

Stock Code 股份代號: 1788

砥礪前行

FORGE AHEAD

Interim Report 2022 中期報告

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公司資料

董事會

執行董事

閻 峰博士(*主席*) 祁海英女士

非執行董事

喻 健先生(於2022年2月16日獲委任) 胡旭鵬博士(於2022年2月16日獲委任) 虞旭平女士(於2022年2月16日獲委任)

獨立非執行董事

傅廷美博士

宋 敏博士(於2022年5月31日退任) 曾耀強先生 陳家強教授

審核委員會成員

曾耀強先生(主席)

傅廷美博士

宋 敏博士(於2022年5月31日退任) 陳家強教授

薪酬委員會成員

傅廷美博士(主席)

宋 敏博士(於2022年5月31日退任)

曾耀強先生

陳家強教授

虞旭平女士(於2022年2月16日獲委任)

提名委員會成員

陳家強教授(於2022年5月31日由成員調任為主席)

宋 敏博士(於2022年5月31日退任主席)

閻 峰博十

曾耀強先生

喻 健先生(於2022年2月16日獲委任) 傅廷美博士(於2022年5月31日獲委任)

風險委員會成員

陳家強教授(主席)

閻 峰博士

祁海英女士(於2022年2月16日辭任)

傅廷美博士

宋 敏博士(於2022年5月31日退任)

曾耀強先生

胡旭鵬博士(於2022年2月16日獲委任)

公司秘書

馮正堯女士

註冊辦事處

香港 皇后大道中181號 新紀元廣場 低座27樓

核數師

畢馬威會計師事務所 *執業會計師*

股份登記處

香港中央證券登記有限公司香港灣仔 皇后大道東183號 合和中心17M樓

主要往來銀行

中國銀行(香港)有限公司 渣打銀行(香港)有限公司 香港上海滙豐銀行有限公司

本公司網站

www.gtjai.com

投資者關係聯絡

ir@gtjas.com.hk

財務摘要

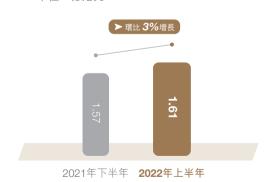
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	2022年	2021年	變動
業績			
收入(千港元)	1,088,506	2,451,549	(56%)
- 費用及佣金收益	451,312	986,852	(54%)
- 利息收益	924,606	1,270,311	(27%)
- 交易及投資淨(虧損)/收益	(287,412)	194,386	不適用
普通股股東應佔溢利	161,251	937,604	(83%)
每股			
每股基本盈利(港仙)	1.68	9.77	(83%)
每股攤薄盈利(港仙)	1.68	9.76	(83%)
每股中期股息(港仙)	1.0	5.0	(80%)
派息比率	60%	51%	9個百分點
每股特別股息(港仙)	3.0	-	不適用
每股總股息(港仙)	4.0	5.0	(20%)
	X -)	
	於2022年 6月30日	於2021年 12月31日	變動
財務狀況	0/30/1	12/3111	
總資產(千港元)	111,528,906	106,288,093	5%
股東權益(千港元)	15,279,119	15,307,361	
已發行股份數目	9,587,755,707	9,618,994,707	
每股普通股權益(港元)(附註)	3,307,733,707	1.59	
分以日邓准皿(作儿)(竹肚)	1.59	1.09	

附註:根據於2022年6月30目的9,587,755,707股股份(2021年12月31目:9,618,994,707股股份)計算。

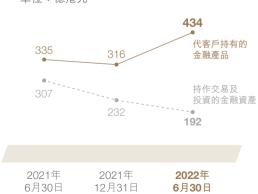
歸屬股東淨利潤保持環比增長

單位:億港元



服務於客需的資產大幅提升

單位:億港元



管理層討論與分析

一、業績回顧

截至2022年6月30日止6個月,受新冠疫情、內房債違約、美聯儲加息縮表等多重因素影響,全球資本市場風險事件頻出,市況極度低迷。二級市場方面,恒生指數觸及十年低點,於6月底報21,860點,2022年上半年跌7%,而港股平均每日成交量較去年同期(「同比」)下跌27%至1,383億港元。債券市場方面,中資高收益和投資級美元債價格指數於2022年上半年分別下跌約41%和10%。同時,據彭博資料顯示,亞洲(日本除外)G3貨幣(美元、歐元及日圓)債券發行總金額同比下跌20%至1,633億美元。一級市場方面,來自香港股票市場的首次公開發售集資總額同比降低91%至約197億港元。

2022年上半年,儘管面對全球貨幣政策收緊、地緣政治與疫情反復等不利因素,港股市況極度低迷,國泰君安國際控股有限公司(「本公司」,連同其附屬公司統稱「本集團」)依然彰顯強大韌性與戰略定力,全力激活跨境服務能力,果斷執行高效的風控措施,本公司股東(「股東」)應佔溢利較2021年下半年(「環比」)增長3%至1.61億港元。雖然利潤較上年同期的歷史新高有一定下降,但本集團依然保持盈利能力,財務狀況持續穩健。

自2020年以來,香港地區已累計遭受五次疫情衝擊,大部分行業受到影響。在此特別時期,本公司除宣派中期 股息外,另增派特別股息,以踐行「共度時艱」精神,積極回饋投資者與資本市場的長期認可和支持。

2022年中期業績概述如下(截至2022年6月30日止6個月或於該日):

- 在極為嚴峻的市場與經營環境下,本集團期內收入達10.9億港元(2021年同期:24.5億港元),股東應佔溢利同比下降83%至1.61億港元(2021年上半年:9.38億港元),但環比增加3%(2021年下半年:1.57億港元)
- 受惠於跨境金融產品業務需求大幅增長,帶動來自金融產品的利息收入同比增加16%至1.99億港元
- 中期股息每股本公司股份(「股份」)0.01港元(派息比率60%),連同特別股息每股0.03港元,股息總額每股0.04港元,較2021年末期股息每股0.01港元環比增長3倍
- 融資成本同比下降43%至2.11億港元,主要由於有效控制資金成本的同時壓縮高風險資產敞口帶動相應的 融資規模下降

- 總資產上升5%至1,115億港元,主要來自客戶需求驅動的相關資產(如代客持有的金融產品)上升37%至434億港元,而持作交易及投資的金融資產下降18%至192億港元,持續降低金融市場價格波動對本集團損益表的影響
- 如剔除代客戶持有金融產品的金融資產,槓桿比率降至3.34倍(於2021年年底:3.74倍)

二、業務及經營回顧

(一)經歷新冠疫情考驗,保障員工安全與業務運營

期內,香港第五波新冠疫情爆發,本集團持續高度關注疫情發展,及時實行分組輪崗及「最小規模辦公模式」。 與此同時,本集團大力鼓勵符合接種條件的員工接種疫苗。截至6月30日,整體員工疫苗接種率已達98%, 有效構築免疫屏障。同時,本集團向員工派發口罩、快速抗原檢測試劑盒,有效降低感染率。本集團亦持 續加強線上客戶服務能力,在疫情期間保障客戶服務高效運營,業務持續發展。

(二)高強度市場挑戰中輸出風險管理成果

本集團堅信風險管理是金融機構的核心競爭力,並堅持穩健的風險與合規文化,通過完善、科學的風險管理模式和制度,以先進的風險管理手段準確識別並有效管理風險。

在期內極為波動的市場環境中,本集團保持堅毅的戰略定力,並果斷輸出高效風險管理措施。針對美國國債利率不斷攀升、內房債違約等高風險事件,本集團採取動態風險對沖,避免重大損失。本集團亦持續壓縮高風險敞口,熨平市場風險、金融資產價格波動對資產負債表的影響,風險價值及各項風險敏感度指標均於上半年大幅下降。另一方面,本集團策略性地提升客戶驅動型業務佔比,改善本集團資產負債表結構及整體風險調節後的收益率。期內,本集團繼續獲國際信貸評級機構標普授予「BBB+」及穆迪授予「Baa2」的長期發行人評級,評級展望均為「穩定」,於香港中資同業中處於領先地位。

未來,本集團將持續推進低風險的客需業務模式,大力發展財富管理、企業融資、跨境金融產品等業務, 全面提升綜合金融服務能力。同時,本集團將繼續有規模地降低自身承擔的市場風險,夯實資產負債表, 為股東提升風險調節後的投資回報率。

