組合和個別評估 Collectively and individually assessed
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018					
早期列賬	As previously reported	-	-	-	(2,036,814)	(2,036,814)
期初調整	Opening adjustments	(1,801,435)	(141,397)	(826,406)	2,036,814	(732,424)
期初調整後餘額	Balance after opening adjustments	(1,801,435)	(141,397)	(826,406)	-	(2,769,238)
增加	Addition	(807,298)	-	-	-	(807,298)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	801,017	87,518	290,322	-	1,178,857
轉至第一階段	Transfers to Stage 1	(3,955)	3,955	-	-	-
轉至第二階段	Transfers to Stage 2	1,632	(1,632)	-	-	-
轉至第三階段	Transfers to Stage 3	5,763	20,671	(26,434)	-	-
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	3,669	(162,671)	(1,585,602)	-	(1,744,604)
折現減值準備回撥	Unwind of discount on impairment allowances	-	-	1,882	-	1,882
減值參數的轉變	Changes to inputs used for impairment calculations	276,632	2,683	(41,591)	-	237,724
收回已撇銷賬項	Recoveries	-	-	(20,714)	-	(20,714)
撇銷之貸款	Loans written off	-	-	910,172	-	910,172
匯兌差額	Exchange difference	58,277	15,244	42,099	-	115,620
於 2018 年 12 月 31 日	At 31 December 2018	(1,465,698)	(175,629)	(1,256,272)	-	(2,897,599)

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資
23. Financial investments

		2019		
		以公允價值變化計 入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
庫券	Treasury bills	60,871,298	579,912	61,451,210
其他債務證券	Other debt securities	60,237,601	1,826,661	62,064,262
		121,108,899	2,406,573	123,515,472
存款證	Certificates of deposit	21,753,091	156,470	21,909,561
債務證券及存款證總額	Total debt securities and certificates of deposit	142,861,990	2,563,043	145,425,033
減值準備	Impairment allowances	-	(479)	(479)
		142,861,990	2,562,564	145,424,554
其他	Others	-	1,356,265	1,356,265
減值準備	Impairment allowances	-	(53,045)	(53,045)
		-	1,303,220	1,303,220
股份證券	Equity securities	31,163	-	31,163
		142,893,153	3,865,784	146,758,937

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資（續） 23. Financial investments (continued)

		2018		
		以公允價值變化計 入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
庫券	Treasury bills	45,245,303	737,024	45,982,327
其他債務證券	Other debt securities	46,698,569	2,172,853	48,871,422
		91,943,872	2,909,877	94,853,749
存款證	Certificates of deposit	20,990,827	157,176	21,148,003
債務證券及存款證總額	Total debt securities and certificates of deposit	112,934,699	3,067,053	116,001,752
減值準備	Impairment allowances	-	(626)	(626)
		112,934,699	3,066,427	116,001,126
其他	Others	-	2,182,333	2,182,333
減值準備	Impairment allowances	-	(65,139)	(65,139)
		-	2,117,194	2,117,194
股份證券	Equity securities	31,833	-	31,833
		112,966,532	5,183,621	118,150,153

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資（續）
23. Financial investments (continued)

相關以公允值變化計入其他全面收益之金融投資的減值準備之變化分析如下：

An analysis of changes in the corresponding impairment allowances of financial investments at fair value through other comprehensive income is, as follows:

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	(31,931)	-	(182,907)	(214,838)
增加	Addition	(28,817)	-	-	(28,817)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	14,000	-	-	14,000
減值參數的轉變	Changes to inputs used for impairment calculations	2,699	-	1,039	3,738
匯兌差額	Exchange difference	129	-	-	129
於 2019 年 12 月 31 日	At 31 December 2019	(43,920)	-	(181,868)	(225,788)
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018	-	-	-	-
早期列賬	As previously reported	-	-	-	-
期初調整	Opening adjustments	(23,664)	-	-	(23,664)
期初調整後餘額	Balance after opening adjustments	(23,664)	-	-	(23,664)
增加	Addition	(22,046)	(35)	-	(22,081)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	8,621	-	-	8,621
轉至第三階段	Transfers to Stage 3	532	-	(532)	-
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	-	-	(182,375)	(182,375)
減值參數的轉變	Changes to inputs used for impairment calculations	664	-	-	664
匯兌差額	Exchange difference	3,962	35	-	3,997
於 2018 年 12 月 31 日	At 31 December 2018	(31,931)	-	(182,907)	(214,838)

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資（續） 23. Financial investments (continued)

相關以攤餘成本作計量之金融投資的減值準備之變化分析如下：

An analysis of changes in the corresponding impairment allowances of financial investments at amortised cost is, as follows:

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	(65,765)	-	-	(65,765)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	43,218	-	-	43,218
減值參數的轉變	Changes to inputs used for impairment calculations	(31,149)	-	-	(31,149)
匯兌差額	Exchange difference	172	-	-	172
於 2019 年 12 月 31 日	At 31 December 2019	(53,524)	-	-	(53,524)
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018	-	-	-	-
早期列賬	As previously reported	-	-	-	-
重新分類	Reclassification	(23,416)	-	-	(23,416)
期初調整	Opening adjustments	(89,627)	-	-	(89,627)
期初調整後餘額	Balance after opening adjustments	(113,043)	-	-	(113,043)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	65,230	-	-	65,230
減值參數的轉變	Changes to inputs used for impairment calculations	(21,405)	-	-	(21,405)
匯兌差額	Exchange difference	3,453	-	-	3,453
於 2018 年 12 月 31 日	At 31 December 2018	(65,765)	-	-	(65,765)

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資（續） 23. Financial investments (continued)

金融投資按上市地之分類如下：

Financial investments is analysed by place of listing as follows:

		2019	
		以公允價值變化計入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost
		港幣千元 HK\$'000	港幣千元 HK\$'000
債務證券及存款證	Debt securities and certificates of deposit		
- 於香港上市	- Listed in Hong Kong	10,535,687	564,909
- 於香港以外上市	- Listed outside Hong Kong	9,027,000	1,261,376
		19,562,687	1,826,285
- 非上市	- Unlisted	123,299,303	736,279
		142,861,990	2,562,564
其他	Others		
- 非上市	- Unlisted	-	1,303,220
股份證券	Equity securities		
- 非上市	- Unlisted	31,163	-
總計	Total	142,893,153	3,865,784
持有至到期日之上市證券 市值	Market value of listed securities at amortised cost		1,837,033

財務報表附註（續） Notes to the Financial Statements (continued)
23. 金融投資（續） 23. Financial investments (continued)

		2018	
		以公允值變化計 入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost
		港幣千元 HK\$'000	港幣千元 HK\$'000
債務證券及存款證	Debt securities and certificates of deposit		
- 於香港上市	- Listed in Hong Kong	10,229,994	817,156
- 於香港以外上市	- Listed outside Hong Kong	10,757,679	1,237,813
		20,987,673	2,054,969
- 非上市	- Unlisted	91,947,026	1,011,458
		112,934,699	3,066,427
其他	Others		
- 非上市	- Unlisted	-	2,117,194
股份證券	Equity securities		
- 非上市	- Unlisted	31,833	-
總計	Total	112,966,532	5,183,621
持有至到期日之上市證券 市值	Market value of listed securities at amortised cost		2,026,321

財務報表附註 (續) Notes to the Financial Statements (continued)
23. 金融投資 (續) 23. Financial investments (continued)

金融投資按發行機構之分類如下：

Financial investments is analysed by type of issuer as follows:

		2019	
		以公允價值變化計入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost
		港幣千元 HK\$'000	港幣千元 HK\$'000
官方實體	Sovereigns	60,949,904	579,838
公營單位	Public sector entities	2,461,881	-
銀行及其他金融機構	Banks and other financial institutions	57,697,920	3,285,946
公司企業	Corporate entities	21,783,448	-
		142,893,153	3,865,784
		2018	
		以公允價值變化計入其他全面收益 At fair value through other comprehensive income	以攤餘成本作計量 At amortised cost
		港幣千元 HK\$'000	港幣千元 HK\$'000
官方實體	Sovereigns	45,421,429	736,842
公營單位	Public sector entities	996,867	-
銀行及其他金融機構	Banks and other financial institutions	52,653,483	4,446,779
公司企業	Corporate entities	13,894,753	-
		112,966,532	5,183,621

於 2019 年 12 月 31 日，包括在《銀行業（資本）規則》內分類為認可公營單位的以公允價值變化計入其他全面收益的金融投資為港幣 2,461,881,000 元（2018 年：港幣 996,867,000 元）。

As at 31 December 2019, included financial investments at fair value through other comprehensive income of HK\$2,461,881,000 which are eligible to be classified as public sector entities under the Banking (Capital) Rules (2018: HK\$996,867,000).

財務報表附註（續） Notes to the Financial Statements (continued)
24. 投資物業
24. Investment properties

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
於 1 月 1 日	At 1 January	331,942	302,702
公允值收益	Fair value gains	16,573	29,240
重新分類轉撥自物業、器材及設備（附註 25）	Reclassification from properties, plant and equipment (Note 25)	6,715	-
於 12 月 31 日	At 31 December	<u>355,230</u>	<u>331,942</u>

投資物業之賬面值按租約剩餘期限分析如下：

The carrying value of investment properties is analysed based on the remaining terms of the leases as follows:

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
在香港持有	Held in Hong Kong		
長期租約（超過 50 年）	On long-term lease (over 50 years)	170,650	155,180
中期租約（10 年至 50 年）	On medium-term lease (10 to 50 years)	184,580	176,762
		<u>355,230</u>	<u>331,942</u>

於 2019 年 12 月 31 日，列於資產負債表內之投資物業，乃依據獨立特許測量師萊坊測計師行有限公司於 2019 年 12 月 31 日以公允值為基準所進行之專業估值。公允值指在計量當日若有秩序成交的情況下向市場參與者出售每一項投資物業應取得的價格。

As at 31 December 2019, investment properties were included in the balance sheet at valuation carried out at 31 December 2019 on the basis of their fair value by an independent firm of chartered surveyors, Knight Frank Petty Limited. The fair value represents the price that would be received to sell each investment property in an orderly transaction with market participants at the measurement date.

財務報表附註（續） Notes to the Financial Statements (continued)
25. 物業、器材及設備 25. Properties, plant and equipment

		設備、固定設施 及裝備 Equipment, fixtures and fittings	使用權資產 Right-of-use assets	總計 Total
	房產 Premises	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日之 賬面淨值	Net book value at 1 January 2019			
早期列賬之賬面淨值	Net book value as previously reported	7,420,921	387,670	-
採用香港財務報告準則第 16 號的影響	Effect of adoption of HKFRS 16	-	-	599,748
期初調整後餘額	Balance after opening adjustments	7,420,921	387,670	599,748
增置	Additions	74,822	240,189	265,073
出售／終止確認	Disposals/Derecognition	(2,082)	(1,718)	(751)
重估	Revaluation	142,131	-	-
年度折舊	Depreciation for the year	(136,084)	(93,384)	(266,087)
轉出	Transfer out	(6,715)	-	-
匯兌差額	Exchange difference	(11,440)	(4,640)	(5,617)
於 2019 年 12 月 31 日之 賬面淨值	Net book value at 31 December 2019	7,481,553	528,117	592,366
於 2019 年 12 月 31 日 成本值或估值	At 31 December 2019 Cost or valuation	7,481,553	1,273,551	843,660
累計折舊	Accumulated depreciation	-	(745,434)	(251,294)
於 2019 年 12 月 31 日之 賬面淨值	Net book value at 31 December 2019	7,481,553	528,117	592,366
上述資產之成本值或估值 分析如下：	The analysis of cost or valuation of the above assets is as follows:			
於 2019 年 12 月 31 日	At 31 December 2019			
按成本值	At cost	-	1,273,551	843,660
按估值	At valuation	7,481,553	-	-
		7,481,553	1,273,551	843,660

財務報表附註 (續)
Notes to the Financial Statements (continued)
**25. 物業、器材及設備
(續)**
25. Properties, plant and equipment (continued)

		房產 Premises	設備、固定設施 及裝備 Equipment, fixtures and fittings	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日之 賬面淨值	Net book value at 1 January 2018	7,173,898	213,083	7,386,981
增置	Additions	5,294	252,769	258,063
出售	Disposals	-	(1,327)	(1,327)
重估	Revaluation	405,952	-	405,952
年度折舊	Depreciation for the year	(130,055)	(73,320)	(203,375)
轉(出)/入	Transfer (out)/in	(563)	563	-
匯兌差額	Exchange difference	(33,605)	(4,098)	(37,703)
於 2018 年 12 月 31 日之 賬面淨值	Net book value at 31 December 2018	<u>7,420,921</u>	<u>387,670</u>	<u>7,808,591</u>
於 2018 年 12 月 31 日 成本值或估值	At 31 December 2018 Cost or valuation	7,420,921	1,091,331	8,512,252
累計折舊	Accumulated depreciation	<u>-</u>	<u>(703,661)</u>	<u>(703,661)</u>
於 2018 年 12 月 31 日之 賬面淨值	Net book value at 31 December 2018	<u>7,420,921</u>	<u>387,670</u>	<u>7,808,591</u>
上述資產之成本值或估值 分析如下：	The analysis of cost or valuation of the above assets is as follows:			
於 2018 年 12 月 31 日 按成本值	At 31 December 2018 At cost	-	1,091,331	1,091,331
按估值	At valuation	7,420,921	-	7,420,921
		<u>7,420,921</u>	<u>1,091,331</u>	<u>8,512,252</u>

財務報表附註 (續)
Notes to the Financial Statements (continued)
**25. 物業、器材及設備
(續)**
25. Properties, plant and equipment (continued)

房產之賬面值按租約剩餘期限分析如下：

The carrying value of premises is analysed based on the remaining terms of the leases as follows:

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
在香港持有	Held in Hong Kong		
長期租約 (超過 50 年)	On long-term lease (over 50 years)	4,572,188	4,564,274
中期租約 (10 年至 50 年)	On medium-term lease (10 to 50 years)	2,161,352	2,184,613
在香港以外持有	Held outside Hong Kong		
中期租約 (10 年至 50 年)	On medium-term lease (10 to 50 years)	713,786	638,965
短期租約 (少於 10 年)	On short-term lease (less than 10 years)	34,227	33,069
		7,481,553	7,420,921

於 2019 年 12 月 31 日，列於資產負債表內之房產，乃依據獨立特許測量師萊坊測計師行有限公司於 2019 年 12 月 31 日以公允值為基準所進行之專業估值。公允值指在計量當日若有秩序成交的情況下向市場參與者出售每一項房產應取得的價格。

As at 31 December 2019, premises were included in the balance sheet at valuation carried out at 31 December 2019 on the basis of their fair value by an independent firm of chartered surveyors, Knight Frank Petty Limited. The fair value represents the price that would be received to sell each premises in an orderly transaction with market participants at the measurement date.

根據上述之重估結果，房產估值變動已於房產重估儲備及收益表確認如下：

As a result of the above-mentioned revaluations, changes in value of the premises were recognised in the premises revaluation reserve and the income statement as follows:

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
貸記房產重估儲備之重估增值	Increase in valuation credited to premises revaluation reserve	139,747	400,400
貸記收益表之重估增值	Increase in valuation credited to income statement	2,384	5,552
		142,131	405,952

於 2019 年 12 月 31 日，假若房產按成本值扣減累計折舊列賬，本集團之資產負債表內之房產賬面淨值應為港幣 863,474,000 元 (2018 年：港幣 825,573,000 元)。

As at 31 December 2019, the net book value of premises that would have been included in the Group's balance sheet had the premises been carried at cost less accumulated depreciation was HK\$863,474,000 (2018: HK\$825,573,000).

