Financial Disclosure Document dated 27 March 2013
日期爲二零一三年三月二十七日的財務披露文件

Issuer and Product Arranger
發行人及產品安排人

BANK OF CHINA (HONG KONG) LIMITED
中國銀行（香港）有限公司

(incorporated in Hong Kong with limited liability, a licensed bank regulated by the Hong Kong Monetary Authority and registered with the Securities and Futures Commission to carry out Type 1 and Type 4 regulated activities in Hong Kong)
（於香港註冊成立的有限公司，爲受香港金融管理局監管的持牌銀行，以及於證券及期貨事務監察委員會註冊可在香港從事第1類及第4類受規管活動）

Programme for Non-Principal Protected Unlisted Equity Linked Investment Products ("Programme")
不保本非上市股票掛鈎投資產品計劃（「計劃」）

The Securities and Futures Commission ("**SFC**") has authorised the issue of this Financial Disclosure Document based on the standard format submitted under section 105(1) of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong). The SFC takes no responsibility for the contents of this Financial Disclosure Document, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Financial Disclosure Document. The SFC's authorisation does not imply its endorsement or recommendation of our non-principal protected unlisted equity linked investment products referred to in the Offer Documents (as defined below).
證券及期貨事務監察委員會（「**證監會**」）根據證券及期貨條例（香港法例第571章）第105(1)條認可根據所提交的標準格式編製的本財務披露文件的發出。證監會對本財務披露文件的內容概不負責，對其準確性或完整性亦不發表任何聲明，並明確表示，概不對因本財務披露文件的全部或任何部分內容而產生或因倚賴該等內容而引致的任何損失承擔任何法律責任。證監會的認可並不表示證監會認許或推介要約文件（定義見下文）提述的本行的不保本非上市股票掛鈎投資產品。

IMPORTANT
重要提示

This Financial Disclosure Document sets out the financial information relating to us. Our non-principal protected unlisted equity linked investment products under the Programme ("**ELIs**") are not being offered by this document alone. Before you decide whether to invest in our ELIs, you should read the information memorandum dated 3 December 2012 (including any addendum to the information memorandum), the relevant product booklet (including any addendum to the product booklet), the relevant indicative term sheet, together with this Financial Disclosure Document (together "**Offer Documents**") and fully understand and be willing to assume the risks associated with such an investment. You can obtain copies of the Offer Documents from your Distributor.

本財務披露文件載有關於本行的財務資料。本行於計劃下的不保本非上市股票掛鈎投資產品（「**股票掛鈎投資**」）並非單憑本文件而予以發售。 閣下在決定是否投資本行的股票掛鈎投資前，應細閱及全面了解日期爲二零一二年十二月三日的資料備忘錄（包括資料備忘錄的任何增編）、相關產品手冊（包括產品手冊的任何增編）及相關指示性條款表，連同本財務披露文件（統稱「**要約文件**」），並且全面了解及願意承擔有關投資風險。 閣下可向 閣下的分銷商索取要約文件。

If you are in any doubt about any of the contents of this Financial Disclosure Document, you should seek independent professional advice.

閣下對本財務披露文件的內容如有任何疑問，應徵詢獨立專業意見。

You are warned that the market value of our ELIs may fluctuate and you may sustain a total loss of your investment. You should therefore ensure that you understand the nature of our ELIs and carefully study the risk factors set out in the Offer Documents for our ELIs and, where necessary, seek independent professional advice, before you decide whether to invest in our ELIs.

閣下務請注意，本行的股票掛鈎投資的市值可能出現波動， 閣下可能損失全部投資。因此， 閣下在決定是否投資本行的股票掛鈎投資前，應確保 閣下了解本行的股票掛鈎投資的性質，並細閱本行的股票掛鈎投資的要約文件所載列的風險因素，並在有需要時徵詢獨立專業意見。

The Offer Documents for our ELIs include particulars given in compliance with the Code on Unlisted Structured Investment Products (the "**Code**") issued by the SFC for the purpose of giving information with regard to us, Bank of China (Hong Kong) Limited (as the Issuer and the Product Arranger), the Programme and our ELIs. We (as the Issuer and the Product Arranger) accept full responsibility for the contents of, and the completeness and accuracy of the information contained in the Offer Documents, and confirm, having made all reasonable enquiries, that to the best of our knowledge and belief there is no untrue or misleading statement, or other facts the omission of which would make any statement herein untrue or misleading. We also confirm that we (as the Issuer and the Product Arranger) meet the respective eligibility requirements under the Code and our ELIs comply with the Code.

本行的股票掛鈎投資的要約文件載有遵照證監會發出的非上市結構性投資產品守則（「**守則**」）而提供的資料，旨在提供有關本行，中國銀行（香港）有限公司（作爲發行人及產品安排人）、計劃及本行的股票掛鈎投資的資料。本行（作爲發行人及產品安排人）就要約文件的內容及所載資料的完整性及準確性承擔全部責任，並在作出一切合理查詢後確認，盡其所知所信，當中並無任何失實或具誤導性的陳述，亦無遺漏其他事實，致令要約文件所載任何陳述變得失實或具誤導性。本行亦確認，本行（作爲發行人及產品安排人）符合守則相關的資格規定，而本行的股票掛鈎投資亦符合守則的規定。

None of the Offer Documents constitute a prospectus under the Companies Ordinance (Cap.32, Laws of Hong Kong).
根據公司條例（香港法例第32章），概無要約文件構成發售章程。

We publish our annual report (which includes the audited consolidated financial statements as set out therein) following the end of each of our financial years, i.e. 31 December each year and our interim report (which includes the unaudited interim financial information as set out therein) following the end of each of our semi-annual interim financial periods, i.e. 30 June each year.
本行於每個財政年度結束(即每年的十二月三十一日)後刊發年報(包括當中所載的經審核綜合財務報表)，並於每個半年中期財政期間結束（即每年的六月三十日）後刊發中期報告（包括當中所載的未經審核中期財務資料）。

Our auditor, PricewaterhouseCoopers of 22/F, Prince's Building, Central, Hong Kong, has given and has not withdrawn its written consent to the inclusion of its independent auditor's report dated 26 March 2013 on our consolidated financial statements for the year ended 31 December 2012 (the "**Report**") and/or the references to its name in this Financial Disclosure Document, in the form and context in which it is included. The Report was not prepared for incorporation in this Financial Disclosure Document. We confirm that the auditor was engaged by us as our independent auditor to audit our consolidated financial statements for the year ended 31 December 2012 and we are not aware of, to the best of our knowledge, any conflict of interests for the auditor in the preparation of the Report.
本行的核數師羅兵咸永道會計師事務所（地址爲香港中環太子大廈22樓）已發出且並無撤回其書面同意，同意按現行形式及內容在本財務披露文件載入其日期爲二零一三年三月二十六日有關本行截至二零一二年十二月三十一日止年度的綜合財務報表的獨立核數師報告（「**報告**」）及／或引述其名稱。該報告並非爲載入本財務披露文件而編製。本行確認，核數師乃本行委聘的獨立核數師，負責審計本行截至二零一二年十二月三十一日止年度的綜合財務報表，而據本行所知，核數師在編製該報告的過程中並無任何利益衝突。

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中國銀行（香港）有限公司截至二零一二年十二月三十一日止年度的年報

2012 年報

Annual Report 2012

中國銀行(香港)有限公司
BANK OF CHINA (HONG KONG) LIMITED

中國銀行(香港)有限公司
BANK OF CHINA (HONG KONG) LIMITED

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董事會報告

董事會同仁謹此提呈本銀行及其附屬公司截至 2012 年 12 月 31 日止之董事會報告及經審核之綜合財務報表。

主要業務

本銀行爲根據香港《銀行業條例》項下所規定獲發牌的持牌銀行。本集團的主要業務爲提供銀行及相關的金融服務。本集團及本銀行於本年度按業務分類的經營狀況分析詳情載於財務報表附註 46。

業績及分配

本集團在本年度之業績載於第 37 頁之綜合收益表。

於 2012 年 5 月 29 日，董事會宣佈派發第一次中期股息，每股普通股港幣 0.126 元，總金額約爲港幣 54.23 億元，並已於 2012 年 8 月 17 日支付。

於 2012 年 12 月 28 日，董事會宣佈派發第二次中期股息，每股普通股港幣 0.17 元，總金額約爲港幣 73.18 億元，並已於 2012 年 12 月 31 日支付。

董事會建議不派發 2012 年度的末期股息。

儲備

本集團及本銀行之儲備變動詳情分別載於第 44 至 46 頁之綜合權益變動表及權益變動表。

捐款

本集團於年內之慈善及其他捐款總額約爲港幣 0.10 億元。

註：此捐款並不包括「中銀香港慈善基金」（下稱「基金」）向外界作出的捐款及贊助。「基金」是在香港註冊的獨立法人，是根據稅務條例獲豁免繳稅的慈善機構。

物業、器材及設備

本集團及本銀行之物業、器材及設備變動詳情載於財務報表附註 29。

董事會報告（續）

董事

於年內及截至本報告書日期止，本銀行的董事名單如下：

董事長	肖鋼 # （自2013年3月17日起辭任）
副董事長	李禮輝 # 和廣北
董事	李早航 # 周載群 # 陳四清 # 高迎欣 馮國經 * 高銘勝 * 寧高寧 *（於2012年8月24日獲委任） 單偉建 * 董建成 * 童偉鶴 *

非執行董事
* 獨立非執行董事

本銀行的組織章程細則並無有關董事輪值告退之條款，因此所有董事將繼續留任。

董事於重大合約之權益

於本年度內，本銀行、其控股公司、或其任何附屬公司或各同系附屬公司概無就本集團業務訂立任何重大、而任何董事直接或間接擁有重大權益的合約。

董事會報告（續）

董事認購股份之權益

於 2002 年 7 月 5 日，本銀行間接控股公司中銀（BVI）根據上市前認股權計劃向下列董事授予認股權，彼等可據此向中銀（BVI）購入本銀行直接控股公司中銀香港（控股）現有已發行股份，行使價爲每股港幣 8.50 元。該等認股權自 2002 年 7 月 25 日起的 4 年內歸屬，有效行使期爲 10 年。

以下列出根據上市前認股權計劃向董事授予的尚未行使認股權的詳情：

				認股權數量					
董事姓名	授出日期	每股行使價（港幣）	行使期限	於2002年7月5日授出之認股權	於2012年1月1日	年內已行使之認股權	年內已放棄之認股權	年內已作廢之認股權	於2012年12月31日
李早航	2002年7月5日	8.50	2003年7月25日至2012年7月4日	1,446,000	1,446,000	–	–	1,446,000	–
周載群	2002年7月5日	8.50	2003年7月25日至2012年7月4日	1,446,000	1,084,500	–	–	1,084,500	–
合共				2,892,000	2,530,500	–	–	2,530,500	–

註： 按上市前認股權計劃的條款，所有根據該計劃項下授出的認股權已於 2012 年 7 月 5 日失效。

除上文披露外，於本年度任何時間內，本銀行、其控股公司、或其任何附屬公司或各同系附屬公司概無訂立任何安排，使董事可藉購買本銀行或任何其他法人團體之股份或債券而獲益。

管理合約

中銀香港（控股）與本銀行已簽訂服務協議，中銀香港（控股）據此向本銀行提供管理及投資者關係服務，並以此收取服務費。任何一方可向另一方發出不少於3個月之通知以終止該協議。

符合《銀行業（披露）規則》

本年報符合《銀行業條例》項下《銀行業（披露）規則》之有關要求。

董事會報告（續）

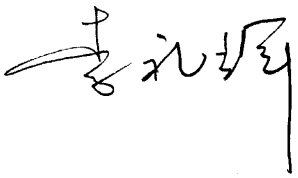
核數師

2012年度之財務報表乃由羅兵咸永道會計師事務所（「羅兵咸永道」）審計。

羅兵咸永道的任期將於2013年5月28日（星期二）本銀行以書面決議案形式召開的應屆股東週年大會（「2013年股東週年大會」）結束而其目前的任期屆滿時，退任本銀行的核數師。

董事會於2013年3月25日舉行的會議上，決議通過委任安永會計師事務所爲本銀行新核數師的建議，以即時填補羅兵咸永道退任後的空缺，任期直至本銀行下一屆股東週年大會結束爲止，惟須待本銀行股東於2013年股東週年大會批准後，方可作實。

承董事會命



副董事長
李禮輝

香港，2013年3月26日

Report of the Directors

The Directors are pleased to present their report together with the audited consolidated financial statements of the Bank and its subsidiaries for the year ended 31 December 2012.

Principal Activities

The Bank is a licensed bank authorised under the Hong Kong Banking Ordinance. The principal activities of the Group are the provision of banking and related financial services. An analysis of the Group's and the Bank's performance for the year by business segments are set out in Note 46 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 37.

On 29 May 2012, the Board declared the first interim dividend of HK$0.126 per ordinary share, totalling approximately HK$5,423 million, which was paid on 17 August 2012.

On 28 December 2012, the Board declared the second interim dividend of HK$0.17 per ordinary share, totalling approximately HK$7,318 million, which was paid on 31 December 2012.

The Board does not recommend the payment of a final dividend for the year 2012.

Reserves

Details of movements in the reserves of the Group and the Bank are set out in the consolidated statement of changes in equity and the statement of changes in equity respectively on pages 44 to 46.

Donations

Charitable and other donations made by the Group during the year amounted to approximately HK$10 million.

Note: These donations do not include the donations and sponsorships made by BOCHK Charitable Foundation (the "Foundation"). The Foundation is a separate legal entity established in Hong Kong and is a charitable institution exempt from tax under the Inland Revenue Ordinance.

Properties, Plant and Equipment

Details of movements in properties, plant and equipment of the Group and the Bank are set out in Note 29 to the Financial Statements.

Report of the Directors (continued)

Directors

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

Chairman	XIAO Gang #	(resignation effective from 17 March 2013)
Vice Chairmen	LI Lihui #	
	HE Guangbei	
Directors	LI Zaohang #	
	ZHOU Zaiqun #	
	CHEN Siqing #	
	GAO Yingxin	
	FUNG Victor Kwok King *	
	KOH Beng Seng *	
	NING Gaoning *	(appointment effective from 24 August 2012)
	SHAN Weijian *	
	TUNG Chee Chen *	
	TUNG Savio Wai-Hok *	

Non-executive Directors

* Independent Non-executive Directors

There being no provision in the Bank's Articles of Association for retirement by rotation, all Directors continue in office.

Directors' Interests in Contracts of Significance

No contracts of significance, in relation to the Group's business to which the Bank, its holding companies, or any of its subsidiaries or fellow subsidiaries was a party and in which a Director had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Report of the Directors (continued)

Directors' Rights to Acquire Shares

On 5 July 2002, the following Directors were granted options by BOC (BVI), the indirect holding company of the Bank, pursuant to a Pre-Listing Share Option Scheme to purchase from BOC (BVI) the existing issued shares of BOCHK (Holdings), the immediate holding company of the Bank, at a price of HK$8.50 per share. These options have a vesting period of four years from 25 July 2002 with a valid exercise period of ten years.

Particulars of the outstanding options granted to the Directors under the Pre-Listing Share Option Scheme are set out below:

				Number of share options					
Name of Director	Date of grant	Exercise price per share (HK$)	Exercisable period	Granted on 5 July 2002	Balances as at 1 January 2012	Exercised during the year	Surrendered during the year	Lapsed during the year	Balances as at 31 December 2012
LI Zaohang	5 July 2002	8.50	25 July 2003 to 4 July 2012	1,446,000	1,446,000	–	–	1,446,000	–
ZHOU Zaiqun	5 July 2002	8.50	25 July 2003 to 4 July 2012	1,446,000	1,084,500	–	–	1,084,500	–
Total				2,892,000	2,530,500	–	–	2,530,500	–

Note: According to the rules of the Pre-Listing Share Option Scheme, all outstanding options granted pursuant to the said Scheme had been lapsed on 5 July 2012.

Save as disclosed above, at no time during the year was the Bank, its holding companies, or any of its subsidiaries or fellow subsidiaries a party to any arrangements to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Bank or any other body corporate.

Management Contracts

There exists a services agreement between BOCHK (Holdings) and the Bank whereby BOCHK (Holdings) provides management and investor relations services to the Bank and under which costs are reimbursed and fees are payable. The said agreement can be terminated by either party giving not less than three months' prior notice.

Compliance with the Banking (Disclosure) Rules

This annual report complies with the applicable requirements set out in the Banking (Disclosure) Rules under the Banking Ordinance.

Report of the Directors (continued)

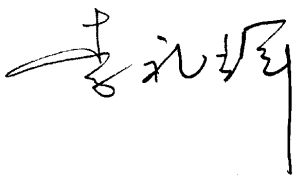
Auditor

The financial statements for the year 2012 have been audited by PricewaterhouseCoopers ("PwC").

PwC will retire as auditor of the Bank upon expiration of its current term of office at the close of the forthcoming annual general meeting of the Bank to be held on Tuesday, 28 May 2013 by way of written resolutions (the "2013 AGM").

On 25 March 2013, the Board resolved to propose the appointment of Messrs. Ernst & Young as the new auditor of the Bank to fill the vacancy immediately following the retirement of PwC and to hold office until the conclusion of the next forthcoming annual general meeting of the Bank, subject to the approval of its shareholders at the 2013 AGM.

On behalf of the Board



LI Lihui
Vice Chairman

Hong Kong, 26 March 2013

公司治理

爲保障股東、客戶和員工的利益，**本銀行致力維持和強化高水準的公司治理**。除了全面符合香港有關的法律法規以及金管局及香港證券及期貨事務監察委員會等監管機構的各項規定和指引外，本銀行已全面符合由金管局發出的監管政策手冊CG-1「本地註冊認可機構的企業管治」(「監管政策手冊CG-1」)。同時，本銀行也符合載列於2012年8月由金管局修訂的監管政策手冊CG-1中絕大部分的指引，並將於2013年8月前進一步提升適當措施以使其企業管治方式符合經修訂手冊所載的指引。本銀行不時對所採用的公司治理實務作出檢討，並力求符合國際和本地有關公司治理最佳慣例的要求。

公司治理政策

本銀行認同建立高水平公司治理的重要性，並致力維持有效的公司治理架構以實現本銀行的長遠成就。本銀行亦堅定地致力維護及加強良好公司治理的原則及實踐，已建立的良好公司治理架構對本銀行的商業道德操守作出指導及規範，令股東和利益相關者的整體權益得以持續地保障及維護。

公司治理架構

董事會作爲本銀行治理架構核心，與管理層之間具有明確分工。董事會負責給予管理層高階指引和有效監控。一般而言，董事會負責：

- 制訂本集團的中長期戰略並監控其執行情況；
- 審批年度業務計劃和財務預算；
- 批准有關年度、中期及季度業績；
- 審查及監控本集團的風險管理及內部監控；
- 確保本集團的良好公司治理及合規工作；及
- 監察本集團管理層的工作表現。

董事會特別授權管理層執行已確定的策略方針，由其負責本集團日常營運並向董事會報告。**爲此，董事會訂立了清晰的書面指引，特別明確管理層應向董事會匯報的各種情況，以及管理層應取得董事會批准後才可以代表本集團作出的各種決定或訂立的各種承諾等**。董事會將對這些授權和指引進行定期重檢。

爲避免使權力集中於一位人士，**本銀行董事長及總裁應分別由兩人擔任，兩者之間分工明確並已在董事會的職責約章中作出明文規定**。簡而言之，董事長負責確保董事會適當地履行其職能，貫徹良好公司治理常規及程序。此外，作爲董事會的主席，董事長亦負責確保所有董事均適當知悉當前的事項，及時得到充分、完備、可靠的信息。而總裁則負責領導整個管理層，推行董事會所採納的重要策略及發展戰略。

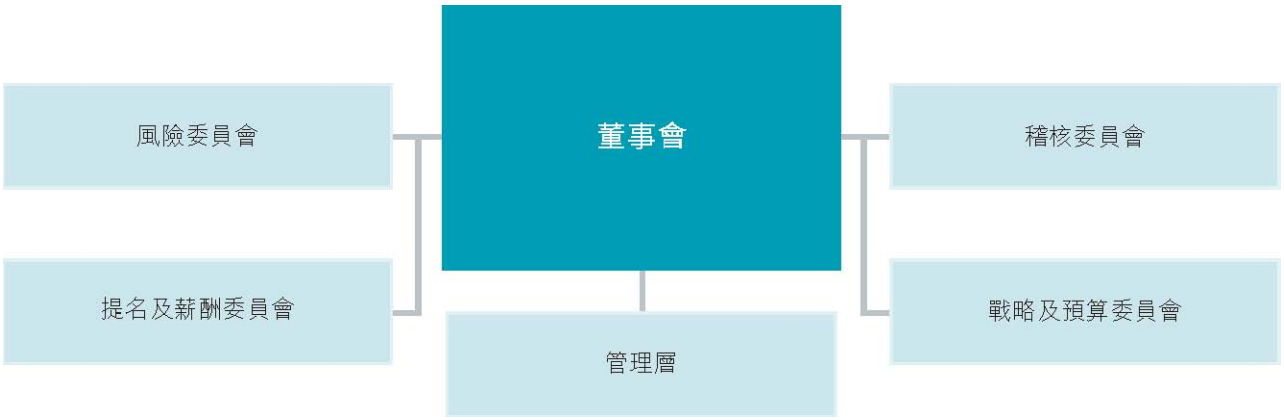
董事會在考慮有關的業界做法和公司治理國際最佳慣例的基礎上，下設**四個常設附屬委員會**－稽核委員會、提名及薪酬委員會、風險委員會和戰略及預算委員會，負責協助董事會履行其職責。此外，董事會亦會按需要授權一個完全由獨立非執行董事組成的獨立董事委員會，負責審閱、批准和監控根據有關法律和監管規定要求須由董事會批准的關連交易（包括持續關連交易）。

各附屬委員會均具有清晰界定的職責約章，並就其職權範圍內的有關事項向董事會提出意見，或在適當情況下按轉授權力作出決定。**所有附屬委員會均獲指派專業秘書部門，以確保有關委員會備有足夠資源，有效地及恰當地履行其職責**。董事會及附屬委員會亦有參與各專業秘書部門的年度考核工作，以保證及提升各專業秘書部門的服務質量及向董事會及附屬委員會提供充分及高效率的支援服務。此外，根據其職責約章的規定，**董事會及各附屬委員會亦會每年評估及審查其工作程序及有效性，以確定須予改進的地方**。

公司治理（續）

公司治理架構（續）

有關本銀行的公司治理架構可以參見下圖：



有關本銀行董事會所採用的公司治理原則和架構、董事會及各附屬委員會的組成及其職責約章、公司治理政策、信息披露政策及訊息公平披露政策等信息，在本銀行的網址 www.bochk.com 中「有關我們」的「公司治理」一節內均有詳細列載。

董事會

本銀行董事會以非執行董事及獨立非執行董事佔大多數，以保證董事會決策的獨立、客觀及對管理層實行全面和公正的監控。董事會誠實、善意地行事，並按照本集團的最佳利益客觀地作出決策，以盡力實現股東的長遠及最大價值並切實履行對本集團其他利益相關者的公司責任。

董事會現時共有董事12名，包括6名獨立非執行董事，4名非執行董事及2名執行董事。自2013年3月17日起，肖鋼先生辭任本銀行董事長及非執行董事；及自2012年8月24日起，本銀行委任寧高寧先生爲獨立非執行董事。除上述披露者外，於本年度及截至本年報日期止，並無其他董事會成員變動。

目前董事會成員中，所有董事均擁有廣泛的銀行業與管理經驗。此外，獨立非執行董事的佔比超過董事會成員的三分之一，並包括了多名具備財務及／或風險管理專長的獨立非執行董事。董事會採納了《董事獨立性政策》（《獨立性政策》），以規範獨立非執行董事的獨立性。本銀行已收到各獨立非執行董事根據該獨立性政策而作出的年度確認書。基於董事會所掌握的資料，本銀行確認所有獨立非執行董事的獨立身分。

本銀行目前**所有非執行董事、獨立非執行董事均有固定任期，約爲三年，並獲發正式聘書**，以訂明其委任的主要條款及條件。此外，提名及薪酬委員會亦已**制定一套關於委任獨立非執行董事的書面制度，以確保委任程序的規範化、全面性及透明度**。

於肖鋼先生在2013年3月17日辭任前，其爲中國銀行董事長及執行董事；李禮輝先生及李早航先生乃中國銀行的執行董事；周載群先生乃前中國銀行執行董事及副行長（其自2011年5月28日起辭任中國銀行執行董事及副行長）；陳四清先生現爲中國銀行副行長。**除上述披露者外，董事會成員之間並無任何關係，包括財務、業務、家屬或其他重大或相關的關係**。

另外，董事會的職責約章中已明確規定，除非有關法律或監管規則允許，否則若有大股東或董事在董事會將予考慮的議題中存在利益衝突，應就該議題舉行董事會會議，而在交易中沒有重大利益的獨立非執行董事應出席該次董事會會議，並就該議題提出專業意見以作進一步審議及審批。

本銀行於年內已爲各董事會成員**購買適當的董事責任保險，以保障其因企業行爲而引起的賠償責任**，本銀行均會爲該保險的保額及保障範圍進行年度檢討。

爲確保新任董事對本銀行的業務運作有充分瞭解及確保所有董事能定期更新其知識，以便向董事會提供具有充分依據的建議及意見，增加彼等對本銀行的貢獻，**董事會據此制訂了一套關於董事入職介紹的董事指引及培訓的書面制度**。

本銀行亦適時向各董事會成員提供關於影響董事及本銀行的有關監管條例的重大修訂；以及定期安排董事會成員與管理層會面，以加深董事會成員對本銀行最新的業務發展情況的了解。此外，本銀行鼓勵各董事會成員積極參與持續培訓課程。本銀行亦會適時安排各項相關的專業培訓課程予各董事會成員參加，有關費用一概由中銀香港（控股）負責。於 2012 年，本銀行特別邀請中國銀行首席經濟學家曹遠征先生爲董事及高層管理人員進行講座，介紹了中國經濟形勢與政策展望及國際貨幣體系改革與人民幣國際化的有關情況。

公司治理（續）

董事會（續）

董事會於2012年內共召開7次會議，會議平均出席率達93%。全年會議召開日期及時間安排已於上一年度擬定通過。所有會議材料連同會議議程一般在會議預定日期至少7天前送達全體董事會成員審閱。每次會議議程內容均在事前充分諮詢各董事會成員及高層管理人員意見後，經董事長確認而制訂。此外，爲便於非執行董事之間公開坦誠的討論，董事長於每次董事會會議開始議程討論部分前均預留時間與非執行董事（包括獨立非執行董事）進行討論，而執行董事及高層管理人員須暫時避席至該討論完畢。有關做法已形成制度並列入董事會的工作規則內。

於2012年，各位董事的出席率詳列如下：

董事	出席董事會會議次數	出席率
非執行董事		
肖鋼先生*（董事長）（註1）*	7次中出席6次	86%
李禮輝先生*（副董事長）*	7次中出席7次	100%
李早航先生	7次中出席7次	100%
周載群先生	7次中出席7次	100%
陳四清先生	7次中出席6次	86%
獨立非執行董事		
馮國經博士	7次中出席5次	71%
高銘勝先生	7次中出席7次	100%
寧高寧先生*（註2）*	2次中出席0次	0%
單偉建先生	7次中出席7次	100%
董建成先生	7次中出席7次	100%
童偉鶴先生	7次中出席7次	100%
執行董事		
和廣北先生*（副董事長兼總裁）*	7次中出席7次	100%
高迎欣先生	7次中出席7次	100%

註1：自2013年3月17日起，肖鋼先生辭任本銀行董事長及非執行董事。
註2：自2012年8月24日起，寧高寧先生獲委任爲本銀行獨立非執行董事。

除正式董事會會議及股東週年大會外，本銀行亦定期安排其他非正式活動以便加強董事會及高層管理人員之間的溝通及交流。例如，**本銀行不時舉行早餐會邀請董事會成員及高層管理人員參與並就本銀行的業務及策略問題互相交流。同時，本銀行亦已於年內舉辦了董事交流活動，以促進董事會與高層管理人員之間的溝通**。

公司治理（續）

稽核委員會

稽核委員會目前由6名成員組成，其中包括5名獨立非執行董事單偉建先生、馮國經博士、高銘勝先生、董建成先生及童偉鶴先生及1名非執行董事周載群先生。獨立非執行董事佔委員會成員的83%，主席由獨立非執行董事單偉建先生擔任。

稽核委員會協助董事會對本銀行及其附屬公司在以下方面（但不僅限於以下方面）履行職責：

- 財務報告的真實性和財務報告程式；
- 內部監控系統；
- 內部稽核職能的有效性及集團稽核主管的績效評估；
- 外部核數師的聘任、資格及獨立性的審查和工作表現的評估，及（如獲董事會授權）酬金的釐定；
- 本銀行及本集團財務報表、財務及業務回顧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資訊披露的要求；及
- 本集團的公司治理架構及實施。

稽核委員會於2012年內的主要工作包括審議及（如適用）審批：

- 本銀行截至2011年12月31日止年度的董事會報告與財務報表及全年業績公告，並建議董事會通過；
- 本銀行截至2012年6月30日止6個月的中期財務報表和中期業績公告，並建議董事會通過；
- 由外部核數師提交的審計報告及內部控制改善建議書、監管機構的現場審查報告；
- 年度外部核數師聘任的建議、支付予外部核數師的年度審計費用、審閱中期報表的費用及其他非審計服務費用；
- 本集團於2012年度的內部稽核工作計劃，以及所認定的重點範疇；
- 內部稽核部門的人力資源安排及薪酬水平、該部門2012年的費用預算；及
- 集團稽核主管及集團稽核的2011年度績效評估及2012年度主要績效考核指標。

自董事會採納本集團《員工內部舉報及處理政策》以來，有關機制有效運作。於年內，若干舉報個案均通過有關政策提供的渠道接收及按照既定程序得以有效地處理。

稽核委員會亦已於2012年對本集團內部監控系統的有效性進行了年度檢討。有關檢討涵蓋所有重要內部監控，包括財務、運作及合規及風險管理功能。檢討範圍亦包括集團會計及財務匯報職能的資源、員工資歷和經驗及培訓的足夠性。相關檢討的具體內容請參見「內部監控」一節。

稽核委員會於2012年內共召開7次會議，平均出席率達90%，有關董事的出席率詳列如下：

董事	出席委員會會議次數	出席率
單偉建先生*（主席）*	7次中出席6次	86%
周載群先生	7次中出席7次	100%
馮國經博士	7次中出席5次	71%
高銘勝先生	7次中出席7次	100%
董建成先生	7次中出席6次	86%
童偉鶴先生	7次中出席7次	100%

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5名，其中包括2名非執行董事李禮輝先生及李早航先生，以及3名獨立非執行董事董建成先生、單偉建先生及童偉鶴先生，委員會主席由獨立非執行董事董建成先生擔任。自2012年1月9日起，李禮輝先生辭任提名及薪酬委員會主席，但留任爲該委員會委員，董建成先生則獲委任爲該委員會主席；另馮國經博士辭任該委員會委員，童偉鶴先生則獲委任爲委員以接替馮國經博士。獨立非執行董事在變更前後均佔委員會成員的60%。

提名及薪酬委員會負責協助董事會對本銀行及其附屬公司在以下方面（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；
- 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（定義爲「高級管理人員」）；
- 董事會和各委員會的結構、規模、組成（包括成員的技能、經驗和知識）；
- 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；
- 董事及高級管理人員的培訓及持續專業發展；及
- 僱員的操守準則。

提名及薪酬委員會於2012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，包括根據董事會確定的南商（中國）戰略目標與定位，爲促進南商（中國）成功實現戰略轉型，加強配套激勵約束機制建設，調整及優化集團浮薪資源總額的提取方法；因應本銀行風險管理的最新情況對風險量度指標做出修訂，通過引入更多的量化指標，以增強機制的科學性及客觀性；及因應組織架構調整和風險管理要求的變化重檢金管局《穩健的薪酬制度指引》所定義之「高級管理人員」、「主要人員」、「特定員工團隊」、「風險控制人員」的界定方法以及「高級管理人員」、「主要人員」的崗位清單；
- 執行董事及高級管理人員2011年度的績效考核結果；
- 本集團（含高級管理人員）2011年度花紅發放方案及2012年度薪酬調整方案；
- 2012年度本集團及高級管理人員的主要績效指標；
- 2012及2013年度本集團人事費用預算方案；
- 監控本集團的中期人力資源策略及其他重要人事政策的執行情況；
- 分析及匯報董事會及各附屬委員會的自我評估結果，並就此向董事會提出建議，以進一步完善董事會及各附屬委員會的職能及效益；
- 處理有關聘請本銀行獨立非執行董事的事宜，包括從被提名人的專業知識和能力角度，考慮招聘委員會進行全球性公開招聘的推薦人選，向董事會作出建議；及
- 處理有關本集團內主要附屬公司調整及委任董事事宜。

提名及薪酬委員會已獲得董事會授權處理有關職責，**負責釐定個別執行董事、高級管理人員的薪酬待遇，包括長期激勵、股票期權、非金錢利益、退休金權利及賠償金額（包括喪失或終止職務或委任的賠償、遞延浮薪的提早發放）、按表現而釐定的薪酬部分；並向董事會建議有關人員的入職薪酬、簽約酬金、合約保證花紅等。**

提名及薪酬委員會於2012年內共召開6次會議，平均出席率達83%，有關董事的出席率詳列如下：

董事	**出席委員會會議次數**	**出席率**
董建成先生*（主席）（註）*	6次中出席6次	100%
李禮輝先生	6次中出席5次	83%
李早航先生	6次中出席6次	100%
馮國經博士*（註）*	1次中出席0次	0%
單偉建先生	6次中出席4次	67%
童偉鶴先生*（註）*	5次中出席4次	80%

註： 自2012年1月9日起，李禮輝先生辭任提名及薪酬委員會主席，但留任爲該委員會委員；董建成先生則獲委任爲該委員會主席；另馮國經博士辭任該委員會委員，童偉鶴先生則獲委任爲委員以接替馮國經博士。

公司治理（續）

風險委員會

風險委員會成員共有4名，其中包括2名非執行董事李早航先生及陳四清先生，以及2名獨立非執行董事高銘勝先生及童偉鶴先生。高銘勝先生擔任風險委員會主席。

風險委員會負責協助董事會對本銀行及其附屬公司在以下方面（但不僅限於以下方面）履行職責：

- 建立本集團的風險偏好和風險管理戰略，確定本集團的風險組合狀況；
- 識別、評估、管理本集團不同業務單位面臨的重大風險；
- 審查和評估本集團風險管理政策、制度和內部監控的充分性及有效性；
- 審視及監察本集團資本金管理；
- 審查和批准本集團目標平衡表；
- 審查及監控本集團對風險管理政策、制度及內部監控的遵守情況，包括本集團在開展業務時是否符合審慎、合法及合規的要求；
- 審查和批准本集團高層次的風險管理相關政策；
- 審查和批准重大的或高風險的風險承擔或交易；及
- 審閱主要報告，包括風險暴露報告、模型開發及驗證報告、信貸風險模型表現報告。

風險委員會於2012年內的主要工作包括：

- 重檢／審批政策，包括《中銀香港集團營運總則》、《中銀香港集團風險管理政策陳述》、《資本管理政策》、《員工行爲守則》、《內部評級體系驗證政策》、《關連交易管理政策》以及策略風險、信貸風險、市場風險、流動資金風險、利率風險、操作風險、法律、合規及信譽風險、壓力測試等政策；
- 重檢／審批集團浮薪資源總額管理機制的風險調節方法；
- 審閱／批准集團經營計劃，包括集團目標平衡表、中銀香港銀行盤投資計劃及投資組合主要風險監控指標、內部資本充足性評估程序結果以及風險管理限額；
- 審查和監控巴塞爾資本協定二的執行情況，包括審批信貸風險內部評級基準計算模型，審閱模型驗證報告；聽取信貸風險內部評級基準計算法的落實情況進度匯報，風險加權資產分佈情況匯報；
- 審閱各類風險管理報告；及
- 審查／審批重大的或高風險承擔或交易。

風險委員會於2012年內共召開6次會議，平均出席率達87%，有關董事的出席率詳列如下：

董事	**出席委員會會議次數**	**出席率**
高銘勝先生（*主席*）	6次中出席6次	100%
李早航先生	6次中出席6次	100%
陳四清先生	6次中出席4次	67%
童偉鶴先生	6次中出席5次	83%

公司治理（續）

戰略及預算委員會

戰略及預算委員會成員共有6名，其中包括2名非執行董事周載群先生及陳四清先生，3名獨立非執行董事馮國經博士、寧高寧先生及童偉鶴先生，以及本銀行總裁暨執行董事和廣北先生。於2012年8月24日，寧高寧先生獲委任爲戰略及預算委員會委員。主席由非執行董事周載群先生擔任。

戰略及預算委員會負責協助董事會對本銀行及其附屬公司在以下方面（但不僅限於以下方面）履行職責：

- 起草、審查、動議及監控本集團的中長期戰略；
- 起草及審查本集團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備選方案；
- 按照本集團既定的標準監控中長期戰略實施情況，向管理層提供方向性的指引；
- 審查及監控本集團定期／週期性（包括年度）業務計劃和財務預算；及
- 就本集團主要資本性支出、兼併與收購和戰略性承諾向董事會提出建議並監控其實施情況。

戰略及預算委員會在本年度重點指導和監督了本集團短期業務策略的實施，並推動落實本集團的重點業務策略，如中國業務、人民幣業務、私人銀行業務等。因應市場新環境對落實銀行戰略帶來的新機遇和挑戰，委員會對內地中資同業的海外擴張和中銀香港的對策進行了探討。此外，委員會也審查及監控了本集團2012年的財務預算和業務規劃的執行情況，並先行審查通過和向董事會推薦了管理層提交的本集團2013年度財務預算和業務規劃。

戰略及預算委員會於2012年內共召開6次會議，平均出席率達78%，有關董事的出席率詳列如下：

董事	出席委員會會議次數	出席率
周載群先生*（主席）*	6次中出席6次	100%
和廣北先生	6次中出席6次	100%
陳四清先生	6次中出席4次	67%
馮國經博士	6次中出席4次	67%
寧高寧先生*（註）*	2次中出席0次	0%
童偉鶴先生	6次中出席5次	83%

註：自2012年8月24日起，寧高寧先生獲委任爲戰略及預算委員會委員。

臨時委員會

於年內董事會成立了臨時招聘委員會，詳見如下：

招聘委員會

招聘委員會於2012年1月成立並透過公開招聘，以選聘合適及具資格的人士出任本銀行獨立非執行董事。委員會由獨立非執行董事馮國經博士擔任主席，其成員包括執行董事和廣北先生，非執行董事李禮輝先生以及四位獨立非執行董事高銘勝先生、單偉建先生、董建成先生及童偉鶴先生。經過幾輪篩選，以及經提名及薪酬委員會推薦，董事會議決任命寧高寧先生出任本銀行獨立非執行董事，自2012年8月24日起生效。

董事的證券交易

中銀香港（控股）已制定並實施一套《董事證券交易守則》以規範董事就中國銀行及中銀香港（控股）證券的交易事項。經中銀香港（控股）向所有董事查詢後，彼等均已確認其於2012年度內嚴格遵守前述內部守則及上市規則附錄十《上市發行人董事證券交易的標準守則》有關條款的規定。

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鈎，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適用於本銀行及其所有附屬機構（包括香港地區及以外的分支機構）。

- **「高級管理人員」及「主要人員」**

  下列組別的人員已界定爲符合金管局《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」：董事會指定的高級管理人員，負責總體策略或重要業務，包括總裁、副總裁、財務總監、風險總監、營運總監、助理總裁、董事會秘書以及集團稽核主管。

  - 「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、本集團主要附屬公司第一責任人、交易主管和首席交易員，以及對風險管理有直接影響的職能單位第一責任人。

- **薪酬政策的決策過程**

  爲體現上述原則，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，並由風險管理、財務管理、及合規等風險監控職能單位提供意見，以平衡員工激勵、穩健薪酬管理及審慎風險管理的需要。薪酬政策建議報管理委員會同意後，提呈提名及薪酬委員會審查，並報董事會審定。提名及薪酬委員會及董事會視實際需要徵詢董事會其他屬下委員會（如風險委員會、稽核委員會等）的意見。

- **薪酬及激勵機制的主要特色**

1. *績效管理機制*

   爲實踐「講求績效」的企業文化，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、客戶、基礎建設／重點工作、人員、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，透過績效管理機制，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、對所屬單位績效的影響、履行本職工作風險管理責任及合規守紀作爲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，並輔以價值觀的評核，促進核心價值觀的貫徹落實。

2. *薪酬的風險調節*

   爲落實績效及薪酬與風險掛鈎的原則，本集團根據《集團浮薪資源總額的風險調節方法》，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，而本集團的浮薪總額則按經董事會審定的風險調節後的績效結果計算，並由董事會酌情決定，以確保本集團浮薪總額是在充分考慮本集團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。

   本年度，本集團對《集團浮薪資源總額的風險調節方法》作出重檢，由風險委員會先提出專業意見，經提名及薪酬委員會審議後由董事會核定，維持以信貸風險、市場風險、利率風險、流動性風險、操作風險、法律風險、合規風險和信譽風險作爲衡量指標的框架，並因應本銀行風險管理的最新情況對量度指標做出修訂，通過引入更多的量化指標，增強機制的科學性及客觀性。

公司治理（續）

薪酬及激勵機制（續）

3. 以績效爲本、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。

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。

按集團浮薪資源總額管理機制的相關規定，董事會主要根據本集團的財務績效表現、與集團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，審批集團浮薪資源總額。除按機制規定的有關公式計算外，董事會可根據實際情況對本集團的浮薪資源總額作酌情調整。在集團業績表現較遜色時（如未達至集團業績的門檻條件），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，獨立於所監控的業務範圍；對於前線單位的風險控制人員，則透過矩陣式的匯報及考核機制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。

4. 浮薪發放與風險期掛鈎，體現本集團的長遠價值創造

爲實現薪酬與風險期掛鈎的原則，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，本集團採取遞進的模式，員工工作涉及風險期愈長、職等愈高或浮薪水平愈高的崗位，遞延浮薪的比例愈大。遞延的年期爲3年。

遞延浮薪的歸屬與本集團長遠價值創造相連結。遞延浮薪的歸屬條件與本集團未來3年每年的績效掛鈎，每年在本集團績效（含財務及非財務）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。若本集團或單位的績效表現估算需作重大修正、員工被證實犯欺詐、瀆職或違反內控政策的情況下，本集團便會索回員工並未歸屬的遞延浮薪，不予發放。

- **外部薪酬顧問**

  爲確保薪酬激勵機制的合適性，保持薪酬的市場競爭力，本集團曾就高級管理人員的薪酬管理事宜以及市場薪酬數據諮詢Towers Watson Pennsylvania Inc.及McLagan的獨立意見。

外部核數師

經稽核委員會建議，董事會向股東建議於本銀行 2013 年度股東週年大會上委任安永會計師事務所爲本銀行新核數師，任期直至本銀行下一屆股東週年大會結束爲止；倘獲股東授權，董事會將授權稽核委員會釐定安永會計師事務所的酬金。根據董事會採納的《外部核數師管理政策》，稽核委員會已按該政策內參考國際最佳慣例而制訂的原則及標準，對安永會計師事務所的獨立性及專業性作出評估及監察，並滿意有關評估結果。本銀行現任核數師羅兵咸永道會計師事務所將在其目前的任期屆滿後於本銀行 2013 年股東週年大會上退任。

於2012年度，由本集團向羅兵咸永道會計師事務所支付的費用合共港幣3,500萬元，其中港幣3,100萬元爲審計費，而港幣400萬元爲其他服務的費用。於2011年度，羅兵咸永道會計師事務所所收取的費用合共港幣3,700萬元，其中港幣3,100萬元爲審計費，而港幣600萬元爲其他服務的費用。

公司治理（續）

內部監控

董事會有責任維持本集團的內部監控系統穩健而且有效，以保障本集團的資產。根據董事會的授權範圍，管理層負責日常的運作及各類風險管理的工作。

內部監控系統旨在提供合適保證，以防出現嚴重陳述錯漏或損失的情況；並管理運作系統故障的風險，以及協助達致本集團的目標。除保障本集團資產安全外，亦確保保存妥善的會計記錄及遵守有關法例及規定。

本集團每年對內部監控系統的有效性進行檢討，涵蓋所有重要的監控方面，包括財務監控、運作監控及合規監控以及風險管理。有關檢討工作是以監管機構及專業團體的指引、定義爲基礎，根據內部環境、風險評估、控制活動、訊息與溝通及內部監督的五項內部監控元素進行評估，涵蓋所有重要的監控及措施，包括財務、運作及合規、及風險管理功能；檢討範圍亦包括本集團會計及財務匯報職能的資源、員工資歷和經驗及培訓的足夠性。有關檢討由本集團內部稽核部門統籌，透過管理層及業務部門的自我評估，內部稽核部門對檢討過程及結果進行獨立的檢查及後評價工作。有關2012年度的檢討結果已向稽核委員會及董事會匯報。

此外，本集團已基本建立且落實執行各項監控程序及措施，主要包括：

- 建立了相應的組織架構和各級人員的職、權、責，制定了書面的政策和程序，對各單位建立了相互牽制的職能分工，合理地保障本集團的各項資產安全，及內部監控措施的執行，並能在合法合規及風險控制下經營及運作；
- 管理層制定並持續監察本集團的發展策略、業務計劃及財務預算的執行情況，並已設置了會計管理制度，提供衡量財務及營運表現的依據；
- 本集團制定了相應的風險管理政策及人力資源管理政策，對各重大風險類別均設既定單位和人員承擔職責及處理程式，在風險的識別、評估及管理範疇，包括信譽、策略、法律、合規、信貸、市場、業務操作、流動性、利率等風險，均發揮了應有的監控功能（本集團的風險管理詳列於本年報第356至第363頁）；
- 本集團確立的資訊科技管治架構，設有多元化的資訊系統及管理報告，包括各類業務的監察資料、財務資訊、營運表現等，爲管理層及業務單位、監管機構等提供衡量及監控的訊息；各單位、層級亦已建立了適當的溝通管道和匯報機制，以確保訊息的交流暢通；
- 本集團的內部稽核部門採用風險爲本的評估方法，根據董事會轄下稽核委員會批准的內部稽核計劃，對財務範疇、各業務領域、各風險類別、職能運作及活動進行獨立的檢查，直接向稽核委員會提交報告，本集團的內部稽核部門對須關注的事項及需改善的方面有系統地及時跟進，並將跟進情況向管理層及稽核委員會報告；及
- 稽核委員會審閱外部核數師在年度審計中致本集團管理層的報告以及監管機構提出的內部監控建議，並由本集團的內部稽核部門持續跟進以確保本集團有計劃地實施有關建議，並定期向管理層及稽核委員會報告建議的落實情況。

本集團致力提升管治水平，對所有附屬公司持續監控。於2012年，本集團在組織架構分工、風險管理政策與程序及提高披露透明度等方面做出持續改善。因應環球經濟狀況、經營環境、監管規定、業務發展等內外變化，本集團整體上採取了一系列應對措施，並將持續檢討改善集團監控機制的成效。於2012年內發現需改進的地方已予確認，並已採取相應措施。

董事關於財務報告書的責任聲明

以下聲明應與本年報中核數師報告內的核數師責任聲明一併閱讀。該聲明旨在區別董事及核數師在財務報告書方面的責任。

董事須按香港《公司條例》規定編製真實且公平之財務報告書。除非本銀行及本集團將繼續其業務的假設被列爲不恰當，否則財務報告書必須以持續經營基準編製。董事有責任確保本銀行存置的會計紀錄，可合理準確披露本銀行財務狀況以及可確保所編製的財務報告書符合香港《公司條例》的規定。董事亦有責任採取合理可行的步驟，以保護本集團資產，並且防止及揭發欺詐及其他不正常情況。

董事認爲於編製載於本年報的財務報告書時，本銀行已採用合適的會計政策並貫徹使用，且具有合理的判斷及估計支持，並已遵守所有適用的會計準則。

Corporate Governance

The Bank is committed to maintaining and upholding high standards of corporate governance in order to safeguard the interests of shareholders, customers and employees. The Bank abides strictly by the laws and regulations in Hong Kong, and observes the rules and guidelines issued by regulatory authorities including HKMA and Hong Kong Securities and Futures Commission. It is in full compliance with the guidelines as set out in the Supervisory Policy Manual module CG-1 entitled "Corporate Governance of Locally Incorporated Authorized Institutions" ("SPM CG-1") issued by HKMA. Meanwhile, the Bank has also complied with almost all guidelines as set out in the latest SPM CG-1 revised by HKMA in August 2012 with further enhancement to be made prior to August 2013 so as to bring its corporate governance practices in line with the guidance stipulated in the revised module. The Bank from time to time reviews the corporate governance practices as adopted and strives to comply with the relevant requirements of international and local corporate governance best practices.

Corporate Governance Policy

The Bank recognises the importance of high standards of corporate governance and maintains an effective corporate governance framework which delivers long-term success of the Bank. The Bank is also strongly committed to embracing and enhancing sound corporate governance principles and practices. The established and well-structured corporate governance framework directs and regulates the business ethical conduct of the Bank, thereby protects and upholds the value of shareholders and stakeholders as a whole in a sustainable manner.

Corporate Governance Framework

The Board is at the core of the Bank's corporate governance framework and there is a clear division of responsibilities between the Board and the Management. The Board is responsible for providing high-level guidance and effective oversight of the Management. Generally, the Board is responsible for:

- formulating the Group's mid and long-term strategy and monitoring the implementation thereof;
- reviewing and approving the annual business plans and financial budgets;
- approving the annual, interim and quarterly results;
- reviewing and monitoring the Group's risk management and internal control;
- ensuring good corporate governance and effective compliance; and
- monitoring the performance of the Management.

The Board authorises the Management to implement the strategies as approved by the Board. The Management is responsible for the day-to-day operations of the Group and reports to the Board. **For this purpose, the Board has formulated clear written guidelines which stipulate the circumstances whereas the Management should report to and obtain prior approval from the Board before making decisions or entering into any commitments on behalf of the Group.** The Board will conduct regular review on these authorisation and guidelines.

To avoid concentration of power in any single individual, the **positions of the Chairman and the Chief Executive should be held by two different individuals. Their roles are distinct, clearly established and stipulated in the Board's Mandate.** In short, the Chairman is responsible for ensuring that the Board properly discharges its responsibilities and conforms to good corporate governance practices and procedures. In addition, as the Chairman of the Board, he is also responsible for ensuring that all Directors are properly briefed on all issues currently on hand, and that all Directors receive adequate, accurate and reliable information in a timely manner. The Chief Executive is responsible for providing leadership for the whole Management and implementing important policies and development strategies as adopted by the Board.

Corporate Governance (continued)

Corporate Governance Framework (continued)

Taking into consideration market practices and international best practices in corporate governance, **the Board has established four standing Board Committees** to assist in performing its responsibilities. They are the Audit Committee, the Nomination and Remuneration Committee, the Risk Committee, and the Strategy and Budget Committee. In addition, the Board will authorise an independent board committee comprising all Independent Non-executive Directors as and when required to review, approve and monitor connected transactions (including the continuing connected transactions) in accordance with the relevant rules and regulations that should be approved by the Board.

Each of the Board Committees has a well-defined Mandate and makes recommendations to the Board on relevant matters within its scope of responsibilities or makes decisions under appropriate circumstances in accordance with the power delegated by the Board. **All Board Committees are assigned a professional secretarial department which ensures that the Board Committees have adequate resources to perform their duties effectively and properly.** The Board and Board Committees will participate in the annual performance appraisal of those professional secretarial departments to ensure and enhance the services provided and ensure that adequate and efficient supports are provided to the Board and Board Committees. In addition, according to their respective Mandates, **the Board and each of the Board Committees will evaluate and review their work process and effectiveness annually, with a view to identifying areas for further improvements.**

The following chart sets out the Bank's corporate governance framework:

Details including the Bank's corporate governance principles and framework adopted by the Board, the composition of the Board and each of the Board Committees and their respective Mandates, Corporate Governance Policy, Information Disclosure Policy and Fair Disclosure Policy are available under the sub-section "Corporate Governance" of the section headed "About Us" on the Bank's website at www.bochk.com.

Board of Directors

The Board of the Bank is composed of majority of Non-executive Directors and Independent Non-executive Directors that ensures the independence and objectivity of the decisions of the Board, as well as comprehensive and impartial control of the Management. The Board acts honestly and in good faith so that decisions are made objectively with a view to delivering long-term and maximum shareholder value and fulfilling its corporate responsibility to other stakeholders of the Group.

The Board currently has twelve members, comprising six Independent Non-executive Directors, four Non-executive Directors and two Executive Directors. Mr. XIAO Gang resigned as Chairman and Non-executive Director of the Bank on 17 March 2013; and Mr. NING Gaoning was appointed as an Independent Non-executive Director of the Bank on 24 August 2012. Save as disclosed above, there were no other changes to the composition of the Board in 2012 and up to the date of this Annual Report.

Corporate Governance (continued)

Board of Directors (continued)

Under the current board membership, all Directors possess extensive experience in banking and management. In addition, over one-third of them are Independent Non-executive Directors, of whom some of them are experts in financial and/or risk management. The Board has adopted the "Policy on Independence of Directors" (the "Independence Policy") which stipulates the criteria on independence of Independent Non-executive Directors. The Bank has received from each of the Independent Non-executive Directors an annual confirmation of his independence by reference to the Independence Policy. Based on the information available to the Bank, it considers that all of the Independent Non-executive Directors are independent.

All the existing **Non-executive Directors and Independent Non-executive Directors** of the Bank have been **appointed for a fixed term of approximately 3 years, with formal letters of appointment** setting out the key terms and conditions of their appointment. In addition, the Nomination and Remuneration Committee has also established a **written and formal process for the appointment of Independent Non-executive Directors to ensure that the appointment procedures are standardised, thorough and transparent.**

Prior to Mr. XIAO Gang's resignation on 17 March 2013, he was the Chairman and an Executive Director of BOC. Mr. LI Lihui and Mr. LI Zaohang are Executive Directors of BOC. Mr. ZHOU Zaiqun was a former Executive Director and Executive Vice President of BOC (he ceased to be an Executive Director and Executive Vice President of BOC with effect from 28 May 2011). Mr. CHEN Siqing is an Executive Vice President of BOC. **Save as disclosed above, there are no other relationships between the Board members, including financial, business, family or other material/relevant relationships.**

In addition, it is expressly provided in the Board's Mandate that, unless the applicable laws or regulations allow otherwise, if a substantial shareholder or Director has a conflict of interest in the matter to be considered by the Board, a Board meeting must be convened and attended by Independent Non-executive Directors who have no material interest, and give professional advice to the subject matter for further consideration and approval.

During the year, the Bank has arranged for **appropriate cover on Directors' Liability Insurance Policy to indemnify the Directors for liabilities arising from the corporate activities.** The coverage and the amount insured under such policy are reviewed annually by the Bank.

To ensure the newly appointed Directors to have adequate understanding of the Bank's business operations and to enable all Directors to update their knowledge regularly so as to provide informed recommendation and advice and make contribution to the Bank, **the Board establishes a set of written policy specifying guidelines on Directors' induction and training upon appointment.**

The Bank also provides regular updates to Board members on material changes to regulatory requirements applicable to the Directors and the Bank on a timely basis; and arranges regular meetings with the Management to facilitate the understanding of the latest business development of the Bank. In addition, Board members are encouraged to participate actively in continuous training programmes. The Bank also arranges relevant professional training programmes for Board members at the expense of BOCHK (Holdings). In 2012, the Bank invited Mr. CAO Yuanzheng, Chief Economist of BOC, to deliver a seminar to the Directors and senior management with regard to the trend and outlook of macro-economic in Mainland China, and the reform of international monetary system and RMB Internationalisation.

Corporate Governance (continued)

Board of Directors (continued)

Seven Board meetings were held during 2012 with an average attendance rate of 93%. The meeting schedule for the year was prepared and approved by the Board in the preceding year. In general, Board agenda and meeting materials are despatched to all Board members for review at least seven days prior to the scheduled meetings. Board agenda is approved by the Chairman following consultation with other Board members and the senior management. In addition, in order to facilitate open discussion with all Non-executive Directors, the Chairman meets with all Non-executive Directors (including Independent Non-executive Directors), in the absence of Executive Directors and the senior management, during the discussion session before each Board meeting. Relevant practice has been incorporated in the Working Rules of the Board.

In 2012, details of respective Directors' attendance at the Board meetings are set out as follows:

Directors	Number of Board meetings attended	Attendance rate
Non-executive Directors		
Mr. XIAO Gang *(Chairman) (Note 1)*	6 out of 7	86%
Mr. LI Lihui *(Vice Chairman)*	7 out of 7	100%
Mr. LI Zaohang	7 out of 7	100%
Mr. ZHOU Zaiqun	7 out of 7	100%
Mr. CHEN Siqing	6 out of 7	86%
Independent Non-executive Directors		
Dr. FUNG Victor Kwok King	5 out of 7	71%
Mr. KOH Beng Seng	7 out of 7	100%
Mr. NING Gaoning *(Note 2)*	0 out of 2	0%
Mr. SHAN Weijian	7 out of 7	100%
Mr. TUNG Chee Chen	7 out of 7	100%
Mr. TUNG Savio Wai-Hok	7 out of 7	100%
Executive Directors		
Mr. HE Guangbei *(Vice Chairman and Chief Executive)*	7 out of 7	100%
Mr. GAO Yingxin	7 out of 7	100%

Note 1: Mr. XIAO Gang resigned as Chairman and Non-executive Director of the Bank with effect from 17 March 2013.
Note 2: Mr. NING Gaoning was appointed as an Independent Non-executive Director of the Bank with effect from 24 August 2012.

Apart from formal Board meetings and annual general meetings, the Bank arranges, on a regular basis, other casual events for the Board members and the senior management to facilitate their communication and interactions. For example, **the Bank organises breakfast meetings from time to time, Board members and senior management have been invited to join and share insights on the Bank's business and strategic issues. Further, a board retreat has also been held during the year to enhance communication between the Board and the senior management.**

Corporate Governance (continued)

Audit Committee

The Audit Committee currently comprises six members, including five Independent Non-executive Directors, namely Mr. SHAN Weijian, Dr. FUNG Victor Kwok King, Mr. KOH Beng Seng, Mr. TUNG Chee Chen and Mr. TUNG Savio Wai-Hok, and one Non-executive Director, Mr. ZHOU Zaiqun. Independent Non-executive Directors make up 83% of the Committee members. The Audit Committee is chaired by Mr. SHAN Weijian, an Independent Non-executive Director.

The Audit Committee assists the Board in performing the duties in respect of the Bank and its subsidiaries in, among others, the following areas:

- integrity of financial statements and financial reporting process;
- internal control systems;
- effectiveness of internal audit function and performance appraisal of the Head of Group Audit;
- appointment of external auditor and assessment of its qualification, independence and performance and, with authorisation of the Board, determination of its remuneration;
- periodic review and annual audit of the Bank's and the Group's financial statements, and financial and business review;
- compliance with applicable accounting standards as well as legal and regulatory requirements on financial disclosures; and
- corporate governance framework of the Group and implementation thereof.

The work performed by the Audit Committee during 2012 included the review and, where applicable, approval of:

- the Bank's Directors' Report and financial statements for the year ended 31 December 2011 and the annual results announcement that were recommended to the Board for approval;
- the Bank's interim financial statements for the six months ended 30 June 2012 and the interim results announcement that were recommended to the Board for approval;
- the audit reports and report on internal control recommendations submitted by external auditor, and the on-site examination reports issued by regulators;
- the appointment of external auditor, the fees payable to external auditor for the annual audit, interim review and other non-audit services;
- the Group's audit plan for 2012 and key issues identified;
- the deployment of human resources and pay level of the Internal Audit and its budget for 2012; and
- the 2011 performance appraisal of and 2012 key performance indicators for the Head of Group Audit and the Group Audit.

The "Policy on Staff Reporting of Irregularities" adopted by the Board is proved to be effective. During the year, reports on a number of cases were received and handled satisfactorily through the channels and procedures set out in the said Policy.

The Audit Committee conducted an annual review of the effectiveness of the internal control systems of the Group in 2012. The review covers all the material internal controls and measures, including financial, operational and compliance controls as well as risk management functions. The review also considers the adequacy of resources, staff qualifications and experience and training of the Group's accounting and financial reporting functions. Details of the relevant review will be elaborated in the sub-section headed "Internal Control".

Seven Audit Committee meetings were held during 2012 with an average attendance rate of 90%. Individual attendance records of the relevant Directors are set out as follows:

Directors	Number of committee meetings attended	Attendance rate
Mr. SHAN Weijian *(Chairman)*	6 out of 7	86%
Mr. ZHOU Zaiqun	7 out of 7	100%
Dr. FUNG Victor Kwok King	5 out of 7	71%
Mr. KOH Beng Seng	7 out of 7	100%
Mr. TUNG Chee Chen	6 out of 7	86%
Mr. TUNG Savio Wai-Hok	7 out of 7	100%

Corporate Governance (continued)

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises five members, including two Non-executive Directors, namely Mr. LI Lihui and Mr. LI Zaohang, and three Independent Non-executive Directors, namely Mr. TUNG Chee Chen, Mr. SHAN Weijian and Mr. TUNG Savio Wai-Hok. It was chaired by Mr. TUNG Chee Chen, an Independent Non-executive Director of the Board. With effect from 9 January 2012, Mr. LI Lihui resigned as the Chairman of Nomination and Remuneration Committee, but remained as a member; Mr. TUNG Chee Chen was appointed as the Chairman; Dr. FUNG Victor Kwok King resigned as a member and Mr. TUNG Savio Wai-Hok was appointed as a member in place of Dr. FUNG Victor Kwok King. Prior and subsequent to such changes, the Independent Non-executive Directors represent 60% of the Committee members.

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

- human resources, remuneration strategy and incentive framework 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 (including skills, experience and knowledge) of the Board and Board Committees;
- remuneration of Directors, Board Committee members, Senior Management and Key Personnel;
- effectiveness of the Board and Board Committees;
- training and continuous professional development of Directors and Senior Management; and
- code of conduct applicable to employees.

Corporate Governance (continued)

Nomination and Remuneration Committee (continued)

Key tasks performed by the Nomination and Remuneration Committee during 2012 included the approval, review and proposal to the Board on the following according to the responsibilities and authorities:

- formulation, review and amendment on the major human resources and remuneration policies, including adjustment and optimisation of the derivation method of the Group Bonus Funding based on the Board's approved business objectives and positioning of NCB (China) to facilitate a successful strategic transformation by strengthening incentive mechanic and; to enhance indicators used in the Risk Adjustment Method based on the Bank's latest risk management profile, by introducing more quantitative measures, to make the Risk Adjustment Method more scientific and objective; to review the identification criteria of "Senior Management", "Key Personnel", "Key Employee Group" and "Risk Control Personnel" as delineated in the "Guideline on a Sound Remuneration System" published by HKMA, as well as the review of specified jobs for "Senior Management" and "Key Personnel" in accordance with the changes in organisational structure and risk management requirements;

- performance appraisal results of the Executive Directors and Senior Management for year 2011;

- proposal on staff bonus for year 2011 and salary adjustment for year 2012 for the Group, including the Senior Management;

- key performance indicators of the Group and the Senior Management for year 2012;

- proposal on human resources budget of the Group for year 2012 and 2013;

- monitoring the implementation progress of the Group's medium-term human resources strategies and other major human resources policies;

- analysis and report of self-evaluation results of the Board and Board Committees, put forward recommendations to the Board to further enhance the functions and effectiveness of the Board and Board Committees;

- recruitment of an Independent Non-executive Director of the Bank, include considering the candidates from the open and global recruitment conducted by the Search Committee in the sense of their professional knowledge and abilities, and recommending to the Board on the proposed candidate; and

- consideration of the matters relating to the adjustment and appointment of directors in major subsidiaries of the Group.

The Nomination and Remuneration Committee also has the delegated responsibility to **determine the remuneration packages of the Executive Directors and Senior Management, including long-term incentive, share option, benefits in kind, pension rights and compensation payments (including any compensation payable for loss or termination of their office or appointment, early payout of deferred remuneration), as well as the performance-based remuneration. Moreover, it will recommend to the Board on their remuneration package upon joining, sign-on bonus and contract guaranteed bonus, etc.**

Corporate Governance (continued)

Nomination and Remuneration Committee (continued)

Six Nomination and Remuneration Committee meetings were held during 2012 with an average attendance rate of 83%. Attendance records of relevant Directors are set out as follows:

Directors	Number of committee meetings attended	Attendance rate
Mr. TUNG Chee Chen *(Chairman) (Note)*	6 out of 6	100%
Mr. LI Lihui	5 out of 6	83%
Mr. LI Zaohang	6 out of 6	100%
Dr. FUNG Victor Kwok King *(Note)*	0 out of 1	0%
Mr. SHAN Weijian	4 out of 6	67%
Mr. TUNG Savio Wai-Hok *(Note)*	4 out of 5	80%

Note: With effect from 9 January 2012, Mr. LI Lihui resigned as the Chairman of Nomination and Remuneration Committee, but remained as a member of the Committee; Mr. TUNG Chee Chen was appointed as the Chairman of Nomination and Remuneration Committee; in addition, Dr. FUNG Victor Kwok King resigned as a member of the Nomination and Remuneration Committee and Mr. TUNG Savio Wai-Hok was appointed as a member in place of Dr. FUNG Victor Kwok King.

Risk Committee

The Risk Committee comprises four members, including two Non-executive Directors, namely Mr. LI Zaohang and Mr. CHEN Siqing, and two Independent Non-executive Directors, namely Mr. KOH Beng Seng and Mr. TUNG Savio Wai-Hok. The Risk Committee is chaired by Mr. KOH Beng Seng.

The Risk Committee assists the Board in performing the duties in respect of the Bank and its subsidiaries in, among others, the following areas:

- formulation of the risk appetite and risk management strategy of the Group and determination of the Group's risk profile;
- identification, assessment and management of material risks faced by various business units of the Group;
- review and assessment of the adequacy and effectiveness of the Group's risk management policies, system and internal control;
- review and monitoring of the Group's capital management;
- review and approval of the Group's target balance sheet;
- review and monitoring of the Group's compliance with the risk management policies, system and internal control, including the Group's compliance with prudential, legal and regulatory requirements governing the businesses of the Group;
- review and approval of high-level risk-related policies of the Group;
- review and approval of significant or high risk exposures or transactions; and
- review of key reports, including risk exposure reports, model development and validation reports, and credit risk model performance reports.