管理層討論與分析

(三)全面啟動跨境業務綜合服務平台,緊抓粵港澳大灣區等重大戰略機遇

期內,跨境投融資市場方興未艾。本集團緊抓機遇,在機構交易、企業融資、財富管理、研究服務、資產管理五個方向加強兩地資源的深度融合,並已落地不同資產類別下各類跨境交易產品以滿足客戶需求。跨境業務讓本集團為海外投資者「走進來」和中國內地投資者「走出去」提供創新的金融產品、工具與服務,為場外衍生品業務的長期高品質發展打好基礎。

期內,本集團亦貫徹落實國家粵港澳大灣區與「一帶一路」建設發展戰略。6月底,中國證監會就本集團設立澳門子公司事項正式出具無異議覆函,本集團將踏出完善粵港澳大灣區佈局的關鍵一步。同時,本集團加速佈局東南亞市場,本集團越南和新加坡子公司收入同比穩步提升。

(四)「國泰君安」品牌持續獲得青睞,市值於上市港股券商中領先

期內,公司獲得由《機構投資者》、智通財經、《財資》雜誌、《彭博商業週刊》、香港中資基金業協會、投資 與洞見、香港聯合交易所有限公司(「聯交所」)等媒體和專業機構頒發大獎19項,同比上升46%。同時,儘 管上半年全球大部分主要股票市場表現承壓,但本公司市值保持相對穩定,於港股券商中保持領先地位。

三、損益表分析

(一)收入分析

按性質:1)費用佣金類收入同比下降54%至4.51億港元(2021年同期:9.87億港元)。期內,香港首次公開發售市場融資金額同比下降91%、股票成交量同比下降27%,導致本集團企業融資及資產管理等費用佣金類收入同比下降;2)利息類收入同比下降27%至9.25億港元(2021年同期:12.70億港元),主要由於香港市場市況疲弱,投資者融資需求相應同比更趨平淡。另一方面,面對內地房企債券的違約風險深化,本集團繼續調整用於做市用途的債券持倉,導致債券票息收入同比下降;及3)交易及投資類淨收入由盈轉虧至虧損2.87億港元(2021年同期:盈利1.94億港元)。本集團開展交易投資類業務之主要目的為支援財富管理、企業融資與資產管理等業務的發展。期內,全球股票市場、中資美元債市場等指數繼續深度調整,本集團期內交易及投資類收入按市價調整錄入損失。

按分部:1)機構投資者分部收入同比下跌29%至5.90億港元,主要由於金融產品手續費下降、相關固定收益證券投資收益由盈轉虧等因素;2)財富管理分部收入同比下跌44%至5.61億港元,主要由於經紀佣金、給予財富管理客戶的孖展融資及發行衍生品工具等收入同比下跌;3)企業融資分部收入同比下降62%至1.46億港元,主要由於企業客戶發行意願大幅下降,股債承銷與發行收入受到影響;及4)投資管理分部由盈轉虧至虧損2.08億港元,主要由於本集團大幅削減高風險中資美元債倉位,相關利息收入大幅下降,剩餘投資倉位按市價計價而錄得虧損。

(二)成本分析

期內,總成本同比下降32%至9.19億港元,主要由於融資成本、減值撥備同比大幅改善。期內,本集團融資成本同比下降43%至2.11億港元,主要由於期內繼續合理配置優化資本負債結構,有效控制資金成本,同時壓縮相關高風險資產敞口帶動相應的融資規模下降。另一方面,本集團期內減值撥備轉至回撥達270萬港元,主要由於近年來加大風險管理措施,相關資產質量持續改善。本集團認為,期內成本與支出水準總體符合預期,並有利於中長期業務的持續發展。

管理層討論與分析

四、財務狀況分析

(一) 資產負債表概況

1. 整體情況

於2022年6月30日,本集團總資產為1,115億港元,較2021年年底增加5%,而本集團總負債為961億港元,較2021年年底增加6%。權益總額為154億港元,與2021年年底基本持平。

本集團一直不遺餘力地優化貸款與融資業務結構,調整以中小市值股票為抵押物的融資貸款業務比重,並主動為高風險資產進行減值撥備。本集團之資產因此已大幅優化至品質高、流動性好、結構合理的水準。

2. 資產

於2022年6月30日,本集團資產總額較2021年年底增加5%至1,115億港元(2021年年底:1,063億港元),主要由於按公平值計入損益的金融資產增加所致,其中代客戶持有金融產品的金融資產較2021年年底增加37%至434億港元(佔總資產39%)。另一方面,持作交易與投資的金融資產較2021年年底下降18%至192億港元(佔總資產17%),主要由於本集團審慎管理風險,降低持作交易與投資的金融資產的風險敞口。給予客戶之貸款與墊款較2021年年底下跌34%至105億港元(佔總資產9%),代客戶持有的信託銀行結餘較2021年年底下降6%至167億港元(佔總資產15%)。

3. 負債

於2022年6月30日,本集團的負債總額較2021年年底增加6%至961億港元(2021年年底:909億港元),主要由於已發行的債務證券增加所致。於2022年6月30日,本集團己發行債務證券增加13%至512億港元(佔負債總額53%(於2021年年底:455億港元)),主要由於以客戶需求驅動的業務增加,向客戶發行的結構性票據增加所致。

4. 財務比率

於2022年6月30日,名義槓桿比率(指總資產減應付客戶賬款除以權益總額)為6.15倍(2021年年底:5.78倍)。如剔除代客戶持有金融產品的金融資產,槓桿比率為3.34倍(於2021年年底:3.74倍)。資產負債比率(指銀行借款及按攤銷成本入賬之已發行債務證券之總和除權益總額)為1.40倍(於2021年年底:1.73倍)。本集團的流動比率為1.12倍(於2021年年底:1.11倍)。

(二)本集團的資產質押

於2022年6月30日及2021年12月31日,本集團的資產概無作出任何質押。

(三)資本承擔、其他承擔及或然負債

本集團的資本承擔及其他承擔詳情載於中期財務報告附註24。於2022年6月30日,本集團並無任何或然負債。

(四)流動資金及財務資源

於2022年6月30日,本集團的流動資產為896億港元,較2021年年底增加2%。本集團現金及現金等價物結 餘為49.61億港元(於2021年年底:52.78億港元)。本集團淨現金流出為3.17億港元(2021年上半年:流出3.47 億港元)。

本公司持有一項上限為350億港元之中期票據計劃作融資用途,該計劃下可不時發行任何貨幣計價之上市或非上市票據。於2022年7月18日,本公司成功更新上限為350億港元之中期票據計劃,為期12個月。本公司亦通過其子公司持有一項150億美元擔保結構性票據計劃,該計劃下可不時發行任何貨幣計價之非上市票據。於2022年6月30日,已發行及未償還的中期票據及結構性票據分別為151億港元(於2021年年底:191億港元)及50億美元(於2021年年底:40億美元)。

除上文披露者外,本集團於期內並無發行其他債務工具。

考慮到本集團之流動資金及財務資源的狀況,本集團相信經營現金流足以為其經常性營運資金需求以及未 來的投資機會撥付資金。

(五)重大收購及出售

截至2022年6月30日止6個月,本集團無任何附屬公司、聯營公司及合營企業的重大收購及出售。

(六)持有之重大投資

於2022年6月30日,本集團並無持有任何價值超過其總資產5%的重大投資。

(七)資本結構及監管資本

截至2022年6月30日止6個月,本公司於聯交所購回合共58,409,000股股份,其中,31,239,000股股份於6月被註銷。詳情請參閱「購回、出售或贖回本公司上市證券」一節。於2022年6月30日,本公司已發行股份為9,587,755,707股。

本集團不時監控其資本架構,確保旗下持牌附屬公司遵守《證券及期貨(財政資源)規則》(香港法例第571N章) 的資本規定並配合新業務的發展需求。於期內,本集團旗下所有持牌法團均符合其各自的流動資金標準規定。

管理層討論與分析

(八)外匯風險

本集團的主要業務以港元、美元及人民幣交易及列賬。由於港元與美元掛鉤,故本集團並無面臨重大外匯 風險。本集團亦於其面臨重大的人民幣外匯風險時採取適當的對沖活動。其他外幣風險敞口相對於其總資 產及負債較低。本集團對外匯風險進行每日管理及監督,故其認為外匯風險屬可管理範圍。就槓桿外匯經 紀業務,本集團透過與外部對手方的背對背交易對沖大多數客戶的倉位。由於本集團對其倉位採納嚴格監控, 故其認為外匯風險屬可管理範圍。

