

## HIGHLIGHTS

- Group profit before investment property revaluation increased by 44%.
- A robust performance from Property Investment (excluding Hotels) led to a 10% increase in turnover and a 23% increase in profit before tax (and revaluation surplus). Retail significantly outperformed the market to mitigate the pressure on office and residential rental. Harbour City and Times Square account for 7% of all goods sold in Hong Kong and are expected to generate HK\$4 billion of surplus cash in 2009.
- Completions in Chengdu, Chongqing and Dalian helped Property Development to a HK\$1 billion increase in turnover and a HK\$660 million increase in profit before tax. 2.2 million square feet with a combined value of RMB1.8 billion were sold or presold during the period to represent half of the full year target.
- Communications reported a 33% increase in profit before tax despite a 9% decline in turnover.
- Logistics alone under-performed as world trade contracted. With effective cost control, Modern Terminals reported a 9% decline in profit before tax to mitigate a 17% decline in turnover. The operating environment continued to improve after the period end.

## GROUP RESULTS

The unaudited Group profit attributable to Shareholders amounted to HK\$3,292 million before investment property revaluation surplus, for an increase of 44% compared to last year, and HK\$6,975 million after investment property revaluation surplus, for a decrease of 17% compared to last year. Earnings per share were HK\$2.53 (2008: HK\$3.05).

## INTERIM DIVIDEND

The Board has declared an interim dividend of HK\$0.36 (2008: HK\$0.36) per share, payable on 30 September 2009 to Shareholders on record as at 23 September 2009, absorbing a total amount of HK\$991 million (2008: HK\$991 million).

## MANAGING DIRECTOR'S REPORT

### Business Review

#### ***PROPERTY INVESTMENT***

**Property Investment posted a 23% increase in profit before tax and revaluation surplus to HK\$2,749 million in spite of the soft economy and the decline in office and residential rental. The "Heart of the Group" (Harbour City and Times Square in Hong Kong) is well on track to generating HK\$4 billion of surplus cash in 2009.**

**Notably, retail outperformed the market, not only in sales terms but also for rental reversion and occupancy. In particular, total retail sales at Harbour City rose by 7% year-on-year, which was over 11 percentage points better than the 4.5% decline for Hong Kong as a whole. Harbour City and Times Square consistently account for about 7% of the total value of all goods sold in the entire Hong Kong.**

**For the office portfolio, average occupancy was about 95% and rental reversion achieved a 20% rise on average.**

## **HARBOUR CITY**

Backed by its critical mass, good tenant mix and high occupancy, Harbour City (excluding Hotels) turned over HK\$2,173 million, for an increase of 11% over the same period a year ago. Operating profit rose by 13% to HK\$1,881 million.

The global financial woes and human swine flu pandemic took their toll on the local retail market. Nevertheless, turnover from the retail tenants grew by 12% to HK\$1,197 million. Tenants continued to achieve robust sales performance, with a 7% year-on-year growth in retail sales to outperform the overall market by over 11 percentage points. Occupancy was maintained at nearly 100%, with leases renewed at base rent increments of 25% on average.

Although the Grade A office market was hit hard by dwindling demand, turnover from office tenants rose by 11% to HK\$842 million. Occupancy was maintained at 94% at the end of the period and leases were renewed with rental increment. Given the increase of new supply in the marketplace, spot rent has been coming under pressure. To stay ahead, the premises will be improved and leasing will be flexible to market changes.

Turnover from the serviced apartments dropped by 2% to HK\$134 million, due to a lower occupancy. Given an increasingly competitive landscape, marketing campaigns with special promotions were launched and were well received.

## **TIMES SQUARE**

Times Square turned over HK\$686 million, for an increase of 11% over the same period in 2008. Operating profit rose by 12% to HK\$596 million.

Turnover from retail tenants posted an increase of 12% to HK\$455 million. Occupancy was maintained at virtually 100%, with favourable rental growth. To continuously stay ahead of the competition, a large-scale circulation improvement project is underway. The first phase of atrium express escalators was completed in July while the second phase is scheduled to be completed by October. In an effort to enrich the product offerings, tenant mix was further strengthened with the recruitment of a spate of quality and up-market brands.

Turnover from the office tenants rose by 8% to HK\$231 million, underpinned by positive rental reversion. Occupancy was maintained at 96% at the end of the period. Lease renewal retention rate stood high at 71%, and renewals included Hudson Global, JTI, Walt Disney, etc.