Corporate Governance (continued)

Risk Committee (continued)

The work performed by the Risk Committee during 2012 included the following:

- review/approval of policies, including the "BOCHK Group Operating Principles", the "Risk Management Policy Statement of BOCHK Group", the "Capital Management Policy", the "Staff Code of Conduct", the "Policy for Validating Internal Rating Systems", the "Connected Transactions Management Policy", and a range of risk management policies covering strategic risk, credit risk, market risk, liquidity risk, interest rate risk, operational risk, legal, compliance and reputation risk and stress testing, etc;

- review/approval of the risk adjustment method for group bonus funding mechanics;

- review/approval of the Group's operating plans, including the Group's target balance sheets, the BOCHK's banking book investment plans and portfolio key risk indicators, results of Internal Capital Adequacy Assessment Process (ICAAP), as well as risk management limits;

- review and monitoring of Basel II implementation, including approval of IRB models, review of model validation reports, receiving the implementation progress reports of IRB, as well as the status reports of the allocation of risk-weighted assets;

- review of various risk management reports; and

- review/approval of significant high risk exposures or transactions.

Six Risk Committee meetings were held during 2012 with an average attendance rate of 87%. Attendance records of relevant Directors are set out as follows:

Directors	Number of committee meetings attended	Attendance rate
Mr. KOH Beng Seng *(Chairman)*	6 out of 6	100%
Mr. LI Zaohang	6 out of 6	100%
Mr. CHEN Siqing	4 out of 6	67%
Mr. TUNG Savio Wai-Hok	5 out of 6	83%

Corporate Governance (continued)

Strategy and Budget Committee

The Strategy and Budget Committee comprises six members, including two Non-executive Directors, namely Mr. ZHOU Zaiqun and Mr. CHEN Siqing, and three Independent Non-executive Directors, namely Dr. FUNG Victor Kwok King, Mr. NING Gaoning and Mr. TUNG Savio Wai-Hok and Mr. HE Guangbei, the Chief Executive as well as the Executive Director of the Bank. Mr. NING Gaoning was appointed as a member of the Strategy and Budget Committee with effect from 24 August 2012. The Strategy and Budget Committee is chaired by Mr. ZHOU Zaiqun, a Non-executive Director.

The Strategy and Budget Committee assists the Board in performing the duties in respect of the Bank and its subsidiaries in, among others, the following areas:

- drafting, review of, making motion, and monitoring the Group's medium to long-term strategies;
- drafting and review of the process of formulating the Group's medium to long-term strategies to ensure that they are sufficiently robust to take into account a range of alternatives;
- monitoring the implementation of the Group's medium to long-term strategies through pre-determined metrics and providing guidance to the Management;
- review of and monitoring the Group's regular/periodic (including annual) business plans and financial budgets; and
- making recommendations to the Board on major capital expenditures, merger & acquisition and strategic commitments of the Group and monitoring the implementation thereof.

During the year, the Strategy and Budget Committee played a prominent role in providing guidance and monitoring the implementation of the Group's short-term business strategies and driving the formulation and implementation of the Group's key business strategies, such as the development of China business, RMB business, private banking business, etc. In response to the new operating environment which posed new opportunities and challenges to the implementation of bank strategies, the Strategy and Budget Committee discussed the overseas development of Chinese peer banks from the Mainland and BOCHK's strategies. In addition, it also reviewed and monitored the implementation of the Group's financial budgets and business plans for 2012. The Strategy and Budget Committee also reviewed and endorsed the Group's financial budgets and business plans for the year 2013 and recommended the same to the Board for approval.

Six Strategy and Budget Committee meetings were held during 2012 with an average attendance rate of 78%. Attendance records of relevant Directors are set out as follows:

Directors	Number of committee meetings attended	Attendance rate
Mr. ZHOU Zaiqun *(Chairman)*	6 out of 6	100%
Mr. HE Guangbei	6 out of 6	100%
Mr. CHEN Siqing	4 out of 6	67%
Dr. FUNG Victor Kwok King	4 out of 6	67%
Mr. NING Gaoning *(Note)*	0 out of 2	0%
Mr. TUNG Savio Wai-Hok	5 out of 6	83%

Note: Mr. NING Gaoning was appointed as a member of the Strategy and Budget Committee with effect from 24 August 2012.

Corporate Governance (continued)

Ad Hoc Committee

The Board established an ad hoc Search Committee during the year with details as follows:

Search Committee

The Search Committee was established in January 2012 to conduct an open recruitment to search for a suitably qualified candidate as an Independent Non-executive Director of the Bank. The Committee was chaired by Dr. FUNG Victor Kwok King, an Independent Non-executive Director. Its members included Mr. HE Guangbei, an Executive Director, Mr. LI Lihui, a Non-executive Director and Mr. KOH Beng Seng, Mr. SHAN Weijian, Mr. TUNG Chee Chen and Mr. TUNG Savio Wai-Hok, four Independent Non-executive Directors. After several rounds of selection and with the recommendation of the Nomination and Remuneration Committee, the Board resolved to appoint Mr. NING Gaoning as an Independent Non-executive Director of the Bank with effect from 24 August 2012.

Directors' Securities Transactions

BOCHK (Holdings) has established and implemented the "Code for Securities Transactions by Directors" to govern the Director's dealings in securities of BOC and BOCHK (Holdings). Upon inquiry by BOCHK (Holdings), all Directors confirmed that they had strictly complied with the provisions as set out in both the said Code and the "Model Code for Securities Transactions by Directors of Listed Issuers" as contained in Appendix 10 of the Listing Rules throughout the year 2012.

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 applicable to the Bank and all of its subsidiaries (including the branches and institutions in and out of Hong Kong).

- **"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 designated by the Board who are responsible for oversight of the firm-wide strategy or material business lines, including Chief Executive, Deputy Chief Executives, Chief Financial Officer, Chief Risk Officer, Chief Operating Officer, Assistant Chief Executive, Board Secretary and Head of Group Audit.

  - "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, Head of Trading and Chief Dealer, as well as heads of risk control functions.

Corporate Governance (continued)

Remuneration and Incentive Mechanism (continued)

- **Determination of the Remuneration Policy**

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

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

1. *Performance Management Mechanism*

To reflect the "performance-driven" corporate culture, 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, customer, building blocks/key tasks, human capital, 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. 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 security and normal operation of the Group. Core values are also assessed to facilitate the attainment of them.

2. *Risk Adjustment of Remuneration*

To put the principle of aligning performance and remuneration with risk into practice, based on "The Risk Adjustment Method for Group Bonus Funding Mechanics", the key risk modifiers of the Bank have been incorporated into the performance management mechanism of the Group. The size of the Variable Remuneration Pool of the Group is calculated according to the risk adjusted performance results approved by the Board and is subject to the Board's discretion. This method ensures the Group to fix the Group's Variable Remuneration Pool after considering risk exposures and changes and to maintain effective risk management through the remuneration mechanism.

"The Risk Adjustment Method for Group Bonus Funding Mechanics" was reviewed this year. With professional advices sought from the Risk Committee, the enhancement was approved by the Board after review carried out by the Nomination and Remuneration Committee. The framework of using credit risk, market risk, interest rate risk, liquidity risk, operational risk, legal risk, compliance risk and reputation risk was maintained. To be more scientific and objective, more quantitative measures were introduced based on the Bank's latest risk management profile.

Corporate Governance (continued)

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 one to the other for individual staff members depends on job grades, roles, responsibilities and functions of the staff with the prerequisite that balance has to be struck between the fixed and variable portion. Generally speaking, 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.

Every year, the Group will conduct periodic review on the fixed remuneration of the staff with reference to various factors like 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 Group Bonus Funding Mechanics, the size of the Variable Remuneration Pool of the Group is determined by the Board on the basis of the financial performance of the Group and the achievement of non-financial strategic business targets under the long-term development of the Group. Thorough consideration is also made to the risk factors in the determination process. The size of the Pool is reached based on pre-defined formulaic calculations but the Board can make discretionary adjustment to it if deemed appropriate under prevailing circumstances. When the Group's performance is relatively weak (e.g. failed to meet the threshold performance level), 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 performance of the units, and that of each individual staff as well as the unit he/she is attaching to, and the assessment of which should include risk modifiers. 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 matrix reporting and performance management system 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.

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 work out the principle of aligning remuneration with the time horizon of risk and to ensure that sufficient time is allowed to ascertain the associated risk 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 Group adopts a progressive approach towards deferral. The longer the time horizon of risk in the activities conducted by the staff, the higher the job grade or the higher amount of the variable remuneration, 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 linked to the yearly performance (financial and non-financial) of the Group in the next 3 years to the effect that the variable remuneration could only be vested to such extent as set for the relevant year in that 3-year period subject to the condition that the Group's performance has met the threshold requirement in the corresponding year. In case of material revision of the original estimates of the performance of the Group or individual units, or if a staff is found to commit fraud, or found to be of malfeasance or in violation of internal control policies, the unvested portion of the deferred variable remuneration of the relevant staff will be clawed back.

- **External Remuneration Consultant**

To ensure the suitability and competitiveness of the remuneration and incentive mechanism, the Group appointed Towers Watson Pennsylvania Inc. and McLagan for independent consultation in areas of pay management mechanism of Senior Management and market remuneration data.

Corporate Governance (continued)

External Auditor

With the recommendation of the Audit Committee, the Board has proposed Ernst & Young to be appointed as the new auditor of the Bank at the Bank's 2013 annual general meeting to hold office until the conclusion of the next forthcoming annual general meeting of the Bank. Subject to shareholders' authorisation, the Board will authorise the Audit Committee to determine the remuneration of Ernst & Young. Pursuant to the "Policy on External Auditor Management" adopted by the Board, the Audit Committee reviewed and monitored and was satisfied with the independence and professionalism of Ernst & Young, based on the principles and standards set out in the said Policy that were in line with international best practices. PricewaterhouseCoopers, the existing auditor of the Bank, will retire upon expiration of its current term of office at the Bank's 2013 annual general meeting.

For 2012, the fee paid by the Group to PricewaterhouseCoopers was HK$35 million, of which HK$31 million was for audit services and HK$4 million related to other services. For 2011, the fee charged by PricewaterhouseCoopers was HK$37 million, of which HK$31 million was for audit services and HK$6 million related to other services.

Internal Control

The Board has the responsibility to ensure that the Group maintains sound and effective internal controls to safeguard the Group's assets. According to the Board's scope of delegation, the Management is responsible for the day-to-day operations and risk management.

The internal control system is designed to provide appropriate assurance against material misstatement or loss; to manage the risk of system failure; and to assist in the achievement of the Group's objectives. In addition to safeguarding the Group's assets, it also ensures the maintenance of proper accounting records and compliance with relevant laws and regulations.

The Group conducts an annual review of the effectiveness of its internal control systems covering all material controls, including financial, operational and compliance controls as well as risk management. The review is conducted by reference to the guidelines and definitions given by the regulatory and professional bodies for the purpose of assessing five different internal control elements, namely, the control environment, risk assessment, control activities, information and communication, and monitoring. The assessment covers all the major internal controls and measures, including financial, operational and compliance controls as well as risk management functions. The review also considers the adequacy of resources, staff qualifications and experience and training of the Group's accounting and financial reporting functions. The review is coordinated by the Group's internal audit which, after the Management and various business departments have performed their self-assessment, then carries out an independent examination and other post-assessment work on the review process and results. The results of the 2012 review have been reported to the Audit Committee and the Board.

Corporate Governance (continued)

Internal Control (continued)

The key procedures that the Group has essentially established and implemented to provide internal controls are summarised as follows:

- a rational organisational structure with appropriate personnel is developed and whose responsibility, authority, and accountability are clearly delineated. The Group has formulated policies and procedures to ensure reasonable checks and balances for all the operating units, reasonable safeguard for the Group's assets, the implementation of internal controls and adherence to relevant laws and regulations and risk management in its operations;

- the Management draws up and continuously monitors the implementation of the Group's strategies, business plans and financial budgets. The accounting and management systems that are in place provide the basis for evaluating financial and operational performance;

- the Group has various risk management and human resources policies. There are specific units and personnel that are responsible for identifying, assessing and managing all the major risks. These include reputation, strategic, legal, compliance, credit, market, operational, liquidity and interest rate risks (The Group's risk management is given on page 356 to page 363 in this Annual Report);

- the Group has established an information technology governance structure that produces a range of reports on information systems and management, including information on the monitoring of various business units, financial information and operating performance. Such information facilitates the Management, business units and the regulatory bodies in assessing and monitoring the Group's operation and performance. Proper communication channels and reporting mechanisms are in place at various business units and levels to facilitate exchange of information;

- pursuant to a risk-based approach and in accordance with the internal audit plan approved by the Audit Committee, the Group's internal audit conducts independent reviews on such aspects as financial activities, various business areas, various kinds of risks, operations and activities. Reports are submitted directly to the Audit Committee. The Group's internal audit closely follows up on the items that require attention in a systematic way and reports to the Management and the Audit Committee in a timely manner; and

- the Audit Committee reviews the reports submitted by external auditor to the Group's Management in connection with the annual audit as well as the recommendations made by regulatory bodies on internal control. The Group's internal audit follows up on the same to ensure timely implementation of the recommendations, and also periodically reports the status of the implementation to the Management and the Audit Committee.

The Group is committed to upholding good corporate governance practices and the internal control system of all subsidiaries are reviewed regularly. During the year of 2012, continuous improvements on the organisation structure and segregation of duty, the risk management policy and procedure, and the enhancement of disclosure transparency have been undertaken by the Group. In response to internal and external changes in global economic condition, operating environment, regulatory requirement and business development, the Group has implemented a series of measures and undertaken an on-going review on the effectiveness of the internal control mechanism. In 2012, areas for improvement have been identified and appropriate measures have been implemented.

Corporate Governance (continued)

Directors' Responsibility Statement in relation to Financial Statements

The following statement should be read in conjunction with the auditor's statement of their responsibilities as set out in the auditor's report contained in this Annual Report. The statement aims to distinguish the responsibilities of the Directors and the auditor in relation to the financial statements.

The Directors are required by the Hong Kong Companies Ordinance to prepare financial statements, which give a true and fair view of the state of affairs of the Bank. The financial statements should be prepared on a going concern basis unless it considers inappropriate. The Directors are responsible for ensuring that the accounting records kept by the Bank at any time reasonably and accurately reflect the financial position of the Bank, and also ensure that the financial statements comply with the requirements of the Hong Kong Companies Ordinance. The Directors also have duties to take reasonable and practicable steps to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

The Directors consider that in preparing the financial statements contained in this Annual Report, the Bank has adopted appropriate accounting policies which have been consistently applied and supported by reasonable judgements and estimates, and that all accounting standards which they consider to be applicable have been followed.

獨立核數師報告

致中國銀行（香港）有限公司股東
（於香港註冊成立的有限公司）

本核數師（以下簡稱「我們」）已審計列載於第37至第311頁中國銀行（香港）有限公司（以下簡稱「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二零一二年十二月三十一日的綜合及公司資產負債表與截至該日止年度的綜合收益表、綜合及公司全面收益表、綜合及公司權益變動表和綜合現金流量表，以及主要會計政策概要及其他附註解釋資料。

董事就綜合財務報表須承擔的責任

貴銀行董事須負責根據香港會計師公會頒佈的香港財務報告準則及香港《公司條例》編製綜合財務報表，以令綜合財務報表作出真實而公平的反映，及落實其認爲編製綜合財務報表所必要的內部控制，以使綜合財務報表不存在由於欺詐或錯誤而導致的重大錯誤陳述。

核數師的責任

我們的責任是根據我們的審計對該等綜合財務報表作出意見，並按照香港《公司條例》第141條僅向整體股東報告，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

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。該等準則要求我們遵守道德規範，並規劃及執行審計，以合理確定綜合財務報表是否不存在任何重大錯誤陳述。

審計涉及執行程序以獲取有關綜合財務報表所載金額及披露資料的審計憑證。所選定的程序取決於核數師的判斷，包括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。在評估該等風險時，核數師考慮與該公司編製綜合財務報表以作出真實而公平的反映相關的內部控制，以設計適當的審計程序，但目的並非對公司內部控制的有效性發表意見。審計亦包括評價董事所採用會計政策的合適性及作出會計估計的合理性，以及評價綜合財務報表的整體列報方式。

我們相信，我們所獲得的審計憑證能充足和適當地爲我們的審計意見提供基礎。

意見

我們認爲，該等綜合財務報表已根據香港財務報告準則真實而公平地反映貴銀行及貴集團於二零一二年十二月三十一日的事務狀況，及貴集團截至該日止年度的利潤及現金流量，並已按照香港《公司條例》妥爲編製。

羅兵咸永道會計師事務所
執業會計師
香港，2013 年 3 月 26 日

Independent Auditor's Report

To the shareholders of Bank of China (Hong Kong) Limited
(incorporated in Hong Kong with limited liability)

We have audited the consolidated financial statements of Bank of China (Hong Kong) Limited (the "Bank") and its subsidiaries (together, the "Group") set out on pages 37 to 311, which comprise the consolidated and company balance sheets as at 31 December 2012, and the consolidated income statement, the consolidated and company statements of comprehensive income, the consolidated and company statements of changes in equity and the consolidated cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Directors' Responsibility for the Consolidated Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

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

PricewaterhouseCoopers
Certified Public Accountants
Hong Kong, 26 March 2013

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	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
利息收入	Interest income		**33,667**	30,248
利息支出	Interest expense		**(10,718)**	(9,967)
淨利息收入	**Net interest income**	5	**22,949**	20,281
服務費及佣金收入	Fee and commission income		**11,168**	10,759
服務費及佣金支出	Fee and commission expense		**(3,187)**	(3,002)
淨服務費及佣金收入	**Net fee and commission income**	6	**7,981**	7,757
淨交易性收益	Net trading gain	7	**2,762**	1,574
界定爲以公平值變化計入損益之金融工具淨收益／（虧損）	Net gain/(loss) on financial instruments designated at fair value through profit or loss		**42**	(4)
其他金融資產之淨收益	Net gain on other financial assets	8	**621**	330
其他經營收入	Other operating income	9	**503**	435
提取減值準備前之淨經營收入	**Net operating income before impairment allowances**		**34,858**	30,373
減值準備淨撥備	Net charge of impairment allowances	10	**(848)**	(339)
淨經營收入	**Net operating income**		**34,010**	30,034
經營支出	Operating expenses	11	**(11,192)**	(7,660)
經營溢利	**Operating profit**		**22,818**	22,374
投資物業出售／公平值調整之淨收益	Net gain from disposal of/fair value adjustments on investment properties	12	**1,889**	2,213
出售／重估物業、器材及設備之淨收益／（虧損）	Net gain/(loss) from disposal/revaluation of properties, plant and equipment	13	**106**	(34)
應佔聯營公司之稅後溢利扣減虧損	Share of profits less losses after tax of associates	27	**27**	23
除稅前溢利	**Profit before taxation**		**24,840**	24,576
稅項	Taxation	14	**(3,982)**	(3,875)
年度溢利	**Profit for the year**		**20,858**	20,701
應佔溢利：	**Profit attributable to:**			
本銀行股東權益	Equity holders of the Bank		**20,541**	20,337
非控制權益	Non-controlling interests		**317**	364
			20,858	20,701
股息	**Dividends**	16	**12,741**	12,741

第 48 至 311 頁之附註屬本財務報表之組成部分。

The notes on pages 48 to 311 are an integral part of these 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	附註 Notes	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
年度溢利	**Profit for the year**		**20,858**	20,701
房產:	Premises:			
房產重估	Revaluation of premises		**9,796**	8,989
遞延稅項	Deferred tax	37	**(1,600)**	(1,422)
			8,196	7,567
可供出售證券:	Available-for-sale securities:			
可供出售證券之公平值變化	Change in fair value of available-for-sale securities		**4,513**	(162)
因處置可供出售證券之轉撥	Release upon disposal of available-for-sale securities		**(515)**	(473)
可供出售證券之減值準備淨撥回轉撥收益表	Net reversal of impairment allowances on available-for-sale securities transferred to income statement	10	**(2)**	(38)
由可供出售證券轉至持有至到期日證券產生之攤銷	Amortisation with respect to available-for-sale securities transferred to held-to-maturity securities		**(12)**	(29)
遞延稅項	Deferred tax	37	**(609)**	142
			3,375	(560)
淨投資對沖下對沖工具之公平值變化	Change in fair value of hedging instruments under net investment hedges		**(7)**	(117)
貨幣換算差額	Currency translation difference		**115**	345
年度除稅後其他全面收益	**Other comprehensive income for the year, net of tax**		**11,679**	7,235
年度全面收益總額	**Total comprehensive income for the year**		**32,537**	27,936
應佔全面收益總額:	**Total comprehensive income attributable to:**			
本銀行股東權益	Equity holders of the Bank		**32,143**	27,504
非控制權益	Non-controlling interests		**394**	432
			32,537	27,936

第 48 至 311 頁之附註屬本財務報表之組成部分。 The notes on pages 48 to 311 are an integral part of these financial statements.

全面收益表 Statement of Comprehensive Income

截至 12 月 31 日止年度	For the year ended 31 December	附註 Notes	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
年度溢利	**Profit for the year**	15	**18,194**	18,898
房產:	Premises:			
房產重估	Revaluation of premises		**7,951**	7,364
遞延稅項	Deferred tax	37	**(1,288)**	(1,191)
			6,663	6,173
可供出售證券:	Available-for-sale securities:			
可供出售證券之公平值變化	Change in fair value of available-for-sale securities		**3,908**	(365)
因處置可供出售證券之轉撥	Release upon disposal of available-for-sale securities		**(503)**	(384)
可供出售證券之減值準備淨撥回轉撥收益表	Net reversal of impairment allowances on available-for-sale securities transferred to income statement		**(2)**	(39)
由可供出售證券轉至持有至到期日證券產生之攤銷	Amortisation with respect to available-for-sale securities transferred to held-to-maturity securities		**(11)**	(24)
遞延稅項	Deferred tax	37	**(561)**	130
			2,831	(682)
貨幣換算差額	Currency translation difference		**8**	(3)
年度除稅後其他全面收益	**Other comprehensive income for the year, net of tax**		**9,502**	5,488
年度全面收益總額	**Total comprehensive income for the year**		**27,696**	24,386

第 48 至 311 頁之附註屬本財務報表之組成部分。

The notes on pages 48 to 311 are an integral part of these financial statements.

綜合資產負債表 Consolidated Balance Sheet

於 12 月 31 日	As at 31 December	附註 Notes	2012	2011
			港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	20	**197,508**	278,520
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		**66,025**	107,910
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	21	**26,876**	21,662
衍生金融工具	Derivative financial instruments	22	**31,240**	26,715
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness		**82,930**	65,890
貸款及其他賬項	Advances and other accounts	23	**819,684**	755,184
證券投資	Investment in securities	25	**459,144**	358,071
聯營公司權益	Interests in associates	27	**259**	234
投資物業	Investment properties	28	**14,364**	12,441
物業、器材及設備	Properties, plant and equipment	29	**48,700**	39,615
遞延稅項資產	Deferred tax assets	37	**59**	68
其他資產	Other assets	30	**21,931**	16,345
資產總額	Total assets		**1,768,720**	1,682,655
負債	**LIABILITIES**			
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	31	**82,930**	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions		**179,206**	236,694
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	32	**20,172**	3,237
衍生金融工具	Derivative financial instruments	22	**21,070**	22,072
客戶存款	Deposits from customers	33	**1,232,954**	1,150,134
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	34	**5,923**	5,985
其他賬項及準備	Other accounts and provisions	35	**47,568**	41,009
應付稅項負債	Current tax liabilities		**1,872**	2,237
遞延稅項負債	Deferred tax liabilities	37	**7,406**	5,365
後償負債	Subordinated liabilities	38	**28,755**	28,656
負債總額	Total liabilities		**1,627,856**	1,561,279

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

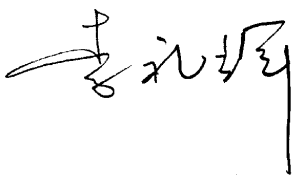
於 12 月 31 日	As at 31 December	附註 Notes	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
資本	**EQUITY**			
股本	Share capital	39	**43,043**	43,043
儲備	Reserves	40	**95,796**	76,394
本銀行股東應佔股本和儲備	Capital and reserves attributable to the equity holders of the Bank		**138,839**	119,437
非控制權益	Non-controlling interests		**2,025**	1,939
資本總額	Total equity		**140,864**	121,376
負債及資本總額	Total liabilities and equity		**1,768,720**	1,682,655

第 48 至 311 頁之附註屬本財務報表之組成部分。

The notes on pages 48 to 311 are an integral part of these financial statements.

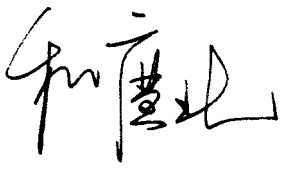
經董事會於 2013 年 3 月 26 日通過核准並由以下人士代表簽署：

Approved by the Board of Directors on 26 March 2013 and signed on behalf of the Board by:



李禮輝 **LI Lihui**

董事 *Director*

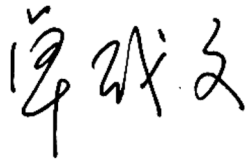


和廣北 **HE Guangbei**

董事 *Director*

高迎欣 **GAO Yingxin**

董事 *Director*



卓成文 **ZHUO Chengwen**

財務總監 *Chief Financial Officer*

資產負債表 Balance Sheet

於 12 月 31 日	As at 31 December	附註 Notes	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
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	20	**166,797**	251,452
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		**44,941**	87,899
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	21	**19,615**	15,986
衍生金融工具	Derivative financial instruments	22	**30,312**	25,733
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness		**82,930**	65,890
貸款及其他賬項	Advances and other accounts	23	**652,248**	592,921
證券投資	Investment in securities	25	**412,382**	325,783
附屬公司權益	Interests in subsidiaries	26	**14,547**	14,461
聯營公司權益	Interests in associates	27	**8**	8
投資物業	Investment properties	28	**13,904**	11,977
物業、器材及設備	Properties, plant and equipment	29	**40,143**	33,030
其他資產	Other assets	30	**19,756**	16,110
資產總額	Total assets		**1,497,583**	1,441,250
負債	**LIABILITIES**			
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	31	**82,930**	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions		**179,442**	240,520
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	32	**15,197**	2,159
衍生金融工具	Derivative financial instruments	22	**20,554**	21,383
客戶存款	Deposits from customers	33	**1,009,806**	941,849
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	34	**5,919**	5,856
其他賬項及準備	Other accounts and provisions	35	**32,185**	28,752
應付稅項負債	Current tax liabilities		**1,615**	1,715
遞延稅項負債	Deferred tax liabilities	37	**6,051**	4,296
後償負債	Subordinated liabilities	38	**28,755**	28,656
負債總額	Total liabilities		**1,382,454**	1,341,076

資產負債表（續） Balance Sheet (continued)

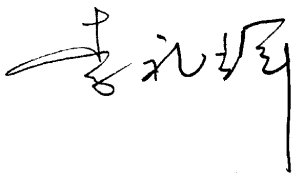
於 12 月 31 日	As at 31 December	附註 Notes	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
資本	**EQUITY**			
股本	Share capital	39	**43,043**	43,043
儲備	Reserves	40	**72,086**	57,131
資本總額	Total equity		**115,129**	100,174
負債及資本總額	Total liabilities and equity		**1,497,583**	1,441,250

第 48 至 311 頁之附註屬本財務報表之組成部分。

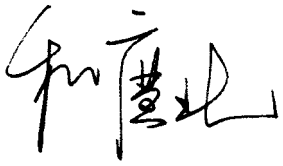
The notes on pages 48 to 311 are an integral part of these financial statements.

經董事會於 2013 年 3 月 26 日通過核准並由以下人士代表簽署：

Approved by the Board of Directors on 26 March 2013 and signed on behalf of the Board by:

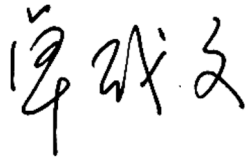


李禮輝 **LI Lihui**
董事 *Director*



和廣北 **HE Guangbei**
董事 *Director*

高迎欣 **GAO Yingxin**
董事 *Director*



卓成文 **ZHUO Chengwen**
財務總監 *Chief Financial Officer*

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

		歸屬於本銀行股東 Attributable to the equity holders of the Bank								
		股本 Share capital	房產重估儲備 Premises revaluation reserve	可供出售證券公平值變動儲備 Reserve for fair value changes of available-for-sale securities	監管儲備* Regulatory reserve*	換算儲備 Translation reserve	留存盈利 Retained earnings	總計 Total	非控制權益 Non-controlling interests	資本總額 Total equity
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	43,043	15,845	1,106	5,076	453	39,151	104,674	1,615	106,289
年度溢利	Profit for the year	-	-	-	-	-	20,337	20,337	364	20,701
其他全面收益：	Other comprehensive income:									
房產	Premises	-	7,508	-	-	-	-	7,508	59	7,567
可供出售證券	Available-for-sale securities	-	-	(534)	-	-	(28)	(562)	2	(560)
淨投資對沖下對沖工具之公平值變化	Change in fair value of hedging instruments under net investment hedges	-	-	-	-	(110)	-	(110)	(7)	(117)
貨幣換算差額	Currency translation difference	-	4	(4)	-	331	-	331	14	345
全面收益總額	Total comprehensive income	-	7,512	(538)	-	221	20,309	27,504	432	27,936
因房產出售之轉撥	Release upon disposal of premises	-	(112)	-	-	-	112	-	-	-
留存盈利轉撥	Transfer from retained earnings	-	-	-	1,891	-	(1,891)	-	-	-
股息	Dividends	-	-	-	-	-	(12,741)	(12,741)	(108)	(12,849)
於 2011 年 12 月 31 日	At 31 December 2011	43,043	23,245	568	6,967	674	44,940	119,437	1,939	121,376
本銀行及附屬公司	Bank and subsidiaries	43,043	23,245	568	6,967	674	44,868	119,365		
聯營公司	Associates	-	-	-	-	-	72	72		
		43,043	23,245	568	6,967	674	44,940	119,437		

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

		歸屬於本銀行股東 Attributable to the equity holders of the Bank								
		股本 Share capital	房產重估儲備 Premises revaluation reserve	可供出售證券公平值變動儲備 Reserve for fair value changes of available-for-sale securities	監管儲備* Regulatory reserve*	換算儲備 Translation reserve	留存盈利 Retained earnings	總計 Total	非控制權益 Non-controlling interests	資本總額 Total equity
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	43,043	23,245	568	6,967	674	44,940	119,437	1,939	121,376
年度溢利	Profit for the year	-	-	-	-	-	20,541	20,541	317	20,858
其他全面收益：	Other comprehensive income:									
房產	Premises	-	8,127	-	-	-	-	8,127	69	8,196
可供出售證券	Available-for-sale securities	-	-	3,381	-	-	(12)	3,369	6	3,375
淨投資對沖下對沖工具之公平值變化	Change in fair value of hedging instruments under net investment hedges	-	-	-	-	(6)	-	(6)	(1)	(7)
貨幣換算差額	Currency translation difference	-	1	8	-	103	-	112	3	115
全面收益總額	Total comprehensive income	-	8,128	3,389	-	97	20,529	32,143	394	32,537
因房產出售之轉撥	Release upon disposal of premises	-	(18)	-	-	-	18	-	-	-
留存盈利轉撥	Transfer from retained earnings	-	-	-	787	-	(787)	-	-	-
股息	Dividends	-	-	-	-	-	(12,741)	(12,741)	(308)	(13,049)
於 2012 年 12 月 31 日	At 31 December 2012	43,043	31,355	3,957	7,754	771	51,959	138,839	2,025	140,864
本銀行及附屬公司	Bank and subsidiaries	43,043	31,355	3,957	7,754	771	51,862	138,742		
聯營公司	Associates	-	-	-	-	-	97	97		
		43,043	31,355	3,957	7,754	771	51,959	138,839		

* 除按香港會計準則第 39 號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用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 under HKAS 39.

第 48 至 311 頁之附註屬本財務報表之組成部分。

The notes on pages 48 to 311 are an integral part of these financial statements.

權益變動表 Statement of Changes in Equity

		股本 Share capital	房產重估儲備 Premises revaluation reserve	可供出售證券公平值變動儲備 Reserve for fair value changes of available-for-sale securities	監管儲備* Regulatory reserve*	留存盈利 Retained earnings	資本總額 Total equity
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	43,043	12,174	749	3,806	28,757	88,529
年度溢利	Profit for the year	-	-	-	-	18,898	18,898
其他全面收益：	Other comprehensive income:						
房產	Premises	-	6,173	-	-	-	6,173
可供出售證券	Available-for-sale securities	-	-	(659)	-	(23)	(682)
貨幣換算差額	Currency translation difference	-	-	(3)	-	-	(3)
全面收益總額	Total comprehensive income	-	6,173	(662)	-	18,875	24,386
因房產出售之轉撥	Release upon disposal of premises	-	(8)	-	-	8	-
留存盈利轉撥	Transfer from retained earnings	-	-	-	1,631	(1,631)	-
股息	Dividends	-	-	-	-	(12,741)	(12,741)
於 2011 年 12 月 31 日	At 31 December 2011	43,043	18,339	87	5,437	33,268	100,174
於 2012 年 1 月 1 日	At 1 January 2012	**43,043**	**18,339**	**87**	**5,437**	**33,268**	**100,174**
年度溢利	Profit for the year	**-**	**-**	**-**	**-**	**18,194**	**18,194**
其他全面收益：	Other comprehensive income:						
房產	Premises	**-**	**6,663**	**-**	**-**	**-**	**6,663**
可供出售證券	Available-for-sale securities	**-**	**-**	**2,842**	**-**	**(11)**	**2,831**
貨幣換算差額	Currency translation difference	**-**	**-**	**8**	**-**	**-**	**8**
全面收益總額	Total comprehensive income	**-**	**6,663**	**2,850**	**-**	**18,183**	**27,696**
因房產出售之轉撥	Release upon disposal of premises	**-**	**(18)**	**-**	**-**	**18**	**-**
留存盈利轉撥	Transfer from retained earnings	**-**	**-**	**-**	**609**	**(609)**	**-**
股息	Dividends	**-**	**-**	**-**	**-**	**(12,741)**	**(12,741)**
於 2012 年 12 月 31 日	At 31 December 2012	**43,043**	**24,984**	**2,937**	**6,046**	**38,119**	**115,129**

* 除按香港會計準則第 39 號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用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 under HKAS 39.

第 48 至 311 頁之附註屬本財務報表之組成部分。 The notes on pages 48 to 311 are an integral part of these 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	2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
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	41(a)	**(69,864)**	(102,581)
支付香港利得稅	Hong Kong profits tax paid		**(4,243)**	(3,266)
支付海外利得稅	Overseas profits tax paid		**(263)**	(248)
經營業務之現金流出淨額	**Net cash outflow from operating activities**		**(74,370)**	(106,095)
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	29	**(1,030)**	(887)
購入投資物業	Purchase of investment properties	28	**(2)**	(14)
出售物業、器材及設備所得款項	Proceeds from disposal of properties, plant and equipment		**266**	94
出售投資物業所得款項	Proceeds from disposal of investment properties		**66**	38
收取聯營公司股息	Dividend received from associates	27	**2**	1
投資業務之現金流出淨額	**Net cash outflow from investing activities**		**(698)**	(768)
融資業務之現金流量	**Cash flows from financing activities**			
支付本銀行股東股息	Dividend paid to the equity holders of the Bank		**(18,724)**	(12,483)
支付非控制權益股息	Dividend paid to non-controlling interests		**(308)**	(108)
支付後償負債利息	Interest paid for subordinated liabilities		**(604)**	(630)
融資業務之現金流出淨額	**Net cash outflow from financing activities**		**(19,636)**	(13,221)
現金及等同現金項目減少	Decrease in cash and cash equivalents		**(94,704)**	(120,084)
於 1 月 1 日之現金及等同現金項目	Cash and cash equivalents at 1 January		**340,171**	446,012
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		**(3,752)**	14,243
於 12 月 31 日之現金及等同現金項目	**Cash and cash equivalents at 31 December**	41(b)	**241,715**	340,171

第 48 至 311 頁之附註屬本財務報表之組成部分。 The notes on pages 48 to 311 are an integral part of these financial statements.

財務報表附註 Notes to the Financial Statements

1. 主要業務 1. Principal activities

本集團主要於香港從事提供銀行及相關之金融服務。

The Group is principally engaged in the provision of banking and related financial services in Hong Kong.

本銀行是一家於香港成立的有限債務公司。公司註冊地址是香港花園道 1 號中銀大廈 14 樓。

The Bank is a limited liability company incorporated in Hong Kong. The address of its registered office is 14/F, Bank of China Tower, 1 Garden Road, Hong Kong.

2. 主要會計政策摘要 2. Summary of 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 principal 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（香港財務報告準則爲一統稱，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, HKASs and Interpretations) issued by the HKICPA and the requirements of the Hong Kong Companies Ordinance.

本綜合財務報表乃按歷史成本法編製，惟就重估可供出售證券、以公平值變化計入損益的金融資產及金融負債（包括衍生金融工具）、以公平值列賬之投資物業及以公平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。

The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale securities, financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss, 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.

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. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(a) 已於 2012 年 1 月 1 日起開始的會計年度強制性生效之準則及修訂

(a) Standards and amendments already mandatorily effective for accounting periods beginning on 1 January 2012

準則 Standard	內容 Content	起始適用之年度 Applicable for financial years beginning on/after	於本年度與本集團相關 Currently relevant to the Group
香港會計準則第 12 號（經修訂） HKAS 12 (Amendment)	所得稅 Income Taxes	2012 年 1 月 1 日 1 January 2012	是 Yes
香港財務報告準則第1號（經修訂） HKFRS 1 (Amendment)	首次採納香港財務報告準則－固定日期及嚴重高通脹 First-time Adoption of Hong Kong Financial Reporting Standards: Hyperinflation and Fixed Dates	2011 年 7 月 1 日 1 July 2011	否 No
香港財務報告準則第 7 號（經修訂） HKFRS 7 (Amendment)	金融工具：披露－金融資產轉讓 Financial Instruments: Disclosures – Transfer of Financial Assets	2011 年 7 月 1 日 1 July 2011	是 Yes

- 香港會計準則第 12 號（經修訂）「所得稅」。此會計準則於 2010 年 12 月被修訂，於 2012 年 1 月 1 日起開始的會計年度強制生效，並容許提前應用。本集團考慮到修訂準則的處理要求更能反映本集團持有投資物業的相關稅務責任的實況，因此以追溯調整方式自 2010 年 12 月 31 日結算之年度起，提前採納此項經修訂的準則。

- HKAS 12 (Amendment), 'Income Taxes'. The standard which was revised in December 2010 is mandatorily effective for reporting periods beginning on or after 1 January 2012. Earlier application is permitted. The Group has considered that the required treatment under the revised standard better reflects the tax position of the investment properties of the Group, and has early adopted the amended standard retrospectively since the year ended 31 December 2010.

- 香港財務報告準則第 7 號（經修訂）「金融工具：披露－金融資產轉讓」。本修訂對於可全部終止確認或不可全部終止確認的金融資產轉讓引進了新的量化披露要求。當本集團轉讓適用於此範圍的金融資產時，會於財務報表內披露有關資訊。

- HKFRS 7 (Amendment), 'Financial Instruments: Disclosures – Transfer of Financial Assets'. The amendment introduces new quantitative disclosure requirements for transfers of financial assets that are either fully derecognised or derecognised not in their entirety. The Group will disclose relevant information in the financial statements when the Group undertakes transfers of financial assets that fall within its scope.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋

以下已頒佈之準則、修訂及詮釋於 2012 年 7 月 1 日起或以後開始的會計年度始強制性生效。

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012

The following standards, amendments and interpretations have been issued and are mandatory for accounting periods beginning on or after 1 July 2012:

準則／詮釋 Standard/Interpretation	內容 Content	起始適用之年度 Applicable for financial years beginning on/after	於本年度與本集團相關 Currently relevant to the Group
香港會計準則第 1 號（經修訂） HKAS 1 (Revised)	財務報表的列示 Presentation of Financial Statements	2012 年 7 月 1 日 1 July 2012	是 Yes
香港會計準則第 19 號（2011） HKAS 19 (2011)	僱員福利 Employee Benefits	2013 年 1 月 1 日 1 January 2013	是 Yes
香港會計準則第 27 號（2011） HKAS 27 (2011)	獨立財務報表 Separate Financial Statements	2013 年 1 月 1 日 1 January 2013	是 Yes
香港會計準則第28號（2011） HKAS 28 (2011)	聯營公司及合資企業投資 Investments in Associates and Joint Ventures	2013 年 1 月 1 日 1 January 2013	是 Yes
香港會計準則第 32 號（經修訂） HKAS 32 (Amendment)	金融工具：列示－金融資產及金融負債之抵銷 Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities	2014 年 1 月 1 日 1 January 2014	是 Yes
香港財務報告準則第 1 號（經修訂） HKFRS 1 (Amendment)	首次採納香港財務報告準則－政府貸款 First Time Adoption of Hong Kong Financial Reporting Standards – Government Loans	2013 年 1 月 1 日 1 January 2013	否 No
香港財務報告準則第 7 號（經修訂） HKFRS 7 (Amendment)	金融工具：披露－金融資產及金融負債之抵銷 Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則第 7 號（經修訂） HKFRS 7 (Amendment)	金融工具：披露－香港財務報告準則第 9 號的過渡安排 Financial Instruments: Disclosures – Transition to HKFRS 9	2015 年 1 月 1 日 1 January 2015	是 Yes
香港財務報告準則第 9 號 HKFRS 9	金融工具 Financial Instruments	2015 年 1 月 1 日 1 January 2015	是 Yes
香港財務報告準則第 10 號 HKFRS 10	綜合財務報表 Consolidated Financial Statements	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則第 11 號 HKFRS 11	合資安排 Joint Arrangements	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則第 12 號 HKFRS 12	其他企業投資權益的披露 Disclosure of Interests in Other Entities	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則第 10、11 及 12 號（經修訂） HKFRS 10, 11 and 12 (Amendment)	過渡安排 Transition Guidance	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則第 10、12 及香港會計準則第 27 號（經修訂） HKFRS 10, 12 and HKAS 27 (Amendments)	投資實體 Investment Entities	2014 年 1 月 1 日 1 January 2014	否 No
香港財務報告準則第 13 號 HKFRS 13	公平值計量 Fair Value Measurement	2013 年 1 月 1 日 1 January 2013	是 Yes
香港財務報告準則詮釋第 20 號 HK(IFRIC) – Int 20	露天礦場於生產階段之剝除成本 Stripping Costs in the Production Phase of a Surface Mine	2013 年 1 月 1 日 1 January 2013	否 No

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港會計準則第 1 號（經修訂）「財務報表的列示」。該修訂要求企業在編製財務報表時根據香港財務報告準則將其他綜合收益中可在未來轉入損益的科目合併歸類。該修訂亦重申其他綜合收益中的項目與損益科目需以一個獨立報表或兩個相連報表列示的現有規定。採納此經修訂的準則會影響本集團列示全面收益表之方式。

- HKAS 1 (Revised), 'Presentation of Financial Statements'. The amendments to HKAS 1 (Revised) require companies preparing financial statements in accordance with HKFRSs to group together items within other comprehensive income (OCI) that may be reclassified to the profit or loss section of the income statement. The amendments also reaffirm existing requirements that items in OCI and profit or loss should be presented as either a single statement or two consecutive statements. The adoption of this revised standard will affect the presentation of the Group's statement of comprehensive income.

- 香港會計準則第 19 號（2011）「僱員福利」。該修訂後的準則主要修改了對設定收益義務及計劃資產變動的會計處理方法和相關的列示與披露。該修訂對本集團的財務報表沒有重大的影響。

- HKAS 19 (2011), 'Employee Benefits'. The revised standard mainly amends the part related to accounting for changes in defined benefit obligations and plan assets, and related presentation and disclosure. The amendments do not have impact on the Group's financial statements.

- 香港會計準則第 27 號（2011）「獨立財務報表」。請參閱下述香港財務報告準則第 10 號「綜合財務報表」。

- HKAS 27 (2011), 'Separate Financial Statements'. Please refer to the below on HKFRS 10, 'Consolidated Financial Statements'.

- 香港會計準則第 28 號（2011）「聯營公司及合資企業投資」。請參閱下述香港財務報告準則第 11 號「合資安排」。

- HKAS 28 (2011), 'Investments in Associates and Joint Ventures'. Please refer to the below on HKFRS 11, 'Joint Arrangements'.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續）

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

- 香港會計準則第 32 號（經修訂）「金融工具：列示－金融資產及金融負債之抵銷」。該修訂針對現行應用於處理抵銷的不一致準則，並明確「目前已具有法律強制性執行抵銷權利」的含義；以及一些應用於總額結算系統（例如中央結算系統）時被視爲等同於淨額結算的抵銷準則。本集團正在評估有關修訂的財務影響。

2.1 Basis of preparation (continued)

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- HKAS 32 (Amendment), 'Financial Instruments: Presentation – Offsetting Financial Assets and Financial Liabilities'. The amendment addresses inconsistencies in current practice when applying the offsetting criteria and clarifies the meaning of 'currently has a legally enforceable right of set-off'; and the application of offsetting criteria to some gross settlement systems (such as central clearing house systems) that may be considered equivalent to net settlement. The Group is considering the financial impact of the amendment.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港財務報告準則第7 號（經修訂）「金融工具：披露－金融資產及金融負債之抵銷」。該修訂新增了披露的要求，需包括可讓財務報表使用者能夠評估淨額結算安排（包括對已確認金融資產及已確認金融負債的抵銷權）對企業財務狀況的影響或潛在影響的資訊。採納此經修訂的準則將會影響本集團對財務報表的披露方式。

- HKFRS 7 (Amendment), 'Financial Instruments: Disclosures – Offsetting Financial Assets and Financial Liabilities'. The amendments require new disclosures to include information that will enable users of an entity's financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off associated with the entity's recognised financial assets and recognised financial liabilities, on the entity's financial position. The adoption of this amended standard will affect the disclosure of the Group's financial statements.

- 香港財務報告準則第7 號（經修訂）「金融工具：披露－香港財務報告準則第 9 號的過渡安排」。該修訂免除當採納香港財務報告準則第 9 號之後需重列比較數字的要求，而該豁免原來只適用於選擇在2012 年前採納香港財務報告準則第 9 號的企業。取而代之，該修訂提出額外的過渡性披露要求，以幫助使用者更好地了解初始應用此準則的影響。

- HKFRS 7 (Amendment), 'Financial Instruments: Disclosures – Transition to HKFRS 9'. The amendments provide relief from the requirement to restate comparative financial statements which was originally available only to entities that chose to apply HKFRS 9 prior to 2012. Instead, additional transition disclosures will be required to help users to better understand the effect of initial application of the standard.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港財務報告準則第9 號「金融工具」。香港財務報告準則第9 號的第一部分已於2009 年 11 月頒佈，並將取代香港會計準則第 39 號內金融資產的分類及計量相關的部分。而有關金融負債及終止確認的相關部分，亦已於 2010 年 11 月發佈。其主要的特點如下：

- HKFRS 9, 'Financial Instruments'. The first part of HKFRS 9 was issued in November 2009 and will replace those parts of HKAS 39 relating to the classification and measurement of financial assets. In November 2010, a further pronouncement was published to address financial liabilities and derecognition. Key features are as follows:

(i) 分類及計量

金融資產被要求分類爲以下其中之一種計量類別：(1)以公平值作後續計量或(2)以攤餘成本作後續計量。金融資產的分類應在過渡時確定，之後則在初始確認時確定。該分類取決於企業管理金融工具的業務模型，以及該工具的合約現金流特徵。

(i) Classification and Measurement

Financial assets are required to be classified into one of the following measurement categories: (1) those to be measured subsequently at fair value or (2) those to be measured subsequently at amortised cost. Classification is to be made on transition, and subsequently on initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

(i) 分類及計量（續）

(i) Classification and Measurement (continued)

如以攤餘成本對一項金融工具進行後續計量，其必須是一項債務工具，及企業的業務模型是以持有該資產以收取合約現金流爲目的，以及該資產的合約現金流只代表沒有槓桿的本金及利息支付。所有其他債務工具需以公平值變化計入損益計量。

A financial instrument is subsequently measured at amortised cost only if it is a debt instrument, and the objective of the entity's business model is to hold the asset to collect the contractual cash flows, and the asset's contractual cash flows represent only unleveraged payments of principal and interest. All other debt instruments are to be measured at fair value through profit or loss.

所有權益性工具需以公平值作後續計量。持作交易用途之權益性工具將以公平值變化計入損益計量。對於所有其他的權益性投資，可於初始確認時作出不可撤回的選擇，將未實現及已實現的公平值收益或虧損確認於其他全面收益，而非收益表內。一經選擇確認於其他全面收益，公平值收益或虧損將不可轉回收益表內。若作爲投資的回報，股息需列示於收益表內。

All equity instruments are to be measured subsequently at fair value. Equity instruments that are held for trading will be measured at fair value through profit or loss. For all other equity investments, an irrevocable election can be made at initial recognition to recognise unrealised and realised fair value gains and losses through other comprehensive income rather than income statement. Once elected to be recognised through other comprehensive income, there will be no reclassification of fair value gains and losses to income statement. Dividends are to be presented in income statement as long as they represent a return on investment.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

(ii) 金融負債及終止確認

(ii) Financial Liabilities and Derecognition

除下述兩項主要變化外，金融負債的分類及計量基本上保留了香港會計準則第 39 號的要求，沒有太多修訂。至於終止確認的原則，則與現時香港會計準則第 39 號一致。

Except for the two substantial changes described below, the classification and measurement requirements of financial liabilities have been basically carried forward with minimal amendments from HKAS 39. For the derecognition principles, they are consistent with that of HKAS 39.

修改了準則內有關金融負債的公平值選擇權的要求，以應對自有的信貸風險。準則要求金融負債因其信貸風險的改變而導致的公平值變動，需列示於其他全面收益。收益或虧損總額的剩餘部分則包括於收益表內。若此要求會產生或擴大損益的會計錯配，則整項公平值變動需列示於收益表內。有否存在錯配情況需在初始確認個別負債時確定，且不能被重新評估。列示於其他全面收益的金額其後不可重新分類至收益表內，但可於權益內撥轉。

The requirements related to the fair value option for financial liabilities were changed to address own credit risk. It requires the amount of change in fair value attributable to changes in the credit risk of the financial liabilities be presented in other comprehensive income. The remaining amount of the total gain or loss is included in income statement. If this requirement creates or enlarges an accounting mismatch in profit or loss, then the whole fair value change is presented in income statement. The determination of whether there will be a mismatch will need to be made at initial recognition of individual liabilities and will not be re-assessed. Amounts presented in other comprehensive income are not subsequently reclassified to income statement but may be transferred within equity.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

(ii) 金融負債及終止確認（續）

該準則取消了載於香港會計準則第 39 號有關與非上市權益工具掛鈎及交收的衍生工具負債可豁免以公平值計量的要求。

(ii) Financial Liabilities and Derecognition (continued)

The standard eliminates the exception from fair value measurement contained in HKAS 39 for derivative liabilities that are linked to and must be settled by delivery of an unquoted equity instrument.

香港財務報告準則第 9 號的強制生效日期爲 2015 年 1 月 1 日，但容許提前採納。新的過渡性披露要求將代替重列比較數字。本集團正在評估應用該準則的財務影響及其應用時間。

The mandatory effective date of HKFRS 9 is 1 January 2015 with earlier adoption permitted. New transitional disclosures are required instead of comparative restatement. The Group is considering the financial impact of the standard and the timing of its application.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

- 香港財務報告準則第10 號「綜合財務報表」。於考慮應否將企業納入母公司之綜合財務報表時，香港財務報告準則第 10 號於現有原則之上建立了以控制作爲決定性因素之概念，並在難以評估控制權時提供額外指引。該準則亦取代了香港會計準則第 27 號（經修訂）「綜合及獨立財務報表」中所有對控制和合併的指引規定和 HK(SIC)-Int 12「合併－特殊目的企業」。香港會計準則第 27 號（經修訂）餘下部分將更名爲香港會計準則第 27 號(2011)「獨立財務報表」，此乃專爲處理獨立財務報表而設，其內容並沒有對獨立財務報表的現有指引作出改變。

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- HKFRS 10, 'Consolidated Financial Statements'. HKFRS 10 builds on existing principles by identifying the concept of control as the determining factor when considering whether an entity should be included within the consolidated financial statements of the parent company. The standard provides additional guidance to assist in the determination of control where this is difficult to assess. It also replaces all of the guidance on control and consolidation stipulated in HKAS 27 (Revised), 'Consolidated and Separate Financial Statements' and HK(SIC)-Int 12, 'Consolidation – Special Purpose Entities'. The remainder of HKAS 27 (Revised) is renamed HKAS 27 (2011), 'Separate Financial Statements' as a standard dealing solely with separate financial statements without changing the existing guidance for separate financial statements.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港財務報告準則第11號「合資安排」。香港財務報告準則第11 號對定義的修改會令合資安排的類別減少至兩個：合資作業及合資企業。合資作業屬於一種合資安排，並讓該安排的各方直接對資產擁有權利和對負債承擔義務。至於在香港會計準則第 31 號「合資企業權益」中被歸類爲「共同控制資產」的類別，將合併於合資作業，因爲此兩種類別的安排，一般會導致相同的會計結果。相反，合資企業讓合資夥伴對合資安排的淨資產或業績擁有權利。合資企業按照香港會計準則第28 號「聯營公司投資」採用權益法核算，並更名爲香港會計準則第 28 號(2011)「聯營公司及合資企業投資」。經修改後，該準則將包括對合資企業的會計要求及合併HK(SIC)-Int 13「合資控制企業－合營者的非貨幣性投入」的規定。應用香港會計準則第 28 號(2011)後，企業將不可再以比例合併的方法來核算合資企業。

- HKFRS 11, 'Joint Arrangements'. Changes in the definitions stipulated in HKFRS 11 have reduced the types of joint arrangements to two: joint operations and joint ventures. A joint operation is a joint arrangement that gives parties to the arrangement direct rights to the assets and obligations for the liabilities. The 'jointly controlled assets' classification in HKAS 31, 'Interests in Joint Ventures', has been merged into joint operations, as both types of arrangements generally result in the same accounting outcome. A joint venture, in contrast, gives the parties rights to the net assets or outcome of the arrangement. Joint ventures are accounted for using the equity method in accordance with HKAS 28, 'Investments in Associates' which is renamed as HKAS 28 (2011), 'Investments in Associates and Joint Ventures'. The standard is amended to include the requirements of joint ventures accounting and to merge with the requirements of HK(SIC)-Int 13, 'Jointly Controlled Entities – Non-Monetary Contributions by Venturers'. After the application of HKAS 28 (2011), entities can no longer account for an interest in a joint venture using the proportionate consolidation method.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港財務報告準則第12號「其他企業投資權益的披露」。香港財務報告準則第 12號規定了企業按香港財務報告準則第 10號及香港財務報告準則第 11 號兩個新準則，以及按經修訂後的香港會計準則第28 號(2011)編製報告時必需要披露的信息。香港會計準則第27號（經修訂）對獨立財務報表的現行指引和信息披露要求維持不變。香港財務報告準則第 12 號要求企業需披露能協助財務報表使用者評估企業投資於附屬公司、聯營公司、合資安排及非綜合的結構企業之性質，風險和財務影響相關的信息。

- HKFRS 12, 'Disclosure of Interests in Other Entities'. The standard sets out the required disclosures for entities reporting under the two new standards, HKFRS 10 and HKFRS 11, and the revised standard HKAS 28 (2011). The existing guidance and disclosure requirements for separate financial statements stipulated in HKAS 27 (Revised) are unchanged. HKFRS 12 requires entities to disclose information that helps financial statements readers to evaluate the nature, risks and financial effects associated with the entity's interests in subsidiaries, associates, joint arrangements and unconsolidated structured entities.

香港財務報告準則第10號、香港財務報告準則第11號、香港財務報告準則第12號、香港會計準則第27號(2011)及香港會計準則第 28 號(2011)爲一組共 5 項於2011年6月頒佈的新準則。並將取代香港會計準則第 27 號（經修訂）、香港會計準則第28號、香港會計準則第31號、HK(SIC)-Int 12 及HK(SIC)-Int 13。此等準則獲准可提前實施，但必須同時開始一起應用。上述準則對本集團的財務報表沒有重大影響。

The above HKFRS 10, HKFRS 11, HKFRS 12, HKAS 27 (2011) and HKAS 28 (2011) issued in June 2011 are a group of five new standards that address the scope of reporting entity and will supersede HKAS 27 (Revised), HKAS 28, HKAS 31, HK(SIC)-Int 12 and HK(SIC)-Int 13. Earlier application of these standards are permitted but only when they are applied at the same time. The adoption of these standards 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. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(b) 已頒佈但尚未強制性生效及沒有被本集團於2012 年提前採納之準則、修訂及詮釋（續）

(b) Standards, amendments and interpretations issued that are not yet mandatorily effective and have not been early adopted by the Group in 2012 (continued)

- 香港財務報告準則第10、11及12號（經修訂）的過渡安排。該修訂放寬當採納香港財務報告準則第10、11及12號後需追溯比較數字的要求，要求只須重列採納相關準則前一年的比較數字。該修訂對本集團的財務披露沒有重大影響。

- HKFRS 10, 11 and 12 (Amendment), on transition guidance. The amendments provide additional transition relief to HKFRS 10, 11 and 12, limiting the requirement to provide adjusted comparative information to only the preceding comparative period. The adoption of this amendment will not materially affect the disclosure of the Group's financial statements.

- 香港財務報告準則第13號「公平值計量」。此項於2011年6月頒佈的新準則爲所有與公平值計量相關的香港財務報告準則提供了一個經修訂的公平值定義、單一的公平值計量方法和信息披露要求，並取代了現時載於個別香港財務報告準則內有關公平值計量的指引。有關的要求並沒有擴闊公平值會計的應用範圍，只是對現已於香港財務報告準則內被要求或被允許應用的公平值會計提供了應用指引。本集團將於2013年1月1日起以非追溯方式應用此會計準則。

- HKFRS 13, 'Fair Value Measurement'. The new standard which was issued in June 2011 replaces the fair value measurement guidance contained in individual HKFRSs by providing a revised definition of fair value and a single source of fair value measurement and disclosure requirements for use across HKFRSs. The requirements do not extend the use of fair value accounting, but provide guidance on how it should be applied when its use is already required or permitted by other standards within HKFRSs. The Group will apply HKFRS 13 prospectively from 1 January 2013.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.1 編製基準（續） *2.1 Basis of preparation (continued)*

(c) 完善香港財務報告準則

「完善香港財務報告準則」包含多項被香港會計師公會認爲非緊急但有需要的修訂。當中包括引致在列示、確認或計量方面出現會計變更的修訂，以及多項與個別的香港財務報告準則相關之術語或編輯上的修訂。修訂於 2013 年 1 月 1 日起開始的會計年度生效，對集團的會計政策沒有重大影響。

(c) Improvements to HKFRSs

'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. The amendments are effective for annual periods beginning on or after 1 January 2013. No material changes to accounting policies are expected as a result of these amendments.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表

綜合財務報表包含本銀行及所有其附屬公司截至12月31日的財務報表。

2.2 Consolidation

The consolidated financial statements include the financial statements of the Bank and all of its subsidiaries made up to 31 December.

(1) 附屬公司

附屬公司是指由本集團有權支配其財務和經營政策的所有企業（包括特殊目的企業），通常體現爲對該企業董事會組成的控制，對該企業擁有半數以上的表決權或持有其過半數的已發行股權，或本集團以任何其他方式控制該企業的財務及經營政策。在判斷是否對某個企業存在控制權時，本集團亦會考慮目前可行使或可轉換的潛在表決權的存在及其影響。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。

(1) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group controls the composition of the Board of Directors, controls more than half of the voting power, holds more than half of the issued capital or by any other means that entitle the Group to govern the financial and operating policies of the entities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. 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.

(i) 非受共同控制的業務合併

收購非受共同控制之業務時，應以收購法進行會計處理。業務合併的代價乃集團因換取被收購方的控制權，而在收購當日所轉讓的資產的公平值、所產生的負債（包括或然代價安排）、以及所發行的權益。與收購相關的成本會於發生時於收益表內確認。

(i) Business combinations not under common control

Acquisitions of businesses not under common control are accounted for using the acquisition method. The consideration transferred in a business combination is the fair values at the acquisition date of the assets transferred, the liabilities incurred (including contingent consideration arrangement) and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are expensed in the income statement as incurred.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表（續） *2.2 Consolidation (continued)*

(1) 附屬公司（續） (1) Subsidiaries (continued)

(i) 非受共同控制的業務合併（續） *(i) Business combinations not under common control (continued)*

轉讓的代價、持有被收購方的非控制權益金額、以及本集團之前已持有被收購方之權益的公平值（如有）之總和，其高於收購日的被收購可識別資產及需承擔負債的淨值，被計量爲商譽。如經評估後，被收購方的可識別淨資產的公平值高於轉讓的代價、持有被收購方的非控制權益金額、以及本集團之前已持有被收購方之權益的公平值（如有）之總和，多出的部分將即時於收益表內被確認爲優惠收購收益。之後，需對商譽進行減值測試。

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the Group's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If after assessment, the fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the Group's previously held interest in the acquiree (if any), the excess is recognised immediately in income statement as a bargain purchase gain. Subsequently, goodwill is subject to impairment testing.

當集團於業務合併時轉讓的代價包含因或然代價安排而產生的資產或負債時，有關的或然代價將按收購日的公平值計量，並被視爲業務合併時所轉讓代價的一部分。符合作爲計量期間調整的或然代價的公平值變動，需以追溯方式進行調整，並需於商譽或優惠收購收益內進行相應的調整。計量期間調整是指於計量期間，取得與收購日已存在的事實或情況相關的額外資訊而產生的調整。計量期間不超出收購日起計的一年之內。

Where the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at fair value at the acquisition date and considered as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with the corresponding adjustments being made against goodwill or gain on bargain purchase. Measurement period adjustments are adjustments that arise from additional information obtained during the measurement period about facts and circumstances that existed as of the acquisition date. Measurement period does not exceed one year from the acquisition date.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表（續） *2.2 Consolidation (continued)*

(1) 附屬公司（續） **(1) Subsidiaries (continued)**

(i) 非受共同控制的業務合併（續）

以逐項收購爲基準，本集團可選擇以公平值或非控制權益按比例攤佔之被收購方之可識別淨資產之公平值，來確認被收購方之非控制權益。

(i) Business combinations not under common control (continued)

On an acquisition-by-acquisition basis, the Group recognises any non-controlling interests in the acquiree either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets.

(ii) 受共同控制的業務合併

合併會計處理會被應用於合併受共同控制之公司。合併會計的原則是按被收購方之業務乃一直由收購方經營的假設，去合併受共同控制的公司。本集團的綜合財務報表之綜合業績，綜合現金流量及綜合財務狀況，會按本銀行與被收購方自最初受到共同控制後，即進行合併的假設而編製（即在合併日不需進行公平值調整）。在合併時的代價與賬面值的差額，將於權益內確認。在編製本集團的綜合財務報表時，對於所有本集團與被收購方之間的交易，不論是在合併前或是在合併後發生，其影響均會被對銷。比較數據乃按被收購方之業務於之前會計結算日經已合併來列示。合併之交易成本會於收益表上被列支爲費用。

(ii) Business combinations under common control

For combination with a company under common control, the merger accounting method will be applied. The principle of merger accounting is a way to combine companies under common control as though the business of the acquiree had always been carried out by the acquirer. The Group's consolidated financial statements represent the consolidated results, consolidated cash flows and consolidated financial position of the Group as if any such combination had occurred from the date when the Bank and the acquiree first came under common control (i.e. no fair value adjustment on the date of combination is required). The difference between the consideration and carrying amount at the time of combination is recognised in equity. The effects of all transactions between the Group and the acquiree, whether occurring before or after the combination, are eliminated in preparing the consolidated financial statements of the Group. Comparative amounts are presented as if the acquiree had been combined at the end of the previous reporting period. The transaction costs for the combination will be expensed in the income statement.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表（續） *2.2 Consolidation (continued)*

(1) 附屬公司（續） **(1) Subsidiaries (continued)**

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. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表（續） *2.2 Consolidation (continued)*

(2) 與非控制權益的交易

在沒有改變控制權益的情況下，與非控制權益的交易被視爲與持有本集團權益者之交易。若從非控制權益購入，付出之代價及攤佔有關附屬公司的淨資產賬面值的差額，於權益內確認。出售權益予非控制權益的收益或虧損，亦需於權益內確認。

(2) Transactions with non-controlling interests

The Group treats transactions with non-controlling interests without change of control as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recognised in equity. Gains or losses on disposals to non-controlling interests are also recognised in equity.

當本集團對附屬公司失去控制權或重大影響力時，任何保留之權益應以公平值重新計量，賬面值的變動在收益表內確認。該公平值乃日後計量繼續持有該等聯營公司、合資企業或金融資產之保留權益的初始賬面值。此外，過往曾經於其他全面收益內確認之有關該公司的金額，將按本集團直接出售有關資產或負債處理。先前已計入其他全面收益的金額會被重新分類至收益表內。

When the Group ceases to have control or significant influence, any retained interest in the entity is re-measured to its fair value, with the change in carrying amount recognised in income statement. The fair value is the initial carrying amount for the purposes of subsequent accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. Amounts previously recognised in other comprehensive income are reclassified to income statement.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.2 綜合財務報表（續） *2.2 Consolidation (continued)*

(3) 聯營公司 **(3) Associates**

聯營公司是指本集團對其雖無控制但能夠施加重大影響的企業，通常本集團擁有其 20%至 50%的表決權。本集團對聯營公司的股權投資按照初始投資成本計量，並採用權益法進行核算。本集團對聯營公司的投資包含扣除累計減值損失後之商譽及任何有關之累計外幣換算差額。

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investment in associates includes goodwill, net of accumulated impairment loss and any related accumulated foreign currency translation difference.

本集團購買聯營公司後，於收益表中確認應佔的購入後收益或虧損，及於儲備內確認應佔的購入後儲備變動，並將於投資成本中調整購買聯營公司後其發生的累計變動。除非本集團已爲聯營公司承擔債務或已爲其墊付資金，否則本集團在確認應佔聯營公司發生的虧損時，將以投資賬面價值爲限。

The Group's share of the post-acquisition profits or losses of associates is recognised in the income statement, and its share of post-acquisition movements in reserves is recognised in reserves. The accumulated post-acquisition movements are adjusted against the cost of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, the Group does not recognise further losses unless the Group has incurred obligations or made payments on behalf of the associates.

本集團與聯營公司間交易的未實現收益按本集團在聯營公司的投資比例進行抵銷；除非交易提供了轉讓資產已發生減值的證據，否則未實現損失也將被抵銷。

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of impairment of the asset transferred.

若對聯營公司的權益減少但影響力保留，只需按比例將過往曾在其他全面收益內確認的金額重新分類至收益表內。

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to income statement where appropriate.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.3 分類報告

分類的經營業績與呈報予管理委員會的內部報告方式一致，管理委員會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。

2.3 Segmental reporting

The operating result of segments are reported in a manner consistent with the internal reporting provided to the Management Committee, 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 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。

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.

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爲功能貨幣。外幣交易以交易日之匯率結算所引致的匯兌損益，以及以外幣爲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爲合資格現金流量的對沖或合資格淨投資的對沖除外。

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 hedges and qualifying net investment hedges.