五、展望

2022年下半年,面對高度不確定的通脹、利率及經濟增長前景,全球金融市場將無可避免地面對更為跌宕起伏的市況,並感受「寬鬆貨幣」時代結束所帶來的挑戰。另一方面,雖然房地產市場疲軟等負面因素給經濟增長帶來短期的壓力,但中國經濟體量大,具有強大韌性的內迴圈市場,長期向好的基本面未變。

在複雜的外部環境下,本集團將繼續以母公司國泰君安証券股份有限公司「三個三年三步走」戰略路徑構想為指引, 持續發揮卓越的風險管理能力,加快數位化轉型,積極部署金融科技應用,同時抓住「一帶一路」及粵港澳大灣 區發展機遇,進一步發展財富管理與跨境業務。

踏實、穩健一直是本集團的經營風格,本公司將一如既往地完善風險管理措施並強化其執行力度,在及時識別、 度量、對沖和降低風險的基礎上,鞏固、提升自身的風控管控能力,為業務進一步發展奠定堅實的基礎。本集團 將始終以提高風險調整後的淨資產回報率為核心目標,以穩定、理想的複合增長回報投資者對本集團的長期支持。

六、僱員及薪酬政策

本公司參考現行市場水平及個人專長向僱員提供具競爭優勢的薪酬待遇。於2022年6月30日,本集團合共聘用655名僱員(不包括自僱客戶主任)。薪金會每年進行檢討,酌情花紅會參考本集團和個人績效及表現按年度基準派發。本集團所提供的其他福利包括強制性公積金計劃及醫療與牙科保險。員工薪酬之詳情載於中期財務報告附註5。本公司致力建立一個能為員工營造有學習及發展機會的工作環境並向員工提供完善的培訓,包括財務知識、合規及領導管理等課程,從而實現其個人及專業發展的目標。

其他資料

股息政策更新

根據本公司《股息政策》,本公司全年派息目標定為税後淨溢利約30%至50%。為更準確反映本公司派息,同時保留本公司董事會(「董事會」)按市場環境及本公司狀況確定實際派息比率的靈活性,於2022年8月25日,董事會批准取消50%的派息上限並修訂其全年派息目標為不低於股東應佔溢利之30%。

股息

董事會已宣派截至2022年6月30日止6個月的中期股息每股0.01港元(「中期股息」)及特別股息每股0.03港元(「特別股息」) 予2022年9月9日(星期五)名列本公司股東名冊的股東。中期股息及特別股息將會於2022年9月26日(星期一)派付。

暫停辦理股份過戶登記

本公司將於2022年9月9日(星期五)暫停辦理股份過戶登記手續,以確定可享有中期股息及特別股息的股東的權利。當天將不會登記任何股份轉讓。為符合收取中期股息及特別股息的資格,所有正式填妥的過戶文件連同相關股票須最遲於2022年9月8日(星期四)下午四時三十分前送交本公司股份登記處香港中央證券登記有限公司,地址為香港灣仔皇后大道東183號合和中心17樓1712-1716號舖。

董事及最高行政人員於本公司或任何相聯法團的股份及相關股份的權益

於2022年6月30日,本公司董事(「董事」)及本公司最高行政人員於本公司或其任何相聯法團(定義見《證券及期貨條例》(香港法例第571章)(「《證券及期貨條例》)第XV部)的股份、相關股份及債權證中擁有根據《證券及期貨條例》第XV部第7及8分部已知會本公司及聯交所,或根據《證券及期貨條例》第352條已登記於該條例內規定須存置登記冊內,或根據聯交所《證券上市規則》(「《上市規則》」)附錄十所載《上市發行人董事進行證券交易的標準守則》(「《標準守則》」)規定已知會本公司及聯交所的權益及淡倉如下:

於股份及本公司相關股份的好倉

			有關購股權的		佔已發行股份
董事姓名	身份	股份數目	相關股份數目	總數	百分比(1)
閻峰	個人權益	68,546,955	2,300,000	70,846,955	0.74%
祁海英	個人權益	6,012,000	2,300,000	8,312,000	0.09%
傅廷美	個人權益	1,512,096	_	1,512,096	0.02%
曾耀強	個人權益	1,512,096	_	1,512,096	0.02%

附註:

(1) 該百分比乃根據於2022年6月30日已發行的9,587,755,707股股份計算。

其他資料

除上文所披露者外,於2022年6月30日,董事或本公司最高行政人員概無於本公司或其任何相聯法團的股份、相關股份或債權證中擁有根據《證券及期貨條例》第XV部第7及8分部須知會本公司及聯交所,或根據《證券及期貨條例》第352條規定須登記於該條例所述登記冊,或根據《標準守則》規定須知會本公司及聯交所的任何權益或淡倉。

以股份為基礎的薪酬計劃

本公司採納一項以權益結算的以股份為基礎的薪酬計劃,詳情載列如下。

購股權計劃

本公司於2010年6月19日採納購股權計劃(「購股權計劃」)。購股權計劃於採納日期起計10年期間有效,該期限已於2020年6月19日到期。到期後,不得再授予任何購股權,惟所有已授予且尚未被行使的購股權,仍可在相應授出日期後10年期內行使,而購股權計劃之有關規定仍具有全部效力。

該購股權計劃旨在向為本集團利益而工作之人士提供購入本公司股權之機會,從而將彼等之利益與本集團之利益互相 掛鈎,以激勵彼等更好地為本集團之利益而工作。

購股權計劃之參與人為經董事會全權認為對本公司或本集團作出貢獻之本集團董事(不論執行或非執行,獨立或非獨立) 及僱員。

根據購股權計劃及任何其他購股權計劃已授予及擬授予之購股權(包括已行使、已註銷及尚未行使之購股權)行使時發行及將予發行之股份數目上限:(A)授予任何參與人,(截至並包括獲授購股權當日的12個月內)不得超過已發行股份總數之1%;及(B)授予主要股東或獨立非執行董事或任何彼等各自聯繫人之參與人(截至並包括獲授購股權當日的12個月內):(i)合共不得超過已發行股份總數之0.1%;及(ii)總值不得超過5,000,000港元(按各授出日期於聯交所每日報價表所報股份收市價計算)。任何超出上述限額之進一步授出購股權須於股東大會上獲得股東批准。

根據購股權計劃所授出的購股權的行使期乃由董事會全權酌情釐定,惟不遲於授出購股權日期後滿10週年當日屆滿。

除非董事會另有釐定及於要約時另有訂明,否則並無規定購股權於行使前必須持有的任何最短期限,亦無規定購股權 獲行使前須達致任何績效目標。

接納授出購股權的1港元代價須於要約日期起計28日內或董事會可能釐定的其他期間內支付給本公司。

購股權的行使價由董事會全權酌情釐定,且至少為以下較高者:(i)於要約日期聯交所發佈的每日報價單上所示的股份 收市價;及(ii)於緊接要約日期前股份於聯交所進行交易的五個連續交易日聯交所發佈的每日報價單上所示的股份平均 收市價。 就已授出及擬授出的購股權獲全數行使時可予發行之股份總數合共不得超過於採納購股權計劃當日已發行股份的10%(即164,000,000股股份)。於2022年8月25日(即本中期報告日期),根據購股權計劃已授出但尚未行使的購股權涉及的可予發行之股份總數為46,846,299股,佔已發行股份的約0.49%。

截至2022年6月30日止6個月,購股權計劃項下的購股權變動載列如下,有關詳情載於中期財務報告附註22:

			購股權數	Ħ					
	於2022年					於2022年	行使價		
參與人姓名	1月1日	期內授出	期內行使	期內註銷	期內失效	6月30日	港元	授出日期(2)	行使期 ⁽²⁾
閻 峰	800,000	-	_	-	_	800,000	2.440	13/7/2017	13/07/2018-12/07/2027
	500,000	_	_	_	_	500,000	1.720	04/7/2018	04/07/2019-03/07/2028
	1,000,000	_	_	_	_	1,000,000	1.450	11/9/2019	11/09/2020-10/09/2029
祁海英	800,000	_	_	_	_	800,000	2.440	13/7/2017	13/07/2018-12/07/2027
	500,000	_	_	_	_	500,000	1.720	04/7/2018	04/07/2019-03/07/2028
	1,000,000	_	_		_	1,000,000	1.450	11/9/2019	11/09/2020-10/09/2029
小計	4,600,000	-	_	-	_	4,600,000			
僱員(合計)	20,762,131 ⁽¹⁾	_	_	_	_	20,762,131	1.264 ⁽¹⁾	10/1/2014	10/01/2015-09/01/2024
	5,700,000	_	_	-	(300,000)	5,400,000	2.440	13/7/2017	13/07/2018-12/07/2027
	6,200,000	_	_	_	(300,000)	5,900,000	1.720	04/7/2018	04/07/2019-03/07/2028
	12,500,000	_	_		(800,000)	11,700,000	1.450	11/9/2019	11/09/2020-10/09/2029
小計	45,162,131	-	-	-	(1,400,000)	43,762,131			
A ÷1	40 700 404				(4.400.000)	10.000.104			
合計	49,762,131	_	-	-	(1,400,000)	48,362,131			

附註:

- (1) 尚未行使的購股權數目及行使價可能會隨本公司重組資本架構而調整。根據日期為2014年9月29日及2015年7月9日之公告,本公司參 照購股權計劃條款及日期為2005年9月5日有關購股權計劃之聯交所函件所附補充指引,分別對尚未行使的購股權數目及行使價作出調整。
- (2) 就於2014年1月10日授出的購股權而言,三分之一的購股權已於2015年1月10日、2016年1月10日及2017年1月10日平均歸屬,並可於 2024年1月9日前行使。

就於2017年7月13日授出的購股權而言,三分之一的購股權已於2018年7月13日、2019年7月13日及2020年7月13日平均歸屬,並可於2027年7月12日前行使。

就於2018年7月4日授出的購股權而言,三分之一的購股權已於2019年7月4日、2020年7月4日及2021年7月4日平均歸屬,並可於2028年7月3日前行使。

就於2019年9月11日授出的購股權而言,三分之一的購股權已於2020年9月11日和2021年9月11日及將於2022年9月11日平均歸屬,並可於2029年9月10日前行使。

其他資料

除上文所披露者外,截至2022年6月30日止6個月,本公司或其任何附屬公司概無參與任何安排,以讓董事可藉購入本公司或其相聯法團的股份或債務證券(包括債權證)而獲利,亦無董事、其配偶或18歲以下子女擁有認購本公司或其相聯法團權益或債務證券的任何權利,或已行使任何此等權利。

主要股東於股份及相關股份的權益及淡倉

就任何董事或本公司最高行政人員所知,於2022年6月30日,下列人士(並非本公司董事或最高行政人員)於本公司的股份或相關股份中,擁有根據《證券及期貨條例》第XV部第2及3分部的條文已向本公司披露,或根據《證券及期貨條例》第336條記錄於本公司須存置的登記冊內的權益或淡倉如下:

		股份數目	佔已發行股份的
股東名稱	身份	(好倉)	百分比 ⁽²⁾
國泰君安金融控股有限公司	實益擁有人	7,044,877,066	73.48%
國泰君安証券股份有限公司(1)	受控制法團權益	7,044,877,066	73.48%

附註:

- (1) 國泰君安金融控股有限公司為國泰君安証券股份有限公司的全資附屬公司。因此,國泰君安証券股份有限公司被視為於該等7,044,877,066 股股份中擁有權益。
- (2) 該百分比乃根據於2022年6月30日已發行的9,587,755,707股股份計算。

除上文所披露者外,於2022年6月30日,概無任何人士(董事或本公司最高行政人員除外)曾知會本公司其於本公司股份或相關股份中,擁有根據《證券及期貨條例》第XV部第2及第3分部的條文,或根據《證券及期貨條例》第336條記錄於本公司須存置的登記冊內之權益或淡倉。

根據上市規則第13.21條的披露事項

於2020年8月21日,本公司(作為擔保人)及本公司之全資附屬公司國泰君安(香港)有限公司(「國泰君安香港」)(作為借款人)與香港若干銀行(作為貸款方)訂立數份承諾貸款協議(「首份貸款協議」),其中合計金額上限為2,150,000,000港元之承諾循環貸款的最後還款日期為相關首份貸款協議簽訂之日起計36個月當日,及合計金額上限為1,350,000,000港元之承諾循環貸款的最後還款日期為相關首份貸款協議簽訂之日起計24個月當日。

於2020年9月25日,本公司(作為擔保人)及國泰君安香港(作為借款人)與香港一間銀行(作為貸款方)就金額上限為500,000,000港元之承諾循環貸款訂立一份承諾貸款協議(「第二份貸款協議」,連同首份貸款協議,統稱「貸款協議」), 最後還款日期為第二份貸款協議簽訂之日起計24個月當日。

根據貸款協議,若本公司的控股股東國泰君安証券股份有限公司並不或不再直接或間接為本公司股份的單一最大法定 實益持有人或並不或不再控制本公司,其將構成違約事件。倘出現違約事件,貸款方或可向借款人發出通知,(i)取消 全部或部分承諾;及/或(ii)宣佈全部或部分貸款連同應計利息及根據貸款協議應計或尚未償還的所有其他金額即時到 期及須予償還;及/或(iii)宣佈全部或部分貸款成為須按要求償還。

遵守企業管治守則

本公司已採納《上市規則》附錄十四所載《企業管治守則》(「《企業管治守則》」)內的所有原則及守則條文,作為其自身的企業管治守則。於2022年1月1日至2022年6月30日期間,本公司已遵守《企業管治守則》所載的所有守則條文。

遵守標準守則

本公司已就其董事進行證券交易採納《標準守則》。就本公司作出的具體查詢而言,全體董事均確認彼等於2022年1月 1日至2022年6月30日期間已完全遵守《標準守則》所載列的規定標準。

其他資料

購回、出售或贖回本公司上市證券

截至2022年6月30日止6個月,本公司於聯交所購回合共58,409,000股股份,總代價為51,089,093.05港元(包含所有開支)。期內購回之股份中的31,239,000股於6月被註銷,其餘股份於7月被註銷。

期內購回股份之詳情如下:

		每股支付	寸價格	總代價
月份	購回股份數目	最高	最低	(包含交易費)
		港元	港元	港元
2022年4月	1,180,000	0.84	0.80	976,415.36
2022年5月	30,059,000	0.87	0.81	25,468,775.25
2022年6月	27,170,000	0.97	0.85	24,643,902.44

於2022年1月14日,本公司贖回本金總額為200,000,000美元於2022年到期的4.25%票據,贖回價等於本金金額的100%加已累計及未繳付利息。

除上文所披露者外,截至2022年6月30日止6個月,本公司或其任何附屬公司概無購買、出售或贖回本公司任何上市證券。

董事資料變更

自上一次刊發報告後,概無資料根據《上市規則》第13.51B(1)條須予以披露。

審核委員會

於2022年8月25日(即本中期報告日期),審核委員會由三名獨立非執行董事組成,即曾耀強先生(主席)、傅廷美博士及陳家強教授。審核委員會主席擁有專業會計資格。

審核委員會與管理層已審閱本集團所採用的會計原則及慣例,同時亦已商討內部監控及財務報告事項,包括審閱截至 2022年6月30日止6個月的未經審核之綜合中期財務資料及本中期報告。本集團外聘核數師畢馬威會計師事務所,已 根據香港會計師公會頒佈的香港審閱工作準則第2410號「實體獨立核數師對中期財務資料之審閱」審閱中期財務資料。



Report on Review of Interim Financial Report 中期財務報告審閱報告



TO THE BOARD OF DIRECTORS OF GUOTAI JUNAN INTERNATIONAL HOLDINGS LIMITED

(Incorporated in Hong Kong with limited liability)

Introduction

We have reviewed the interim financial report set out on pages 36 to 92 which comprises the consolidated statement of financial position of Guotai Junan International Holdings Limited (the "Company") as of 30 June 2022 and the related consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of an interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34, "Interim Financial Reporting" ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The directors are responsible for the preparation and presentation of this interim financial report in accordance with HKAS 34.