## CHINA

All four completed Times Squares in operation, i.e. in Beijing, Shanghai, Chongqing and Dalian, performed satisfactorily. With the launch of Dalian Times Square in late 2008, total revenue rose by 11% and operating profit by 34%.

Superbly located in the Central Business District (CBD), the property in Dalian is the most luxurious shopping mall in the city and the fashion hub of the Northeast. Tenants started to achieve robust sales shortly after opening and many are already paying turnover rent. This validates the Group's ability to replicate the success stories of Harbour City and Times Square in the Mainland. Among its top-notch tenants, seven including D&G and Giorgio Armani are new to Northeast China while seven others including Gucci and Prada are new to Dalian. Louis Vuitton's store is its third flagship store (after Shanghai and Beijing) in the Mainland. All that is excellent demonstration of the trust and recognition placed on the Group's retail mall management capability by internationally renowned brands.

Wheelock Square at Nanjing Xi Road (南京西路) of Shanghai, with an attributable GFA of 1.2 million square feet of top quality Grade A offices, is scheduled for completion by April 2010.

Chengdu International Finance Centre is the Group's next flagship development. Ideally located in Hongxing Road (紅星路) in the heart of the city's vibrant business centre, it is comparable in scale and significance to Harbour City in Hong Kong. From its top location in the city's main commercial district, this project will link to the adjacent mass transit railway station where two lines intersect. It will comprise a mega retail complex, Grade A offices, a five-star hotel and luxury residences. It aims to become the "Best of the West" as the new shopping hub for not only Chengdu but also the entire Western region. Site excavation work started in May 2009 and foundation work is scheduled to commence in the fourth quarter of 2009. Phase I comprising the mega retail complex and one office tower is targeting to complete by the first half of 2013.

## PROPERTY DEVELOPMENT

**Turnover rose by HK\$1,025 million to HK\$1,612 million and profit before tax rose by HK\$660 million to HK\$626 million. Phased completion enabled pre-sales commitments for Dalian Times Square in Dalian and Tian Fu Times Square in Chengdu to be booked.**

**The Government's economic stimulus measures spurred a turnaround in the property market in the Mainland. With its successful branding and execution capability, the Group launched various sales and pre-sales activities and received very good response. Most of the units launched were taken up within days and at prices close to the peak. In all, 2.2 million square feet of properties were sold or pre-sold, with a combined value of RMB1.8 billion, primarily in Chengdu, Dalian, Chongqing and Shanghai. This represented half of the Group's target for full year 2009.**

The Group was particularly active in Chengdu. Over 95% of the first six residential towers (Times Residences) at Tian Fu Times Square, three of which launched in May to June, have been sold. Over 75% of the first eight residential towers at Crystal Park in Gaoxin District (高新區), four of which launched in April to June, have been pre-sold.

Dalian Times Square has successfully sold/pre-sold over 60% of its two residential towers (Dalian Times No.1 & 8). The former was launched in March.

The CBD International Community project in Danzishi (彈子石) of Nanan District (南岸區) along the Yangtze River, superbly located in the future headquarters hub of Chongqing and developed by the Group and China Overseas Land on a 40:60 basis, has pre-sold over 75% of its first twelve residential towers and 51% of its retail units launched. The development comprises 22.6 million square feet GFA of high-end comprehensive residences, apartments/retail development and is expected to be completed in phases by 2014.

At Wellington Garden in Shanghai, 87% of the units had been sold as at the end of June 2009. The four residential towers and the office-apartment towers at Wuhan Times Square have been 98% and 35% sold, respectively.

## OTHER PROJECTS UNDER DEVELOPMENT

In Shanghai, No. 1 Xin Hua Road, ideally located at the north side of Huai Hai Xi Road (淮海西路) in Changning District (長寧區) is a low density residential development with an attributable GFA of 0.2 million square feet. Two residential blocks were launched for pre-sales in August and 44% were pre-sold within a week at an average price of over RMB67,000 per square metre. The project is scheduled for completion by March 2010. Another high-end residential project, Jingan Garden, is progressing according to plan.