財務報表附註 (續) Notes to the Financial Statements (continued)
26. 其他資產
26. Other assets

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
收回資產	Reposessed assets	10,851	84,893
貴金屬	Precious metals	264,765	232,889
應收賬項及預付費用	Accounts receivable and prepayments	4,074,163	2,091,977
		4,349,779	2,409,759
減值準備	Impairment allowances	(3,161)	(1,225)
		4,346,618	2,408,534

相關減值準備之變化分析如下：

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

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	(1,201)	(11)	(13)	(1,225)
增加	Addition	(1,133)	-	-	(1,133)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	-	11	8	19
轉至第二階段	Transfers to Stage 2	2	(2)	-	-
轉至第三階段	Transfers to Stage 3	629	-	(629)	-
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	-	-	(4,345)	(4,345)
減值參數的轉變	Changes to inputs used for impairment calculations	340	2	(681)	(339)
撇銷	Written off	-	-	3,779	3,779
匯兌差額	Exchange difference	83	-	-	83
於 2019 年 12 月 31 日	At 31 December 2019	(1,280)	-	(1,881)	(3,161)
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018				
早期列賬	As previously reported	-	-	-	-
期初調整	Opening adjustments	(592)	(18)	-	(610)
期初調整後餘額	Balance after opening adjustments	(592)	(18)	-	(610)
增加	Addition	(6)	(74)	(5)	(85)
終止確認或償還(不包括撇銷)	Derecognised or repaid (excluding written off)	1	-	-	1
轉至第一階段	Transfers to Stage 1	(1)	1	-	-
期內各階段之間風險承擔轉撥對期末前瞻性預期損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	-	-	(8)	(8)
減值參數的轉變	Changes to inputs used for impairment calculations	(622)	18	-	(604)
匯兌差額	Exchange difference	19	62	-	81
於 2018 年 12 月 31 日	At 31 December 2018	(1,201)	(11)	(13)	(1,225)

27. 公允值變化計入損益之金融負債 **27. Financial liabilities at fair value through profit or loss**

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
交易性負債	Trading liabilities		
- 外匯基金票據及債券 短盤	- Short positions in Exchange Fund Bills and Notes	5,048,559	4,803,277

於2019年12月31日沒有
界定為以公允值變化計入
損益之金融負債（2018
年：無）。

At 31 December 2019, there were no financial liabilities designated at fair value through
profit or loss (2018: Nil).

財務報表附註 (續) Notes to the Financial Statements (continued)
28. 客戶存款及對沖會計 28. Deposits from customers and hedge accounting
(a) 客戶存款
(a) Deposits from customers

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
即期存款及往來存款	Demand deposits and current accounts		
- 公司	- Corporate	38,228,957	42,798,266
- 個人	- Personal	2,731,596	3,304,550
		40,960,553	46,102,816
儲蓄存款	Savings deposits		
- 公司	- Corporate	29,405,951	20,322,427
- 個人	- Personal	40,165,185	41,665,453
		69,571,136	61,987,880
定期、短期及通知存款	Time, call and notice deposits		
- 公司	- Corporate	133,731,637	154,841,128
- 個人	- Personal	101,624,456	81,273,115
		235,356,093	236,114,243
		345,887,782	344,204,939

(b) 對沖會計
(b) Hedge accounting
海外運作淨投資對沖
Hedges of net investments in foreign operations

於 2019 年 12 月 31 日，本集團界定部分人民幣計值的客戶存款合共港幣 2,030,116,000 元（2018 年：港幣 2,066,090,000 元）為對沖工具，用以對沖海外運作淨投資。

As at 31 December 2019, a proportion of the Groups's RMB-denominated deposits from customers of HK\$2,030,116,000 (2018: HK\$2,066,090,000) were designated as a hedging instrument to hedge against the net investments in foreign operations.

年內沒有無效部分之收益或虧損於收益表內確認（2018 年：無）。

There were no gains or losses on ineffective portion recognised in the income statement during the year (2018: Nil).

財務報表附註（續） Notes to the Financial Statements (continued)
29. 已發行債務證券及存款證 29. Debt securities and certificates of deposit in issue

		2019	2018
		港幣千元	港幣千元
		HK\$'000	HK\$'000
債務證券及存款證，按攤銷 成本列賬	Debt securities and certificates of deposit, at amortised cost		
- 存款證	- Certificates of deposit	6,378,269	2,943,307
- 其他債務證券	- Other debt securities	9,092,847	9,249,667
		15,471,116	12,192,974

財務報表附註 (續) Notes to the Financial Statements (continued)
30. 其他賬項及準備 30. Other accounts and provisions

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
租賃負債	Lease liabilities	582,911	-
其他應付賬項	Other accounts payable	25,175,498	18,847,830
準備	Provisions	60,855	63,689
貸款承諾及財務擔保合同 減值準備	Impairment allowances for loan commitments and financial guarantee contracts	89,576	184,819
		25,908,840	19,096,338

相關減值準備之變化分析如下：

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

		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	184,811	8	-	184,819
增加	Addition	73,196	-	-	73,196
終止確認 (不包括撇銷)	Derecognised (excluding written off)	(153,780)	(1)	-	(153,781)
轉至第二階段	Transfers to Stage 2	(1)	1	-	-
期內各階段之間風險承擔 轉撥對期末前瞻性預期 損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	-	18	-	18
減值參數的轉變	Changes to inputs used for impairment calculations	(11,654)	-	-	(11,654)
匯兌差額	Exchange difference	(3,014)	(8)	-	(3,022)
於 2019 年 12 月 31 日	At 31 December 2019	89,558	18	-	89,576
		第一階段 Stage 1	第二階段 Stage 2	第三階段 Stage 3	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018	-	-	-	-
早期列賬	As previously reported	-	-	-	-
期初調整	Opening adjustments	210,429	23,122	-	233,551
期初調整後餘額	Balance after opening adjustments	210,429	23,122	-	233,551
增加	Addition	172,930	1	-	172,931
終止確認 (不包括撇銷)	Derecognised (excluding written off)	(122,407)	(23,683)	-	(146,090)
轉至第一階段	Transfers to Stage 1	5	(5)	-	-
期內各階段之間風險承擔 轉撥對期末前瞻性預期 損失的影響	Impact on period end ECLs of exposures transferred between stages during the period	(4)	-	-	(4)
減值參數的轉變	Changes to inputs used for impairment calculations	(73,681)	-	-	(73,681)
匯兌差額	Exchange difference	(2,461)	573	-	(1,888)
於 2018 年 12 月 31 日	At 31 December 2018	184,811	8	-	184,819

財務報表附註 (續) Notes to the Financial Statements (continued)
31. 遞延稅項

遞延稅項是根據香港會計準則第12號「所得稅」計算，就資產負債之稅務基礎與其在財務報表內賬面值兩者之暫時性差額及未使用稅項抵免作提撥。

資產負債表內之遞延稅項(資產)/負債主要組合，以及其在年度內之變動如下：

31. Deferred taxation

Deferred tax is recognised in respect of the temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements and unused tax credits in accordance with HKAS 12 "Income Taxes".

The major components of deferred tax (assets)/liabilities recorded in the balance sheet, and the movements during the year are as follows:

		2019					
		加速折舊 免稅額 Accelerated tax depreciation	物業重估 Property revaluation	虧損 Losses	減值準備 Impairment allowance	其他 Other	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2019 年 1 月 1 日	At 1 January 2019	35,163	1,165,740	-	(415,874)	(56,541)	728,488
借/(貸)記收益 表	Charged/(credited) to income statement	5,705	21	-	17,640	(24,723)	(1,357)
借記其他全面 收益	Charged to other comprehensive income	-	9,529	-	-	45,724	55,253
匯兌差額	Exchange difference	-	(1,778)	-	8,444	(1,926)	4,740
於 2019 年 12 月 31 日	At 31 December 2019	40,868	1,173,512	-	(389,790)	(37,466)	787,124
		2018					
		加速折舊 免稅額 Accelerated tax depreciation	物業重估 Property revaluation	虧損 Losses	減值準備 Impairment allowance	其他 Other	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於 2018 年 1 月 1 日	At 1 January 2018						
早期列賬	As previously reported	31,709	1,116,615	-	(278,577)	(302,485)	567,262
期初調整	Opening adjustments	-	-	-	(261,299)	3,837	(257,462)
期初調整後餘 額	Balance after opening adjustments	31,709	1,116,615	-	(539,876)	(298,648)	309,800
借記收益表	Charged to income statement	3,454	46	-	108,590	63,868	175,958
借記其他全面 收益	Charged to other comprehensive income	-	53,892	-	-	174,171	228,063
匯兌差額	Exchange difference	-	(4,813)	-	15,412	4,068	14,667
於 2018 年 12 月 31 日	At 31 December 2018	35,163	1,165,740	-	(415,874)	(56,541)	728,488

財務報表附註（續）
Notes to the Financial Statements (continued)
31. 遞延稅項（續）

當有法定權利可將現有稅項資產與現有稅項負債抵銷，而遞延稅項涉及同一財政機關，則可將個別法人的遞延稅項資產與遞延稅項負債互相抵銷。下列在資產負債表內列賬之金額，已計入適當抵銷：

31. Deferred taxation (continued)

Deferred tax assets and liabilities are offset on an individual entity basis when there is a legal right to set off current tax assets against current tax liabilities and when the deferred taxation relates to the same authority. The following amounts, determined after appropriate offsetting, are shown in the balance sheet:

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
遞延稅項資產	Deferred tax assets	(58,000)	(46,836)
遞延稅項負債	Deferred tax liabilities	845,124	775,324
		<u>787,124</u>	<u>728,488</u>
		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
遞延稅項資產（超過 12 個月後收回）	Deferred tax assets to be recovered after more than twelve months	(142,858)	(153,936)
遞延稅項負債（超過 12 個月後支付）	Deferred tax liabilities to be settled after more than twelve months	936,655	923,694
		<u>793,797</u>	<u>769,758</u>

於 2019 年 12 月 31 日，本集團未確認遞延稅項資產之稅務虧損為港幣 2,256,000 元（2018 年：港幣 2,294,000 元）。按照現行稅例，有關稅務虧損沒有作廢期限。

As at 31 December 2019, the Group has not recognised deferred tax assets in respect of tax losses amounting to HK\$2,256,000 (2018: HK\$2,294,000). These tax losses do not expire under the current tax legislation.

財務報表附註（續） Notes to the Financial Statements (continued)
32. 後償負債
32. Subordinated liabilities

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
按攤銷成本列賬於 2029 年到期之 700,000,000 美元定息後償票據	US\$700 million fixed rate subordinated notes issued due 2029 at amortised cost	-
	5,438,386	-

此乃本銀行於 2019 年 11 月 20 日發行之 700,000,000 美元在香港交易所上市及符合《巴塞爾協定三》而被界定為二級資本的 10 年期後償票據（「票據」）（須根據香港資本規則之條款）。此等票據將於 2029 年 11 月 20 日到期，選擇性贖還日為 2024 年 11 月 20 日。由發行日至其選擇性贖還日，年息為 3.80%，每半年付息一次。其後，倘票據未在選擇性贖還日贖回，往後的利息會重訂為當時 5 年期美國國庫債券息率加 218 點子。若獲得香港金融管理局預先批准，本銀行可於選擇性贖還日或因稅務或監管要求等理由於票據到期前的任何日子以票面價值贖回所有（非部分）票據。

This represents US\$700,000,000 Basel III compliant 10-year subordinated notes qualifying as Tier 2 capital of the Bank issued on 20 November 2019 in accordance with the Banking (Capital) Rules (the "Notes"), which are listed on the Hong Kong Stock Exchange. The Notes will mature on 20 November 2029 with an optional redemption date falling on 20 November 2024. Interest at 3.80% p.a. is payable semi-annually from the issue date to the optional redemption date. Thereafter, if the Notes are not redeemed, the interest rate will be reset and the Notes will bear interest at the prevailing 5-year U.S. Treasury Rate plus 218 basis points. The Bank may, subject to receiving the prior approval of the Hong Kong Monetary Authority, redeem the Notes at the option of the Bank in whole but not in part, at par either on the optional redemption date or for tax or regulatory reasons at any time prior to maturity of the Notes.

33. 股本
33. Share capital

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
已發行及繳足： 7,000,000 股普通股	Issued and fully paid: 7,000,000 ordinary shares	3,144,517
	3,144,517	3,144,517

財務報表附註 (續) Notes to the Financial Statements (continued)
34. 額外資本工具
34. Additional equity instruments

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
12 億美元永久非累計次級額外一級資本證券	9,314,890	9,314,890
US\$1,200 million perpetual non-cumulative subordinated additional tier 1 capital securities	9,314,890	9,314,890

本銀行於 2017 年 6 月 2 日發行了票面值 12 億美元 (扣除相關發行成本後等值港幣 93.15 億元) 的永久非累計次級額外一級資本證券 (「額外資本工具」)。此永久額外資本工具於 2022 年 6 月 2 日首個提前贖回日期前，票面年利率定於 5.00%。若屆時未有行使贖回權，票面年利率將每五年按當時五年期美國國庫債券息率的每年利率加上初始發行利差重設。

票息需每半年派付一次。本銀行有權根據該額外資本工具的條款規定取消利息發放，而取消的利息不會累積。然而，本銀行亦禁止宣佈向普通股股東分派股息直至下一次發放利息為止。

假如金管局通知本銀行不對本金進行撤銷則無法繼續經營，該額外資本工具的本金將會按與金管局協商後或接受其指令下進行撤銷。

於 2022 年 6 月 2 日或任何其後的派息日，本銀行擁有贖回權贖回所有未償付的額外資本工具，但須受已列載之條款及細則所限制。

2019 年內，本銀行共支付額外資本工具票息 6 千萬美元，當中分別於 2019 年 6 月 3 日和 2019 年 12 月 2 日每次支付 3 千萬美元。(2018 年：6 千萬美元)。

On 2 June 2017, the Bank issued perpetual non-cumulative subordinated additional tier 1 capital securities ("additional equity instruments") with a face value of US\$1,200 million (equivalent to HK\$9,315 million net of related issuance costs). The additional equity instruments are perpetual and bear a 5.00% coupon until the first call date on 2 June 2022. The coupon will be reset every five years if the additional equity instruments are not redeemed to a fixed rate equivalent to the then-prevailing five-year US Treasury rate plus a fixed initial spread.

The coupon shall be payable semi-annually. The Bank has the right to cancel coupon payment (subjected to the requirement as set out in the terms and conditions of the additional equity instruments) and the coupon cancelled shall not be cumulative. However, the Bank is stopped from declaring dividend to its ordinary shareholders unless the next scheduled coupon payment is paid.

The principal of the additional equity instruments will be written down to the amount as directed or agreed with the HKMA if the HKMA notifies the Bank that the Bank would become non-viable if there is no written down of the principal.

The Bank has a call option to redeem all the outstanding additional equity instruments from 2 June 2022 or any subsequent coupon payment date, but subject to restriction as set out in the terms and conditions.

The Bank has distributed coupon payment for additional equity instruments for a total amount US\$60 million during the year 2019, for each US\$30 million was distributed on 3 June 2019 and 2 December 2019 separately (2018: US\$60 million).