Our responsibility is to form a conclusion, based on our review, on the interim financial report and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA. A review of interim financial report consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

致國泰君安國際控股有限公司董事會

(於香港註冊成立的有限公司)

引言

我們的責任是根據我們的審閱對中期財務報告作出總結,並按照我們雙方所協定的聘任條款,僅向董事會(作為一個整體)報告我們的結論,而概不作其他用途。我們概不會就本報告的內容向任何其他人士負責或承擔責任。

審閲範圍

我們按照香港會計師公會頒佈的香港審閱工作準則第2410號「實體獨立核數師對中期財務資料之審閱」的規定執行審閱工作。審閱中期財務報告包括對負及審閱申事項的主要人員進行查詢,及圍身於根據香港核數準則進行審核的範圍,故我們不能保證會知悉在審核中可不會發現的所有重大事項。因此,我們不會發表審核意見。

Report on Review of Interim Financial Report 中期財務報告審閱報告

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report as at 30 June 2022 is not prepared, in all material respects, in accordance with HKAS 34.

KPMG
Certified Public Accountants
8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

25 August 2022

結論

根據我們的審閱,我們沒有注意到有任何事項,令我們相信於2022年6月30日的中期財務報告在所有重大方面未有按照香港會計準則第34號編製。

畢馬威會計師事務所 執業會計師 香港中環 遮打道十號 太子大廈八樓

2022年8月25日

Consolidated Statement of Profit or Loss and Other Comprehensive Income 綜合損益及其他全面收益表

			For the sizended 3 截至6月30 2022 2022年 Unaudited 未經審核	0 June
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Revenue		4	1,088,506	2,451,549
Other income	其他收益		1,892	2,308
Revenue and other income	收入及其他收益		1,090,398	2,453,857
Staff costs	員工成本	5	(337,345)	(424,539)
Commission to account executives	客戶主任佣金		(75,590)	(143,684)
Depreciation	折舊		(38,908)	(38,376)
Net loss allowance reversal/(charge) Other operating expenses	虧損撥備撥回/(支出)淨額 其他經營開支		2,697 (259,293)	(80,209) (290,993)
	經營溢利		381,959	1,476,056
Operating profit Finance costs	融資成本	6	(210,863)	(368,971)
Profit before taxation	除税前溢利	7	171,096	1,107,085
Income tax expense	所得税開支	8	(7,613)	(163,576)
Profit for the period Other comprehensive income for the period, net of tax Items that may be reclassified subsequently to profit or loss: - Changes in fair value of investments at fair value through other	期內溢利 期內其他全面收益, 扣除税項 其後可重新分類至 損益的項目: 一按公平值計入其他 全面收益的投資的		163,483	943,509
comprehensive income	公平值變動		(2,156)	(24,554)
 Exchange difference on translation of foreign exchange 	一外匯匯兑差額		(40,673)	6,184
Total comprehensive income	期內全面收益總額		(10,010)	
for the period			120,654	925,139
Profit for the period attributable to:	應佔期內溢利 : 母公司擁有人			
Owners of the parent - Holders of ordinary shares	一普通股持有人		161,251	937,604
Non-controlling interests	非控股權益		2,232	5,905
			163,483	943,509
Total comprehensive income	應佔期內全面收益總額:			
for the period attributable to: Owners of the parent	母公司擁有人			
Holders of ordinary shares	一普通股持有人		118,422	919,234
Non-controlling interests	非控股權益		2,232	5,905
			120,654	925,139
Earnings per share attributable to	母公司普通股股東應佔			
ordinary equity holders of the parent - Basic (in HK cents)	每股盈利 一基本(以港仙計)	10(a)	1.68	9.77
- Diluted (in HK cents)	- 攤薄(以港仙計)	10(b)	1.68	9.76

The notes from pages 44 to 92 form part of this interim report.

第44至92頁的附註構成本中期報告的一部分。

Consolidated Statement of Financial Position 綜合財務狀況表

			As at	As at
			30 June	31 December
			2022	2021
			於2022年	於2021年
			6月30日	12月31日
			Unaudited	Audited
			未經審核	經審核
		Notes	HK\$'000	HK\$'000
		附註	千港元	千港元
Non-current assets	——————————— 非流動資產			
Property, plant and equipment	物業、廠房及設備		489,707	514,853
Goodwill and other intangible assets	商譽及其他無形資產		22,886	22,886
Other assets	其他資產		12,674	27,959
Deferred tax assets	遞延税項資產		196,387	157,631
Derivative financial instruments	衍生金融工具	14	296,956	12,325
Financial assets at fair value through	按公平值計入損益的	14	290,950	12,320
	金融資產	10	00 000 057	17.060.010
profit or loss		13	20,860,357	17,368,819
- Financial assets held for	一持作交易及投資的			
trading and investments	金融資產		1,896,904	6,153,930
- Financial products	一金融產品		18,963,453	11,214,889
Total non-current assets	非流動資產總額		21,878,967	18,104,473
Current assets	 流動資產			
Loans and advances to customers	給予客戶的貸款及墊款	11	10,476,454	15,854,687
Accounts receivable	應收款項	12	10,928,121	6,559,681
Prepayments, deposits and	預付款項、按金及		,,,,,,	-,,-
other receivables	其他應收款項		180,928	118,311
Financial assets at fair value through	按公平值計入損益		.00,0_0	
profit or loss	的金融資產	13	41,660,384	37,472,478
		10	11,000,001	07,172,170
- Financial assets held for	一持作交易及投資		47.000.005	17.000.050
trading and investments	的金融資產		17,262,385	17,088,058
Financial products	一金融產品		24,397,999	20,384,420
Financial assets at fair value through	按公平值計入其他全面			
other comprehensive income	收益的金融資產	13	1,167	11,529
Derivative financial instruments	衍生金融工具	14	514,564	606,905
Receivables from reverse	反向回購協議應收款項			
repurchase agreements		15	4,175,111	4,443,729
Tax recoverable	可收回税項		32,724	33,585
Client trust bank balances	3 27. 1 20 77			
Olletti ti ust barik balarices	客戶信託銀行結餘		16,719,656	17,804,841
Cash and cash equivalents			16,719,656 4,960,830	17,804,841 5,277,874

Consolidated Statement of Financial Position 綜合財務狀況表

			As at 30 June 2022 於2022年	As at 31 December 2021 於2021年
			6月30日 Unaudited	12月31日 Audited
			未經審核	經審核
		Notes	HK\$'000	HK\$'000
		附註	千港元	千港元
Current liabilities	流動負債			
Accounts payable	應付款項	16	(23,312,296)	(20,587,166)
Other payables and accrued liabilities	其他應付款項及應計負債	- 4	(357,331)	(632,317)
Derivative financial instruments Interest-bearing bank and other borrowings	衍生金融工具 計息銀行及其他借款	14 17	(1,003,041) (4,562,918)	(426,552) (5,334,661)
Debt securities in issue	已發行債務證券	18	(35,318,708)	(34,153,825)
- At amortised cost	- 按攤銷成本		(13,865,353)	(18,298,551)
Designated at fair value through	-指定按公平值計入損益		(10,000,000)	(10,290,001)
profit or loss			(21,453,355)	(15,855,274)
Financial liabilities at fair value through	按公平值計入損益的			
profit or loss	金融負債	19	(6,954,722)	(8,772,805)
Obligations under repurchase agreements	回購協議的債項	20	(8,447,879)	(9,255,723)
Tax payable	應付税項		(136,281)	(157,353)
Total current liabilities	流動負債總額		(80,093,176)	(79,320,402)
Net current assets	流動資產淨額		9,556,763	8,863,218
Total assets less current liabilities	資產總額減流動負債		31,435,730	26,967,691
Non-current liabilities	非流動負債			
Deferred tax liabilities	遞延税項負債		(56,856)	(45,843)
Interest-bearing bank and other borrowings	計息銀行及其他借款	17	(26,794)	(40,542)
Derivative financial instruments	衍生金融工具	14	(14,476)	(106,409)
Debt securities in issue	已發行債務證券	18	(15,926,675)	(11,337,958)
- At amortised cost	- 按攤銷成本		(3,159,131)	(3,139,345)
- Designated at fair value through	-指定按公平值計入損益		(40.707.74.0)	(0.400.045)
profit or loss			(12,767,544)	(8,198,613)
Total non-current liabilities	非流動負債總額		(16,024,801)	(11,530,752)
Net assets	資產淨額		15,410,929	15,436,939

Consolidated Statement of Financial Position 綜合財務狀況表

			As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核	As at 31 December 2021 於2021年 12月31日 Audited 經審核
		Notes 附註	HK\$'000 千港元	HK\$'000 千港元
Equity Share capital Other reserve Currency translation reserve Share-based compensation reserves - Share option reserve - Share award reserve Shares held under the share award scheme Investment revaluation reserve Retained profits	權益 股本 其他儲備 貨幣換算儲備 以股份為基礎補償儲備 一購股權儲備 一股份獎勵儲備 按股份獎勵計劃持有的股份 投資重估儲備 保留溢利	21 22 23	10,911,163 (1,236,460) (3,595) 26,903 26,903 - (1,103) 5,582,211	10,911,163 (1,236,460) 37,078 27,429 27,429 - 1,053 5,567,098
Equity attributable to holders of the ordinary shares Non-controlling interests	普通股股東應佔權益 非控股權益		15,279,119 131,810	15,307,361 129,578
Total equity	權益總額		15,410,929	15,436,939

Dr. YIM Fung 閻峰博士 Director 董事 Ms. QI Haiying 祁海英女士 Director 董事

The notes from pages 44 to 92 form part of this interim report.