以公平值變化計入損益的貨幣性證券的兌換差額會列作公平值收益或虧損的一部分。對於被分類爲可供出售，以外幣爲本位的貨幣性證券，其公平值變動可分爲源自證券攤餘成本變動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。

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 available-for-sale 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. 主要會計政策摘要（續） 2. Summary of 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（例如以公平值變化計入損益的股權投資），其兌換差額會列作公平值收益或虧損的一部分。而非貨幣性金融資產（例如可供出售股權投資）的兌換差額會包含在其他全面收益內。

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

所有本集團內非以港幣爲功能貨幣的企業，其業績及財務狀況按以下方式換算爲港幣：

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；
- assets and liabilities are translated at the closing rate at the end of the reporting period;
- 收入及支出按平均匯率換算；及
- income and expenses are translated at average exchange rates; and
- 所有產生之換算差額通過其他全面收益於權益項目下之貨幣換算儲備內確認。
- all resulting exchange differences are recognised in the currency 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、借款及其他被界定爲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。當出售該外國企業投資時，此外幣兌換差額需列作爲出售收益或虧損的一部分，並確認於收益表內。

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments are taken to other comprehensive income. When a foreign entity is sold, such exchange differences are recognised 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平值進行初始確認，並以公平值進行後續計量。公平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）。當公平值爲正值時，衍生金融工具將被列爲資產；當公平值爲負值時，則被列爲負債。

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 options pricing models, as appropriate. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

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

初始確認衍生金融工具公平值的最佳證據，就是其交易價格（如付出或收到代價的公平值）。

The best evidence of the fair value of a derivative at initial recognition is the transaction price (i.e., the fair value of the consideration given or received).

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，而主合同並非以公平值變化計入損益時，這些嵌藏式衍生金融工具需要單獨以公平值計量，並且其公平值變動計入收益表。

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爲用作對沖，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，將被分類爲持作交易用途，其公平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.

對於被界定爲對沖工具，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。本集團界定若干衍生金融工具爲以下其中一項：

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. The Group designates certain derivatives as either:

(a) 對沖已確認之資產、負債或爲確切承擔之公平值作對沖（公平值對沖）；或

(a) hedges of the fair value of recognised assets or liabilities or firm commitments (fair value hedge); or

(b) 對沖與已確認之資產、負債相關，或與高度可能發生的預期交易相關，並高度可能發生的未來現金流的某一特定風險（現金流對沖）。

(b) hedges of a particular risk associated with a highly probable future cash flows attributable to a recognised asset or liability, or a highly probable forecasted transaction (cash flow hedge).

被界定爲此類對沖之衍生金融工具，會採用對沖會計入賬。

Hedge accounting is used for derivatives designated in this way.

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

2. 主要會計政策摘要（續） 2. Summary of 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)*

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平值或現金流變動，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。

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 flows of hedged items. These criteria should be met before a hedge can be qualified to be accounted for under hedge accounting.

(a) 公平值對沖 **(a) Fair value hedge**

被界定爲有效之公平值對沖，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。

Changes in the fair value of derivatives that are designated and qualified as effective fair value hedges are recorded 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.

當公平值對沖會計被應用於定息金融負債時，金融負債的賬面值會按已被衍生工具對沖的利率風險的公平值變動金額而調整，而不是以攤餘成本列賬，該賬面值的調整與用作對沖之衍生工具的公平值變化，將一併於收益表內確認。

When fair value hedge accounting is applied to fixed rate financial liabilities, the carrying values of the financial liabilities are adjusted for changes in fair value that are attributable to the interest rate risk being hedged with the derivative instruments rather than carried at amortised cost, such carrying value adjustment is recognised in the income statement together with the changes in fair value of the hedging derivatives.

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。

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.

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

2. 主要會計政策摘要（續） 2. Summary of 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)*

(b) 現金流對沖

對於已被界定爲符合採用現金流對沖，並且有效的衍生金融工具，其公平值變動的有效部分將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。於權益內累計的金額，會於被對沖項目影響損益期間重新分類至收益表內。

當對沖工具到期或被出售，或當對沖不再符合對沖會計之要求，任何已記入權益的累計收益或虧損仍保留於權益內，直至預期交易最終被確認時，才確認於收益表內。當預期交易預計不會再發生時，累計於權益的收益或虧損會即時被重新分類至收益表內。

(b) Cash flow hedge

The effective portion of changes in the fair value of derivatives that are designated and qualified as cash flow hedges are recognised in other comprehensive income and accumulated in equity. The gain or loss relating to the ineffective portion is recognised immediately in the income statement. Amounts accumulated in equity are reclassified to the income statement in the periods when the hedged item affects profit or loss.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any accumulated gain or loss existing in equity at that time remains in equity and is recognised in the income statement when the forecast transaction is ultimately recognised in the income statement. When a forecast transaction is no longer expected to occur, the accumulated gain or loss that was reported in equity is immediately reclassified to the income statement.

(c) 淨投資對沖

對海外運作淨投資對沖與現金流對沖的處理方法相似。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。

(c) Net investment hedge

Hedges of net investments in foreign operations are accounted for in a similar way to cash flow hedges. 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 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. 主要會計政策摘要（續） 2. Summary of 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爲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（如提前還款權或爲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.

對於所有以利率爲被對沖風險的對沖交易，源自定息債務證券或定息後償票據等被對沖工具的利息收入或利息支出，與源自利率互換等對沖工具的利息收入／支出合併，以淨額爲基準作出披露。

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 or fixed rate subordinated notes are disclosed on a net basis together with net interest income/expense arising from the hedging instrument such as interest rate swap.

2.7 利息收入及支出、服務費及佣金收入及支出（續）

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爲利息收入。

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其他銀團成員相同的實際利率保留部分貸款時，銀團貸款服務費確認爲收入。

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

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.

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 that of other participants.

2.8 金融資產

本集團將金融資產分爲四類：以公平值變化計入損益的金融資產、貸款及應收款、持有至到期日證券和可供出售金融資產。管理層在初始確認時即對金融資產進行分類。金融資產是按持有目的作分類，並以公平值作初始確認。除以公平值變化計入損益的金融資產外，其他金融資產之交易成本均已包含於攤餘成本內。

2.8 Financial assets

The Group classifies its financial assets into the following four categories: financial assets at fair value through profit or loss, loans and receivables, held-to-maturity securities and available-for-sale financial assets. The Management determines the classification of investments at initial recognition. The classification depends on the purpose for which the financial assets are held. 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 amortised costs.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.8 金融資產（續） *2.8 Financial assets (continued)*

(1) 以公平值變化計入損益的金融資產

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

這類金融資產包括兩個細項：持作交易用途的金融資產，以及購入時即界定爲以公平值變化計入損益的金融資產。

This category has two sub-categories: financial assets held for trading, and those designated at fair value through profit or loss at inception.

如果取得該金融資產主要是以短期沽售爲目的，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爲，則被分類爲持作交易用途。除被界定爲有效對沖工具外，所有衍生金融工具均被分類爲持作交易用途類別。

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 hedges.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.8 金融資產（續） *2.8 Financial assets (continued)*

(1) 以公平值變化計入損益的金融資產（續）

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

除持作交易用途的金融資產外，如能滿足以下其中之一項條件，金融資產會被管理層界定爲以公平值變化計入損益的金融資產：

A financial asset, other than one held for trading, will 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:

- 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（一般被稱爲「會計錯配」）；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 assets or recognising the gains and losses on them on different bases; or

- 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，其表現是按公平值爲基礎來衡量，並按此基礎將該組金融工具的資訊向主要管理層作出內部報告；或
- 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 key Management; or

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

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

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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.8 金融資產（續） *2.8 Financial assets (continued)*

(1) 以公平值變化計入損益的金融資產（續）

該等資產的公平值變化所產生的損益（不包括利息部分）計入淨交易性收益／虧損或界定爲以公平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爲利息收入之一部分。此類資產項下之股權工具，其股息於本集團收取股息之權利確定時，於淨交易性收益／虧損或界定爲以公平值變化計入損益之金融工具淨收益／虧損內確認。

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

Gains and losses from changes in the fair value of such assets (excluding the interest component) 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. Dividends on equity instruments of this category are also recognised in net trading gain/loss or net gain/loss on financial instruments designated at fair value through profit or loss when the Group's right to receive payment is established.

(2) 貸款及應收款

貸款及應收款是指具有固定或可確定支付金額且不在活躍市場報價的非衍生金融資產，主要包括銀行及其他金融機構結餘及存款、沒有活躍市場的債券投資和客戶貸款及應收款。當本集團直接向債務人提供資金、貨品或服務，而沒有出售應收款的意圖時，本集團將其確認爲貸款及應收款。貸款及應收款以公平值加上直接相關的交易費用進行初始入賬，並以使用實際利息法計算的攤餘成本扣除減值損失準備進行後續計量。

(2) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, including placements with and advances to banks and other financial institutions, investment debt securities without an active market and loans and advances to customers. They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable. 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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.8 金融資產（續） *2.8 Financial assets (continued)*

(3) 持有至到期日投資

分類爲持有至到期日投資類別是指能於活躍市場中買賣，並擁有固定或可確定之還款額及還款期，以及本集團管理層有意向及能力持有至到期日之金融資產。如本集團所出售的持有至到期日投資(i)並非因不受本集團控制、非經常性及本集團不能合理預期的個別事件而出售，例如發行人信用狀況嚴重變壞，法定或監管要求重大改變；或(ii)佔持有至到期日資產中多於不重大部分，則整個資產類別將受到影響，需要重新分類至可供出售金融資產。持有至到期日投資以公平值加上直接相關的交易費用進行初始入賬，並以實際利息法計算的攤餘成本扣除減值損失準備進行後續計量。

(3) Held-to-maturity

Financial assets classified as held-to-maturity are those traded in active markets, with fixed or determinable payments and fixed maturities that the Group's Management has both the positive intention and the ability to hold to maturity. Where the Group sold held-to-maturity assets (i) other than due to an isolated event beyond the Group's control, non-recurring and could not have been reasonably anticipated by the Group, such as a significant deterioration in the issuer's creditworthiness, significant change in statutory or regulatory requirement or (ii) other than an insignificant amount of held-to-maturity assets, the entire category would be tainted and reclassified as available-for-sale. 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.

(4) 可供出售金融資產

可供出售金融資產包括界定爲此類的金融資產以及不屬於以上分類的金融資產。此等金融資產的持有期限不確定，但有可能依據流動資金需求或利率、匯率及權益價格的變動而被出售。

(4) Available-for-sale

Financial assets classified as available-for-sale are those that are either designated as such or are not classified in any of the other categories. They are intended to be held for an indefinite period of time but may be sold in response to needs for liquidity or changes in interest rates, exchange rates or equity prices.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.8 金融資產（續） *2.8 Financial assets (continued)*

(4) 可供出售金融資產（續） **(4) Available-for-sale (continued)**

可供出售金融資產以公平值加上直接相關的交易費用進行初始入賬，並以公平值進行後續計量。因該等投資之公平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。分類爲可供出售之股權工具，其股息於本集團收取股息之權利確定時於其他經營收入內確認。

Available-for-sale financial assets 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. Dividends on equity instruments classified as available-for-sale are recognised in other operating income when the Group's right to receive payment is established.

可供出售證券的兌換差額的處理方法已詳列於附註 2.4。

The treatment of translation differences on available-for-sale securities is dealt with in Note 2.4.

2.9 金融負債 *2.9 Financial liabilities*

本集團按以下類別分類金融負債：交易性負債、界定爲以公平值變化計入損益的金融負債、存款、已發行債務證券、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平值進行初始確認。

The Group classifies its financial liabilities under the following categories: trading liabilities, financial liabilities designated at fair value through profit or loss, deposits, debt securities 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 **(1) Trading liabilities**

旨在短期內購回之金融負債被分類爲持作交易用途之負債。除被界定爲有效對沖工具外，所有衍生金融工具均被分類爲持作交易用途類別。交易性負債以公平值列賬，公平值之變動所產生的收益或虧損確認於收益表內。

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

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.9 金融負債（續） *2.9 Financial liabilities (continued)*

(2) 界定爲以公平值變化計入損益的金融負債

金融負債於交易時被界定爲以公平值變化計入損益之金融負債。被界定爲此類別之金融負債包括若干已發行之存款證及若干嵌藏衍生金融工具之客戶存款。符合以下其中之一項條件之金融負債一般會被界定爲此類別：

- 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（一般被稱爲「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，其表現是按公平值爲基礎來衡量，並按此基礎將該組金融工具的資訊向主要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。

被界定爲以公平值變化計入損益的金融負債以公平值列賬，因公平值變化而產生之收益或虧損確認於收益表內。

(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. Financial liabilities so designated include certain certificates of deposit issued and certain deposits received from customers that are embedded with derivatives. A financial liability is so designated if it meets one of the following criteria:

- 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 key Management; or
- 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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.9 金融負債（續） *2.9 Financial liabilities (continued)*

(3) 存款、已發行債務證券、後償負債及其他負債

除被分類爲交易性負債或以公平值變化計入損益的金融負債外，其他存款、已發行債務證券、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) Deposits, debt securities in issue, subordinated liabilities and other liabilities

Deposits and debt securities in issue, together with 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 *2.10 Financial guarantee contracts*

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。

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.

財務擔保合約以合約簽發當日的公平值初始確認爲金融負債，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)根據香港會計準則第37號「準備、或然負債及或然資產」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 guarantees 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 HKAS 37 “Provisions, Contingent Liabilities and Contingent Assets” 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 guarantees are taken to the income statement.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.11 金融工具的確認和終止 *2.11 Recognition and derecognition of financial instruments*

以公平值變化計入損益之金融資產、可供出售及持有至到期日之證券，其買賣會於交易當日（即本集團購入或售出資產當日）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。

Purchases and sales of financial assets at fair value through profit or loss, available-for-sale and held-to-maturity securities 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.

交易性負債、被界定爲以公平值變化計入損益的金融負債、及已發行債務證券於交易當日確認。交易性負債以外的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。如本集團回購本身的債務，則該債務將從資產負債表上終止，而該債務之賬面值及支付金額的差額被確認爲淨交易性收益／虧損。

Trading liabilities, financial liabilities designated at fair value through profit or loss and debt securities in issue are recognised on the trade date. Deposits that are not trading liabilities 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 expired. If the Group purchases its own debt, it is removed from the balance sheet, and the difference between the carrying amount of a liability and the consideration paid is included in net trading gain/loss.

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爲「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爲「反向回購」。

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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.11 金融工具的確認和終止（續） *2.11 Recognition and derecognition of financial instruments (continued)*

「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，並仍列爲投資證券或以公平值變化計入損益的金融資產。「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，於資產負債表內列爲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於資產負債表上。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爲利息收入或利息支出。

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 securities or financial assets at fair value through profit or loss. 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 釐定金融工具之公平值 *2.12 Determination of fair value of financial instruments*

於活躍市場內具報價之金融資產及金融負債，其公平值乃分別按當時之買盤價及當時之賣盤價釐定。若金融資產及金融負債所處之市場並不活躍（例如非上市證券），本集團會以估值方法釐定其公平值，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。

The fair values of financial assets and financial liabilities that are quoted in active markets are based on current bid prices and current ask prices respectively. If the market for financial assets and financial liabilities is not active (such as unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, discounted cash flow analysis, option pricing models and other valuation techniques commonly used by market participants.

2.13 貴金屬 *2.13 Precious metals*

貴金屬包括黃金、銀及其他貴金屬。貴金屬以其公平值初始確認，其後再按會計結算日之市價重新計量。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, silver and other precious metals. Precious metals are initially recognised at fair value and subsequently re-measured at their respective market prices as at the end of the reporting period. 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. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.14 金融資產減值 *2.14 Impairment of financial assets*

本集團於每個會計結算日對個別或一組金融資產是否存在減值的客觀證據進行評估。當有客觀減值證據表明金融資產在初始確認後因發生一項或多項事件（「損失事件」），且該損失事件對可靠估計該項金融資產或該組金融資產的預計未來現金流產生影響時，則該項或該組金融資產被認定爲已發生減值並出現減值損失。顯示個別或一組金融資產可能出現減值之客觀證據包括本集團已注意到相關可供觀察資料之以下可能出現之損失事件：

The Group assesses as at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred if, and only if, there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a “loss event”) and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. Objective evidence that a financial asset or group of financial assets may be impaired includes observable data that comes to the attention of the Group about the following probable loss events:

(i) 發行人或欠債人遇到嚴重財政困難；

(i) significant financial difficulty of the issuer or obligor;

(ii) 違約，例如逾期或拖欠利息或本金還款；

(ii) a breach of contract, such as a default or delinquency in interest or principal payment;

(iii) 因應與借款人之財政困難相關之經濟或法律原因，本集團給予借款人在一般情況下放款人不予考慮之優惠條件；

(iii) the Group granting to the borrower, for economic or legal reasons relating to the borrower’s financial difficulty, a concession that the lender would not otherwise consider;

(iv) 借款人有可能破產或進行其他財務重組；

(iv) it becoming probable that the borrower will enter into bankruptcy or other financial reorganisation;

(v) 因財政困難至使該金融資產之活躍市場消失或其投資評級被降至投資級別以下；或

(v) the disappearance of an active market or downgrading below investment grade level for that financial asset because of financial difficulties; or

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.14 金融資產減值（續） *2.14 Impairment of financial assets (continued)*

(vi) 可察覺的資料顯示某一金融資產組合所產生之未來預計現金流量將較最初確認時有可量度之下降，雖然有關下降並未能明確爲該組合內之個別金融資產。資料包括：

- 該組合之供款人之還款狀況有不利轉變；或
- 與該組合資產之逾期還款相關之全國性或本地經濟狀況。

(vi) observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group, including:

- adverse changes in the payment status of borrowers in the group; or
- national or local economic conditions that correlate with defaults on the assets in the group.

(1) 以攤餘成本計量的資產

本集團首先對單項金額重大的金融資產是否存在減值的客觀證據進行個別評估。如果本集團沒有發現客觀證據表明進行個別評估的金融資產存在減值情況，本集團將其連同其他單項金額不重大的金融資產或尚未識別減值的金融資產包括在具有類似信貸風險特徵的金融資產組別中，進行組合減值評估。經個別進行減值評估並且已確認或繼續確認減值損失的資產，不再納入組合減值評估的範圍。

(1) Assets carried at amortised cost

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

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.14 金融資產減值（續） *2.14 Impairment of financial assets (continued)*

(1) 以攤餘成本計量的資產（續） **(1) Assets carried at amortised cost (continued)**

如果有客觀證據表明貸款及應收款或持有至到期日證券已發生減值損失，則其減值損失將按照該資產的賬面金額與該金融資產按原來實際利率貼現後的預計未來現金流（不包括尚未發生的未來信用損失）的現值之間的差額進行計量。減值損失通過使用準備金來減少該資產的賬面金額，並確認於收益表內。如果貸款或持有至到期日投資爲浮動利率，用於計量減值損失的貼現率爲按合約確定的當前實際利率。實務上，本集團亦可以採用觀察到的市場價值確定某項金融工具的公平值，並以此作爲基準計算減值。

If there is objective evidence that an impairment loss on loans and receivables or held-to-maturity securities has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred), discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in the income statement. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

附有抵押品的金融資產之預計未來現金流的現值包含按照止贖抵押品的價值扣除獲取和出售該抵押品之成本後的現金流。

The calculation of the present value of the estimated future cash flows of a collateralised financial asset reflects the cash flows that may result from foreclosure less costs for obtaining and selling the collateral.

本集團在進行組合減值評估時，將根據信貸風險特徵的相似性和相關性對金融資產進行分組。此等特徵與預計該等資產組合之未來現金流相關，可以反映債務人按照該等被評估資產的合約條款償還所有到期金額的能力。

For the purposes of a collective assessment of impairment, financial assets are grouped on the basis of similar and relevant credit risk characteristics. Those characteristics are relevant to the estimation of future cash flows for groups of such assets by being indicative of the debtors' ability to pay all amounts due according to the contractual terms of the assets being evaluated.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.14 金融資產減值（續） *2.14 Impairment of financial assets (continued)*

(1) 以攤餘成本計量的資產（續） **(1) Assets carried at amortised cost (continued)**

對一組金融資產進行組合減值評估測算時，其預計未來現金流乃按該組資產的合約現金流以及於本集團內與該組金融資產具有類似信貸風險特徵的資產的歷史損失經驗爲基準。以上歷史損失經驗將根據當期可觀察數據進行調整，以反映並不會影響該段歷史損失期間的當前情況，及從歷史損失經驗數據中移除那些當期已不存在的影響事項。

Future cash flows in a group of financial assets that are collectively evaluated for impairment are estimated on the basis of the contractual cash flows of the assets in the group and historical loss experience for assets with credit risk characteristics similar to those in the group. Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the period on which the historical loss experience is based and to remove the effects of conditions in the historical period that do not exist currently.

當貸款無法收回時，在完成所有必要程序及確定損失金額後，本集團對該等貸款進行撇銷，沖減相應的貸款損失減值準備。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 loan is uncollectible, it is written off against the related allowance for impairment losses. Such loans are written off after all the necessary procedures have been completed and the amount of the loss has been determined. 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，該貸款不再被視爲逾期貸款，而作爲新貸款處理。

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. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.14 金融資產減值（續） *2.14 Impairment of financial assets (continued)*

(2) 被分類爲可供出售的資產

如可供出售金融資產存在減值證據時，其累計虧損－即其購入成本或攤餘成本與現時公平值之差額，扣除該金融資產之前已記入收益表內之累計減值損失－需從權益儲備撥轉至收益表內。對於被界定爲可供出售的股權投資，在決定其是否出現減值時，會考慮其公平值是否嚴重地或長期地低於其成本。如日後被分類爲可供出售金融資產之債務工具之公平值增加，並與收益表確認減值後發生之事項有客觀關聯，有關之減值損失可按不多於該之前已減值之金額於收益表內回撥。至於股權工具方面，之後的公平值變化會透過其他全面收益確認於可供出售證券公平值變動儲備，減值損失不會通過收益表回撥。

(2) Assets classified as available-for-sale

If evidence of impairment exists for available-for-sale financial assets, the accumulated losses, measured as the difference between the acquisition cost or amortised cost and the current fair value, less any impairment loss on that financial asset previously recognised in the income statement, is removed from equity and recognised in the income statement. In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is considered in determining whether the assets are impaired. If, in a subsequent period, the fair value of a debt instrument classified as available-for-sale increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in the income statement, the impairment loss to the extent of its decrease is reversed through the income statement. With respect to equity instruments, further fair value changes are recognised in the reserve for fair value change of available-for-sale securities through other comprehensive income, impairment losses are not reversed through the income statement.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.15 對附屬公司及聯營公司之投資及非金融資產之減值 *2.15 Impairment of investment in subsidiaries, associates and non-financial assets*

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。

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.

資產的賬面值超逾其可收回金額的部分會被確認爲減值損失。可收回金額是指資產的公平值扣除出售成本後與其使用價值的較高者。爲作出減值評估，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。

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.

在本銀行的財務報表，如果附屬公司或聯營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。

In the Bank's financial statements, impairment testing of the investment in a subsidiary or associate 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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.16 投資物業 *2.16 Investment properties*

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，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爲投資物業，及於綜合財務報表中分類爲房產。若經營租賃之土地符合投資物業之其他定義，則會列作爲投資物業。有關之經營租賃會作爲融資租賃處理。

Properties 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. Land held under operating lease is classified and accounted for as investment property when the rest of the definition of investment property is met. The operating lease is accounted for as if it is a finance lease.

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，投資物業按專業估價師以公開市值爲基礎評估所得出之公平值計量。若沒有公開市值的相關資料，則會使用其他估值方法代替，例如在較不活躍市場的最近價格或以貼現現金流量估算。此等估值均按香港測量師學會所頒佈的物業估值準則進行。

Investment properties are recognised initially at cost, including related transaction costs. After initial recognition, investment properties are measured at fair value assessed by professional valuers on the basis of open market value. If information of open market value is not available, alternative valuation methods are used such as recent prices on less active markets or discounted cash flow projections. These valuations are performed in accordance with valuation standards on properties published by The Hong Kong Institute of Surveyors.

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爲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，則以公平值計量。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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.16 投資物業（續） *2.16 Investment properties (continued)*

任何公平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.

若投資物業改爲自用，會被重新分類爲房產，其於重新分類日之公平值會成爲其會計賬上的成本值。若房產項目因其用途改變而成爲投資物業，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平值之間的差額作爲房產重估，確認於其他全面收益內。惟若公平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爲限。

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.

2.17 物業、器材及設備 *2.17 Properties, plant and equipment*

物業主要爲分行及辦公樓房產。房產需定期但最少每年以取自外間獨立估價師之公平值扣除隨後發生之累計折舊及累計資產減值損失列示。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，如董事認爲該房產價值有重大變動則會作出相應調整。

Properties are mainly branches and office premises. Premises are shown at fair value based on periodic, at least annual, valuations by external independent valuers less subsequent accumulated depreciation and subsequent accumulated impairment losses. 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.

所有器材及設備均以歷史成本扣除累計折舊及減值列賬。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 are stated at historical cost less accumulated depreciation and impairment. Historical cost includes expenditures that are directly attributable to the acquisition and installation of the items.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.17 物業、器材及設備（續） *2.17 Properties, plant and equipment (continued)*

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爲單獨的一項資產進行確認（如適當）。該等後續支出以扣除減值後之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 less impairment 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（以早前扣減之金額爲限），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.

折舊以直線法，將資產之成本值或重估值於其如下估計可用年限內攤銷：

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:

- 物業 按政府土地租約年期
- 器材及設備 3至15年之間

- Properties — Over the life of government land leases
- Plant and equipment — 3-15 years

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。

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

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.17 物業、器材及設備（續） *2.17 Properties, plant and equipment (continued)*

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平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回撥。

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 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 income statement as appropriate.

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，並於收益表內確認。

Gains and losses on disposals are determined by comparing proceeds with carrying amount, relevant taxes and expenses. These are recognised in the income statement.

2.18 租賃 *2.18 Leases*

(1) 經營租賃 (1) Operating leases

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。

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.

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爲支出。經營租賃之租金收入在租約期內以直線法確認。

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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.18 租賃（續） *2.18 Leases (continued)*

(2) 融資租賃 **(2) Finance leases**

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爲融資租賃。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爲融資租賃，尤如屬無期業權。

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.

融資租賃會在租賃開始時，按租賃資產之公平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平值列賬。

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.

當資產按融資租賃租出，租金的現值會被確認爲應收款項。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。

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. 主要會計政策摘要（續） 2. Summary of 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、短期票據及被分類爲投資證券及存款證之票據。

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 and certificates of deposit.

2.20 準備 *2.20 Provisions*

當本集團因爲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，爲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 **(1) Retirement benefit costs**

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。

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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.21 僱員福利（續） *2.21 Employee benefits (continued)*

(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。

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

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.

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，會以貼現現金流方法確認。

(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 recognised using discounted cash flow method if the amounts are significant.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

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、附屬公司及聯營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爲本期所得稅項支出。

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 and associates 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.

主要之暫時性差異源於資產減值準備、房產及設備之折舊、若干資產之重估，包括可供出售證券及房產、以及結轉之稅務虧損。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, revaluation of certain assets including available-for-sale securities and premises, and tax losses carried forward. However, the deferred income tax is not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

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，而當未來之應課稅利潤預計可被用作抵扣暫時性差異時，因該暫時性差異而產生之遞延所得稅資產將被確認。

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

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.22 本期及遞延所得稅項（續） *2.22 Current and deferred income taxes (continued)*

遞延所得稅項乃記於收益表內。但因可供出售證券的公平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 available-for-sale securities 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.

2.23 收回資產 *2.23 Repossessed assets*

收回資產按其收回日之公平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平值扣除出售成本後之淨值中之較低者計量，並被確認爲「待售非流動資產」，包括於「其他資產」項下。

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 信託業務 *2.24 Fiduciary activities*

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。

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.

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

2. 主要會計政策摘要（續） 2. Summary of significant accounting policies (continued)

2.25 或然負債及或然資產 *2.25 Contingent liabilities and contingent assets*

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。

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.

或然負債不會被確認爲準備，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，則會將其確認爲準備。

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.

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。

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 events not wholly within the control of the Group.

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，將確認爲資產。

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，若一方人士能控制、共同控制本集團、或對本集團有重大影響力；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；爲本集團或母公司集團中的聯營公司或合營公司；本集團或母公司的主要高層人員；或本集團與此方人士受到共同控制，則該等人士被視爲有關連人士。有關連人士可爲個人或企業。

For the purposes of these financial statements, a party is considered to be related to the Group if that party controls, jointly controls or has significant influence over the Group; is a member of the same financial reporting group, such as parents, subsidiaries and fellow subsidiaries; is an associate or a joint venture of the Group or parent reporting group; is a key management personnel of the Group or parents, or where the Group and the party are subject to common control. Related parties may be individuals or entities.

財務報表附註（續）

3. 應用會計政策時之重大會計估計及判斷

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爲合理之其他因素，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。

3.1 貸款及應收款減值準備

本集團至少每季對貸款組合的減值損失情況進行一次評估。於決定是否確認減值損失於收益表時，本集團於識別某一貸款組合內個別貸款之減值損失前，會首先判斷是否有可觀察數據顯示該貸款組合所產生之未來預計現金流量將出現有可量度之下降。該證據包括能顯示該組合內借款人之還款狀況有不利轉變的可觀察資料（如拖欠或逾期還款）或與組合內貸款資產違約有關的經濟狀況。管理層於估計未來現金流量時，將根據具有與該組合類似之信貸風險特徵及客觀減值證據之資產之過往損失經驗作爲估計基準。用作估計未來現金流量金額及時間之方法及假設會被定期檢討。

截至2012年12月31日的貸款及應收款賬面值已列示於本財務報表的附註23。

Notes to the Financial Statements (continued)

3. Critical accounting estimates and judgements in applying accounting policies

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 Impairment allowances on loans and advances

The Group reviews its loan portfolios to assess impairment at least on a quarterly basis. In determining whether an impairment loss should be recorded in the income statement, the Group makes judgements as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of loans and advances before the decrease can be identified with an individual loan in that portfolio. This evidence may include observable data indicating that there has been an adverse change in the payment status of borrowers in a group (e.g. payment delinquency or default), or economic conditions that correlate with defaults on assets in the group. The Management uses estimates based on historical loss experience for assets with credit risk characteristics and objective evidence of impairment similar to those in the portfolio when estimating expected future cash flows. The methodology and assumptions used for estimating both the amount and timing of future cash flows are reviewed regularly.

Carrying amounts of loans and advances as at 31 December 2012 are shown in Note 23 to the Financial Statements.

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 持有至到期日和可供出售證券減值 *3.2 Impairment of held-to-maturity and available-for-sale securities*

本集團至少每季對其持有至到期日和可供出售投資組合的減值損失情況進行一次評估。於決定該等投資是否出現減值時，會評估其風險特徵和表現，例如外部評級、市場價值等。本集團會參照該等組合的市場表現、發行人的目前付款情況、相關資產表現、與抵押資產違約直接相關的經濟情況，而對每一項投資的違約率和損失嚴重性作出估計。減值評估中所使用的方法和假設會被定期檢討。

The Group reviews its held-to-maturity and available-for-sale investment portfolios to assess impairment at least on a quarterly basis. In determining whether any of these investments is impaired, risk characteristics and performance such as external credit rating, market price etc will be assessed. The Group makes estimates on the default rate and loss severity of each investment with reference to market performance of the portfolios, current payment status of the issuers or performance of the underlying assets, or economic conditions that correlate with defaults on the collateralised assets. The methodology and assumptions used for impairment assessments are reviewed regularly.

截至2012年12月31日的證券投資賬面值已列示於本財務報表的附註25。

Carrying amounts of investment in securities as at 31 December 2012 are shown in Note 25 to the Financial Statements.

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 衍生金融工具的公平值 *3.3 Fair values of derivative financial instruments*

沒有活躍市場報價之衍生金融工具，其公平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。若實際操作上可行，定價模型將只採用可觀察數據。

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 only use observable data.

截至2012年12月31日的衍生金融工具賬面值已列示於本財務報表的附註22。

Carrying amounts of derivative financial instruments as at 31 December 2012 are shown in Note 22 to the Financial Statements.

3.4 持有至到期日證券 *3.4 Held-to-maturity securities*

本集團跟循香港會計準則第39號之指引，將具有固定或確定付款額及還款期的若干非衍生金融資產分類爲持有至到期日證券。此分類需運用重大判斷。於使用該判斷時，本集團會考慮其持有之意向及能持有該資產至到期日之能力。除香港會計準則第39號所列出的特定情況外（例如出售之金額不重大；於接近到期日出售；或因信貸顯著轉差而出售），若本集團未能持有該等投資至到期日，則整個類別需被重新分類爲可供出售證券，而該投資將以公平值計量，而不能以攤餘成本計量。

The Group follows the guidance of HKAS 39 in classifying certain non-derivative financial assets with fixed or determinable payments and fixed maturity as held-to-maturity securities. This classification requires significant management judgement to evaluate the Group's intention and ability to hold such investments to maturity. If the Group fails to hold these investments to maturity other than for specific circumstances defined in HKAS 39, such as selling an insignificant amount, selling close to maturity or due to significant credit deterioration of such investments, it will be required to reclassify the entire portfolio of financial assets as available-for-sale securities. The investments would then be measured at fair value and not amortised cost.

截至2012年12月31日的持有至到期日證券賬面值已列示於本財務報表的附註25。

Carrying amounts of held-to-maturity securities as at 31 December 2012 are shown in Note 25 to the Financial Statements.

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

4. 金融風險管理 4. Financial risk management

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。

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.

金融風險管理架構

Financial risk management framework

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、監察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。

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

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，負責確定本集團的總體風險管理策略，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。

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 formulating risk management strategies and ensuring that the Group has an effective risk management system to implement these strategies.

風險委員會是董事會成立的常設委員會，負責監控本集團的各類風險；審批高層次的風險相關政策，並監督其執行；審查重大的或高風險的風險承擔或交易，並對認爲不應該進行的交易行使否決權。稽核委員會協助董事會履行內部監控系統的監控職責。

The Risk Committee ("RC"), 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-related policies and overseeing their implementation, reviewing significant or high risk exposures or transactions and exercising its power of veto if it considers that any transaction should not proceed. The Audit Committee assists the Board in fulfilling its role in overseeing the internal control system.

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）

總裁負責管理本集團各類風險，審批詳細的風險管理政策，在董事會授權範圍內審批重大風險承擔或交易。風險總監負責協助總裁履行對各類風險日常管理的職責，提出新的風險管理策略、項目和措施以配合監管要求的變化，從而更好地監察及管理新業務、產品及營運環境轉變而引致的風險。風險總監還根據授權負責審核重大風險承擔或交易，並對認爲不應該進行的交易行使否決權。

Financial risk management framework (continued)

The Chief Executive ("CE") is responsible for managing the Group's various types of risks, approving detailed risk management policies, and approving material risk exposures or transactions within his authority delegated by the Board of Directors. The Chief Risk Officer ("CRO") assists the CE in fulfilling his responsibilities for the day-to-day management of risks. The CRO is responsible for initiating new risk management strategies, projects and measures that will enable the Group to better monitor and manage new risk issues or areas that may arise from time to time from new businesses, products and changes in the operating environment. He may also take appropriate initiatives in response to regulatory changes. The CRO is also responsible for reviewing material risk exposures or transactions within his delegated authority and exercising his power of veto if he believes that any transaction should not proceed.

本集團的不同單位都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。

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.

本集團的主要附屬銀行南商、南商（中國）及集友，亦採用與本集團一致的風險管理政策。中銀香港風險管理單位按照各自分工，監督附屬公司的相關風險管理情況。

The Group's principal banking subsidiaries, Nanyang, NCB (China) and Chiyu, are subject to risk policies that are consistent with those of the Group. Risk management units of BOCHK monitor the risk management status of these subsidiaries respectively.

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。

The Group has put in place appropriate internal control systems, including establishment of an organisation 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

Product development

爲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，並需要遵循既定的風險評估程序開展工作。

To ensure effective risk assessment and monitoring, the Group has developed a comprehensive product development and management framework which clearly defines the roles and responsibilities of all related units, and the proper risk assessment procedures for the product development process.

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

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

除負責本單位新產品開發項目的項目管理工作外，產品管理單位將與風險評估部門共同負責識別和分析項目所涉及的各項風險。風險評估部門需要對項目的風險評估結果和風險管理措施進行獨立審核，只有在各風險評估部門均確認同意項目的風險管理措施有效可行，有關產品才能最終推出市場。

Apart from product development, the respective product management units shall work closely with relevant risk evaluating departments to identify and assess all the related risks. Risk evaluating departments shall conduct independent review on risk management procedures and assessment results. Products can only be launched after the risk management procedures are fulfilled and endorsed by all risk evaluating departments.

而爲對提供予客戶的財資產品進行更審慎的篩選，所有全新及改良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。

In order to be prudent in offering treasury products to our clients, all treasury products, regardless brand new or modified, require approval from a special committee before launching.

4.1 信貸風險

4.1 Credit Risk

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。銀行的交易賬戶和銀行賬戶、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，包括銀行同業交易、外匯及衍生交易、債券及證券投資。

Credit risk is the risk of loss arising from that a customer or counterparty will be unable to or unwilling to meet its contractual obligations. Credit risk exists in the trading book and banking book, on- and off-balance sheet exposures of a bank. It arises principally from the lending, trade finance and treasury businesses, and covers inter-bank transactions, foreign exchange and derivative transactions as well as investments in bonds and 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)

信貸風險管理架構 **Credit risk management framework**

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限額，以配合市場及業務策略的轉變。

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 to cope with changes in market conditions and business strategies.

本集團的組織架構適當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。

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

信貸風險主管負責主持各類信貸風險管理工作，並在與本集團制定的信貸風險管理原則及要求相一致前提下管控附屬機構的信貸風險承擔。信貸定量模型總監負責開發及維護本集團內部評級模型和制定評級標準。信貸風險主管和信貸定量模型總監直接向風險總監匯報。本集團的不同單位都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，而風險管理部門則獨立於業務單位，負責信貸風險的日常管理，對信貸風險的識別、量度、監督和控制做獨立的盡職調查，確保有效的獨立的風險管理，以及草擬、檢查和更新信貸風險管理政策與程序。風險管理部門同時負責設計本集團的內部評級體系，並確保符合相關的監管要求。

The Chief Credit Officer, who reports directly to the CRO, takes charge of credit risk management and is also responsible for the control of credit risk exposure of subsidiaries in line with the credit risk management principles and requirements set by the Group. The Chief Analytics Officer, who also reports directly to the CRO, is responsible for the development and maintenance of internal rating models and establishing the rating criteria. Various units of the Group have their respective credit risk management responsibilities. Business units act as the first line of defence. The Risk Management Department ("RMD"), which is independent from the business units, is responsible for the day-to-day management of credit risks and has the primary responsibility for providing an independent due diligence through identifying, measuring, monitoring and controlling credit risk to ensure an effective checks and balances, as well as drafting, reviewing and updating credit risk management policies and procedures. It is also responsible for the design of the Group's internal rating system and ensuring the system complies with the relevant regulatory requirements.

本集團的主要附屬銀行南商、南商（中國）及集友，根據本集團的營運總則，亦採用與本集團一致的信貸風險管理政策。這些附屬公司獨立執行其信貸風險管理策略，並定期向本集團管理層匯報。

In accordance with Group's operating principle, the Group's principal banking subsidiaries, Nanyang, NCB (China) and Chiyu, have also formulated their own credit risk policies that are consistent with those of the Group. These subsidiaries execute their risk management strategies independently and report to the Group's management 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） 4.1 Credit Risk (continued)

信貸風險管理架構（續） **Credit risk management framework (continued)**

總裁在董事會授予之權限內按管理需要轉授權予相關下級人員。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。

The Board of Directors delegates credit approval authority to the CE. The CE can further delegate to the subordinates within his limit authorised by the Board of Directors. The Group sets the limits of credit approval authority according to the business nature, rating, the level of transaction risk, and the extent of the credit exposure.

信貸風險評估及監控 **Credit risk measurement and control**

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。

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

貸款 *Loans and advances*

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。須由副總裁級或以上人員審批的大額授信申請，由信貸和其他業務專家組成的信貸評審委員會進行獨立風險評審。非零售風險承擔授信申請由風險管理單位進行獨立審核、客觀評估，並確定債務人評級（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、私人貸款及信用卡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。

Different credit approval and control procedures are adopted according to the level of risk associated with the customer, counterparty or transaction. The Credit Risk Assessment Committee comprising experts from credit and other functions is responsible for making an independent assessment of all credit facilities which require the approval of Deputy Chief Executives ("DCE") or above. Credit applications for non-retail exposure are independently reviewed and objectively assessed by risk management units. Obligor ratings (in terms of PD) and facility ratings (in terms of LGD) are assigned to these portfolios to support credit approval. Retail internal rating systems are deployed in risk assessment of retail credit transactions, including small business retail exposures, residential mortgage loans, personal loans and credit cards. 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） 4.1 Credit Risk (continued)

信貸風險評估及監控（續） Credit risk measurement and control (continued)

貸款（續） Loans and advances (continued)

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，對識別爲高風險組別客戶，會進行更全面檢討。

The Group uses loan grades, obligor ratings and loss estimates (if applicable) to support credit monitoring, analysis and reporting. 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.

本集團已制定適用於信貸風險的內部評級總尺度表，該總尺度表符合香港《銀行業條例》項下《銀行業（資本）規則》對於內部評級結構的要求，並能與標準普爾(Standard & Poor's)外部信用評級相對應。

The Group has established credit master scale for internal rating purpose, which is in compliance with the Banking (Capital) Rules under the Hong Kong Banking Ordinance on internal rating structure, and can be mapped to Standard & Poor's external ratings.

風險管理部定期提供信貸風險管理報告，並按管理委員會、風險委員會及董事會的特別要求，提供專題報告，以供本集團管理層持續監控信貸風險。

RMD provides regular credit management information reports and ad hoc reports to MC, RC and 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） 4.1 Credit Risk (continued)

信貸風險評估及監控（續） Credit risk measurement and control (continued)

貸款（續） Loans and advances (continued)

本集團按照行業、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。

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

至 2012 年底，本集團繼續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：

As of 31 December 2012, the Group continues to adopt loan grading criteria which divide credit assets into 5 categories with reference to HKMA's guidelines, as below:

「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。

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

「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。

"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.

「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。

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

「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。

"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.

「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）仍被視爲無法收回的貸款。

"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） 4.1 Credit Risk (continued)

信貸風險評估及監控（續） Credit risk measurement and control (continued)

債務證券及衍生產品 *Debt securities and derivatives*

對於債務證券及證券化資產，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限額，以管理債務證券及證券化資產的信貸風險；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。

For investments in debt securities and securitisation assets, 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 loans and advances. On-going monitoring and stop-loss procedures are established.

減值評估中所使用的方法和假設會被定期檢討。在評估資產抵押債券(ABS)與按揭抵押債券(MBS)的減值時，本集團一直以市場價格的顯著下降及相關資產的信貸轉壞作爲減值的重要指標。本集團亦會考慮其他減值的客觀證據，包括流動性對市場價格的影響和每一筆由本集團持有的ABS與MBS的損失覆蓋率變化情況。

The methodology and assumptions used for impairment assessments are reviewed regularly. In evaluating impairment of asset backed securities (“ABS”) and mortgage backed securities (“MBS”), the Group continued to use a significant decline in market price and credit deterioration of the underlying assets to be the key indicators of impairment. The Group also considered other objective evidence of impairment, taking into account the impact of liquidity on market prices and the movement in loss coverage ratios of individual ABS and MBS held by the Group.

結算風險主要來自交易對手相關外匯交易，並同時產生自衍生產品交易因以現金、證券或股票結算支付時，尚未相應收回對方的現金、證券或股票。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。

Settlement risk arises mainly from foreign exchange transactions with counterparties and also from derivatives in any situation where a payment in cash, securities or equities is made in the expectation 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） 4.1 Credit Risk (continued)

抵押品及其他改善信貸條件

Collateral held as security and other credit enhancements

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、法律有效力、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、擔保的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。抵押品須購買保險並以本集團作爲第一受益人。個人貸款以物業、存款及證券作爲主要抵押品；工商貸款則主要以物業、證券、應收賬項、存款及機器作押。

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. Collateral is insured with the Group as the beneficiary. In the personal sector, the main types of collateral are real estate properties, cash deposits and securities. In the commercial and industrial sector, the main types of collateral are real estate properties, securities, receivables, cash deposits and machinery.

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。

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

於 2012 年 12 月 31 日及 2011 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。

As at 31 December 2012 and 2011, the Group did not hold any collateral that it was permitted to sell or re-pledge in the absence of default by 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)

(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。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爲償付債務的最高金額。對於貸款承擔及其他信貸有關負債，最高信貸風險承擔爲信貸承諾的全額。

The maximum exposure is a worst case scenario of credit risk 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.

以下爲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.

<u>在銀行及其他金融機構的結餘及定期存放</u>

<u>Balances and placements with banks and other financial institutions</u>

考慮到交易對手的性質，一般會視爲低風險承擔。因此一般不會就此等資產尋求抵押品。

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

<u>公平值變化計入損益之金融資產及證券投資</u>

<u>Financial assets at fair value through profit or loss and investment in securities</u>

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

本集團傾向以國際掉期業務及衍生投資工具協會總協議作爲衍生工具業務的協議文件。該協議爲敘做場外交易產品提供主體合約模式，倘若任何一方違約或提早終止交易，則合約限定雙方對協議涵蓋的未平倉交易須採用淨額結算。

Derivative financial instruments

The International Swaps and Derivatives Association Master Agreement is the preferred agreement for documenting derivatives activities of the Group. It provides the contractual framework within which dealing activities of OTC products are conducted, and contractually bind both parties to apply close-out netting on outstanding transactions covered by an agreement if either party defaults or another pre-agreed termination event occurs.

貸款及其他賬項、或然負債及承擔

一般抵押品種類已載於第 112 頁。對貸款及其他賬項、或然負債及承擔，本集團會考慮適當之抵押品去評估個別風險承擔。有關客戶貸款之抵押品覆蓋率已分析於第 135 至 138 頁。或然負債及承擔之主要組合及性質已載於附註 42。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 2012 年 12 月 31 日，本集團及本銀行有抵押品覆蓋之或然負債及承擔分別爲 11.4%（2011 年：12.9%）及 12.8%（2011 年：13.3%）。

Advances and other accounts, contingent liabilities and commitments

The general types of collateral are disclosed on page 112. 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 135 to 138. The components and nature of contingent liabilities and commitments are disclosed in Note 42. 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 of the Group and the Bank, 11.4% (2011: 12.9%) and 12.8% (2011: 13.3%) are covered by collateral as at 31 December 2012 respectively.

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 (B) Gross advances and other accounts

提取貸款減值準備前之總貸款及其他賬項按產品類別概述如下：

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

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers		
個人	Personal		
- 按揭	- Mortgages	**202,386**	185,259
- 信用卡	- Credit cards	**11,534**	9,655
- 其他	- Others	**24,727**	20,756
公司	Corporate		
- 商業貸款	- Commercial loans	**472,425**	424,156
- 貿易融資	- Trade finance	**67,137**	59,508
		778,209	699,334
貿易票據	Trade bills	**45,180**	56,506
銀行及其他金融機構貸款	Advances to banks and other financial institutions	**-**	2,174
總計	Total	**823,389**	758,014

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers		
個人	Personal		
- 按揭	- Mortgages	**182,287**	164,983
- 信用卡	- Credit cards	**3,959**	-
- 其他	- Others	**16,615**	14,118
公司	Corporate		
- 商業貸款	- Commercial loans	**356,817**	320,479
- 貿易融資	- Trade finance	**59,996**	52,797
		619,674	552,377
貿易票據	Trade bills	**34,892**	40,811
銀行及其他金融機構貸款	Advances to banks and other financial institutions	**-**	1,629
總計	Total	**654,566**	594,817

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)

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。

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 remained continuously outside the approved limit that was advised to the borrower.

當有客觀證據反映貸款出現一項或多項損失事件，經過評估有關損失事件已影響其預期可靠的未來現金流，則該貸款已出現減值損失。

Advances are impaired and impairment losses are incurred if, and only if, there is objective evidence of impairment as a result of one or more events that occurred and that loss event(s) has an impact on the estimated future cash flows of the advances that can be reliably estimated.

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)

如有客觀證據反映貸款已出現減值損失，有關損失按賬面值與未來現金流折現值兩者間之差額計量；貸款已出現減值損失的客觀證據包括那些已有明顯訊息令本集團知悉發生了損失事件。

If there is objective evidence that an impairment loss on advances has been incurred, the amount of loss is measured as the difference between the carrying amount and the present value of estimated future cash flows generated by the advances. Objective evidence that advances are impaired includes observable data that comes to the attention of the Group about the loss events.

本集團根據以下客觀證據來決定是否已出現減值損失：

The criteria that the Group uses to determine that there is objective evidence of an impairment loss include:

- 借款人出現重大的財務困難；
- Significant financial difficulty incurred by the borrower;
- 出現違約事件，例如不履行或逾期償還本金或利息；
- A breach of contract, such as a default or delinquency in interest or principal payment;
- 當借款人出現財務困難，本集團基於經濟或法律因素考慮而特別給予借款人貸款條件上的優惠；
- For economic or legal reasons related to the borrower's financial difficulty, the Group has granted to the borrower a concession that it would not otherwise consider;
- 有證據顯示借款人將會破產或進行財務重整；或
- Probable that the borrower will become bankrupt or undergo other financial reorganisation; or
- 其他明顯訊息反映有關貸款的未來現金流將會出現明顯下降。
- Other observable data indicating that there is a measurable decrease in the estimated future cash flows from such advances.

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 (a) Advances neither overdue nor impaired

非減值未逾期貸款按內部信貸評級分析如下：

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

		本集團 The Group			
		2012			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	**199,838**	**242**	**37**	**200,117**
- 信用卡	- Credit cards	**11,103**	**-**	**-**	**11,103**
- 其他	- Others	**24,138**	**121**	**9**	**24,268**
公司	Corporate				
- 商業貸款	- Commercial loans	**465,123**	**4,693**	**65**	**469,881**
- 貿易融資	- Trade finance	**66,563**	**369**	**-**	**66,932**
		766,765	**5,425**	**111**	**772,301**
貿易票據	Trade bills	**45,172**	**-**	**-**	**45,172**
總計	Total	**811,937**	**5,425**	**111**	**817,473**

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 impaired (continued)

		本集團 The Group			
		2011			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	183,192	165	53	183,410
- 信用卡	- Credit cards	9,395	-	-	9,395
- 其他	- Others	20,402	117	9	20,528
公司	Corporate				
- 商業貸款	- Commercial loans	418,412	4,369	98	422,879
- 貿易融資	- Trade finance	59,127	181	5	59,313
		690,528	4,832	165	695,525
貿易票據	Trade bills	56,103	398	5	56,506
銀行及其他金融機構貸款	Advances to banks and other financial institutions	2,174	-	-	2,174
總計	Total	748,805	5,230	170	754,205

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 impaired (continued)

		本銀行 The Bank			
		2012			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	**180,029**	**202**	**34**	**180,265**
- 信用卡	- Credit cards	**3,852**	**-**	**-**	**3,852**
- 其他	- Others	**16,203**	**18**	**7**	**16,228**
公司	Corporate				
- 商業貸款	- Commercial loans	**352,559**	**2,320**	**65**	**354,944**
- 貿易融資	- Trade finance	**59,805**	**81**	**-**	**59,886**
		612,448	**2,621**	**106**	**615,175**
貿易票據	Trade bills	**34,892**	**-**	**-**	**34,892**
總計	Total	**647,340**	**2,621**	**106**	**650,067**

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 impaired (continued)

		本銀行 The Bank			
		2011			
		合格 Pass	需要關注 Special mention	次級或以下 Substandard or below	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	163,171	145	49	163,365
- 其他	- Others	13,896	22	8	13,926
公司	Corporate				
- 商業貸款	- Commercial loans	315,926	3,514	76	319,516
- 貿易融資	- Trade finance	52,481	159	5	52,645
		545,474	3,840	138	549,452
貿易票據	Trade bills	40,606	200	5	40,811
銀行及其他金融機構貸款	Advances to banks and other financial institutions	1,629	-	-	1,629
總計	Total	587,709	4,040	143	591,892

當貸款受全數抵押擔保，即使發生損失事件亦未必導致減值損失。該等被評爲「次級」或以下的貸款，被視爲非減值貸款於上表中列示。

The occurrence of loss event(s) may not necessarily result in impairment loss where the advances are fully collateralised. While such advances are of "substandard" or lower grades, they are regarded as not being impaired and have been included in the above tables.

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) 逾期未減值貸款 (b) Advances overdue but not impaired

總逾期未減值貸款分析如下： The gross amount of advances overdue but not impaired is analysed as follows:

		本集團 The Group				
		2012				
		逾期3個月或以下 Overdue for three months or less	逾期超過3個月但不超過6個月 Overdue for 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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	2,209	13	7	22	2,251
- 信用卡	- Credit cards	403	-	-	-	403
- 其他	- Others	417	2	-	9	428
公司	Corporate					
- 商業貸款	- Commercial loans	960	6	15	19	1,000
- 貿易融資	- Trade finance	19	-	-	-	19
		4,008	21	22	50	4,101
貿易票據	Trade bills	8	-	-	-	8
總計	Total	4,016	21	22	50	4,109

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) 逾期未減值貸款（續） (b) Advances overdue but not impaired (continued)

		本集團 The Group				
		2011				
		逾期 3 個月或以下 Overdue for three months or less	逾期超過 3 個月但不超過 6 個月 Overdue for 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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	1,825	11	1	3	1,840
- 信用卡	- Credit cards	239	-	-	-	239
- 其他	- Others	181	2	1	10	194
公司	Corporate					
- 商業貸款	- Commercial loans	1,017	3	1	37	1,058
- 貿易融資	- Trade finance	36	-	-	3	39
總計	Total	3,298	16	3	53	3,370

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) 逾期未減值貸款（續） (b) Advances overdue but not impaired (continued)

		本銀行 The Bank				
		2012				
		逾期 3 個月或以下 Overdue for three months or less	逾期超過 3 個月但不超過 6 個月 Overdue for 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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	1,985	9	7	21	2,022
- 信用卡	- Credit cards	105	-	-	-	105
- 其他	- Others	351	2	-	8	361
公司	Corporate					
- 商業貸款	- Commercial loans	710	-	15	16	741
- 貿易融資	- Trade finance	13	-	-	-	13
總計	Total	3,164	11	22	45	3,242

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) 逾期未減值貸款（續） (b) Advances overdue but not impaired (continued)

		本銀行 The Bank				
		2011				
		逾期 3 個月或以下 Overdue for three months or less	逾期超過 3 個月但不超過 6 個月 Overdue for 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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers					
個人	Personal					
- 按揭	- Mortgages	1,604	10	1	3	1,618
- 其他	- Others	155	-	-	10	165
公司	Corporate					
- 商業貸款	- Commercial loans	793	3	1	33	830
- 貿易融資	- Trade finance	25	-	-	3	28
總計	Total	2,577	13	2	49	2,641

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:

		本集團 The Group			
		2012		2011	
		總貸款 Gross advances	**抵押品市值 Market value of collateral**	總貸款 Gross advances	抵押品市值 Market value of collateral
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	**18**	**19**	9	5
- 信用卡	- Credit cards	**28**	**-**	21	-
- 其他	- Others	**31**	**6**	34	5
公司	Corporate				
- 商業貸款	- Commercial loans	**1,544**	**1,315**	219	52
- 貿易融資	- Trade finance	**186**	**86**	156	97
總計	Total	**1,807**	**1,426**	439	159
就有關貸款作出之貸款減值準備	Loan impairment allowances made in respect of such advances	**768**		281	

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)

		本銀行 The Bank			
		2012		2011	
		總貸款 Gross advances	**抵押品市值 Market value of collateral**	總貸款 Gross advances	抵押品市值 Market value of collateral
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
客戶貸款	Advances to customers				
個人	Personal				
- 按揭	- Mortgages	**-**	**-**	-	-
- 信用卡	- Credit cards	**2**	**-**	-	-
- 其他	- Others	**26**	**-**	27	-
公司	Corporate				
- 商業貸款	- Commercial loans	**1,132**	**1,113**	133	52
- 貿易融資	- Trade finance	**97**	**3**	124	31
總計	Total	**1,257**	**1,116**	284	83
就有關貸款作出之貸款減值準備	Loan impairment allowances made in respect of such advances	**478**		175	

貸款減值準備之撥備已考慮有關貸款之抵押品價值。

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

於2012年12月31日及2011年12月31日，本集團及本銀行沒有減值之貿易票據和銀行及其他金融機構貸款。

As at 31 December 2012 and 2011, there were no impaired trade bills and advances to banks and other financial institutions for 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)

4.1 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)

		本集團 The Group	
		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
就上述有抵押品覆蓋的客戶貸款之抵押品市值	Current market value of collateral held against the covered portion of such advances to customers	**1,426**	159
上述有抵押品覆蓋之客戶貸款	Covered portion of such advances to customers	**1,177**	108
上述沒有抵押品覆蓋之客戶貸款	Uncovered portion of such advances to customers	**630**	331

		本銀行 The Bank	
		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
就上述有抵押品覆蓋的客戶貸款之抵押品市值	Current market value of collateral held against the covered portion of such advances to customers	**1,116**	83
上述有抵押品覆蓋之客戶貸款	Covered portion of such advances to customers	**980**	73
上述沒有抵押品覆蓋之客戶貸款	Uncovered portion of such advances to customers	**277**	211

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)

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:

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
特定分類或減值之客戶貸款總額	Gross classified or impaired advances to customers	**2,054**	710
總特定分類或減值之客戶貸款對總客戶貸款比率	Gross classified or impaired advances to customers as a percentage of gross advances to customers	**0.26%**	0.10%
就有關貸款作個別評估之貸款減值準備	Individually assessed loan impairment allowances made in respect of such advances	**736**	259

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
特定分類或減值之客戶貸款總額	Gross classified or impaired advances to customers	**1,478**	515
總特定分類或減值之客戶貸款對總客戶貸款比率	Gross classified or impaired advances to customers as a percentage of gross advances to customers	**0.24%**	0.09%
就有關貸款作個別評估之貸款減值準備	Individually assessed loan impairment allowances made in respect of such advances	**467**	171

特定分類或減值之客戶貸款乃按《銀行業條例》項下《銀行業(披露)規則》內的定義界定及按本集團放款質量分類的「次級」、「呆滯」或「虧損」貸款或已被個別評估爲減值貸款。

Classified or impaired advances to customers follow the definitions set out in the Banking (Disclosure) Rules under the Banking Ordinance and represent advances which are either classified as "substandard", "doubtful" or "loss" under the Group's classification of loan quality, or individually assessed to be impaired.

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:

		本集團 The Group			
		2012		2011	
		金額 Amount	**佔客戶貸款總額百分比 % of gross advances to customers**	金額 Amount	佔客戶貸款總額百分比 % of gross advances to customers
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	
客戶貸款總額，已逾期：	Gross advances to customers which have been overdue for:				
- 超過 3 個月但不超過 6 個月	- six months or less but over three months	**153**	**0.02%**	78	0.01%
- 超過 6 個月但不超過 1 年	- one year or less but over six months	**129**	**0.02%**	83	0.01%
- 超過 1 年	- over one year	**323**	**0.04%**	227	0.04%
逾期超過 3 個月之貸款	Advances overdue for over three months	**605**	**0.08%**	388	0.06%
就上述之貸款作個別評估之貸款減值準備	Individually assessed loan impairment allowances made in respect of such advances	**303**		219	

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（續） (d) Advances overdue for more than three months (continued)

		本銀行 The Bank			
		2012		2011	
		金額 Amount	**佔客戶貸款總額百分比 % of gross advances to customers**	金額 Amount	佔客戶貸款總額百分比 % of gross advances to customers
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	
客戶貸款總額，已逾期：	Gross advances to customers which have been overdue for:				
- 超過 3 個月但不超過 6 個月	- six months or less but over three months	**34**	**0.01%**	44	0.01%
- 超過 6 個月但不超過 1 年	- one year or less but over six months	**27**	**-**	76	0.01%
- 超過 1 年	- over one year	**193**	**0.03%**	135	0.03%
逾期超過 3 個月之貸款	Advances overdue for over three months	**254**	**0.04%**	255	0.05%
就上述之貸款作個別評估之貸款減值準備	Individually assessed loan impairment allowances made in respect of such advances	**137**		134	

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（續） (d) Advances overdue for more than three months (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就上述有抵押品覆蓋的客戶貸款之抵押品市值	Current market value of collateral held against the covered portion of such advances to customers	**1,115**	468
上述有抵押品覆蓋之客戶貸款	Covered portion of such advances to customers	**253**	116
上述沒有抵押品覆蓋之客戶貸款	Uncovered portion of such advances to customers	**352**	272

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就上述有抵押品覆蓋的客戶貸款之抵押品市值	Current market value of collateral held against the covered portion of such advances to customers	**449**	435
上述有抵押品覆蓋之客戶貸款	Covered portion of such advances to customers	**79**	100
上述沒有抵押品覆蓋之客戶貸款	Uncovered portion of such advances to customers	**175**	155

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。

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.

於 2012 年 12 月 31 日及 2011 年 12 月 31 日，本集團及本銀行沒有逾期超過 3 個月之貿易票據和銀行及其他金融機構貸款。

As at 31 December 2012 and 2011, there were no trade bills and advances to banks and other financial institutions overdue for more than three months for 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)

4.1 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

		本集團 The Group			
		2012		2011	
		金額 Amount 港幣百萬元 HK$'m	**佔客戶貸款總額百分比 % of gross advances to customers**	金額 Amount 港幣百萬元 HK$'m	佔客戶貸款總額百分比 % of gross advances to customers
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"	**1,119**	**0.14%**	90	0.01%

		本銀行 The Bank			
		2012		2011	
		金額 Amount 港幣百萬元 HK$'m	**佔客戶貸款總額百分比 % of gross advances to customers**	金額 Amount 港幣百萬元 HK$'m	佔客戶貸款總額百分比 % of gross advances to customers
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"	**1,107**	**0.18%**	69	0.01%

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)

4.1 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（續） (e) Rescheduled advances (continued)

於 2012 年 12 月 31 日及 2011 年 12 月 31 日，本集團及本銀行沒有經重組之銀行及其他金融機構貸款。

As at 31 December 2012 and 2011, there were no rescheduled advances to banks and other financial institutions for the Group and the Bank.

經重組貸款乃指客戶因爲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

根據在香港境內或境外以及借貸人從事之業務作出分類之客戶貸款總額分析如下： The information concerning gross advances to customers has been analysed into loans used inside or outside Hong Kong by industry sectors of the borrowers as follows:

		本集團 The Group					
		2012					
		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*	個別評估之貸款減值準備 Individually assessed impairment allowances	組合評估之貸款減值準備 Collectively assessed impairment allowances
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	31,408	38.05%	1	2	-	115
- 物業投資	- Property investment	76,975	83.98%	49	424	4	458
- 金融業	- Financial concerns	5,984	27.09%	-	3	-	52
- 股票經紀	- Stockbrokers	1,146	45.39%	-	-	-	11
- 批發及零售業	- Wholesale and retail trade	30,031	57.89%	70	175	33	173
- 製造業	- Manufacturing	21,758	32.25%	53	158	24	125
- 運輸及運輸設備	- Transport and transport equipment	27,241	41.75%	1,104	4	313	166
- 休閒活動	- Recreational activities	614	21.77%	6	-	6	6
- 資訊科技	- Information technology	21,369	0.62%	2	2	1	74
- 其他	- Others	36,351	34.12%	60	264	25	151
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	9,847	99.97%	34	304	-	8
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	186,601	99.98%	68	1,835	-	110
- 信用卡貸款	- Credit card advances	11,534	-	28	431	-	79
- 其他	- Others	19,839	62.88%	31	290	11	29
在香港使用之貸款總額	Total loans for use in Hong Kong	480,698	69.91%	1,506	3,892	417	1,557
貿易融資	Trade finance	67,137	14.94%	186	202	151	294
在香港以外使用之貸款	Loans for use outside Hong Kong	230,374	26.45%	362	720	168	1,118
客戶貸款總額	Gross advances to customers	778,209	52.30%	2,054	4,814	736	2,969

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)

		本集團 The Group					
		2011					
		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*	個別評估之貸款減值準備 Individually assessed impairment allowances	組合評估之貸款減值準備 Collectively assessed impairment allowances
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	30,788	46.81%	3	3	-	112
- 物業投資	- Property investment	72,910	85.78%	59	747	6	433
- 金融業	- Financial concerns	10,562	22.52%	-	4	-	58
- 股票經紀	- Stockbrokers	931	78.93%	-	-	-	3
- 批發及零售業	- Wholesale and retail trade	32,755	69.51%	31	152	13	184
- 製造業	- Manufacturing	17,352	41.95%	67	132	36	115
- 運輸及運輸設備	- Transport and transport equipment	26,525	43.36%	61	4	1	108
- 休閒活動	- Recreational activities	605	15.87%	-	-	-	3
- 資訊科技	- Information technology	16,050	0.74%	2	2	1	58
- 其他	- Others	29,079	41.17%	54	195	24	128
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	10,987	99.96%	48	324	-	9
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	169,780	99.98%	44	1,443	-	99
- 信用卡貸款	- Credit card advances	9,655	-	21	260	-	71
- 其他	- Others	16,516	62.55%	30	153	13	22
在香港使用之貸款總額	Total loans for use in Hong Kong	444,495	73.09%	420	3,419	94	1,403
貿易融資	Trade finance	59,508	15.85%	166	189	85	281
在香港以外使用之貸款	Loans for use outside Hong Kong	195,331	25.11%	124	184	80	887
客戶貸款總額	Gross advances to customers	699,334	54.82%	710	3,792	259	2,571

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)

		本銀行 The Bank					
		2012					
		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*	個別評估之貸款減值準備 Individually assessed impairment allowances	組合評估之貸款減值準備 Collectively assessed impairment allowances
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	28,953	37.91%	1	2	-	105
- 物業投資	- Property investment	60,450	83.24%	43	270	4	298
- 金融業	- Financial concerns	8,095	5.92%	-	3	-	32
- 股票經紀	- Stockbrokers	1,129	45.88%	-	-	-	11
- 批發及零售業	- Wholesale and retail trade	14,876	62.73%	22	114	13	62
- 製造業	- Manufacturing	16,806	27.44%	32	109	14	79
- 運輸及運輸設備	- Transport and transport equipment	20,960	47.46%	1,103	3	313	103
- 休閒活動	- Recreational activities	539	23.30%	6	-	6	5
- 資訊科技	- Information technology	19,072	0.49%	-	-	-	67
- 其他	- Others	26,516	26.50%	40	205	23	101
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	9,082	99.96%	30	285	-	8
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	173,168	99.98%	66	1,737	-	103
- 信用卡貸款	- Credit card advances	3,959	-	2	107	-	7
- 其他	- Others	14,804	61.31%	28	271	11	23
在香港使用之貸款總額	Total loans for use in Hong Kong	398,409	71.47%	1,373	3,106	384	1,004
貿易融資	Trade finance	59,996	12.15%	97	111	81	235
在香港以外使用之貸款	Loans for use outside Hong Kong	161,269	20.84%	8	208	2	612
客戶貸款總額	Gross advances to customers	619,674	52.55%	1,478	3,425	467	1,851

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)

		本銀行 The Bank					
		2011					
		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*	個別評估之貸款減值準備 Individually assessed impairment allowances	組合評估之貸款減值準備 Collectively assessed impairment allowances
		港幣百萬元 HK$'m		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	27,020	47.30%	3	3	-	102
- 物業投資	- Property investment	58,262	86.41%	59	656	6	309
- 金融業	- Financial concerns	13,243	8.97%	-	4	-	49
- 股票經紀	- Stockbrokers	913	78.51%	-	-	-	3
- 批發及零售業	- Wholesale and retail trade	12,801	77.48%	22	103	11	70
- 製造業	- Manufacturing	11,984	41.90%	58	112	33	72
- 運輸及運輸設備	- Transport and transport equipment	21,908	47.24%	61	1	1	86
- 休閒活動	- Recreational activities	526	16.54%	-	-	-	3
- 資訊科技	- Information technology	14,953	0.58%	-	-	-	55
- 其他	- Others	22,156	32.96%	53	125	23	85
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	10,050	99.96%	43	294	-	8
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	154,902	99.98%	42	1,324	-	92
- 其他	- Others	12,329	56.23%	26	129	13	10
在香港使用之貸款總額	Total loans for use in Hong Kong	361,047	74.68%	367	2,751	87	944
貿易融資	Trade finance	52,797	13.21%	134	148	82	232
在香港以外使用之貸款	Loans for use outside Hong Kong	138,533	19.00%	14	18	2	549
客戶貸款總額	Gross advances to customers	552,377	54.84%	515	2,917	171	1,725

* 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。

* Advances with a specific repayment date are classified as overdue when the principal or interest is past due and remains unpaid.