財務報表附註 (續) Notes to the Financial Statements (continued)
35. 綜合現金流量表附註 35. Notes to consolidated cash flow statement

(a) 經營溢利與除稅前 經營現金之流入對 賬	(a) Reconciliation of operating profit to operating cash inflow before taxation	2019 港幣千元 HK\$'000	2018 港幣千元 HK\$'000
經營溢利	Operating profit	4,459,755	4,644,809
折舊	Depreciation	495,555	203,375
減值準備淨撥備	Net charge of impairment allowances	1,160,079	1,241,445
折現減值準備回撥	Unwind of discount on impairment allowances	(1,351)	(1,882)
已撤銷之貸款 (扣除 收回款額)	Advances written off net of recoveries	(1,229,420)	(889,458)
租賃負債利息支出	Interest expense on lease liabilities	23,233	-
後償負債利息支出	Interest expense on subordinated liabilities	24,007	-
原到期日超過 3 個月 之存放銀行及其他 金融機構的結餘之 變動	Change in balances with banks and other financial institutions with original maturity over three months	1,205,481	3,628,802
原到期日超過 3 個月 之在銀行及其他金 融機構之定期存放 之變動	Change in placements with banks and other financial institutions with original maturity over three months	8,935,238	(13,400,503)
公允值變化計入損益 之金融資產之變動	Change in financial assets at fair value through profit or loss	(4,960,982)	(2,973,179)
衍生金融工具之變動	Change in derivative financial instruments	298,741	(297,747)
貸款及其他賬項之變 動	Change in advances and other accounts	(9,388,449)	(19,064,145)
金融投資之變動	Change in financial investments	(30,029,254)	(5,988,380)
其他資產之變動	Change in other assets	(1,943,882)	413,766
銀行及其他金融機構 之存款及結餘之變動	Change in deposits and balances from banks and other financial institutions	1,884,824	1,363,791
公允值變化計入損益之 金融負債之變動	Change in financial liabilities at fair value through profit or loss	245,283	457,734
客戶存款之變動	Change in deposits from customers	1,682,843	18,789,300
其他賬項及準備之變 動	Change in other accounts and provisions	6,271,651	1,757,227
匯率變動之影響	Effect of changes in exchange rates	(235,377)	852,068
除稅前經營現金之流 出	Operating cash outflow before taxation	<u>(21,102,025)</u>	<u>(9,262,977)</u>
經營業務之現金流量中包 括：	Cash flows from operating activities included:		
- 已收利息	- Interest received	14,933,555	13,510,316
- 已付利息	- Interest paid	(7,928,669)	(6,441,024)
- 已收股息	- Dividend received	2,315	3,010

財務報表附註 (續) Notes to the Financial Statements (continued)
35. 綜合現金流量表附註 (續) 35. Notes to consolidated cash flow statement (continued)
(b) 現金及等同現金項目結存分析
(b) Analysis of the balances of cash and cash equivalents

	<u>2019</u>	<u>2018</u>
	港幣千元 HK\$'000	港幣千元 HK\$'000
庫存現金及原到期日 在 3 個月內之存放 銀行及其他金融機 構的結餘	31,073,266	45,123,559
原到期日在 3 個月內 之在銀行及其他金 融機構之定期存放	2,339,179	1,155,231
原到期日在 3 個月內 之庫券	7,683,844	8,461,835
原到期日在 3 個月內 之存款證	77,483	-
	<u>41,173,772</u>	<u>54,740,625</u>

(c) 融資業務負債之變動
(c) Changes in liabilities arising from financing activities

	<u>2019</u>	<u>2018</u>
	港幣千元 HK\$'000	港幣千元 HK\$'000
<u>已發行債務證券及存款證</u>		
於 1 月 1 日	12,192,974	6,781,208
年內發行	<u>3,278,142</u>	<u>5,411,766</u>
於 12 月 31 日	<u>15,471,116</u>	<u>12,192,974</u>
<u>後償負債</u>		
於 1 月 1 日	-	-
來自發行後償債務並 扣除發行費用之現 金流入	5,447,665	-
非現金流變動：		
- 應計發行費用	(5,338)	-
- 折價及發行費用 之攤分	24,007	-
- 外匯變動	(27,948)	-
於 12 月 31 日	<u>5,438,386</u>	<u>-</u>

財務報表附註（續）
36. 或然負債及承擔

或然負債及承擔乃參照有關資本充足比率之金管局報表的填報指示而編製，其每項重要類別之合約數額及總信貸風險加權數額概述如下：

直接信貸替代項目
與交易有關之或然負債
與貿易有關之或然負債
有追索權的資產出售
不需事先通知的無條件撤銷之承諾
其他承擔，原到期日為
- 1年或以下
- 1年以上

信貸風險加權數額

信貸風險加權數額是根據《銀行業（資本）規則》計算。此數額取決於交易對手之情況及各類合約之期限特性。

Notes to the Financial Statements (continued)
36. Contingent liabilities and commitments

The following is a summary of the contractual amounts of each significant class of contingent liability and commitment and the aggregate credit risk-weighted amount and is prepared with reference to the completion instructions for the HKMA return of capital adequacy ratio.

Direct credit substitutes
Transaction-related contingencies
Trade-related contingencies
Asset sales with recourse
Commitments that are unconditionally cancellable without prior notice
Other commitments with an original maturity of
- up to one year
- over one year

Credit risk-weighted amount

The credit risk-weighted amount is calculated in accordance with the Banking (Capital) Rules. The amount is dependent upon the status of the counterparty and the maturity characteristics of each type of contract.

	2019	2018
	港幣千元	港幣千元
	HK\$'000	HK\$'000
	9,065,919	13,326,060
	1,186,892	1,560,189
	14,257,903	13,337,662
	411,796	2,543
	105,148,404	69,006,530
	2,678,142	2,950,207
	15,450,806	12,979,562
	148,199,862	113,162,753
	16,645,823	19,078,235

財務報表附註（續） Notes to the Financial Statements (continued)
37. 資本承擔
37. Capital commitments

本集團未於財務報表中撥備之資本承擔金額如下：

The Group has the following outstanding capital commitments not provided for in the financial statements:

		<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
已批准及簽約但未撥備	Authorised and contracted for but not provided for	73,723	87,160
已批准但未簽約	Authorised but not contracted for	2,332	395
		<u>76,055</u>	<u>87,555</u>

以上資本承擔大部分為將購入之電腦硬件及軟件，以及本集團之樓宇裝修工程之承擔。

The above capital commitments mainly relate to commitments to purchase computer equipment and software, and to renovate the Group's premises.

財務報表附註（續） Notes to the Financial Statements (continued)
38. 經營租賃承擔
38. Operating lease commitments
作為出租人
As lessor

根據不可撤銷之經營租賃合約，下列為本集團與租客簽訂合約之未來有關租賃之最低應收租金：

The Group has contracted with tenants for the following future minimum lease receivables under non-cancellable operating leases:

	<u>2019</u>	<u>2018</u>
	港幣千元	港幣千元
	HK\$'000	HK\$'000
土地及樓宇		
- 不超過 1 年	12,811	11,735
- 1 年以上至 5 年內	6,497	10,248
- 5 年後	-	546
	<u>19,308</u>	<u>22,529</u>

本集團以經營租賃形式租出投資物業；租賃年期通常由 1 年至 5 年。租約條款一般要求租客提交保證金。

The Group leases its investment properties under operating lease arrangements, with leases typically for a period from one to five years. The terms of the leases generally require the tenants to pay security deposits.

39. 訴訟
39. Litigation

本集團正面對多項由獨立人士提出的索償及反索償。此等索償及反索償與本集團的正常商業活動有關。

The Group has been served a number of claims and counterclaims by various independent parties. These claims and counterclaims are in relation to the normal commercial activities of the Group.

由於董事認為本集團可對申索人作出有力抗辯或預計此等申索所涉及的數額不大，故並未對此等索償及反索償作出重大撥備。

No material provision was made against these claims and counterclaims because the directors believe that the Group has meritorious defences against the claimants or the amounts involved in these claims are not expected to be material.

財務報表附註（續） **Notes to the Financial Statements (continued)****40. 分類報告****40. Segmental reporting****(a) 按營運分類****(a) By operating segment**

本集團業務拆分為四個主要分類，分別為個人銀行、企業銀行、財資業務及投資。

The Group divides its business into four major segments, Personal Banking, Corporate Banking, Treasury and Investment.

個人銀行和企業銀行業務線均會提供全面的銀行服務，個人銀行業務線是服務個人客戶，而企業銀行業務線是服務非個人客戶。至於財資業務線，除了自營買賣外，還負責管理本集團的資本、流動資金、利率和外匯敞口。財資業務部門管理本集團的融資活動和資本，為其他業務線提供資金，並接收從個人銀行和企業銀行業務線的吸收存款活動中所取得的資金。這些業務線之間的資金交易主要按集團內部資金轉移價格機制釐定。在本附註呈列的財資業務損益資料，已包括上述業務線之間的收支交易，但其資產負債資料並未反映業務線之間的借貸（換言之，不可以把財資業務的損益資料與其資產負債資料比較）。

Both Personal Banking and Corporate Banking provide general banking services. Personal Banking serves individual customers while Corporate Banking deals with non-individual customers. The Treasury segment is responsible for managing the capital, liquidity, and the interest rate and foreign exchange positions of the Group in addition to proprietary trades. It provides funds to other business segments and receives funds from deposit taking activities of Personal Banking and Corporate Banking. These inter-segment funding is charged according to the internal funds transfer pricing mechanism of the Group. The assets and liabilities of Treasury have not been adjusted to reflect the effect of inter-segment borrowing and lending (i.e. the profit and loss information in relation to Treasury is not comparable to the assets and liabilities information about Treasury).

投資包括本集團的房地產和支援單位所使用的設備。對於佔用本集團的物業，其他業務線需要按照每平方呎的市場價格向投資業務線支付費用。由本集團附屬公司—南商（中國）之資本金所產生及已於其收益賬確認的貨幣換算差額，已包括於此業務分類內。

Investment includes bank premises and equipment used by supporting units. Charges are paid to this segment from other business segments based on market rates per square foot for their occupation of the Group's premises. The exchange difference arising from capital of our subsidiary, NCB (China), which is recognised in its income statement, is also included in this class.

「其他」為集團其他營運及主要包括有關本集團整體但與其餘四個業務線無關的項目。

“Others” refers to other group operations and mainly comprises of items related to the Group as a whole and totally independent of the other four business segments.

一個業務線的收入及支出，主要包括直接歸屬於該業務線的項目。至於管理費用，會根據合理基準攤分。

Revenues and expenses of any business segment mainly include items directly attributable to the segment. For management overheads, allocations are made on reasonable bases.

財務報表附註 (續) Notes to the Financial Statements (continued)
40. 分類報告 (續) 40. Segmental reporting (continued)
(a) 按營運分類 (續)
(a) By operating segment (continued)

		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	投資 Investment	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
截至 2019 年 12 月 31 日	Year ended 31 December 2019								
淨利息收入 / (支出)	Net interest income/(expense)								
- 外來	- External	(918,627)	4,907,162	2,661,654	-	-	6,650,189	-	6,650,189
- 跨業務	- Inter-segment	1,945,064	(273,824)	(1,671,240)	-	-	-	-	-
		1,026,437	4,633,338	990,414	-	-	6,650,189	-	6,650,189
淨服務費及佣金收入 / (支出)	Net fee and commission income/(expense)	639,963	886,225	4,943	609	(2,618)	1,529,122	-	1,529,122
淨交易性收益 / (虧損)	Net trading gain/(loss)	35,559	772,296	(544,019)	(81,251)	(70)	182,515	-	182,515
以公允價值變化計入損益之金融工具淨收益	Net gain on financial instruments at fair value through profit or loss	-	-	270,410	-	-	270,410	-	270,410
其他金融資產之淨收益	Net gain on other financial assets	-	124,766	222,684	-	-	347,450	-	347,450
其他經營收入	Other operating income	-	-	-	142,412	9,586	151,998	(129,286)	22,712
提取減值準備前之淨經營收入	Net operating income before impairment allowances	1,701,959	6,416,625	944,432	61,770	6,898	9,131,684	(129,286)	9,002,398
減值準備淨回撥/(撥備)	Net reversal/(charge) of impairment allowances	900,464	(1,987,542)	(69,155)	-	(3,846)	(1,160,079)	-	(1,160,079)
淨經營收入	Net operating income	2,602,423	4,429,083	875,277	61,770	3,052	7,971,605	(129,286)	7,842,319
經營支出	Operating expenses	(1,152,260)	(1,617,710)	(119,123)	(394,855)	(227,902)	(3,511,850)	129,286	(3,382,564)
經營溢利 / (虧損)	Operating profit/(loss)	1,450,163	2,811,373	756,154	(333,085)	(224,850)	4,459,755	-	4,459,755
投資物業公允價值調整之淨收益	Net gain from fair value adjustments on investment properties	-	-	-	16,573	-	16,573	-	16,573
出售 / 重估物業、器材及設備之淨收益	Net gain from disposal/ revaluation of properties, plant and equipment	-	-	-	365	-	365	-	365
除稅前溢利 / (虧損)	Profit/(loss) before taxation	1,450,163	2,811,373	756,154	(316,147)	(224,850)	4,476,693	-	4,476,693
於 2019 年 12 月 31 日	At 31 December 2019								
資產	ASSETS								
分部資產	Segment assets	54,393,630	210,168,751	215,859,086	8,991,932	175,448	489,588,847	-	489,588,847
負債	LIABILITIES								
分部負債	Segment liabilities	145,867,828	212,940,069	68,325,683	3,654	3,660,821	430,798,055	-	430,798,055
截至 2019 年 12 月 31 日	Year ended 31 December 2019								
其他資料	Other information								
資本性支出	Capital expenditure	-	-	-	315,011	-	315,011	-	315,011
折舊	Depreciation	53,672	27,946	1,669	389,948	22,320	495,555	-	495,555
證券攤銷	Amortisation of securities	-	-	705,551	-	-	705,551	-	705,551

財務報表附註 (續) Notes to the Financial Statements (continued)
40. 分類報告 (續) 40. Segmental reporting (continued)
(a) 按營運分類 (續)
(a) By operating segment (continued)

		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	投資 Investment	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
截至 2018 年 12 月 31 日	Year ended 31 December 2018								
淨利息收入 / (支出)	Net interest income/(expense)								
- 外來	- External	(236,179)	4,906,831	1,995,600	-	-	6,666,252	-	6,666,252
- 跨業務	- Inter-segment	1,140,103	(263,802)	(876,301)	-	-	-	-	-
		903,924	4,643,029	1,119,299	-	-	6,666,252	-	6,666,252
淨服務費及佣金收入 / (支出)	Net fee and commission income/(expense)	607,819	984,646	73,478	99	(2,103)	1,663,939	-	1,663,939
淨交易性收益 / (虧損)	Net trading gain/(loss)	30,484	145,497	90,201	(18,051)	(91)	248,040	-	248,040
以公允價值變化計入損益之金融工具淨收益	Net gain on financial instruments at fair value through profit or loss	-	-	372,746	-	-	372,746	-	372,746
其他金融資產之淨收益	Net gain on other financial assets	-	158,841	52,930	-	-	211,771	-	211,771
其他經營收入	Other operating income	-	-	-	129,408	22,299	151,707	(129,408)	22,299
提取減值準備前之淨經營收入	Net operating income before impairment allowances	1,542,227	5,932,013	1,708,654	111,456	20,105	9,314,455	(129,408)	9,185,047
減值準備淨回撥/(撥備)	Net reversal/(charge) of impairment allowances	596	(1,089,072)	(152,273)	-	(696)	(1,241,445)	-	(1,241,445)
淨經營收入	Net operating income	1,542,823	4,842,941	1,556,381	111,456	19,409	8,073,010	(129,408)	7,943,602
經營支出	Operating expenses	(1,198,591)	(1,825,260)	(115,868)	(182,832)	(105,650)	(3,428,201)	129,408	(3,298,793)
經營溢利 / (虧損)	Operating profit/(loss)	344,232	3,017,681	1,440,513	(71,376)	(86,241)	4,644,809	-	4,644,809
投資物業公允價值調整之淨收益	Net gain from fair value adjustments on investment properties	-	-	-	29,240	-	29,240	-	29,240
出售 / 重估物業、器材及設備之淨收益	Net gain from disposal/ revaluation of properties, plant and equipment	-	-	-	4,640	-	4,640	-	4,640
除稅前溢利 / (虧損)	Profit/(loss) before taxation	344,232	3,017,681	1,440,513	(37,496)	(86,241)	4,678,689	-	4,678,689
於 2018 年 12 月 31 日	At 31 December 2018								
資產	ASSETS								
分部資產	Segment assets	46,801,361	208,617,772	202,103,446	8,198,091	301,035	466,021,705	-	466,021,705
負債	LIABILITIES								
分部負債	Segment liabilities	127,942,913	228,563,551	51,849,594	3,695	2,467,149	410,826,902	-	410,826,902
截至 2018 年 12 月 31 日	Year ended 31 December 2018								
其他資料	Other information								
資本性支出	Capital expenditure	-	-	-	258,063	-	258,063	-	258,063
折舊	Depreciation	7,819	4,468	391	182,819	7,878	203,375	-	203,375
證券攤銷	Amortisation of securities	-	-	305,484	-	-	305,484	-	305,484