第44至92頁的附註構成本中期報告的一部分。

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

			Equity attributable to owners of the parent 母公司擁有人應佔權益									
							Shares held under		Investment			
				Currency	Share	Share	the share		revaluation		Non-	
		Share	Other	translation	option	award	award	Retained	reserve		controlling	Total
		capital	reserve	reserve	reserve	reserve	scheme	profits	(recycling)	Total	interests	equity
				貨幣換算		股份獎勵	股份獎勵計劃項下		投資重估 儲備			
		股本	其他儲備	具市揆昇儲備	購股權儲備	放切突勵儲備	持有的股份	保留溢利	(可劃轉)	總計	非控股權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Unaudited												
Balance at 1 January 2022	於2022年1月1日的結餘	10,911,163	(1,236,460)	37,078	27,429	_	_	5,567,098	1,053	15,307,361	129,578	15,436,939
Total comprehensive income	期內全面收益總額											
for the period		-	-	(40,673)	-	-	-	161,251	(2,156)	118,422	2,232	120,654
Shares issued under share	根據購股權計劃發行股份											
option scheme (Note 22)	(附註22)	-	-	-	-	-	-	-	-	-	-	-
Vesting of shares for	就股份獎勵計劃歸屬股份											
the share award scheme		-	-	-	-	-	-	-	-	-	-	-
Recognition of equity-settled	確認以權益計算以股份											
share-based payments	為基礎的付款	-	-	-	285	-	-	-	-	285	-	285
Transfer of share option reserve	購股權失效而轉讓											
upon the forfeiture	購股權儲備											
of share options		-	-	-	(811)	-	-	811	-	-	-	-
Share repurchased (Note 21)	已購回股份(附註21)	-	-	-	-	-	-	(51,071)	-	(51,071)	-	(51,071)
Final dividend for 2021	2021年末期股息							(0= 0==)		(0= 0==)		(0= 0==)
(Note 9)	(附註9)	-	_			-		(95,878)	_	(95,878)	_	(95,878)
Balance at 30 June 2022	於2022年6月30日的結餘	10,911,163	(1,236,460)	(3,595)	26,903	-	-	5,582,211	(1,103)	15,279,119	131,810	15,410,929

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

		Equity attributable to owners of the parent 母公司擁有人應佔權益										
							Shares				-	
							held under		Investment			
				Currency	Share	Share	the share		revaluation		Non-	
		Share	Other	translation	option	award	award	Retained	reserve		controlling	Total
		capital	reserve	reserve	reserve	reserve	scheme 股份獎勵	profits	(recycling) 投資重估	Total	interests	equity
				貨幣換算		股份獎勵	計劃項下		儲備			
		股本	其他儲備	儲備	購股權儲備	儲備	持有的股份	保留溢利	(可劃轉)	總計	非控股權益	權益總額
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
Unaudited	未經審核											
Balance at 1 January 2021	於2021年1月1日的結餘	10,908,749	(1,236,460)	(1,606)	32,521	9,085	(30,672)	5,443,757	(7,255)	15,118,119	121,048	15,239,167
Total comprehensive income for the period	期內全面收益總額	-	-	6,184	-	_	-	937,604	(24,554)	919,234	5,905	925,139
Shares issued under share	根據購股權計劃發行股份											
option scheme (Note 22)	(附註22)	2,414	-	-	(733)	-	-	-	-	1,681	-	1,681
Vesting of shares for	就股份獎勵計劃歸屬股份											
the share award scheme		-	-	-	-	(1,398)	1,517	(222)	-	(103)	-	(103)
Recognition of equity-settled	確認以權益計算以股份為											
share-based payments	基礎的付款	-	-	-	859	2,210	-	-	-	3,069	-	3,069
Transfer of share option reserve	購股權失效而轉讓											
upon the forfeiture	購股權儲備											
of share options		-	-	-	(4,346)	-	-	4,346	-	-	-	-
Final dividend for 2020	2020年末期股息	-	-	-	-	-	-	(489,670)	_	(489,670)	-	(489,670)
Balance at 30 June 2021	於2021年6月30日的結餘	10,911,163	(1,236,460)	4,578	28,301	9,897	(29,155)	5,895,815	(31,809)	15,552,330	126,953	15,679,283

The notes from pages 44 to 92 form part of this interim report.

第44至92頁的附註構成本中期報告的一部分。

Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

		Notes 附註	For the si ended 3 截至6月30 2022 2022年 Unaudited 未經審核 HK\$'000 千港元	30 June
Net cash flows used in operating activities	經營活動動用現金流量淨額		(4,467,247)	(9,779,638)
Cash flows from investing activity Purchases of property, plant and equipment	投資活動現金流量 購買物業、廠房及設備		(14,106)	(10,617)
Net cash flows used in investing activity	投資活動動用現金流量淨額		(14,106)	(10,617)
Cash flows from financing activities	融資活動現金流量			<u> </u>
Dividend paid to shareholders Proceeds from issuance of debt securities	支付股東股息 發行債務證券所得款項	9	(95,878)	(489,670) 29,562,269
Repayment of debt securities	質別員防磁分別特別項 償還債務證券		31,118,795 (25,863,516)	(27,820,528)
Net (repayments to)/proceeds	(償還銀行貸款)/銀行貸款		(23,000,310)	(21,020,020)
from bank loans	所得款項淨額		(771,384)	8,364,570
Shares issued upon exercise	因購股權計劃獲行使而		(111,001,	2,22 .,2. 2
of share options scheme	發行的股份	22	_	1,681
Repurchase of shares	購回股份	21	(51,071)	_
Principal portion of lease payments	租賃付款的本金部分		(13,911)	(14,271)
Interest portion of lease payments	租賃付款的利息部分		(731)	(489)
Net cash flows generated	融資活動所得現金流量淨額			
from financing activities			4,322,304	9,603,562
Net decrease in cash	現金及現金等價物減少淨額			
and cash equivalents			(159,049)	(186,693)
Cash and cash equivalents	期初現金及現金等價物			
at the beginning of the period	(不包括原到期日多於			
(excluding time deposits with original	三個月的定期存款)			
maturity more than three months)			5,154,748	5,258,088
Effect of foreign exchange rate	匯率變動的影響淨額			
changes, net			(40,525)	6,217
Effect of loss allowance on cash	虧損撥備對現金及現金		(4.04)	
and cash equivalents, net	等價物的影響淨額		(181)	1
Cash and cash equivalents	期末現金及現金等價物		4.054.000	E 077 040
at the end of the period			4,954,993	5,077,613

Condensed Consolidated Statement of Cash Flows 簡明綜合現金流量表

			For the six months ended 30 June 截至6月30日止6個月		
			2022	2021	
			2022年	2021年	
			Unaudited	Unaudited	
			未經審核	未經審核	
		Notes	HK\$'000	HK\$'000	
		附註	千港元 ————		
Analysis of balances of cash and cash equivalents	現金及現金等價物的結餘 分析				
Cash and bank balances	現金及銀行結餘		4,654,552	5,019,919	
Non-pledged time deposits with original maturity of less than	存放時原到期日不足三個月 的未抵押定期存款				
three months when acquired			300,441	57,694	
Cash and cash equivalents as stated in the consolidated statement of cash flow Non-pledged time deposits with	綜合現金流量表所列之 現金及現金等價物 存放時原到期日超過三個月		4,954,993	5,077,613	
original maturity more than	的未抵押定期存款				
three months when acquired			5,837	83,882	
Cash and cash equivalents as stated in the consolidated statement	綜合財務狀況表所列之 現金及現金等價物				
of financial position			4,960,830	5,161,495	

The notes from pages 44 to 92 form part of this interim report.