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

		本集團 The Group			
		2012		2011	
		新提減值準備 New impairment allowances	**撇銷特定分類或減值貸款 Classified or impaired loans written off**	新提減值準備 New impairment allowances	撇銷特定分類或減值貸款 Classified or impaired loans written off
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	**3**	**-**	28	-
- 物業投資	- Property investment	**34**	**1**	75	1
- 金融業	- Financial concerns	**11**	**-**	14	-
- 股票經紀	- Stockbrokers	**8**	**-**	1	-
- 批發及零售業	- Wholesale and retail trade	**29**	**6**	62	6
- 製造業	- Manufacturing	**22**	**5**	48	6
- 運輸及運輸設備	- Transport and transport equipment	**365**	**-**	30	-
- 休閒活動	- Recreational activities	**9**	**-**	1	-
- 資訊科技	- Information technology	**16**	**-**	16	-
- 其他	- Others	**31**	**6**	59	15
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	**-**	**-**	1	-
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	**11**	**-**	15	-
- 信用卡貸款	- Credit card advances	**149**	**141**	103	103
- 其他	- Others	**79**	**72**	43	39
在香港使用之貸款總額	Total loans for use in Hong Kong	**767**	**231**	496	170
貿易融資	Trade finance	**94**	**3**	135	26
在香港以外使用之貸款	Loans for use outside Hong Kong	**311**	**4**	235	25
客戶貸款總額	Gross advances to customers	**1,172**	**238**	866	221

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)

		本銀行 The Bank			
		2012		2011	
		新提減值準備 New impairment allowances	撇銷特定分類或減值貸款 Classified or impaired loans written off	新提減值準備 New impairment allowances	撇銷特定分類或減值貸款 Classified or impaired loans written off
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	**3**	**-**	28	-
- 物業投資	- Property investment	**2**	**1**	63	1
- 金融業	- Financial concerns	**-**	**-**	14	-
- 股票經紀	- Stockbrokers	**8**	**-**	1	-
- 批發及零售業	- Wholesale and retail trade	**6**	**2**	19	5
- 製造業	- Manufacturing	**10**	**3**	34	1
- 運輸及運輸設備	- Transport and transport equipment	**324**	**-**	23	-
- 休閒活動	- Recreational activities	**8**	**-**	1	-
- 資訊科技	- Information technology	**12**	**-**	15	-
- 其他	- Others	**19**	**3**	49	14
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	**-**	**-**	1	-
- 購買其他住宅物業之貸款	- Loans for purchase of other residential properties	**11**	**-**	14	-
- 信用卡貸款	- Credit card advances	**11**	**4**	-	-
- 其他	- Others	**79**	**70**	19	10
在香港使用之貸款總額	Total loans for use in Hong Kong	**493**	**83**	281	31
貿易融資	Trade finance	**12**	**-**	121	21
在香港以外使用之貸款	Loans for use outside Hong Kong	**52**	**-**	145	-
客戶貸款總額	Gross advances to customers	**557**	**83**	547	52

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

(ii) Geographical analysis of gross advances to customers

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。一般而言，假如客戶貸款之擔保人所處國家與客戶不同，則會確認有關貸款之風險轉移。

The following geographical analysis of advances to customers is based on the location of the counterparties, after taking into account the transfer of risk. In general, such transfer of risk takes place if the advances to customers are guaranteed by a party in a country which is different from that of the customer.

客戶貸款總額 **Gross advances to customers**

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
香港	Hong Kong	**607,910**	540,817
中國內地	Mainland China	**138,345**	121,207
其他	Others	**31,954**	37,310
		778,209	699,334

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
香港	Hong Kong	**518,873**	455,644
中國內地	Mainland China	**75,699**	67,122
其他	Others	**25,102**	29,611
		619,674	552,377

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)

客戶貸款總額（續） Gross advances to customers (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就客戶貸款總額作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the gross advances to customers**		
香港	Hong Kong	**2,074**	1,855
中國內地	Mainland China	**729**	550
其他	Others	**166**	166
		2,969	2,571

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就客戶貸款總額作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the gross advances to customers**		
香港	Hong Kong	**1,473**	1,366
中國內地	Mainland China	**279**	244
其他	Others	**99**	115
		1,851	1,725

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**

		本集團 The Group	
		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
香港	Hong Kong	**3,937**	3,506
中國內地	Mainland China	**639**	182
其他	Others	**238**	104
		4,814	3,792

		本銀行 The Bank	
		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
香港	Hong Kong	**3,152**	2,818
中國內地	Mainland China	**99**	43
其他	Others	**174**	56
		3,425	2,917

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（續） Overdue advances (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就逾期貸款作個別評估之貸款減值準備	**Individually assessed loan impairment allowances in respect of the overdue advances**		
香港	Hong Kong	**198**	187
中國內地	Mainland China	**175**	28
其他	Others	**33**	36
		406	251

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就逾期貸款作個別評估之貸款減值準備	**Individually assessed loan impairment allowances in respect of the overdue advances**		
香港	Hong Kong	**105**	127
中國內地	Mainland China	**4**	3
其他	Others	**33**	36
		142	166

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（續） Overdue advances (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就逾期貸款作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the overdue advances**		
香港	Hong Kong	**76**	57
中國內地	Mainland China	**6**	5
其他	Others	**3**	2
		85	64

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就逾期貸款作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the overdue advances**		
香港	Hong Kong	**39**	21
中國內地	Mainland China	**1**	-
		40	21

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**

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
香港	Hong Kong	**1,631**	574
中國內地	Mainland China	**385**	79
其他	Others	**38**	57
		2,054	710

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
香港	Hong Kong	**1,429**	448
中國內地	Mainland China	**15**	21
其他	Others	**34**	46
		1,478	515

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（續） Classified or impaired advances (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就特定分類或減值貸款作個別評估之貸款減值準備	**Individually assessed loan impairment allowances in respect of the classified or impaired advances**		
香港	Hong Kong	**526**	193
中國內地	Mainland China	**177**	28
其他	Others	**33**	38
		736	259

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就特定分類或減值貸款作個別評估之貸款減值準備	**Individually assessed loan impairment allowances in respect of the classified or impaired advances**		
香港	Hong Kong	**430**	132
中國內地	Mainland China	**4**	3
其他	Others	**33**	36
		467	171

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（續） Classified or impaired advances (continued)

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就特定分類或減值貸款作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the classified or impaired advances**		
香港	Hong Kong	**29**	21
中國內地	Mainland China	**3**	2
其他	Others	**1**	1
		33	24

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
就特定分類或減值貸款作組合評估之貸款減值準備	**Collectively assessed loan impairment allowances in respect of the classified or impaired advances**		
香港	Hong Kong	**12**	6

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，本集團及本銀行通過對抵押物行使收回資產權而取得並於12月31日持有的資產，按性質及賬面值概述如下：

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

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
商用物業	Commercial properties	**-**	1	**-**	1
工業物業	Industrial properties	**5**	-	**-**	-
住宅物業	Residential properties	**12**	10	**-**	10
		17	11	**-**	11

本集團及本銀行於2012年12月31日持有的收回資產之估值分別爲港幣0.27億元(2011年：港幣0.19億元)及港幣0.03億元(2011年：港幣0.17億元)。這包括本集團及本銀行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 and the Bank as at 31 December 2012 amounted to HK$27 million (2011: HK$19 million) and HK$3 million (2011: HK$17 million) respectively. They comprise properties in respect of which the Group and the Bank have 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
- adjusting the selling prices

- 連同抵押資產一併出售貸款
- selling the loans together with the assets

- 安排債務重組
- 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） 4.1 Credit Risk (continued)

(D) 在銀行及其他金融機構的結餘及存款 (D) Balances and placements with banks and other financial institutions

下表爲在銀行及其他金融機構的非減值未逾期結餘及存款於 12 月 31 日按評級機構之評級分析。

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.

		本集團 The Group			
		2012			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
中央銀行	Central banks	**84,387**	**-**	**-**	**84,387**
銀行及其他金融機構	Banks and other financial institutions	**124,519**	**31,918**	**16,021**	**172,458**
		208,906	**31,918**	**16,021**	**256,845**

		本集團 The Group			
		2011			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
中央銀行	Central banks	158,950	-	-	158,950
銀行及其他金融機構	Banks and other financial institutions	161,161	15,731	44,163	221,055
		320,111	15,731	44,163	380,005

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)

(D) 在銀行及其他金融機構的結餘及存款（續） (D) Balances and placements with banks and other financial institutions (continued)

		本銀行 The Bank			
		2012			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
中央銀行	Central banks	**70,763**	**-**	**-**	**70,763**
銀行及其他金融機構	Banks and other financial institutions	**95,461**	**18,974**	**20,662**	**135,097**
		166,224	**18,974**	**20,662**	**205,860**

		本銀行 The Bank			
		2011			
		Aaa 至 A3 Aaa to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
中央銀行	Central banks	147,788	-	-	147,788
銀行及其他金融機構	Banks and other financial institutions	133,147	9,764	42,979	185,890
		280,935	9,764	42,979	333,678

於 2012 年 12 月 31 日及 2011 年 12 月 31 日，本集團及本銀行沒有減值或逾期之銀行及其他金融機構結餘及存款。

As at 31 December 2012 and 2011, there were no overdue or impaired balances and placements with banks and other financial institutions for 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)

4.1 信貸風險（續） 4.1 Credit Risk (continued)

(E) 債務證券 (E) Debt securities

下表爲以發行評級分析之債務證券賬面值。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 value of debt securities by issue rating. In the absence of such issue ratings, the ratings designated for the issuers are reported.

		本集團 The Group					
		2012					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	**97,956**	**141,547**	**162,665**	**17,470**	**15,885**	**435,523**
持有至到期日證券	Held-to-maturity securities	**4,828**	**6,058**	**2,122**	**336**	**-**	**13,344**
貸款及應收款	Loans and receivables	**-**	**-**	**8,277**	**-**	**957**	**9,234**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**15,803**	**8,265**	**1,654**	**692**	**237**	**26,651**
總計	Total	**118,587**	**155,870**	**174,718**	**18,498**	**17,079**	**484,752**

		本集團 The Group					
		2011					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	90,540	147,783	43,392	8,639	13,070	303,424
持有至到期日證券	Held-to-maturity securities	14,793	26,991	4,427	1,016	-	47,227
貸款及應收款	Loans and receivables	-	4,797	1,876	-	-	6,673
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,017	17,200	1,873	267	132	21,489
總計	Total	107,350	196,771	51,568	9,922	13,202	378,813

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)

(E) 債務證券（續） (E) Debt securities (continued)

		本銀行 The Bank					
		2012					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	**97,006**	**119,494**	**149,504**	**17,223**	**10,574**	**393,801**
持有至到期日證券	Held-to-maturity securities	**4,828**	**4,083**	**1,195**	**258**	**-**	**10,364**
貸款及應收款	Loans and receivables	**-**	**-**	**8,077**	**-**	**-**	**8,077**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**15,312**	**3,836**	**300**	**26**	**128**	**19,602**
總計	Total	**117,146**	**127,413**	**159,076**	**17,507**	**10,702**	**431,844**

		本銀行 The Bank					
		2011					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	89,917	131,082	37,929	7,928	10,329	277,185
持有至到期日證券	Held-to-maturity securities	14,793	25,019	3,007	1,014	-	43,833
貸款及應收款	Loans and receivables	-	4,640	-	-	-	4,640
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,016	13,769	132	-	57	15,974
總計	Total	106,726	174,510	41,068	8,942	10,386	341,632

於 2012 年 12 月 31 日，本集團及本銀行的住房貸款／資產抵押債券風險承擔分別爲港幣 120.16 億元（2011 年：港幣 116.14 億元）及港幣 120.15 億元（2011 年：港幣 115.87 億元），分別佔本集團及本銀行的總債務證券 2.5%（2011 年：3.1%）及 2.8%（2011 年：3.4%）。

As at 31 December 2012, the Group's and the Bank's exposures to MBS/ABS amounted to HK$12,016 million (2011: HK$11,614 million) and HK$12,015 million (2011: HK$11,587 million) respectively, representing 2.5% (2011: 3.1%) and 2.8% (2011: 3.4%) of the total debt securities of the Group and the Bank respectively.

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（續） (E) Debt securities (continued)

下表爲非逾期或減值之債務證券於 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 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.

		本集團 The Group					
		2012					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	**97,956**	**141,547**	**162,656**	**17,470**	**15,885**	**435,514**
持有至到期日證券	Held-to-maturity securities	**4,758**	**6,027**	**2,121**	**336**	**-**	**13,242**
貸款及應收款	Loans and receivables	**-**	**-**	**8,277**	**-**	**957**	**9,234**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**15,803**	**8,265**	**1,654**	**692**	**237**	**26,651**
總計	Total	**118,517**	**155,839**	**174,708**	**18,498**	**17,079**	**484,641**

		本集團 The Group					
		2011					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	90,521	147,783	43,381	8,627	13,070	303,382
持有至到期日證券	Held-to-maturity securities	14,664	26,957	4,339	1,016	-	46,976
貸款及應收款	Loans and receivables	-	4,797	1,876	-	-	6,673
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,017	17,200	1,873	267	132	21,489
總計	Total	107,202	196,737	51,469	9,910	13,202	378,520

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（續） (E) Debt securities (continued)

		本銀行 The Bank					
		2012					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	**97,006**	**119,494**	**149,495**	**17,223**	**10,574**	**393,792**
持有至到期日證券	Held-to-maturity securities	**4,758**	**4,052**	**1,194**	**258**	**-**	**10,262**
貸款及應收款	Loans and receivables	**-**	**-**	**8,077**	**-**	**-**	**8,077**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**15,312**	**3,836**	**300**	**26**	**128**	**19,602**
總計	Total	**117,076**	**127,382**	**159,066**	**17,507**	**10,702**	**431,733**

		本銀行 The Bank					
		2011					
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	89,898	131,082	37,918	7,916	10,329	277,143
持有至到期日證券	Held-to-maturity securities	14,664	24,985	2,919	1,014	-	43,582
貸款及應收款	Loans and receivables	-	4,640	-	-	-	4,640
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,016	13,769	132	-	57	15,974
總計	Total	106,578	174,476	40,969	8,930	10,386	341,339

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（續） (E) Debt securities (continued)

下表爲減值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 debt securities by issue rating. In the absence of such issue ratings, the ratings designated for issuers are reported.

		本集團及本銀行 The Group and the Bank						
		2012						
		賬面值 Carrying values						其中：累計減值準備 Of which accumulated impairment allowances
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total	
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	-	-	9	-	-	9	1
持有至到期日證券	Held-to-maturity securities	70	31	1	-	-	102	9
總計	Total	70	31	10	-	-	111	10
其中：累計減值準備	Of which accumulated impairment allowances	6	3	1	-	-	10	

		本集團及本銀行 The Group and the Bank						
		2011						
		賬面值 Carrying values						其中：累計減值準備 Of which accumulated impairment allowances
		Aaa	Aa1 至 Aa3 Aa1 to Aa3	A1 至 A3 A1 to A3	A3 以下 Lower than A3	無評級 Unrated	總計 Total	
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
可供出售證券	Available-for-sale securities	19	-	11	12	-	42	2
持有至到期日證券	Held-to-maturity securities	129	34	88	-	-	251	25
總計	Total	148	34	99	12	-	293	27
其中：累計減值準備	Of which accumulated impairment allowances	15	4	7	1	-	27	

於2012年12月31日及2011年12月31日，本集團及本銀行沒有逾期之債務證券。

As at 31 December 2012 and 2011, there were no overdue debt securities for 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 4.2 Market Risk

市場風險是指因金融市場價格（債券價格／利率、匯率、股票價格、商品價格）波動導致整體的外匯、商品、利率和股票持倉值出現負面變化而可能給本集團帶來的損失。本集團採取穩健的市場風險偏好，實現風險與收益的平衡。市場風險管理的目標，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。

Market risk refers to the risk of losses arising from adverse movements in the value of foreign exchange, commodity, interest rate and equity positions held by the Group due to the volatility of financial market price (debt security price/interest rate, foreign exchange rate, equity price, commodity price). The Group adopts a robust 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 measures.

本集團按照風險管理管治架構管理市場風險，董事會及風險委員會、高層管理人員和職能部門／單位，各司其職，各負其責。風險管理部市場風險管理處是負責市場風險管理的主責單位，協助高層管理人員履行日常管理職責，獨立監察本集團及中銀香港的市場風險狀況以及管理政策和限額執行情況，確保整體和個別的市場風險均控制在可接受水平內。

In accordance with the Group's corporate governance principles in respect of risk management, the Board and RC, senior management and functional departments/units perform their duties and responsibilities to manage the Group's market risk. The Market Risk Management Division of the RMD is mainly responsible for managing market risk, 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 and BOCHK, ensuring that the aggregate and individual market risks are within acceptable level.

本集團市場風險管理的範圍，包括中銀香港層面和各附屬機構。集團制訂一致的市場風險管理政策，規範中銀香港及各附屬機構的市場風險管理，同時，設置集團風險值及壓力測試限額，並根據各附屬機構業務需求和風險承受能力，統一配置和監督使用。在符合集團政策規定的前提下，各附屬機構管理者，在事前經中銀香港認可，可以制訂具體的實施辦法，並須承擔管理其機構日常市場風險的責任。各附屬機構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，並定期向中銀香港提交管理信息和報告。

The Group's market risk management covers BOCHK and its subsidiaries. The Group establishes consistent market risk management policies to regulate BOCHK's and subsidiaries' market risk management; meanwhile, the Group sets up the Group VAR and stress test limits, which are allocated and monitored across the Group, according to subsidiaries' business requirements and risk tolerance levels. In line with the requirements set in the Group policy, the subsidiaries may, subject to prior consent by BOCHK, formulate the detailed policies and procedures and are responsible for managing their daily market risk. The subsidiaries set up independent risk monitoring teams to monitor daily market risk and limit compliance, and submit management information and reports to BOCHK 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）

本集團設有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、期權敏感度）等。主要風險指標和限額視管理需要劃分爲四個層級，分別由風險委員會、管理委員會、風險總監及資金業務的主管副總裁或業務單位主管批准，中銀香港資金業務單位及各附屬機構（就集團限額而言）必須在批核的市場風險指標和限額範圍內開展業務。

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 are not limited to VAR, Stop Loss, Open Position, Stress Testing and Sensitivity Analysis (Basis Point Value, Greeks), etc. To meet management requirements, major risk indicators and limits are classified into four levels, and approved by RC, MC, CRO and the DCE in charge of the treasury business or the head of the respective business unit. Treasury business units of BOCHK and other subsidiaries (as for Group Limit) are required to conduct their business within approved market risk indicators and limits.

(A) 風險值

本集團採用風險值量度一般市場風險，並定期向風險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年的市場數據爲參照，計算99% 置信水平下及1天持有期內集團層面及各附屬機構的風險值，並設定集團總體和各附屬機構的風險值限額。

(A) VAR

The Group uses the VAR to measure and report general market risks to the RC and senior management on a periodic basis. The Group adopts a uniformed VAR calculation model, using historical simulation approach and 2-year historical data, to calculate the VAR of the Group and subsidiaries over 1-day holding period with 99% confidence level, and sets up the VAR limit of the Group and subsidiaries.

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 exposure[1] of the Group.

		年份 Year	於12月31日 At 31 December	全年最低數值 Minimum for the year	全年最高數值 Maximum for the year	全年平均數值 Average for the year
			港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
全部市場風險之風險值	VAR for all market risk	2012	14.6	14.6	35.1	25.4
		2011	15.5	6.8	20.7	12.2
匯率風險之風險值	VAR for foreign exchange risk	2012	9.2	9.2	25.7	16.7
		2011	11.2	2.1	19.1	9.7
利率風險之風險值	VAR for interest rate risk	2012	9.9	8.9	29.5	17.7
		2011	10.4	4.9	10.9	7.8
股票風險之風險值	VAR for equity risk	2012	0.0	0.0	2.3	0.4
		2011	1.0	0.0	1.3	0.1
商品風險之風險值	VAR for commodity risk	2012	0.0	0.0	1.7	0.2
		2011	0.2	0.0	0.7	0.1

2012年本集團從市場風險相關的交易活動賺得的每日平均收益[2]爲港幣7.2百萬元（2011年：港幣8.3百萬元）。

In 2012, the average daily revenue[2] of the Group earned from market risk-related trading activities was HK$7.2 million (2011: HK$8.3 million).

註釋：
1 不包括外匯結構性敞口的風險值。於2012年，一般市場風險持倉以集團層面列示，比較數字亦採用相同基準。
2 不包括外匯結構性敞口的損益及背對背收入。

Notes:
1 Structural FX positions have been excluded. In 2012, all general market risk exposure are presented on the Group basis, comparative amounts are presented on the same basis accordingly.

2 Revenues from structural FX positions and back-to-back transactions 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） 4.2 Market Risk (continued)

(A) 風險值（續） (A) VAR (continued)

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：

Although a valuable guide to market risk, VAR should always be viewed in the context of its limitations. For example:

- 採用過往數據估計未來動態未能估計所有可能出現的情況，尤其是一些極端情況；

- the use of historical data as a proxy for estimating future events may not encompass all potential events, particularly those which are extreme in nature;

- 一日持倉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，可能未及在一日持倉期內套現或對沖所有頭盤；

- 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;

- 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

- the use of a 99 % confidence level, by definition, does not take into account losses that might occur beyond this level of confidence; and

- 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。

- 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改變的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1987股災、1994債券市場危機、1997亞洲金融風暴、2001年美國911事件以及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 uncovered by VAR. The stress testing programme of the market risk includes sensitivity testing on changes in risk factors with various degrees of severity, as well as scenario analysis on historical events including the 1987 Equity Market Crash, 1994 Bond Market Crash, 1997 Asian Financial Crisis, 2001 9-11 event and 2008 Financial Tsunami, etc.

(B) 外匯風險 (B) Currency risk

本集團的資產及負債均以主要貨幣爲主，尤其集中在港元、美元及人民幣。爲確保外匯風險承擔保持在可接受水平，集團利用風險限額（例如頭盤及風險值限額）作爲監控工具。此外，集團致力於減少相同貨幣資產與負債的錯配，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 kept to 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)

下表概述了本集團及本銀行於 12 月 31 日之外幣匯率風險承擔。表內以折合港元賬面值列示資產及負債，並按原幣分類。

The tables below summarise the Group's and the Bank's exposure to foreign currency exchange rate risk as at 31 December. Included in the tables are the assets and liabilities at carrying amounts in HK dollars equivalent, categorised by the original currency.

		本集團 The Group							
		2012							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	156,640	24,035	10,916	1,796	376	889	2,856	197,508
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	28,365	31,872	4,525	419	-	201	643	66,025
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	3,369	2,225	21,202	-	-	-	80	26,876
衍生金融工具	Derivative financial instruments	367	5,074	25,772	-	-	-	27	31,240
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	82,930	-	-	-	-	82,930
貸款及其他賬項	Advances and other accounts	97,636	191,410	517,956	6,125	758	148	5,651	819,684
證券投資	Investment in securities								
- 可供出售證券	- Available-for-sale securities	59,189	183,488	83,782	8,080	77,766	353	23,908	436,566
- 持有至到期日證券	- Held-to-maturity securities	885	6,625	1,098	-	1,912	-	2,824	13,344
- 貸款及應收款	- Loans and receivables	1,157	5,846	-	-	-	2,231	-	9,234
聯營公司權益	Interests in associates	-	-	259	-	-	-	-	259
投資物業	Investment properties	112	-	14,252	-	-	-	-	14,364
物業、器材及設備	Properties, plant and equipment	855	4	47,841	-	-	-	-	48,700
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	301	1,991	18,552	548	226	51	321	21,990
資產總額	**Total assets**	348,876	452,570	829,085	16,968	81,038	3,873	36,310	1,768,720

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)

		本集團 The Group							
		2012							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	82,930	-	-	-	-	82,930
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	82,762	48,667	45,710	102	50	26	1,889	179,206
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	776	48	18,525	7	-	6	810	20,172
衍生金融工具	Derivative financial instruments	382	3,476	16,683	337	-	-	192	21,070
客戶存款	Deposits from customers	235,283	247,337	688,098	11,156	3,393	12,127	35,560	1,232,954
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	5,919	4	-	-	-	-	5,923
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)	7,862	15,230	31,185	645	298	685	941	56,846
後償負債	Subordinated liabilities	-	22,006	-	6,749	-	-	-	28,755
負債總額	**Total liabilities**	327,065	342,683	883,135	18,996	3,741	12,844	39,392	1,627,856
資產負債表頭寸淨值	Net on-balance sheet position	21,811	109,887	(54,050)	(2,028)	77,297	(8,971)	(3,082)	140,864
表外資產負債頭寸淨值*	Off-balance sheet net notional position*	(12,217)	(92,346)	177,214	1,917	(77,231)	8,714	3,305	9,356
或然負債及承擔	Contingent liabilities and commitments	47,614	90,233	315,501	3,756	538	1,074	5,058	463,774

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)

		本集團 The Group							
		2011							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	222,382	30,694	17,107	1,991	2,390	543	3,413	278,520
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	93,278	10,689	3,443	-	25	-	475	107,910
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	1,132	1,637	18,817	-	-	-	76	21,662
衍生金融工具	Derivative financial instruments	843	4,586	21,258	4	-	-	24	26,715
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	65,890	-	-	-	-	65,890
貸款及其他賬項	Advances and other accounts	54,189	214,930	472,370	3,105	1,835	84	8,671	755,184
證券投資	Investment in securities								
- 可供出售證券	- Available-for-sale securities	25,918	144,555	52,997	9,467	44,335	251	26,648	304,171
- 持有至到期日證券	- Held-to-maturity securities	17,015	16,171	5,913	1,089	2,125	-	4,914	47,227
- 貸款及應收款	- Loans and receivables	-	-	-	1,876	-	4,640	157	6,673
聯營公司權益	Interests in associates	-	-	234	-	-	-	-	234
投資物業	Investment properties	106	-	12,335	-	-	-	-	12,441
物業、器材及設備	Properties, plant and equipment	554	1	39,060	-	-	-	-	39,615
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	370	412	14,457	423	381	72	298	16,413
資產總額	**Total assets**	415,787	423,675	723,881	17,955	51,091	5,590	44,676	1,682,655

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)

		本集團 The Group							
		2011							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	65,890	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	155,582	40,110	38,668	40	181	5	2,108	236,694
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	203	51	2,665	-	-	-	318	3,237
衍生金融工具	Derivative financial instruments	886	3,826	16,742	393	1	1	223	22,072
客戶存款	Deposits from customers	246,424	232,237	598,341	13,634	1,756	14,434	43,308	1,150,134
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	5,868	117	-	-	-	-	5,985
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)	5,604	14,299	25,436	670	806	778	1,018	48,611
後償負債	Subordinated liabilities	-	22,031	-	6,625	-	-	-	28,656
負債總額	**Total liabilities**	408,699	318,422	747,859	21,362	2,744	15,218	46,975	1,561,279
資產負債表頭寸淨值	Net on-balance sheet position	7,088	105,253	(23,978)	(3,407)	48,347	(9,628)	(2,299)	121,376
表外資產負債頭寸淨值*	Off-balance sheet net notional position*	854	(99,358)	136,644	3,118	(48,403)	9,634	2,402	4,891
或然負債及承擔	Contingent liabilities and commitments	25,032	102,857	253,403	3,572	1,158	857	3,311	390,190

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)

		本銀行 The Bank							
		2012							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	136,801	21,292	5,505	1,359	255	278	1,307	166,797
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	13,421	29,216	2,284	20	-	-	-	44,941
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	3,329	119	16,167	-	-	-	-	19,615
衍生金融工具	Derivative financial instruments	253	5,071	24,961	-	-	-	27	30,312
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	82,930	-	-	-	-	82,930
貸款及其他賬項	Advances and other accounts	52,721	153,062	434,566	5,662	582	52	5,603	652,248
證券投資	Investment in securities								
- 可供出售證券	- Available-for-sale securities	48,972	174,174	70,019	7,294	76,298	338	16,846	393,941
- 持有至到期日證券	- Held-to-maturity securities	-	5,659	90	-	1,912	-	2,703	10,364
- 貸款及應收款	- Loans and receivables	-	5,846	-	-	-	2,231	-	8,077
附屬公司權益	Interests in subsidiaries	-	-	14,547	-	-	-	-	14,547
聯營公司權益	Interests in associates	-	-	8	-	-	-	-	8
投資物業	Investment properties	-	-	13,904	-	-	-	-	13,904
物業、器材及設備	Properties, plant and equipment	-	-	40,143	-	-	-	-	40,143
其他資產	Other assets	51	1,765	16,990	529	217	14	190	19,756
資產總額	**Total assets**	255,548	396,204	722,114	14,864	79,264	2,913	26,676	1,497,583

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)

		本銀行 The Bank							
		2012							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	82,930	-	-	-	-	82,930
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	82,322	47,706	47,462	30	63	12	1,847	179,442
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	776	48	13,550	7	-	6	810	15,197
衍生金融工具	Derivative financial instruments	300	3,313	16,412	337	-	-	192	20,554
客戶存款	Deposits from customers	162,860	210,382	585,526	9,011	3,214	11,658	27,155	1,009,806
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	5,919	-	-	-	-	-	5,919
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)	402	12,417	25,889	241	209	97	596	39,851
後償負債	Subordinated liabilities	-	22,006	-	6,749	-	-	-	28,755
負債總額	**Total liabilities**	246,660	301,791	771,769	16,375	3,486	11,773	30,600	1,382,454
資產負債表頭寸淨值	Net on-balance sheet position	8,888	94,413	(49,655)	(1,511)	75,778	(8,860)	(3,924)	115,129
表外資產負債頭寸淨值*	Off-balance sheet net notional position*	(7,743)	(79,710)	157,945	1,393	(75,716)	8,594	4,046	8,809
或然負債及承擔	Contingent liabilities and commitments	4,788	59,339	231,355	1,290	403	13	2,912	300,100

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)

		本銀行 The Bank							
		2011							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	203,132	34,118	9,002	462	2,332	229	2,177	251,452
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	73,203	13,955	504	-	237	-	-	87,899
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	1,095	4	14,887	-	-	-	-	15,986
衍生金融工具	Derivative financial instruments	778	4,580	20,347	4	-	-	24	25,733
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	65,890	-	-	-	-	65,890
貸款及其他賬項	Advances and other accounts	24,119	167,343	389,286	2,774	1,465	19	7,915	592,921
證券投資	Investment in securities								
- 可供出售證券	- Available-for-sale securities	18,715	137,024	44,051	8,956	44,335	157	24,072	277,310
- 持有至到期日證券	- Held-to-maturity securities	16,034	15,382	4,788	863	2,125	-	4,641	43,833
- 貸款及應收款	- Loans and receivables	-	-	-	-	-	4,640	-	4,640
附屬公司權益	Interests in subsidiaries	-	-	14,461	-	-	-	-	14,461
聯營公司權益	Interests in associates	-	-	8	-	-	-	-	8
投資物業	Investment properties	-	-	11,977	-	-	-	-	11,977
物業、器材及設備	Properties, plant and equipment	-	-	33,030	-	-	-	-	33,030
其他資產	Other assets	144	340	14,579	408	372	47	220	16,110
資產總額	**Total assets**	337,220	372,746	622,810	13,467	50,866	5,092	39,049	1,441,250

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)

		本銀行 The Bank							
		2011							
		人民幣 Renminbi	美元 US Dollars	港元 HK Dollars	歐羅 Euro	日圓 Japanese Yen	英鎊 Pound Sterling	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	65,890	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	161,126	38,814	37,928	65	274	21	2,292	240,520
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	203	51	1,587	-	-	-	318	2,159
衍生金融工具	Derivative financial instruments	830	3,614	16,321	393	1	1	223	21,383
客戶存款	Deposits from customers	175,500	200,410	504,236	9,497	1,579	13,599	37,028	941,849
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	5,856	-	-	-	-	-	5,856
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)	280	11,772	20,861	268	681	188	713	34,763
後償負債	Subordinated liabilities	-	22,031	-	6,625	-	-	-	28,656
負債總額	**Total liabilities**	337,939	282,548	646,823	16,848	2,535	13,809	40,574	1,341,076
資產負債表頭寸淨值	Net on-balance sheet position	(719)	90,198	(24,013)	(3,381)	48,331	(8,717)	(1,525)	100,174
表外資產負債頭寸淨值*	Off-balance sheet net notional position*	3,076	(85,683)	121,937	3,090	(48,390)	8,721	1,627	4,378
或然負債及承擔	Contingent liabilities and commitments	461	67,167	173,651	1,503	733	6	1,477	244,998

* 表外資產負債頭寸淨值指外匯衍生金融工具的名義合約數額淨值。外匯衍生金融工具主要用來減低本集團及本銀行之匯率變動風險。

* Off-balance sheet net notional position represents the net notional amounts of foreign currency derivative financial instruments, which are principally used to reduce the Group's and the Bank's exposure to currency movements.

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

利率風險是指因利率水平、資產負債期限結構等要素發生不利變動而可能導致銀行整體收益和經濟價值承受損失。本集團的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爲：

Interest rate risk means the risks to a bank's earnings and economic value arising from adverse movements in interest rate and term structures of the bank's asset and liability positions. The Group's interest rate risk exposures are mainly structural. The major types of interest rate risk from structural positions are:

- 利率重訂風險：資產與負債的到期日或重訂價格期限可能錯配，進而影響淨利息收入；

- Repricing risk: mismatches in the maturity or repricing periods of assets and liabilities that may affect net interest income;

- 利率基準風險：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；

- Basis risk: different pricing basis for different transactions so that the yield on assets and cost of liabilities may change by different amounts within the same repricing period;

- 收益率曲線風險：由於收益率曲線非平行式移動而對淨利息收入或經濟價值產生負面影響；

- Yield curve risk: non-parallel shifts in the yield curve that may have an adverse impact on net interest income or economic value;

- 客戶擇權風險：由於資產、負債或表外項目附設有期權，當期權行使時會改變相關資產或負債的現金流。

- Option risk: exercise of the options embedded in assets, liabilities or off-balance sheet items that can cause a change in the cash flows of 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)

(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利率風險管理。根據風險委員會批准的《中銀香港集團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。風險管理部之市場風險管理處主責利率風險管理，在財務管理部之資產負債管理處和投資管理部的配合下，協助資產負債管理委員會開展日常的利率風險管理工作，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，監督利率風險管理政策與限額執行情況，向風險委員會以及高層管理人員提交利率風險管理報告等。

The Group's risk management framework applies also to interest rate risk management. The Assets and Liabilities Management Committee ("ALCO") exercises its oversight of interest rate risk in accordance with "BOCHK Group Banking Book Interest Rate Risk Management Policy" approved by RC. Market Risk Management Division of RMD is responsible for interest rate risk management. With the cooperation of the Asset & Liability Management Division of Financial Management Department and Investment Management, RMD assists the ALCO to manage day-to-day interest rate risk positions. Its roles include, but are not limited to, formulation of management policies, selection of methodologies, setting risk indicators and limits, assessment of target balance sheet, monitoring the compliance with policies and limits, and submission of interest rate risk management reports to RC and senior management, etc.

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)

本集團設定利率風險指標及限額，用於識別、計量、監測和控制利率風險。主要風險指標和限額包括但不限於重訂價缺口、利率基準風險、久期、基點現值（PVBP）、期權價格波動（Greeks）、淨利息波動比率（NII）、經濟價值波動比率（EV）（包括可供出售債券組合EV限額）等。主要風險指標和限額劃分爲三個層級，分別由風險委員會、資產負債管理委員會及風險總監批准。承擔利率風險的各業務單位必須在批核的利率風險指標限額範圍內開展相關業務。集團推出銀行賬新產品或新業務前，須先執行風險評估程序，包括評估其潛在的利率風險，並考慮現行的利率風險監控機制是否足夠。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，須報風險委員會批准。

The Group sets out interest rate risk indicators and limits to identify, measure, monitor and control interest rate risk. The indicators and limits include, but are not limited to, repricing gap limits, basis risk, duration, price value of a basis point (PVBP), Greeks, net interest income sensitivity ratio, economic value sensitivity ratio (including sub-limit for AFS securities), etc. The indicators and limits are classified into three levels, which are approved by RC, ALCO and CRO respectively. Risk-taking business units are required to conduct their business within the boundary of the interest rate risk limits. Before launching a new product or business in the banking book, relevant departments are required to go through a risk assessment process, which includes assessment of underlying interest rate risk and consideration of the adequacy of current risk monitoring mechanism. Any material impact on interest rate risk noted during the risk assessment process will be submitted to RC for 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)

4.2 市場風險（續） 4.2 Market Risk (continued)

(C) 利率風險（續） (C) Interest rate risk (continued)

淨利息波動比率（NII）和經濟價值波動比率（EV）反映利率變動對集團淨利率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算淨利息收入的比率；後者衡量利率變化對銀行經濟價值（即按市場利率折算的資產、負債及表外業務預測現金流的淨現值）的影響佔最新資本基礎的比率。風險委員會爲這兩項指標設定限額，用來監測和控制集團銀行賬利率風險。

Net interest income sensitivity ratio (NII) and economic value sensitivity ratio (EV) assess the impact of interest rate movement on the Group's net interest income and capital base. They are the Group's key interest rate risk indicators. The former assesses the impact of interest rate movement on net interest income as a percentage to projected net interest income for the year. The latter assesses the impact of interest rate movement on economic value (i.e. the present value of cash flows of assets, liabilities and off-balance sheet items discounted using market interest rate) as a percentage to the latest capital base. Limits are set by RC on these two indicators to monitor and control the Group's banking book interest rate risk.

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。集團選擇活期及儲蓄存款客戶擇權及按揭客戶提早還款的情景，以及有隱含期權的債券提前還款的情景，測試其對銀行淨利息收入和經濟價值乃至資本基礎的影響。

The Group uses scenario analysis and stress test to assess the banking book interest rate risk the Group would face under adverse circumstances. Scenario analysis and stress test are also devised to assess the impact on net interest income and economic value as well as capital base arising from the optionality of demand and savings deposits, the prepayment of mortgage loans and the prepayment of debt securities with embedded options.

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)

集團主要面對港元、美元及在岸及離岸人民幣利率風險。截至2012年12月31日，若港元、美元及人民幣的收益率曲線平行上移100個基點，其他因素不變情況下，對集團及銀行未來12個月的淨利息收入及對儲備的影響如下：

The Group is principally exposed to HK Dollar, US Dollar, onshore and offshore Renminbi in terms of interest rate risk. As at 31 December 2012, if HK Dollar, US Dollar and Renminbi market interest rates had a 100 basis point parallel upward shift of the yield curve in relevant currency with other variables held constant, the impacts on net interest income over a twelve-month period and on reserves for the Group and the Bank would have been as follows:

		於12月31日對未來12個月淨利息收入的影響 Impact on net interest income over the next twelve months at 31 December				於12月31日對儲備的影響 Impact on reserves at 31 December			
		本集團 The Group		本銀行 The Bank		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011	**2012**	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
港元	HK Dollar	**687**	868	**421**	630	**(271)**	(152)	**(215)**	(114)
美元	US Dollar	**(848)**	(602)	**(810)**	(548)	**(4,846)**	(3,777)	**(4,665)**	(3,645)
人民幣	Renminbi	**(539)**	(565)	**(508)**	(494)	**(993)**	(369)	**(895)**	(299)

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)

上述貨幣對淨利息收入的整體負面影響較2011年增加主要由於相關貨幣的短期檔利率敏感負缺口擴闊所致。同時，可供出售債券投資組合因上述模擬市場利率變化預計會出現估值減少令集團儲備減少。儲備減少幅度較2011年增加乃由於可供出售債券投資組合規模及久期增加。

The overall negative impact on net interest income of the above currencies has increased when compared with 2011 and is mainly because of the widened short term negative gaps in relevant currencies. Reserves would have been reduced because of the expected reduction in valuation of available-for-sale portfolio due to the above simulated market rates movement. The reduction of reserves is larger compared with 2011 because the size and duration of available-for-sale portfolio is increased.

本集團進行的壓力測試採用較嚴峻的假設，主要假設相關貨幣息口的相關性變化、利率平行移動及在沒有採取緩釋風險情況下假設所有持倉均計至到期日爲止及在同一期檔內利率重新訂價或到期。個別產品的潛藏期權風險令產品的風險變得複雜，需選擇習性假設以便更準確地反映利率風險承擔。

The Group uses more severe assumptions when conducting stress test, including a change in the correlation between interest rates of relevant currencies, parallel movement of interest rates, and that in the absence of actions that would be taken to mitigate the impact of interest rates shock, all positions are assumed to run to maturity and reprice or mature simultaneously within a given time band. As the risk is complicated by having optionality embedded in certain products, behavioural assumptions are made to reflect more accurately the interest rate risk 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)

(C) 利率風險（續） (C) Interest rate risk (continued)

下表概述了本集團及本銀行於12月31日的利率風險承擔。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（以較早者爲準）分類。

The tables below summarise the Group's and the Bank's 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 or maturity dates.

		本集團 The Group						
		2012						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	**188,209**	**-**	**-**	**-**	**-**	**9,299**	**197,508**
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	**-**	**24,152**	**41,873**	**-**	**-**	**-**	**66,025**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**11,289**	**4,196**	**4,113**	**6,609**	**444**	**225**	**26,876**
衍生金融工具	Derivative financial instruments	**-**	**-**	**-**	**-**	**-**	**31,240**	**31,240**
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	**-**	**-**	**-**	**-**	**-**	**82,930**	**82,930**
貸款及其他賬項	Advances and other accounts	**620,505**	**118,455**	**64,651**	**9,495**	**22**	**6,556**	**819,684**
證券投資	Investment in securities							
- 可供出售證券	- Available-for-sale securities	**69,204**	**116,353**	**66,155**	**128,691**	**55,120**	**1,043**	**436,566**
- 持有至到期日證券	- Held-to-maturity securities	**2,600**	**5,547**	**550**	**3,457**	**1,190**	**-**	**13,344**
- 貸款及應收款	- Loans and receivables	**-**	**1,558**	**7,676**	**-**	**-**	**-**	**9,234**
聯營公司權益	Interests in associates	**-**	**-**	**-**	**-**	**-**	**259**	**259**
投資物業	Investment properties	**-**	**-**	**-**	**-**	**-**	**14,364**	**14,364**
物業、器材及設備	Properties, plant and equipment	**-**	**-**	**-**	**-**	**-**	**48,700**	**48,700**
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	**-**	**-**	**-**	**-**	**-**	**21,990**	**21,990**
資產總額	**Total assets**	**891,807**	**270,261**	**185,018**	**148,252**	**56,776**	**216,606**	**1,768,720**

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 The Group						
		2012						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**							
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	-	-	-	82,930	82,930
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	159,083	1,483	208	-	-	18,432	179,206
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	10,017	6,286	3,475	255	139	-	20,172
衍生金融工具	Derivative financial instruments	-	-	-	-	-	21,070	21,070
客戶存款	Deposits from customers	924,314	129,374	110,938	5,969	38	62,321	1,232,954
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	4	-	-	5,919	-	-	5,923
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)	13,990	1,710	3,350	25	-	37,771	56,846
後償負債	Subordinated liabilities	-	-	6,749	-	22,006	-	28,755
負債總額	**Total liabilities**	1,107,408	138,853	124,720	12,168	22,183	222,524	1,627,856
利率敏感度缺口	Interest sensitivity gap	(215,601)	131,408	60,298	136,084	34,593	(5,918)	140,864

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 The Group						
		2011						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	269,685	-	-	-	-	8,835	278,520
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	-	48,637	59,273	-	-	-	107,910
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	5,364	9,911	2,733	2,734	747	173	21,662
衍生金融工具	Derivative financial instruments	-	-	-	-	-	26,715	26,715
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	-	-	-	65,890	65,890
貸款及其他賬項	Advances and other accounts	554,348	128,984	54,042	12,563	31	5,216	755,184
證券投資	Investment in securities							
- 可供出售證券	- Available-for-sale securities	60,433	64,432	41,727	94,913	41,919	747	304,171
- 持有至到期日證券	- Held-to-maturity securities	5,171	14,434	8,097	13,539	5,986	-	47,227
- 貸款及應收款	- Loans and receivables	2,033	-	4,640	-	-	-	6,673
聯營公司權益	Interests in associates	-	-	-	-	-	234	234
投資物業	Investment properties	-	-	-	-	-	12,441	12,441
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	39,615	39,615
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	-	-	-	-	-	16,413	16,413
資產總額	**Total assets**	897,034	266,398	170,512	123,749	48,683	176,279	1,682,655

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 The Group						
		2011						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**							
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	-	-	-	65,890	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	211,777	1,807	1,429	-	-	21,681	236,694
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	1,116	802	824	473	22	-	3,237
衍生金融工具	Derivative financial instruments	-	-	-	-	-	22,072	22,072
客戶存款	Deposits from customers	870,790	139,200	74,979	9,134	162	55,869	1,150,134
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	96	20	13	5,856	-	-	5,985
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)	13,137	1,001	2,849	-	-	31,624	48,611
後償負債	Subordinated liabilities	-	-	6,625	-	22,031	-	28,656
負債總額	**Total liabilities**	1,096,916	142,830	86,719	15,463	22,215	197,136	1,561,279
利率敏感度缺口	Interest sensitivity gap	(199,882)	123,568	83,793	108,286	26,468	(20,857)	121,376

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)

		本銀行 The Bank						
		2012						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	**159,383**	**-**	**-**	**-**	**-**	**7,414**	**166,797**
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	**-**	**12,654**	**32,287**	**-**	**-**	**-**	**44,941**
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	**10,966**	**1,593**	**1,625**	**4,974**	**444**	**13**	**19,615**
衍生金融工具	Derivative financial instruments	**-**	**-**	**-**	**-**	**-**	**30,312**	**30,312**
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	**-**	**-**	**-**	**-**	**-**	**82,930**	**82,930**
貸款及其他賬項	Advances and other accounts	**515,570**	**91,977**	**36,472**	**6,596**	**7**	**1,626**	**652,248**
證券投資	Investment in securities							
- 可供出售證券	- Available-for-sale securities	**64,467**	**106,009**	**55,790**	**115,351**	**52,184**	**140**	**393,941**
- 持有至到期日證券	- Held-to-maturity securities	**1,505**	**4,257**	**550**	**2,862**	**1,190**	**-**	**10,364**
- 貸款及應收款	- Loans and receivables	**-**	**1,266**	**6,811**	**-**	**-**	**-**	**8,077**
附屬公司權益	Interests in subsidiaries	**-**	**-**	**-**	**-**	**-**	**14,547**	**14,547**
聯營公司權益	Interests in associates	**-**	**-**	**-**	**-**	**-**	**8**	**8**
投資物業	Investment properties	**-**	**-**	**-**	**-**	**-**	**13,904**	**13,904**
物業、器材及設備	Properties, plant and equipment	**-**	**-**	**-**	**-**	**-**	**40,143**	**40,143**
其他資產	Other assets	**-**	**-**	**-**	**-**	**-**	**19,756**	**19,756**
資產總額	**Total assets**	**751,891**	**217,756**	**133,535**	**129,783**	**53,825**	**210,793**	**1,497,583**
負債	**Liabilities**							
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	**-**	**-**	**-**	**-**	**-**	**82,930**	**82,930**
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	**161,428**	**232**	**175**	**-**	**-**	**17,607**	**179,442**
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	**8,598**	**4,193**	**2,012**	**255**	**139**	**-**	**15,197**
衍生金融工具	Derivative financial instruments	**-**	**-**	**-**	**-**	**-**	**20,554**	**20,554**
客戶存款	Deposits from customers	**791,150**	**93,542**	**71,721**	**230**	**-**	**53,163**	**1,009,806**
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	**-**	**-**	**-**	**5,919**	**-**	**-**	**5,919**
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)	**11,679**	**-**	**-**	**-**	**-**	**28,172**	**39,851**
後償負債	Subordinated liabilities	**-**	**-**	**6,749**	**-**	**22,006**	**-**	**28,755**
負債總額	**Total liabilities**	**972,855**	**97,967**	**80,657**	**6,404**	**22,145**	**202,426**	**1,382,454**
利率敏感度缺口	Interest sensitivity gap	**(220,964)**	**119,789**	**52,878**	**123,379**	**31,680**	**8,367**	**115,129**

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)

		本銀行 The Bank						
		2011						
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不計息 Non-interest bearing	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	244,726	-	-	-	-	6,726	251,452
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	-	37,569	50,330	-	-	-	87,899
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss	2,950	8,886	2,322	1,317	499	12	15,986
衍生金融工具	Derivative financial instruments	-	-	-	-	-	25,733	25,733
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	-	-	-	-	-	65,890	65,890
貸款及其他賬項	Advances and other accounts	461,562	98,891	26,323	6,114	31	-	592,921
證券投資	Investment in securities							
- 可供出售證券	- Available-for-sale securities	56,188	56,968	35,761	88,148	40,120	125	277,310
- 持有至到期日證券	- Held-to-maturity securities	4,422	13,439	7,280	12,706	5,986	-	43,833
- 貸款及應收款	- Loans and receivables	-	-	4,640	-	-	-	4,640
附屬公司權益	Interests in subsidiaries	-	-	-	-	-	14,461	14,461
聯營公司權益	Interests in associates	-	-	-	-	-	8	8
投資物業	Investment properties	-	-	-	-	-	11,977	11,977
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	33,030	33,030
其他資產	Other assets	-	-	-	-	-	16,110	16,110
資產總額	**Total assets**	769,848	215,753	126,656	108,285	46,636	174,072	1,441,250
負債	**Liabilities**							
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	-	-	-	-	-	65,890	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	215,973	1,410	1,391	-	-	21,746	240,520
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	816	412	436	473	22	-	2,159
衍生金融工具	Derivative financial instruments	-	-	-	-	-	21,383	21,383
客戶存款	Deposits from customers	751,818	100,963	39,603	1,584	-	47,881	941,849
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	-	-	5,856	-	-	5,856
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)	11,600	-	-	-	-	23,163	34,763
後償負債	Subordinated liabilities	-	-	6,625	-	22,031	-	28,656
負債總額	**Total liabilities**	980,207	102,785	48,055	7,913	22,053	180,063	1,341,076
利率敏感度缺口	Interest sensitivity gap	(210,359)	112,968	78,601	100,372	24,583	(5,991)	100,174

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，累積的淨現金流爲正值，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 the due obligations, and need to bear an unacceptable loss. The Group follows the sound liquidity risk appetite to provide stable, reliable and adequate sources of cash to meet liquidity needs under normal circumstances or stressed scenarios; and survive with net positive cumulative cash flow in extreme scenarios, without requesting 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） 4.3 Liquidity Risk (continued)

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。本集團以客戶存款爲主要的資金來源，積極吸納和穩定核心存款，並輔以同業市場拆入款項及在資本市場發行票據，確保穩定和充足的資金來源。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），保持充足的高流動性資產，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制度，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。本集團亦注重表外業務，如貸款承諾、衍生工具、期權及其他複雜的結構性產品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還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他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。

The Group's liquidity risk management objective is to effectively manage the liquidity of on-balance sheet and off-balance sheet items with reasonable cost based on the liquidity risk appetite to achieve sound operation and sustainable profitability. Customer deposits are the Group's primary source of funds. 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 interbank market or by issuing bills in the capital 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 in support of normal business needs and ensure its ability to raise enough 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 intragroup liquidity risk management guideline to manage the liquidity funding among different entities within the Group, 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, derivatives, options and other complex structured products. The Group has overall liquidity risk management strategy to cover the liquidity management of foreign currency assets and liabilities, collaterals, 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） 4.3 Liquidity Risk (continued)

風險委員會是董事會設立的常務委員會，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。風險委員會授權資產負債管理委員會（ALCO）管理日常的流動資金風險，確保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。風險管理部之市場風險管理處主責本集團流動資金風險管理，它與財務管理部之資產負債管理處、投資管理等合作，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。

RC, a standing committee established by the Board of Directors, is the decision making authority of liquidity risk management, and assumes the ultimate responsibility of liquidity risk management. As authorised by RC, 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 RC. Market Risk Management Division of RMD is responsible for overseeing the Group's liquidity risk. It cooperates with the Asset and Liability Management Division of Financial Management Department, Investment Management, etc. to assist the ALCO to perform liquidity management functions according to their specific responsibilities.

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，包括但不限於流動比率、貸存比率、最大累計現金流出、以及流動性緩衝資產組合等。本集團採用現金流量分析以評估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（包括本機構危機及市場危機情況）等方法，評估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。

The Group established liquidity risk management indicators and limits to identify, measure, monitor and control liquidity risk on daily basis. Such indicators and limits include, but are not limited to liquidity ratio, loan-to-deposit ratio, Maximum Cumulative Outflow ("MCO") and liquidity buffer asset portfolio. The Group applies cash flow analysis to assess the Group's liquidity condition under normal conditions and also performs liquidity stress test (including institution specific and world wide crisis) and other methods at least on monthly basis to assess the Group's capability to withstand various severe liquidity crises. Also, Assets and Liabilities Management System is developed to provide data and the preparation for regular management reports to facilitate the 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）

本集團根據香港金管局於 2011 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，爲現有的現金流分析及壓力測試當中所採用的習性模型及假設進行重檢，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）項目的假設作出優化。在流動資金風險壓力測試中，新增了合併情景，結合本機構危機及市場危機，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。此外，本集團的管理政策內要求本集團維持緩衝資產組合，當中包括高質素的有價證券以確保在壓力情況下的資金需求。應急計劃闡述了啓動方案的條件需根據壓力測試結果和預警指標結果，並詳述了相關行動計劃及程序和各部門的職責。

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 2011, the Group has embarked to refine the behavior model and assumptions of existing 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 applied to on-balance sheet items such as customer deposits and off-balance sheet items such as loan commitments are being modified. In liquidity stress test, a new combined scenario which is a combination of institution specific and world wide crisis is being set up to assess the Group’s capability to withstand a more severe liquidity crisis, with a more stringent set of assumptions adopted. In addition, the Group has a policy in place to maintain an asset buffer portfolio which includes high quality marketable securities to ensure funding needs even under stressed scenarios. The contingency plan is being established which detailed 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.

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)

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。有關產品或業務推出前，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，須上報風險委員會審批。

The Group's liquidity risk management also covers new product or business development. 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 RC for approval.

本集團制訂統一的流動資金風險管理政策，規範和指導全集團及各附屬機構的流動資金風險管理；各附屬機構根據集團的統一政策，結合自身特點制訂具體的管理辦法（需經中銀香港認可），並承擔管理本機構流動資金風險的責任。各附屬機構須定期向中銀香港報告流動資金風險管理信息，中銀香港風險管理部之市場風險管理處匯總各附屬機構的信息，對整個集團的流動資金風險狀況進行評估。

The Group has established a set of uniform liquidity risk management policies which serve as standards and guidance to all the Group's members for liquidity risk management. On the basis of the Group's uniform policy, each of the subsidiaries develops its own liquidity management policies according to its own characteristics (subject to approval by BOCHK), and assumes its own liquidity risk management responsibility. Subsidiaries are required to report their respective liquidity positions on a regular basis to Market Risk Management Division of RMD of BOCHK which consolidates such information and evaluates group-wide liquidity 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)

4.3 流動資金風險（續） 4.3 Liquidity Risk (continued)

(A) 流動資金比率 (A) Liquidity ratio

		2012	2011
平均流動資金比率	Average liquidity ratio	**41.20%**	36.17%

平均流動資金比率是以本銀行年內每月平均流動資金比率的簡單平均值計算。

The average liquidity ratio is calculated as the simple average of each calendar month's average liquidity ratio of the Bank for the year.

流動資金比率是根據《銀行業條例》附表四及以單獨基準（即只包括香港辦事處）計算。

The liquidity ratio is computed on the solo basis (the Hong Kong offices only) and is in accordance with the Fourth Schedule to the Banking Ordinance.

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) 到期日分析 (B) Maturity analysis

下表爲本集團及本銀行之資產及負債於12月31日的到期日分析，並按於結算日時，資產及負債相距合約到期日的剩餘期限分類。

Tables below analyse assets and liabilities of the Group and the Bank as at 31 December into relevant maturity groupings based on the remaining period at balance sheet date to the contractual maturity date.

		本集團 The Group 2012							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	144,294	53,214	-	-	-	-	-	197,508
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	-	-	24,152	41,873	-	-	-	66,025
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
– 交易性債務證券	– debt securities held for trading								
– 持有之存款證	– certificates of deposit held	-	67	64	14	-	-	-	145
– 其他	– others	-	11,067	3,816	3,439	5,574	440	-	24,336
– 界定爲以公平值變化計入損益之債務證券	– debt securities designated at fair value through profit or loss								
– 持有之存款證	– certificates of deposit held	-	-	-	-	-	-	-	-
– 其他	– others	-	8	246	344	1,572	-	-	2,170
– 股份證券	– equity securities	-	-	-	-	-	-	225	225
衍生金融工具	Derivative financial instruments	17,690	2,535	2,032	3,418	1,491	4,074	-	31,240
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	82,930	-	-	-	-	-	-	82,930
貸款及其他賬項	Advances and other accounts								
– 客戶貸款	– advances to customers	60,021	19,055	53,963	138,157	288,680	213,106	1,522	774,504
– 貿易票據	– trade bills	76	10,150	15,765	19,189	-	-	-	45,180
– 銀行及其他金融機構貸款	– advances to banks and other financial institutions	-	-	-	-	-	-	-	-
證券投資	Investment in securities								
– 可供出售之債務證券	– debt securities held for available-for-sale								
– 持有之存款證	– certificates of deposit held	-	2,818	15,055	44,929	7,952	-	-	70,754
– 其他	– others	-	49,037	75,998	40,595	141,615	57,515	9	364,769
– 持有至到期日之債務證券	– debt securities held for held-to-maturity								
– 持有之存款證	– certificates of deposit held	-	465	-	332	77	-	-	874
– 其他	– others	-	396	2,682	3,510	4,396	1,384	102	12,470
– 貸款及應收款之債務證券	– debt securities held for loans and receivables	-	-	1,558	7,676	-	-	-	9,234
– 股份證券	– equity securities	-	-	-	-	-	-	1,043	1,043
聯營公司權益	Interests in associates	-	-	-	-	-	-	259	259
投資物業	Investment properties	-	-	-	-	-	-	14,364	14,364
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	48,700	48,700
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	7,754	13,957	67	126	62	-	24	21,990
資產總額	**Total assets**	312,765	162,769	195,398	303,602	451,419	276,519	66,248	1,768,720

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) 到期日分析（續） (B) Maturity analysis (continued)

		本集團 The Group							
		2012							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	82,930	-	-	-	-	-	-	82,930
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	140,245	37,270	1,483	208	-	-	-	179,206
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss								
– 發行之存款證	– certificates of deposit issued	-	-	-	-	-	-	-	-
– 其他	– others	-	10,017	6,287	3,475	254	139	-	20,172
衍生金融工具	Derivative financial instruments	13,022	668	865	1,763	3,450	1,302	-	21,070
客戶存款	Deposits from customers	705,008	279,402	129,269	111,327	7,910	38	-	1,232,954
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	4	-	32	5,887	-	-	5,923
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)	27,597	14,148	2,998	4,540	7,557	6	-	56,846
後償負債	Subordinated liabilities	-	-	418	-	-	28,337	-	28,755
負債總額	**Total liabilities**	968,802	341,509	141,320	121,345	25,058	29,822	-	1,627,856
流動資金缺口	Net liquidity gap	(656,037)	(178,740)	54,078	182,257	426,361	246,697	66,248	140,864

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) 到期日分析（續） (B) Maturity analysis (continued)

		本集團 The Group 2011							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	213,512	65,008	-	-	-	-	-	278,520
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	-	-	48,637	59,273	-	-	-	107,910
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
– 交易性債務證券	– debt securities held for trading								
– 持有之存款證	– certificates of deposit held	-	-	-	15	62	-	-	77
– 其他	– others	-	5,043	9,542	2,720	1,633	495	-	19,433
– 界定爲以公平值變化計入損益之債務證券	– debt securities designated at fair value through profit or loss								
– 持有之存款證	– certificates of deposit held	-	-	-	-	-	-	-	-
– 其他	– others	-	1	11	296	1,423	248	-	1,979
– 股份證券	– equity securities	-	-	-	-	-	-	173	173
衍生金融工具	Derivative financial instruments	18,640	545	596	1,291	1,993	3,650	-	26,715
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	65,890	-	-	-	-	-	-	65,890
貸款及其他賬項	Advances and other accounts								
– 客戶貸款	– advances to customers	55,274	21,353	52,703	140,462	232,840	193,258	614	696,504
– 貿易票據	– trade bills	31	10,577	21,847	24,046	-	-	5	56,506
– 銀行及其他金融機構貸款	– advances to banks and other financial institutions	-	-	155	2,019	-	-	-	2,174
證券投資	Investment in securities								
– 可供出售之債務證券	– debt securities held for available-for-sale								
– 持有之存款證	– certificates of deposit held	-	3,170	2,316	12,357	8,846	-	-	26,689
– 其他	– others	-	43,816	43,997	39,853	103,605	45,422	42	276,735
– 持有至到期日之債務證券	– debt securities held for held-to-maturity								
– 持有之存款證	– certificates of deposit held	-	226	192	2,293	333	-	-	3,044
– 其他	– others	-	1,302	4,799	10,629	19,809	7,393	251	44,183
– 貸款及應收款之債務證券	– debt securities held for loans and receivables	-	2,033	-	4,640	-	-	-	6,673
– 股份證券	– equity securities	-	-	-	-	-	-	747	747
聯營公司權益	Interests in associates	-	-	-	-	-	-	234	234
投資物業	Investment properties	-	-	-	-	-	-	12,441	12,441
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	39,615	39,615
其他資產（包括遞延稅項資產）	Other assets (including deferred tax assets)	7,591	8,597	21	100	75	1	28	16,413
資產總額	**Total assets**	360,938	161,671	184,816	299,994	370,619	250,467	54,150	1,682,655

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) 到期日分析（續） (B) Maturity analysis (continued)

		本集團 The Group							
		2011							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	65,890	-	-	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	216,490	16,968	1,801	1,435	-	-	-	236,694
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss								
– 發行之存款證	– certificates of deposit issued	-	-	-	-	-	-	-	-
– 其他	– others	-	1,116	802	825	472	22	-	3,237
衍生金融工具	Derivative financial instruments	13,661	700	626	1,436	3,902	1,747	-	22,072
客戶存款	Deposits from customers	585,055	338,848	138,214	77,078	10,777	162	-	1,150,134
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	96	20	45	5,824	-	-	5,985
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)	23,988	6,136	8,174	4,423	5,890	-	-	48,611
後償負債	Subordinated liabilities	-	-	419	1	-	28,236	-	28,656
負債總額	**Total liabilities**	905,084	363,864	150,056	85,243	26,865	30,167	-	1,561,279
流動資金缺口	Net liquidity gap	(544,146)	(202,193)	34,760	214,751	343,754	220,300	54,150	121,376

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) 到期日分析（續） (B) Maturity analysis (continued)

		本銀行 The Bank							
		2012							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	138,183	28,614	-	-	-	-	-	166,797
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	-	-	12,654	32,287	-	-	-	44,941
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
– 交易性債務證券	– debt securities held for trading								
– 持有之存款證	– certificates of deposit held	-	44	43	4	-	-	-	91
– 其他	– others	-	10,768	1,552	1,223	5,528	440	-	19,511
– 界定爲以公平值變化計入損益之債務證券	– debt securities designated at fair value through profit or loss								
– 持有之存款證	– certificates of deposit held	-	-	-	-	-	-	-	-
– 其他	– others	-	-	-	-	-	-	-	-
– 股份證券	– equity securities	-	-	-	-	-	-	13	13
衍生金融工具	Derivative financial instruments	16,907	2,428	2,005	3,376	1,522	4,074	-	30,312
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	82,930	-	-	-	-	-	-	82,930
貸款及其他賬項	Advances and other accounts								
– 客戶貸款	– advances to customers	45,948	15,949	39,995	96,508	235,988	181,764	1,204	617,356
– 貿易票據	– trade bills	64	7,538	10,099	17,191	-	-	-	34,892
– 銀行及其他金融機構貸款	– advances to banks and other financial institutions	-	-	-	-	-	-	-	-
證券投資	Investment in securities								
– 可供出售之債務證券	– debt securities held for available-for-sale								
– 持有之存款證	– certificates of deposit held	-	2,416	14,934	40,188	6,189	-	-	63,727
– 其他	– others	-	47,076	70,410	32,932	125,067	54,580	9	330,074
– 持有至到期日之債務證券	– debt securities held for held-to-maturity								
– 持有之存款證	– certificates of deposit held	-	-	-	-	-	-	-	-
– 其他	– others	-	267	2,130	3,279	3,202	1,384	102	10,364
– 貸款及應收款之債務證券	– debt securities held for loans and receivables	-	-	1,266	6,811	-	-	-	8,077
– 股份證券	– equity securities	-	-	-	-	-	-	140	140
附屬公司權益	Interests in subsidiaries	-	-	-	-	-	-	14,547	14,547
聯營公司權益	Interests in associates	-	-	-	-	-	-	8	8
投資物業	Investment properties	-	-	-	-	-	-	13,904	13,904
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	40,143	40,143
其他資產	Other assets	7,212	12,353	55	97	19	-	20	19,756
資產總額	**Total assets**	291,244	127,453	155,143	233,896	377,515	242,242	70,090	1,497,583

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) 到期日分析（續） (B) Maturity analysis (continued)

		本銀行 The Bank							
		2012							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	**82,930**	**-**	**-**	**-**	**-**	**-**	**-**	**82,930**
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	**141,026**	**38,009**	**232**	**175**	**-**	**-**	**-**	**179,442**
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss								
– 發行之存款證	– certificates of deposit issued	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
– 其他	– others	**-**	**8,598**	**4,194**	**2,012**	**254**	**139**	**-**	**15,197**
衍生金融工具	Derivative financial instruments	**12,684**	**658**	**857**	**1,722**	**3,331**	**1,302**	**-**	**20,554**
客戶存款	Deposits from customers	**619,583**	**224,730**	**93,542**	**71,721**	**230**	**-**	**-**	**1,009,806**
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	**-**	**-**	**-**	**32**	**5,887**	**-**	**-**	**5,919**
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)	**21,486**	**10,385**	**1,017**	**751**	**6,212**	**-**	**-**	**39,851**
後償負債	Subordinated liabilities	**-**	**-**	**418**	**-**	**-**	**28,337**	**-**	**28,755**
負債總額	**Total liabilities**	**877,709**	**282,380**	**100,260**	**76,413**	**15,914**	**29,778**	**-**	**1,382,454**
流動資金缺口	Net liquidity gap	**(586,465)**	**(154,927)**	**54,883**	**157,483**	**361,601**	**212,464**	**70,090**	**115,129**

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) 到期日分析（續） (B) Maturity analysis (continued)

		本銀行 The Bank							
		2011							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
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	198,245	53,207	-	-	-	-	-	251,452
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	-	-	37,569	50,330	-	-	-	87,899
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss								
– 交易性債務證券	– debt securities held for trading								
– 持有之存款證	– certificates of deposit held	-	-	-	15	62	-	-	77
– 其他	– others	-	2,629	8,892	2,309	1,572	495	-	15,897
– 界定爲以公平值變化計入損益之債務證券	– debt securities designated at fair value through profit or loss								
– 持有之存款證	– certificates of deposit held	-	-	-	-	-	-	-	-
– 其他	– others	-	-	-	-	-	-	-	-
– 股份證券	– equity securities	-	-	-	-	-	-	12	12
衍生金融工具	Derivative financial instruments	17,673	547	585	1,261	2,017	3,650	-	25,733
香港特別行政區政府負債證明書	Hong Kong SAR Government certificates of indebtedness	65,890	-	-	-	-	-	-	65,890
貸款及其他賬項	Advances and other accounts								
– 客戶貸款	– advances to customers	41,267	17,176	41,366	99,839	187,840	162,479	514	550,481
– 貿易票據	– trade bills	31	8,326	15,531	16,918	-	-	5	40,811
– 銀行及其他金融機構貸款	– advances to banks and other financial institutions	-	-	155	1,474	-	-	-	1,629
證券投資	Investment in securities								
– 可供出售之債務證券	– debt securities held for available-for-sale								
– 持有之存款證	– certificates of deposit held	-	3,170	1,867	12,244	7,878	-	-	25,159
– 其他	– others	-	40,740	40,305	32,545	94,771	43,623	42	252,026
– 持有至到期日之債務證券	– debt securities held for held-to-maturity								
– 持有之存款證	– certificates of deposit held	-	1	1	2,293	-	-	-	2,295
– 其他	– others	-	1,301	4,668	9,814	18,113	7,391	251	41,538
– 貸款及應收款之債務證券	– debt securities held for loans and receivables	-	-	-	4,640	-	-	-	4,640
– 股份證券	– equity securities	-	-	-	-	-	-	125	125
附屬公司權益	Interests in subsidiaries	-	-	-	-	-	-	14,461	14,461
聯營公司權益	Interests in associates	-	-	-	-	-	-	8	8
投資物業	Investment properties	-	-	-	-	-	-	11,977	11,977
物業、器材及設備	Properties, plant and equipment	-	-	-	-	-	-	33,030	33,030
其他資產	Other assets	7,287	8,136	573	69	21	-	24	16,110
資產總額	**Total assets**	330,393	135,233	151,512	233,751	312,274	217,638	60,449	1,441,250

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) 到期日分析（續） (B) Maturity analysis (continued)

		本銀行 The Bank							
		2011							
		即期 On demand	一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	不確定日期 Indefinite	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
負債	**Liabilities**								
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	65,890	-	-	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	223,829	13,890	1,410	1,391	-	-	-	240,520
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss								
– 發行之存款證	– certificates of deposit issued	-	-	-	-	-	-	-	-
– 其他	– others	-	816	412	437	472	22	-	2,159
衍生金融工具	Derivative financial instruments	13,215	663	623	1,402	3,780	1,700	-	21,383
客戶存款	Deposits from customers	512,307	287,390	100,965	39,603	1,584	-	-	941,849
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	-	-	32	5,824	-	-	5,856
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)	17,354	5,018	6,918	662	4,811	-	-	34,763
後償負債	Subordinated liabilities	-	-	419	1	-	28,236	-	28,656
負債總額	**Total liabilities**	832,595	307,777	110,747	43,528	16,471	29,958	-	1,341,076
流動資金缺口	Net liquidity gap	(502,202)	(172,544)	40,765	190,223	295,803	187,680	60,449	100,174

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) 到期日分析（續） (B) 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申報爲「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申報，但假若對該資產之償還能力有疑慮，則將該等款項列爲「不確定日期」。上述列示之資產已扣除任何相關準備（如有）。

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.