In Chengdu, a site in Shuangliu Development Zone (雙流發展區) will be developed into a commercial and residential complex with an attributable GFA of 9.8 million square feet. In Phase I, an outlet mall named Chengdu Times Outlet is expected to be opened in September. In addition, a site in Dongda Jia (東大街) of Jinjiang District (錦江區) is being developed with Sun Hung Kai Properties and Henderson Land over a period of 10 years. The Group's 30% stake translates into an attributable GFA of over 4.0 million square feet.

In Suzhou, a site located between Jinji Lake (金雞湖) and Dushu Lake (獨墅湖) on the eastern side of the city and next to a 27-hole golf club will be developed into deluxe low density residences with an attributable GFA of 2.1 million square feet. Construction is scheduled to commence by the fourth quarter of 2009. Another site, located in the Suzhou Industrial Park (蘇州工業園區) next to Qing Jian Hu (青劍湖) and Wei Ting Sun Island Golf & Resorts (唯亭太陽島高爾夫俱樂部), is being developed with China Merchants Property on a 50:50 basis. The residential development will have an attributable GFA of 0.9 million square feet.

In Hangzhou, a site located in a prime area in the Xihu District (西湖區), Zhuantang Town (轉塘鎮) and next to West Lake International Golf & Country Club (西湖國際高爾夫俱樂部) in the proximity of Songcheng (宋城), is jointly developed with Jindu on a 50:50 basis. It will offer an attributable GFA of 2.0 million square feet and is scheduled for completion in phases by 2013. Construction work for the first phase has commenced.

In Wuxi, a site located along Beijing-Hangzhou Grand Canal (京杭運河) at Renmin Plaza (人民廣場), in the new CBD Nanchang (南長區), comprises two parcels of land with a total attributable GFA of 11.9 million square feet. One parcel is planned for an upscale residential project (8.9 million square feet) and the other is for a high-rise commercial development (3.0 million square feet). Construction for the first phase of residential development (Wuxi Times City) is underway. Pre-sale commenced in mid-August and 76% of the units launched were briskly taken up at an excellent unit price within the first three days. The residential development is scheduled to be completed in phases by 2017. The commercial development, comprising offices (including a super high rise tower), hotel and apartments, is expected to be completed by 2016.

A second site in Wuxi comprising three land parcels is also located in Nanchang District (南長區) and alongside the 2,500-year-old ancient canal. They offer a total attributable GFA of 7.0 million square feet. Two parcels are wholly owned by the Group (GFA: 5.2 million square feet) and the third (GFA: 3.5 million square feet) is being developed with Shanghai Forte on a 50:50 basis. These commercial and residential developments are scheduled for completion in phases by 2014 to 2015.

Separately, listed subsidiary Harbour Centre Development Limited is developing five prime sites in the cities of Changzhou, Suzhou, Chongqing and Shanghai.

The Shanghai project is located in Yangpu District (楊浦區) within the Xinjiangwancheng sub-district community (新江灣城社區), an area with abundant green and wetland. It is adjacent to a station of the Metro Line 10 which is expected to be in operation by 2010. The development comprises high end medium-rise residences and offers an attributable GFA of 1.1 million square feet. Construction is scheduled for completion by 2012.

The Chongqing project is located in Jiangbei City (江北城), facing both Yangtze River and Jialing River (嘉陵江) and is being developed with China Overseas Land on a 55:45 basis into high end residential properties. The area is to become the future CBD with good transportation links. The site offers an attributable GFA of 2.5 million square feet. Design work is underway and this prestigious residential development is scheduled for completion in phases by 2014.

The two Suzhou projects are developed by an 80:20 joint venture with Genway Housing Development. Together, they offer an attributable GFA of 13.5 million square feet. Planning and design is in progress and construction is scheduled to commence by mid-2010.

The first is located in Xinghu Jie (星湖街) in the new CBD. A 400-metre skyscraper landmark (mixed offices and apartments), tallest in the city with panoramic view over Jinji Lake (金雞湖) and the city skyline, will be built. Underground connections will provide seamless access to two nearby subway stations. The project will also benefit from well-established regional transportation networks comprising very efficient highways and rapid trains connecting to Shanghai, Hangzhou and Nanjing.

The second is located at Xiandai Da Dao (現代大道) in Suzhou Industrial Park. It caters to the solid and steady demand for residential properties in the Park, where master town planning is of international standard. Ideally located on the axis of eastern expansion of Suzhou along the main east-west thoroughfare of Xiandai Da Dao and next to the future subway terminal, the site is divided into four plots, each of which will be developed by phases into high-end residential developments.