財務報表附註 (續) Notes to the Financial Statements (continued)
40. 分類報告 (續)
40. Segmental reporting (continued)
(b) 按地理區域劃分
(b) By geographical area

以下資料是根據附屬公司的主要營業地點分類，如屬本銀行之資料，則依據負責申報業績或將資產記賬之分行所在地分類：

The following information is presented based on the principal places of operations of the subsidiaries, or in the case of the Bank, on the locations of the branches responsible for reporting the results or booking the assets:

		2019		2018	
		提取減值準備前 之淨經營收入 Net operating income before impairment allowances	除稅前 溢利 Profit before taxation	提取減值準備前 之淨經營收入 Net operating income before impairment allowances	除稅前 溢利 Profit before taxation
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	6,050,621	3,524,315	5,655,026	3,425,801
中國內地	Mainland of China	2,951,777	952,378	3,530,021	1,252,888
合計	Total	9,002,398	4,476,693	9,185,047	4,678,689

		2019			或然負債和承擔 Contingent liabilities and commitments
		總資產 Total assets	總負債 Total liabilities	非流動資產 Non-current assets	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	333,928,237	290,086,716	7,374,231	60,761,517
中國內地	Mainland of China	155,660,610	140,711,339	1,594,540	87,438,345
合計	Total	489,588,847	430,798,055	8,968,771	148,199,862

		2018			或然負債和承擔 Contingent liabilities and commitments
		總資產 Total assets	總負債 Total liabilities	非流動資產 Non-current assets	
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
香港	Hong Kong	293,705,332	255,226,369	7,172,483	51,230,454
中國內地	Mainland of China	172,316,373	155,600,533	1,053,423	61,932,299
合計	Total	466,021,705	410,826,902	8,225,906	113,162,753

財務報表附註（續） **Notes to the Financial Statements (continued)****41. 已抵押資產**

於 2019 年 12 月 31 日，本集團之負債港幣 7,297,290,000 元（2018 年：港幣 3,622,998,000 元）是以存放於中央保管系統以便利結算之資產作抵押。此外，本集團通過售後回購協議的債務證券及票據抵押之負債為港幣 16,137,369,000 元（2018 年：港幣 6,809,501,000 元）。本集團為擔保此等負債而質押之資產金額為港幣 24,233,069,000 元（2018 年：港幣 10,896,359,000 元），並主要於「交易性資產」、「金融投資」及「貿易票據」內列賬。

41. Assets pledged as security

As at 31 December 2019, the liabilities of the Group amounting to HK\$7,297,290,000 (2018: HK\$3,622,998,000) were secured by assets deposited with central depositories to facilitate settlement operations. In addition, the liabilities of the Group amounting to HK\$16,137,369,000 (2018: HK\$6,809,501,000) were secured by debt securities and bills related to sale and repurchase arrangements. The amount of assets pledged by the Group to secure these liabilities was HK\$24,233,069,000 (2018: HK\$10,896,359,000) mainly included in "Trading assets", "Financial investments" and "Trade bills".

財務報表附註（續） Notes to the Financial Statements (continued)

42. 金融工具之抵銷

下表列示本集團已抵銷、受執行性淨額結算總協議和類似協議約束的金融工具詳情。

42. Offsetting financial instruments

The following tables present details of the Group's financial instruments subject to offsetting, enforceable master netting arrangements and similar agreements.

		2019					
		已確認金融資產總額	於資產負債表中抵銷之已確認金融負債總額	於資產負債表中列示的金融資產淨額	未有於資產負債表中抵銷之相關金額		淨額
		Gross amounts of recognised financial assets	Gross amounts of recognised liabilities set off in the balance sheet	Net amounts of financial assets presented in the balance sheet	金融工具 Financial instruments	已收取之現金押品 Cash collateral received	Net amount
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
資產	Assets						
衍生金融工具	Derivative financial instruments	286,461	-	286,461	(91,650)	(4,750)	190,061
其他資產	Other assets	1,233,651	(1,068,483)	165,168	-	-	165,168
		1,520,112	(1,068,483)	451,629	(91,650)	(4,750)	355,229
		2019					
		已確認金融負債總額	於資產負債表中抵銷之已確認金融資產總額	於資產負債表中列示的金融負債淨額	未有於資產負債表中抵銷之相關金額		淨額
		Gross amounts of recognised financial liabilities	Gross amounts of recognised financial assets set off in the balance sheet	Net amounts of financial liabilities presented in the balance sheet	金融工具 Financial instruments	已抵押之現金押品 Cash collateral pledged	Net amount
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
負債	Liabilities						
衍生金融工具	Derivative financial instruments	407,793	-	407,793	(91,650)	(127,243)	188,900
其他負債	Other liabilities	1,135,622	(1,068,483)	67,139	-	-	67,139
		1,543,415	(1,068,483)	474,932	(91,650)	(127,243)	256,039

財務報表附註 (續) Notes to the Financial Statements (continued)
42. 金融工具之抵銷 (續) 42. Offsetting financial instruments (continued)

		2018					
		已確認金融 資產總額 Gross amounts of recognised financial assets	於資產負債表中 抵銷之已確認金 融負債總額 Gross amounts of recognised financial liabilities set off in the balance sheet	於資產負債表 中列示的金融 資產淨額 Net amounts of financial assets presented in the balance sheet	未有於資產負債表中抵銷之 相關金額 Related amounts not set off in the balance sheet		淨額 Net amount
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	金融工具 Financial instruments	已收取之 現金押品 Cash collateral received	港幣千元 HK\$'000
資產	Assets						
衍生金融工具	Derivative financial instruments	260,084	-	260,084	(86,622)	-	173,462
其他資產	Other assets	1,926,049	(1,126,416)	799,633	-	-	799,633
		<u>2,186,133</u>	<u>(1,126,416)</u>	<u>1,059,717</u>	<u>(86,622)</u>	<u>-</u>	<u>973,095</u>
		2018					
		已確認金融 負債總額 Gross amounts of recognised financial liabilities	於資產負債表中 抵銷之已確認金 融資產總額 Gross amounts of recognised financial assets set off in the balance sheet	於資產負債表 中列示的金融 負債淨額 Net amounts of financial liabilities presented in the balance sheet	未有於資產負債表中抵銷之 相關金額 Related amounts not set off in the balance sheet		淨額 Net amount
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	金融工具 Financial instruments	已抵押之 現金押品 Cash collateral pledged	港幣千元 HK\$'000
負債	Liabilities						
衍生金融工具	Derivative financial instruments	114,367	-	114,367	(86,622)	-	27,745
其他負債	Other liabilities	1,274,482	(1,126,416)	148,066	-	-	148,066
		<u>1,388,849</u>	<u>(1,126,416)</u>	<u>262,433</u>	<u>(86,622)</u>	<u>-</u>	<u>175,811</u>

按本集團簽訂有關場外衍生工具和售後回購交易的淨額結算總協議，倘若發生違約或其他事先議定的事件，則同一交易對手之相關金額可採用淨額結算。

For master netting agreements of OTC derivative and sale and repurchase transactions entered into by the Group, related amounts with the same counterparty can be offset if an event of default or other predetermined events occur.

財務報表附註（續） Notes to the Financial Statements (continued)
43. 金融資產轉移

於 2019 年及 2018 年 12 月 31 日，本集團沒有不符合終止確認條件之已轉移金融資產。

43. Transfers of financial assets

As at 31 December 2019 and 2018, there were no transferred financial assets of the Group that do not qualify for derecognition.

44. 董事貸款

根據香港《公司條例》第 383 條及《公司（披露董事利益資料）規例》第三部的規定，向本銀行董事提供之貸款詳情如下：

44. Loans to directors

Particulars of loans made to directors of the Bank pursuant to section 383 of the Hong Kong Companies Ordinance and Part 3 of the Companies (Disclosure of Information about Benefits of Directors) Regulation are as follows:

		2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
於年末尚未償還之有關交易總額	Aggregate amount of relevant transactions outstanding at year end	535	572
於年內未償還有關交易之最高總額	Maximum aggregate amount of relevant transactions outstanding during the year	572	608

財務報表附註 (續) Notes to the Financial Statements (continued)**45. 主要之有關連人士交易 45. Significant related party transactions**

母公司的基本資料：

本集團直接控股公司為信達金融控股有限公司(「信達金控」)，最終控股公司為中國信達資產管理股份有限公司(「中國信達」)，而中國信達是由中華人民共和國財政部(「財政部」)在中華人民共和國(「中國」)成立的國有金融企業，其股份亦在香港聯合交易所有限公司(「香港聯交所」)上市交易。

(a) 與母公司及母公司控制之其他公司進行的交易

本集團之直接控股公司是信達金控，而信達金控是受中國信達(香港)控股有限公司(「信達香港」)控制。中國信達是信達香港之控股公司，其主要股東及實際控制人為財政部，財政部是中華人民共和國國務院的組成部門，主要負責國家財政收支和稅收政策等。

中國信達於某些內地實體均擁有控制權益。

大部分與中國信達進行的交易源自客戶存款。於2019年12月31日，本集團相關款項總額為港幣31,036,307,000元(2018年：港幣28,600,155,000元)。截至2019年12月31日止年度，與中國信達做此類業務過程中產生的支出總額為港幣791,727,000元(2018年：港幣661,253,000元)。

General information of the parent companies:

The Group's immediate holding company is Cinda Financial Holdings Co., Limited ("Cinda Financial Holdings"), the Group's ultimate holding company is China Cinda Asset Management Co., Ltd. ("China Cinda") which is a state-owned financial enterprise established in the People's Republic of China (the "PRC") by the Ministry of Finance (the "MOF") and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited ("Hong Kong Stock Exchange").

(a) Transactions with the parent companies and the other companies controlled by the parent companies

The Group's immediate holding company is Cinda Financial Holdings which is in turn controlled by China Cinda (HK) Holdings Company Limited ("Cinda Hong Kong"). China Cinda is the controlling entity of Cinda Hong Kong and its major shareholder and de facto controller is MOF, which is one of the ministries under the State Council of the PRC Government, primarily responsible for state fiscal revenue and expenditures, and taxation policies.

China Cinda has controlling equity interests in certain other entities in the PRC.

The majority of transactions with China Cinda arises from deposits from customers. As at 31 December 2019, the related aggregate amount of the Group was HK\$31,036,307,000 (2018: HK\$28,600,155,000). The aggregate amount of expenses of the Group arising from these transactions with China Cinda for the year ended 31 December 2019 was HK\$791,727,000 (2018: HK\$661,253,000).

財務報表附註 (續) Notes to the Financial Statements (continued)**45. 主要之有關連人士交易 (續) 45. Significant related party transactions (continued)****(a) 與母公司及母公司控制之其他公司進行的交易 (續)**

大部分與信達香港進行的交易源自客戶存款。於2019年12月31日，本集團相關款項總額為港幣1,089,436,000元（2018年：港幣3,380,546,000元）。截至2019年12月31日止年度，與信達香港做此類業務過程中產生的支出總額為港幣79,946,000元（2018年：港幣202,118,000元）。

大部分與母公司控制之其他公司的交易源自金融投資。於2019年12月31日，本集團相關款項總額為港幣1,353,269,000元（2018年：港幣2,184,821,000元）。截至2019年12月31日止年度，與母公司控制之其他公司做此類業務過程中產生的收入總額為港幣102,058,000元（2018年：港幣209,316,000元）。

(a) Transactions with the parent companies and the other companies controlled by the parent companies (continued)

The majority of transactions with Cinda Hong Kong arises from deposits from customers. As at 31 December 2019, the related aggregate amount of the Group was HK\$1,089,436,000 (2018: HK\$3,380,546,000). The aggregate amount of expenses of the Group arising from these transactions with Cinda Hong Kong for the year ended 31 December 2019 was HK\$79,946,000 (2018: HK\$202,118,000).

The majority of transactions with other companies controlled by the parent companies arises from financial investments. As at 31 December 2019, the related aggregate amount of the Group was HK\$1,353,269,000 (2018: HK\$2,184,821,000). The aggregate amount of income of the Group arising from these transactions with other companies controlled by the parent companies for the year ended 31 December 2019 was HK\$102,058,000 (2018: HK\$209,316,000).

財務報表附註 (續) Notes to the Financial Statements (continued)**45. 主要之有關連人士交易 (續) 45. Significant related party transactions (continued)****(a) 與母公司及母公司控制之其他公司進行的交易 (續)**

大部分與母公司控制之其他公司的交易源客戶貸款及客戶存款。於2019年12月31日，本集團相關款項總額分別為港幣439,391,000元（2018年：港幣798,380,000元）及港幣7,415,131,000元（2018年：港幣11,884,109,000元）。截至2019年12月31日止年度，與母公司控制之其他公司做此類業務過程中產生的收入及支出總額分別為港幣37,082,000元（2018年：港幣58,449,000元）及港幣184,133,000元（2018年：港幣198,204,000元）。

除上述披露外，與其他母公司及母公司控制之其他公司進行的交易並不重大。

本集團在正常業務中與此等實體進行銀行業務交易，包括貸款、證券投資及貨幣市場交易。

(a) Transactions with the parent companies and the other companies controlled by the parent companies (continued)

The majority of transactions with other companies controlled by the parent companies arises from advances to customers and deposits from customers. As at 31 December 2019, the related aggregate amount of the Group was HK\$439,391,000 (31 December 2018: HK\$798,380,000) and HK\$7,415,131,000 (31 December 2018: HK\$11,884,109,000) respectively. The aggregate amount of income and expenses of the Group arising from these transactions with other companies controlled by the parent companies for the period ended 31 December 2019 were HK\$37,082,000 (2018: HK\$58,449,000) and HK\$184,133,000 (2018: HK\$198,204,000) respectively.

Save as disclosed above, transactions with other parent companies and the other companies controlled by the parent companies are not considered material.

The Group enters into banking transactions with these entities in the normal course of business which include loans, investment securities and money market transactions.