按尚餘到期日對債務證券之分析是爲符合《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 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） 4.3 Liquidity Risk (continued)

(C) 按合約到期日之未折現現金流分析 (C) Analysis of undiscounted cash flows by contractual maturities

(a) 非衍生工具之現金流

下表概述了本集團及本銀行於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。

(a) Non-derivative cash flows

The tables below summarise the cash flows of the Group and the Bank as at 31 December for non-derivative financial liabilities by remaining contractual maturities.

		本集團 The Group					
		2012					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融負債	**Financial liabilities**						
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	**82,930**	**-**	**-**	**-**	**-**	**82,930**
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	**177,516**	**1,489**	**221**	**-**	**-**	**179,226**
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	**10,018**	**6,293**	**3,480**	**261**	**137**	**20,189**
客戶存款	Deposits from customers	**984,538**	**129,624**	**112,716**	**8,945**	**53**	**1,235,876**
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	**4**	**-**	**218**	**6,467**	**-**	**6,689**
後償負債	Subordinated liabilities	**-**	**538**	**618**	**4,622**	**28,854**	**34,632**
其他金融負債	Other financial liabilities	**33,552**	**2,021**	**3,438**	**38**	**6**	**39,055**
金融負債總額	**Total financial liabilities**	**1,288,558**	**139,965**	**120,691**	**20,333**	**29,050**	**1,598,597**

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(a) 非衍生工具之現金流（續） (a) Non-derivative cash flows (continued)

		本集團 The Group					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融負債	**Financial liabilities**						
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	65,890	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	233,472	1,840	1,450	-	-	236,762
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	1,116	804	829	477	22	3,248
客戶存款	Deposits from customers	924,063	138,590	77,979	11,752	220	1,152,604
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	97	21	231	6,701	-	7,050
後償負債	Subordinated liabilities	-	539	707	4,983	30,069	36,298
其他金融負債	Other financial liabilities	29,399	1,312	3,269	6	-	33,986
金融負債總額	**Total financial liabilities**	1,254,037	143,106	84,465	23,919	30,311	1,535,838

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)

(C) 按合約到期日之未折現現金流分析（續） (C) Analysis of undiscounted cash flows by contractual maturities (continued)

(a) 非衍生工具之現金流（續） (a) Non-derivative cash flows (continued)

		本銀行 The Bank					
		2012					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融負債	**Financial liabilities**						
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	**82,930**	**-**	**-**	**-**	**-**	**82,930**
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	**179,035**	**232**	**179**	**-**	**-**	**179,446**
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	**8,598**	**4,200**	**2,018**	**261**	**137**	**15,214**
客戶存款	Deposits from customers	**844,410**	**93,778**	**72,492**	**233**	**-**	**1,010,913**
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	**-**	**-**	**218**	**6,467**	**-**	**6,685**
後償負債	Subordinated liabilities	**-**	**538**	**618**	**4,622**	**28,854**	**34,632**
其他金融負債	Other financial liabilities	**23,769**	**199**	**32**	**-**	**-**	**24,000**
金融負債總額	**Total financial liabilities**	**1,138,742**	**98,947**	**75,557**	**11,583**	**28,991**	**1,353,820**

		本銀行 The Bank					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融負債	**Financial liabilities**						
香港特別行政區流通紙幣	Hong Kong SAR currency notes in circulation	65,890	-	-	-	-	65,890
銀行及其他金融機構之存款及結餘	Deposits and balances from banks and other financial institutions	237,721	1,414	1,405	-	-	240,540
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss	816	414	440	477	22	2,169
客戶存款	Deposits from customers	799,821	101,212	39,956	1,618	-	942,607
按攤銷成本發行之債務證券	Debt securities in issue at amortised cost	-	-	219	6,701	-	6,920
後償負債	Subordinated liabilities	-	539	707	4,983	30,069	36,298
其他金融負債	Other financial liabilities	21,752	189	63	-	-	22,004
金融負債總額	**Total financial liabilities**	1,126,000	103,768	42,790	13,779	30,091	1,316,428

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流 (b) Derivative cash flows

(i) 按淨額基準結算之衍生工具 (i) Derivatives settled on a net basis

本集團之按淨額基準結算之衍生工具包括： The Group's derivatives that will be settled on a net basis include:

- 匯率合約：不交割之場外貨幣期權、貨幣期貨、不交割之貨幣遠期； - Exchange rate contracts: non-deliverable OTC currency options, currency futures, non-deliverable currency forwards;
- 利率合約：利率掉期； - Interest rate contracts: interest rate swaps;
- 商品合約：貴金屬孖展合約；及 - Commodity contracts: bullion margin contracts; and
- 股份權益合約：於交易所買賣的股權期權及股權掛鈎掉期。 - Equity contracts: exchange traded equity options and equity linked 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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(i) 按淨額基準結算之衍生工具（續） (i) Derivatives settled on a net basis (continued)

下表爲本集團及本銀行按淨額基準結算之衍生金融工具於12月31日的到期日分析，並按於結算日時，其相距合約到期日的剩餘期限分類。表內披露公平值爲淨負債之衍生工具之淨合約未折現現金流。

The tables below analyse the Group's and the Bank's derivative financial instruments as at 31 December that will be settled on a net basis into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the tables are the net contractual undiscounted cash flows of derivatives with net negative fair value.

本集團 The Group

2012

		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts	**(12,527)**	**(33)**	**(84)**	**-**	**-**	**(12,644)**
利率合約	Interest rate contracts	**(134)**	**(343)**	**(1,299)**	**(3,153)**	**(55)**	**(4,984)**
商品合約	Commodity contracts	**(487)**	**-**	**-**	**-**	**-**	**(487)**
股份權益合約	Equity contracts	**(3)**	**-**	**-**	**-**	**-**	**(3)**
		(13,151)	**(376)**	**(1,383)**	**(3,153)**	**(55)**	**(18,118)**

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(i) 按淨額基準結算之衍生工具（續） (i) Derivatives settled on a net basis (continued)

		本集團 The Group					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts	(13,030)	(223)	(236)	24	-	(13,465)
利率合約	Interest rate contracts	(154)	(357)	(1,572)	(3,724)	(192)	(5,999)
商品合約	Commodity contracts	(717)	-	-	-	-	(717)
股份權益合約	Equity contracts	-	(1)	-	-	-	(1)
		(13,901)	(581)	(1,808)	(3,700)	(192)	(20,182)

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(i) 按淨額基準結算之衍生工具（續） (i) Derivatives settled on a net basis (continued)

		本銀行 The Bank					
		2012					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts	**(12,190)**	**(30)**	**(87)**	**-**	**-**	**(12,307)**
利率合約	Interest rate contracts	**(133)**	**(328)**	**(1,242)**	**(3,078)**	**(55)**	**(4,836)**
商品合約	Commodity contracts	**(487)**	**-**	**-**	**-**	**-**	**(487)**
股份權益合約	Equity contracts	**(3)**	**-**	**-**	**-**	**-**	**(3)**
		(12,813)	**(358)**	**(1,329)**	**(3,078)**	**(55)**	**(17,633)**

		本銀行 The Bank					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts	(12,587)	(223)	(233)	19	-	(13,024)
利率合約	Interest rate contracts	(154)	(347)	(1,496)	(3,616)	(186)	(5,799)
商品合約	Commodity contracts	(717)	-	-	-	-	(717)
股份權益合約	Equity contracts	-	(1)	-	-	-	(1)
		(13,458)	(571)	(1,729)	(3,597)	(186)	(19,541)

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(ii) 按總額基準結算之衍生工具 (ii) Derivatives settled on a gross basis

本集團之按總額基準結算之衍生工具包括場外貨幣期權、貨幣遠期、交叉貨幣利率掉期、貴金屬掉期及場外股權期權。

The Group's derivatives that will be settled on a gross basis include OTC currency options, currency forwards, cross currency interest rate swaps, bullion swaps and OTC equity options.

下表爲本集團及本銀行按總額基準結算之衍生金融工具於12月31日的到期日分析，並按於結算日時，其相距合約到期日的剩餘期限分類。表內披露所有以總額基準結算之衍生工具之總合約未折現現金流。

The tables below analyse the Group's and the Bank's derivative financial instruments as at 31 December that will be settled on a gross basis into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the tables are the gross contractual undiscounted cash flows for all derivatives that are settled on a gross 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)

4.3 流動資金風險（續） 4.3 Liquidity Risk (continued)

(C) 按合約到期日之未折現現金流分析（續） (C) Analysis of undiscounted cash flows by contractual maturities (continued)

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(ii) 按總額基準結算之衍生工具（續） (ii) Derivatives settled on a gross basis (continued)

		本集團 The Group					
		2012					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約：	Exchange rate contracts:						
- 流出	- Outflow	(284,418)	(180,666)	(292,144)	(29,290)	(1,198)	(787,716)
- 流入	- Inflow	286,317	181,912	293,766	29,336	1,199	792,530
商品合約：	Commodity contracts:						
- 流出	- Outflow	(4,024)	-	-	-	-	(4,024)
- 流入	- Inflow	-	-	-	-	-	-
股份權益合約：	Equity contracts:						
- 流出	- Outflow	-	-	-	-	-	-
- 流入	- Inflow	2	-	-	-	-	2
總流出	**Total outflow**	(288,442)	(180,666)	(292,144)	(29,290)	(1,198)	(791,740)
總流入	**Total inflow**	286,319	181,912	293,766	29,336	1,199	792,532

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)

(C) 按合約到期日之未折現現金流分析（續） (C) Analysis of undiscounted cash flows by contractual maturities (continued)

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(ii) 按總額基準結算之衍生工具（續） (ii) Derivatives settled on a gross basis (continued)

		本集團 The Group					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約：	Exchange rate contracts:						
- 流出	- Outflow	(235,663)	(91,557)	(138,087)	(14,628)	(1,924)	(481,859)
- 流入	- Inflow	235,537	91,541	138,085	14,727	1,926	481,816
商品合約：	Commodity contracts:						
- 流出	- Outflow	(3,792)	-	-	-	-	(3,792)
- 流入	- Inflow	-	-	-	-	-	-
股份權益合約：	Equity contracts:						
- 流出	- Outflow	(1)	-	-	-	-	(1)
- 流入	- Inflow	8	1	-	-	-	9
總流出	**Total outflow**	(239,456)	(91,557)	(138,087)	(14,628)	(1,924)	(485,652)
總流入	**Total inflow**	235,545	91,542	138,085	14,727	1,926	481,825

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(ii) 按總額基準結算之衍生工具（續） (ii) Derivatives settled on a gross basis (continued)

		本銀行 The Bank					
		2012					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約：	Exchange rate contracts:						
- 流出	- Outflow	**(272,729)**	**(176,680)**	**(283,284)**	**(29,290)**	**(1,198)**	**(763,181)**
- 流入	- Inflow	**274,533**	**177,903**	**284,901**	**29,336**	**1,199**	**767,872**
商品合約：	Commodity contracts:						
- 流出	- Outflow	**(4,024)**	**-**	**-**	**-**	**-**	**(4,024)**
- 流入	- Inflow	**-**	**-**	**-**	**-**	**-**	**-**
股份權益合約：	Equity contracts:						
- 流出	- Outflow	**-**	**-**	**-**	**-**	**-**	**-**
- 流入	- Inflow	**2**	**-**	**-**	**-**	**-**	**2**
總流出	**Total outflow**	**(276,753)**	**(176,680)**	**(283,284)**	**(29,290)**	**(1,198)**	**(767,205)**
總流入	**Total inflow**	**274,535**	**177,903**	**284,901**	**29,336**	**1,199**	**767,874**

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)

(C) 按合約到期日之未折現現金流分析（續） **(C) Analysis of undiscounted cash flows by contractual maturities (continued)**

(b) 衍生工具之現金流（續） (b) Derivative cash flows (continued)

(ii) 按總額基準結算之衍生工具（續） (ii) Derivatives settled on a gross basis (continued)

		本銀行 The Bank					
		2011					
		一個月內 Up to 1 month	一至三個月 1-3 months	三至十二個月 3-12 months	一至五年 1-5 years	五年以上 Over 5 years	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約：	Exchange rate contracts:						
- 流出	- Outflow	(227,416)	(88,387)	(134,326)	(14,628)	(1,924)	(466,681)
- 流入	- Inflow	227,332	88,366	134,312	14,727	1,926	466,663
商品合約：	Commodity contracts:						
- 流出	- Outflow	(3,792)	-	-	-	-	(3,792)
- 流入	- Inflow	-	-	-	-	-	-
股份權益合約：	Equity contracts:						
- 流出	- Outflow	(1)	-	-	-	-	(1)
- 流入	- Inflow	8	1	-	-	-	9
總流出	**Total outflow**	(231,209)	(88,387)	(134,326)	(14,628)	(1,924)	(470,474)
總流入	**Total inflow**	227,340	88,367	134,312	14,727	1,926	466,672

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)

(C) 按合約到期日之未折現現金流分析（續） (C) 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

有關本集團及本銀行於2012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，其合約金額分別爲港幣3,925.13億元（2011年：港幣3,197.73億元）及港幣2,531.38億元（2011年：港幣1,931.43億元），此貸款承擔可於一年內提取。

The contractual amounts of the Group's and the Bank's off-balance sheet financial instruments as at 31 December 2012 that the Group and the Bank commit to extend credit to customers and other facilities amounting to HK$392,513 million (2011: HK$319,773 million) and HK$253,138 million (2011: HK$193,143 million) respectively. Those loan commitments can be drawn within 1 year.

財務擔保及其他財務融資 Financial guarantees and other financial facilities

本集團及本銀行之財務擔保及其他財務融資於2012年12月31日之金額分別爲港幣712.61億元（2011年：港幣704.17億元）及港幣469.62億元（2011年：港幣518.55億元），其到期日乃少於1年。

Financial guarantees and other financial facilities of the Group and the Bank as at 31 December 2012 amounting to HK$71,261 million (2011: HK$70,417 million) and HK$46,962 million (2011: HK$51,855 million) respectively are maturing no later than 1 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 4.4 Capital Management

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，同時爲股東帶來最大回報。資產負債管理委員會定期檢討集團資本結構，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。

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.

集團已經建立一套有效的資本管理政策和調控機制，並且運行良好。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。本集團在申報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：

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.

本集團已採用基礎內部評級基準計算法計算非證券化風險承擔的信貸風險資本要求。並使用內部評級基準（證券化）計算法計算證券化風險承擔的信貸風險資本要求。小部分的信貸風險承擔經金管局審批同意豁免使用基礎內部評級基準計算法，並繼續按標準（信貸風險）計算法計算。

The Group has adopted the foundation internal ratings-based ("FIRB") approach to calculate the credit risk capital charge for its non-securitisation exposures and internal ratings-based (securitisation) approach to calculate the credit risk capital charge for its securitisation exposures. A small residual credit exposures was approved by HKMA to be exempted from FIRB approach and remained under standardised (credit risk) ("STC") approach.

本集團獲金管局批准由 2012 年 10 月起使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，並豁免由南商及集友引致的結構性外匯敞口計算市場風險資本要求。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。

Since October 2012, the HKMA has approved the Group to adopt the internal models ("IMM") approach to calculate general market risk capital charge for foreign exchange and interest rate exposures and exclude its structural FX positions arising from Nanyang and Chiyu 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 remaining 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)

4.4 資本管理（續） 4.4 Capital Management (continued)

本集團在 2012 年繼續按標準（業務操作風險）計算法計算操作風險最低資本要求。

The Group continues to adopt standardised (operational risk) ("STO") approach to calculate the minimum capital requirement for operational risk in year 2012.

爲配合巴塞爾資本協定二優化措施的實施，《2011 年銀行業（資本）（修訂）規則》已於 2012 年 1 月 1 日起生效。新規則主要涉及市場風險框架的修訂及巴塞爾資本協定二框架中其他規定的優化措施，而本集團亦已根據其有關監管規定計算風險資本要求。

In order to implement Basel II Enhancements, the Banking (Capital) (Amendment) Rules 2011 became effective on 1 January 2012. The amendments were mainly to revise the market risk framework and incorporate other enhancements to the Basel II framework. The Group has calculated the capital charge according to the related regulatory requirements.

本集團於 2012 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未能在第一支柱下涵蓋的重大風險所需的額外資本，從而設定出集團最低普通股資本充足比率、最低核心資本充足率及最低資本充足率。集團認爲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如有需要，調整其資本結構。

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 2012. 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 under Pillar I, and therefore minimum common equity CAR, minimum core CAR and the minimum CAR are determined. The Group considers this ICAAP process 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） 4.4 Capital Management (continued)

此外，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、風險取向、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，保持風險與資本的最佳平衡。

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's capital adequacy and achieve optimal capital structure in order to align with its business development needs and risk profile.

由於計算監管資本所採用的基準有所改變，以下列示的數額不應作直接比較。

As a result of the change in the bases of regulatory capital calculation, the amounts shown below are not directly comparable.

(A) 資本充足比率 (A) Capital adequacy ratio

		2012	2011
資本充足比率	Capital adequacy ratio	**16.80%**	16.90%
核心資本比率	Core capital ratio	**12.31%**	12.51%

資本比率乃根據《銀行業（資本）規則》及按金管局就監管規定要求以綜合基準計算中銀香港及其指定之附屬公司財務狀況的比率。

The capital ratios are computed on the consolidated basis that comprises the positions of BOCHK and certain subsidiaries specified by the HKMA for its regulatory purposes and in accordance with the Banking (Capital) Rules.

按會計及監管要求所採用不同之綜合基礎，對其差異之描述見於第366頁「附錄－本銀行之附屬公司」。

The differences between the basis of consolidation for accounting and regulatory purposes are described in "Appendix – Subsidiaries of the Bank" on page 369.

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) 扣減後的資本基礎成份 (B) Components of capital base after deductions

用於計算以上 12 月 31 日之資本充足比率及已匯報金管局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 adequacy ratio as at 31 December and reported to the HKMA is analysed as follows:

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
核心資本：	Core capital:		
繳足股款的普通股股本	Paid up ordinary share capital	**43,043**	43,043
儲備	Reserves	**38,987**	31,947
損益賬	Profit and loss account	**5,820**	8,318
非控制權益	Non-controlling interests	**1,658**	1,605
可扣減項目	Deductible item	**(25)**	-
		89,483	84,913
核心資本之扣減	Deductions from core capital	**(387)**	(313)
核心資本	Core capital	**89,096**	84,600
附加資本：	Supplementary capital:		
重估可供出售證券之公平值收益	Fair value gains arising from holdings of available-for-sale securities	**2,067**	290
重估界定爲以公平值變化計入損益之證券公平值收益	Fair value gains arising from holdings of securities designated at fair value through profit or loss	**35**	18
按組合評估之貸款減值準備	Collective loan impairment allowances	**192**	91
監管儲備	Regulatory reserve	**539**	253
過剩準備	Surplus provisions	**3,963**	3,354
定期後償債項	Term subordinated debt	**26,043**	25,961
		32,839	29,967
附加資本之扣減	Deductions from supplementary capital	**(387)**	(313)
附加資本	Supplementary capital	**32,452**	29,654
扣減後的資本基礎總額	Total capital base after deductions	**121,548**	114,254

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) 扣減後的資本基礎成份（續） (B) Components of capital base after deductions (continued)

不納入計算資本充足比率的綜合基礎內之附屬公司見於第 364 頁至第 366 頁「附錄－本銀行之附屬公司」。該等附屬公司之投資成本會從資本基礎中扣減。

Subsidiaries which are not included in the consolidation group for the calculation of capital adequacy ratios are denoted in “Appendix – Subsidiaries of the Bank” on pages 367 to 369. Investment costs in such subsidiaries are deducted from the capital base.

定期後償債項指根據金管局的監管要求，可作爲中銀香港二級資本的後償負債。

Term subordinated debt represents subordinated liabilities qualified as Tier 2 Capital of BOCHK pursuant to the regulatory requirements of the HKMA.

4.5 金融資產和負債的公平值 4.5 Fair values of financial assets and liabilities

(A) 非以公平值計量的金融工具 (A) Financial instruments not measured at fair value

公平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應用於評估各類金融工具之公平值。

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.

在銀行及其他金融機構之結餘及貿易票據

Balances with banks and other financial institutions and Trade bills

此等金融資產及負債均於一年內到期，其賬面值與公平值相若。

The maturities of these financial assets and liabilities are within one year and the carrying value approximates fair value.

客戶貸款及銀行及其他金融機構貸款

Advances to customers, banks and other financial institutions

大部分之客戶貸款及銀行及其他金融機構貸款是浮動利率，按市場息率計算利息，其賬面值與公平值相若。

Substantially all the advances to customers, banks and other financial institutions are on floating rate terms, bear interest at prevailing market interest rates and their carrying value approximates fair value.

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(A) 非以公平值計量的金融工具（續） (A) Financial instruments not measured at fair value (continued)

持有至到期日證券
持有至到期日證券之公平值是按市場價格或經紀／交易商之報價爲基礎。若沒有相關資料提供，公平值會採用類似如信貸、到期日及收益等特徵之證券市場報價來估計。其賬面值與公平值相若。

Held-to-maturity securities
Fair value for held-to-maturity securities is based on market prices or broker/dealer price quotations. Where this information is not available, fair value has been estimated using quoted market prices for securities with similar credit, maturity and yield characteristics. Their carrying value approximates fair value.

貸款及應收款
採用以現時收益率曲線及相關之剩餘限期爲基礎的現金流量貼現模型計算，其賬面值與公平值相若。

Loans and receivables
A discounted cash flow model is used based on a current yield curve appropriate for the remaining term to maturity and their carrying value approximates fair value.

客戶存款
大部分之客戶存款將於年結日後一年內到期，其賬面值與公平值相若。

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.

按攤銷成本發行之債務證券
優先票據及其他發行之債務證券之公平值是按市場價格或經紀／交易商之報價爲基礎。於2012年12月31日優先票據之賬面值與公平值分別爲港幣59.19億元（2011年：港幣58.56億元）及港幣63.17億元（2011年：港幣60.07億元）。其他發行之債務證券之賬面值與公平值相若。

Debt securities in issue at amortised cost

Fair value for senior notes and other debt securities in issue is based on market prices or broker/dealer price quotations. The carrying value and fair value of senior notes as at 31 December 2012 amounted to HK$5,919 million (2011: HK$5,856 million) and HK$6,317 million (2011: HK$6,007 million) respectively. The carrying value of other debt securities in issue approximates fair value.

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(A) 非以公平值計量的金融工具（續） (A) Financial instruments not measured at fair value (continued)

後償負債
後償貸款均爲浮動利率，按市場息率計算利息，其賬面值與公平值相若。後償票據之公平值是按市場價格或經紀／交易商之報價爲基礎，其賬面值與公平值相若。

Subordinated liabilities
The subordinated loans are on floating rate terms, bear interest at prevailing market interest rates and their carrying value approximates fair value. Fair value for subordinated notes is based on market prices or broker/dealer price quotations and their carrying value approximates fair value.

(B) 以公平值計量的金融工具 (B) Financial instruments measured at fair value

集團建立了完善的公平值管治及控制架構，公平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全球市場及投資管理的估值結果及重大公平值數據。其他特定控制程序包括核實可觀察的估值參數、審核新的估值模型或任何模型改動、根據可觀察的市場交易價格校準及回顧測試所採用的估值模型、深入分析日常重大估值變動、評估重大不可觀察估值參數及估值調整。重大估值事項將向高層管理人員、風險委員會及稽核委員會匯報。

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 results from Global Market and Investment Management and all other significant fair value measurements. Specific controls include verification of observable pricing inputs; review and approval for new models and changes to models; calibration and back-testing of models against observed market transactions; analysis and investigation of significant daily valuation movements; review of significant unobservable inputs and valuation adjustments. Significant valuation issues are reported to senior management, Risk Committee and Audit Committee.

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

以公平值計量的金融工具分爲以下三個層級：

Financial instruments measured at fair value are classified into following three levels:

- 第一層級：相同資產或負債在活躍市場中的報價（未經調整），包括在交易所交易的上市股份證券、部分政府發行的債務工具及若干外匯衍生合約。

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities, including listed equity securities on exchange, debt instruments issued by certain governments and certain foreign exchange derivative contracts.

- 第二層級：估值技術爲直接或間接的使用除第一層級中的資產或負債的市場報價以外的其他可觀察參數，此層級包括大部分場外交易的衍生合約、從價格提供商獲取價格的債券及發行的結構性存款。

- Level 2: Valuation technique using inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly. This level includes the majority of the OTC derivative contracts, debt securities with quote from pricing services providers and issued structured deposits.

- 第三層級：估值技術爲使用了任何非基於可觀察市場數據的參數（不可觀察參數），此層級包括有重大不可觀察因素的股份投資及債務工具。

- Level 3: Valuation technique using inputs for the asset or liability that is not based on observable market data (unobservable inputs). This level includes equity investment and debt instruments with significant unobservable components.

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

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平值。	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.
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、交易對手信貸息差及其他等，均爲可觀察到的且可從公開市場獲取的參數。	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 all observable and obtainable from open market.
證券化及再證券化資產由外間獨立第三者提供報價，其估值是按交易的性質，以市場標準的現金流模型及估值參數（包括可觀察或不可觀察的折現率差價、違約及收回率、及提前預付率）估算。	For securitisation assets and re-securitisation assets, external prices are obtained from independent third parties. The valuation of security, depending on the nature of transaction, is estimated from market standard cash flow models with input parameter assumptions which include spreads to discount rates, default and recovery rates and prepayment rates that may be observable or unobservable.
對於本集團持有的某些低流動性債券，管理層從交易對手處詢價。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 debt securities held by the Group, management obtains valuation quotations from counterparties. The fair value of these financial instruments may be based on unobservable inputs which may have significant impact on the valuation of these financial instruments, and 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.

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

2012 年及 2011 年均沒有在第一層級和第二層級之間的重大轉移。

There have been no significant transfers between level 1 and 2 during the year 2012 and 2011.

(i) 公平值的等級 (i) Fair value hierarchy

		本集團 The Group			
		2012			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融資產	**Financial assets**				
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss				
- 交易性證券	- Trading securities				
- 債務證券	- Debt securities	-	24,481	-	24,481
- 股份證券	- Equity securities	13	212	-	225
- 界定爲以公平值變化計入損益之金融資產	- Financial assets designated at fair value through profit or loss				
- 債務證券	- Debt securities	-	2,170	-	2,170
衍生金融工具	Derivative financial instruments	17,677	13,563	-	31,240
可供出售證券	Available-for-sale securities				
- 債務證券	- Debt securities	98,350	335,785	1,388	435,523
- 股份證券	- Equity securities	-	838	205	1,043
金融負債	**Financial liabilities**				
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss				
- 交易性負債	- Trading liabilities	-	17,331	-	17,331
- 界定爲以公平值變化計入損益之金融負債	- Financial liabilities designated at fair value through profit or loss	-	2,070	771	2,841
衍生金融工具	Derivative financial instruments	13,004	8,066	-	21,070

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(i) 公平值的等級（續） (i) Fair value hierarchy (continued)

		本集團 The Group			
		2011			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融資產	**Financial assets**				
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss				
- 交易性證券	- Trading securities				
- 債務證券	- Debt securities	-	19,510	-	19,510
- 股份證券	- Equity securities	12	161	-	173
- 界定爲以公平值變化計入損益之金融資產	- Financial assets designated at fair value through profit or loss				
- 債務證券	- Debt securities	-	1,974	5	1,979
衍生金融工具	Derivative financial instruments	18,611	8,104	-	26,715
可供出售證券	Available-for-sale securities				
- 債務證券	- Debt securities	65,235	235,992	2,197	303,424
- 股份證券	- Equity securities	-	563	184	747
金融負債	**Financial liabilities**				
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss				
- 交易性負債	- Trading liabilities	-	2,598	-	2,598
- 界定爲以公平值變化計入損益之金融負債	- Financial liabilities designated at fair value through profit or loss	-	436	203	639
衍生金融工具	Derivative financial instruments	13,655	8,417	-	22,072

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(i) 公平值的等級（續） (i) Fair value hierarchy (continued)

		本銀行 The Bank			
		2012			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融資產	**Financial assets**				
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss				
- 交易性證券	- Trading securities				
- 債務證券	- Debt securities	-	19,602	-	19,602
- 股份證券	- Equity securities	13	-	-	13
衍生金融工具	Derivative financial instruments	16,895	13,417	-	30,312
可供出售證券	Available-for-sale securities				
- 債務證券	- Debt securities	96,882	296,598	321	393,801
- 股份證券	- Equity securities	-	-	140	140
金融負債	**Financial liabilities**				
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss				
- 交易性負債	- Trading liabilities	-	12,356	-	12,356
- 界定爲以公平值變化計入損益之金融負債	- Financial liabilities designated at fair value through profit or loss	-	2,070	771	2,841
衍生金融工具	Derivative financial instruments	12,666	7,888	-	20,554

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(i) 公平值的等級（續） (i) Fair value hierarchy (continued)

		本銀行 The Bank			
		2011			
		第一層級 Level 1	第二層級 Level 2	第三層級 Level 3	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
金融資產	**Financial assets**				
公平值變化計入損益之金融資產	Financial assets at fair value through profit or loss				
- 交易性證券	- Trading securities				
- 債務證券	- Debt securities	-	15,974	-	15,974
- 股份證券	- Equity securities	12	-	-	12
衍生金融工具	Derivative financial instruments	17,644	8,089	-	25,733
可供出售證券	Available-for-sale securities				
- 債務證券	- Debt securities	65,235	209,933	2,017	277,185
- 股份證券	- Equity securities	-	-	125	125
金融負債	**Financial liabilities**				
公平值變化計入損益之金融負債	Financial liabilities at fair value through profit or loss				
- 交易性負債	- Trading liabilities	-	1,520	-	1,520
- 界定爲以公平值變化計入損益之金融負債	- Financial liabilities designated at fair value through profit or loss	-	436	203	639
衍生金融工具	Derivative financial instruments	13,209	8,174	-	21,383

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(ii) 第三層級的項目變動 (ii) Reconciliation of level 3 items

		本集團 The Group				
		2012				
		金融資產 Financial assets				金融負債 Financial liabilities
		交易性證券 Trading securities	界定爲以公平值變化計入損益之金融資產 Financial assets designated at fair value through profit or loss	可供出售證券 Available-for-sale securities		界定爲以公平值變化計入損益之金融負債 Financial liabilities designated at fair value through profit or loss
		債務證券 Debt securities	債務證券 Debt securities	債務證券 Debt securities	股份證券 Equity securities	
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	-	5	2,197	184	203
（虧損）／收益	(Losses)/gains					
- 損益	- Profit or loss	-	-	-	-	-
- 其他全面收益	- Other comprehensive income	-	-	(1)	21	-
買入	Purchases	-	-	1,066	-	-
發行	Issues	-	-	-	-	771
賣出	Sales	-	(5)	(179)	-	-
結算	Settlements	-	-	-	-	(203)
轉出第三層級	Transfers out of level 3	-	-	(1,695)	-	-
於 2012 年 12 月 31 日	At 31 December 2012	-	-	1,388	205	771
於 2012 年 12 月 31 日持有的金融資產及負債於年內計入損益的收益總額	Total gains for the year included in profit or loss for financial assets and liabilities held as at 31 December 2012	-	-	-	-	-

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(ii) 第三層級的項目變動（續） (ii) Reconciliation of level 3 items (continued)

		本集團 The Group				
		2011				
		金融資產 Financial assets				金融負債 Financial liabilities
		交易性證券 Trading securities	界定爲以公平值變化計入損益之金融資產 Financial assets designated at fair value through profit or loss	可供出售證券 Available-for-sale securities		界定爲以公平值變化計入損益之金融負債 Financial liabilities designated at fair value through profit or loss
		債務證券 Debt securities	債務證券 Debt securities	債務證券 Debt securities	股份證券 Equity securities	
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	100	19	5,723	166	-
收益／（虧損）	Gains/(losses)					
- 損益	- Profit or loss	-	4	-	-	-
- 其他全面收益	- Other comprehensive income	-	-	(11)	18	-
買入	Purchases	-	-	1,177	10	-
發行	Issues	-	-	-	-	203
賣出	Sales	(100)	(18)	(3,177)	(10)	-
轉出第三層級	Transfers out of level 3	-	-	(1,515)	-	-
於 2011 年 12 月 31 日	At 31 December 2011	-	5	2,197	184	203
於 2011 年 12 月 31 日持有的金融資產及負債於年內計入損益的收益總額	Total gains for the year included in profit or loss for financial assets and liabilities held as at 31 December 2011	-	4	-	-	-

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(ii) 第三層級的項目變動（續） (ii) Reconciliation of level 3 items (continued)

		本銀行 The Bank 2012			
		金融資產 Financial assets			金融負債 Financial liabilities
		交易性證券 Trading securities	可供出售證券 Available-for-sale securities		
		債務證券 Debt securities	債務證券 Debt securities	股份證券 Equity securities	界定爲以公平值變化計入損益之金融負債 Financial liabilities designated at fair value through profit or loss
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於2012年1月1日	At 1 January 2012	-	2,017	125	203
（虧損）／收益	(Losses)/gains				
－損益	- Profit or loss	-	-	-	-
－其他全面收益	- Other comprehensive income	-	(1)	15	-
買入	Purchases	-	-	-	-
發行	Issues	-	-	-	771
賣出	Sales	-	-	-	-
結算	Settlements	-	-	-	(203)
轉出第三層級	Transfers out of level 3	-	(1,695)	-	-
於2012年12月31日	At 31 December 2012	-	321	140	771
於2012年12月31日持有的金融資產及負債於年內計入損益的收益總額	Total gains for the year included in profit or loss for financial assets and liabilities held as at 31 December 2012	-	-	-	-

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)

4.5 金融資產和負債的公平值（續） 4.5 Fair values of financial assets and liabilities (continued)

(B) 以公平值計量的金融工具（續） (B) Financial instruments measured at fair value (continued)

(ii) 第三層級的項目變動（續） (ii) Reconciliation of level 3 items (continued)

		本銀行 The Bank			
		2011			
		金融資產 Financial assets			金融負債 Financial liabilities
		交易性證券 Trading securities	可供出售證券 Available-for-sale securities		界定爲以公平值變化計入損益之金融負債 Financial liabilities designated at fair value through profit or loss
		債務證券 Debt securities	債務證券 Debt securities	股份證券 Equity securities	
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於2011年1月1日	At 1 January 2011	100	4,700	113	-
（虧損）／收益	(Losses)/gains				
－損益	- Profit or loss	-	-	-	-
－其他全面收益	- Other comprehensive income	-	(11)	12	-
買入	Purchases	-	997	-	-
發行	Issues	-	-	-	203
賣出	Sales	(100)	(2,154)	-	-
轉出第三層級	Transfers out of level 3	-	(1,515)	-	-
於2011年12月31日	At 31 December 2011	-	2,017	125	203
於2011年12月31日持有的金融資產及負債於年內計入損益的收益總額	Total gains for the year included in profit or loss for financial assets and liabilities held as at 31 December 2011	-	-	-	-

於年內計入損益的收益以及於年末持有的金融資產及負債產生的收益，根據其相關金融工具的性質或分類的不同，分別列示於「淨交易性收益」、「界定爲以公平值變化計入損益之金融工具淨收益／（虧損）」或「減值準備淨撥備」。

Gains included in profit or loss for the year as well as gains relating to financial assets and liabilities held as at year end are presented in “Net trading gain”, “Net gain/(loss) on financial instruments designated at fair value through profit or loss” or “Net charge of impairment allowances” depending on the nature or the category of the related financial instruments.

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

5. 淨利息收入 5. Net interest income

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
利息收入	**Interest income**		
存放於同業及其他金融機構的款項	Due from banks and other financial institutions	**8,167**	8,454
客戶貸款	Advances to customers	**17,218**	13,382
上市證券投資	Listed investments	**3,532**	3,748
非上市證券投資	Unlisted investments	**4,500**	4,431
其他	Others	**250**	233
		33,667	30,248
利息支出	**Interest expense**		
同業及其他金融機構存放的款項	Due to banks and other financial institutions	**(971)**	(2,917)
客戶存款	Deposits from customers	**(9,026)**	(6,290)
債務證券發行	Debt securities in issue	**(161)**	(26)
後償負債	Subordinated liabilities	**(313)**	(562)
其他	Others	**(247)**	(172)
		(10,718)	(9,967)
淨利息收入	**Net interest income**	**22,949**	20,281

截至2012年12月31日止年度之利息收入包括港幣 0.10億元（2011年：港幣 0.03億元）被界定爲減值貸款的確認利息。減值證券投資產生的利息收入爲港幣 0.09億元（2011年：港幣 0.16億元）。

Included within interest income is HK$10 million (2011: HK$3 million) of interest with respect to income recognised on advances classified as impaired for the year ended 31 December 2012. Interest income accrued on impaired investment in securities amounted to HK$9 million (2011: HK$16 million).

非以公平值變化計入損益之金融資產與金融負債所產生的未計算對沖影響之利息收入及利息支出分別爲港幣 344.85億元（2011年：港幣 312.31億元）及港幣 112.91億元（2011年：港幣 105.88億元）。

Included within interest income and interest expense are HK$34,485 million (2011: HK$31,231 million) and HK$11,291 million (2011: HK$10,588 million), before hedging effect, 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)

6. 淨服務費及佣金收入 6. Net fee and commission income

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
服務費及佣金收入	**Fee and commission income**		
信用卡業務	Credit card business	**3,330**	2,912
證券經紀	Securities brokerage	**2,114**	2,782
貸款佣金	Loan commissions	**1,628**	1,160
保險	Insurance	**996**	966
匯票佣金	Bills commissions	**736**	854
繳款服務	Payment services	**667**	637
基金分銷	Funds distribution	**530**	334
信託及託管服務	Trust and custody services	**360**	380
保管箱	Safe deposit box	**228**	211
買賣貨幣	Currency exchange	**156**	156
其他	Others	**423**	367
		11,168	10,759
服務費及佣金支出	**Fee and commission expense**		
信用卡業務	Credit card business	**(2,369)**	(2,106)
證券經紀	Securities brokerage	**(299)**	(431)
繳款服務	Payment services	**(92)**	(91)
其他	Others	**(427)**	(374)
		(3,187)	(3,002)
淨服務費及佣金收入	**Net fee and commission income**	**7,981**	7,757
其中源自	Of which arise from		
- 非以公平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	**1,770**	1,363
- 服務費及佣金支出	- Fee and commission expense	**(7)**	(5)
		1,763	1,358
- 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	**550**	572
- 服務費及佣金支出	- Fee and commission expense	**(14)**	(6)
		536	566

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

7. 淨交易性收益 7. Net trading gain

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
淨收益／（虧損）源自：	Net gain/(loss) from:		
- 外匯交易及外匯交易產品	- foreign exchange and foreign exchange products	**1,970**	1,430
- 利率工具及公平值對沖的項目	- interest rate instruments and items under fair value hedge	**574**	(104)
- 商品	- commodities	**121**	186
- 股份權益工具	- equity instruments	**97**	62
		2,762	1,574

8. 其他金融資產之淨收益 8. Net gain on other financial assets

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
可供出售證券之淨收益	Net gain on available-for-sale securities	**515**	473
持有至到期日證券之淨收益／（虧損）	Net gain/(loss) on held-to-maturity securities	**108**	(1)
其他	Others	**(2)**	(142)
		621	330

9. 其他經營收入 9. Other operating income

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
證券投資股息收入	Dividend income from investment in securities		
- 非上市證券投資	- unlisted investments	**29**	27
投資物業之租金總收入	Gross rental income from investment properties	**440**	389
減：有關投資物業之支出	Less: Outgoings in respect of investment properties	**(56)**	(72)
其他	Others	**90**	91
		503	435

「有關投資物業之支出」包括港幣 3 百萬元（2011 年：港幣 4 百萬元）屬於年內未出租投資物業之直接經營支出。

Included in the "Outgoings in respect of investment properties" is HK$3 million (2011: HK$4 million) of direct operating expenses related to investment properties that were not let during the year.

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

10. 減值準備淨撥備 10. Net charge of impairment allowances

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
客戶貸款	**Advances to customers**		
個別評估	Individually assessed		
- 新提準備	- new allowances	**(566)**	(146)
- 撥回	- releases	**54**	134
- 收回已撇銷賬項	- recoveries	**234**	327
按個別評估貸款減值準備淨（撥備）／撥回（附註 24）	Net (charge)/reversal of individually assessed loan impairment allowances (Note 24)	**(278)**	315
組合評估	Collectively assessed		
- 新提準備	- new allowances	**(606)**	(720)
- 撥回	- releases	**-**	-
- 收回已撇銷賬項	- recoveries	**30**	26
按組合評估貸款減值準備淨撥備（附註 24）	Net charge of collectively assessed loan impairment allowances (Note 24)	**(576)**	(694)
貸款減值準備淨撥備	Net charge of loan impairment allowances	**(854)**	(379)
可供出售證券	**Available-for-sale securities**		
可供出售證券減值準備淨撥回	Net reversal of impairment allowances on available-for-sale securities		
- 個別評估	- Individually assessed	**2**	38
持有至到期日證券	**Held-to-maturity securities**		
持有至到期日證券減值準備淨撥回	Net reversal of impairment allowances on held-to-maturity securities		
- 個別評估（附註 25）	- Individually assessed (Note 25)	**14**	12
其他	**Others**	**(10)**	(10)
減值準備淨撥備	**Net charge of impairment allowances**	**(848)**	(339)

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

11. 經營支出 11. Operating expenses

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
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	**5,810**	5,491
- 退休成本	- pension cost	**469**	428
		6,279	5,919
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	**679**	601
- 資訊科技	- information technology	**391**	423
- 其他	- others	**357**	344
		1,427	1,368
折舊（附註 29）	Depreciation (Note 29)	**1,486**	1,272
核數師酬金	Auditor's remuneration		
- 審計服務	- audit services	**31**	31
- 非審計服務	- non-audit services	**4**	6
雷曼兄弟相關產品*	Lehman Brothers related products*	**(96)**	(2,797)
其他經營支出	Other operating expenses	**2,061**	1,861
		11,192	7,660

* 本集團於 2012 年從雷曼迷債的相關押品取回的淨額爲港幣 0.97 億元，並於經營支出內沖回（2011 年：港幣 28.54 億元）。

* The net amount of HK$97 million recovered by the Group in 2012 from the underlying collateral of the Lehman Brothers minibonds, was credited to operating expenses (2011: HK$2,854 million).

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

12. 投資物業出售／公平值調整之淨收益 12. Net gain from disposal of/fair value adjustments on investment properties

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
出售投資物業之淨收益	Net gain from disposal of investment properties	**4**	13
投資物業公平值調整之淨收益（附註 28）	Net gain from fair value adjustments on investment properties (Note 28)	**1,885**	2,200
		1,889	2,213

13. 出售／重估物業、器材及設備之淨收益／（虧損） 13. Net gain/(loss) from disposal/revaluation of properties, plant and equipment

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
出售房產之淨收益／（虧損）	Net gain/(loss) from disposal of premises	**118**	(2)
出售其他固定資產之淨虧損	Net loss from disposal of other fixed assets	**(8)**	(32)
重估房產之淨虧損(附註 29）	Net loss from revaluation of premises (Note 29)	**(4)**	-
		106	(34)

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

14. 稅項 14. Taxation

綜合收益表內之稅項組成如下：

Taxation in the consolidated income statement represents:

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
本期稅項	Current tax		
香港利得稅	Hong Kong profits tax		
- 年內計入稅項	- current year taxation	**3,762**	3,718
- 往年（超額）／不足撥備	- (over)/under-provision in prior years	**(55)**	6
		3,707	3,724
海外稅項	Overseas taxation	**434**	301
		4,141	4,025
遞延稅項撥回（附註 37）	Deferred tax credit (Note 37)	**(159)**	(150)
		3,982	3,875

香港利得稅乃按照截至本年度估計應課稅溢利依稅率16.5%（2011 年：16.5%）提撥準備。海外溢利之稅款按照本年度估計應課稅溢利依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% (2011: 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.

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

14. 稅項（續） 14. Taxation (continued)

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:

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
除稅前溢利	Profit before taxation	**24,840**	24,576
按稅率 16.5%（2011 年：16.5%）計算的稅項	Calculated at a taxation rate of 16.5% (2011: 16.5%)	**4,099**	4,055
其他國家稅率差異的影響	Effect of different taxation rates in other countries	**45**	37
無需課稅之收入	Income not subject to taxation	**(466)**	(384)
稅務上不可扣減之開支	Expenses not deductible for taxation purposes	**101**	103
未確認的稅務虧損	Tax losses not recognised	**-**	3
使用往年未確認的稅務虧損	Utilisation of previously unrecognised tax losses	**-**	(2)
往年（超額）／不足撥備	(Over)/under-provision in prior years	**(55)**	6
海外預提稅	Foreign withholding tax	**258**	57
計入稅項	Taxation charge	**3,982**	3,875
實際稅率	Effective tax rate	**16.0%**	15.8%

15. 本銀行股東應佔溢利 15. Profit attributable to the equity holders of the Bank

截至 2012 年 12 月 31 日止年度之本銀行股東應佔本銀行溢利爲港幣 181.94 億元（2011 年：港幣 188.98 億元），並已列入本銀行之財務報表內。

The profit of the Bank for the year ended 31 December 2012 attributable to the equity holders of the Bank and dealt with in the financial statements of the Bank amounted to HK$18,194 million (2011: HK$18,898 million).

16. 股息 16. Dividends

		2012		2011	
		每股 港幣 Per share HK$	總額 港幣百萬元 Total HK$'m	每股 港幣 Per share HK$	總額 港幣百萬元 Total HK$'m
第一次中期股息	First interim dividend	**0.126**	**5,423**	0.123	5,294
第二次中期股息	Second interim dividend	**0.170**	**7,318**	0.034	1,464
第三次中期股息	Third interim dividend	**-**	**-**	0.139	5,983
		0.296	**12,741**	0.296	12,741

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

17. 退休福利成本 17. Retirement benefit costs

本集團給予本集團員工的定額供款計劃主要爲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爲彼等基本薪金之 5%，而僱主之每月供款爲僱員基本月薪之 5%至 15%不等（視乎彼等之服務年期）。僱員有權於 10 年服務期屆滿後，在僱用期終止時收取 100%之僱主供款，或於 3 年至 10 年以下服務期屆滿後，在退休、提前退休、永遠喪失工作能力及健康欠佳或僱用期終止等情況（被即時解僱除外）下，收取 30%至 90%之僱主供款。

The principal 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 termination of employment after completing 10 years of service, or at a scale ranging from 30% to 90% for employees who have completed between 3 to 10 years of service, on conditions of retirement, early retirement, permanent incapacity and ill-health or termination of employment other than summary dismissal.

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，該計劃之受託人爲中銀國際英國保誠信託有限公司，投資管理人爲中銀國際英國保誠資產管理有限公司，此兩間公司均爲本銀行之有關連人士。

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, which are related parties of the Bank.

截至 2012 年 12 月 31 日止年度，在扣除約港幣 0.03 億元（2011 年：約港幣 0.04 億元）之沒收供款後，職業退休計劃之供款總額約爲港幣 3.43 億元（2011 年：約港幣 3.27 億元），而本集團向強積金計劃之供款總額則約爲港幣 0.53 億元（2011 年：約港幣 0.47 億元）。

The Group's total contributions made to the ORSO schemes for the year ended 31 December 2012 amounted to approximately HK$343 million (2011: approximately HK$327 million), after a deduction of forfeited contributions of approximately HK$3 million (2011: approximately HK$4 million). For the MPF Scheme, the Group contributed approximately HK$53 million (2011: approximately HK$47 million) for the year ended 31 December 2012.

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

18. 認股權計劃 18. Share option schemes

(a) 認股權計劃及股份儲蓄計劃 (a) Share Option Scheme and Sharesave Plan

認股權計劃及股份儲蓄計劃的主要條款已於2002年7月10日由中銀香港（控股）的全體股東以書面決議案批准並採納。

The principal terms of the Share Option Scheme and the Sharesave Plan were approved and adopted by written resolutions of all the shareholders of BOCHK (Holdings) dated 10 July 2002.

認股權計劃旨在向參與人提供購買中銀香港(控股)專有權益的機會。中銀香港（控股）董事會可以完全根據自己的決定，將認股權授予中銀香港（控股）董事會可能選擇的任何人士。股份認購價格將根據中銀香港(控股)董事會的決定於授出日期按既定規則計算每股價格。認股權可於中銀香港（控股）董事會確定的任何日期之後的任何時間，或在要約不時規定的時間，或於中銀香港（控股)董事會確定的終止日期當日或之前，可部分或全部行使。

The purpose of the Share Option Scheme is to provide the participants with the opportunity to acquire proprietary interests in BOCHK (Holdings). The Board of BOCHK (Holdings) may, in its absolute discretion, offer to grant options under the Share Option Scheme to any person as the Board of BOCHK (Holdings) may select. The subscription price for the shares shall be determined on the date of grant by the Board of BOCHK (Holdings) as an amount per share calculated on the basis of established rules. An option may be exercised in whole or in part at any time after the date prescribed by the Board of BOCHK (Holdings) and from time to time as specified in the offer and on or before the termination date prescribed by the Board of BOCHK (Holdings).

股份儲蓄計劃旨在鼓勵僱員認購中銀香港（控股）股份。每月爲認股權支付的款項應該是合資格僱員在其申請表格中指明願意支付的額度，該額度必須不少於合資格僱員於申請日期的月薪的1%亦不得多於10%，或中銀香港(控股)董事會當時可能釐定的最高或最低額度。認股權可於行使期間內全部或部分行使。

The purpose of the Sharesave Plan is to encourage broad-based employee ownership of the shares of BOCHK (Holdings). The amount of the monthly contribution under the savings contract to be made in connection with an option shall be the amount which the relevant eligible employee is willing to contribute, which amount shall not be less than 1% and not more than 10% of the eligible employee's monthly salary as at the date of application or such other maximum or minimum amounts as permitted by the Board of BOCHK (Holdings). When an option is exercised during an exercise period, it may be exercised in whole or in part.

上述兩個計劃在2012年並未有授出認股權（2011年：無）。認股權計劃及股份儲蓄計劃均於2012年7月失效。

No options were granted pursuant to the Share Option Scheme or the Sharesave Plan during the year 2012 (2011: Nil). Both the Share Option Scheme and the Sharesave Plan expired in July 2012.

18. 認股權計劃（續） 18. Share option schemes (continued)

(b) 上市前認股權計劃 (b) Pre-Listing Share Option Scheme

於2002年7月5日，本銀行間接控股公司中銀（BVI）根據上市前認股權計劃向若干董事及另外約60名中銀香港（控股）集團高層管理人員和中國銀行員工授予認股權，彼等可據此向中銀（BVI）購入合共31,132,600股中銀香港（控股）現有已發行股份。本集團受惠於香港財務報告準則第2號53段之過渡條文內列明確認及計量政策並不應用於2002年11月7日或之前授予員工的認股權。

On 5 July 2002, several directors together with approximately 60 senior management personnel of the group of BOCHK (Holdings) and employees of BOC were granted options by BOC (BVI), the indirect holding company of the Bank, pursuant to a Pre-Listing Share Option Scheme to purchase from BOC (BVI) an aggregate of 31,132,600 existing issued shares of BOCHK (Holdings). The Group has taken advantage of the transitional provisions set out in paragraph 53 of HKFRS 2 under which the recognition and measurement policies have not been applied to all options granted to employees on or before 7 November 2002.

截至2012年12月31日及2011年12月31日止認股權詳情披露如下：

Details of the share options outstanding as at 31 December 2012 and 2011 are disclosed as follows:

		董事 Directors	高層管理人員 Senior management	其他* Others*	認股權總計 Total number of share options	平均行使價（每股港幣） Average exercise price (HK$ per share)
於2012年1月1日	At 1 January 2012	**2,530,500**	**247,300**	**1,446,000**	**4,223,800**	**8.50**
減：年內行使之認股權	Less: Share options exercised during the year	**-**	**(247,300)**	**-**	**(247,300)**	**8.50**
減：年內作廢之認股權	Less: Share options lapsed during the year	**(2,530,500)**	**-**	**(1,446,000)**	**(3,976,500)**	**8.50**
於2012年12月31日	At 31 December 2012	**-**	**-**	**-**	**-**	**-**
於2012年12月31日可行使之認股權	Exercisable at 31 December 2012	**-**	**-**	**-**	**-**	**-**
於2011年1月1日	At 1 January 2011	3,976,500	247,300	-	4,223,800	8.50
轉撥	Transfer	(1,446,000)	-	1,446,000	-	8.50
於2011年12月31日	At 31 December 2011	2,530,500	247,300	1,446,000	4,223,800	8.50
於2011年12月31日可行使之認股權	Exercisable at 31 December 2011	2,530,500	247,300	1,446,000	4,223,800	8.50

* 代表本集團前董事持有的認股權 * Represented share options held by ex-directors of the Group

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

18. 認股權計劃（續） 18. Share option schemes (continued)

(b) 上市前認股權計劃（續） (b) Pre-Listing Share Option Scheme (continued)

認股權於年內曾多次被行使，有關之加權平均股價爲港幣 23.70 元。而認股權於 2011 年內未有被行使。

Share options were exercised on a regular basis throughout the year and its weighted average share price was HK$23.70. No share options were exercised during the year of 2011.

根據此計劃而授出之認股權之行使價爲每股港幣 8.50 元，而相對之認股權價爲港幣 1.00 元。該等認股權由中銀香港（控股）股份於聯交所開始買賣日期起計的 4 年內歸屬，有效行使期爲 10 年。於中銀香港（控股）股份開始在聯交所買賣之日或其後，將不會再根據上市前認股權計劃授出任何認股權。上市前認股權計劃有效行使期已於 2012 年 7 月 4 日結束，未行使之認股權已全部作廢。

The options granted under this scheme can be exercised at HK$8.50 per share in respect of the option price of HK$1.00. These options have a vesting period of four years from the date on which dealings in the shares commenced on the Stock Exchange with a valid exercise period of ten years. No offer to grant any options under the Pre-Listing Share Option Scheme will be made on or after the date on which dealings in the shares commenced on the Stock Exchange. The valid exercise period of Pre-Listing Share Option Scheme ended on 4 July 2012 and all the non-exercised share options under this scheme have lapsed.

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

19. 董事、高層管理人員及主要人員酬金 19. Directors', senior management's and key personnel's emoluments

(a) 董事及高層管理人員酬金 (a) Directors' and senior management's emoluments

(i) 董事酬金 (i) Directors' emoluments

本年度本集團就本銀行董事爲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：

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:

		2012			
		董事袍金 Directors' fee	基本薪金、津貼及實物福利 Basic salaries, allowances and benefits in kind	花紅 Bonus	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
執行董事	**Executive Directors**				
和廣北（總裁）	HE Guangbei (Chief Executive)	**100**	**7,812**	**4,024**	**11,936**
高迎欣	GAO Yingxin	**100**	**5,438**	**2,441**	**7,979**
		200	**13,250**	**6,465**	**19,915**
非執行董事	**Non-executive Directors**				
肖鋼	XIAO Gang	**-**	**-**	**-**	**-**
李禮輝	LI Lihui	**-**	**-**	**-**	**-**
李早航	LI Zaohang	**-**	**-**	**-**	**-**
周載群#	ZHOU Zaiqun#	**3,987**	**-**	**-**	**3,987**
陳四清	CHEN Siqing	**-**	**-**	**-**	**-**
馮國經*	FUNG Victor Kwok King*	**301**	**-**	**-**	**301**
高銘勝*	KOH Beng Seng*	**350**	**-**	**-**	**350**
寧高寧*	NING Gaoning*	**89**	**-**	**-**	**89**
單偉建*	SHAN Weijian*	**350**	**-**	**-**	**350**
董建成*	TUNG Chee Chen*	**349**	**-**	**-**	**349**
童偉鶴*	TUNG Savio Wai-Hok*	**399**	**-**	**-**	**399**
		5,825	**-**	**-**	**5,825**
		6,025	**13,250**	**6,465**	**25,740**

自 2013 年 3 月 17 日起，肖鋼先生辭任本銀行董事長及非執行董事；及自 2012 年 8 月 24 日起，寧高寧先生獲委任爲本銀行獨立非執行董事。

Mr. XIAO Gang resigned as Chairman and Non-executive Director of the Bank with effect from 17 March 2013; and Mr. NING Gaoning was appointed as an Independent Non-executive Director of the Bank with effect from 24 August 2012.

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

19. 董事、高層管理人員及主要人員酬金（續） 19. Directors', senior management's and key personnel's emoluments (continued)

(a) 董事及高層管理人員酬金（續） (a) Directors' and senior management's emoluments (continued)

(i) 董事酬金（續） (i) Directors' emoluments (continued)

		2011			
		董事袍金 Directors' fee	基本薪金、津貼及實物福利 Basic salaries, allowances and benefits in kind	花紅 Bonus	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
執行董事	**Executive Directors**				
和廣北（總裁）	HE Guangbei (Chief Executive)	100	7,265	4,836	12,201
高迎欣	GAO Yingxin	100	5,077	3,042	8,219
		200	12,342	7,878	20,420
非執行董事	**Non-executive Directors**				
肖鋼	XIAO Gang	-	-	-	-
李禮輝	LI Lihui	-	-	-	-
李早航	LI Zaohang	-	-	-	-
周載群#	ZHOU Zaiqun#	2,435	-	-	2,435
張燕玲	ZHANG Yanling	-	-	-	-
陳四清	CHEN Siqing	-	-	-	-
馮國經*	FUNG Victor Kwok King*	310	-	-	310
高銘勝*	KOH Beng Seng*	350	-	-	350
單偉建*	SHAN Weijian*	350	-	-	350
董建成*	TUNG Chee Chen*	300	-	-	300
童偉鶴*	TUNG Savio Wai-Hok*	350	-	-	350
		4,095	-	-	4,095
		4,295	12,342	7,878	24,515

註：
包括作爲南洋商業銀行有限公司董事長兼非執行董事之袍金
* 獨立非執行董事

Note:
Includes fee as Chairman and Non-executive Director of Nanyang Commercial Bank, Limited
* Independent Non-executive Directors

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

19. 董事、高層管理人員及主要人員酬金（續） 19. Directors', senior management's and key personnel's emoluments (continued)

(a) 董事及高層管理人員酬金（續） (a) Directors' and senior management's emoluments (continued)

(i) 董事酬金（續） (i) Directors' emoluments (continued)

2002年7月，本銀行間接控股公司中銀（BVI）根據載於附註18(b)的上市前認股權計劃向若干董事授予認股權，詳情見附註18。年內並無董事行使該等認股權，故上述披露之董事酬金中並無包括因該等認股權而產生的利益；而收益表亦無需就此作出反映（2011年：無）。

In July 2002, options were granted to several directors of the Bank by the indirect holding company, BOC (BVI), under the Pre-Listing Share Option Scheme as set out in Note 18(b). Full details of the scheme are stated in Note 18. During the year, no options were exercised and no benefits arising from the granting of these share options were included in the directors' emoluments disclosed above or recognised in the income statement (2011: Nil).

截至2012年12月31日止年度，若干董事放棄其酬金共港幣2百萬元（2011年：港幣2百萬元），當中包括附屬公司董事袍金。

For the year ended 31 December 2012, certain directors waived emoluments of HK$2 million (2011: HK$2 million), which include directors' fee from subsidiaries.

(ii) 五位最高薪酬人士 (ii) Five highest paid individuals

本年度，本集團內五位最高薪酬人士包括2名（2011年：2名）董事，其酬金已載於上文分析。其餘3名（2011年：3名）最高薪酬人士之酬金分析如下：

The five individuals whose emoluments were the highest in the Group for the year include two (2011: two) directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining three (2011: three) individuals during the year are as follows:

		2012 **港幣百萬元** **HK$'m**	2011 港幣百萬元 HK$'m
基本薪金及津貼	Basic salaries and allowances	**15**	14
花紅	Bonus	**7**	7
附屬公司董事袍金	Directors' fee from subsidiaries	**1**	1
		23	22

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

19. 董事、高層管理人員及主要人員酬金（續） 19. Directors', senior management's and key personnel's emoluments (continued)

(a) 董事及高層管理人員酬金（續） (a) Directors' and senior management's emoluments (continued)

(ii) 五位最高薪酬人士（續） (ii) Five highest paid individuals (continued)

於年內，就彼等任期內已付及其應收未收之酬金組別如下：

Emoluments paid to or receivable by individuals during the year with reference to their tenure were within the following bands:

		人數 Number of individuals	
		2012	2011
港幣 5,000,001 元至港幣 5,500,000 元	HK$5,000,001 – HK$5,500,000	**-**	1
港幣 5,500,001 元至港幣 6,000,000 元	HK$5,500,001 – HK$6,000,000	**2**	1
港幣 11,000,001 元至港幣 11,500,000 元	HK$11,000,001 – HK$11,500,000	**-**	1
港幣 11,500,001 元至港幣 12,000,000 元	HK$11,500,001 – HK$12,000,000	**1**	-

(iii) 高層管理人員酬金 (iii) Senior management's emoluments

於年內，就彼等出任高層管理人員之任期內已付及其應收未收之酬金組別如下：

Emoluments paid to or receivable by individuals during the year with reference to their tenure as senior management were within the following bands:

		人數 Number of individuals	
		2012	2011
港幣 1,500,001 元至港幣 2,000,000 元	HK$1,500,001 – HK$2,000,000	**-**	1
港幣 4,500,001 元至港幣 5,000,000 元	HK$4,500,001 – HK$5,000,000	**1**	1
港幣 5,000,001 元至港幣 5,500,000 元	HK$5,000,001 – HK$5,500,000	**2**	3
港幣 5,500,001 元至港幣 6,000,000 元	HK$5,500,001 – HK$6,000,000	**2**	1
港幣 7,500,001 元至港幣 8,000,000 元	HK$7,500,001 – HK$8,000,000	**1**	-
港幣 8,000,001 元至港幣 8,500,000 元	HK$8,000,001 – HK$8,500,000	**-**	1
港幣 11,000,001 元至港幣 11,500,000 元	HK$11,000,001 – HK$11,500,000	**-**	1
港幣 11,500,001 元至港幣 12,000,000 元	HK$11,500,001 – HK$12,000,000	**2**	-
港幣 12,000,001 元至港幣 12,500,000 元	HK$12,000,001 – HK$12,500,000	**-**	1

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

19. 董事、高層管理人員及主要人員酬金（續） 19. 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 (b) Remuneration for Senior Management and Key Personnel under CG-5

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：

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) 於年內授予的薪酬 **(i) Remuneration awarded during the year**

		2012					
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
固定薪酬 現金	Fixed remuneration Cash	**46**	**-**	**46**	**48**	**-**	**48**
浮動薪酬 現金	Variable remuneration Cash	**13**	**6**	**19**	**21**	**5**	**26**
總計	Total	**59**	**6**	**65**	**69**	**5**	**74**

		2011					
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
固定薪酬 現金	Fixed remuneration Cash	44	-	44	44	-	44
浮動薪酬 現金	Variable remuneration Cash	15	7	22	21	7	28
總計	Total	59	7	66	65	7	72

以上薪酬包括 10 名（2011 年：11 名）高級管理人員及 21 名（2011 年：20 名）主要人員。

The remuneration above includes 10 (2011: 11) members of Senior Management and 21 (2011: 20) members of Key Personnel.