The Changzhou project is located in the future CBD of Xinbei District (新北區), five kilometres away from the city centre and in the vicinity of the national AAAA scenic area China Changzhou Dinosaur Land theme park (中華恐龍園) and Xin Qu Park (新區公園), with superb air-sea-land transportation links to Changzhou Airport and Huning Express Railway. It offers an attributable GFA of 8.7 million square feet. The development comprises mainly high-end residences including high-rise buildings, semi-detached houses and villas, a 5-star hotel and a State Guest House. The whole project is scheduled for completion in phases by 2017, with the first phase of pre-sales targeted to be launched by end 2009.

## **LOGISTICS**

### **MODERN TERMINALS**

**Both throughput and revenue at Modern Terminals declined but cost management measures and favourable movements in the financial markets helped to mitigate the bottom line.**

In spite of the drop in consolidated revenue and operating profit by 17% to HK\$1,353 million and 23% to HK\$583 million respectively, the effective cost control initiatives that started early helped to minimize the decline in profit. Profit before tax decreased by 9% to HK\$749 million.

Throughput in Hong Kong dropped by 16% to 2.46 million TEUs amid the devastating global economic contraction. Taicang International Gateway in Suzhou expanded from four to six container berths with a capacity of 3.6 million TEUs. Da Chan Bay in Shenzhen has been building up its business steadily.

### **OTHER BUSINESSES**

#### **MARCO POLO HOTELS**

The hotel industry around the world was significantly impacted by the severe global financial crisis and the human swine flu pandemic during the period. Total revenue for the three hotels and club in Harbour City was HK\$410 million (2008: HK\$510 million). Consolidated occupancy dropped to 76% (2008: 84%) and a 20% drop in average room rates was registered during the period.

#### **i-CABLE**

i-CABLE returned to profitability after non-recurring charges had turned the second half of 2008 into a net loss.

Consumer and advertiser sentiment was badly shaken by the general state of the economy to affect the entire sector. The operating environment also remained competitive. Consolidated operating profit fell by HK\$39 million year-on-year but improved by HK\$122 million half-on-half to return to the black in the first half of 2009. This turnaround was stoked by cost savings, declining depreciation charges and a lack of the non-recurring items which had turned the second half of 2008 into a net loss. The company's liquidity position remained sound, with net cash increasing to HK\$621 million as at 30 June 2009 (30 June 2008: HK\$545 million).

#### **WHARF T&T**

Wharf T&T outperformed in spite of unfavourable market conditions.

The operating landscape marginally improved in the second quarter of 2009, compared to the first quarter, as the worst was perceived to be over. Competition continued to be heated in the business voice market. Nevertheless, brand equity and network coverage helped the company to deepen its penetration of the business data market. Data centre demand from some sectors began to rebuild towards the end of the period.

Total turnover increased by 5% to HK\$831 million while operating profit rose by 132% to HK\$132 million. Positive cash flow increased to HK\$179 million (2008: HK\$107 million).

## Financial Review

### (I) REVIEW OF 2009 INTERIM RESULTS

#### **Turnover**

The continued double-digit growth in rental revenue and favourable property sales in the Mainland helped the Group's turnover to increase by HK\$612 million or 8% to HK\$8,611 million over the same period last year.

Property Investment's rental revenue from Hong Kong rose by 10% to HK\$3,228 million whilst that from China rose by 11% to HK\$285 million. However, hotel revenue was hit hard by a very weak market and declined by 14% to HK\$440 million. As a result, segment turnover reported a net increase of 7% to HK\$3,953 million.

Property Development recorded a remarkable increase of HK\$1,025 million or 175% to HK\$1,612 million, mainly attributable to the phased completion of the residential towers in Dalian Times Square and Chengdu Tian Fu Times Square.

Logistics decreased by 19% to HK\$1,483 million, primarily reflecting the 15% reduction in throughput at Modern Terminals as world trade sharply contracted.

CME revenue declined by 9% to HK\$1,693 million. Wharf T&T reported resilient growth but i-CABLE's declined, partly due to discontinued businesses.

#### **Operating Profit**

The Group's operating profit increased by HK\$233 million or 6% to HK\$4,374 million, mainly reflecting the solid rental performance in Hong Kong and robust property sales in the Mainland.