第44至92頁的附註構成本中期報告的一部分。

30 June 2022 2022年6月30日

1. General information

Guotai Junan International Holdings Limited (the "Company") was incorporated on 8 March 2010 in Hong Kong with limited liability under the Hong Kong Companies Ordinance (the "Companies Ordinance") and its shares were listed on the Main Board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange") on 8 July 2010. The registered office address of the Company is 27th Floor, Low Block, Grand Millennium Plaza, 181 Queen's Road Central, Hong Kong. The Company is an investment holding company and its subsidiaries are principally engaged in brokerage, corporate finance, asset management, loans and financing, financial products, market making and investments.

The Company's immediate holding company and ultimate holding company are Guotai Junan Financial Holdings Limited (incorporated in Hong Kong) and Guotai Junan Securities Co., Ltd. ("GJSCL") (incorporated in the People's Republic of China), respectively.

This unaudited interim financial report is presented in thousands of Hong Kong dollars (HK\$'000), unless otherwise stated.

This unaudited interim financial report was approved by the board of directors (the "Board") for issue on 25 August 2022.

1. 一般資料

本公司的直接控股公司及最終控股公司分別為於香港註冊成立的國泰君安金融控股有限公司及於中華人民共和國註冊成立的國泰君安証券股份有限公司(「國泰君安証券」)。

除非另有説明,本未經審核中期財務報告乃以千港元(千港元)呈列。

本未經審核中期財務報告於2022年 8月25日由董事會(「董事會」)批准 刊發。

30 June 2022 2022年6月30日

2. Basis of preparation and changes in accounting policies

2.1 Basis of preparation

This interim financial report has been prepared in accordance with the applicable disclosure provisions of the Rules Governing the Listing of Securities on the Stock Exchange, including compliance with Hong Kong Accounting Standard ("HKAS") 34, Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants (the "HKICPA").

The interim financial report has been prepared in accordance with the same accounting policies adopted in the 2021 annual financial statements of the Company and its subsidiaries ("the Group"), except for the accounting policy changes that are expected to be reflected in the 2022 annual financial statements. Details of any changes in accounting policies are set out in Note 2.2.

The preparation of an interim financial report in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year to date basis. Actual results may differ from these estimates.

This interim financial report contains consolidated financial statements and selected explanatory notes. The notes include an explanation of events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the 2021 annual financial statements. The consolidated interim financial statements and notes thereon do not include all of the information required for a full set of financial statements prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs").

2. 編製基準及會計政策 變動

2.1 編製基準

本中期財務報告乃根據聯交所證券上市規則的適用披露條文編製,包括遵守香港會計師公會(「香港會計師公會」)頒佈的香港會計準則(「香港會計準則」)第34號「中期財務報告」。

中期財務報告根據本公司及其附屬公司(「本集團」)於2021年年度財務報表中採納的相同會計政策而編製,惟預期於2022年年度財務報表中反映的會計政策變動除外。會計政策動任何變動之詳情載於附註2.2。

於遵照香港會計準則第34號編製中期財務報告時,管理層須作出會影響政策應用以及按本年度截至報告日期為止資產及負債、收入及開支的已呈報金額的判斷、估計及假設。實際結果有可能與該等估計存在差異。

本中期財務報告載有綜合財務報表及部分説明性附於了明性附了了財務報告與2021年年度財務以來,對財務狀況重則所表現方面的變動構成合中及交易。綜合中及交易。綜合中人於對於報表與其附註並不包括香財務報告準則(「「香財務報告準則」)編製全份財務報表所需之所有資料。

30 June 2022 2022年6月30日

2. Basis of preparation and changes in accounting policies (continued)

2.1 Basis of preparation (continued)

The interim financial report is unaudited, but has been reviewed by KPMG in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the HKICPA. KPMG's independent review report to the Board of Directors is included on pages 34 to 35.

The financial information relating to the year ended 31 December 2021 that is included in the interim financial report as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Companies Ordinance (Cap.622) is as follows:

The Company has delivered the financial statements for the year ended 31 December 2021 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Companies Ordinance.

The Company's auditor has reported on those financial statements. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under section 406(2), 407(2) or (3) of the Companies Ordinance.

2. 編製基準及會計政策 變動(續)

2.1 編製基準(續)

中期財務報告未經審核,但畢馬威會計師事務所已按照香港會計師公會頒佈的香港審閱工作準則第2410號「實體獨立核數師對中期財務資料之審閱」作出審閱。畢馬威會計師事務所致董事會的獨立審閱報告載於第34至35頁。

中期財務報告所載用作比較的截至2021年12月31日止年度的財務資料並不構成本學問該年度的法定年度綜合財務報表,惟有關資料乃摘錄自該等財務報表。有關根據公司條例(第622章)第436條須予披露的該等法定財務報表的進一步資料如下:

本公司已根據公司條例第 662(3)條及附表6第3部規定, 向公司註冊處處長呈交截至 2021年12月31日止年度的財 務報表。

本公司的核數師已就該等財務報表作出報告。核數師報告並無保留意見,亦無提述核數師在無提出保留意見下強調須予注意的事項,亦無載列根據公司條例第406(2)條、407(2)條或(3)條作出的陳述。

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2. Basis of preparation and changes in accounting policies (continued)

2.2 Changes in accounting policies

The Group has applied the following amendments to Hong Kong Financial Reporting Standards ("HKFRSs") issued by the HKICPA to this interim financial report for the current accounting period:

- Amendments to HKAS 16, Property, plant and equipment: Proceeds before intended use
- Amendments to HKAS 37, Provisions, contingent liabilities and contingent assets: Onerous contracts cost of fulfilling a contract

The Group has not applied any new standard or interpretation that is not yet effective for the current accounting period. Impacts of the adoption of the amended HKFRSs are discussed below:

Amendments to HKAS 16, Property, plant and equipment: Proceeds before intended use

The amendments prohibit an entity from deducting the proceeds from selling items produced before that asset is available for use from the cost of an item of property, plant and equipment. Instead, the sales proceeds and the related costs should be included in profit and loss. The amendments do not have a material impact on these financial statements as the Group does not sell items produced before an item of property, plant and equipment is available for use.

2. 編製基準及會計政策 變動(續)

2.2 會計政策變動

本集團已將香港會計師公會 頒佈的下列香港財務報告準 則(「香港財務報告準則」)修 訂本應用於當前會計期間的 本中期財務報告:

- 香港會計準則第16號(修 訂本)物業、廠房及設 備:作擬定用途前之所 得款項
- 香港會計準則第37號(修 訂本)撥備、或然負債及 或然資產:有償合約一 履行合約之成本

本集團並無應用任何於本會計期間尚未生效的新訂準則 或詮釋。採納經修訂香港財務 報告準則的影響論述如下:

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2. Basis of preparation and changes in accounting policies (continued)

2.2 Changes in accounting policies (continued) Amendments to HKAS 37, Provisions, contingent liabilities and contingent assets: Onerous contracts — cost of fulfilling a contract

The amendments clarify that for the purpose of assessing whether a contract is onerous, the cost of fulfilling the contract includes both the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

Previously, the Group included only incremental costs when determining whether a contract was onerous. In accordance with the transitional provisions, the Group has applied the new accounting policy to contracts for which it has not yet fulfilled all its obligations at 1 January 2022, and has concluded that none of them is onerous.

3. Operating segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's senior executive management and in accordance with HKFRSs. The Group's operating businesses are structured and managed separately according to the nature of their operations and the services they provide. Each of the Group's operating segments represents a strategic business unit that offers services which are subject to risks and returns that are different from those of the other operating segments.