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

19. 董事、高層管理人員及主要人員酬金（續） 19. 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) 遞延薪酬的餘額 **(ii) Deferred remuneration outstanding**

		2012		2011	
		高級管理人員 Senior Management	**主要人員 Key Personnel**	高級管理人員 Senior Management	主要人員 Key Personnel
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
遞延薪酬	Deferred remuneration				
已歸屬	Vested	**3**	**2**	1	-
未歸屬	Unvested	**12**	**10**	9	7
		15	**12**	10	7
於 1 月 1 日	At 1 January	**9**	**7**	3	-
已授予	Awarded	**6**	**5**	7	7
已發放	Paid out	**(3)**	**(2)**	(1)	-
調整按績效評估而扣減部分	Reduced through performance adjustments	**-**	**-**	-	-
於 12 月 31 日	At 31 December	**12**	**10**	9	7

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。

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.

高級管理人員：董事會指定的高級管理人員，負責總體策略或重要業務，包括總裁、副總裁、財務總監、風險總監、營運總監、助理總裁、董事會秘書以及集團稽核主管。

Senior Management: The senior executives designated by the Board who are responsible for oversight of the firm-wide strategy or material business lines, including Chief Executive, Deputy Chief Executives, Chief Financial Officer, Chief Risk Officer, Chief Operating Officer, Assistant Chief Executive, Board Secretary and Head of Group Audit.

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、本集團主要附屬公司第一責任人、交易主管和首席交易員，以及對風險管理有直接影響的職能單位第一責任人。

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, Head of Trading and Chief Dealer, as well as heads of risk control functions.

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

20. 庫存現金及存放銀行及其他金融機構的結餘 20. Cash and balances with banks and other financial institutions

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元	港幣百萬元	**港幣百萬元**	港幣百萬元
		HK$'m	HK$'m	**HK$'m**	HK$'m
庫存現金	Cash	**6,688**	6,425	**5,878**	5,673
存放中央銀行的結餘	Balances with central banks	**84,387**	158,950	**70,763**	147,788
存放銀行及其他金融機構的結餘	Balances with banks and other financial institutions	**63,495**	48,137	**61,542**	44,784
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	**42,938**	65,008	**28,614**	53,207
		197,508	278,520	**166,797**	251,452

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

21. 公平值變化計入損益之金融資產 21. Financial assets at fair value through profit or loss

		本集團 The Group					
		交易性證券 Trading securities		界定爲以公平值變化計入損益之金融資產 Financial assets designated at fair value through profit or loss		總計 Total	
		2012	2011	**2012**	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
按公平值入賬	At fair value						
債務證券	Debt securities						
- 於香港上市	- Listed in Hong Kong	**5,378**	3,628	**959**	776	**6,337**	4,404
- 於香港以外上市	- Listed outside Hong Kong	**190**	4	**1,131**	833	**1,321**	837
		5,568	3,632	**2,090**	1,609	**7,658**	5,241
- 非上市	- Unlisted	**18,913**	15,878	**80**	370	**18,993**	16,248
		24,481	19,510	**2,170**	1,979	**26,651**	21,489
股份證券	Equity securities						
- 於香港上市	- Listed in Hong Kong	**13**	12	**-**	-	**13**	12
- 非上市	- Unlisted	**212**	161	**-**	-	**212**	161
		225	173	**-**	-	**225**	173
總計	Total	**24,706**	19,683	**2,170**	1,979	**26,876**	21,662

		本銀行 The Bank					
		交易性證券 Trading securities		界定爲以公平值變化計入損益之金融資產 Financial assets designated at fair value through profit or loss		總計 Total	
		2012	2011	**2012**	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
按公平值入賬	At fair value						
債務證券	Debt securities						
- 於香港上市	- Listed in Hong Kong	**5,378**	3,628	**-**	-	**5,378**	3,628
- 於香港以外上市	- Listed outside Hong Kong	**190**	4	**-**	-	**190**	4
		5,568	3,632	**-**	-	**5,568**	3,632
- 非上市	- Unlisted	**14,034**	12,342	**-**	-	**14,034**	12,342
		19,602	15,974	**-**	-	**19,602**	15,974
股份證券	Equity securities						
- 於香港上市	- Listed in Hong Kong	**13**	12	**-**	-	**13**	12
總計	Total	**19,615**	15,986	**-**	-	**19,615**	15,986

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

21. 公平值變化計入損益之金融資產（續） 21. Financial assets at fair value through profit or loss (continued)

公平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:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
官方實體	Sovereigns	**21,903**	18,792	**17,141**	15,384
公營單位*	Public sector entities*	**20**	33	**4**	3
銀行及其他金融機構	Banks and other financial institutions	**2,380**	1,007	**2,169**	510
公司企業	Corporate entities	**2,573**	1,830	**301**	89
		26,876	21,662	**19,615**	15,986

* 包括在本集團及本銀行公平值變化計入損益之金融資產分別爲港幣 0.04 億元（2011 年：港幣 0.18 億元）及港幣 0.04 億元（2011 年：港幣 0.03 億元）在《銀行業（資本）規則》內認可爲公營單位。

* Included financial assets at fair value through profit or loss of the Group and the Bank of HK$4 million (2011: HK$18 million) and HK$4 million (2011: HK$3 million) respectively which are eligible to be classified as public sector entities under the Banking (Capital) Rules.

公平值變化計入損益之金融資產分類如下：

Financial assets at fair value through profit or loss are analysed as follows:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
庫券	Treasury bills	**17,210**	14,661	**12,449**	11,253
持有之存款證	Certificates of deposit held	**145**	77	**91**	77
其他公平值變化計入損益之金融資產	Other financial assets at fair value through profit or loss	**9,521**	6,924	**7,075**	4,656
		26,876	21,662	**19,615**	15,986

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

22. 衍生金融工具及對沖會計 22. Derivative financial instruments and hedge accounting

本集團訂立下列匯率、利率、商品及股份權益相關的衍生金融工具合約用作買賣及風險管理之用：

The Group enters into the following exchange rate, interest rate, commodity and equity related derivative financial instrument contracts for trading and risk management purposes:

遠期外匯合約是指於未來某一日期買或賣外幣的承諾。利率期貨是指根據合約按照利率的變化收取或支付一個淨金額的合約，或在交易所管理的金融市場上按約定價格在未來的某一日期買進或賣出利率金融工具的合約。遠期利率合同是經單獨協商而達成的利率期貨合約，要求在未來某一日根據合約利率與市場利率的差異及名義本金的金額進行計算及現金交割。

Currency forwards represent commitments to purchase and sell foreign currency on a future date. Interest rate futures are contractual obligations to receive or pay a net amount based on changes in interest rates or buy or sell interest rate financial instruments on a future date at an agreed price in the financial market under the administration of the stock exchange. Forward rate agreements are individually negotiated interest rate futures that call for a cash settlement at a future date for the difference between a contract rate of interest and the current market rate, based on a notional principal amount.

貨幣、利率及貴金屬掉期是指交換不同現金流量或商品的承諾。掉期的結果是不同貨幣、利率（如固定利率與浮動利率）或貴金屬（如白銀掉期）的交換或以上的所有組合（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。

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, silver 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.

外匯、利率、貴金屬及股份權益期權是指期權的賣方（出讓方）爲買方（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）的一種協定。考慮到外匯和利率風險，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協定的或透過交易所進行（如於交易所進行買賣之期權）。

Foreign currency, interest rate, precious metal and equity 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 and interest rate risk, the seller receives a premium from the purchaser. Options are negotiated over-the-counter (“OTC”) between the Group and its counterparty or traded through the stock exchange (for example, exchange-traded stock option).

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

本集團之衍生金融工具合約／名義合約數額及其公平值詳列於下表。資產負債表日各類型金融工具的合約／名義合約數額僅顯示了於資產負債表日之未完成交易量，而若干金融工具之合約／名義合約數額則提供了一個與資產負債表內所確認的公平值資產或負債的對比基礎。但是，這並不代表所涉及的未來的現金流量或當前的公平值，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、貴金屬價格或股份權益價格的波動，衍生金融工具的估值可能產生對銀行有利（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。

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 sheets. 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, metal prices or equity prices relative to their terms. The aggregate fair values of derivative financial instruments assets and liabilities can fluctuate significantly from time to time.

(a) 衍生金融工具 (a) Derivative financial instruments

本集團進行場外及場內衍生產品交易的主要目的是開展客戶業務。集團敘做的所有對客戶及對同業市場的衍生產品交易均需嚴格遵從本集團的各相關風險管理政策及規定。

The Group trades derivative products (both exchange-traded or OTC) mainly for customer business. The Group strictly follows risk management policies in providing derivative products to our customers and in trading of derivative products in the interbank market.

衍生產品亦應用於管理銀行賬的利率風險，只有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。

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)

22. 衍生金融工具及對沖會計（續） 22. 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／名義合約數額：

The following tables summarise the contract/notional amounts of each class of derivative financial instrument as at 31 December:

		本集團 The Group			
		2012			
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts				
即期、遠期及期貨	Spot, forwards and futures	**270,913**	**-**	**-**	**270,913**
掉期	Swaps	**683,297**	**-**	**-**	**683,297**
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	**4,821**	**-**	**-**	**4,821**
- 賣出期權	- Options written	**9,096**	**-**	**-**	**9,096**
		968,127	**-**	**-**	**968,127**
利率合約	Interest rate contracts				
期貨	Futures	**235**	**-**	**-**	**235**
掉期	Swaps	**284,906**	**46,872**	**8,646**	**340,424**
		285,141	**46,872**	**8,646**	**340,659**
商品合約	Commodity contracts	**20,481**	**-**	**-**	**20,481**
股份權益合約	Equity contracts	**1,507**	**-**	**-**	**1,507**
其他合約	Other contracts	**69**	**-**	**-**	**69**
總計	Total	**1,275,325**	**46,872**	**8,646**	**1,330,843**

不符合採用對沖會計法：爲符合《銀行業（披露）規則》要求，需分別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金融工具。

Not qualified for hedge accounting: derivative transactions 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)

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本集團 The Group			
		2011			
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts				
即期及遠期	Spot and forwards	311,643	-	-	311,643
掉期	Swaps	397,237	-	319	397,556
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	2,595	-	-	2,595
- 賣出期權	- Options written	3,556	-	-	3,556
		715,031	-	319	715,350
利率合約	Interest rate contracts				
期貨	Futures	4,035	-	-	4,035
掉期	Swaps	340,641	34,587	49,359	424,587
利率期權	Interest rate options				
- 買入掉期期權	- Swaptions purchased	1,005	-	-	1,005
- 賣出掉期期權	- Swaptions written	505	-	-	505
		346,186	34,587	49,359	430,132
商品合約	Commodity contracts	13,010	-	-	13,010
股份權益合約	Equity contracts	372	-	-	372
其他合約	Other contracts	82	-	-	82
總計	Total	1,074,681	34,587	49,678	1,158,946

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本銀行 The Bank			
		2012			
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts				
即期、遠期及期貨	Spot, forwards and futures	257,680	-	-	257,680
掉期	Swaps	666,331	-	-	666,331
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	4,821	-	-	4,821
- 賣出期權	- Options written	9,096	-	-	9,096
		937,928	-	-	937,928
利率合約	Interest rate contracts				
期貨	Futures	235	-	-	235
掉期	Swaps	282,350	46,872	7,488	336,710
		282,585	46,872	7,488	336,945
商品合約	Commodity contracts	20,385	-	-	20,385
股份權益合約	Equity contracts	1,470	-	-	1,470
其他合約	Other contracts	65	-	-	65
總計	Total	1,242,433	46,872	7,488	1,296,793

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本銀行 The Bank			
		2011			
		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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts				
即期及遠期	Spot and forwards	299,288	-	-	299,288
掉期	Swaps	387,241	-	319	387,560
外匯交易期權	Foreign currency options				
- 買入期權	- Options purchased	2,577	-	-	2,577
- 賣出期權	- Options written	3,574	-	-	3,574
		692,680	-	319	692,999
利率合約	Interest rate contracts				
期貨	Futures	4,035	-	-	4,035
掉期	Swaps	336,337	34,587	48,198	419,122
利率期權	Interest rate options				
- 買入掉期期權	- Swaptions purchased	1,005	-	-	1,005
- 賣出掉期期權	- Swaptions written	505	-	-	505
		341,882	34,587	48,198	424,667
商品合約	Commodity contracts	12,935	-	-	12,935
股份權益合約	Equity contracts	372	-	-	372
其他合約	Other contracts	77	-	-	77
總計	Total	1,047,946	34,587	48,517	1,131,050

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

22. 衍生金融工具及對沖會計（續） 22. 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 日之公平值：

The following tables summarise the fair values of each class of derivative financial instrument as at 31 December:

		本集團 The Group							
		2012							
		公平值資產 Fair value assets				公平值負債 Fair value liabilities			
		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	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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts								
即期、遠期及期貨	Spot, forwards and futures	17,257	-	-	17,257	(13,001)	-	-	(13,001)
掉期	Swaps	7,538	-	-	7,538	(2,604)	-	-	(2,604)
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	23	-	-	23	-	-	-	-
- 賣出期權	- Options written	-	-	-	-	(28)	-	-	(28)
		24,818	-	-	24,818	(15,633)	-	-	(15,633)
利率合約	Interest rate contracts								
期貨	Futures	1	-	-	1	-	-	-	-
掉期	Swaps	2,231	3,338	24	5,593	(3,157)	(1,693)	(89)	(4,939)
		2,232	3,338	24	5,594	(3,157)	(1,693)	(89)	(4,939)
商品合約	Commodity contracts	818	-	-	818	(488)	-	-	(488)
股份權益合約	Equity contracts	10	-	-	10	(10)	-	-	(10)
總計	Total	27,878	3,338	24	31,240	(19,288)	(1,693)	(89)	(21,070)

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本集團 The Group							
		2011							
		公平值資產 Fair value assets				公平值負債 Fair value liabilities			
		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	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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts								
即期及遠期	Spot and forwards	18,488	-	-	18,488	(13,804)	-	-	(13,804)
掉期	Swaps	1,603	-	-	1,603	(1,592)	-	(2)	(1,594)
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	18	-	-	18	-	-	-	-
- 賣出期權	- Options written	-	-	-	-	(23)	-	-	(23)
		20,109	-	-	20,109	(15,419)	-	(2)	(15,421)
利率合約	Interest rate contracts								
期貨	Futures	1	-	-	1	(1)	-	-	(1)
掉期	Swaps	2,695	2,946	-	5,641	(4,688)	(1,110)	(128)	(5,926)
利率期權	Interest rate options								
- 買入掉期期權	- Swaptions purchased	1	-	-	1	-	-	-	-
- 賣出掉期期權	- Swaptions written	-	-	-	-	(5)	-	-	(5)
		2,697	2,946	-	5,643	(4,694)	(1,110)	(128)	(5,932)
商品合約	Commodity contracts	961	-	-	961	(717)	-	-	(717)
股份權益合約	Equity contracts	2	-	-	2	(2)	-	-	(2)
總計	Total	23,769	2,946	-	26,715	(20,832)	(1,110)	(130)	(22,072)

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本銀行 The Bank 2012							
		公平值資產 Fair value assets				公平值負債 Fair value liabilities			
		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	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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts								
即期、遠期及期貨	Spot, forwards and futures	16,444	-	-	16,444	(12,646)	-	-	(12,646)
掉期	Swaps	7,396	-	-	7,396	(2,589)	-	-	(2,589)
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	23	-	-	23	-	-	-	-
- 賣出期權	- Options written	-	-	-	-	(28)	-	-	(28)
		23,863	-	-	23,863	(15,263)	-	-	(15,263)
利率合約	Interest rate contracts								
期貨	Futures	1	-	-	1	-	-	-	-
掉期	Swaps	2,261	3,338	24	5,623	(3,100)	(1,693)	-	(4,793)
		2,262	3,338	24	5,624	(3,100)	(1,693)	-	(4,793)
商品合約	Commodity contracts	815	-	-	815	(488)	-	-	(488)
股份權益合約	Equity contracts	10	-	-	10	(10)	-	-	(10)
總計	Total	26,950	3,338	24	30,312	(18,861)	(1,693)	-	(20,554)

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

		本銀行 The Bank 2011							
		公平值資產 Fair value assets				公平值負債 Fair value liabilities			
		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	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
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts								
即期及遠期	Spot and forwards	17,486	-	-	17,486	(13,348)	-	-	(13,348)
掉期	Swaps	1,601	-	-	1,601	(1,553)	-	(2)	(1,555)
外匯交易期權	Foreign currency options								
- 買入期權	- Options purchased	18	-	-	18	-	-	-	-
- 賣出期權	- Options written	-	-	-	-	(23)	-	-	(23)
		19,105	-	-	19,105	(14,924)	-	(2)	(14,926)
利率合約	Interest rate contracts								
期貨	Futures	1	-	-	1	(1)	-	-	(1)
掉期	Swaps	2,720	2,946	-	5,666	(4,605)	(1,110)	(17)	(5,732)
利率期權	Interest rate options								
- 買入掉期期權	- Swaptions purchased	1	-	-	1	-	-	-	-
- 賣出掉期期權	- Swaptions written	-	-	-	-	(5)	-	-	(5)
		2,722	2,946	-	5,668	(4,611)	(1,110)	(17)	(5,738)
商品合約	Commodity contracts	958	-	-	958	(717)	-	-	(717)
股份權益合約	Equity contracts	2	-	-	2	(2)	-	-	(2)
總計	Total	22,787	2,946	-	25,733	(20,254)	(1,110)	(19)	(21,383)

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

上述衍生金融工具之信貸風險加權數額如下：

The credit risk weighted amounts of the above derivative financial instruments are as follows:

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts		
遠期	Forwards	**462**	1,489
掉期	Swaps	**3,607**	1,183
外匯交易期權	Foreign currency options		
- 買入期權	- Options purchased	**10**	2
利率合約	Interest rate contracts		
掉期	Swaps	**913**	1,733
商品合約	Commodity contracts	**6**	14
股份權益合約	Equity contracts	**38**	5
		5,036	4,426

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
匯率合約	Exchange rate contracts		
遠期	Forwards	**316**	1,032
掉期	Swaps	**3,535**	1,168
外匯交易期權	Foreign currency options		
- 買入期權	- Options purchased	**10**	2
利率合約	Interest rate contracts		
掉期	Swaps	**898**	1,726
商品合約	Commodity contracts	**3**	14
股份權益合約	Equity contracts	**38**	5
		4,800	3,947

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(a) 衍生金融工具（續） (a) Derivative financial instruments (continued)

信貸風險加權數額是根據《銀行業（資本）規則》計算。該數額與交易對手之情況及各類合約之期限特徵有關。

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.

衍生金融工具之公平值或信貸風險加權數額並沒有受有效雙邊淨額結算協議所影響。

There is no effect of valid bilateral netting agreement on the fair values or the credit risk weighted amounts of the derivative financial instruments.

(b) 對沖會計 (b) Hedge accounting

界定爲對沖工具之衍生金融工具於 12 月 31 日的公平值如下：

The fair values of derivative financial instruments designated as hedging instruments as at 31 December are as follows:

		本集團及本銀行 The Group and the Bank			
		2012		2011	
		資產 Assets	**負債 Liabilities**	資產 Assets	負債 Liabilities
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
公平值對沖	Fair value hedges	**3,338**	**(1,693)**	2,946	(1,110)

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

22. 衍生金融工具及對沖會計（續） 22. Derivative financial instruments and hedge accounting (continued)

(b) 對沖會計（續） (b) Hedge accounting (continued)

(i) 公平值對沖 (i) Fair value hedges

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及負債公平值變動。

The Group uses interest rate swaps to hedge against change in fair value of financial assets and liabilities arising from movements in market interest rates.

公平值對沖於年內反映於淨交易性收益中之收益或虧損如下：

Gains or losses on fair value hedges reflected in net trading gain for the year are as follows:

		本集團及本銀行 The Group and the Bank			
		2012		2011	
		被對沖資產 Hedged assets	**被對沖負債 Hedged liabilities**	被對沖資產 Hedged assets	被對沖負債 Hedged liabilities
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
淨（虧損）／收益	Net (loss)/gain				
- 對沖工具	- hedging instruments	**(110)**	**590**	(634)	2,064
- 被對沖項目	- hedged items	**86**	**(426)**	589	(2,066)
		(24)	**164**	(45)	(2)

(ii) 海外運作淨投資對沖 (ii) Hedges of net investments in foreign operations

於 2012 年 12 月 31 日，本集團以部分人民幣計值的客戶存款合共港幣 18.34 億元（2011 年：港幣 26.42 億元）界定爲對沖海外運作淨投資之對沖工具。

As at 31 December 2012, a proportion of the Group's RMB-denominated deposits from customers of HK$1,834 million (2011: HK$2,642 million) are designated as a hedging instrument to hedge against the net investments in foreign operations.

於年內並沒有無效部分之收益或虧損於收益表內確認（2011 年：無）。

There are no gains or losses on ineffective portion recognised in the income statement during the year (2011: Nil).

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

23. 貸款及其他賬項 23. Advances and other accounts

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
個人貸款	Personal loans and advances	**238,647**	215,670	**202,861**	179,101
公司貸款	Corporate loans and advances	**539,562**	483,664	**416,813**	373,276
客戶貸款*	Advances to customers*	**778,209**	699,334	**619,674**	552,377
貸款減值準備	Loan impairment allowances				
- 按個別評估	- Individually assessed	**(736)**	(259)	**(467)**	(171)
- 按組合評估	- Collectively assessed	**(2,969)**	(2,571)	**(1,851)**	(1,725)
		774,504	696,504	**617,356**	550,481
貿易票據	Trade bills	**45,180**	56,506	**34,892**	40,811
銀行及其他金融機構貸款	Advances to banks and other financial institutions	**-**	2,174	**-**	1,629
總計	Total	**819,684**	755,184	**652,248**	592,921

於 2012 年 12 月 31 日，本集團及本銀行之客戶貸款包括應計利息分別爲港幣 14.34 億元（2011 年：港幣 13.05 億元）及港幣 8.60 億元（2011 年：港幣 6.97 億元）。

As at 31 December 2012, advances to customers of the Group and the Bank included accrued interest of HK$1,434 million (2011: HK$1,305 million) and HK$860 million (2011: HK$697 million) respectively.

於 2012 年 12 月 31 日及 2011 年 12 月 31 日，對貿易票據和銀行及其他金融機構貸款並無作出任何貸款減值準備。

As at 31 December 2012 and 2011, no impairment allowance was made in respect of trade bills and advances to banks and other financial institutions.

* 包括本集團及本銀行之港元客戶貸款分別爲港幣 5,205.96 億元（2011 年：港幣 4,708.53 億元）及港幣 4,364.03 億元（2011 年：港幣 3,907.64 億元）及美元客戶貸款折合港幣 1,770.19 億元（2011 年：港幣 1,798.88 億元）及港幣 1,435.83 億元（2011 年：港幣 1,399.96 億元）。

* Included advances to customers of the Group and the Bank denominated in HK dollars of HK$520,596 million (2011: HK$470,853 million) and HK$436,403 million (2011: HK$390,764 million) and US dollars equivalent to HK$177,019 million (2011: HK$179,888 million) and HK$143,583 million (2011: HK$139,996 million) respectively.

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

24. 貸款減值準備 24. Loan impairment allowances

		本集團 The Group		
		2012		
		按個別評估 Individual assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**28**	**231**	**259**
於收益表（撥回）／撥備（附註 10）	(Credited)/charged to income statement (Note 10)	**(16)**	**294**	**278**
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	**(3)**	**(23)**	**(26)**
收回已撇銷賬項	Recoveries	**17**	**217**	**234**
折現減值準備回撥	Unwind of discount on impairment allowances	**-**	**(10)**	**(10)**
匯兌差額	Exchange difference	**-**	**1**	**1**
於 2012 年 12 月 31 日	At 31 December 2012	**26**	**710**	**736**

		本集團 The Group		
		2012		
		按組合評估 Collective assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**237**	**2,334**	**2,571**
於收益表撥備（附註 10）	Charged to income statement (Note 10)	**213**	**363**	**576**
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	**(211)**	**(1)**	**(212)**
收回已撇銷賬項	Recoveries	**30**	**-**	**30**
匯兌差額	Exchange difference	**-**	**4**	**4**
於 2012 年 12 月 31 日	At 31 December 2012	**269**	**2,700**	**2,969**

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

24. 貸款減值準備（續） 24. Loan impairment allowances (continued)

		本集團 The Group		
		2011		
		按個別評估 Individual assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	23	303	326
於收益表撥回（附註 10）	Credited to income statement (Note 10)	(2)	(313)	(315)
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	(7)	(71)	(78)
收回已撇銷賬項	Recoveries	14	313	327
折現減值準備回撥	Unwind of discount on impairment allowances	-	(3)	(3)
匯兌差額	Exchange difference	-	2	2
於 2011 年 12 月 31 日	At 31 December 2011	28	231	259

		本集團 The Group		
		2011		
		按組合評估 Collective assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	186	1,799	1,985
於收益表撥備（附註 10）	Charged to income statement (Note 10)	167	527	694
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	(142)	(1)	(143)
收回已撇銷賬項	Recoveries	26	-	26
匯兌差額	Exchange difference	-	9	9
於 2011 年 12 月 31 日	At 31 December 2011	237	2,334	2,571

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

24. 貸款減值準備（續） 24. Loan impairment allowances (continued)

		本銀行 The Bank		
		2012		
		按個別評估 Individual assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**22**	**149**	**171**
於收益表（撥回）／撥備	(Credited)/charged to income statement	**(18)**	**111**	**93**
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	**(2)**	**(10)**	**(12)**
收回已撇銷賬項	Recoveries	**16**	**202**	**218**
折現減值準備回撥	Unwind of discount on impairment allowances	**-**	**(3)**	**(3)**
於 2012 年 12 月 31 日	At 31 December 2012	**18**	**449**	**467**

		本銀行 The Bank		
		2012		
		按組合評估 Collective assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**112**	**1,613**	**1,725**
於收益表撥備	Charged to income statement	**102**	**95**	**197**
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	**(71)**	**-**	**(71)**
於 2012 年 12 月 31 日	At 31 December 2012	**143**	**1,708**	**1,851**

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

24. 貸款減值準備（續） 24. Loan impairment allowances (continued)

		本銀行 The Bank		
		2011		
		按個別評估 Individual assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	20	198	218
於收益表撥回	Credited to income statement	-	(308)	(308)
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	(7)	(35)	(42)
收回已撇銷賬項	Recoveries	9	296	305
折現減值準備回撥	Unwind of discount on impairment allowances	-	(2)	(2)
於 2011 年 12 月 31 日	At 31 December 2011	22	149	171

		本銀行 The Bank		
		2011		
		按組合評估 Collective assessment		
		個人 Personal	公司 Corporate	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	91	1,226	1,317
於收益表撥備	Charged to income statement	31	387	418
年內撇銷之未收回貸款	Loans written off during the year as uncollectible	(10)	-	(10)
於 2011 年 12 月 31 日	At 31 December 2011	112	1,613	1,725

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

25. 證券投資 25. Investment in securities

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
(a) 可供出售證券	**(a) Available-for-sale securities**				
債務證券，按公平值入賬	Debt securities, at fair value				
- 於香港上市	- Listed in Hong Kong	**20,252**	9,614	**17,127**	8,212
- 於香港以外上市	- Listed outside Hong Kong	**101,340**	98,176	**95,211**	93,140
		121,592	107,790	**112,338**	101,352
- 非上市	- Unlisted	**313,931**	195,634	**281,463**	175,833
		435,523	303,424	**393,801**	277,185
股份證券，按公平值入賬	Equity securities, at fair value				
- 非上市	- Unlisted	**1,043**	747	**140**	125
		436,566	304,171	**393,941**	277,310
(b) 持有至到期日證券	**(b) Held-to-maturity securities**				
上市，按攤銷成本入賬	Listed, at amortised cost				
- 於香港上市	- in Hong Kong	**948**	1,164	**709**	921
- 於香港以外上市	- outside Hong Kong	**4,206**	10,284	**4,177**	9,817
		5,154	11,448	**4,886**	10,738
非上市，按攤銷成本入賬	Unlisted, at amortised cost	**8,199**	35,804	**5,487**	33,120
		13,353	47,252	**10,373**	43,858
減值準備	Impairment allowances	**(9)**	(25)	**(9)**	(25)
		13,344	47,227	**10,364**	43,833
(c) 貸款及應收款	**(c) Loans and receivables**				
非上市，按攤銷成本入賬	Unlisted, at amortised cost	**9,234**	6,673	**8,077**	4,640
總計	**Total**	**459,144**	358,071	**412,382**	325,783
持有至到期日之上市證券市值	Market value of listed held-to-maturity securities	**5,218**	11,390	**4,953**	10,685

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

25. 證券投資（續） 25. Investment in securities (continued)

證券投資按發行機構之分類如下：

Investment in securities is analysed by type of issuer as follows:

		本集團 The Group			
		2012			
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
官方實體	Sovereigns	**151,894**	**1,711**	**-**	**153,605**
公營單位*	Public sector entities*	**39,913**	**1,278**	**-**	**41,191**
銀行及其他金融機構	Banks and other financial institutions	**205,426**	**9,294**	**8,077**	**222,797**
公司企業	Corporate entities	**39,333**	**1,061**	**1,157**	**41,551**
		436,566	**13,344**	**9,234**	**459,144**

		本集團 The Group			
		2011			
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
官方實體	Sovereigns	104,671	19,261	-	123,932
公營單位*	Public sector entities*	36,441	5,784	-	42,225
銀行及其他金融機構	Banks and other financial institutions	141,551	19,819	6,673	168,043
公司企業	Corporate entities	21,508	2,363	-	23,871
		304,171	47,227	6,673	358,071

* 包括在可供出售證券港幣209.74億元（2011年：港幣207.46億元）及持有至到期日證券港幣2.48億元（2011年：港幣2.63億元）在《銀行業（資本）規則》內認可爲公營單位。

* Included available-for-sale securities of HK$20,974 million (2011: HK$20,746 million) and held-to-maturity securities of HK$248 million (2011: HK$263 million) which are eligible to be classified as public sector entities under the Banking (Capital) Rules.

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

25. 證券投資（續） 25. Investment in securities (continued)

		本銀行 The Bank 2012			
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
官方實體	Sovereigns	**137,185**	**826**	**-**	**138,011**
公營單位**	Public sector entities**	**39,406**	**1,278**	**-**	**40,684**
銀行及其他金融機構	Banks and other financial institutions	**186,452**	**7,561**	**8,077**	**202,090**
公司企業	Corporate entities	**30,898**	**699**	**-**	**31,597**
		393,941	**10,364**	**8,077**	**412,382**

		本銀行 The Bank 2011			
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
官方實體	Sovereigns	96,432	18,281	-	114,713
公營單位**	Public sector entities**	36,265	5,784	-	42,049
銀行及其他金融機構	Banks and other financial institutions	128,590	18,051	4,640	151,281
公司企業	Corporate entities	16,023	1,717	-	17,740
		277,310	43,833	4,640	325,783

** 包括在可供出售證券港幣204.67億元（2011年：港幣205.70億元）及持有至到期日證券港幣2.48億元（2011年：港幣2.63億元）在《銀行業（資本）規則》內認可爲公營單位。

** Included available-for-sale securities of HK$20,467 million (2011: HK$20,570 million) and held-to-maturity securities of HK$248 million (2011: HK$263 million) which are eligible to be classified as public sector entities under the Banking (Capital) Rules.

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

25. 證券投資（續） 25. Investment in securities (continued)

證券投資之變動概述如下： The movements in investment in securities are summarised as follows:

		本集團 The Group		
		2012		
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**304,171**	**47,227**	**6,673**
增加	Additions	**855,829**	**12,625**	**16,446**
處置、贖回及到期	Disposals, redemptions and maturity	**(723,611)**	**(46,239)**	**(14,146)**
攤銷	Amortisation	**283**	**(183)**	**90**
公平值變化	Change in fair value	**4,599**	**-**	**-**
減值準備淨撥回（附註 10）	Net reversal of impairment allowances (Note 10)	**-**	**14**	**-**
匯兌差額	Exchange difference	**(4,705)**	**(100)**	**171**
於 2012 年 12 月 31 日	At 31 December 2012	**436,566**	**13,344**	**9,234**

		本集團 The Group		
		2011		
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	277,543	51,016	15,356
增加	Additions	542,386	43,610	18,861
處置、贖回及到期	Disposals, redemptions and maturity	(516,976)	(48,524)	(26,852)
攤銷	Amortisation	(671)	250	127
公平值變化	Change in fair value	427	-	-
減值準備淨撥回（附註 10）	Net reversal of impairment allowances (Note 10)	-	12	-
匯兌差額	Exchange difference	1,462	863	(819)
於 2011 年 12 月 31 日	At 31 December 2011	304,171	47,227	6,673

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

25. 證券投資（續） 25. Investment in securities (continued)

		本銀行 The Bank		
		2012		
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日	At 1 January 2012	**277,310**	**43,833**	**4,640**
增加	Additions	**721,570**	**2,265**	**15,079**
處置、贖回及到期	Disposals, redemptions and maturity	**(604,299)**	**(35,439)**	**(11,837)**
攤銷	Amortisation	**228**	**(179)**	**75**
公平值變化	Change in fair value	**3,994**	**-**	**-**
減值準備淨撥回	Net reversal of impairment allowances	**-**	**14**	**-**
匯兌差額	Exchange difference	**(4,862)**	**(130)**	**120**
於 2012 年 12 月 31 日	At 31 December 2012	**393,941**	**10,364**	**8,077**

		本銀行 The Bank		
		2011		
		可供出售證券 Available-for-sale securities	持有至到期日證券 Held-to-maturity securities	貸款及應收款 Loans and receivables
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	251,261	46,659	14,301
增加	Additions	359,519	35,790	14,676
處置、贖回及到期	Disposals, redemptions and maturity	(334,293)	(39,763)	(23,770)
攤銷	Amortisation	(701)	266	89
公平值變化	Change in fair value	224	-	-
減值準備淨撥回	Net reversal of impairment allowances	-	9	-
匯兌差額	Exchange difference	1,300	872	(656)
於 2011 年 12 月 31 日	At 31 December 2011	277,310	43,833	4,640

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

25. 證券投資（續） 25. Investment in securities (continued)

可供出售及持有至到期日證券分類如下：

Available-for-sale and held-to-maturity securities are analysed as follows:

		本集團 The Group			
		可供出售證券 Available-for-sale securities		持有至到期日證券 Held-to-maturity securities	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
庫券	Treasury bills	**115,637**	72,906	**885**	6,195
持有之存款證	Certificates of deposit held	**70,754**	26,689	**874**	3,044
其他	Others	**250,175**	204,576	**11,585**	37,988
		436,566	304,171	**13,344**	47,227

		本銀行 The Bank			
		可供出售證券 Available-for-sale securities		持有至到期日證券 Held-to-maturity securities	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
庫券	Treasury bills	**101,952**	64,891	**-**	5,215
持有之存款證	Certificates of deposit held	**63,727**	25,159	**-**	2,295
其他	Others	**228,262**	187,260	**10,364**	36,323
		393,941	277,310	**10,364**	43,833

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

25. 證券投資（續） 25. Investment in securities (continued)

持有至到期日證券之減值準備變動概述如下：

The movements in impairment allowances on held-to-maturity securities are summarised as follows:

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 1 月 1 日	At 1 January	**25**	49
於收益表撥回（附註 10）	Credited to income statement (Note 10)	**(14)**	(12)
處置	Disposals	**(2)**	(12)
於 12 月 31 日	At 31 December	**9**	25

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 1 月 1 日	At 1 January	**25**	46
於收益表撥回	Credited to income statement	**(14)**	(9)
處置	Disposals	**(2)**	(12)
於 12 月 31 日	At 31 December	**9**	25

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

26. 附屬公司權益 26. Interests in subsidiaries

		本銀行 The Bank	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
非上市股份，按成本值入賬	Unlisted shares, at cost	**14,518**	14,451
應收附屬公司款項	Amounts due from subsidiaries	**29**	10
		14,547	14,461

本銀行所有直接及間接之附屬公司詳情載於本年報附錄「本銀行之附屬公司」。於2012年12月31日之主要附屬公司呈列如下：

The particulars of all direct and indirect subsidiaries of the Bank are set out in the Appendix of this Annual Report, "Subsidiaries of the Bank". The following is a list of principal subsidiaries as at 31 December 2012:

名稱 Name	**註冊及營業地點 Place of incorporation and operation**	**已發行股本 Particulars of issued share capital**	**持有權益 Interest held**	**主要業務 Principal activities**
南洋商業銀行有限公司 Nanyang Commercial Bank, Limited	香港 Hong Kong	7,000,000 普通股每股面值港幣 100 元 7,000,000 ordinary shares of HK$100 each	100%	銀行業務 Banking business
集友銀行有限公司 Chiyu Banking Corporation Limited	香港 Hong Kong	3,000,000 普通股每股面值港幣 100 元 3,000,000 ordinary shares of HK$100 each	70.49%	銀行業務 Banking business
中銀信用卡（國際）有限公司 BOC Credit Card (International) Limited	香港 Hong Kong	4,800,000 普通股每股面值港幣 100 元 4,800,000 ordinary shares of HK$100 each	100%	信用卡服務 Credit card services
寶生期貨有限公司 Po Sang Futures Limited	香港 Hong Kong	950,000 普通股每股面值港幣 100 元 950,000 ordinary shares of HK$100 each	*100%	證券及期貨業務 Securities and futures brokerage
南洋商業銀行（中國）有限公司 Nanyang Commercial Bank (China), Limited	中國 PRC	註冊資本 6,500,000,000 人民幣 Registered capital RMB6,500,000,000	*100%	銀行業務 Banking business

* 本銀行間接持有股份 * Shares held indirectly by the Bank

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

27. 聯營公司權益 27. Interests in associates

		本集團 The Group	
		2012	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 1 月 1 日	At 1 January	**234**	212
應佔盈利	Share of result	**35**	28
應佔稅項	Share of tax	**(8)**	(5)
已收股息	Dividend received	**(2)**	(1)
於 12 月 31 日	At 31 December	**259**	234

於 2012 年 12 月 31 日，本銀行持有港幣 8 百萬元（2011 年：港幣 8 百萬元）非上市聯營公司之股票，並無作出任何減值撥備（2011 年：無）。

As at 31 December 2012, the Bank held HK$8 million (2011: HK$8 million) of unlisted shares in its associate with no provision for impairment in value (2011: Nil).

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

27. 聯營公司權益（續） 27. Interests in associates (continued)

本集團之聯營公司均爲非上市公司，呈列如下：

The Group's interests in its associates, all of which are unlisted, are as follows:

名稱 Name	銀聯通寶有限公司 Joint Electronic Teller Services Limited	中銀金融商務有限公司 BOC Services Company Limited	中銀通支付商務有限公司 BOC Expresspay Company Limited
註冊地點 Place of incorporation	香港 Hong Kong	中國 PRC	中國 PRC
已發行股本／註冊資本 Particulars of issued share capital/registered capital	100,238 普通股 每股面值 港幣 100 元 100,238 ordinary shares of HK$100 each	註冊資本 人民幣 50,000,000 元 Registered capital RMB50,000,000	註冊資本 人民幣 450,000,000 元 Registered capital RMB450,000,000
主要業務 Principal activities	爲自動櫃員機服務提供銀行私人訊息轉換網絡 Operation of a private inter-bank message switching network in respect of ATM services	信用卡後台服務支援 Credit card back-end service support	預付支付卡服務 Prepay debit card services

	2012 港幣千元 HK$'000	2011 港幣千元 HK$'000	2012 港幣千元 HK$'000	2011 港幣千元 HK$'000	2012 港幣千元 HK$'000	2011 港幣千元 HK$'000
資產 Assets	**375,120**	377,539	**347,288**	272,540	**1,775,491**	3,083,539
負債 Liabilities	**74,411**	75,644	**192,258**	160,334	**1,210,013**	2,536,960
收入 Revenues	**73,040**	70,075	**858,809**	827,296	**64,194**	36,220
除稅後溢利 Profit after taxation	**26,833**	27,677	**44,650**	28,270	**19,134**	22,594
	2012	2011	**2012**	2011	**2012**	2011
持有權益 Interest held	**19.96%**	19.96%	**45.00%**	45.00%	**25.33%**	25.33%

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

28. 投資物業 28. Investment properties

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
於 1 月 1 日	At 1 January	**12,441**	10,342	**11,977**	9,681
增置	Additions	**2**	14	**2**	1
由附屬公司轉入	Transfer from subsidiaries	**-**	-	**125**	276
出售	Disposals	**(62)**	(25)	**(62)**	(19)
公平值收益（附註 12）	Fair value gains (Note 12)	**1,885**	2,200	**1,778**	2,097
重新分類轉自／（轉至）物業、器材及設備（附註 29）	Reclassification from/(to) properties, plant and equipment (Note 29)	**98**	(92)	**84**	(59)
匯兌差額	Exchange difference	**-**	2	**-**	-
於 12 月 31 日	At 31 December	**14,364**	12,441	**13,904**	11,977

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:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
在香港持有	Held in Hong Kong				
長期租約（超過 50 年）	On long-term lease (over 50 years)	**2,754**	2,261	**2,395**	1,856
中期租約（10 年至 50 年）	On medium-term lease (10 – 50 years)	**11,361**	9,944	**11,333**	9,955
在香港以外持有	Held outside Hong Kong				
長期租約（超過 50 年）	On long-term lease (over 50 years)	**-**	2	**-**	-
中期租約（10 年至 50 年）	On medium-term lease (10 – 50 years)	**249**	234	**176**	166
		14,364	12,441	**13,904**	11,977

於 2012 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第一太平戴維斯估值及專業顧問有限公司於 2012 年 12 月 31 日以公平值爲基準所進行之專業估值。公平值指在進行適當之推銷後，自願買方與自願賣方於估值日按公平原則並在知情、審慎及非強迫之情況下買賣資產之估計金額。

As at 31 December 2012, investment properties are included in the balance sheets at valuation carried out at 31 December 2012 on the basis of their fair value by an independent firm of chartered surveyors, Savills Valuation and Professional Services Limited. The fair value represents the estimated amount at which the asset should be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

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

29. 物業、器材及設備 29. Properties, plant and equipment

		本集團 The Group		
		房產 Premises	設備、固定設施及裝備 Equipment, fixtures and fittings	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日之賬面淨值	Net book value at 1 January 2012	**37,049**	**2,566**	**39,615**
增置	Additions	**358**	**672**	**1,030**
出售	Disposals	**(147)**	**(9)**	**(156)**
重估	Revaluation	**9,792**	**-**	**9,792**
年度折舊（附註 11）	Depreciation for the year (Note 11)	**(778)**	**(708)**	**(1,486)**
重新分類轉至投資物業（附註 28）	Reclassification to investment properties (Note 28)	**(98)**	**-**	**(98)**
匯兌差額	Exchange difference	**2**	**1**	**3**
於 2012 年 12 月 31 日之賬面淨值	Net book value at 31 December 2012	**46,178**	**2,522**	**48,700**
於 2012 年 12 月 31 日	At 31 December 2012			
成本值或估值	Cost or valuation	**46,178**	**7,714**	**53,892**
累計折舊及減值	Accumulated depreciation and impairment	**-**	**(5,192)**	**(5,192)**
於 2012 年 12 月 31 日之賬面淨值	Net book value at 31 December 2012	**46,178**	**2,522**	**48,700**
於 2011 年 1 月 1 日之賬面淨值	Net book value at 1 January 2011	28,581	2,451	31,032
增置	Additions	83	804	887
出售	Disposals	(95)	(33)	(128)
重估	Revaluation	8,989	-	8,989
年度折舊（附註 11）	Depreciation for the year (Note 11)	(610)	(662)	(1,272)
重新分類轉自投資物業（附註 28）	Reclassification from investment properties (Note 28)	92	-	92
匯兌差額	Exchange difference	9	6	15
於 2011 年 12 月 31 日之賬面淨值	Net book value at 31 December 2011	37,049	2,566	39,615
於 2011 年 12 月 31 日	At 31 December 2011			
成本值或估值	Cost or valuation	37,049	7,347	44,396
累計折舊及減值	Accumulated depreciation and impairment	-	(4,781)	(4,781)
於 2011 年 12 月 31 日之賬面淨值	Net book value at 31 December 2011	37,049	2,566	39,615

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

29. 物業、器材及設備（續） 29. Properties, plant and equipment (continued)

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:

		本集團 The Group		
		房產 Premises	**設備、固定設施及裝備 Equipment, fixtures and fittings**	**總計 Total**
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**
於 2012 年 12 月 31 日	At 31 December 2012			
按成本值	At cost	**-**	**7,714**	**7,714**
按估值	At valuation	**46,178**	**-**	**46,178**
		46,178	**7,714**	**53,892**
於 2011 年 12 月 31 日	At 31 December 2011			
按成本值	At cost	-	7,347	7,347
按估值	At valuation	37,049	-	37,049
		37,049	7,347	44,396

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

29. 物業、器材及設備（續） 29. Properties, plant and equipment (continued)

		本銀行 The Bank		
		房產 Premises	設備、固定設施及裝備 Equipment, fixtures and fittings	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2012 年 1 月 1 日之賬面淨值	Net book value at 1 January 2012	**30,908**	**2,122**	**33,030**
增置	Additions	**48**	**497**	**545**
出售	Disposals	**(43)**	**(4)**	**(47)**
重估	Revaluation	**7,952**	**-**	**7,952**
年度折舊	Depreciation for the year	**(678)**	**(575)**	**(1,253)**
重新分類轉至投資物業（附註 28）	Reclassification to investment properties (Note 28)	**(84)**	**-**	**(84)**
於 2012 年 12 月 31 日之賬面淨值	Net book value at 31 December 2012	**38,103**	**2,040**	**40,143**
於 2012 年 12 月 31 日	At 31 December 2012			
成本值或估值	Cost or valuation	**38,103**	**6,534**	**44,637**
累計折舊及減值	Accumulated depreciation and impairment	**-**	**(4,494)**	**(4,494)**
於 2012 年 12 月 31 日之賬面淨值	Net book value at 31 December 2012	**38,103**	**2,040**	**40,143**
於 2011 年 1 月 1 日之賬面淨值	Net book value at 1 January 2011	21,931	2,124	24,055
增置	Additions	54	583	637
由附屬公司轉入	Transfer from subsidiaries	2,015	-	2,015
出售	Disposals	-	(17)	(17)
重估	Revaluation	7,365	-	7,365
年度折舊	Depreciation for the year	(516)	(568)	(1,084)
重新分類轉自投資物業（附註 28）	Reclassification from investment properties (Note 28)	59	-	59
於 2011 年 12 月 31 日之賬面淨值	Net book value at 31 December 2011	30,908	2,122	33,030
於 2011 年 12 月 31 日	At 31 December 2011			
成本值或估值	Cost or valuation	30,908	6,304	37,212
累計折舊及減值	Accumulated depreciation and impairment	-	(4,182)	(4,182)
於 2011 年 12 月 31 日之賬面淨值	Net book value at 31 December 2011	30,908	2,122	33,030

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

29. 物業、器材及設備（續） 29. Properties, plant and equipment (continued)

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:

		本銀行 The Bank		
		房產 Premises	**設備、固定設施及裝備 Equipment, fixtures and fittings**	**總計 Total**
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**
於 2012 年 12 月 31 日	At 31 December 2012			
按成本值	At cost	**-**	**6,534**	**6,534**
按估值	At valuation	**38,103**	**-**	**38,103**
		38,103	**6,534**	**44,637**
於 2011 年 12 月 31 日	At 31 December 2011			
按成本值	At cost	-	6,304	6,304
按估值	At valuation	30,908	-	30,908
		30,908	6,304	37,212

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:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
在香港持有	Held in Hong Kong				
長期租約（超過 50 年）	On long-term lease (over 50 years)	**16,913**	12,792	**11,377**	8,799
中期租約（10 年至 50 年）	On medium-term lease (10 – 50 years)	**28,547**	23,819	**26,726**	22,109
在香港以外持有	Held outside Hong Kong				
長期租約（超過 50 年）	On long-term lease (over 50 years)	**65**	102	**-**	-
中期租約（10 年至 50 年）	On medium-term lease (10 – 50 years)	**632**	321	**-**	-
短期租約（少於 10 年）	On short-term lease (less than 10 years)	**21**	15	**-**	-
		46,178	37,049	**38,103**	30,908

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

29. 物業、器材及設備（續） 29. Properties, plant and equipment (continued)

於 2012 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第一太平戴維斯估值及專業顧問有限公司於 2012 年 12 月 31 日以公平值爲基準所進行之專業估值。公平值指在進行適當之推銷後，自願買方與自願賣方於估值日按公平原則並在知情、審慎及非強迫之情況下買賣資產之估計金額。

As at 31 December 2012, premises are included in the balance sheets at valuation carried out at 31 December 2012 on the basis of their fair value by an independent firm of chartered surveyors, Savills Valuation and Professional Services Limited. The fair value represents the estimated amount at which the asset should be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion.

根據上述之重估結果，本集團及本銀行之房產估值變動已分別於本集團及本銀行之房產重估儲備、收益表及非控制權益確認如下：

As a result of the above-mentioned revaluations, changes in value of the Group's and the Bank's premises were recognised in the Group's and the Bank's premises revaluation reserve, the income statement and non-controlling interests respectively as follows:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
貸記房產重估儲備之重估增值	Increase in valuation credited to premises revaluation reserve	**9,718**	8,918	**7,951**	7,364
（借記）／貸記收益表之重估（減值）／增值（附註 13）	(Decrease)/increase in valuation (charged)/ credited to income statement (Note 13)	**(4)**	-	**1**	1
貸記非控制權益之重估增值	Increase in valuation credited to non-controlling interests	**78**	71	**-**	-
		9,792	8,989	**7,952**	7,365

於 2012 年 12 月 31 日，假若房產按成本值扣減累計折舊及減值損失列賬，本集團及本銀行之資產負債表內之房產賬面淨值應分別爲港幣 69.04 億元（2011 年：港幣 66.66 億元）及港幣 72.59 億元（2011 年：港幣 73.48 億元）。

As at 31 December 2012, the net book value of premises that would have been included in the Group's and the Bank's balance sheet had the assets been carried at cost less accumulated depreciation and impairment losses was HK$6,904 million (2011: HK$6,666 million) and HK$7,259 million (2011: HK$7,348 million) respectively.

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

30. 其他資產 30. Other assets

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
收回資產	Repossessed assets	**18**	13	**-**	12
貴金屬	Precious metals	**6,610**	5,260	**6,610**	5,260
應收賬項及預付費用	Accounts receivable and prepayments	**15,303**	11,072	**13,146**	10,838
		21,931	16,345	**19,756**	16,110

31. 香港特別行政區流通紙幣 31. Hong Kong SAR currency notes in circulation

香港特別行政區流通紙幣由持有之香港特別行政區政府負債證明書之存款基金作擔保。

The Hong Kong SAR currency notes in circulation are secured by deposit of funds in respect of which the Hong Kong SAR Government certificates of indebtedness are held.

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

32. 公平值變化計入損益之金融負債 32. Financial liabilities at fair value through profit or loss

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
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	**17,331**	2,598	**12,356**	1,520
界定爲以公平值變化計入損益之金融負債	Financial liabilities designated at fair value through profit or loss				
- 結構性存款（附註 33）	- Structured deposits (Note 33)	**2,841**	639	**2,841**	639
		20,172	3,237	**15,197**	2,159

2012 年 12 月 31 日界定爲以公平值變化計入損益之金融負債的賬面值比本集團及本銀行於到期日約定支付予持有人之金額多港幣 1 百萬元（2011 年：港幣 1 百萬元）。由自有的信貸風險變化引致公平值變化計入損益之金融負債之公平值變動金額（包括年內及累計至年底）並不重大。

The carrying amount of financial liabilities designated at fair value through profit or loss as at 31 December 2012 is more than the amount that the Group and the Bank would be contractually required to pay at maturity to the holders by HK$1 million (2011: HK$1 million). The amount of change in the fair values of financial liabilities at fair value through profit or loss, during the year and cumulatively, attributable to changes in own credit risk is insignificant.

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

33. 客戶存款 33. Deposits from customers

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
往來、儲蓄及其他存款（於資產負債表）	Current, savings and other deposit accounts (per balance sheets)	**1,232,954**	1,150,134	**1,009,806**	941,849
列爲公平值變化計入損益之金融負債的結構性存款（附註 32）	Structured deposits reported as financial liabilities at fair value through profit or loss (Note 32)	**2,841**	639	**2,841**	639
		1,235,795	1,150,773	**1,012,647**	942,488
分類：	Analysed by:				
即期存款及往來存款	Demand deposits and current accounts				
- 公司	- corporate	**78,707**	63,984	**62,724**	51,212
- 個人	- personal	**20,553**	14,593	**17,602**	12,524
		99,260	78,577	**80,326**	63,736
儲蓄存款	Savings deposits				
- 公司	- corporate	**204,212**	163,585	**185,041**	145,937
- 個人	- personal	**400,719**	342,196	**353,763**	302,104
		604,931	505,781	**538,804**	448,041
定期、短期及通知存款	Time, call and notice deposits				
- 公司	- corporate	**302,235**	336,714	**235,672**	264,786
- 個人	- personal	**229,369**	229,701	**157,845**	165,925
		531,604	566,415	**393,517**	430,711
		1,235,795	1,150,773	**1,012,647**	942,488

34. 按攤銷成本發行之債務證券 34. Debt securities in issue at amortised cost

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
中期票據計劃項下之優先票據	Senior notes under the Medium Term Note Programme	**5,919**	5,856	**5,919**	5,856
其他債務證券	Other debt securities	**4**	129	**-**	-
		5,923	5,985	**5,919**	5,856

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

35. 其他賬項及準備 35. Other accounts and provisions

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
其他應付賬項	Other accounts payable	**47,224**	40,643	**31,926**	28,474
準備	Provisions	**344**	366	**259**	278
		47,568	41,009	**32,185**	28,752

36. 已抵押資產 36. Assets pledged as security

截至 2012 年 12 月 31 日，本集團及本銀行之負債分別爲港幣 180.29 億元（2011 年：港幣 46.14 億元）及港幣 137.94 億元（2011 年：港幣 37.42 億元）是以存放於中央保管系統以利便結算之資產作抵押。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爲港幣 4.38 億元（2011 年：港幣 20.05 億元）。本銀行沒有通過售後回購協議的債務證券抵押之負債（2011 年：港幣 13.87 億元）。本集團及本銀行爲擔保此等負債而質押之資產金額分別爲港幣 185.96 億元（2011 年：港幣 66.43 億元）及港幣 138.63 億元（2011 年：港幣 51.48 億元），並於「交易性證券」、「可供出售證券」及「貿易票據」內列賬。

As at 31 December 2012, liabilities of the Group and the Bank amounting to HK$18,029 million (2011: HK$4,614 million) and HK$13,794 million (2011: HK$3,742 million) respectively were secured by assets deposited with central depositories to facilitate settlement operations. In addition, the liabilities of the Group amounting to HK$438 million (2011: HK$2,005 million) were secured by debt securities and bills related to sale and repurchase arrangements. None of the liabilities of the Bank was secured by debt securities related to sale and repurchase arrangements (2011: HK$1,387 million). The amount of assets pledged by the Group and the Bank to secure these liabilities was HK$18,596 million (2011: HK$6,643 million) and HK$13,863 million (2011: HK$5,148 million) respectively included in “Trading securities”, “Available-for-sale securities” and “Trade bills”.

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

37. 遞延稅項 37. Deferred taxation

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作提撥。

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 in accordance with HKAS 12 “Income Taxes”.

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：

The major components of deferred tax (assets)/liabilities recorded in the balance sheets, and the movements during the year are as follows:

		本集團 The Group					
		2012					
		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	其他暫時性差額 Other temporary differences	總計 Total
		港幣百萬元 HK$’m	港幣百萬元 HK$’m	港幣百萬元 HK$’m	港幣百萬元 HK$’m	港幣百萬元 HK$’m	港幣百萬元 HK$’m
於2012年1月1日	At 1 January 2012	**546**	**5,299**	**-**	**(451)**	**(97)**	**5,297**
借記／（貸記）收益表（附註14）	Charged/(credited) to income statement (Note 14)	**13**	**(127)**	**-**	**(41)**	**(4)**	**(159)**
借記其他全面收益	Charged to other comprehensive income	**-**	**1,600**	**-**	**-**	**609**	**2,209**
於2012年12月31日	At 31 December 2012	**559**	**6,772**	**-**	**(492)**	**508**	**7,347**

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

37. 遞延稅項（續） 37. Deferred taxation (continued)

		本集團 The Group					
		2011					
		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	其他暫時性差額 Other temporary differences	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於 2011 年 1 月 1 日	At 1 January 2011	534	3,881	(2)	(333)	88	4,168
借記／（貸記）收益表（附註 14）	Charged/(credited) to income statement (Note 14)	12	(5)	2	(116)	(43)	(150)
借記／（貸記）其他全面收益	Charged/(credited) to other comprehensive income	-	1,422	-	-	(142)	1,280
匯兌差額	Exchange difference	-	1	-	(2)	-	(1)
於 2011 年 12 月 31 日	At 31 December 2011	546	5,299	-	(451)	(97)	5,297

		本銀行 The Bank				
		2012				
		加速折舊免稅額 Accelerated tax depreciation	**物業重估 Property revaluation**	**減值準備 Impairment allowance**	**其他暫時性差額 Other temporary differences**	**總計 Total**
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**
於 2012 年 1 月 1 日	At 1 January 2012	**510**	**4,140**	**(285)**	**(69)**	**4,296**
借記／（貸記）收益表	Charged/(credited) to income statement	**11**	**(80)**	**(20)**	**(5)**	**(94)**
借記其他全面收益	Charged to other comprehensive income	**-**	**1,288**	**-**	**561**	**1,849**
於 2012 年 12 月 31 日	At 31 December 2012	**521**	**5,348**	**(305)**	**487**	**6,051**

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

37. 遞延稅項（續） 37. Deferred taxation (continued)

		本銀行 The Bank				
		2011				
		加速折舊免稅額 Accelerated tax depreciation	物業重估 Property revaluation	減值準備 Impairment allowance	其他暫時性差額 Other temporary differences	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
於2011年1月1日	At 1 January 2011	499	2,971	(217)	83	3,336
借記／（貸記）收益表	Charged/(credited) to income statement	11	(22)	(68)	(22)	(101)
借記／（貸記）其他全面收益	Charged/(credited) to other comprehensive income	-	1,191	-	(130)	1,061
於2011年12月31日	At 31 December 2011	510	4,140	(285)	(69)	4,296

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：

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 sheets:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
遞延稅項資產	Deferred tax assets	**(59)**	(68)	**-**	-
遞延稅項負債	Deferred tax liabilities	**7,406**	5,365	**6,051**	4,296
		7,347	5,297	**6,051**	4,296

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

37. 遞延稅項（續） 37. Deferred taxation (continued)

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
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	**(44)**	(50)	**-**	-
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	**6,847**	5,421	**5,539**	4,346
		6,803	5,371	**5,539**	4,346

於 2012 年 12 月 31 日，本集團未確認遞延稅項資產之稅務虧損爲港幣 5 百萬元（2011 年：港幣 6 百萬元）。按照現行稅例，有關稅務虧損沒有作廢期限。

As at 31 December 2012, the Group has not recognised deferred tax assets in respect of tax losses amounting to HK$5 million (2011: HK$6 million). These tax losses do not expire under the current tax legislation.

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

38. 後償負債 38. Subordinated liabilities

		本集團及本銀行 The Group and the Bank	
		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
後償貸款，按攤銷成本列賬	**Subordinated loans, at amortised cost**		
6.60 億歐羅*	EUR660m*	**6,749**	6,625
後償票據，按攤銷成本及公平值對沖調整列賬	**Subordinated notes, at amortised cost with fair value hedge adjustment**		
25.00 億美元**	USD2,500m**	**22,006**	22,031
總額	Total	**28,755**	28,656

於 2008 年，中銀香港獲得本集團之間接控股公司中國銀行提供浮動息率的後償貸款。該等後償貸款可於首 5 年貸款期後在借款人之選擇下償還。於 2010 年，中銀香港發行總值 25.00 億美元上市後償票據。

In 2008, BOCHK obtained floating-rate subordinated loans from BOC, the intermediate holding company of the Group. The subordinated loans are repayable prior to maturity after the first 5-year tenure at the option of the borrower. In 2010, BOCHK issued listed subordinated notes with an aggregate amount of USD2,500 million.

按監管要求可作爲附加資本之後償負債金額，於附註 4.4(B)中列示。

Amounts qualified as supplementary capital for regulatory purposes are shown in Note 4.4(B).

* 利息每半年支付一次，首5年利率爲6個月歐元銀行同業拆息加0.85%，剩餘期間的利率爲6個月歐元銀行同業拆息加1.35%，2018年6月到期。

* Interest rate at 6-month EURIBOR plus 0.85% for the first 5 years, 6-month EURIBOR plus 1.35% for the remaining tenure payable semi-annually, due June 2018.

** 利息每半年支付一次，年利率5.55%，2020年2月到期。

** Interest rate at 5.55% per annum payable semi-annually, due February 2020.

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

39. 股本 39. Share capital

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
法定： 100,000,000,000 股每股面值港幣 1 元之普通股	Authorised: 100,000,000,000 ordinary shares of HK$1 each	**100,000**	100,000
已發行及繳足： 43,042,840,858 股每股面值港幣 1 元之普通股	Issued and fully paid: 43,042,840,858 ordinary shares of HK$1 each	**43,043**	43,043

40. 儲備 40. Reserves

本集團及本銀行之本年度及往年的儲備金額及變動情況分別載於第 44 至 46 頁之綜合權益變動表及權益變動表。

The Group's and the Bank's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity and statement of changes in equity respectively on pages 44 to 46 of the financial statements.

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

41. 綜合現金流量表附註 41. Notes to consolidated cash flow statement

(a) 經營溢利與除稅前經營現金之流出對賬 (a) Reconciliation of operating profit to operating cash outflow before taxation

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
經營溢利	Operating profit	**22,818**	22,374
折舊	Depreciation	**1,486**	1,272
減值準備淨撥備	Net charge of impairment allowances	**848**	339
折現減值準備回撥	Unwind of discount on impairment allowances	**(10)**	(3)
已撇銷之貸款（扣除收回款額）	Advances written off net of recoveries	**26**	132
後償負債之變動	Change in subordinated liabilities	**703**	2,409
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	**(7,794)**	(5,315)
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	**34,466**	(66,391)
公平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	**(3,916)**	9,485
衍生金融工具之變動	Change in derivative financial instruments	**(5,527)**	(2,092)
貸款及其他賬項之變動	Change in advances and other accounts	**(65,375)**	(110,312)
證券投資之變動	Change in investment in securities	**(100,602)**	28,621
其他資產之變動	Change in other assets	**(5,596)**	(1,004)
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	**(57,488)**	(77,090)
公平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	**16,935**	(22,256)
客戶存款之變動	Change in deposits from customers	**82,820**	120,614
按攤銷成本發行之債務證券之變動	Change in debt securities in issue at amortised cost	**(62)**	5,985
其他賬項及準備之變動	Change in other accounts and provisions	**12,542**	4,673
匯率變動之影響	Effect of changes in exchange rates	**3,862**	(14,022)
除稅前經營現金之流出	Operating cash outflow before taxation	**(69,864)**	(102,581)
經營業務之現金流量中包括：	Cash flows from operating activities included:		
- 已收利息	- Interest received	**33,628**	28,351
- 已付利息	- Interest paid	**9,719**	8,418
- 已收股息	- Dividend received	**29**	27

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

41. 綜合現金流量表附註（續） 41. 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

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
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	Cash and balances with banks and other financial institutions with original maturity within three months	**178,071**	266,877
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	Placements with banks and other financial institutions with original maturity within three months	**8,152**	15,571
原到期日在 3 個月內之庫券	Treasury bills with original maturity within three months	**53,912**	54,544
原到期日在 3 個月內之持有之存款證	Certificates of deposit held with original maturity within three months	**1,580**	3,179
		241,715	340,171

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

42. 或然負債及承擔 42. Contingent liabilities and commitments

或然負債及承擔中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：

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:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
直接信貸替代項目	Direct credit substitutes	**14,168**	8,124	**1,722**	1,351
與交易有關之或然負債	Transaction-related contingencies	**11,681**	11,871	**8,696**	9,923
與貿易有關之或然負債	Trade-related contingencies	**45,412**	50,422	**36,544**	40,581
不需事先通知的無條件撤銷之承諾	Commitments that are unconditionally cancellable without prior notice	**320,782**	263,251	**186,717**	143,552
其他承擔，原到期日爲	Other commitments with an original maturity of				
- 1 年或以下	- up to one year	**18,988**	11,506	**16,476**	9,599
- 1 年以上	- over one year	**52,743**	45,016	**49,945**	39,992
		463,774	390,190	**300,100**	244,998
信貸風險加權數額	Credit risk weighted amount	**59,008**	41,502	**44,815**	32,044

信貸風險加權數額是根據《銀行業（資本）規則》計算。該數額與交易對手之情況及各類合約之期限特徵有關。

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.

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

43. 資本承擔 43. Capital commitments

本集團及本銀行未於財務報表中撥備之資本承擔金額如下：

The Group and the Bank have the following outstanding capital commitments not provided for in the financial statements:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
已批准及簽約但未撥備	Authorised and contracted for but not provided for	**325**	240	**316**	228
已批准但未簽約	Authorised but not contracted for	**1**	7	**1**	3
		326	247	**317**	231

以上資本承擔大部分爲將購入之電腦硬件及軟件，及本集團及本銀行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 and the Bank's premises.