Property Investment remained the key profit contributor and reported an increase in operating profit by 10% to HK\$2,988 million. Harbour City (excluding Hotels) and Times Square rose by 13% and 12%, respectively, to reflect their strong rental reversions and high occupancies both for retail and office areas, despite the persistent pressure on office rental since 2008. The investment properties in China also recorded operating profit rising by 34%, partly due to the expanding portfolio.

Hotel operating profit decreased by 49% to HK\$80 million largely in line with the market, with both occupancy and average room rate adversely affected by the weak demand under the prevailing economic conditions.

Property Development reported an increase in operating profit by HK\$259 million or 78% to HK\$589 million, principally due to the phased completion of the residential units at Dalian Times Square and Chengdu Tian Fu Times Square.

Logistics' operating profit fell by HK\$207 million or 25% to HK\$626 million, primarily due to the decrease in throughput at Modern Terminals. Favourable movements in the financial markets reduced finance cost significantly and helped to mitigate its bottom line.

CME reported a HK\$31 million or 32% increase in operating profit to HK\$129 million. Wharf T&T's operating profit more than doubled to HK\$132 million. However, i-CABLE recorded an operating loss of HK\$1 million.

Investment and Others recorded a lower operating profit of HK\$188 million (2008: HK\$301 million), largely reflecting the reduction in profit on sales of investments and lower interest income in the prevailing environment.

### ***Increase in Fair Value of Investment Properties***

The book value of the Group's investment property portfolio as at 30 June 2009 was HK\$109.1 billion, with HK\$103.4 billion thereof stated at fair value based on an independent valuation as at the same date, which produced a revaluation surplus of HK\$4,476 million (2008: HK\$6,565 million). The attributable net revaluation surplus of HK\$3,683 million (2008: HK\$5,421 million), after deducting related deferred tax and minority interests, was credited to the consolidated income statement.

The non-revalued investment properties in the amount of HK\$5.7 billion are all under development and not carried at fair value until at the earlier of when their fair values first become reliably measurable or the dates of their respective completion in accordance with the revised accounting standard HKAS 40, which expands the definition of an investment property to include an investment property under development.

### ***Finance Costs***

Finance costs were distorted and turned into a credit of HK\$11 million (2008: charge of HK\$604 million) due to the inclusion of a mark-to-market gain of HK\$196 million (2008: charge of HK\$152 million) on the cross currency/interest rate swaps in compliance with the prevailing accounting standard, which more than covered the interest expenses.

Excluding the impact of the unrealised mark-to-market changes on the swaps, finance cost after capitalisation was HK\$185 million (2008: HK\$452 million), a reduction of HK\$267 million due to the fall in prevailing interest rate.

Finance cost was stated after capitalisation of HK\$86 million (2008: HK\$84 million) for the Group's related assets.

### ***Share of Results (after tax) of Associates and Jointly Controlled Entities***

The share of profit of associates decreased by 21% to HK\$138 million mainly due to the decrease in contributions from Modern Terminals' associates engaged in terminal operations in China. Profit contribution from the jointly controlled entities increased by HK\$15 million to HK\$27 million, mainly benefited from the property sales recognised by a jointly controlled entity involved in properties development in China.

### ***Taxation***

Taxation charge for the period was HK\$1,787 million (2008: HK\$1,240 million), which included deferred taxation of HK\$775 million (2008: HK\$1,114 million) provided for the current year's investment properties revaluation surplus. In the first half of 2008, there was a credit adjustment of HK\$768 million in respect of the previous years' deferred tax liabilities, mainly related to investment property revaluation surplus, resulting from the 1% reduction in Hong Kong profits tax rate.

Excluding the above deferred tax charge and credit adjustment, the tax charge was HK\$1,012 million (2008: HK\$894 million), which included a provision of HK\$194 million (2008: HK\$183 million) made for certain tax cases primarily relating to interest deductibility under discussion with the Inland Revenue Department.

### **Minority Interests**

Minority interests decreased by HK\$66 million to HK\$264 million reflecting the decrease in net profits of certain non-wholly-owned subsidiaries, including i-CABLE, Modern Terminals and Harbour Centre Development Limited.