財務報表附註（續） **Notes to the Financial Statements (continued)****45. 主要之有關連人士交易** **45. Significant related party transactions (continued)**
（續）**(b) 與政府機構、代理機構、附屬機構及其他國有控制實體的交易**

中華人民共和國財政部對本集團實施控制，亦通過政府機構、代理機構、附屬機構及其他國有控制實體直接或間接控制大量其他實體。本集團按一般商業條款與政府機構、代理機構、附屬機構及其他國有控制實體進行常規銀行業務交易。

這些交易包括但不局限於下列各項：

- 借貸、提供授信及擔保和接受存款；
- 銀行同業之存放及結餘；
- 出售、購買、包銷及贖回由其他國有控制實體所發行之債券；
- 提供外匯、匯款及相關投資服務；
- 提供信託業務；及
- 購買公共事業、交通工具、電信及郵政服務。

(b) Transactions with government authorities, agencies, affiliates and other state controlled entities

The Group is subject to the control of the MOF of the PRC Government, which also directly or indirectly controls a significant number of entities through its government authorities, agencies, affiliates and other state controlled entities. The Group enters into banking transactions with government authorities, agencies, affiliates and other state controlled entities in the normal course of business at commercial terms.

These transactions include, but are not limited to, the following:

- lending, provision of credits and guarantees, and deposit taking;
- inter-bank balance taking and placing;
- sales, purchases, underwriting and redemption of bonds issued by other state controlled entities;
- rendering of foreign exchange, remittance and investment related services;
- provision of fiduciary activities; and
- purchase of utilities, transport, telecommunications and postage services.

財務報表附註 (續) Notes to the Financial Statements (continued)
45. 主要之有關連人士交易 45. Significant related party transactions (continued)
(續)
(c) 主要高層人員

主要高層人員是指某些能直接或間接擁有權力及責任來計劃、指導及掌管集團業務之人士，包括董事及高層管理人員。本集團在正常業務中會接受主要高層人員存款及向其提供貸款及信貸融資。於本年及去年，本集團並沒有與本銀行及其控股公司之主要高層人員或其有關連人士進行重大交易。

主要高層人員截至 12 月 31 日止年度之薪酬如下：

(c) Key management personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including Directors and Senior Management. The Group accepts deposits from and grants loans and credit facilities to key management personnel in the ordinary course of business. During both the current and prior years, no material transaction was conducted with key management personnel of the Bank and its holding companies, as well as parties related to them.

The compensation of key management personnel for the year ended 31 December is detailed as follows:

	2019	2018
	港幣千元 HK\$'000	港幣千元 HK\$'000
薪酬及其他短期員工福利	63,868	65,828
退休福利	3,610	4,214
	67,478	70,042

(d) 與附屬公司的結餘

於 2019 年 12 月 31 日，本銀行在日常業務過程中按一般商業條款進行交易產生的應收及應付附屬公司款項總額分別為港幣 107,000 元（2018 年：港幣 1,197,462,000 元）及港幣 1,448,109,000 元（2018 年：港幣 262,838,000 元）。

(d) Balances with subsidiaries

As at 31 December 2019, the aggregate sums of amounts due from subsidiaries and amounts due to subsidiaries of the Bank arising from transactions entered into during the normal course of business at commercial terms are HK\$107,000 (2018: HK\$1,197,462,000) and HK\$1,448,109,000 (2018: HK\$262,838,000) respectively.

財務報表附註 (續) Notes to the Financial Statements (continued)
46. 國際債權

以下分析乃參照有關國際銀行業統計之金管局報表的填報指示而編製。國際債權按照交易對手所在地計入風險轉移後以交易對手之最終風險承擔的地區分佈，其總和包括所有貨幣之跨國債權及本地之外幣債權。若債權之擔保人所在地與交易對手所在地不同，則風險將轉移至擔保人之所在地。若債權屬銀行之海外分行，其風險將會轉移至該銀行之總行所在地。

本集團的個別國家或區域其已計及風險轉移後佔國際債權總額 10% 或以上之債權如下：

46. International claims

The below analysis is prepared with reference to the completion instructions for the HKMA return of international banking statistics. International claims are exposures to counterparties on which the ultimate risk lies based on the locations of the counterparties after taking into account the transfer of risk, and represent the sum of cross-border claims in all currencies and local claims in foreign currencies. For a claim guaranteed by a party situated in a country different from the counterparty, the risk will be transferred to the country of the guarantor. For a claim on an overseas branch of a bank whose head office is located in another country, the risk will be transferred to the country where its head office is located.

Claims on individual countries or areas, after risk transfer, amounting to 10% or more of the aggregate international claims of the Group are shown as follows:

		2019								
		非銀行私人機構 Non-bank private sector								
		銀行 Banks		官方機構 Official sector		非銀行 金融機構 Non-bank financial institutions		非金融 私人機構 Non-financial private sector		總計 Total
		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000
中國內地	Mainland of China	42,223,336	1,883,332	989,130	51,916,012	97,011,810				
香港	Hong Kong	1,918,471	22,586	6,340,831	40,317,702	48,599,590				
		2018								
		非銀行私人機構 Non-bank private sector								
		銀行 Banks		官方機構 Official sector		非銀行 金融機構 Non-bank financial institutions		非金融 私人機構 Non-financial private sector		總計 Total
		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000		港幣千元 HK\$'000
中國內地	Mainland of China	45,616,154	1,826,631	1,197,930	43,432,596	92,073,311				
香港	Hong Kong	1,318,452	23,287	6,709,278	34,632,239	42,683,256				

財務報表附註（續） Notes to the Financial Statements (continued)
47. 非銀行的內地風險承擔 47. Non-bank Mainland exposures

對非銀行交易對手的內地相關風險承擔之分析乃參照有關內地業務之金管局報表的填報指示所列之機構類別及直接風險類別分類。此報表僅計及本銀行及其從事銀行業務之附屬公司之內地風險承擔。

The analysis of non-bank Mainland exposures is based on the categories of non-bank counterparties and the types of direct exposures with reference to the completion instructions for the HKMA return of Mainland activities, which includes the Mainland exposures extended by the Bank and its banking subsidiaries.

	金管局 報表項目 Items in the HKMA return	2019		總風險承擔 Total exposure 港幣千元 HK\$'000	
		資產負債 表內的 風險承擔 On-balance sheet exposure 港幣千元 HK\$'000	資產負債 表外的 風險承擔 Off-balance sheet exposure 港幣千元 HK\$'000		
中央政府、中央政府持有的機構、其附屬公司及合資企業	Central government, central government-owned entities and their subsidiaries and joint ventures	1	75,851,240	4,153,899	80,005,139
地方政府、地方政府持有的機構、其附屬公司及合資企業	Local governments, local government-owned entities and their subsidiaries and joint ventures	2	24,474,600	5,456,847	29,931,447
中國籍境內居民或其他在境內註冊的機構、其附屬公司及合資企業	PRC nationals residing in Mainland or other entities incorporated in Mainland and their subsidiaries and joint ventures	3	78,108,854	17,890,205	95,999,059
不包括在上述第一項中央政府內的其他機構	Other entities of central government not reported in item 1 above	4	2,869,110	393,328	3,262,438
不包括在上述第二項地方政府內的其他機構	Other entities of local governments not reported in item 2 above	5	562,859	-	562,859
中國籍境外居民或在境外註冊的機構，其用於境內的信貸	PRC nationals residing outside Mainland or entities incorporated outside Mainland where the credit is granted for use in Mainland	6	12,916,034	1,636,809	14,552,843
其他交易對手而其風險承擔被視為非銀行的內地風險承擔	Other counterparties where the exposures are considered to be non-bank Mainland exposures	7	5,889,106	294,489	6,183,595
總計	Total	8	<u>200,671,803</u>	<u>29,825,577</u>	<u>230,497,380</u>
扣減準備金後的資產總額	Total assets after provision	9	<u>500,330,937</u>		
資產負債表內的風險承擔佔資產總額百分比	On-balance sheet exposures as percentage of total assets	10	<u>40.11%</u>		

財務報表附註 (續) Notes to the Financial Statements (continued)
47. 非銀行的內地風險承擔 (續) 47. Non-bank Mainland exposures (continued)

		2018			
		金管局 報表項目 Items in the HKMA return	資產負債 表內的 風險承擔 On-balance sheet exposure 港幣千元 HK\$'000	資產負債 表外的 風險承擔 Off-balance sheet exposure 港幣千元 HK\$'000	總風險承擔 Total exposure 港幣千元 HK\$'000
中央政府、中央政府持有的機構、其附屬公司及合資企業	Central government, central government-owned entities and their subsidiaries and joint ventures	1	62,029,674	2,386,525	64,416,199
地方政府、地方政府持有的機構、其附屬公司及合資企業	Local governments, local government-owned entities and their subsidiaries and joint ventures	2	25,281,952	5,765,505	31,047,457
中國籍境內居民或其他在境內註冊的機構、其附屬公司及合資企業	PRC nationals residing in Mainland or other entities incorporated in Mainland and their subsidiaries and joint ventures	3	78,922,521	21,458,367	100,380,888
不包括在上述第一項中央政府內的其他機構	Other entities of central government not reported in item 1 above	4	1,546,633	663,376	2,210,009
不包括在上述第二項地方政府內的其他機構	Other entities of local governments not reported in item 2 above	5	381,592	-	381,592
中國籍境外居民或在境外註冊的機構，其用於境內的信貸	PRC nationals residing outside Mainland or entities incorporated outside Mainland where the credit is granted for use in Mainland	6	10,983,931	1,095,009	12,078,940
其他交易對手而其風險承擔被視為非銀行的內地風險承擔	Other counterparties where the exposures are considered to be non-bank Mainland exposures	7	<u>4,946,275</u>	<u>268,013</u>	<u>5,214,288</u>
總計	Total	8	<u>184,092,578</u>	<u>31,636,795</u>	<u>215,729,373</u>
扣減準備金後的資產總額	Total assets after provision	9	<u>476,276,383</u>		
資產負債表內的風險承擔佔資產總額百分比	On-balance sheet exposures as percentage of total assets	10	<u>38.65%</u>		

財務報表附註 (續) Notes to the Financial Statements (continued)
48. 資產負債表及權益變動表 48. Balance sheet and statement of changes in equity
(a) 資產負債表
(a) Balance sheet

於 12 月 31 日	As at 31 December	2019	2018
		港幣千元 HK\$'000	港幣千元 HK\$'000
資產	ASSETS		
庫存現金及存放銀行及其他金融機構的結餘	Cash and balances with banks and other financial institutions	13,634,822	22,225,031
公允值變化計入損益之金融資產	Financial assets at fair value through profit or loss	6,662,581	4,746,317
衍生金融工具	Derivative financial instruments	305,663	317,546
貸款及其他賬項	Advances and other accounts	189,470,508	171,408,352
金融投資	Financial investments	112,491,096	87,041,469
附屬公司權益	Interests in subsidiaries	11,708,802	11,708,802
投資物業	Investment properties	355,230	331,942
物業、器材及設備	Properties, plant and equipment	7,014,862	6,840,301
其他資產	Other assets	3,990,392	1,973,763
資產總額	Total assets	345,633,956	306,593,523
負債	LIABILITIES		
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	22,053,415	12,115,005
公允值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	5,048,559	4,803,277
衍生金融工具	Derivative financial instruments	351,717	96,591
客戶存款	Deposits from customers	244,688,314	230,206,636
其他賬項及準備	Other accounts and provisions	12,470,054	7,117,565
應付稅項負債	Current tax liabilities	626,474	300,825
遞延稅項負債	Deferred tax liabilities	837,132	766,963
後償負債	Subordinated liabilities	5,438,386	-
負債總額	Total liabilities	291,514,051	255,406,862

財務報表附註（續） Notes to the Financial Statements (continued)
48. 資產負債表及權益變動表（續） 48. Balance sheet and statement of changes in equity (continued)
(a) 資產負債表（續）
(a) Balance sheet (continued)

於 12 月 31 日	As at 31 December	<u>2019</u>	<u>2018</u>
		港幣千元	港幣千元
		HK\$'000	HK\$'000
資本	EQUITY		
股本	Share capital	3,144,517	3,144,517
儲備	Reserves	41,660,498	38,727,254
歸屬於本集團股東資本總額	Total equity attributable to owners of the parent	44,805,015	41,871,771
額外資本工具	Additional equity instruments	9,314,890	9,314,890
資本總額	Total equity	54,119,905	51,186,661
負債及資本總額	Total liabilities and equity	345,633,956	306,593,523

經董事會於 2020 年 3 月 24 日通過核准並由以下人士代表簽署：

Approved by the Board of Directors on 24 March 2020 and signed on behalf of the Board by:

陳細明 **Chan Sai Ming**
 董事 Director

孫建東 **Sun Jiandong**
 董事 Director

財務報表附註 (續) Notes to the Financial Statements (continued)
48. 資產負債表及權益變動表 (續) 48. Balance sheet and statement of changes in equity (continued)
(b) 權益變動表
(b) Statement of changes in equity

		儲備 Reserves							
		股本 Share capital	額外資本工具 Additional equity instruments	房產 重估儲備 Premises revaluation reserve	公允價值 變化計入其他全 面收益儲備 Reserve for fair value through other comprehensive income	監管儲備* Regulatory reserve*	換算儲備 Translation reserve	留存盈利 Retained earnings	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2018年1月1日	At 1 January 2018								
早期期限	As previously reported	3,144,517	9,314,890	5,716,697	(162,878)	1,330,230	(12,144)	29,160,484	48,491,796
期初調整	Opening adjustments	-	-	-	14,528	(186,443)	-	27,509	(144,406)
期初調整後餘額	Balance after opening adjustments	3,144,517	9,314,890	5,716,697	(148,350)	1,143,787	(12,144)	29,187,993	48,347,390
年度溢利	Profit for the year	-	-	-	-	-	-	2,953,694	2,953,694
其他全面收益：	Other comprehensive income:								
房產	Premises	-	-	313,253	-	-	-	-	313,253
界定利益福利計劃之精 算虧損	Actuarial losses on defined benefit plan	-	-	-	-	-	-	(6,012)	(6,012)
公允價值變化計入其他全 面收益之金融工具	Financial instruments at fair value through other comprehensive income	-	-	-	48,538	-	-	-	48,538
貨幣換算差額	Currency translation difference	-	-	-	(81)	-	-	-	(81)
全面收益總額	Total comprehensive income	-	-	313,253	48,457	-	-	2,947,682	3,309,392
支付額外資本工具票息	Distribution payment for additional equity instruments	-	(470,121)	-	-	-	-	-	(470,121)
轉撥自留存盈利	Transfer from retained earnings	-	470,121	-	-	35,412	-	(505,533)	-
於2018年12月31日	At 31 December 2018	3,144,517	9,314,890	6,029,950	(99,893)	1,179,199	(12,144)	31,630,142	51,186,661

財務報表附註 (續) Notes to the Financial Statements (continued)
48. 資產負債表及權益變動表 (續) 48. Balance sheet and statement of changes in equity (continued)
(b) 權益變動表 (續)
(b) Statement of changes in equity (continued)

		儲備 Reserves							
		股本 Share capital	額外資本工具 Additional equity instruments	房產 重估儲備 Premises revaluation reserve	公允價值 變化計入其他全 面收益儲備 Reserve for fair value through other comprehensive income	監管儲備* Regulatory reserve*	換算儲備 Translation reserve	留存盈利 Retained earnings	總計 Total
		港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000	港幣千元 HK\$'000
於2019年1月1日	At 1 January 2019	3,144,517	9,314,890	6,029,950	(99,893)	1,179,199	(12,144)	31,630,142	51,186,661
年度溢利	Profit for the year							3,062,358	3,062,358
其他全面收益：	Other comprehensive income:								
房產	Premises	-	-	91,192	-	-	-	-	91,192
界定利益福利計劃之精 算虧損	Actuarial losses on defined benefit plan	-	-	-	-	-	-	(13,160)	(13,160)
公允價值變化計入其他全 面收益之金融工具	Financial instruments at fair value through other comprehensive income	-	-	-	263,103	-	-	-	263,103
貨幣換算差額	Currency translation difference	-	-	-	70	-	-	-	70
全面收益總額	Total comprehensive income	-	-	91,192	263,173	-	-	3,049,198	3,403,563
因房產出售之轉撥	Release upon disposal of premises	-	-	(2,199)	-	-	-	2,199	-
支付額外資本工具票息	Distribution payment for additional equity instruments	-	(470,319)	-	-	-	-	-	(470,319)
轉撥自留存盈利	Transfer from retained earnings	-	470,319	-	-	285,031	-	(755,350)	-
於2019年12月31日	At 31 December 2019	3,144,517	9,314,890	6,118,943	163,280	1,464,230	(12,144)	33,926,189	54,119,905

* 除對貸款提取減值準備外，按金管局要求撥轉部分留存盈利至監管儲備作銀行一般風險之用（包括未來損失或其他不可預期風險）

* In accordance with the requirements of the HKMA, the amounts are set aside for general banking risks, including future losses or other unforeseeable risks, in addition to the loan impairment allowances recognised.