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

44. 經營租賃承擔 44. Operating lease commitments

(a) 作爲承租人 (a) As lessee

根據不可撤銷之經營租賃合約，下列爲本集團及本銀行未來有關租賃承擔所須支付之最低租金：

The Group and the Bank have commitments to make the following future minimum lease payments under non-cancellable operating leases:

	本集團 The Group		本銀行 The Bank	
	2012	2011	**2012**	2011
	港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
土地及樓宇 Land and buildings				
- 不超過 1 年 - not later than one year	**679**	583	**427**	379
- 1 年以上至 5 年內 - later than one year but not later than five years	**1,183**	1,007	**485**	503
- 5 年後 - later than five years	**446**	299	**22**	46
	2,308	1,889	**934**	928

上列若干不可撤銷之經營租約可再商議及參照協議日期之市值或按租約內的特別條款說明而作租金調整。

Certain non-cancellable operating leases included in the table above were subject to renegotiation and rent adjustment with reference to market rates prevailing at specified agreed dates or according to the special conditions as stipulated in the leases.

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

44. 經營租賃承擔（續） 44. Operating lease commitments (continued)

(b) 作爲出租人 (b) As lessor

根據不可撤銷之經營租賃合約，下列爲本集團及本銀行與租客簽訂合約之未來有關租賃之最低應收租金：

The Group and the Bank have contracted with tenants for the following future minimum lease receivables under non-cancellable operating leases:

		本集團 The Group		本銀行 The Bank	
		2012	2011	**2012**	2011
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m
土地及樓宇	Land and buildings				
- 不超過 1 年	- not later than one year	**414**	381	**386**	358
- 1 年以上至 5 年內	- later than one year but not later than five years	**273**	446	**246**	421
		687	827	**632**	779

本集團及本銀行以經營租賃形式租出投資物業（附註 28）；租賃年期通常由 1 年至 3 年。租約條款一般要求租客提交保證金及於租約期滿時，因應租務市場之狀況而調整租金。

The Group and the Bank lease their investment properties (Note 28) under operating lease arrangements, with leases typically for a period from one to three years. The terms of the leases generally require the tenants to pay security deposits and provide for rent adjustments according to the prevailing market conditions at the expiration of the lease.

45. 訴訟 45. Litigation

本集團正面對多項由獨立人士提出的索償及反索償。該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.

由於董事認爲本集團可對申索人作出有力抗辯或預計該等申索所涉及的數額不大，故並未對該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)

46. 分類報告 46. Segmental reporting

本集團主要按業務分類對業務進行管理，而集團的收入、稅前利潤和資產，超過 90% 來自香港。現時集團業務共分爲三個業務分類，它們分別是個人銀行業務、企業銀行業務和財資業務。業務線的分類是基於不同客戶層及產品種類，這與集團推行的 RPC（客戶關係、產品及渠道）管理模型是一致的。

The Group manages the business mainly from a business segment perspective and over 90% of the Group's revenues, profits before tax and assets are derived from Hong Kong. Currently, three operating segments are identified which are Personal Banking, Corporate Banking and Treasury. The classification of the Group's operating segments is based on customer segment and product type, which is aligned with the RPC (relationship, product and channel) management model of the Group.

個人銀行和企業銀行業務線均會提供全面的銀行服務，包括各類存款、透支、貸款、信用卡、與貿易相關的產品及其他信貸服務、投資及保險產品、外幣業務及衍生產品等；個人銀行業務線主要是服務個人客戶，而企業銀行業務線主要是服務公司客戶。至於財資業務線，除了自營買賣外，還負責管理集團的流動資金、利率和外匯敞口。「其他」這一欄，主要包括本集團持有房地產、投資物業、股權投資及聯營公司權益等。

Both Personal Banking and Corporate Banking provide general banking services including various deposit products, overdrafts, loans, credit cards, trade related products and other credit facilities, investment and insurance products, and foreign currency and derivative products, etc. Personal Banking mainly serves retail customers while Corporate Banking mainly deals with corporate customers. Treasury manages the funding and liquidity, and the interest rate and foreign exchange positions of the Group in addition to proprietary trades. "Others" mainly represents Group's holdings of premises, investment properties, equity investments and interests in associates.

本集團的主要收入來源爲利息收入，並且高層管理人員主要以淨利息收入來評估各業務分類的業績，因此所有業務分類的利息收入及支出以淨額列示。

As the Group's major revenue is derived from interest and the senior management relies primarily on net interest income to assess the performance of the segment, interest income and expense for all reportable segments are presented on a net basis.

業務線的資產、負債、收入、支出、經營成果及資本性支出是基於集團會計準則進行計量。分類資料包括直接屬於該業務線的績效以及可以合理攤分至該業務線的績效。跨業務線資金的定價，按集團內部資金轉移價格機制釐定，主要是以市場利率爲基準，並考慮有關產品的特性。

Measurement of segment assets, liabilities, income, expenses, results and capital expenditure is based on the Group's accounting policies. The segment information includes items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Inter-segment funding is charged according to the internal funds transfer pricing mechanism of the Group, which is primarily based on market rates with the consideration of specific features of the product.

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

46. 分類報告（續） 46. Segmental reporting (continued)

		本集團 The Group						
		2012						
		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
淨利息收入／（支出）	Net interest income/(expense)							
- 外來	- external	932	8,784	13,229	4	22,949	-	22,949
- 跨業務	- inter-segment	5,725	1,085	(6,288)	(522)	-	-	-
		6,657	9,869	6,941	(518)	22,949	-	22,949
淨服務費及佣金收入	Net fee and commission income	4,377	3,420	138	209	8,144	(163)	7,981
淨交易性收益／（虧損）	Net trading gain/(loss)	559	364	1,873	(34)	2,762	-	2,762
界定爲以公平值變化計入損益之金融工具淨收益	Net gain on financial instruments designated at fair value through profit or loss	-	-	42	-	42	-	42
其他金融資產之淨(虧損)／收益	Net (loss)/gain on other financial assets	-	(2)	623	-	621	-	621
其他經營收入	Other operating income	50	3	8	1,353	1,414	(911)	503
提取減值準備前之淨經營收入	**Net operating income before impairment allowances**	11,643	13,654	9,625	1,010	35,932	(1,074)	34,858
減值準備淨（撥備）／撥回	Net (charge)/reversal of impairment allowances	(214)	(650)	16	-	(848)	-	(848)
淨經營收入	**Net operating income**	11,429	13,004	9,641	1,010	35,084	(1,074)	34,010
經營支出	Operating expenses	(5,913)	(3,278)	(1,259)	(1,816)	(12,266)	1,074	(11,192)
經營溢利／（虧損）	**Operating profit/(loss)**	5,516	9,726	8,382	(806)	22,818	-	22,818
投資物業出售／公平值調整之淨收益	Net gain from disposal of/fair value adjustments on investment properties	-	-	-	1,889	1,889	-	1,889
出售／重估物業、器材及設備之淨（虧損）／收益	Net (loss)/gain from disposal/ revaluation of properties, plant and equipment	(3)	(1)	-	110	106	-	106
應佔聯營公司之稅後溢利扣減虧損	Share of profits less losses after tax of associates	-	-	-	27	27	-	27
除稅前溢利	**Profit before taxation**	5,513	9,725	8,382	1,220	24,840	-	24,840
資產	**Assets**							
分部資產	Segment assets	266,839	573,803	870,488	63,103	1,774,233	(5,772)	1,768,461
聯營公司權益	Interests in associates	-	-	-	259	259	-	259
		266,839	573,803	870,488	63,362	1,774,492	(5,772)	1,768,720
負債	**Liabilities**							
分部負債	Segment liabilities	716,696	551,508	346,561	18,863	1,633,628	(5,772)	1,627,856
其他資料	**Other information**							
資本性支出	Capital expenditure	27	8	-	997	1,032	-	1,032
折舊	Depreciation	324	169	90	903	1,486	-	1,486
證券攤銷	Amortisation of securities	-	-	190	-	190	-	190

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

46. 分類報告（續） 46. Segmental reporting (continued)

		本集團 The Group						
		2011						
		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
淨利息收入／（支出）	Net interest income/(expense)							
- 外來	- external	1,386	6,901	11,991	3	20,281	-	20,281
- 跨業務	- inter-segment	4,378	1,757	(5,978)	(157)	-	-	-
		5,764	8,658	6,013	(154)	20,281	-	20,281
淨服務費及佣金收入	Net fee and commission income	4,485	3,015	205	113	7,818	(61)	7,757
淨交易性收益／（虧損）	Net trading gain/(loss)	583	298	724	(31)	1,574	-	1,574
界定爲以公平值變化計入損益之金融工具淨虧損	Net loss on financial instruments designated at fair value through profit or loss	-	-	(4)	-	(4)	-	(4)
其他金融資產之淨(虧損)／收益	Net (loss)/gain on other financial assets	(2)	(29)	437	(76)	330	-	330
其他經營收入	Other operating income	36	1	1	1,260	1,298	(863)	435
提取減值準備前之淨經營收入	**Net operating income before impairment allowances**	10,866	11,943	7,376	1,112	31,297	(924)	30,373
減值準備淨（撥備）／撥回	Net (charge)/reversal of impairment allowances	(176)	(213)	50	-	(339)	-	(339)
淨經營收入	**Net operating income**	10,690	11,730	7,426	1,112	30,958	(924)	30,034
經營支出	Operating expenses	(5,787)	(3,085)	(911)	1,199	(8,584)	924	(7,660)
經營溢利	**Operating profit**	4,903	8,645	6,515	2,311	22,374	-	22,374
投資物業出售／公平值調整之淨收益	Net gain from disposal of/fair value adjustments on investment properties	-	-	-	2,213	2,213	-	2,213
出售／重估物業、器材及設備之淨虧損	Net loss from disposal/ revaluation of properties, plant and equipment	(7)	(9)	-	(18)	(34)	-	(34)
應佔聯營公司之稅後溢利扣減虧損	Share of profits less losses after tax of associates	-	-	-	23	23	-	23
除稅前溢利	**Profit before taxation**	4,896	8,636	6,515	4,529	24,576	-	24,576
資產	**Assets**							
分部資產	Segment assets	241,275	536,091	860,848	52,300	1,690,514	(8,093)	1,682,421
聯營公司權益	Interests in associates	-	-	-	234	234	-	234
		241,275	536,091	860,848	52,534	1,690,748	(8,093)	1,682,655
負債	**Liabilities**							
分部負債	Segment liabilities	676,928	507,852	368,709	15,883	1,569,372	(8,093)	1,561,279
其他資料	**Other information**							
資本性支出	Capital expenditure	26	4	-	871	901	-	901
折舊	Depreciation	317	153	59	743	1,272	-	1,272
證券攤銷	Amortisation of securities	-	-	(294)	-	(294)	-	(294)

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

46. 分類報告（續） 46. Segmental reporting (continued)

		本銀行 The Bank						
		2012						
		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
淨利息收入／（支出）	Net interest income/(expense)							
- 外來	- external	946	5,868	10,467	-	17,281	-	17,281
- 跨業務	- inter-segment	3,896	1,441	(4,815)	(522)	-	-	-
		4,842	7,309	5,652	(522)	17,281	-	17,281
淨服務費及佣金收入	Net fee and commission income	3,351	2,340	116	186	5,993	-	5,993
淨交易性收益	Net trading gain	443	254	1,821	-	2,518	-	2,518
界定爲以公平值變化計入損益之金融工具淨虧損	Net loss on financial instruments designated at fair value through profit or loss	-	-	(2)	-	(2)	-	(2)
其他金融資產之淨(虧損)／收益	Net (loss)/gain on other financial assets	-	(6)	611	-	605	-	605
其他經營收入	Other operating income	10	-	8	2,372	2,390	(750)	1,640
提取減值準備前之淨經營收入	**Net operating income before impairment allowances**	8,646	9,897	8,206	2,036	28,785	(750)	28,035
減值準備淨（撥備）／撥回	Net (charge)/reversal of impairment allowances	(87)	(203)	16	-	(274)	-	(274)
淨經營收入	**Net operating income**	8,559	9,694	8,222	2,036	28,511	(750)	27,761
經營支出	Operating expenses	(4,247)	(2,087)	(862)	(1,641)	(8,837)	750	(8,087)
經營溢利	**Operating profit**	4,312	7,607	7,360	395	19,674	-	19,674
投資物業出售／公平值調整之淨收益	Net gain from disposal of/fair value adjustments on investment properties	-	-	-	1,782	1,782	-	1,782
出售／重估物業、器材及設備之淨（虧損）／收益	Net (loss)/gain from disposal/ revaluation of properties, plant and equipment	(3)	(1)	-	67	63	-	63
除稅前溢利	**Profit before taxation**	4,309	7,606	7,360	2,244	21,519	-	21,519
資產	**Assets**							
分部資產	Segment assets	222,430	438,235	768,616	68,294	1,497,575	-	1,497,575
聯營公司權益	Interests in associates	-	-	-	8	8	-	8
		222,430	438,235	768,616	68,302	1,497,583	-	1,497,583
負債	**Liabilities**							
分部負債	Segment liabilities	577,474	445,533	342,446	17,001	1,382,454	-	1,382,454
其他資料	**Other information**							
資本性支出	Capital expenditure	-	-	-	672	672	-	672
折舊	Depreciation	278	117	66	792	1,253	-	1,253
證券攤銷	Amortisation of securities	-	-	124	-	124	-	124

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

46. 分類報告（續） 46. Segmental reporting (continued)

		本銀行 The Bank						
		2011						
		個人銀行 Personal Banking	企業銀行 Corporate Banking	財資業務 Treasury	其他 Others	小計 Subtotal	合併抵銷 Eliminations	綜合 Consolidated
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
淨利息收入／（支出）	Net interest income/(expense)							
- 外來	- external	730	4,459	9,959	-	15,148	-	15,148
- 跨業務	- inter-segment	3,441	1,886	(5,170)	(157)	-	-	-
		4,171	6,345	4,789	(157)	15,148	-	15,148
淨服務費及佣金收入	Net fee and commission income	3,540	1,939	179	2	5,660	-	5,660
淨交易性收益	Net trading gain	407	213	779	-	1,399	-	1,399
界定爲以公平值變化計入損益之金融工具淨虧損	Net loss on financial instruments designated at fair value through profit or loss	-	-	(3)	-	(3)	-	(3)
其他金融資產之淨(虧損)／收益	Net (loss)/gain on other financial assets	(1)	(29)	383	(112)	241	-	241
其他經營收入	Other operating income	5	-	1	3,536	3,542	(653)	2,889
提取減值準備前之淨經營收入	**Net operating income before impairment allowances**	8,122	8,468	6,128	3,269	25,987	(653)	25,334
減值準備淨（撥備）／撥回	Net (charge)/reversal of impairment allowances	(32)	(78)	48	-	(62)	-	(62)
淨經營收入	**Net operating income**	8,090	8,390	6,176	3,269	25,925	(653)	25,272
經營支出	Operating expenses	(4,251)	(1,962)	(633)	722	(6,124)	653	(5,471)
經營溢利	**Operating profit**	3,839	6,428	5,543	3,991	19,801	-	19,801
投資物業出售／公平值調整之淨收益	Net gain from disposal of/fair value adjustments on investment properties	-	-	-	2,110	2,110	-	2,110
出售／重估物業、器材及設備之淨虧損	Net loss from disposal/ revaluation of properties, plant and equipment	(7)	(7)	-	(2)	(16)	-	(16)
除稅前溢利	**Profit before taxation**	3,832	6,421	5,543	6,099	21,895	-	21,895
資產	**Assets**							
分部資產	Segment assets	197,146	403,954	780,494	59,648	1,441,242	-	1,441,242
聯營公司權益	Interests in associates	-	-	-	8	8	-	8
		197,146	403,954	780,494	59,656	1,441,250	-	1,441,250
負債	**Liabilities**							
分部負債	Segment liabilities	551,799	402,597	372,615	14,065	1,341,076	-	1,341,076
其他資料	**Other information**							
資本性支出	Capital expenditure	-	-	-	2,929	2,929	-	2,929
折舊	Depreciation	287	113	47	637	1,084	-	1,084
證券攤銷	Amortisation of securities	-	-	(346)	-	(346)	-	(346)

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

47. 董事及高級職員貸款 47. Loans to directors and officers

根據香港公司條例第161B條的規定，向本銀行董事及高級職員提供之貸款詳情如下：

Particulars of advances made to directors and officers of the Bank pursuant to section 161B of the Hong Kong Companies Ordinance are as follows:

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
於年末尚未償還之有關交易總額	Aggregate amount of relevant transactions outstanding at year end	**5,865**	4,015
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	**7,316**	4,572

48. 主要之有關連人士交易 48. Significant related party transactions

中華人民共和國國務院通過中國投資有限責任公司（「中投」）、其全資附屬公司中央匯金投資有限責任公司（「匯金」）及匯金擁有控制權益之中國銀行，對本集團實行控制。

The Group is subject to the control of the State Council of the PRC Government through China Investment Corporation ("CIC"), its wholly-owned subsidiary Central Huijin Investment Ltd. ("Central Huijin"), and BOC in which Central Huijin has controlling equity interests.

(a) 與母公司及母公司控制之其他公司進行的交易 (a) Transactions with the parent companies and the other companies controlled by the parent companies

母公司的基本資料：

General information of the parent companies:

本集團受中國銀行控制。匯金是中國銀行之控股公司，亦是中投的全資附屬公司，而中投是從事外匯資金投資管理業務的國有獨資公司。

The Group is controlled by BOC. Central Huijin is the controlling entity of BOC, and it is a wholly-owned subsidiary of CIC which is a wholly state-owned company engaging in foreign currency investment management.

匯金於某些內地企業均擁有控制權益。

Central Huijin has controlling equity interests in certain other entities in the PRC.

本集團在正常業務中與該等企業進行銀行業務交易，包括貸款、證券投資及貨幣市場交易。

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)

48. 主要之有關連人士交易（續） 48. Significant related party transactions (continued)

(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

(b) Transactions with government authorities, agencies, affiliates and other state controlled entities

中華人民共和國國務院通過中投及匯金對本集團實施控制，而中華人民共和國國務院亦通過政府機構、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之間進行常規銀行業務交易。

The Group is subject to the control of the State Council of the PRC Government through CIC and Central Huijin, which also directly and 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.

這些交易包括但不局限於下列各項：

These transactions include, but are not limited to, the following:

- 借貸、提供貸項及擔保和接受存款；
- lending, provision of credits and guarantees, and deposit taking;
- 銀行同業之存放及結餘；
- inter-bank balance taking and placing;
- 售賣、購買、包銷及贖回由其他國有控制實體所發行之債券；
- sales, purchase, underwriting and redemption of bonds issued by other state controlled entities;
- 提供外匯、匯款及相關投資服務；
- rendering of foreign exchange, remittance and investment related services;
- 提供信託業務；及
- provision of fiduciary activities; and
- 購買公共事業、交通工具、電信及郵政服務。
- purchase of utilities, transport, telecommunication and postage services.

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

48. 主要之有關連人士交易（續） 48. Significant related party transactions (continued)

(c) 與聯營公司及其他有關連人士在正常業務範圍內進行之交易摘要 (c) Summary of transactions entered into during the ordinary course of business with associates and other related parties

與本集團之聯營公司及其他有關連人士達成之有關連人士交易所產生之總收入／支出及結餘概述如下：

The aggregate income/expenses and balances arising from related party transactions with associates and other related parties of the Group are summarised as follows:

		2012		2011	
		聯營公司 Associates	**其他有關連人士 Other related parties**	聯營公司 Associates	其他有關連人士 Other related parties
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	港幣百萬元 HK$'m	港幣百萬元 HK$'m
收益表項目：	Income statement items:				
已收／應收行政服務費用	Administrative services fees received/ receivable	**-**	**8**	-	8
資產負債表項目：	Balance sheet items:				
客戶存款	Deposits from customers	**34**	**-**	173	-
其他賬項及準備	Other accounts and provisions	**5**	**-**	-	-
資產負債表外項目：	Off-balance sheet items:				
或然負債及承擔	Contingent liabilities and commitments	**-**	**-**	20	-

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

48. 主要之有關連人士交易（續） 48. Significant related party transactions (continued)

(d) 主要高層人員 (d) Key management personnel

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、高層管理人員及公司秘書。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，本集團並沒有與中銀香港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。

Key management are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including directors, senior management and company secretary. 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 BOCHK, its holding companies and parties related to them.

主要高層人員截至12月31日止年度之薪酬如下：

The key management compensation for the year ended 31 December is detailed as follows:

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
薪酬及其他短期員工福利	Salaries and other short-term employee benefits	**66**	66
退休福利	Post-employment benefits	**1**	1
		67	67

(e) 與附屬公司的結餘 (e) Balances with subsidiaries

於2012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爲港幣217.34億元（2011年：港幣307.30億元）及港幣63.63億元（2011年：港幣108.67億元）。

As at 31 December 2012, 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$21,734 million (2011: HK$30,730 million) and HK$6,363 million (2011: HK$10,867 million) respectively.

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

49. 貨幣風險 49. Currency concentrations

下表列出因自營交易、非自營交易及結構性倉盤而產生之主要外幣風險額，並參照金管局報表「認可機構持有外匯情況」的填報指示而編製。期權盤淨額乃根據所有外匯期權合約之「得爾塔加權持倉」爲基礎計算。

The following is a summary of the major foreign currency exposures arising from trading, non-trading and structural positions and is prepared with reference to the Completion Instructions for the prudential return "Foreign Currency Position of an Authorized Institution" issued by the HKMA. The net options position is calculated based on the basis of delta-weighted positions of all foreign exchange options contracts.

		2012							
		港幣百萬元等值 Equivalent in million of HK$							
		美元 US Dollars	日圓 Japanese Yen	歐羅 Euro	澳元 Australian Dollars	英鎊 Pound Sterling	人民幣 Renminbi	其他外幣 Other foreign currencies	外幣總計 Total foreign currencies
現貨資產	Spot assets	**456,112**	**81,033**	**17,279**	**24,874**	**4,336**	**354,311**	**17,313**	**955,258**
現貨負債	Spot liabilities	**(349,631)**	**(3,736)**	**(19,074)**	**(25,594)**	**(13,308)**	**(339,561)**	**(19,321)**	**(770,225)**
遠期買入	Forward purchases	**438,027**	**39,150**	**36,876**	**27,824**	**32,925**	**169,229**	**30,962**	**774,993**
遠期賣出	Forward sales	**(528,343)**	**(116,379)**	**(35,207)**	**(27,018)**	**(24,226)**	**(184,128)**	**(28,746)**	**(944,047)**
期權盤淨額	Net options position	**(53)**	**(3)**	**5**	**(4)**	**8**	**(17)**	**(21)**	**(85)**
長／（短）盤淨額	Net long/(short) position	**16,112**	**65**	**(121)**	**82**	**(265)**	**(166)**	**187**	**15,894**
結構性倉盤淨額	Net structural position	**321**	**-**	**-**	**-**	**-**	**8,583**	**-**	**8,904**

		2011							
		港幣百萬元等值 Equivalent in million of HK$							
		美元 US Dollars	日圓 Japanese Yen	歐羅 Euro	澳元 Australian Dollars	英鎊 Pound Sterling	人民幣 Renminbi	其他外幣 Other foreign currencies	外幣總計 Total foreign currencies
現貨資產	Spot assets	430,757	51,268	18,271	32,826	6,108	434,557	16,695	990,482
現貨負債	Spot liabilities	(332,417)	(2,921)	(21,407)	(26,183)	(15,738)	(426,259)	(25,490)	(850,415)
遠期買入	Forward purchases	331,290	30,300	30,439	28,440	23,152	126,276	35,522	605,419
遠期賣出	Forward sales	(425,100)	(78,706)	(27,604)	(35,125)	(13,500)	(132,100)	(26,524)	(738,659)
期權盤淨額	Net options position	441	-	(1)	(15)	(11)	(2)	(14)	398
長／（短）盤淨額	Net long/(short) position	4,971	(59)	(302)	(57)	11	2,472	189	7,225
結構性倉盤淨額	Net structural position	315	-	-	-	-	5,261	-	5,576

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

50. 跨國債權 50. Cross-border claims

跨國債權資料顯示對海外交易對手之最終風險之地區分佈，並會按照交易對手所在地計入任何風險轉移。一般而言，假如債務之擔保人所處國家與借貸人不同，或債務由某銀行之海外分行作出而其總公司位處另一國家，則會確認跨國債權風險之轉移。佔總跨國債權 10%或以上之地區方作分析及披露如下：

The information on cross-border claims discloses exposures to foreign counterparties on which the ultimate risk lies, and is derived according to the location of the counterparties after taking into account any transfer of risk. In general, such transfer of risk takes place if the claims are guaranteed by a party in a country which is different from that of the counterparty, or if the claims are on an overseas branch of a bank whose head office is located in another country. Only regions constituting 10% or more of the aggregate cross-border claims are analysed by geographical areas and disclosed as follows:

		2012			
		銀行 Banks	公營單位* Public sector entities*	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
亞洲，不包括香港	Asia, other than Hong Kong				
- 中國內地	- Mainland China	**271,111**	**81,031**	**121,288**	**473,430**
- 日本	- Japan	**7,283**	**81,320**	**158**	**88,761**
- 其他	- Others	**45,450**	**3,434**	**22,706**	**71,590**
		323,844	**165,785**	**144,152**	**633,781**
北美洲	North America				
- 美國	- United States	**1,847**	**45,983**	**31,083**	**78,913**
- 其他	- Others	**12,990**	**1,392**	**276**	**14,658**
		14,837	**47,375**	**31,359**	**93,571**
總計	Total	**338,681**	**213,160**	**175,511**	**727,352**

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

50. 跨國債權（續） 50. Cross-border claims (continued)

		2011			
		銀行 Banks	公營單位* Public sector entities*	其他 Others	總計 Total
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
亞洲，不包括香港	Asia, other than Hong Kong				
- 中國內地	- Mainland China	244,900	170,882	107,265	523,047
- 日本	- Japan	14,630	47,527	537	62,694
- 其他	- Others	39,533	3,188	22,326	65,047
		299,063	221,597	130,128	650,788
北美洲	North America				
- 美國	- United States	5,821	42,037	29,949	77,807
- 其他	- Others	13,590	1,739	245	15,574
		19,411	43,776	30,194	93,381
總計	Total	318,474	265,373	160,322	744,169

* 包括在美國港幣 104.42 億元（2011 年：港幣 89.37 億元）及其他北美洲國家港幣 13.55 億元（2011 年：港幣 17.04 億元）在《銀行業（資本）規則》內認可爲公營單位。

* Included United States of HK$10,442 million (2011: HK$8,937 million) and other countries in North America of HK$1,355 million (2011: HK$1,704 million) which are eligible to be classified as public sector entities under the Banking (Capital) Rules.

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

51. 非銀行的中國內地風險承擔 51. Non-bank Mainland China exposures

對非銀行交易對手的內地相關風險承擔之分析乃參照金管局有關報表所列之機構類別及直接風險之類別以分類。此報表僅計及本銀行之內地風險承擔。

The analysis of non-bank Mainland China exposures is based on the categories of non-bank counterparties and the type of direct exposures with reference to the HKMA return for non-bank Mainland China exposures, which includes the Mainland China exposures extended by the Bank only.

		2012			
		資產負債表內的風險承擔 On-balance sheet exposure	**資產負債表外的風險承擔 Off-balance sheet exposure**	**總風險承擔 Total exposure**	**個別評估之減值準備 Individually assessed impairment allowances**
		港幣百萬元 HK$'m	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**	**港幣百萬元 HK$'m**
中國內地機構	Mainland China entities	**233,027**	**47,954**	**280,981**	**-**
中國境外公司及個人用於境內的信貸	Companies and individuals outside Mainland China where the credit is granted for use in Mainland China	**35,899**	**12,854**	**48,753**	**11**
其他非銀行的中國內地風險承擔	Other non-bank Mainland China exposures	**9,790**	**2,192**	**11,982**	**2**
		278,716	**63,000**	**341,716**	**13**

		2011			
		資產負債表內的風險承擔 On-balance sheet exposure	資產負債表外的風險承擔 Off-balance sheet exposure	總風險承擔 Total exposure	個別評估之減值準備 Individually assessed impairment allowances
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
中國內地機構	Mainland China entities	196,418	47,565	243,983	-
中國境外公司及個人用於境內的信貸	Companies and individuals outside Mainland China where the credit is granted for use in Mainland China	28,388	9,527	37,915	12
其他非銀行的中國內地風險承擔	Other non-bank Mainland China exposures	5,258	1,315	6,573	-
		230,064	58,407	288,471	12

年內，上述分析的基準已作完善，比較數字因而相應重新分類。

During the year, the basis of the above analyses has been refined and the comparative amounts have been reclassified accordingly.

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

52. 最終控股公司 52. Ultimate holding company

中華人民共和國國務院通過中國投資有限責任公司、其全資附屬公司中央匯金投資有限責任公司（「匯金」）及匯金擁有控制權益之中國銀行，對本集團實行控制。

The Group is subject to the control of the State Council of the PRC Government through China Investment Corporation, its wholly-owned subsidiary Central Huijin Investment Ltd. ("Central Huijin"), and BOC in which Central Huijin has controlling equity interests.

53. 財務報表核准 53. Approval of financial statements

本財務報表已於 2013 年 3 月 26 日經董事會通過及核准發佈。

The financial statements were approved and authorised for issue by the Board of Directors on 26 March 2013.

未經審核之補充財務資料 Unaudited Supplementary Financial Information

1. 信貸、市場及操作風險資本要求 1. Capital charge for credit, market and operational risks

就信貸風險、市場風險及業務操作風險計算監管資本的基準已於本年報中財務報表附註4.4中描述。

The bases of regulatory capital calculation for credit risk, market risk and operational risk are described in Note 4.4 to the Financial Statements in this Annual Report.

由於計算監管資本所採用的基準有所改變，以下列示的數額不應作直接比較。

As a result of the change in the bases of regulatory capital calculation, the amounts shown below are not directly comparable.

本補充財務資料乃根據《銀行業（資本）規則》及按金管局就監管規定要求以綜合基準編製，當中包括中銀香港及其指定之附屬公司。不納入按監管要求計算資本充足率的綜合基礎內之附屬公司見於第364頁至第366頁「附錄－本銀行之附屬公司」。

The financial information contained in these supplementary notes has been prepared on a consolidated basis that comprises the positions of BOCHK and certain subsidiaries specified by the HKMA for its regulatory purposes and in accordance with the Banking (Capital) Rules. Subsidiaries that are not included in the consolidation for regulatory purposes in respect of calculation of capital adequacy ratio are denoted in “Appendix – Subsidiaries of the Bank” on pages 367 to 369.

下表概述於該綜合基礎上，以風險加權數額的 8%計算之信貸、市場及操作風險資本規定及要求。

The table below summarises the capital requirements and capital charge calculated by applying 8% on the risk-weighted amounts, computed on the same consolidation basis for credit, market, and operational risks.

		2012 **港幣百萬元** **HK$'m**	2011 港幣百萬元 HK$'m
信貸風險	Credit risk	**56,343**	46,341
市場風險	Market risk	**906**	1,625
操作風險	Operational risk	**4,421**	4,065
		61,670	52,031

有關本集團之資本管理及資本充足比率詳情，請見本年報中財務報表附註4.4。

For detail of capital management and capital adequacy ratio of the Group, please refer to Note 4.4 to the Financial Statements in this Annual Report.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

2. 信貸風險資本規定 2. Capital requirements for credit risk

下表列示《銀行業（資本）規則》就各個類別和子類別風險承擔的信貸風險列明的資本規定。

The table below shows the capital requirements for credit risk for each class and subclass of exposures as specified in the Banking (Capital) Rules.

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
內部評級基準計算法下的風險承擔所需資本	**Capital required for exposures under the IRB approach**		
企業	Corporate		
監管分類準則計算法下的專門性借貸	Specialised lending under supervisory slotting criteria approach		
- 項目融資	- Project finance	**115**	223
中小企業	Small-and-medium sized corporate	**3,726**	3,625
其他企業	Other corporates	**31,896**	24,054
銀行	Bank		
銀行	Banks	**9,180**	9,913
證券公司	Securities firms	**7**	7
零售	Retail		
住宅按揭貸款	Residential mortgages		
- 個人	- Individuals	**674**	702
- 空殼公司	- Property-holding shell companies	**42**	46
合資格循環零售	Qualifying revolving retail	**836**	779
零售小企業	Small business retail	**79**	86
其他個人零售	Other retail to individuals	**403**	409
其他	Others		
現金項目	Cash items	**-**	-
其他項目	Other items	**5,879**	4,870
證券化	Securitisation	**12**	22
內部評級基準計算法下的風險承擔所需資本規定總額	**Total capital requirements for exposures under the IRB approach**	**52,849**	44,736
標準（信貸風險）計算法下的風險承擔所需資本	**Capital required for exposures under the standardised (credit risk) approach**		
資產負債表內風險承擔	On-balance sheet exposures		
官方實體	Sovereigns	**1,333**	94
公營單位	Public sector entities	**43**	36
多邊發展銀行	Multilateral development banks	**-**	-
銀行	Banks	**6**	3
證券公司	Securities firms	**-**	-
法團	Corporate	**1,156**	779
監管零售	Regulatory retail	**379**	271
住宅按揭貸款	Residential mortgage loans	**231**	173
不屬逾期風險承擔的其他風險承擔	Other exposures which are not past due	**105**	76
逾期風險承擔	Past due exposures	**3**	2
資產負債表外風險承擔	Off-balance sheet exposures		
除場外衍生工具交易及信貸衍生工具合約外的資產負債表外風險承擔	Off-balance sheet exposures other than OTC derivative transactions and credit derivative contracts	**231**	162
場外衍生工具交易	OTC derivative transactions	**7**	9
證券化	Securitisation	**-**	-
標準（信貸風險）計算法下的風險承擔所需資本規定總額	**Total capital requirements for exposures under the standardised (credit risk) approach**	**3,494**	1,605
信貸風險承擔所需資本規定總額	**Total capital requirements for credit risk exposures**	**56,343**	46,341

3. 內部評級基準計算法下的信貸風險

3. Credit risk under the internal ratings-based approach

3.1 內部評級系統及風險組成部分

3.1 The internal rating systems and risk components

爲計算監管資本規定，本集團對大部分企業和銀行的風險承擔使用基礎內部評級基準計算法，對專門性借貸的項目融資使用監管分類準則計算法，對個人和小企業的零售風險承擔使用零售內部評級基準計算法。下表列出本集團各資產分類及子分類風險承擔所採用的資本計算方法。

The Group adopts the foundation internal ratings-based ("FIRB") approach to calculate the regulatory capital requirements for most of the corporate and bank exposures, and adopts the supervisory slotting criteria approach to project finance exposures under "specialised lending". The Group adopts retail IRB approach for retail exposures to individuals and small business. The following is the table showing the Group's different capital calculation approaches to each asset class and sub-classes of exposures.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續） 3.1 The internal rating systems and risk components (continued)

資產分類 Asset class	子分類風險承擔 Exposure sub-class	資本計算方法 Capital calculation approach
企業風險承擔 Corporate exposures	監管分類準則計算法下的專門性借貸（項目融資） Specialised lending under supervisory slotting criteria approach (project finance)	監管分類準則計算法 Supervisory Slotting Criteria Approach
	中小企業 Small-and-medium sized corporates	基礎內部評級基準計算法 FIRB Approach
	其他企業 Other corporates	基礎內部評級基準計算法 FIRB Approach
官方實體風險承擔 Sovereign exposures	官方實體 Sovereigns	標準（信貸風險）計算法 Standardised (credit risk) Approach
	屬官方實體非本地公營單位 Sovereign foreign public sector entities	
	多邊發展銀行 Multilateral development banks	
銀行風險承擔 Bank exposures	銀行 Banks	基礎內部評級基準計算法 FIRB Approach
	證券公司 Securities firms	基礎內部評級基準計算法 FIRB Approach
	公營單位（不包括屬官方實體非本地公營單位） Public sector entities (excluding sovereign foreign public sectors entities)	標準（信貸風險）計算法 Standardised (credit risk) Approach
零售風險承擔 Retail exposures	個人住宅按揭貸款 Residential mortgages to individuals	零售內部評級基準計算法 Retail IRB Approach
	空殼公司住宅按揭貸款 Residential mortgages to property-holding shell companies	
	合資格循環零售 Qualifying revolving retail	
	零售小企業 Small business retail	
	其他個人零售 Other retail to individuals	
股權風險承擔 Equity exposures		標準（信貸風險）計算法 Standardised (credit risk) Approach
其他風險承擔 Other exposures	現金項目 Cash items	特定風險權重計算法 Specific Risk-weight Approach
	其他項目 Other items	

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(A) 內部評級系統結構及內部評級與外部評級對應關係

(A) The structure of internal rating systems and the relationship between internal ratings and external ratings

本集團使用的內部評級系統是一個兩維評級系統，分別提供借款人及交易特性的評估。於企業和銀行組合中，債務人評級維度反映借款人的違約風險，授信評級維度反映債務人一旦違約時影響損失嚴重程度的特定交易因素。

The Group's internal rating system is a two dimensional rating system that provides separate assessment of borrower and transaction characteristics. For corporate and bank portfolios, the obligor rating dimension reflects exclusively the risk of borrower default and the facility rating dimension reflects transaction specific factors that affect the loss severity in the case of borrower default.

本集團開發了統計模型以自行估算企業、銀行和零售債務人的違約概率（PD），以及使用零售內部評級基準計算法下零售風險承擔的違約損失率（LGD）和違約風險承擔（EAD）。

The Group developed statistical models to provide own estimated probability of default ("PD") for its corporate, bank and all retail borrowers, and loss given default ("LGD") and exposure at default ("EAD") for retail exposures under Retail IRB Approach.

本集團使用內部評級系統評估所有內部評級基準計算法下借款人的違約可能性。違約概率對借款人一年期跨度內的違約風險做出估算。借款人信貸評級反映在特定的具體評級標準下對某些信貸能力相似的借款人的分類，從而推算出違約概率中值以計算風險加權資產。

The Group uses internal rating system to assess the borrower's likelihood of default for all IRB portfolios. PD estimates the risk of borrower default over a one-year period. A borrower credit grade means a grouping of similar credit-worthiness to which borrowers are assigned on the basis of specified and distinct set of rating criteria, from which the mid-point PD are derived for RWA calculation.

在確定債務人評級的過程中，會對每個債務人最新的財務表現的變化、管理層質素、行業風險和關聯集團進行評估，並據此作爲關鍵因素以預測在不同經濟條件下履行其財務承諾的能力和意願。

In the process of obligor rating assignment, variables of latest financial performance, management quality, industry risks and group connection of each obligor are assessed as critical factors to predict borrower's ability and willingness to meet with the contractual obligations under different economic conditions.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(A) 內部評級系統結構及內部評級與外部評級對應關係（續）

企業和銀行債務人及零售違約概率組別分爲8個債務人評級，包括7個非違約債務人級別且細分至26個信貸級別和1個違約級別。而根據金管局指引規定，使用監管分類準則計算法的項目融資風險承擔，分爲4個非違約級別和1個違約級別。對於零售內部評級基準計算法組合的估算之分組按債務人性質、授信類型、抵押品種類和逾期狀況分爲不同違約概率、違約風險承擔和違約損失率組別。分組過程爲個人住宅按揭貸款和空殼公司住宅按揭貸款、合資格循環零售風險承擔、其他個人零售風險承擔和零售小企業風險承擔的違約概率、違約損失率和違約風險承擔準確及一致的估算奠定了基礎。根據金管局指引規定，所有企業和銀行的信貸交易都具有授信評級（按照違約損失率程度）。違約損失率與違約概率相乘產出預期損失(EL)，對信貸風險進行量化評估。

(A) The structure of internal rating systems and the relationship between internal ratings and external ratings (continued)

The borrowers for corporate and bank, and retail PD pools are assigned into eight broad obligor ratings including seven grades for non-defaulted obligors with sub-divisions into 26 minor credit grades and one for defaulted obligors. In the supervisory slotting criteria approach for the project finance exposures, there are four grades for non-defaulted borrowers and one for defaulted borrowers in accordance with the HKMA guidance. The estimates for retail IRB portfolios are pooled by nature of obligors, facility types, collateral types and delinquency status into PD, EAD and LGD pools. This pooling process provides the basis of accurate and consistent estimation for PD, LGD and EAD at the pool level for exposures arising from residential mortgages to both individuals and property-holding shell companies, qualifying revolving retail exposures and other retail exposures to individuals and small business retail exposures. All credit transactions for corporates and banks are assigned facility ratings (in terms of LGD) in accordance with the HKMA guidance. LGD estimates multiplied by the PD estimates produce the expected loss (EL) estimates, which are used to assess credit risk quantitatively.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續） 3.1 The internal rating systems and risk components (continued)

(A) 內部評級系統結構及內部評級與外部評級對應關係（續）

(A) The structure of internal rating systems and the relationship between internal ratings and external ratings (continued)

每個內部評級按違約風險程度和外部評級對應如下：

For each internal rating, the equivalent external rating in terms of default risk is as below:

內部信貸評級級別 Internal Credit Grades	內部評級定義 Definition of Internal Ratings		對應標準普爾評級 Standard & Poor's Equivalent
1	債務人等級“1”和“2”表示極低的違約風險。 債務人履行債務責任的能力非常強。	The obligors in grades “1” and “2” have extremely low default risk. The obligor's capacity to meet its financial commitment on the obligation is extremely strong.	AAA
2			AA+
			AA
			AA-
3	債務人等級“3”表示低違約風險，但在一定程度上有可能受不利市場環境和經濟條件影響，履行債務責任的能力尚強。	The obligors in grade “3” have low default risk but are somewhat susceptible to the adverse effects of changes in circumstances and economic conditions. However, the obligor's capacity to meet its financial commitment on the obligation is very strong.	A+
			A
			A-
4	債務人等級“4”表示相對較低的違約風險且現在仍有足夠保障，但可能受不利經濟條件或環境變化影響而削弱其履行債務責任的能力。	The obligors in grade “4” have relatively low default risk and are currently under adequate protection. However, adverse economic conditions or changing circumstances are likely to lead to a weakened capacity of the obligor to meet its financial commitment on the obligation.	BBB+
			BBB
			BBB-
5	債務人等級“5”表示中度違約風險，相對其他投機級別債務人較少出現脫期還款。 但面對重大、持續不確定性或不利業務、財務、經濟條件影響時，可能導致債務人償還能力不足以履行債務責任。	The obligors in grade “5” have medium default risk which are less vulnerable to nonpayment than other speculative obligors. However, they face major ongoing uncertainties or exposure to adverse business, financial, or economic conditions which could lead to the obligor's inadequate capacity to meet its financial commitment on the obligation.	BB+
			BB
			BB-
6	債務人等級“6”表示高違約風險及容易出現脫期還款。 債務人目前尚有能力履行償債責任，但不利的業務、財務或經濟條件變化將極可能導致無力或不願履行債務責任。	The obligors in grade “6” have high default risk and are vulnerable to nonpayment. The obligors currently have the capacity to meet its financial commitment on the obligation but adverse business, financial, or economic conditions will very likely impair the obligor's capacity or willingness to meet its financial commitment on the obligation.	B+
			B
			B-
7	債務人等級“7”表示極高違約風險且目前相當容易出現脫期還款；債務人能否履行債務責任，取決於是否有有利的業務、財務或經濟條件配合；一旦這些條件發生不利變化，即很可能無法履行債務責任。	The obligors in grade “7” have very high default risk and are currently quite vulnerable to nonpayment. The obligors' ability to meet their financial commitment and obligation are dependent upon favorable business, financial, and economic conditions. In the event of adverse business, financial, or economic conditions, these obligors are not likely to have the capacity to meet its financial commitment on the obligation.	CCC
			CC
			C
8	債務人等級“8”表示還款違約。	Obligors rated “8” are in payment default.	D

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(B) 內部估算值的用途

本集團繼續使用違約概率估算值於計算企業及銀行風險承擔的監管資本。此外，爲加強內部評級估算值的應用，2011年集團進一步開發估算官方實體的違約概率模型，並同時開發了企業、銀行、及官方實體的違約損失率及違約風險承擔模型。由2012年起，每個企業、銀行及官方實體的風險承擔由其單獨的違約損失率及違約風險承擔估算，並主要考慮了授信類型、抵押品種類。內部評級系統所產生的風險組成部分估計結果，已應用於信貸審批、信貸監控、信貸風險報告及分析等。

(B) Use of internal estimates

Besides using PD estimates for regulatory capital calculation in corporate and bank exposures, the Group further developed PD estimates for the sovereign exposures, together with the LGD and EAD estimates for corporate, bank and sovereign exposures developed in 2011 for the purpose of enhancing the use of internal rating estimates. From 2012 onwards, each of corporate, bank, and sovereign exposures is estimated by individual LGD and EAD based on the nature of the facility types, collateral types. The estimates of risk components derived from internal rating systems have been used in credit approval, credit monitoring, reporting and analysis of credit risk information, etc.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(C) 信貸風險緩釋工具之管理及確認程序

(C) Process of managing and recognising credit risk mitigation

對於資本管理項下認可的抵押品，本集團在抵押品評估和管理上已制定明確的政策和程序，並符合《銀行業（資本）規則》對信貸風險緩釋認可抵押品的操作要求。

For those collaterals recognised under capital management, the Group has well-defined policies and procedures for collateral valuation and management which are compliant with the operational requirements for recognised collateral of credit risk mitigation as stated in the Banking (Capital) Rules.

對於採用基礎內部評級基準計算法，計算資本的信貸風險承擔，其信貸風險緩釋工具中的認可擔保包括由風險權重比交易對手低的銀行以及證券公司，或具有內部評級且評級相當於外部信用評級A-或以上的企業所提供的擔保。本集團通過確定淨信貸風險承擔和有效的違約損失率，考慮認可抵押品的信貸風險緩釋作用。

For the credit exposures adopting FIRB approach for capital calculation purpose, the recognised eligible guarantees include the guarantees provided by banks and securities firms with a lower risk weights than the counterparty; and corporates with internal credit ratings which are equivalent to external credit rating A- or above. The Group takes into account the credit risk mitigation effect of recognised collaterals through its determination of the net credit exposures and the effective LGD.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(C) 信貸風險緩釋工具之管理及確認程序（續）

(C) Process of managing and recognising credit risk mitigation (continued)

對於零售內部評級基準計算法計算的信貸風險承擔，信貸風險緩釋的作用按擔保和抵押品性質包含在違約概率或違約損失率的內部風險參數之中。	For retail IRB approach, the effect of the credit risk mitigation is incorporated into the internal risk parameters of PD or LGD depending on the nature of the guarantees and collaterals for calculating the risk exposures.
本集團所用信貸風險緩釋手段（作資本計算用的認可抵押品和認可擔保）的信貸風險集中性和市場風險集中性處於低水平。	The credit and market risk concentrations within the credit risk mitigation (recognised collateral and guarantees for capital calculation) used by the Group are under a low level.
截至報告日，在計算資本時，本集團並無使用任何認可信貸衍生工具合約或表內、表外認可淨額作爲信貸風險緩釋工具。	Up to the date of report, for capital calculation, the Group has not used any recognised credit derivative contracts, on- or off-balance sheet recognised netting for credit risk mitigation yet.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(D) 內部評級系統控制機制

(D) The control mechanisms used for internal rating systems

本集團已建立了一套完善的控制機制，以確保評級系統包括在日常業務流程使用風險組成部分以評估信貸風險的完整性、準確性和一致性。

The Group has established a comprehensive control mechanism to ensure the integrity, accuracy and consistency of the rating systems including the processes for using the risk components in the day-to-day business to assess credit risk.

董事會轄下的風險委員會根據本集團指定的落實新資本協議指導委員會(SC)的建議，審批所有內部評級基準計算法的風險計量模型。落實新資本協議指導委員會監督本集團在信貸決策中使用內部評級模型進行風險識別和評估的情況。

All of IRB risk models are approved by the Risk Committee ("RC") of the Board on the recommendation of the Group's Basel II Steering Committee ("SC"). The SC supervises the use of these internal rating models for risk identification and assessments in the Group's credit decisions.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(D) 內部評級系統控制機制（續）

(D) The control mechanisms used for internal rating systems (continued)

爲使風險評級結果達到合理、準確的程度，本集團建立了獨立於營銷和市場推廣單位的評級審批程序。由於內部評級是信貸決策的重要因素，實施監控機制以確保評級的完整性、準確性和一致性。對於批發類（企業及銀行）信貸組合，內部評級結果通常由獨立於營銷和市場推廣的信貸審核人員負責審批。個別交易金額小和信貸風險低的情況下，信貸評級則由銷售和市場推廣的中台單位負責評級核定及批准，並由風險管理部定期進行貸後檢查。

In order to achieve reasonably accurate risk ratings assignment, the Group has established a rating approval process which is independent of the sales and marketing units. Since internal rating is one of the key inputs to credit decision making, a control mechanism is put in place to ensure the integrity, accuracy and consistency of the rating assignment. For the wholesale (corporate and bank) portfolio, internal ratings are normally approved by credit officers who are functionally separated from the sales and marketing units. In some cases where the transactions are in small amount and of very low risk, the credit ratings can be assigned and approved by staff within the sales and marketing units, subject to post-approval review of ratings by Risk Management Department.

零售組合的評級確定和風險量化過程高度自動化。作爲日常信貸評估過程的組成部分，自動評級所需輸入數據的準確性和完整性由獨立於業務拓展功能的單位負責核實。

The rating assignment and risk quantification process of retail portfolio are highly automated. As an integral part of the daily credit assessment process, the accuracy and completeness of data input for automatic rating assignment are verified by units independent from business development function.

根據本集團信貸風險政策，債務人評級至少每年進行重檢。在債務人發生信貸事件的情況下，根據本集團信貸風險政策，須立即進行評級重檢。

The obligor rating assignment is reviewed at least annually as required by the Group's credit risk policy. When credit events occur to the obligor, rating review is triggered promptly in accordance with the Group's credit risk policy.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續） 3.1 The internal rating systems and risk components (continued)

(D) 內部評級系統控制機制（續） (D) The control mechanisms used for internal rating systems (continued)

本集團設計了評級推翻程序，允許信貸分析員考慮評級過程中未能包括的其他相關信息，但從保守及謹慎借貸原則出發，通過評級推翻程序調低債務人評級的幅度不設下限，但債務人評級的調升幅度則有限制，幅度最多不超過2個子級別，且調升理據須限制在事先確定的適當理由清單之內。所有推翻評級需由更高一級的信貸審批授權人簽認。內部評級政策設定評級推翻觸動點爲10%。評級推翻的運用和推翻原因的分析作爲內部評級模型表現檢查的一部分。

Rating override is designed to allow the credit analyst to include any other relevant credit information that has not yet been captured in the rating process. For reasons of conservatism and prudential considerations, overrides are unlimited in terms of downgrades but more restricted for better grades (upgrades). All upgrades will be limited to a maximum of two sub-grades supported by a very narrowly pre-defined list of appropriate reasons. All overrides need to be signed off by a higher level of credit approval authority. The internal rating policy sets a trigger point of 10% overrides on rating cases. The use of overrides and override reasons are analysed as part of performance review on IRB rating models.

本集團對內部評級系統的表現進行持續定期監察。高層管理人員定期審查內部評級系統的表現及預測能力。內部評級系統及程序的有效性由獨立控制單位負責。模型維護單位對內部評級系統的辨別能力、準確性及穩定性進行評估，而模型驗證單位對內部評級系統作全面檢查，內部審計對內部評級系統，以及相關的信貸風險管控部門的運作進行檢討。檢查結果定期向董事會和高層管理人員匯報。

The performance of internal rating system is put under ongoing periodic monitoring. The senior management periodically reviews the performance and predictive ability of the internal rating system. The effectiveness of the internal rating system and processes are reviewed by independent control functions. The model maintenance unit conducts assessment on the discriminatory power, accuracy and stability of the rating systems while the validation unit performs comprehensive review of the internal rating system. Internal audit reviews the internal rating system and the operations of the related credit risk control units. The results of the review are reported to the Board and senior management regularly.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.1 內部評級系統及風險組成部分（續）

3.1 The internal rating systems and risk components (continued)

(D) 內部評級系統控制機制（續）

(D) The control mechanisms used for internal rating systems (continued)

模型驗證團隊獨立於模型開發單位和評級單位，定期利用定性和定量分析，進行模型驗證。爲了確保評級系統的辨別能力、準確性和穩定性，本集團制定了模型驗收標準以符合監管及管理要求。如模型的表現能力大幅下降超出預設容忍限度，則會啓動模型重檢。

A model validation team which is independent from the model development unit and rating assignment units, conducts periodic model validations using both qualitative and quantitative analysis. Model acceptance standards are established to ensure the discriminatory power, accuracy and stability of the rating systems meet regulatory and management requirements. Review of a rating model will be triggered if the performance of the model deteriorates materially against pre-determined tolerance limits.

(E) 減值準備方法

(E) Approach for determining provisions

減值準備方法與本集團會計政策一致，具體請見本年報中財務報表附註2.14「金融資產減值」。

The approach in determining provisions is in line with the Group's accounting policies. For details, please refer to Note 2.14 "Impairment of financial assets" to the Financial Statements in this Annual Report.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.2 內部評級基準計算法下的風險承擔

3.2 Exposures by IRB calculation approach

下表列示本集團除證券化風險承擔外採用各種內部評級基準計算法計算的風險承擔（包括資產負債表內及資產負債表外風險承擔的違約風險承擔）：

The tables below show the Group's exposures other than securitisation exposures (including the EAD of on-balance sheet exposures and off-balance sheet exposures) by each IRB calculation approach.

		2012				
		基礎內部評級基準計算法 Foundation IRB Approach	監管分類準則計算法 Supervisory Slotting Criteria Approach	零售內部評級基準計算法 Retail IRB Approach	特定風險權重計算法 Specific Risk-weight Approach	總風險承擔 Total exposures
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
企業	Corporate	**640,927**	**1,391**	**-**	**-**	**642,318**
銀行	Bank	**429,712**	**-**	**-**	**-**	**429,712**
零售	Retail					
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	**-**	**-**	**209,677**	**-**	**209,677**
合資格循環零售	Qualifying revolving retail	**-**	**-**	**55,256**	**-**	**55,256**
其他個人零售及零售小企業	Other retail to individuals and small business retail	**-**	**-**	**31,938**	**-**	**31,938**
其他	Others	**-**	**-**	**-**	**163,857**	**163,857**
總計	Total	**1,070,639**	**1,391**	**296,871**	**163,857**	**1,532,758**

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.2 內部評級基準計算法下的風險承擔（續）

3.2 Exposures by IRB calculation approach (continued)

		2011				
		基礎內部評級基準計算法 Foundation IRB Approach 港幣百萬元 HK$'m	監管分類準則計算法 Supervisory Slotting Criteria Approach 港幣百萬元 HK$'m	零售內部評級基準計算法 Retail IRB Approach 港幣百萬元 HK$'m	特定風險權重計算法 Specific Risk-weight Approach 港幣百萬元 HK$'m	總風險承擔 Total exposures 港幣百萬元 HK$'m
企業	Corporate	540,672	2,875	-	-	543,547
銀行	Bank	438,956	-	-	-	438,956
零售	Retail					
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	-	-	193,566	-	193,566
合資格循環零售	Qualifying revolving retail	-	-	50,856	-	50,856
其他個人零售及零售小企業	Other retail to individuals and small business retail	-	-	30,899	-	30,899
其他	Others	-	-	-	133,623	133,623
總計	Total	979,628	2,875	275,321	133,623	1,391,447

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.3 內部評級基準計算法下監管規定的估算風險承擔 3.3 Exposures subject to supervisory estimates under the IRB approach

根據定義，監管分類準則計算法下的數額須繼續採用監管規定估算值計算。下表列示本集團採用內部評級基準計算法下監管規定估算的總違約風險承擔：

By definition, amounts reported under the supervisory slotting criteria approach continue to be subject to supervisory estimates. The table below shows the total EAD of the Group's exposures subject to supervisory estimates under the use of IRB approach.

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
企業	Corporate	**642,318**	543,547
銀行	Bank	**429,712**	438,956
其他	Others	**163,857**	133,623
		1,235,887	1,116,126

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.4 受信貸風險緩釋工具保障的風險承擔 3.4 Exposures covered by credit risk mitigation used

(A) 受認可抵押保障的風險承擔 (A) Exposures covered by recognised collateral

下表列示本集團按照《銀行業（資本）規則》的規定作出扣減後受認可抵押保障的風險承擔（已計及任何資產負債表內或資產負債表外認可淨額計算法的影響）。此等風險承擔並不包括場外衍生工具交易及回購形式交易。

The table below shows the Group's exposures (after the effect of any on-balance sheet or off-balance sheet recognised netting) which are covered by recognised collateral after the application of haircuts required under the Banking (Capital) Rules. These exposures exclude OTC derivative transactions and repo-style transactions.

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
企業	Corporate	**97,907**	89,764
銀行	Bank	**440**	318
其他	Others	**-**	-
		98,347	90,082

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.4 受信貸風險緩釋工具保障的風險承擔（續） 3.4 Exposures covered by credit risk mitigation used (continued)

(B) 受認可擔保保障的風險承擔 (B) Exposures covered by recognised guarantees

下表列示本集團按照《銀行業（資本）規則》的規定作出扣減後受認可擔保保障的風險承擔（已計及任何資產負債表內或資產負債表外認可淨額計算法的影響）。此等風險承擔並不包括場外衍生工具交易及回購形式交易。

The table below shows the Group's exposures (after the effect of any on-balance sheet or off-balance sheet recognised netting) which are covered by recognised guarantees after the application of haircuts required under the Banking (Capital) Rules. These exposures exclude OTC derivative transactions and repo-style transactions.

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
企業	Corporate	**20,834**	18,660
銀行	Bank	**17,451**	20,360
零售	Retail	**-**	-
其他	Others	**-**	-
		38,285	39,020

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.5 內部評級基準計算法下企業及銀行風險承擔的風險評估 3.5 Risk assessment for corporate and bank exposures under IRB approach

下表列示本集團截至 12 月 31 日不同風險承擔加權平均風險權重及風險承擔加權平均違約概率等級之企業及銀行總違約風險承擔。

The tables below detail the Group's total EAD of corporate and bank exposures by exposure-weighted average risk-weight and exposure-weighted average PD for each obligor grade as at 31 December.

以下企業及銀行之違約風險承擔及違約概率已計及認可擔保的影響。本集團並無採納認可淨額計算法。

The EAD and PD disclosed below in respect of corporate and bank exposures have taken into account the effect of recognised guarantees. No recognised netting was adopted by the Group.

有關各債務人等級的定義，請見第 318 頁。

For definition of each obligor grade, please refer to page 318.

(A) 企業風險承擔（不包括採用監管分類準則計算法的專門性借貸） (A) Corporate exposures (other than specialised lending under supervisory slotting criteria approach)

		2012		
內部信貸評級級別	Internal Credit Grades	違約風險承擔 Exposure at default	風險承擔加權平均風險權重 Exposure-weighted average risk-weight	風險承擔加權平均違約概率 Exposure-weighted average PD
		港幣百萬元 HK$'m	%	%
等級 1	Grade 1	-	-	-
等級 2	Grade 2	**22,607**	**16.14**	**0.04**
等級 3	Grade 3	**163,693**	**24.50**	**0.07**
等級 4	Grade 4	**152,425**	**45.17**	**0.25**
等級 5	Grade 5	**199,136**	**84.56**	**1.20**
等級 6	Grade 6	**100,041**	**133.52**	**5.59**
等級 7	Grade 7	**1,272**	**220.60**	**26.72**
等級 8／違約	Grade 8 / Default	**1,753**	**153.97**	**100.00**
		640,927		

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.5 內部評級基準計算法下企業及銀行風險承擔的風險評估（續）

3.5 Risk assessment for corporate and bank exposures under IRB approach (continued)

(A) 企業風險承擔（不包括採用監管分類準則計算法的專門性借貸）（續）

(A) Corporate exposures (other than specialised lending under supervisory slotting criteria approach) (continued)

		2011		
內部信貸評級級別	Internal Credit Grades	違約風險承擔 Exposure at default	風險承擔加權平均風險權重 Exposure-weighted average risk-weight	風險承擔加權平均違約概率 Exposure-weighted average PD
		港幣百萬元 HK$'m	%	%
等級 1	Grade 1	-	-	-
等級 2	Grade 2	17,031	15.25	0.03
等級 3	Grade 3	145,987	24.55	0.07
等級 4	Grade 4	128,251	43.87	0.25
等級 5	Grade 5	183,532	82.03	1.23
等級 6	Grade 6	62,308	118.60	5.34
等級 7	Grade 7	2,982	205.70	21.13
等級 8／違約	Grade 8 / Default	581	193.31	100.00
		540,672		

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.5 內部評級基準計算法下企業及銀行風險承擔的風險評估（續） 3.5 Risk assessment for corporate and bank exposures under IRB approach (continued)

(B) 企業風險承擔（採用監管分類準則計算法的專門性借貸） (B) Corporate exposures (specialised lending under supervisory slotting criteria approach)

監管評級等級	Supervisory Rating Grades	2012 違約風險承擔 Exposure at default 港幣百萬元 HK$'m	2012 風險承擔加權平均風險權重 Exposure-weighted average risk-weight %
優	Strong	**16**	**70.00**
良	Good	**953**	**90.00**
尚可	Satisfactory	**422**	**115.00**
欠佳	Weak	**-**	**-**
違約	Default	**-**	**-**
		1,391	

監管評級等級	Supervisory Rating Grades	2011 違約風險承擔 Exposure at default 港幣百萬元 HK$'m	2011 風險承擔加權平均風險權重 Exposure-weighted average risk-weight %
優	Strong	243	70.00
良	Good	2,001	83.13
尚可	Satisfactory	577	115.00
欠佳	Weak	54	250.00
違約	Default	-	-
		2,875	

專門性借貸的監管規定評級等級及風險權重乃根據《銀行業(資本)規則》第158條的規定而釐定。

The supervisory rating grades and risk-weights of specialised lending are determined in accordance with section 158 of the Banking (Capital) Rules.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.5 內部評級基準計算法下企業及銀行風險承擔的風險評估（續） 3.5 Risk assessment for corporate and bank exposures under IRB approach (continued)

(C) 銀行風險承擔 (C) Bank exposures

內部信貸評級級別	Internal Credit Grades	2012 違約風險承擔 Exposure at default	2012 風險承擔加權平均風險權重 Exposure-weighted average risk-weight	2012 風險承擔加權平均違約概率 Exposure-weighted average PD
		港幣百萬元 HK$'m	%	%
等級 1	Grade 1	-	-	-
等級 2	Grade 2	**41,148**	**16.89**	**0.04**
等級 3	Grade 3	**314,401**	**22.34**	**0.06**
等級 4	Grade 4	**72,441**	**41.53**	**0.20**
等級 5	Grade 5	**1,711**	**62.29**	**0.56**
等級 6	Grade 6	**11**	**53.36**	**5.02**
等級 7	Grade 7	-	-	-
等級 8／違約	Grade 8 / Default	-	-	-
		429,712		

內部信貸評級級別	Internal Credit Grades	2011 違約風險承擔 Exposure at default	2011 風險承擔加權平均風險權重 Exposure-weighted average risk-weight	2011 風險承擔加權平均違約概率 Exposure-weighted average PD
		港幣百萬元 HK$'m	%	%
等級 1	Grade 1	-	-	-
等級 2	Grade 2	56,964	16.54	0.04
等級 3	Grade 3	296,602	23.87	0.07
等級 4	Grade 4	81,028	41.91	0.20
等級 5	Grade 5	4,348	64.55	0.75
等級 6	Grade 6	14	23.68	7.46
等級 7	Grade 7	-	-	-
等級 8／違約	Grade 8 / Default	-	-	-
		438,956		

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.6 內部評級基準計算法下零售風險承擔的風險評估 3.6 Risk assessment for retail exposures under IRB approach

下表概述於12月31日按預期損失百分比範圍的零售風險承擔明細：

The tables below show breakdown of retail exposures on a pool basis by expected loss percentage (EL%) range as at 31 December.

住宅按揭 Residential mortgages

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
最多至1%	Up to 1%	**208,576**	192,602
>1%	>1%	**969**	850
違約	Default	**132**	114
		209,677	193,566

合資格循環零售 Qualifying revolving retail

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
最多至10%	Up to 10%	**54,610**	50,218
>10%	>10%	**624**	620
違約	Default	**22**	18
		55,256	50,856

其他零售 Other retail

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
最多至2%	Up to 2%	**21,895**	19,390
>2%	>2%	**248**	479
違約	Default	**78**	83
		22,221	19,952

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.6 內部評級基準計算法下零售風險承擔的風險評估（續） 3.6 Risk assessment for retail exposures under IRB approach (continued)

零售小企業 **Small business retail**

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
最多至1%	Up to 1%	**9,459**	10,676
>1%	>1%	**209**	218
違約	Default	**49**	53
		9,717	10,947

3.7 實際損失及估算值的分析 3.7 Analysis of actual loss and estimates

下表按風險承擔類別列示實際損失。實際損失相等於年內就內部評級基準計算法下各個類別風險承擔提撥的準備淨額（包括撇銷及個別評估減值準備）：

The table below shows the actual losses which represent the net charges (including write-offs and individually assessed impairment allowances) made by each class of exposures under the internal ratings-based approach for the year.

		2012	2011
		港幣百萬元	港幣百萬元
		HK$'m	HK$'m
企業	Corporate	**488**	(12)
銀行	Bank	**-**	3
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	**-**	-
合資格循環零售	Qualifying revolving retail	**127**	93
其他個人零售	Other retail to individuals	**12**	27
零售小企業	Small business retail	**12**	8
		639	119

企業暴露貸款減值的增加，主要因數個企業客戶進行貸款重組而引致降級。

Increase in the impairment charge of corporate exposures was mainly caused by the loan restructuring of a few corporate customers leading to loans downgraded.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.7 實際損失及估算值的分析（續） 3.7 Analysis of actual loss and estimates (continued)

下表按風險承擔類別列示預期損失。預期損失是指承擔債務人就有關風險承擔於一年期內可能違約或會引致的估計損失額。

The table below shows the expected loss which is the estimated loss likely to be incurred arising from the potential default of the obligors in respect of the exposure over a one-year period.

		2011 年 12 月 31 日 預期損失 Expected loss at 31 December 2011 港幣百萬元 HK$'m	2010 年 12 月 31 日 預期損失 Expected loss at 31 December 2010 港幣百萬元 HK$'m
企業	Corporate	**2,914**	2,539
銀行	Bank	**189**	149
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	**93**	97
合資格循環零售	Qualifying revolving retail	**309**	268
其他個人零售	Other retail to individuals	**111**	126
零售小企業	Small business retail	**32**	33
		3,648	3,212

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續） 3. Credit risk under the internal ratings-based approach (continued)

3.7 實際損失及估算值的分析（續） 3.7 Analysis of actual loss and estimates (continued)

下表是各組合的實際違約率與估算違約概率的對比。

The tables below set out the actual default rate compared against the estimated PD of the respective portfolio.