### **Profit Attributable to Equity Shareholders**

The Group's profit attributable to equity shareholders decreased by 17% to HK\$6,975 million (2008: HK\$8,393 million). Earnings per share were HK\$2.53 (2008: HK\$3.05), based on 2,754 million issued shares.

Excluding the net investment property revaluation surplus, the Group's profit attributable to shareholders for the period was HK\$3,292 million (2008: HK\$2,281 million), representing a rise of 44% over the first half of 2008.

## **(II) LIQUIDITY, FINANCIAL RESOURCES AND CAPITAL COMMITMENTS**

### **Shareholders' and Total Equity**

As at 30 June 2009, the Group's shareholders' equity increased by HK\$5,922 million to HK\$105,416 million, equivalent to an increase of 6%, or HK\$38.28 per share (31 December 2008: HK\$36.13 per share).

Including the minority interests, the Group's total equity increased by 6% to HK\$112,212 million (31 December 2008: HK\$105,857 million).

### **Total Assets**

The Group's total assets increased by 3% to HK\$173.8 billion (31 December 2008: HK\$168.6 billion).

Included in the Group's total assets is the Investment Property portfolio of HK\$109.1 billion, representing 63% of total assets. The core assets in this portfolio are Harbour City and Times Square in Hong Kong, which are valued at HK\$58.6 billion (excluding the 3 Hotels) and HK\$22.6 billion, respectively. Together, they represent 74% of the value of the Investment Property portfolio and 47% of total assets.

Other major assets included other properties and fixed assets of HK\$18.4 billion, interest in jointly controlled entities and associates (mainly for China property and port projects) of HK\$10.5 billion, properties under development and held for sale (mainly in China) of HK\$15.2 billion and bank deposits and cash of HK\$16.4 billion.

In previous years, an investment property under development was not classified as investment property and was stated at cost. As a result of the change in the relevant accounting standard, such property has been classified as investment property and carried at fair value at the earlier of when the fair value first becomes reliably measurable or the date of completion of the property.

### **Debts and Gearing**

The Group's net debt decreased by HK\$1.7 billion to HK\$20.4 billion as at 30 June 2009 (31 December 2008: HK\$22.1 billion), which was made up of HK\$36.8 billion in debts and HK\$16.4 billion in bank deposits and cash. Included in the Group's net debts were HK\$10.9 billion and HK\$0.8 billion (31 December 2008: HK\$10.6 billion and HK\$1.8 billion respectively) attributable to its non-wholly-owned subsidiaries, Modern Terminals and Harbour Centre Development Limited respectively, which are without recourse to the Company and other subsidiaries of the Group. Excluding these non-recourse debts, the Group's net debt was HK\$8.7 billion (31 December 2008: HK\$9.7 billion).

As at 30 June 2009, the ratio of net debt to total equity was 18.2% (31 December 2008: 20.9%).

### **Finance and Availability of Facilities**

The Group's available loan facilities and debt securities amounting to HK\$54.7 billion, of which HK\$36.8 billion were drawn, as at 30 June 2009 are analysed as below:

	<b>30 June 2009</b>		
	<b>Available Facility HK\$ Billion</b>	<b>Total Debts HK\$ Billion</b>	<b>Undrawn Facility HK\$ Billion</b>
<b>Company/wholly-owned subsidiaries</b>			
Committed facilities	30.4	21.4	9.0
Uncommitted facilities	1.0	-	1.0
	31.4	21.4	10.0
<b>Non-wholly-owned subsidiaries</b>			
Committed and uncommitted			
– Modern Terminals Limited	16.8	11.1	5.7
– Harbour Centre Development Limited	4.0	2.8	1.2
– i-CABLE Communications Limited	0.6	-	0.6
– Others	1.9	1.5	0.4
	54.7	36.8	17.9

Of the above debts, HK\$8,611 million (31 December 2008: HK\$8,160 million) was secured by mortgage over certain properties under development and fixed assets with total carrying value of HK\$16,419 million (31 December 2008: HK\$15,915 million).

The Group's debts were primarily denominated in Hong Kong dollar ("HKD"), United States dollar ("USD") and Renminbi ("RMB"). RMB borrowings were used to fund the Group's property development and port-related equity investments in China.

The use of derivative financial instruments was strictly monitored and controlled. The majority of the derivative financial instruments entered into by the Group were primarily used for management of the Group's interest rate and currency exposures.