財務報表附註（續） **Notes to the Financial Statements (continued)****49. 最終控股公司**

本集團由中國信達間接控制，而中國信達是由中華人民共和國財政部（「財政部」）在中華人民共和國（「中國」）成立的國有金融企業，其股份亦在香港聯合交易所有限公司（「香港聯交所」）上市交易。

49. Ultimate holding company

The Group is indirectly controlled by China Cinda, which is a state-owned financial enterprise established in the People's Republic of China (the "PRC") by the Ministry of Finance (the "MOF") and its shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited ("Hong Kong Stock Exchange").

50. 期後事項

新型冠狀病毒(Covid-19)於2020年初確認存在，並已在中國內地及其他地區蔓延，拖累商業及經濟活動。由於本集團在預期信用損失計量中採用經濟情景以滿足香港財務報告準則第9號的要求，此次疫情對宏觀經濟預測的影響將納入本集團對2020年預期信貸虧損撥備。

50. Events after the balance sheet date

The existence of novel coronavirus (Covid-19) was confirmed in early 2020 and has spread across mainland China and beyond, causing disruptions to businesses and economic activity. As the Group adopts economic scenarios in the expected credit loss measurement to meet the requirements of HKFRS 9, the impact of the outbreak on the macroeconomic forecasts will be incorporated into the Group's estimates of expected credit loss provisions in 2020.

51. 財務報表核准

本財務報表於2020年3月24日經董事會通過及核准發佈。

51. Approval of financial statements

The financial statements were approved and authorised for issue by the Board of Directors on 24 March 2020.

未經審核之
補充財務資料

Unaudited Supplementary Financial Information

**1. 流動性覆蓋比率及
淨穩定資金比率**

1. Liquidity Coverage Ratio and Net Stable Funding Ratio

		2019 年季度結算至 2019 quarter ended			
		12 月 31 日 31 December	9 月 30 日 30 September	6 月 30 日 30 June	3 月 31 日 31 March
流動性覆蓋比率的平均 值	Average value of liquidity coverage ratio	154.97%	154.48%	154.16%	173.83%

		2018 年季度結算至 2018 quarter ended			
		12 月 31 日 31 December	(已重列) 9 月 30 日 (Restated) 30 September	(已重列) 6 月 30 日 (Restated) 30 June	(已重列) 3 月 31 日 (Restated) 31 March
流動性覆蓋比率的平均 值	Average value of liquidity coverage ratio	147.72%	151.82%	134.79%	142.25%

流動性覆蓋比率的平均值是基於該季度的每個工作日終結時的流動性覆蓋比率的算術平均數及有關流動性狀況之金管局報表列明的計算方法及指示計算。

The average value of liquidity coverage ratio is calculated based on the arithmetic mean of the liquidity coverage ratio as at the end of each working day in the quarter and the calculation methodology and instructions set out in the HKMA return of liquidity position.

		2019	2018
淨穩定資金比率	Net stable funding ratio		
季末淨穩定資金比率	Quarter end value of net stable funding ratio		
- 第一季度	- First quarter	120.21%	114.10%
- 第二季度	- Second quarter	118.43%	112.99%
- 第三季度	- Third quarter	118.58%	114.02%
- 第四季度	- Fourth quarter	121.06%	116.22%

每季末的淨穩定資金比率是基於有關穩定資金狀況之金管局報表列明的計算方法及指示計算。

Quarter end value of net stable funding ratio is calculated based on the calculation methodology and instructions set out in the HKMA return of stable funding position.

流動性覆蓋比率及淨穩定資金比率是以綜合基礎計算，並根據《銀行業（流動性）規則》由本銀行及金管局指定之附屬公司組成。

The liquidity coverage ratio and net stable funding ratio are computed on the consolidated basis which comprises the positions of the Bank and the subsidiaries specified by the HKMA in accordance with the Banking (Liquidity) Rules.

未經審核之 補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

2. 風險管理

2. Risk management

總覽

本集團業務的主要內在風險包括信貸風險、利率風險、市場風險、流動資金風險、操作風險、信譽風險、法律及合規風險、策略風險和科技風險。本集團的風險管理目標是在提高股東價值的同時，確保風險控制在可接受的水平之內。

風險管理架構

本銀行董事會對本集團的整體風險管理負最終責任，並負責建立良好的風險管理文化、訂定風險管理的策略性目標及風險管理架構。

為達至本集團風險管理目標，董事會下設風險管理委員會，並有獨立非執行董事擔任成員，負責監察本集團的各類風險及審查、審批高層次風險管理政策。另外，風險管理委員會下設信貸審批委員會，負責審查、審批超總裁權限或指定權限之授信申請及信貸管理相關事項及對信貸業務進行監控工作。

總裁轄下的多個管理委員會及有關部門，根據董事會訂立的風險管理策略，負責制訂及定期檢討風險管理政策及監控程序。

風險管理單位負責制訂識別、量度、評估、監察、匯報及控制信貸風險、市場風險、操作風險、信譽風險、法律及合規風險、利率風險、流動資金風險、策略風險和科技風險的政策及程序，設定適當的風險限額，持續監察有關風險。

稽核部獨立查核風險管理政策和監控措施是否足夠及有效，以確保本集團依據該等既定政策、程序及限額營運。

The Overview

The principal types of risk inherent in the Group's businesses are credit risk, interest rate risk, market risk, liquidity risk, operational risk, reputation risk, legal and compliance risk, strategic risk and technology risk. The Group's risk management objective is to enhance shareholder value by maintaining risk exposures within acceptable levels.

Risk Management Structure

The Bank's Board of Directors (the "Board") holds the ultimate responsibility for the Group's overall risk management. It establishes a sound risk culture and determines the risk management strategies and the risk management structure.

To achieve the Group's goals in risk management, the Board sets up the Risk Management Committee, which comprises of Independent Non-executive Directors, to oversee the Group's various types of risks, review and approve the high-level risk management policies. Also, Credit Approval Committee is set up under the Risk Management Committee to review or approve credit applications and credit management related matters exceeding the Chief Executive's authority or as required by the policy and monitoring the credit activities of the Group.

According to the risk management strategies established by the Board, risk management policies and controls are devised and reviewed regularly by relevant departments and respective management committees set up by the Chief Executive.

The risk management units develop policies and procedures for identifying, measuring, evaluating, monitoring, reporting and controlling credit risk, market risk, operational risk, reputation risk, legal and compliance risk, interest rate risk, liquidity risk, strategic risk and technology risk; set appropriate risk limits; and continually monitor risks.

The Audit Department conducts independent reviews on the adequacy and effectiveness of risk management policies and controls to ensure that the Group is operating according to the established policies, procedures and limits.

未經審核之
補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

2. 風險管理（續）

2. Risk management (continued)

風險管理架構（續）

Risk Management Structure (continued)

獨立性是施行有效風險管理的關鍵。為保證風險管理單位及稽核部的獨立性，風險管理單位及風險總監直接向風險管理委員會匯報，稽核部直接向稽核委員會匯報，該兩個委員會均為董事會下設的專責委員會，全部委員由本銀行董事擔任。

Independence is crucial to effective risk management. To ensure the independence of risk management units and Audit Department, risk management units and Chief Risk Officer report directly to the Risk Management Committee and the Audit Department reports directly to the Audit Committee respectively. Both committees are specialised committees set up by the Board and all members are directors of the Bank.

(i) 信貸風險管理

信貸風險管理詳情載於財務報表附註4內。

(i) Credit risk management

Details of credit risk management are set out in Note 4 to the Financial Statements.

(ii) 流動資金風險管理

流動資金風險管理詳情載於財務報表附註4內。

(ii) Liquidity risk management

Details of liquidity risk management are set out in Note 4 to the Financial Statements.

(iii) 市場風險管理

市場風險管理詳情載於財務報表附註4內。

(iii) Market risk management

Details of market risk management are set out in Note 4 to the Financial Statements.

(iv) 操作風險管理

操作風險是指由不完善或有問題的內部程序、人員、系統，以及外部事件所造成損失的風險。操作風險隱藏於業務操作的各個環節，是集團在日常操作活動中面對的風險。

(iv) Operational risk management

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people and system, or from external events. The risk is inherent in every aspect of business operations and confronted by the Group in its day-to-day operational activities.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

2. 風險管理 (續)

2. Risk management (continued)

風險管理架構 (續)

Risk Management Structure (continued)

(iv) 操作風險管理 (續)

集團實施操作風險管理「三道防線」體系：所有部門或功能單位為第一道防線，是操作風險管理的第一責任人，通過自我評估與自我提升來履行業務經營過程中自我風險控制職能。操作風險及法規處連同一些與操作風險管理相關的專門職能單位包括人力資源部、科技風險管理處、事務處、財務部（統稱為「專門職能單位」）為第二道防線，負責評估和監控第一道防線操作風險狀況，對其工作提供指導。獨立於業務單位的操作風險及法規處，負責協助高級管理人員管理本集團的操作風險，包括制訂和重檢操作風險管理政策和框架、設計操作風險的管理工具和匯報機制、評估及向高級管理人員和風險管理委員會匯報總體操作風險狀況；專門職能單位對操作風險的一些特定的範疇或與其相關事項，履行第二道防線的牽頭管理責任，除負責本單位操作風險管理外，亦須就指定的操作風險管理範疇向其他單位提供專業意見／培訓並履行集團整體的操作風險牽頭管理。稽核部為第三道防線，對操作風險管理框架的有效性與充足性作獨立評估，需定期稽查集團各部門或功能單位操作風險管理工作的合規性和有效性，並提出整改意見。

(iv) Operational risk management (continued)

The Group has implemented the “Three Lines of Defence” for its operational risk management. All departments or functional units as the first line of defence are the first parties responsible for operational risk management, and carry out the duties and functions of self-risk control in the process of business operation through self-assessment and self-enhancement. The Operational Risk, Legal and Compliance Division together with certain specialist functional units in relation to operational risk management within the Group, including the Human Resources Department, Technology Risk Management Division, Administration Division, Finance Department (collectively known as “specialist functional units”), are the second line of defence. They are responsible for assessing and monitoring the operational risk conditions in the first line of defence, and providing them with guidance. The Operational Risk, Legal and Compliance Division, being independent from the business units, is responsible for assisting the Senior Management in managing the Group’s operational risk, including the establishment and review of the operational risk management policy and framework, designing the operational risk management tools and reporting mechanism, and assessing and reporting the overall operational risk position to the Senior Management and Risk Management Committee. Specialist functional units are required to carry out their managerial duties of the second line of defence with respect to some specific aspects of operational risk and its related issues. Besides taking charge of operational risk management in their own units, these units are also required to provide other units with professional advice/training in respect of certain operational risk categories and to lead the Group-wide operational risk management. Audit Department is the third line of defence which provides independent assessment to the effectiveness and adequacy of the operational risk management framework and is required to conduct periodic audit of the operational risk management activities of various departments or functional units within the Group regarding their compliance and effectiveness and to put forward recommendations for remedial actions.

未經審核之 補充財務資料 (續)

2. 風險管理 (續)

風險管理架構 (續)

(iv) 操作風險管理 (續)

集團建立了有效的內部控制程序，對所有重大活動訂下政策及監控措施。設置適當的職責分工和授權乃集團緊守的基本原則。集團採用關鍵風險指標、自我評估、操作風險事件匯報及檢查等不同的操作風險管理工具或方法來識別、評估、監察及控制潛在於業務活動及產品內的風險，同時透過購買保險將未能預見的操作風險減低。對支援緊急或災難事件時的業務運作備有持續業務運作計劃，並維持充足的後備設施及定期進行演練。

(v) 信譽風險管理

信譽風險指因與本集團業務經營有關的負面報導（不論是否屬實），可能引致客戶基礎縮小、成本高昂的訴訟或收入減少等風險。信譽風險隱藏於其他風險及各業務運作環節，涉及層面廣泛。

為減低信譽風險，本集團制訂並遵循信譽風險管理政策。此政策的目的是當信譽風險事件發生時本集團能夠盡早識別和積極防範。鑒於信譽風險往往是由各種可能令公眾對本集團信任受損的操作及策略失誤所引發，本集團建立關鍵控制自我評估機制，包括相關風險評估工具，以評估各主要風險可能對本集團造成的嚴重影響，包括對本集團信譽的損害程度。

此外，本集團建立完善機制持續監測金融界所發生的信譽風險事件，以有效管理、控制及減低信譽風險事件的潛在負面影響。集團亦借助健全有效機制及時向利益相關者披露信息，由此建立公眾信心及樹立本集團良好公眾形象。

Unaudited Supplementary Financial Information (continued)

2. Risk management (continued)

Risk Management Structure (continued)

(iv) Operational risk management (continued)

The Group has put in place an effective internal control process which requires the establishment of policies and control procedures for all the key activities. The Group adheres to the fundamental principle of proper segregation of duties and authorisation. The Group adopts various operational risk management tools or methodologies such as key risk indicators, self-assessment, operational risk events reporting and review to identify, assess, monitor and control the risks inherent in business activities and products, as well as purchase of insurance to mitigate unforeseeable operational risks. Business continuity plans are established to support business operations in the event of an emergency or disaster. Adequate backup facilities are maintained and periodic drills are conducted.

(v) Reputation risk management

Reputation risk is the risk that negative publicity about the Group's business practices, whether genuine or not, will cause a potential decline in the customer base, or lead to costly litigation or revenue decrease. Reputation risk is inherent in other types of risk and every aspect of business operation and covers a wide spectrum of issues.

In order to mitigate reputation risk, the Group has formulated and duly followed its Reputation Risk Management Policy. The policy aims to identify and prevent reputation risk proactively at an early stage when an incident occurs. Since reputation risk is often caused by various types of operational and strategic issues that negatively impact the trust and perception of the Group, all operational and key risks identified are assessed through the established Key Control Self-Assessment framework, including risk assessment tools, to evaluate the severity of their impact on the Group, including the damage to reputation.

In addition, the Group has put in place a comprehensive framework to continuously monitor reputation risk incidents in the financial industry. This continuous monitoring enables the Group to effectively manage, control and mitigate any potential adverse impact from an incident. The Group also adopts robust disclosure practices to keep our stakeholders informed at all times, which helps build confidence in the Group and establish a strong public image.