		2012 年間實際違約率 Actual default rate during 2012	2011 年 12 月 31 日預計違約概率 Estimated PD at 31 December 2011
		%	%
企業	Corporate	**0.49**	**1.81**
銀行	Bank	**-**	**0.48**
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	**0.04**	**0.62**
合資格循環零售	Qualifying revolving retail	**0.17**	**0.61**
其他個人零售	Other retail to individuals	**0.76**	**1.75**
零售小企業	Small business retail	**0.58**	**1.34**

		2011 年間實際違約率 Actual default rate during 2011	2010 年 12 月 31 日預計違約概率 Estimated PD at 31 December 2010
		%	%
企業	Corporate	0.37	1.73
銀行	Bank	0.22	0.44
個人及空殼公司住宅按揭貸款	Residential mortgages to individuals and property-holding shell companies	0.03	0.69
合資格循環零售	Qualifying revolving retail	0.18	0.60
其他個人零售	Other retail to individuals	0.72	1.86
零售小企業	Small business retail	0.48	1.40

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

3. 內部評級基準計算法下的信貸風險（續）

3. Credit risk under the internal ratings-based approach (continued)

3.7 實際損失及估算值的分析（續）

3.7 Analysis of actual loss and estimates (continued)

爲符合相關的法規和會計準則，預期損失和實際損失的量度和計算採用不同的方法，因此不能直接相比較。其差異主要來自於對「損失」的定義的基本差異。預期損失在巴塞爾資本協定二是測算債務人違約的潛在經濟損失並考慮金錢時間值及包括一旦債務人違約時與回收信貸風險承擔相關的直接及間接成本，而實際損失是指於年度內根據會計準則按個別評估計算的減值準備淨撥備及核銷。

It should be noted that expected loss and actual loss are measured and calculated using different methodologies compliant to relevant regulatory and accounting standards, which are therefore not directly comparable. The limitation arises mainly from the fundamental differences in the definition of “loss”. The expected loss under Basel II which estimates the economic loss arising from the potential default of the obligor by taking into account the time value of money and including the direct and indirect costs associated with the recoveries on the credit exposures, while actual loss is the net individually assessed impairment charges and write-offs made during the year in accordance with the accounting standards.

實際違約概率（實際 PD）的量度是使用違約的債務人數目（批發風險承擔）或賬戶數目（零售風險承擔），而估算的違約概率（估計 PD）是一個經濟週期的長期平均違約率的估算，並從評級日預計一年期內的違約概率。

The actual default rate (actual PD) is measured by using the number of obligors (for wholesale exposures) or number of accounts (for retail exposures) defaulted whereas the estimated probability of default (estimated PD) is an estimate of the long run average default rate over an economic cycle and is the estimated one-year forward-looking PD from the date of rating assignment.

因此，由於經濟情況圍繞週期性平均水平而上下波動，某年的（「特定時點」）實際違約率通常會不同於貫穿週期的估算違約概率。

Hence, actual PD in a particular year (“point-in-time”) will typically differ from the estimated PD which is the “through-the-cycle” estimates as economies move above or below the cyclical norms.

各資產組合的估算違約概率是較實際違約概率保守。

The estimated PD is more conservative than the actual default rate for all asset classes.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

4. 標準（信貸風險）計算法下的信貸風險 4. Credit risk under the standardised (credit risk) approach

4.1 外部信貸評估機構（ECAI）評級的使用 4.1 Ratings from External Credit Assessment Institutions ("ECAI")

本集團持續沿用標準（信貸風險）計算法並以外部信用評級爲依據確定以下資產承擔的信貸風險權重：

The Group continues to adopt standardised (credit risk) ("STC") approach based on external rating to determine the risk weight of the following asset classes of exposures:

- 官方實體
- 公營單位
- 多邊發展銀行

- Sovereign
- Public sector entity
- Multilateral development bank

本集團按《銀行業（資本）規則》第 4 部分規定的對應標準，使用外部信貸評估機構發行人評級的對應銀行賬的風險承擔。本集團認可的外部信貸評估機構包括標準普爾、穆迪和惠譽。

The Group performs the ECAI issuer ratings mapping to its exposures in banking book in accordance with Part 4 of the Banking (Capital) Rules. The ECAIs recognised by the Group include Standard & Poor's, Moody's and Fitch.

4.2 信貸風險緩釋 4.2 Credit risk mitigation

對於採用標準（信貸風險）計算法的信貸風險承擔，非逾期風險承擔的主要認可抵押品類型包括現金存款、債券及股票。此外，房地產可作爲逾期信貸風險承擔的認可抵押品。本集團對認可押品的處理符合《銀行業（資本）規則》中綜合法計算風險緩釋效應的要求。對於標準（信貸風險）計算法下的計算信貸風險承擔資本要求時，認可擔保人包括由風險權重比交易對手低的官方實體、公營單位以及多邊發展銀行以及外部評級爲 A-或以上的企業。

For credit exposures adopting STC approach, the main types of recognised collaterals include cash deposits, debt securities and shares for non-past due exposures. In addition, real estate collateral is also recognised for past due exposures. The treatment of recognised collateral is compliant with the comprehensive approach for credit risk mitigation as mentioned in the Banking (Capital) Rules. For credit exposures under STC approach, the recognised guarantees for capital calculation includes the guarantee given by sovereigns, public sector entities, multilateral development banks with a lower risk weight than the counterparty, and corporate with external rating of A- or above.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

4. 標準（信貸風險）計算法下的信貸風險（續） 4. Credit risk under the standardised (credit risk) approach (continued)

4.3 除證券化風險承擔外標準（信貸風險）計算法下的信貸風險承擔 4.3 Credit risk exposures other than securitisation exposures under the standardised (credit risk) approach

		2012						
		風險承擔總額 Total Exposures	信貸風險緩釋後金額* Exposures after CRM*		風險加權數額 Risk-weighted amount		認可抵押品涵蓋部分 Total exposures covered by recognised collateral	認可擔保或認可信貸衍生工具合約涵蓋部分 Total exposures covered by recognised guarantees or recognised credit derivative contracts
			獲評級 Rated	不獲評級 Unrated	獲評級 Rated	不獲評級 Unrated		
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
資產負債表內風險承擔	On-balance sheet exposures							
官方實體	Sovereign	237,263	238,873	-	16,662	-	-	-
公營單位	Public sector entity	24,584	24,437	-	538	-	-	193
多邊發展銀行	Multilateral development bank	21,769	21,769	-	-	-	-	-
銀行	Bank	382	382	-	78	-	-	-
證券公司	Securities firm	-	-	-	-	-	-	-
法團	Corporate	19,683	9,133	8,927	5,520	8,927	206	1,417
監管零售	Regulatory retail	6,431	-	6,317	-	4,737	114	-
住宅按揭貸款	Residential mortgage loans	5,812	-	5,766	-	2,883	-	46
不屬逾期風險承擔的其他風險承擔	Other exposures which are not past due	1,560	-	1,317	-	1,317	243	-
逾期風險承擔	Past due exposures	31	-	31	-	39	-	-
資產負債表內風險承擔總額	Total for on-balance sheet exposures	317,515	294,594	22,358	22,798	17,903	563	1,656
資產負債表外風險承擔	Off-balance sheet exposures							
除場外衍生工具交易及信貸衍生工具合約外的資產負債表外風險承擔	Off-balance sheet exposures other than OTC derivative transactions and credit derivative contracts	4,682	1,924	2,758	231	2,655	754	386
場外衍生工具交易	OTC derivative transactions	144	62	82	4	80	-	-
資產負債表外風險承擔總額	Total for off-balance sheet exposures	4,826	1,986	2,840	235	2,735	754	386
非證券化風險承擔總額	Total for non-securitisation exposures	322,341	296,580	25,198	23,033	20,638	1,317	2,042
從核心資本或附加資本扣除的風險承擔總額	Exposures deducted from Core Capital or Supplementary Capital	116						

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

4. 標準（信貸風險）計算法下的信貸風險（續） 4. Credit risk under the standardised (credit risk) approach (continued)

4.3 除證券化風險承擔外標準（信貸風險）計算法下的信貸風險承擔（續） 4.3 Credit risk exposures other than securitisation exposures under the standardised (credit risk) approach (continued)

		2011						
		風險承擔總額 Total Exposures	信貸風險緩釋後金額* Exposures after CRM*		風險加權數額 Risk-weighted amount		認可抵押品涵蓋部分 Total exposures covered by recognised collateral	認可擔保或認可信貸衍生工具合約涵蓋部分 Total exposures covered by recognised guarantees or recognised credit derivative contracts
			獲評級 Rated	不獲評級 Unrated	獲評級 Rated	不獲評級 Unrated		
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
資產負債表內風險承擔	On-balance sheet exposures							
官方實體	Sovereign	285,206	290,546	-	1,172	-	-	-
公營單位	Public sector entity	23,204	23,020	-	448	-	-	193
多邊發展銀行	Multilateral development bank	22,491	22,491	-	-	-	-	-
銀行	Bank	210	210	-	43	-	-	-
證券公司	Securities firm	-	-	-	-	-	-	-
法團	Corporate	18,268	6,188	6,615	3,118	6,615	318	5,147
監管零售	Regulatory retail	4,644	-	4,514	-	3,385	130	-
住宅按揭貸款	Residential mortgage loans	4,346	-	4,337	-	2,168	-	9
不屬逾期風險承擔的其他風險承擔	Other exposures which are not past due	1,078	-	946	-	946	132	-
逾期風險承擔	Past due exposures	15	-	15	-	23	-	-
資產負債表內風險承擔總額	Total for on-balance sheet exposures	359,462	342,455	16,427	4,781	13,137	580	5,349
資產負債表外風險承擔	Off-balance sheet exposures							
除場外衍生工具交易及信貸衍生工具合約外的資產負債表外風險承擔	Off-balance sheet exposures other than OTC derivative transactions and credit derivative contracts	3,871	1,954	1,917	226	1,797	556	218
場外衍生工具交易	OTC derivative transactions	177	58	119	1	117	-	-
資產負債表外風險承擔總額	Total for off-balance sheet exposures	4,048	2,012	2,036	227	1,914	556	218
非證券化風險承擔總額	Total for non-securitisation exposures	363,510	344,467	18,463	5,008	15,051	1,136	5,567
從核心資本或附加資本扣除的風險承擔總額	Exposures deducted from Core Capital or Supplementary Capital	84						

* 認可信貸風險緩釋符合《銀行業(資本)規則》訂定的要求及條件。

* Recognised credit risk mitigation satisfying the requirements and conditions set out in the Banking (Capital) Rules.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

5. 交易對手信貸風險相關承擔

5. Counterparty credit risk-related exposures

本集團在自營賬及銀行賬下來自場外衍生工具交易、回購形式交易之交易對手信貸風險的風險管理架構，與本年報中財務報表附註 4 所述一致。本集團通過一般信貸批核程序核定每一交易對手之風險承擔額度以控制場外衍生工具結算前風險，及結算額度以控制在自營賬及銀行賬下與外匯交收有關的結算風險。本集團採用每日盯市之現行風險承擔及潛在風險承擔方法監察。風險管理部密切和及時地識別與監控任何例外及超額情況。

The Group's counterparty credit risk arising from over-the-counter ("OTC") derivative transactions, repo-style transactions both in trading and banking book is subject to the same risk management framework as mentioned in Note 4 to the Financial Statements in this Annual Report. The Group establishes credit limit through formal credit approval procedures to control the pre-settlement credit risk arising from OTC derivative transactions and settlement limit to control the settlement risk arising from foreign exchange-related transactions in both the trading book and banking book. The Group monitors the risk exposure due to fluctuations in the market by using the current exposure and the potential exposure value of the transactions. Exceptions or excesses are timely and closely identified and monitored by Risk Management Department.

目前，本集團採用現行風險承擔方法計量和監控交易對手信貸風險承擔。交易對手信貸風險承擔由現行風險承擔和潛在風險承擔組成。

Currently, the Group uses the Current Exposure Method to measure and monitor the counterparty credit exposures, which comprises current exposures and potential future exposures.

本集團已爲債券回購形式交易下之抵押債券，制定審慎的認可準則及抵押折扣率。

The Group establishes prudent eligibility criteria and haircut policy of debt securities being pledged as collateral for repo-style transactions.

本集團根據交易對手的違約可能性及逾期時間制定了授信資產分類政策。若有客觀證據證明一項資產減值損失已出現，將根據香港財務報告準則及監管要求進行資產減值準備。

The Group formulates policy for classification of credit assets according to the PD of individual counterparty and the period of overdue. If there is objective evidence that an impairment loss has been incurred, impairment allowance will be provided according to HKFRS and regulatory requirements.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

5. 交易對手信貸風險相關承擔（續） 5. Counterparty credit risk-related exposures (continued)

5.1 交易對手信貸風險承擔 5.1 Counterparty credit risk exposures

下表概述本集團與對手在場外協商達成的衍生工具及以回購形式交易所產生的信貸風險承擔：

The following tables summarise the Group's exposures to counterparty credit risk arising from OTC derivative and repo-style transactions.

(A) 內部評級基準計算法下的交易對手信貸風險承擔 (A) Counterparty credit risk exposures under the internal ratings-based approach

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
在場外協商達成的衍生工具：	**OTC derivative:**		
總正數公平值	Gross total positive fair value	**12,884**	7,435
信貸等值數額	Credit equivalent amounts	**22,591**	14,680
減：認可抵押品	Less: Value of recognised collateral		
- 債券	- debt securities	**-**	-
- 其他	- others	**-**	-
信貸等值淨額	Net credit equivalent amounts	**22,591**	14,680
以交易對手類別分類之違約風險承擔	Exposure at default by counterparty type		
企業	Corporate	**797**	1,521
銀行	Banks	**21,794**	13,159
零售	Retail	**-**	-
其他	Others	**-**	-
		22,591	14,680
以交易對手類別分類之風險加權數額	Risk weighted amounts by counterparty type		
企業	Corporate	**509**	1,402
銀行	Banks	**4,443**	2,906
零售	Retail	**-**	-
其他	Others	**-**	-
		4,952	4,308

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

5. 交易對手信貸風險相關承擔（續） 5. Counterparty credit risk-related exposures (continued)

5.1 交易對手信貸風險承擔（續） 5.1 Counterparty credit risk exposures (continued)

(A) 內部評級基準計算法下的交易對手信貸風險承擔（續） (A) Counterparty credit risk exposures under the internal ratings-based approach (continued)

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
回購形式交易：	**Repo-style transactions:**		
淨信貸風險承擔	Net credit exposures	-	3,488
以交易對手類別分類之違約風險承擔	Exposure at default by counterparty type		
企業	Corporate	-	-
銀行	Banks	-	3,488
零售	Retail	-	-
其他	Others	-	-
		-	3,488
以交易對手類別分類之風險加權數額	Risk weighted amounts by counterparty type		
企業	Corporate	-	-
銀行	Banks	-	1,852
零售	Retail	-	-
其他	Others	-	-
		-	1,852

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

5. 交易對手信貸風險相關承擔（續） 5. Counterparty credit risk-related exposures (continued)

5.1 交易對手信貸風險承擔（續） 5.1 Counterparty credit risk exposures (continued)

(B) 標準（信貸風險）計算法下的交易對手信貸風險承擔 (B) Counterparty credit risk exposures under the standardised (credit risk) approach

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
在場外協商達成的衍生工具：	**OTC derivative:**		
總正數公平值	Gross total positive fair value	**41**	83
信貸等值數額	Credit equivalent amounts	**144**	177
減：認可抵押品	Less: Value of recognised collateral		
- 債券	- debt securities	**-**	-
- 其他	- others	**-**	-
信貸等值淨額	Net credit equivalent amounts	**144**	177
以交易對手類別分類之信貸等值數額於扣減認可抵押品後淨額	Credit equivalent amounts net of recognised collateral by counterparty type		
官方實體	Sovereign	**51**	57
公營單位	Public sector entity	**5**	-
銀行	Bank	**5**	2
法團	Corporate	**75**	107
監管零售	Regulatory retail	**8**	6
不屬逾期風險承擔的其他風險承擔	Other exposures which are not past due exposures	**-**	5
逾期風險承擔	Past due exposures	**-**	-
		144	177
以交易對手類別分類之風險加權數額	Risk weighted amounts by counterparty type		
官方實體	Sovereign	**-**	-
公營單位	Public sector entity	**1**	-
銀行	Bank	**3**	1
法團	Corporate	**74**	107
監管零售	Regulatory retail	**6**	5
不屬逾期風險承擔的其他風險承擔	Other exposures which are not past due exposures	**-**	5
逾期風險承擔	Past due exposures	**-**	-
		84	118

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

5. 交易對手信貸風險相關承擔（續）

5. Counterparty credit risk-related exposures (continued)

5.1 交易對手信貸風險承擔（續）

5.1 Counterparty credit risk exposures (continued)

(B) 標準（信貸風險）計算法下的交易對手信貸風險承擔（續）

(B) Counterparty credit risk exposures under the standardised (credit risk) approach (continued)

於 2012 年 12 月 31 日，並無標準（信貸風險）計算法下尚未完結的回購形式交易（2011 年：無）。

There are no outstanding repo-style transactions under the standardised (credit risk) approach as at 31 December 2012 (2011: Nil).

於 2012 年 12 月 31 日，衍生工具交易信貸等值數額並沒有受有效雙邊淨額結算協議所影響（2011 年：無）。

There is no effect of valid bilateral netting agreement on the credit equivalent amounts of the derivative transactions as at 31 December 2012 (2011: Nil).

於 2012 年 12 月 31 日，並無尚未完結的信貸衍生工具合約（2011 年：無）。

There are no outstanding credit derivative contracts as at 31 December 2012 (2011: Nil).

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

6. 資產證券化

本集團作爲一家投資機構，於2012 年繼續使用內部評級基準計算法下評級基準方法計算資產證券化和再證券化信貸風險承擔。由於這種方法使用外部信用評級以對應計算風險權重，爲此目的本集團使用金管局認可的三間外部信貸評級機構（標準普爾，穆迪和惠譽）的評級。

本集團持續監控證券化資產和再證券化資產的潛在風險，並會應用外部信用評級、通過評估證券相關資產的質素及市場價格，以管理相關投資的信貸風險。銀行賬資產抵押債券與按揭抵押債券的利率風險監控計量方法包括但不限於可供出售債券組合的經濟價值波動比率及基點現值。

於2012年12月31日，本集團並無持有尚未完結而意圖轉移爲證券化交易的銀行賬及交易賬內風險承擔。

源於本集團投資活動的證券化風險承擔分析如下：

6. Assets securitisation

The Group continues to adopt the ratings-based method under IRB approach to calculate the credit risk for both securitisation and re-securitisation exposures as an investing institution in the year 2012. Since this approach employs mapping of external credit ratings for risk weights calculations, the Group adopts the three ECAIs (Standard & Poor's, Moody's and Fitch) recognised by HKMA for this purpose.

The Group monitors the risks inherent in its securitisation assets and re-securitisation assets on an ongoing basis. The external credit ratings, assessment of the underlying assets and market prices are used for managing credit risk associated with the investment. For interest rate risk in its banking book, control measures for asset backed securities and mortgage backed securities include, but not limited to AFS EV and PVBP.

The Group has no outstanding exposures that are held with the intention of transferring exposures booked in the banking book and trading book into securitisation transactions as at 31 December 2012.

Securitisation exposures arising from the Group's investing activities are analysed as follows:

6.1 證券化風險承擔

6.1 Securitisation exposures

		2012 資產負債表內項目 On-balance sheet 銀行賬 Banking Book 港幣百萬元 HK$'m
住宅按揭貸款	Residential mortgage loans	**1,156**
商業物業按揭貸款	Commercial mortgage loans	**-**
學生貸款	Student loans	**172**
再證券化	Re-securitisations	**3**
		1,331

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

6. 資產證券化（續） 6. Assets securitisation (continued)

6.1 證券化風險承擔（續） 6.1 Securitisation exposures (continued)

		2011* 港幣百萬元 HK$'m
住宅按揭貸款	Residential mortgage loans	1,780
商業物業按揭貸款	Commercial mortgage loans	5
學生貸款	Student loans	467
		2,252

* 由於《2011 年銀行業（披露）（修訂）規則》下的新增要求，有關數據不應與 2012 年 12 月 31 日的數據作直接比較。

* As a result of the new requirements under Banking (Disclosure) (Amendment) Rules 2011, the amounts shown are not directly comparable with those of 31 December 2012.

於 2012 年 12 月 31 日，交易賬內並無資產負債表內的證券化風險承擔。

There are no on-balance sheet securitisation exposures booked in trading book as at 31 December 2012.

於 2012 年 12 月 31 日，銀行賬及交易賬內並無資產負債表外的證券化風險承擔。

There are no off-balance sheet securitisation exposures booked in banking and trading books as at 31 December 2012.

於2012年12月31日，並無使用內部模式計算法的交易賬證券化交易。

There are no securitisation transactions in trading book subject to the IMM approach as at 31 December 2012.

於 2012 年 12 月 31 日及 2011 年 12 月 31 日，並無從核心資本及／或附加資本中扣除的證券化風險承擔。

There are no securitisation exposures deducted from core and/or supplementary capital as at 31 December 2012 and 2011.

於2012年12月31日，本集團並無被視爲屬證券化及再證券化交易一部分的信貸風險緩釋。

The Group has no credit risk mitigations which are treated as part of securitisation and re-securitisation transactions as at 31 December 2012.

於2011年12月31日，本集團並無被視爲合成證券化交易一部分的信貸衍生工具合約。

The Group has no credit derivative contracts which are treated as part of synthetic securitisation transactions as at 31 December 2011.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

6. 資產證券化（續） 6. Assets securitisation (continued)

6.2 內部評級基準（證券化）計算法下按風險權重劃分的證券化風險承擔（不包括再證券化風險承擔） 6.2 Breakdown by risk-weights of the securitisation exposures (excluding re-securitisation exposures) under internal ratings-based (securitisation) approach

		2012	
		證券化風險承擔 Securitisation exposures	資本規定 Capital requirements
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
7%	7%	1,043	6
8%	8%	51	-
10%	10%	59	1
12%	12%	105	1
15%	15%	-	-
18%	18%	-	-
20%	20%	-	-
25%	25%	-	-
35%	35%	-	-
50%	50%	-	-
60%	60%	50	2
75%	75%	-	-
100%	100%	20	2
250%	250%	-	-
425%	425%	-	-
650%	650%	-	-
扣減自資本	Deducted from capital	-	-
		1,328	12

6.3 內部評級基準（證券化）計算法下按風險權重劃分的再證券化風險承擔 6.3 Breakdown by risk-weights of the re-securitisation exposures under internal ratings-based (securitisation) approach

		2012	
		證券化風險承擔 Securitisation exposures	資本規定 Capital requirements
		港幣百萬元 HK$'m	港幣百萬元 HK$'m
20%	20%	-	-
25%	25%	-	-
30%	30%	-	-
35%	35%	3	-
40%	40%	-	-
50%	50%	-	-
60%	60%	-	-
65%	65%	-	-
100%	100%	-	-
150%	150%	-	-
200%	200%	-	-
225%	225%	-	-
300%	300%	-	-
500%	500%	-	-
650%	650%	-	-
750%	750%	-	-
850%	850%	-	-
扣減自資本	Deducted from capital	-	-
		3	-

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

6. 資產證券化（續）

6. Assets securitisation (continued)

6.4 內部評級基準（證券化）計算法下按風險權重劃分的證券化風險承擔（包括再證券化風險承擔）

6.4 Breakdown by risk-weights of the securitisation exposures (including re-securitisation exposures) under internal ratings-based (securitisation) approach

		2011*		
		證券化風險承擔 Securitisation exposures	風險加權數額 Risk-weighted amount	資本規定 Capital requirements
		港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
7%	7%	1,817	134	11
8%	8%	61	5	1
10%	10%	111	12	1
12%	12%	100	13	1
35%	35%	34	13	1
60%	60%	105	67	5
100%	100%	24	26	2
扣減自資本	Deducted from capital	-	-	-
		2,252	270	22

* 由於《2011 年銀行業（披露）（修訂）規則》下的新增要求，有關數據不應與 2012 年 12 月 31 日的數據作直接比較。

* As a result of the new requirements under Banking (Disclosure) (Amendment) Rules 2011, the amounts shown are not directly comparable with those of 31 December 2012.

6.5 證券化風險承擔之會計政策摘要

本集團持有若干證券化之債務證券，於財務報告日，此等證券乃按列示於附註 2.8「金融資產」的本集團會計政策而作會計分類及計量。而以公平值計量之投資，對其估值之進一步資料列示於附註 4.5(B)「以公平值計量的金融工具」。

6.5 Summary of accounting policies for securitisation exposures

The Group held certain securitised debt securities at the end of the reporting period. They are classified and measured for accounting purpose in accordance with the Group's accounting policies as outlined in Note 2.8 "Financial assets". For those investments measured at fair value, further details on their valuation are outlined in Note 4.5(B) "Financial instruments measured at fair value".

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

7. 市場風險資本規定 7. Capital requirements for market risk

		2012 港幣百萬元 HK$'m	2011 港幣百萬元 HK$'m
在標準（市場風險）計算法下	Under the standardised (market risk) approach		
外匯風險承擔（淨額）	Foreign exchange exposures (net)	**-**	432
利率風險承擔	Interest rate exposures		
- 非證券化風險承擔	- non-securitisation exposure	**117**	240
股權風險承擔	Equity exposures	**36**	36
商品風險承擔	Commodity exposures	**6**	9
在內部模式計算法下	Under the internal models approach		
外匯及利率的一般風險承擔	General foreign exchange and interest rate exposures	**747**	908
市場風險資本要求	Capital charge for market risk	**906**	1,625

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

7. 市場風險資本規定（續） 7. Capital requirements for market risk (continued)

2012 年，爲符合《2011 年銀行業（資本）（修訂）規則》，市場風險監管資本要求包括計算受壓風險值資本要求。下表詳述本集團以內部模式計算法計算一般市場風險持倉的內部模式計算法風險值及受壓風險值[1]。

In 2012, market risk regulatory capital charge is calculated under the Banking (Capital) (Amendment) Rules 2011 to incorporate capital charge for stressed VAR. The following table sets out the IMM VAR and stressed VAR[1] for the general market risk exposure calculated under the IMM approach of the Group.

		年份 Year	於 12 月 31 日 At 31 December	全年最低數值 Minimum for the year	全年最高數值 Maximum for the year	全年平均數值 Average for the year
			港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m	港幣百萬元 HK$'m
外匯及利率風險之內部模式計算法風險值	IMM VAR for foreign exchange and interest rate risk	2012	38.5	35.0	105.1	63.9
外匯風險之內部模式計算法風險值	IMM VAR for foreign exchange risk	2012	19.7	16.2	70.1	36.3
利率風險之內部模式計算法風險值	IMM VAR for interest rate risk	2012	24.9	15.5	104.9	44.8
外匯及利率風險之受壓風險值	Stressed VAR for foreign exchange and interest rate risk	2012	221.9	140.7	334.6	217.4
外匯風險之受壓風險值	Stressed VAR for foreign exchange risk	2012	25.0	24.3	73.2	43.2
利率風險之受壓風險值	Stressed VAR for interest rate risk	2012	216.9	133.2	339.1	218.3

註釋：

1 市場風險監管資本的內部模式計算法風險值及受壓風險值利用了 99% 置信水平及 10 天持有期來計算。受壓風險值採用與風險值模型相同的方法，利用集團組合在連續 12 個月壓力市況下的歷史數據來計算。

Note:

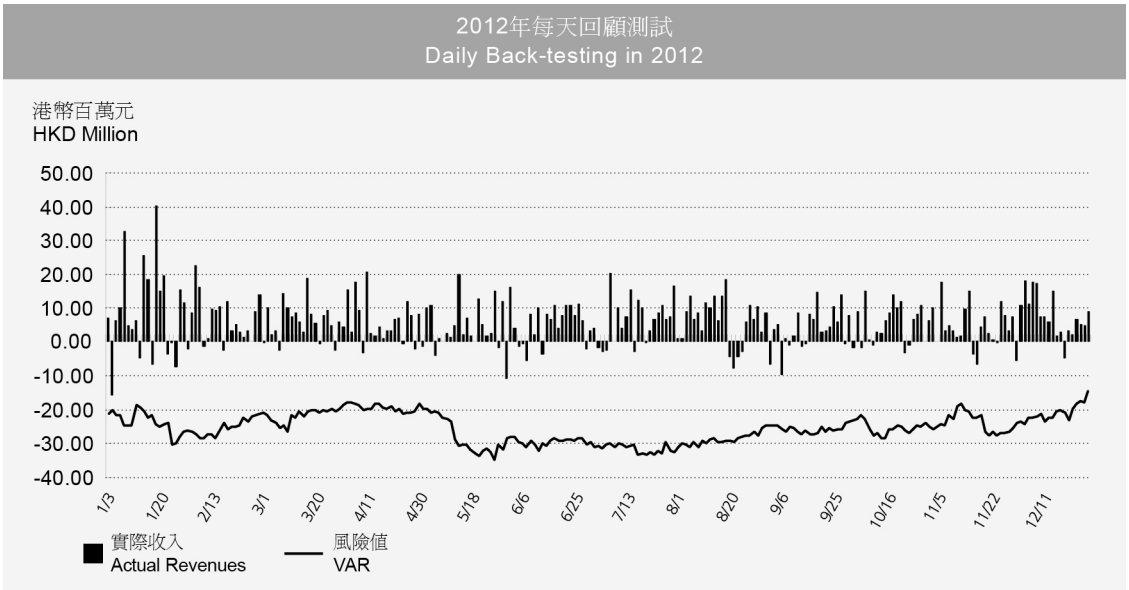
1 IMM VAR and stressed VAR measures used for market risk regulatory capital purposes are calculated to a 99% confidence level and use a 10-day holding period. The stressed VAR uses the same methodology as the VAR model and is generated with inputs calibrated to the historical data from a continuous 12-month period of significant financial stress relevant to the Group's portfolio.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

7. 市場風險資本規定（續） 7. Capital requirements for market risk (continued)

下圖列示內部模式計算法下的本集團市場風險的監管回顧測試結果。

The graph below shows the regulatory back-testing result of the Group's market risk under IMM approach.



2012 年內回顧測試結果顯示，並無實際交易損失超過風險值的情況。

There were no actual losses exceeding the VAR estimates for the Group in 2012 as shown in the back-testing results.

8. 操作風險資本規定 8. Capital requirements for operational risk

		2012 **港幣百萬元** **HK$'m**	2011 港幣百萬元 HK$'m
操作風險資本要求	Capital charge for operational risk	**4,421**	4,065

本集團採用標準（業務操作風險）計算法計算操作風險資本要求。

The Group uses the standardised (operational risk) approach to calculate its operational risk capital charge.

未經審核之補充財務資料（續） Unaudited Supplementary Financial Information (continued)

9. 銀行賬的股權風險承擔 9. Equity exposures in banking book

持有其他企業的股權乃是根據獲取該等股權的初始意圖入賬。因關係及策略性理由而持有的股權與因其他理由（包括資本增值）而持有的股權將以不同的分類入賬。擬持續持有的股權投資（不包括對聯營公司、共同控制企業或附屬公司的投資）歸類爲可供出售證券，並於資產負債表內的「證券投資」列示。

Equity holdings in other entities are accounted for in accordance with the underlying intentions of holdings at the inception of acquisition. The classifications for equity holdings taken for relationship and strategic purposes will be separated from those taken for other purposes (including capital appreciation). Investments in equity shares which are intended to be held on a continuing basis, but which do not comprise investments in associates, jointly controlled entities or subsidiaries, are classified as available-for-sale securities and are reported in the balance sheet as “Investment in securities”.

集團採用與詳列於財務報表附註 2.8(4)和 2.11 相同之會計處理及估值方法處理銀行賬中除聯營公司、共同控制企業或附屬公司以外的股權投資。若其後增加對有關股權的投資，並引致一項股權投資成爲聯營公司、共同控制企業或附屬公司，該項投資將會根據集團的會計政策重新分類入賬。

For equity exposures in banking book other than associates, jointly controlled entities or subsidiaries, the Group applies the same accounting treatment and valuation methodologies as detailed in the Notes 2.8(4) and 2.11 to the Financial Statements. If additional investment is made subsequently such that an investee becomes an associate, jointly controlled entity or subsidiary, then the investment is reclassified in accordance with the Group’s accounting policies.

與股權承擔有關之收益或虧損概述如下：

Gains or losses related to equity exposures are summarised below:

		2012	2011
		港幣百萬元	港幣百萬元
		HK$’m	HK$’m
出售產生的已實現收益	Realised gains from sales	**6**	36
於儲備而非損益中確認之未實現重估收益	Unrealised gains on revaluation recognised in reserves but not through profit or loss	**771**	526
包括於附加資本中的未實現收益	Unrealised gains included in supplementary capital	**347**	237

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

10. 風險管理

10. Risk Management

集團銀行業務

Banking Group

總覽

本集團深信良好的風險管理是企業成功的重要元素。在日常經營中，本集團高度重視風險管理，並強調風險控制與業務增長及發展之間必須取得平衡。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、法律及合規風險及策略風險。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。本集團設有經董事會審批的風險偏好陳述，表達本集團在風險可控的前提下所願意承擔的風險類型與程度，以實現業務發展目標和達到利益相關者的期望。有關本集團風險管理管治架構的詳細資料，請見本年報中財務報表附註 4。

Overview

The Group believes that sound risk management is crucial to the success of any organisation. In its daily operation, the Group attaches a high degree of importance to risk management and emphasises that a balance must be struck between risk control and business growth and development. The principal types of risks inherent in the Group's businesses are credit risk, interest rate risk, market risk, liquidity risk, operational risk, reputation risk, legal and compliance risk, and strategic risk. The Group's risk management objective is to enhance shareholder value by maintaining risk exposures within acceptable limits. The Group has a defined risk appetite statement approved by the Board, which is an expression of the types and level of risk that the Group is willing to take in order to achieve its business goals and to meet the expectations of its stakeholders under a controllable risk level. For details of the Group's risk management governance structure, please refer to Note 4 to the Financial Statements in this Annual Report.

信貸風險管理

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。銀行的交易賬戶和銀行賬戶、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，包括銀行同業交易、外匯及衍生交易、債券及證券投資。有關本集團信貸風險管理之詳細資料請見本年報中財務報表附註4.1。

Credit Risk Management

Credit risk is the risk of loss arising from that a customer or counterparty will be unable to or unwilling to meet its contractual obligations. Credit risk exists in the trading book and banking book, on- and off-balance sheet exposures of a bank. It arises principally from the lending, trade finance and treasury businesses, and covers inter-bank transactions, foreign exchange and derivative transactions as well as investments in bonds and securities. For details of the Group's Credit Risk Management, please refer to Note 4.1 to the Financial Statements in this Annual Report.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

10. Risk Management (continued)

市場風險管理

市場風險是指因金融市場價格（債券價格／利率、匯率、股票價格、商品價格）波動導致整體的外匯、商品、利率和股票持倉值出現負面變化而可能給本集團帶來的損失。本集團採取穩健的市場風險偏好，實現風險與收益的平衡。有關本集團市場風險管理之詳細資料請見本年報中財務報表附註 4.2。

Market Risk Management

Market risk refers to the risk of losses arising from adverse movements in the value of foreign exchange, commodity, interest rate and equity positions held by the Group due to the volatility of financial market price (debt security price/interest rate, foreign exchange rate, equity price, commodity price). The Group adopts a robust market risk appetite to achieve a balance between risk and return. For details of the Group's market risk management, please refer to Note 4.2 to the Financial Statements in this Annual Report.

本集團採用風險值量度一般市場風險，並定期向風險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年的市場數據爲參照，計算99% 置信水平下及1天持有期內集團層面及各附屬機構的風險值，並設定集團總體和各附屬機構的風險值限額。

The Group uses the VAR to measure and report general market risks to the Risk Committee ("RC") and senior management on a periodic basis. The Group adopts a uniformed VAR calculation model, using historical simulation approach and 2-year historical data, to calculate VAR of the Group and subsidiaries over a 1-day holding period with 99% confidence level, and to set up the VAR limit of the Group and subsidiaries.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

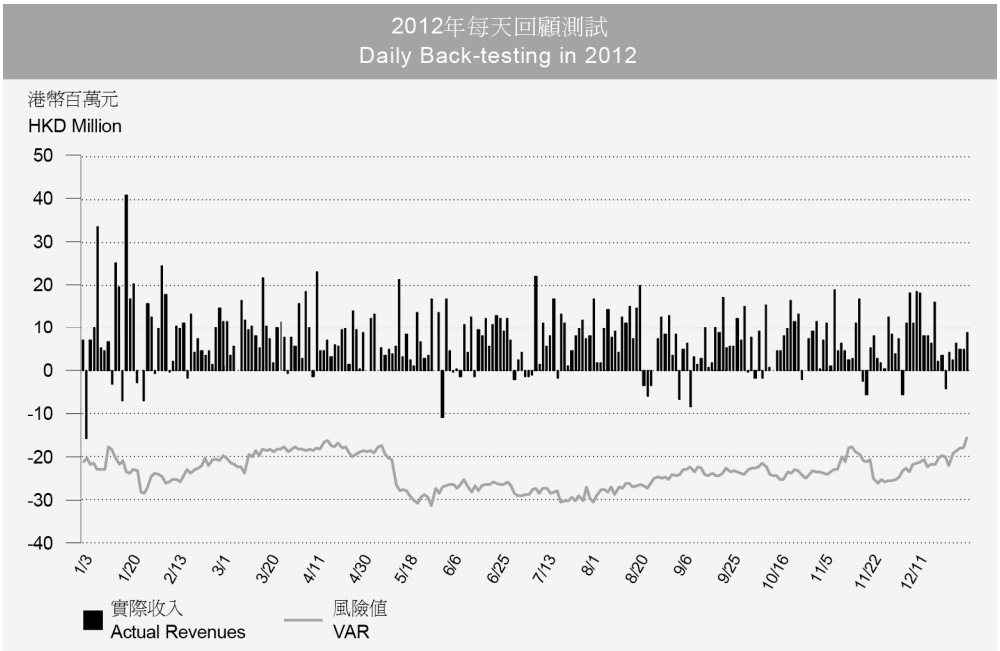
10. Risk Management (continued)

市場風險管理（續）

Market Risk Management (continued)

本集團採用回顧測試衡量風險值模型計量結果的準確性。回顧測試是將市場風險的風險值數字與下一個交易日從這些持盤得到的實際及假設收入作出比較。一般而言，在99%置信度下，在連續12個月內的例外情況應該不超過4次。下圖列示本集團風險值與實際收入比較之回顧測試結果。

The predictive power of the VAR measure is monitored by back-testing, which compares the calculated VAR figure of market risk exposures of each business day with the actual and hypothetical revenues arising on those exposures on the next business day. Generally speaking, the number of back-testing exceptions in a rolling 12-month period will not exceed four times, given a 99% confidence level. The graph below shows the back-testing result of the VAR against actual revenues of the Group.



2012年內回顧測試結果顯示，並無實際交易損失超過風險值的情況。

There were no actual losses exceeding the VAR estimates for the Group in 2012 as shown in the back-testing results.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

10. Risk Management (continued)

利率風險管理

利率風險是指因利率水平、資產負債期限結構等要素發生不利變動而可能導致銀行整體收益和經濟價值承受損失。本集團的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爲利率重訂風險、利率基準風險、收益率曲線風險及客戶擇權風險。有關本集團利率風險管理之詳細資料請見本年報中財務報表附註 4.2。

Interest Rate Risk Management

Interest rate risk means the risks to a bank's earnings and economic value arising from adverse movements in interest rate and term structures of the bank's asset and liability positions. The Group's interest rate risk exposures are mainly structural. The major types of interest rate risk from structural positions are repricing risk, basis risk, yield curve risk and option risk. For details of the Group's Interest Rate Risk Management, please refer to Note 4.2 to the Financial Statements in this Annual Report.

流動資金風險管理

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香港金融管理局的流動性支持，累積的淨現金流爲正值，可以保證基本生存期內的流動資金需要。有關本集團流動資金風險管理之詳細資料請見本年報中財務報表附註 4.3。

Liquidity Risk Management

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 follows the sound liquidity risk appetite to provide stable, reliable and adequate sources of cash to meet liquidity needs under normal circumstances or stressed scenarios; and survive with net positive cumulative cash flow in extreme scenarios, without requesting HKMA to act as the lender of last resort. For details about Liquidity Risk Management, please refer to Note 4.3 to the Financial Statements in this Annual Report.

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、員工、資訊科技系統，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，是本集團在日常操作活動中面對的風險。

Operational Risk Management

Operational risk is the risk of loss resulting from inadequate or failed internal process, staff and information technology 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)

10. 風險管理（續）

10. Risk Management (continued)

操作風險管理（續）

本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爲第一道防線，是操作風險管理的第一責任人，通過自我評估、自我檢查、自我整改、自我培訓來履行業務經營過程中自我風險控制職能。操作風險及合規部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、資訊科技部、公司服務部、財務管理部、會計部（統稱爲「專門職能單位」）爲第二道防線，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合規部，負責協助管理層管理本集團的操作風險，包括制定和重檢操作風險管理政策和框架、設計操作風險的管理機制和工具、評估及向管理層和風險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。集團稽核爲第三道防線，對操作風險管理框架的健全與充足性作獨立評估，需定期稽查本集團各部門或功能單位操作風險管理工作的合規性、有效性，並提出整改意見。

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, self checking, self correction and self development. The Operational Risk and Compliance Department (“OR&CD”) together with certain specialist functional units in relation to operational risk management within the Group, including the Human Resources Department, Information Technology Department, Corporate Services Department, Financial Management Department and General Accounting & Accounting Policy 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 OR&CD, being independent from the business units, is responsible for assisting the 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 Management and RC. Specialist functional units are required to carry out their managerial duties of the second line 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. Group Audit is the third line of defence which provides independent assessment to the robustness 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）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

10. Risk Management (continued)

操作風險管理（續）

本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本集團緊守的基本原則。本集團採用重要風險指標、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轉移。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。

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.

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。

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.

為減低信譽風險，本集團制定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。

In order to mitigate reputation risk, the Group has formulated and duly followed its Reputation Risk Management Policy. The policy aims to prevent and manage 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.

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。本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。

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）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

10. Risk Management (continued)

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合規部管理，該部門直接向風險總監匯報工作。所有法律事務均由法律服務中心處理，該中心向營運總監匯報工作。操作風險及合規部在法律服務中心的協助下負責管理法律風險。法律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。

Legal and Compliance Risk Management

Legal risk is the risk that unenforceable contracts, lawsuits or adverse judgements 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 OR&CD, which reports directly to the Chief Risk Officer ("CRO"). All legal matters are handled by the Legal Services Centre ("LSC"), which reports to the Chief Operating Officer. The OR&CD is responsible for legal risk management of the Group with support rendered by the LSC. As part of the Group's corporate governance framework, the policy for the management of legal and compliance risk is approved by the RC as delegated by the Board.

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，以及爲執行戰略與政策而制定各項具體的計劃、方案和制度時，由於在策略制定、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層管理人員與董事會的充分評估與適當的審批。

Strategic Risk Management

Strategic risk generally refers to the risks that may induce some 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 decisional strategies and lack of response to the market. 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.

本集團因應最新市場情況及發展，定期檢討業務策略。

The Group regularly reviews its business strategies to cope with the latest market situation and developments.

未經審核之補充財務資料（續）

Unaudited Supplementary Financial Information (continued)

10. 風險管理（續）

10. Risk Management (continued)

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，同時爲股東帶來最大回報。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。

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 Asset and Liability Management Committee ("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.

爲符合香港金融管理局監管政策手冊「監管審查程序」內的要求，本集團採用內部資本充足評估程序並每年作出重檢。按香港金融管理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未能在第一支柱下涵蓋的重大風險所需的額外資本，從而設定出本集團最低普通股資本充足比率、最低核心資本充足率及最低資本充足率。同時，本集團亦設定了資本充足率運作區間，以支持業務發展需要及促進資本的有效運用。

To comply with the HKMA's requirements as stated in the Supervisory Policy Manual "Supervisory Review Process", the Group adopts the internal capital adequacy assessment process ("ICAAP") and reviews it annually. 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 under Pillar I, and therefore minimum common equity CAR, minimum core CAR and the minimum CAR are determined. Meanwhile, an operating CAR Range has also been established which enables the flexibility for future business growth and efficiency of capital utilisation.

巴塞爾資本協定三資本要求於2013年1月1日起開始運作。本集團已就有關影響作出評估，並爲落實新資本要求做好準備。

The Group has assessed the relevant impact and been well prepared for the implementation of Basel III capital standards which came into operation on 1 January 2013.

壓力測試

本集團以壓力測試輔助各項風險的分析工作。壓力測試是一種風險管理工具，用以評估當市場或宏觀經濟因素急劇變化並產生極端不利的經營環境時銀行風險暴露的情況。本集團內各風險管理單位按香港金融管理局監管政策手冊「壓力測試」內的原則，定期進行壓力測試。資產負債管理委員會根據風險委員會批准的主要風險限額，對壓力測試的結果進行監控，財務管理部定期向董事會及風險委員會匯報本集團的綜合測試結果。

Stress Testing

The Group supplements the analysis of various types of risks with stress testing. Stress testing is a risk management tool for estimating risk exposures under stressed conditions arising from extreme but plausible market or macroeconomic movements. These tests are conducted on a regular basis by the Group's various risk management units in accordance with the principles stated in the Supervisory Policy Manual "Stress-testing" published by the HKMA. The ALCO monitors the results against the key risk limit approved by the RC. The Financial Management Department reports the combined stress test results of the Group to the Board and RC regularly.

附錄

本銀行之附屬公司

本銀行附屬公司的具體情況如下：

公司名稱	註冊／營業地點及日期	已發行並繳足股本／註冊資本	持有權益	主要業務
南洋商業銀行有限公司	1948 年 2 月 2 日 於香港	普通股份 700,000,000 港元	100.00%	銀行業務
集友銀行有限公司	1947 年 4 月 24 日 於香港	普通股份 300,000,000 港元	70.49%	銀行業務
中銀信用卡（國際）有限公司	1980 年 9 月 9 日 於香港	普通股份 480,000,000 港元	100.00%	信用卡服務
中國銀行（香港）代理人有限公司*	1985 年 10 月 1 日 於香港	普通股份 2 港元	100.00%	代理人服務
中國銀行（香港）信託有限公司*	1987 年 11 月 6 日 於香港	普通股份 3,000,000 港元	100.00%	信託及代理服務
中銀集團信託人有限公司*	1997 年 12 月 1 日 於香港	普通股份 200,000,000 港元	64.20%	信託服務
中銀旅遊有限公司*	1982 年 8 月 24 日 於香港	普通股份 2,000,000 港元	100.00%	旅遊服務
中銀香港金融產品（開曼）有限公司	2006 年 11 月 10 日 於開曼群島	普通股份 50,000 美元	100.00%	發行結構性票據
中銀信息科技（深圳）有限公司*	1990 年 4 月 16 日 於中國	註冊資本 70,000,000 港元	100.00%	物業持有及物業投資
中銀信息技術服務（深圳）有限公司*	1993 年 5 月 26 日 於中國	註冊資本 40,000,000 港元	100.00%	信息技術服務
中銀國際英國保誠信託有限公司*	1999 年 10 月 11 日 於香港	普通股份 300,000,000 港元	41.10%	信託服務
浙興（代理人）有限公司*	1980 年 4 月 23 日 於香港	普通股份 10,000 港元	100.00%	代理人服務
集友銀行（代理人）有限公司*	1981 年 11 月 3 日 於香港	普通股份 100,000 港元	70.49%	投資控股
中捷有限公司	1980 年 4 月 9 日 於香港	普通股份 200 港元	100.00%	物業持有及物業投資
欣澤有限公司*	2001 年 5 月 4 日 於香港	普通股份 2 港元	70.49%	投資控股

附錄（續）

本銀行之附屬公司（續）

公司名稱	註冊／營業地點及日期	已發行並繳足股本／註冊資本	持有權益	主要業務
港中銀縮微技術（深圳）有限公司*	1993 年 9 月 24 日 於中國	註冊資本 40,000,000 港元	100.00%	物業持有及物業投資
金城投資發展（香港）有限公司	1981 年 5 月 15 日 於香港	普通股份 6,000 港元	100.00%	物業持有及物業投資
金城（代理人）有限公司*	1980 年 12 月 12 日 於香港	普通股份 100,000 港元	100.00%	代理人服務
僑南置業有限公司*	1963 年 11 月 9 日 於香港	普通股份 2,000,000 港元	100.00%	物業持有及物業投資
廣利南投資管理有限公司*	1984 年 5 月 25 日 於香港	普通股份 3,050,000 港元	100.00%	投資代理
南洋商業銀行（中國）有限公司	2007 年 12 月 14 日 於中國	註冊資本 6,500,000,000 人民幣	100.00%	銀行業務
南洋商業銀行（代理人）有限公司*	1980 年 8 月 22 日 於香港	普通股份 50,000 港元	100.00%	代理人服務
南洋商業銀行信託有限公司*	1976 年 10 月 22 日 於香港	普通股份 3,000,000 港元	100.00%	信託服務
寶喜企業有限公司*	1979 年 10 月 2 日 於香港	普通股份 100,000 港元	100.00%	物業持有及物業投資
寶生金融投資服務有限公司*	1980 年 9 月 23 日 於香港	普通股份 95,000,000 港元	100.00%	黃金買賣及投資控股
寶生期貨有限公司*	1993 年 10 月 19 日 於香港	普通股份 95,000,000 港元	100.00%	證券及期貨業務
誠信置業有限公司*	1961 年 12 月 11 日 於香港	普通股份 2,800,000 港元	70.49%	投資控股
新僑企業有限公司*	1961 年 9 月 13 日 於香港	普通股份 3,000,000 港元	100.00%	物業持有及物業投資
新華信託有限公司*	1978 年 10 月 27 日 於香港	普通股份 3,000,000 港元	100.00%	信託服務
新美（代理人）有限公司*	1982 年 4 月 27 日 於香港	普通股份 100,000 港元	100.00%	代理人服務

附錄（續）

本銀行之附屬公司（續）

公司名稱	註冊／營業地點及日期	已發行並繳足股本／註冊資本	持有權益	主要業務
新月城有限公司*	1980 年 11 月 28 日 於香港	普通股份 100,000 港元	100.00%	物業持有及物業投資
中訊資訊服務有限公司*	1993 年 2 月 11 日 於香港	普通股份 7,000,000 港元	100.00%	資訊服務
中南（代理人）服務有限公司*	1981 年 2 月 13 日 於香港	普通股份 100,000 港元	100.00%	代理人服務
倬伶投資有限公司*	1994 年 2 月 8 日 於香港	普通股份 2 港元	100.00%	物業持有及物業投資

港中銀縮微技術（深圳）有限公司於 2011 年 12 月 26 日進入清算程序。

南洋財務有限公司及南商有限公司已於 2012 年 2 月 16 日正式解散。

百信有限公司已於 2012 年 3 月 19 日正式解散。

Dwell Bay Limited 及興通有限公司已於 2012 年 7 月 17 日正式解散。

柏浪濤有限公司已於 2012 年 7 月 27 日正式解散。

金城投資發展（香港）有限公司於 2012 年 10 月 16 日進入股東自動清盤程序。

中銀旅遊有限公司於 2012 年 11 月 23 日進入股東自動清盤程序。

京城財務（香港）有限公司已於 2012 年 12 月 28 日正式解散。

新美（代理人）有限公司、金城（代理人）有限公司、新月城有限公司、倬伶投資有限公司、寶喜企業有限公司及僑南置業有限公司於 2013 年 1 月 19 日正式解散。

中捷有限公司及中南（代理人）服務有限公司於 2013 年 2 月 23 日正式解散。

備註：

以上表內的附屬公司名稱末附有 * 者，表示該公司並無納入按監管要求計算資本充足率的綜合基礎內。中銀香港及其按金管局指定的附屬公司根據《銀行業（資本）規則》組成綜合基礎。在會計處理方面，附屬公司則按照會計準則進行綜合，有關會計準則乃由香港會計師公會依據《專業會計師條例》18A 所頒佈的。

Appendix

Subsidiaries of the Bank

The particulars of our subsidiaries are as follows:

Name of company	Place and date of incorporation/ operation	Issued and fully paid up share capital/ registered capital	Interest held	Principal activities
Nanyang Commercial Bank, Limited	Hong Kong 2 February 1948	Ordinary shares HK$700,000,000	100.00%	Banking business
Chiyu Banking Corporation Limited	Hong Kong 24 April 1947	Ordinary shares HK$300,000,000	70.49%	Banking business
BOC Credit Card (International) Limited	Hong Kong 9 September 1980	Ordinary shares HK$480,000,000	100.00%	Credit card services
Bank of China (Hong Kong) Nominees Limited*	Hong Kong 1 October 1985	Ordinary shares HK$2	100.00%	Nominee services
Bank of China (Hong Kong) Trustees Limited*	Hong Kong 6 November 1987	Ordinary shares HK$3,000,000	100.00%	Trustee and agency services
BOC Group Trustee Company Limited*	Hong Kong 1 December 1997	Ordinary shares HK$200,000,000	64.20%	Trustee services
BOC Travel Services Limited*	Hong Kong 24 August 1982	Ordinary shares HK$2,000,000	100.00%	Travel services
BOCHK Financial Products (Cayman) Limited	Cayman Islands 10 November 2006	Ordinary shares US$50,000	100.00%	Issuing structured notes
BOCHK Information Technology (Shenzhen) Co., Ltd.*	PRC 16 April 1990	Registered capital HK$70,000,000	100.00%	Property holding and investment
BOCHK Information Technology Services (Shenzhen) Ltd.*	PRC 26 May 1993	Registered capital HK$40,000,000	100.00%	Information technology services
BOCI-Prudential Trustee Limited*	Hong Kong 11 October 1999	Ordinary shares HK$300,000,000	41.10%	Trustee services
Che Hsing (Nominees) Limited*	Hong Kong 23 April 1980	Ordinary shares HK$10,000	100.00%	Nominee services
Chiyu Banking Corporation (Nominees) Limited*	Hong Kong 3 November 1981	Ordinary shares HK$100,000	70.49%	Investment holding
Chung Chiat Company Limited	Hong Kong 9 April 1980	Ordinary shares HK$200	100.00%	Property holding and investment
Grace Charter Limited*	Hong Kong 4 May 2001	Ordinary shares HK$2	70.49%	Investment holding

Appendix (continued)

Subsidiaries of the Bank (continued)

Name of company	Place and date of incorporation/ operation	Issued and fully paid up share capital/ registered capital	Interest held	Principal activities
G.Z.Y. Microfilm Technology (Shenzhen) Co., Ltd.*	PRC 24 September 1993	Registered capital HK$40,000,000	100.00%	Property holding and investment
Kincheng Investments & Developments (H.K.) Limited	Hong Kong 15 May 1981	Ordinary shares HK$6,000	100.00%	Property holding and investment
Kincheng (Nominees) Limited*	Hong Kong 12 December 1980	Ordinary shares HK$100,000	100.00%	Nominee services
Kiu Nam Investment Corporation Limited*	Hong Kong 9 November 1963	Ordinary shares HK$2,000,000	100.00%	Property holding and investment
Kwong Li Nam Investment Agency Limited*	Hong Kong 25 May 1984	Ordinary shares HK$3,050,000	100.00%	Investment agency
Nanyang Commercial Bank (China), Limited	PRC 14 December 2007	Registered capital RMB6,500,000,000	100.00%	Banking business
Nanyang Commercial Bank (Nominees) Limited*	Hong Kong 22 August 1980	Ordinary shares HK$50,000	100.00%	Nominee services
Nanyang Commercial Bank Trustee Limited*	Hong Kong 22 October 1976	Ordinary shares HK$3,000,000	100.00%	Trustee services
Po Hay Enterprises Limited*	Hong Kong 2 October 1979	Ordinary shares HK$100,000	100.00%	Property holding and investment
Po Sang Financial Investment Services Company Limited*	Hong Kong 23 September 1980	Ordinary shares HK$95,000,000	100.00%	Gold trading and investment holding
Po Sang Futures Limited*	Hong Kong 19 October 1993	Ordinary shares HK$95,000,000	100.00%	Securities and futures brokerage
Seng Sun Development Company, Limited*	Hong Kong 11 December 1961	Ordinary shares HK$2,800,000	70.49%	Investment holding
Sin Chiao Enterprises Corporation, Limited*	Hong Kong 13 September 1961	Ordinary shares HK$3,000,000	100.00%	Property holding and investment
Sin Hua Trustee Limited*	Hong Kong 27 October 1978	Ordinary shares HK$3,000,000	100.00%	Trustee services
Sin Mei (Nominee) Limited*	Hong Kong 27 April 1982	Ordinary shares HK$100,000	100.00%	Nominee services

Appendix (continued)

Subsidiaries of the Bank (continued)

Name of company	Place and date of incorporation/ operation	Issued and fully paid up share capital/ registered capital	Interest held	Principal activities
Sin Yeh Shing Company Limited*	Hong Kong 28 November 1980	Ordinary shares HK$100,000	100.00%	Property holding and investment
Sino Information Services Company Limited*	Hong Kong 11 February 1993	Ordinary shares HK$7,000,000	100.00%	Information services
The China-South Sea (Nominees) Services Limited*	Hong Kong 13 February 1981	Ordinary shares HK$100,000	100.00%	Nominee services
Track Link Investment Limited*	Hong Kong 8 February 1994	Ordinary shares HK$2	100.00%	Property holding and investment

G.Z.Y. Microfilm Technology (Shenzhen) Co., Ltd. commenced winding up on 26 December 2011.

Nanyang Finance Company Limited and Nan Song Company, Limited were dissolved on 16 February 2012.

Patson (HK) Limited was dissolved on 19 March 2012.

Dwell Bay Limited and Shenstone Limited were dissolved on 17 July 2012.

Perento Limited was dissolved on 27 July 2012.

Kincheng Investments & Developments (H.K.) Limited commenced members' voluntary winding up on 16 October 2012.

BOC Travel Services Limited commenced members' voluntary winding up on 23 November 2012.

Kincheng Finance (H.K.) Limited was dissolved on 28 December 2012.

Sin Mei (Nominee) Limited, Kincheng (Nominees) Limited, Sin Yeh Shing Company Limited, Track Link Investment Limited, Po Hay Enterprises Limited and Kiu Nam Investment Corporation Limited have been dissolved on 19 January 2013.

Chung Chiat Company Limited and The China-South Sea (Nominees) Services Limited have been dissolved on 23 February 2013.

Remarks:
Name of subsidiaries which are not included in the consolidation group for regulatory purposes in respect of capital adequacy is marked with * in the above table. BOCHK and its subsidiaries specified by the HKMA form the basis of consolidation for its regulatory purposes in accordance with the Banking (Capital) Rules. For accounting purposes, subsidiaries are consolidated in accordance with the accounting standards issued by the HKICPA pursuant to section 18A of the Professional Accountants Ordinance.

釋義

在本年報中，除非文義另有所指，否則下列詞彙具有以下涵義：

詞彙	涵義
「中國銀行」	中國銀行股份有限公司，一家根據中國法例成立之商業銀行及股份制有限責任公司，其H股及A股股份分別於香港聯交所及上海證券交易所掛牌上市
「中銀（BVI）」	BOC Hong Kong（BVI）Limited，根據英屬處女群島法例註冊成立之公司，並爲中銀香港（集團）有限公司之全資附屬公司
「中銀香港慈善基金」	中國銀行（香港）有限公司慈善基金（前稱中銀集團慈善基金）成立於1994年7月
「中銀香港（控股）」	中銀香港（控股）有限公司，根據香港法例註冊成立之公司
「中銀香港」或「本銀行」	中國銀行（香港）有限公司，根據香港法例註冊成立之公司，並爲中銀香港（控股）有限公司之全資附屬公司
「中銀國際」	中銀國際控股有限公司，根據香港法例註冊成立之公司，並爲中國銀行之全資附屬公司
「中銀香港（控股）董事會」	中銀香港（控股）有限公司的董事會
「董事會」	本銀行的董事會
「中投」	中國投資有限責任公司
「匯金」	中央匯金投資有限責任公司
「集友」	集友銀行有限公司，根據香港法例註冊成立之公司，中銀香港佔其70.49%股權
「惠譽」	惠譽國際評級
「金管局」	香港金融管理局
「香港」	香港特別行政區
「上市規則」	香港聯合交易所有限公司證券上市規則
「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
「中期票據計劃」	由中銀香港於2011年9月2日訂立的中期票據計劃
「穆迪」	穆迪投資者服務
「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，並爲南商之全資附屬公司

釋義（續）

詞彙	涵義
「南商」	南洋商業銀行有限公司，根據香港法例註冊成立之公司，並爲中銀香港之全資附屬公司
「中國」	中華人民共和國
「人民幣」	人民幣，中國法定貨幣
「認股權計劃」	中銀香港（控股）股東於 2002 年 7 月 10 日有條件地批准及採納的認股權計劃
「股份儲蓄計劃」	中銀香港（控股）股東於 2002 年 7 月 10 日有條件地批准及採納的股份儲蓄計劃
「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
「本集團」	本銀行及其附屬公司
「風險值」	風險持倉涉險值

Definitions

In this Annual Report, unless the context otherwise requires, the following terms shall have the meanings set out below:

Terms	Meanings
"ABS"	Asset-backed Securities
"ALCO"	the Asset and Liability Management Committee
"ATM"	Automated Teller Machine
"BOC"	Bank of China Limited, a joint stock commercial bank with limited liability established under the laws of the PRC, the H shares and A shares of which are listed on the Hong Kong Stock Exchange and the Shanghai Stock Exchange respectively
"BOC (BVI)"	BOC Hong Kong (BVI) Limited, a company incorporated under the laws of the British Virgin Islands and a wholly-owned subsidiary of BOC Hong Kong (Group) Limited
"BOCHK Charitable Foundation"	Bank of China (Hong Kong) Limited Charitable Foundation (formerly known as the "Bank of China Group Charitable Foundation"), a charitable foundation being established in July 1994
"BOCHK (Holdings)"	BOC Hong Kong (Holdings) Limited, a company incorporated under the laws of Hong Kong
"BOCHK" or "the Bank"	Bank of China (Hong Kong) Limited, a company incorporated under the laws of Hong Kong and a wholly-owned subsidiary of BOC Hong Kong (Holdings) Limited
"BOCI"	BOC International Holdings Limited, a company incorporated under the laws of Hong Kong and a wholly-owned subsidiary of BOC
"BOCI-Prudential Manager"	BOCI-Prudential Asset Management Limited, a company incorporated under the laws of Hong Kong, in which BOCI Asset Management Limited, a wholly-owned subsidiary of BOC International Holdings Limited, and Prudential Corporation Holdings Limited hold equity interests of 64% and 36% respectively
"BOCI-Prudential Trustee"	BOCI-Prudential Trustee Limited, a company incorporated under the laws of Hong Kong, in which BOC Group Trustee Company Limited and Prudential Corporation Holdings Limited hold equity interests of 64% and 36% respectively
"Board of BOCHK (Holdings)"	the Board of Directors of BOCHK (Holdings)
"Board" or "Board of Directors"	the Board of Directors of BOCHK
"CAR"	Capital Adequacy Ratio, computed on the consolidated basis that comprises the positions of BOCHK and certain subsidiaries specified by the HKMA for its regulatory purposes and in accordance with the Banking (Capital) Rules
"CE"	Chief Executive
"CIC"	China Investment Corporation
"CRM"	Credit Risk Mitigation

Definitions (continued)

Terms	Meanings
"CRO"	Chief Risk Officer
"Central Huijin"	Central Huijin Investment Ltd.
"Chiyu"	Chiyu Banking Corporation Limited, a company incorporated under the laws of Hong Kong, in which BOCHK holds an equity interest of 70.49%
"DCE"	Deputy Chief Executive
"EAD"	Exposure at Default
"ECAI(s)"	External Credit Assessment Institution(s)
"EL"	Expected Loss
"EURIBOR"	Euro Interbank Offered Rate
"EV"	Economic Value Sensitivity Ratio
"FIRB"	Foundation Internal Ratings-based
"Fitch"	Fitch Ratings
"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
"IMM"	Internal Models
"IRB"	Internal Ratings-based
"LGD"	Loss Given Default

Definitions (continued)

Terms	Meanings
"LSC"	Legal Services Centre
"Listing Rules"	the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
"MBS"	Mortgage-backed Securities
"MC"	the Management Committee
"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 China"	the mainland of the PRC
"Medium Term Note Programme"	the medium term note programme was established by BOCHK on 2 September 2011
"Moody's"	Moody's Investors Service
"NCB (China)"	Nanyang Commercial Bank (China), Limited, a company incorporated under the laws of the PRC and a wholly-owned subsidiary of Nanyang
"Nanyang"	Nanyang Commercial Bank, Limited, a company incorporated under the laws of Hong Kong and a wholly-owned subsidiary of BOCHK
"OR&CD"	the Operational Risk & Compliance Department
"ORSO schemes"	the Occupational Retirement Schemes under Occupational Retirement Schemes Ordinance, Chapter 426 of the Laws of Hong Kong
"PD"	Probability of Default
"PRC"	the People's Republic of China
"PVBP"	Price Value of a Basis Point
"RC"	the Risk Committee
"RMB" or "Renminbi"	Renminbi, the lawful currency of the PRC
"RMD"	the Risk Management Department
"RWA"	Risk-weighted Assets
"SC"	Steering Committee
"STC"	Standardised (Credit Risk)
"STM"	Standardised (Market Risk)
"STO"	Standardised (Operational Risk)

Definitions (continued)

Terms	Meanings
"Share Option Scheme"	the Share Option Scheme conditionally approved and adopted by the shareholders of BOCHK (Holdings) on 10 July 2002
"Sharesave Plan"	the Sharesave Plan conditionally approved and adopted by the shareholders of BOCHK (Holdings) on 10 July 2002
"Standard & Poor's"	Standard & Poor's Ratings Services
"Stock Exchange" or "Hong Kong Stock Exchange"	The Stock Exchange of Hong Kong Limited
"the Group"	the Bank and its subsidiaries collectively referred as the Group
"US"	the United States of America
"VAR"	Value at Risk

REGISTERED OFFICE OF ISSUER, PRODUCT ARRANGER AND PRINCIPAL PAYING AGENT
發行人、產品安排人及主要付款代理的註冊辦事處

Bank of China (Hong Kong) Limited
14th Floor
Bank of China Tower
1 Garden Road
Hong Kong
中國銀行（香港）有限公司
香港
花園道1號
中銀大廈
14樓

PAYING AGENT AND REGISTRAR
付款代理及過戶處

The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch
香港上海滙豐銀行有限公司新加坡分行
20 Pasir Panjang (East Lobby)
#12-21, Mapletree Business City
Singapore 117439

LEGAL ADVISERS
法律顧問

To the Issuer as to Hong Kong law
發行人的香港法律顧問
King & Wood Mallesons
13th Floor, Gloucester Tower
The Landmark
15 Queen's Road Central
Central, Hong Kong
金杜律師事務所
香港中環
皇后大道中15號
置地廣場
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