The Group maintained ample surplus cash, which was denominated principally in HKD and RMB, and undrawn committed facilities to facilitate the Group's business and investment activities. As at 30 June 2009, the Group also maintained a portfolio of available-for-sale investments with an aggregate market value of HK\$0.9 billion (31 December 2008: HK\$0.7 billion), which is available for immediate liquidation for the Group's use.

### **Cash Flows for the Group's Operating and Investing Activities**

For the period under review, the Group's net cash inflow for operating activities increased to HK\$3.0 billion (2008: cash outflow of HK\$4.0 billion), primarily due to decrease in payments for land cost of properties under development in China. For investing activities, the Group generated a net cash inflow of HK\$0.3 billion (2008: cash outflow of HK\$2.6 billion), mainly due to decrease in investments in jointly controlled entities involved in property development projects in China.

### **Major Expenditure and Commitments**

The major expenditure incurred by the Group's core businesses during the period and related commitments at 30 June 2009 are analysed as follows:

<b>Business Unit/Company</b>	<b>Expenditure for 1-6/2009 HK\$ Million</b>	<b>Commitments as at 30 June 2009</b>	
		<b>Authorised and Contracted for HK\$ Million</b>	<b>Authorised but not Contracted for HK\$ Million</b>
<b>a. Capital expenditure</b>			
Property Investments	333	6,661	12,291
Wharf T&T	119	91	141
i-CABLE (73.8%-owned)	125	90	51
Modern Terminals (67.6%-owned)	440	1,001	1,633
	1,017	7,843	14,116
<b>b. Programming and others</b>	54	816	70
<b>c. Trading properties under development</b>			
Subsidiaries (China/Hong Kong)	582	4,613	20,108
Jointly controlled entities/associates (China)	42	3,509	6,703
	624	8,122	26,811

For the Property Investment segment, the capital expenditure incurred was mainly related to the construction cost of Shanghai Wheelock Square and certain refurbishment and renovation work in particular for Harbour City. For i-CABLE and Wharf T&T, the capital expenditures were incurred substantially for procurement of production and broadcasting equipment, network rollout and internet service equipment while that for Modern Terminals was mainly incurred for construction of the Dachan Bay Phase I and Taicang Phase II ports. i-CABLE and Modern Terminals, respectively 73.8% and 67.6% owned by the Group, independently funded their own capital expenditure programmes.

In addition to the capital expenditure, the Group also incurred HK\$0.6 billion in respect of its trading properties under development in China, including projects undertaken through associates and jointly controlled entities.

As at 30 June 2009, commitments were mainly related to properties under development for investment and trading purposes by the Group's subsidiaries, associates and jointly controlled entities amounting to HK\$53.9 billion, including attributable land cost of HK\$11.4 billion payable by installments mainly from 2009 to 2013. These developments will be executed by stages in the forthcoming years and funded by the Group's internal financial resources including its surplus cash of HK\$16.4 billion, as well as bank and other financings. Other available resources include proceeds from sales and pre-sales of properties.

#### ***Rights Issue by a subsidiary***

In May 2009, Harbour Centre Development Limited ("HCDL"), a non-wholly-owned listed subsidiary, completed a rights issue with proceeds of HK\$277 million received from the minority shareholders. The Group maintained its interest in HCDL at the same 70.37% as before the rights issue.

### **(III) HUMAN RESOURCES**

The Group had approximately 12,400 employees as at 30 June 2009, including about 1,800 employed by managed operations. Employees are remunerated according to their job responsibilities and the market pay trend with a discretionary annual performance bonus as variable pay for rewarding individual performance and contributions to the respective group's achievement and results.

### **CODE ON CORPORATE GOVERNANCE PRACTICES**

During the financial period under review, all the code provisions set out in the Code on Corporate Governance Practices contained in Appendix 14 of the Rules Governing the Listing of Securities (the "Listing Rules") on The Stock Exchange of Hong Kong Limited (the "Stock Exchange") were met by the Company, except in respect of one code provision providing for the roles of chairman and chief executive officer to be performed by different individuals. The deviation is deemed appropriate as it is considered to be more efficient to have one single person to be the Chairman of the Company as well as to discharge the executive functions of a chief executive officer. The Board of Directors believes that the balance of power and authority is adequately ensured by the operations of the Board which comprises experienced and high calibre individuals, a substantial proportion thereof being independent Non-executive Directors.