未經審核之 補充財務資料 (續)

2. 風險管理 (續)

風險管理架構 (續)

(vi) 法律及合規風險管理

法律風險指因不可執行合約、訴訟或不利判決而可能使本集團運作或財務狀況出現混亂或負面影響的風險。合規風險指因未有遵守所有適用法例及規則，而可能導致本集團須承受遭法律或監管機構制裁、引致財務損失或信譽損失的風險。法律及合規風險由操作風險及法規處管理。所有法律事務均由操作風險及法規處處理。法律及合規風險管理政策是集團公司治理架構的組成部分，由董事會屬下的風險管理委員會審批。

(vii) 策略風險管理

策略風險指本集團在實施各項策略，包括宏觀戰略與政策，以及為執行戰略與政策而制訂各項具體的計劃、方案和制度時，由於在策略制訂、實施及調整過程中失當，從而使本集團的盈利、資本、信譽和市場地位受到影響的風險。董事會檢討和審批策略風險管理政策。重點戰略事項均得到高級管理人員與董事會的充分評估與適當的審批。

(viii) 科技風險管理

科技風險指由於「資訊科技」管控措施不當或不足而給本集團造成直接或間接損失的風險。「資訊科技」指自動化發出、處理、儲存及傳輸資訊的方法，包括記錄裝置、通訊網絡、電腦系統（包括硬件與軟件組件及數據）及其他電子裝置。科技風險由科技風險管理處負責處理。科技風險管理政策是集團公司治理架構的組成部分，由董事會屬下的風險管理委員會審批。

本集團會因應最新市場情況及發展，定期檢討業務策略。

Unaudited Supplementary Financial Information (continued)

2. Risk management (continued)

Risk Management Structure (continued)

(vi) Legal and compliance risk management

Legal risk is the risk that unenforceable contracts, lawsuits or adverse judgments may disrupt or otherwise negatively affect the operations or financial conditions of the Group. Compliance risk is the risk of legal or regulatory sanctions, financial losses or losses in reputation the Group may suffer as a result of its failure to comply with all applicable laws and regulations. Legal and compliance risks are managed by the Operational Risk, Legal and Compliance Division. All legal matters are handled by the Operational Risk, Legal and Compliance Division. As part of the Group's corporate governance framework, the policy for the management of legal and compliance risk is approved by the Risk Management Committee as delegated by the Board.

(vii) Strategic risk management

Strategic risk generally refers to the risks that may cause current or future negative impacts on the earnings, or capital or reputation or market position of the Group because of poor business decisions, improper implementation of strategies and inadequacies in the response to the changing market condition. The Board reviews and approves the strategic risk management policy. Key strategic issues have to be fully evaluated and properly endorsed by the Senior Management and the Board.

(viii) Technology risk management

Technology risk refers to the risk of direct or indirect losses to the Group caused by improper or inaccurate controls over Information Technology (IT), which encompasses automated means of originating, processing, storing and transferring information, and covers recording devices, communication networks, computer systems (including hardware and software components and data) and other electronic devices. Information technology risks are managed by the Technical Risk Management Division. As part of the Group's corporate governance framework, the policy of technology risk management is approved by the Risk Management Committee as delegated by the Board.

The Group regularly reviews its business strategies to cope with the latest market situation and developments.

3. 業務回顧**3. Business Review**

2019年，環球經濟在緩慢減速中度過了不平凡的一年。各國經濟復甦共振走向尾聲，高流動性、低增長、低通脹和高泡沫成為了經濟發展的主要特徵。中國內地在外部需求放緩疊加內部需求疲弱的情況下，經濟下行壓力增大。面臨的風險主要在中美貿易摩擦、實體經濟低迷、債券違約或向信貸市場傳導等方面。香港經歷了長達半年多的社會活動影響，重創旅遊業及私人消費活動，對經濟造成極為沉重的打擊，失業率面對上升壓力。在經營環境複雜多變的情況下，銀行業的業務逐步規範、風險偏好更為謹慎，構建高質量發展框架和戰略轉型是謀求發展突破的大方向。年內，本集團堅持聚焦商業銀行主責主業，按照母公司中國信達的統一部署，克服各種不利因素，全力促業務、穩客戶、控風險。本集團保持2019年度全行業務持續穩健的良好發展，資產規模適度增長、發展質量獲得持續提升。

財務摘要

截至2019年12月底，本集團經營溢利為港幣44.60億元，按年下降3.98%。淨利息收入為港幣66.50億元，按年下降0.24%；非利息收入為港幣23.52億元，按年下降6.61%。稅後盈利為港幣39.51億元，按年下降0.66%；平均總資本回報率為7.30%，按年下降0.44個百分點；平均總資產回報率為0.73%，按年下降0.03個百分點；淨利息收益率(NIM)為1.51%，按年下降0.15個百分點。

In 2019, a stunning year in history, when the global economy has witnessed slow declining growth. Particularly noteworthy characteristics of the year include synergistic economic recovery reaching a standstill; high liquidity, low growth rate, low inflation rate, hand in hand with pervasive asset bubbles. Amid slowdown of external demand, fueled by fragile internal demand, the mainland was exposed to increasing downward pressure. The immediate risks included Sino-US trade disputes, real economy hitting the trough, bond defaults, together with risk overflow to credit markets. Hong Kong has endured no less than six months of social protest, the overall economic situation unmistakably plunged, worsened by increasing pressure of unemployment, with tourist sectors and private consumption, particularly, at the eye of the turmoil. Amid the complicated and volatile operating environment, banking sectors were predominantly standardised on their operation practice as risk aversion mounted, and considered to formulate a high quality development blueprint and undertake strategic transformation as the main course of development. During the year, the Group persisted to focus on the core stream of business in its capacity as a commercial bank, while closely complying with the central guiding directives handed down by parent company, China Cinda, through pressing ahead with business, solidifying customer base, and stringently controlling risk. The Group maintained a steady and sound development of business in 2019, with moderate growth in asset size, and continuous improvement in quality development.

Financial Review

As at the end of December 2019, the Group recorded HK\$4,460 million of operating profit, down by 3.98% year-on-year. Net interest income of HK\$6,650 million decreased by 0.24%, and non-interest income of HK\$2,352 million decreased by 6.61% year-on-year. Profit after tax was HK\$3,951 million, down by 0.66% year-on-year. Return on average total equity and return on average total assets stood at 7.30% and 0.73%, down 0.44 percentage point and 0.03 percentage point year-on-year, respectively. Net interest margin (NIM) was 1.51%, down 0.15 percentage point year-on-year.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

財務摘要 (續)

Financial Review (continued)

在內外部環境更趨嚴峻複雜下，我們致力走在高品質發展的道路上。截至 2019 年 12 月底，本集團總資產為港幣 4,895.89 億元，按年上升 5.06%；客戶存款為港幣 3,458.88 億元，按年上升 0.49%；客戶貸款為港幣 2,631.03 億元，按年上升 3.18%。相對資產規模的擴張，我們更加著重穩健經營、價值提升。截至 2019 年 12 月底，本集團特定分類或減值貸款比率為 0.67%，反映資產質素維持良好水準。

Pressed with the severe and entangled external environment, we endeavour to concentrate on high-quality development. As at the end of December 2019, the Group recorded HK\$489,589 million of total assets, grew by 5.06% year-on-year. Deposits from customers amounted to HK\$345,888 million, up 0.49% year-on-year. Advances to customers achieved HK\$263,103 million, up 3.18% year-on-year. Instead of expanding asset scale, we prioritised sound operation and value enhancement. As at the end of December 2019, the classified or impaired loan ratio of the Group stood at 0.67%, reflecting the high quality of our assets.

業務回顧

Business Review

個人銀行

Personal banking

截至 2019 年 12 月底，個人金融業務提取減值準備前之淨經營收入為港幣 17.02 億元，按年上升 10.36%。年內，透過五個重點方向，包括多維吸納客戶、盤活客戶基礎、深化客戶關係、專業配套服務及兩地聯動優勢進行品牌客戶的開拓及建構工作。自年初起，集合南商理財、智盈理財、自在理財三個品牌，將存款、證券、基金及電子平台等不同優惠組合，為客戶提供多元化的銀行服務，增加客戶的黏度。

As at the end of December 2019, net operating income before impairment allowances in personal banking was HK\$1,702 million, grew by 10.36% year-on-year. During the year, we sought solutions by following five major measures, including customer acquisition via multi-channels, revitalizing customer base, consolidating customer relationships, professional ancillary services, and advantageous joint ventures between relevant parties in the mainland and Hong Kong to expand and acquire branded customers. Since the beginning of the year, by promoting “NCB Wealth Management”, “Enrich Banking” and “i-Free Banking” three distinctive brands for three different tiers of customers, we managed to provide customers with diversified banking services, with differentiated preferential mix of securities and assets, in form of bank’s deposit, securities, fund products and various products traded via electronic trading platform, which all serve to increase customers’ stickiness to our bank products.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

業務回顧 (續)

Business Review (continued)

個人銀行 (續)

Personal banking (continued)

為增加吸納新客的渠道，透過以舊帶新及口耳相傳的方式擴大客戶基礎，本年度持續推出橫貫三線品牌的「NCB『一薦即賞』推薦計劃」，全方位進行新戶開拓工作。另一方面，為推動客戶年輕化，推出了全新形象的“NCB Only “U” Program”，以「十年免月費優惠」、新開立月供股票計劃及月供基金計劃、「Only “U” 大學生零存整付存款」及登記「轉數快」服務作為重點推廣的配套服務。整個計劃向大學生宣傳建立理財習慣的訊息，冀吸納年輕學生客群，為集團未來發展做好準備。截至 2019 年 12 月底，南商品牌客戶較 2018 年底上升超過 20%。另一方面，本集團加大力度拓展無抵押私人貸款，開通並持續優化各種渠道供客戶申請私人貸款，以提升利差收益。在不經南商投保的保費融資業務方面，本集團開拓保險公司自身的中介人及代理人銷售渠道，引進新客群及帶動交叉銷售。年內，正值南商 70 週年華誕，本集團把握去年底中央「灣區惠及港澳居民十六項政策」的機遇，積極研究一切潛在可行的業務模式，推出全新「南商大灣區理財方案」，為客戶提供全方位見證、支付、匯款及融資服務，滿足客戶境內外理財需要。2019 年 11 月份，本集團連續第 4 年於晴報舉辦的“Banking & Finance Awards 2019”中，再度榮獲「傑出跨境金融服務大獎」獎項，跨境銀行服務再次備受各界肯定！

To source for potential channels to acquire new customers, we succeeded to expand customers' base via customers' referral program, old customers' referral, and word of mouth referral. During the year, we launched the "NCB Member-Get-Member Referral Program" applicable to three distinctive brands to secure new customers for packaged accounts. Besides, we launched the brand-new "NCB Only "U" Program", that we specifically promoted for the ancillary packaged plans, including "Ten Years' Waive of Monthly Fee", newly opened "Stocks' Monthly Investment Plan" and "Fund Monthly Investment Plan", "Only "U" Monthly Saving Plan for University Students", and registration for "Faster Payment System". The whole package of program aims to cultivate good personal finance habit among university students, as well as to develop student clientele, to plan ahead for the future client base of the Group. As of the end of December 2019, branded customers registered to NCB have increased by more than 20%, compared with the end of 2018. On the other hand, the Group vigorously expanded market of unsecured private loans, connected to and continuously optimised various channels made accessible for customers to apply for private loans, with the prime aim to increase interest margin returns. In terms of insurance financing business, not provided with insurance coverage by NCB, the Group undertook to serve as the intermediary agent for the insurance company and to develop agent sales channels, adding new clientele and promoting cross-selling. In the year that marked the 70th anniversary of NCB, the Group seized the opportunity offered by "16 Measures to facilitate Hong Kong and Macau Residents of the Greater Bay Area" released at the end of last year, actively researched all potentially feasible business models, and launched a brand-new "NCB Greater Bay Area Financial Plan" that provided customers with a comprehensive range of services, including attestation of accounting opening, payment, remittance and financing to meet the diverse customers' needs for financial management, locally and abroad. In November 2019, the Group won another "Excellence Award for Cross-border Financial Services" at the Banking & Finance Awards 2019 organised by Sky Post, testified to the wide recognition for our cross-border banking services bestowed on us by the various sectors in Hong Kong.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

業務回顧 (續)

Business Review (continued)

企業銀行

Corporate banking

截至 2019 年 12 月底，公司貸款為港幣 2,107.89 億元，按年上升 0.10%。企業銀行淨利息收入為港幣 46.33 億元，提取減值準備前之淨經營收入為港幣 64.17 億元，按年上升 8.17%。年內，本集團積極開拓核心客戶及優質境外物業抵押貸款，成功以英國倫敦金融城寫字樓物業抵押的大額放款成功落地，是首宗以海外物業抵押的案例，開創南商在服務企業全球資產配置手段先河。因應香港政府宣佈推出「中小企融資擔保計劃(SFGS)」和「中小企業信貸保證計劃(SGS)」等特別優惠措施，南商積極回應支持普惠金融及扶助中小企業發展，減輕中小企經營成本，緩和經濟環境不明朗下的資金週轉困難。6 月份，南商更榮獲香港中小型企業總會評選之「中小企業最佳拍檔獎」，反映南商的中小企服務獲得客戶的認同。為提高盈利貢獻度，南商一方面努力拓展低資本銷耗業務以及中小企客戶，不斷形成和鞏固自身經營特色，另一方面繼續完善協同模式，為集團客戶以及戰略客戶提供專業化服務，積極構建差異化競爭優勢，促進南商的可持續發展。此外，面對市場環境持續波動，風險逐步上升，本集團深入研究和分析本港金融機構市場，抓住中國內地居民財富在全球配置及中資金融機構「走出去」的戰略趨勢，重點營銷金融機構行業龍頭目標客戶，充分整合利用資源。為客戶提供授信、賬戶結算、定期存款、躍息存款、優惠兌換等全方位服務，實現風險與業務平衡發展。

As at the end of December 2019, corporate loans and advances of HK\$210,789 million grew by 0.10% year-on-year. In corporate banking, net interest income was HK\$4,633 million and net operating income before impairment allowances of HK\$6,417 million grew by 8.17% year-on-year. During the year, the Group actively developed core customers and premium property mortgage loans overseas, and successfully executed and granted a large-size loan pledged by office properties in the City of London, UK. It was the first and foremost case of property mortgage overseas, an innovative departure from the past practice, the first case of NCB asset deployment worldwide ready to serve enterprises. To address to the Hong Kong government's announcement of special preferential measures such as the "SME Financing Guarantee Scheme (SFGS)" and the "SME Credit Guarantee Scheme (SGS)", NCB actively responded to assisting inclusive financing and supporting the development of SMEs, mitigating the operating costs assumed by SMEs, and alleviating SMEs of insufficient funding and liquidity due to uncertain economic environment. In June, NCB was honourably awarded the "Best SME's Partner Award" by The Hong Kong General Chamber of Small and Medium Business, testified to the wide recognition of NCB for its SMEs services provision. To lift profitability, while NCB strives to expand low-capital consumption business and SME customer base, continues to foster and consolidate the unique characteristic operating attributes that differentiate it from others, improve the synergetic cooperation business models, provide professional services to customers and strategic customers, and actively nurture differentiated competitive advantages to promote its sustainable development. In addition, as volatility in the market environment sustains and risks gradually inflated, the Group has conducted in-depth research and analysis on the market of financial institutions in Hong Kong, seizing the tide of the global deployment of wealth attributable to the mainland residents and the "going global" strategic initiatives of financial institutions in China, focusing on the leading financial institution in the industry as its targeted customers for marketing promotion. NCB also adequately integrated and utilised capital resources, providing customers with a full-fledged coverage of services such as credit granting, account settlement, time deposits, flexi time deposits, preferential currency exchanges, among others, to materialise a business solution that balanced among risk and business advancement.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

業務回顧 (續)

Business Review (continued)

企業銀行 (續)

Corporate banking (continued)

同時，持續優化內部操作流程，不斷提高對本地政府機構、院校和慈善基金等客戶的服務效率。本集團亦積極參與銀團籌組及分銷，持續優化組合收益結構。年內，本集團在香港擔任牽頭及委任安排行的銀團共有 30 筆。其中多項大灣區建設項目均由本集團主力牽頭完成，是助力國家戰略發展的充分體現。

Meanwhile, we continue to optimise internal operating processes and improve our services efficiency to various customers, including local government agencies, institutions and charitable funds. The Group also actively participated in syndicate formation and distribution, and continued to optimise the portfolio income structure. During the year, we have served understood lead underwriters and underwriting arrangement for 30 syndicates in Hong Kong. Of which, the Group served as lead underwriters for most of the construction projects in the Greater Bay Area, testified to the Group's contribution to the country's strategic development.

財資業務

Treasury

截至 2019 年 12 月底，財資業務提取減值準備前之淨經營收入為港幣 9.44 億元，按年下降 44.73%，當中淨利息收入為港幣 9.90 億元，按年下降 11.51%。年內，財資業務團隊共推出四個代客對沖新產品，其中包括利率掉期、交叉貨幣利率掉期、外匯掉期、及人民幣不交收遠期合約，以滿足企業客戶和機構客戶對外匯和利率的對沖需求。團隊亦會提供市場訊息及專業意見，協助客戶對沖市場風險或投資需要，在增加交叉銷售機會的同時，直接推動銀行的非利息收入。此外，本年度亦成立債務資本市場團隊推動債務資本市場業務。目標是豐富服務大型戰略客戶的能力，為客戶提供多元化、綜合全面的金融服務。2019 年 11 月份，本集團成功發行 7 億美元二級資本後償票據，市場反應熱烈。成功發債不但達到了鞏固品牌形象的效果，也為本集團未來發展及海外資本市場運作奠定基礎。

As at the end of December 2019, net operating income before impairment allowances in treasury was HK\$944 million, down 44.73% year-on-year, of which, net interest income was HK\$990 million, down 11.51% year-on-year. During the year, treasury business team launched a total of four new agency hedging products, including interest rate swaps, cross currency interest rate swaps, foreign exchange swaps and RMB non-deliverable forward contracts to meet the needs of corporate-based customers and institution-based customers on foreign exchange and interest rate hedging. The specialised team offered market information and professional advice to help hedge market risk or for investment planning, and directly geared up the bank's non-interest income while increasing cross-selling opportunities. In addition, a debt capital market team was founded the year to promote debt capital market business. The prime objective of the team is to bolster its capacity to serve large strategic customers and provide them with diversified, comprehensive financial services. In November 2019, the Group successfully issued US\$700 million of tier 2 subordinated notes, and the market responded enthusiastically. The success of bond issuance enabled the Group not only to consolidate its brand image, but also to lay a solidified foundation for its future development and capital market operation overseas.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

業務回顧 (續)

Business Review (continued)

內地業務

Mainland Business

本集團自 1982 年在中國內地開設全國第一家外資銀行分行後，一直堅持服務實體經濟，響應國家發展戰略。年內，南商（中國）順應大勢，探索高質量發展。結合粵港澳大灣區戰略，南商（中國）探索產品創新，調整網點佈局，發揮一體化經營優勢，並持續優化「普惠寶」在線融資平台，加大對小微企業和「三農」客戶的信貸支持。另一方面，為主動瞭解客戶需求，參展第二屆中國國際進口博覽會，利用多種產品組合服務境內外客戶。同時，圍繞「信達財富」線下協同方案，邀請信達集團旗下證券、保險、地產、期貨等子公司合作承辦「信達財富」投資策略會和投資沙龍，建立專業化投研體系運作機制，培育財富管理市場競爭力。2019 年 8 月，南商（中國）IT 新綫成功投產，運行穩定。南商（中國）新綫系統開發歷時 18 個月。新綫投產標誌著本集團資訊科技系統自主建設能力的開始。科技對業務的回應速度得到大幅提升，客戶服務能力及內部管理能力得到較大改善。

Since the Group founded the first foreign bank branch in the mainland of China in 1982, the Group has consistently served the real economy and responded actively to the state development initiative. During the year, NCB (China) tuned into the tidal trend and sought after high-quality path of development. Based on the Guangdong-Hong Kong-Macao Greater Bay Area strategy, NCB (China) explored innovation on products, adjusted outlet network, leveraged on the comparative advantage reaped from integrated operations, and continue to optimise the "Puhuibao "(普惠寶) online financing platform to boost credit support for SMEs and three-rural customers ("三農") (i.e. customers related to issues on agriculture, rural areas and farmers). On the other hand, in order to actively learn the needs of customers, we joined The Second China International Import Expo and recommended a variety of product-mix to serve customers at home and abroad. At the same time, based on the offline collaborative venture with "Cinda Wealth", we invited subsidiaries of Cinda Group in fields of securities, insurance, real estate, futures, among others to jointly host the "Cinda Wealth " investment strategy conference and investment salon, plus to establish a professional investment research system and operation mechanism, and nurture the Group's market competitive strength on wealth management. In August 2019, NCB (China) 's new IT production line was successfully commissioned into operation, with smooth operation progress. The development of NCB (China) 's new IT production system took 18 months. The commissioning of the new production line marked the commencement of the Group's priority capacity to construct IT system. Response time of business due to IT innovation has noticeably speed up, and customer services and internal management capabilities have greatly improved accordingly.

**未經審核之
補充財務資料 (續)****Unaudited Supplementary Financial Information (continued)****3. 業務回顧 (續)****3. Business Review (continued)****業務回顧 (續)****Business Review (continued)****風險管理****Risk management**

面對複雜多變的經營環境，風險管控是本集團重中之重的的工作。年內，在香港金管局及中國銀行保險監督管理委員會的監管下，銀行的首要任務是確保合規合法經營。本集團深化了對全資附屬子公司南商（中國）的管理。另外，針對八大風險進行各項風險排查，本集團強化資產質素監察機制，並通過完善及優化各類審批及監控系統流程，進一步提升風險管理技術。本集團定期進行壓力測試，對突發事件加強風險監控和預警，維持穩健的風險管理政策。其中，信貸業務方面，為做好貸前評估，就行業前景等方面與客戶進行交流，本集團提升風險評估能力。同時，本集團加強貸後風險管理，關注行業變化情況，及時作出風險提示。本集團重檢高關注行業的管控模式，堅持擇優而貸。本集團主動化解不良、提升資產品質、強化問題授信的全週期管理。通過與集團分子公司的溝通對接，本集團有序推進資產轉讓，控制不良率處於較低水平。防洗錢方面，我們持續優化各項制度及資源配置，嚴格執行持續監控及調查工作。因應南商（中國）新錢系統正式上線，我們亦進一步加強了科技風險的聯動及管理，完善新業務系統的科技管理框架及配套，加強全體員工的資訊安全意識培訓。年內，南商銀行各項風險指標繼續維持正常水平，沒有發生重大風險事件。

Against the backdrop of a complex and volatile operating environment, risk management is a top priority for NCB. During the year, under the supervision of the Hong Kong Monetary Authority and the China Banking and Insurance Regulatory Commission, the bank's immediate obligation was to ensure compliance and legal operation. The Group has put a lot of effort to reinforce the unified and centralised management of its wholly-owned subsidiary, NCB (China). On the other hand, based on eight major type of risks to proceed with various risk troubleshooting, the Group enhanced the monitoring system on asset quality and boosted risk management technology, while at the same time, by refining and optimising various evaluation and monitoring system workflow. The Group undertook stress test on regular basis, as well as to strengthen risk monitoring and early alert for contingency events, to maintain a robust and healthy risk management policy. In terms of credit business, in order to enable a smooth completion of pre-loan assessments, the Group communicated with customers on industry prospects and other aspects to enhance validity of risk assessment. Meanwhile, the Group strengthened post-loan risk management, monitored latest development in the industry, and provided early alert signals to all risk factors. The Group highly regards the prevailing and popular management and control models in the industry, only grant loans on the finest term. The Group proactively mitigated the non-performing assets, improve asset quality, and strengthen the full-cycle management of faculty credit. By means of direct communication with its subsidiaries, the Group undertook asset transfer in an orderly manner, and non-performing rate was controlled at a relatively low level. For anti-money laundering, we continued to optimise various systems and resource allocation, and strictly executed continued monitoring and investigation tasks. In response to the official launch of NCB (China) 's new system moving online, we further enhance the synergetic connectivity and management of technology risk, improve the technology management framework and ancillary facilities for new business systems, and nurture employees' awareness on information security by conducting training for all staff. During the year, various risk indicators on the performance of NCB continued to maintain at normal and acceptable levels, and no major risk events were recorded.

未經審核之
補充財務資料 (續)

Unaudited Supplementary Financial Information (continued)

3. 業務回顧 (續)

3. Business Review (continued)

業務回顧 (續)

Business Review (continued)

前景展望

Outlook

在剛過去的 2019 年，是本集團成立七十週年的華誕之年。各界對南商七十年來為香港經濟和國家改革所做貢獻的高度評價。作為南商人感到自豪的同時，將不忘初心，為南商的進一步發展再創輝煌。展望 2020 年，面對內外部極具挑戰的經營環境，本集團將積極尋求應對辦法，按照「穩中求進、防範風險、精細管理、植根灣區」的經營策略，尋找可發展的空間及機會，繼續致力打造特色化、專業化及差異化跨境銀行的角色，實現南商的戰略目標。

The passing year 2019 marked the 70th anniversary of the founding of the Group. NCB's contribution to Hong Kong's economic and national reform over the past 70 years are widely approved by all walks of life from various sectors. We are proud to be a member of NCB and shall always remain true to our original inspiration, as well as to reach for a high horizon, leap forward in big stride, for the better future of NCB. Looking forward to 2020, pressed by a challenging business environment both internally and externally, the Group will actively explore for potential markets and opportunities for sustainable development in line with its business strategy of "striving for stability, controlling risks, refined management, grounding on the Greater Bay Area". The Group will endeavour to create a unique, professional and differentiated cross-border bank in its capacity, and achieve the strategic objective of NCB.

附錄
Appendix
本銀行之附屬公司
Subsidiaries of the Bank

本銀行附屬公司的具體情況如下：

The particulars of our subsidiaries are as follows:

名稱 Name	註冊／營業 地點及日期 Place and date of incorporation/ operation	註冊資本／已發行股本 Registered capital/ issued share capital	持有權益 Interest held	主要業務 Principal activities
南洋商業銀行（中國）有限公司 Nanyang Commercial Bank (China), Limited	中國 2007年12月14日 The People's Republic of China 14 December 2007	註冊資本 人民幣 9,500,000,000 元 Registered capital RMB9,500,000,000	100%	銀行業務 Banking business
南洋商業銀行信託有限公司 Nanyang Commercial Bank Trustee Limited	香港 1976年10月22日 Hong Kong 22 October 1976	普通股 港幣 3,000,000 元 Ordinary shares HK\$3,000,000	100%	信託服務 Trustee services
廣利南投資管理有限公司 Kwong Li Nam Investment Agency Limited	香港 1984年5月25日 Hong Kong 25 May 1984	普通股 港幣 3,050,000 元 Ordinary shares HK\$3,050,000	100%	投資代理 Investment agency
南洋商業銀行（代理人）有限公司 Nanyang Commercial Bank (Nominees) Limited	香港 1980年8月22日 Hong Kong 22 August 1980	普通股 港幣 50,000 元 Ordinary shares HK\$50,000	100%	代理人服務 Nominee services

釋義

在本財務報告中，除非文義另有所指，否則下列詞彙具有以下涵義：

詞彙	涵義
「董事會」	本銀行的董事會
「中國信達」	中國信達資產管理股份有限公司，在中國成立的國有獨資金融企業
「信達香港」	中國信達（香港）控股有限公司
「信達金控」	信達金融控股有限公司
「金管局」	香港金融管理局
「香港」	香港特別行政區
「強積金」	強制性公積金
「強積金條例」	強制性公積金計劃條例，香港法例第 485 章（修訂）
「內地」或「中國內地」	中華人民共和國內地

釋義 (續)

詞彙	涵義
「本集團」	本銀行及其附屬公司
「本銀行」	南洋商業銀行有限公司，根據香港法例註冊成立之公司，並為信達金控之全資附屬公司
「南商（中國）」	南洋商業銀行（中國）有限公司，根據中國法例註冊成立之公司，並為本銀行之全資附屬公司
「中國」	中華人民共和國
「人民幣」	人民幣，中國法定貨幣
「標準普爾」	標準普爾評級服務
「聯交所」或「香港聯交所」	香港聯合交易所有限公司
「風險值」	風險持倉涉險值

Definitions

In this Financial Statements, unless the context otherwise requires, the following terms shall have the meanings set out below:

Terms	Meanings
"ALCO"	the Asset and Liability Management Committee
"Board" or "Board of Directors"	the Board of Directors of the Bank
"BOCI-Prudential Manager"	BOCI-Prudential Asset Management Limited, a company incorporated under the laws of Hong Kong, in which held by BOCI Asset Management Limited and Prudential Corporation Holdings Limited.
"BOCI-Prudential Trustee"	BOCI-Prudential Trustee Limited, a company incorporated under the laws of Hong Kong, in which held by BOC Group Trustee Company Limited Prudential Corporation Holdings Limited.
"CET1"	Common Equity Tier 1
"China Cinda"	China Cinda Asset Management Co., Ltd., a wholly state-owned financial enterprise established in the PRC
"Cinda Hong Kong"	China Cinda (HK) Holdings Company Limited
"Cinda Financial Holdings"	Cinda Financial Holdings Co., Limited
"CVA"	Credit Valuation Adjustment
"DVA"	Debit Valuation Adjustment
"EV"	Economic Value Sensitivity Ratio

Definitions (continued)

Terms	Meanings
"FIRB"	Foundation Internal Ratings-based
"HKAS(s)"	Hong Kong Accounting Standard(s)
"HKFRS(s)"	Hong Kong Financial Reporting Standard(s)
"HKICPA"	Hong Kong Institute of Certified Public Accountants
"HK(IFRIC)-Int"	Hong Kong (IFRIC) Interpretation
"HKMA"	Hong Kong Monetary Authority
"HK(SIC)-Int"	Hong Kong (SIC) Interpretation
"Hong Kong" or "Hong Kong SAR"	Hong Kong Special Administrative Region
"ICAAP"	Internal Capital Adequacy Assessment Process
"IFRS"	International Financial Reporting Standards
"IMM"	Internal Models
"IRB"	Internal Ratings-based
"LCR"	Liquidity Coverage Ratio
"MPF"	Mandatory Provident Fund
"MPF Schemes Ordinance"	the Mandatory Provident Fund Schemes Ordinance, Chapter 485 of the Laws of Hong Kong, as amended
"Mainland" or "Mainland of China"	the mainland of the PRC
"NCB (China)"	Nanyang Commercial Bank (China), Limited, a company incorporated under the laws of the PRC and a wholly-owned subsidiary of the Bank

Definitions (continued)

Terms	Meanings
"ORSO schemes"	the Occupational Retirement Schemes under Occupational Retirement Schemes Ordinance, Chapter 426 of the Laws of Hong Kong
"OTC"	Over-the-counter
"PRC"	the People's Republic of China
"PVBP"	Price Value of a Basis Point
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"SEC-SA"	Securitization Standardised Approach
"Standard & Poor's"	Standard & Poor's Ratings Services
"STC"	Standardised (Credit Risk)
"STM"	Standardised (Market Risk)
"STO"	Standardised (Operational Risk)
"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"the Bank"	Nanyang Commercial Bank, Limited, a company incorporated under the laws of Hong Kong and a wholly-owned subsidiary of Cinda Financial Holdings
"the Group"	the Bank and its subsidiaries collectively referred as the Group
"US"	the United States of America
"VAR"	Value at Risk