Details of each of the operating segments are as follows:

- (a) wealth management provides a suite of comprehensive financial services and solutions to individual investors and small to medium-sized businesses and family offices including: brokerage, loans and financing and other wealth management services;
- institutional investor services provides market making, investments, structured product solutions, lending and other services to corporations, governments and financial institutions;

2. 編製基準及會計政策 變動(續)

2.2 會計政策變動(續)

香港會計準則第37號(修訂本)撥備、或然負債及或然 資產:有償合約-履行合 約之成本

該等修訂本澄清企業在評估 合約是否構成虧損性合約時, 履行合約之成本需包括履行 合約之增量成本及其他履行 合約之直接成本之分攤金額。

過往,本集團在釐定合約是否 構成虧損性合約時僅包括增 量成本。根據過渡條款,本集 團已將新會計政策應用於其 在2022年1月1日尚未履行其 全部責任之合約上,並且推斷 概無合約屬虧損合約。

3. 經營分部資料

經營分部報告的方式按照香港財務報告準則與向本集團高級行本集團自提供的內部報告一致及集團的經營業務乃按營運性質及原源發達性質及所說與人類與人類。 各經營分部均為提供服務的及所 務單位,其服務所承受風險及所獲 回報有別於其他經營分部。

有關各經營分部的詳情概述如下:

- (a) 財富管理分部向個人投資者 及中小型企業及家族辦公室 提供一套全面金融服務及解 決方案,包括:經紀、貸款及 融資以及其他理財服務;
- (b) 機構投資者服務分部向企業、 政府及金融機構提供做市、投 資、結構性產品解決方案、放 貸及其他服務;

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3. Operating segment information (continued)

- (c) corporate finance services provides advisory services, placing and underwriting services of debt and equity securities;
- investment management provides asset management and fund management services to institutions and individuals, and also includes investments in funds, debt and equity securities; and
- (e) the "others" mainly represents rental income and the provision of information channel services.

Inter-segment transactions, if any, are conducted with reference to the prices charged to third parties.

The unaudited segment results of the Group for the six months ended 30 June 2022 are as follows:

3. 經營分部資料(續)

- (c) 企業融資服務分部提供諮詢服務、債務及股本證券的配售及承銷服務;
- (d) 投資管理分部向機構及個人 提供資產管理及基金管理服 務,亦包括基金、債務及股票 證券投資;及
- (e) 「其他」分部主要指租金收入 及提供資訊渠道服務。

分部之間的交易(如有)乃參照向第 三方收取的價格而進行。

本集團截至2022年6月30日止6個月的未經審核分部業績如下:

		Wealth Management	Institutional Investor Services 機構投資者	企業融資	Investment Management	Others	Total
		財富管理 HK\$'000	服務 HK\$'000	服務 HK\$'000	投資管理 HK\$'000	其他 HK\$'000	總計 HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
Segment revenue and other income:	分部收入及其他收益:						
Commission and handling income	佣金及手續費收益	234,984	51,207	146,263	18,858	-	451,312
Interest and coupon income	利息及票息收益	275,800	577,675	-	71,131	-	924,606
Net trading and investment	交易及投資淨收益/						
income/(loss)	(虧損)	50,197	(39,250)	-	(298,359)	-	(287,412)
Other income	其他收益	-				1,892	1,892
Total	總計	560,981	589,632	146,263	(208,370)	1,892	1,090,398
Segment results	分部業績	183,733	282,774	14,623	(310,034)	-	171,096
Income tax expense	所得税開支						(7,613)
Profit for the period	期內溢利						163,483
Other segment information: Net loss allowance charge on loans	其他分部資料: 給予客戶貸款及墊款虧損						
and advances to customers Net loss allowance charge on	撥備支出淨額 應收款項虧損撥備	-	4,095	-	-	-	4,095
accounts receivable	支出淨額	1,474	1,616	2,754	17	-	5,861
Net loss allowance reversal on	其他金融資產虧損撥備						
other financial assets	撥回淨額	(2,784)	(544)	-	-	-	(3,328)
Net loss allowance reversal on	按公平值計入其他全面						
financial assets at fair value throug other comprehensive income	h 收益的金融資產虧損 撥備撥回淨額		(0.205)				(0.205)
Depreciation	放開放四/序段 折舊	26,035	(9,325) 1,159	5,517	6,197		(9,325) 38,908
Finance costs	融資成本	134,417	29,188		47,258		210,863

30 June 2022 2022年6月30日

3. Operating segment information (continued)

The unaudited segment results of the Group for the six months ended 30 June 2021 are as follows:

3. 經營分部資料(續)

本集團截至2021年6月30日止6個月的未經審核分部業績如下:

		Wealth Management 財富管理 HK\$'000	Institutional Investor Services 機構投資者 服務 HK\$'000	Corporate Finance Services 企業融資 服務 HK\$'000	Investment Management 投資管理 HK\$'000	Others 其他 HK\$'000	Total 總計 HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
Segment revenue and other income: Commission and handling income Interest and coupon income Net trading and investment	分部收入及其他收益: 佣金及手續費收益 利息及票息收益 交易及投資淨收益/	396,419 352,112	130,597 798,670	384,255 -	75,581 119,529	-	986,852 1,270,311
income/(loss)	(虧損)	245,659	(100,210)	-	48,937	_	194,386
Other income	其他收益	-	-	-	-	2,308	2,308
Total	總計	994,190	829,057	384,255	244,047	2,308	2,453,857
Segment results Income tax expense	分部業績 所得税開支	400,332	445,079	247,327	14,347	-	1,107,085 (163,576)
Profit for the period	期內溢利						943,509
Other segment information: Net loss allowance charge on loans and advances to customers	其他分部資料: 給予客戶貸款及墊款虧損 撥備支出淨額	10,559	56,030	-	-	-	66,589
Net loss allowance charge/(reversal) on accounts receivable	應收款項虧損撥備 支出/(撥回)淨額	3,280	(24)	11,892	3,722	-	18,870
Net loss allowance charge/(reversal) on other financial assets	其他金融資產虧損撥備 支出/(撥回)淨額 按公平值計入其他全面	(3,606)	51	-	(1,911)	-	(5,466)
Net loss allowance charge on financial assets at fair value through							
other comprehensive income	撥備支出淨額	_	_	_	216	_	216
Depreciation	折舊	28,221	1,483	5,170	3,502	_	38,376
Finance costs	融資成本	260,782	38,741	-	69,448	-	368,971

30 June 2022 2022年6月30日

4. 收入 4. Revenue

The Group's revenue is disaggregated as follows:

For the six months

本集團的收入明細如下:

ended 30 June

截至6月30日止6個月 2022

2021

Provided			2022年	2021年
Fee and commission income (Note (ii))			Unaudited	Unaudited
Fee and commission income (Note (II)) 費用及佣金收益(附註(II)) Brokerage (經紀業務 264,426 463,086 Corporate finance 企業融資 Placing, underwriting and sub-underwriting Consultancy and financial advisory 顧問及融資諮詢 25,530 31,052 Asset management 資産管理 13,239 84,131 Handling income on financial products 金融産品手續費收益 42,001 71,315 ****** ****** ***** ***** **** ****			未經審核	未經審核
Fee and commission income (Note (I))			HK\$'000	HK\$'000
Brokerage			千港元	千港元
Corporate finance 企業融資 Placing, underwriting and sub-underwriting 配售、承銷及分承銷 106,116 337,268 Consultancy and financial advisory 顧問及融資諮詢 25,530 31,052 Asset management 資產管理 13,239 84,131 Handling income on financial products 金融產品手續費收益 42,001 71,315	Fee and commission income (Note (i))	費用及佣金收益(附註(i))		
Placing, underwriting and sub-underwriting Consultancy and financial advisory 顧問及融資諮詢 25,530 31,052 Asset management 資產管理 13,239 84,131 Handling income on financial products 金融產品手續費收益 42,001 71,315 ### 451,312 986,852 ### Big Wai	Brokerage	經紀業務	264,426	463,086
Consultancy and financial advisory	Corporate finance	企業融資		
Asset management	Placing, underwriting and sub-underwriting	g 配售、承銷及分承銷	106,116	337,268
Handling income on financial products 金融產品手續費收益 42,001 71,315 Interest income (Note (iii)) 利息收益 (附註(iii)) Interest and handling income from 來自客戶及對手方融資的利息 Customers and counterparty financing 及手續費收益 77,439 43,155 Interest income from banks 來自債務證券做市的利息收益 77,439 43,155 Interest income from market making debt securities 127,294 319,433 Interest income from 來自固定收益證券的利息收益 127,294 319,433 Interest income from 來自固定收益證券的利息收益 127,294 319,433 Interest income from 採出 income from financial products 來自金融產品的利息收益 199,111 172,032 Interest income from financial products 來自金融產品的利息收益 199,111 172,032	Consultancy and financial advisory	顧問及融資諮詢	25,530	31,052
### A51,312 986,852 ### A50,196 ### A51,312 ### A50,196 ### A50,196 ### A51,312 ### A30,196 ### A30	Asset management	資產管理	13,239	84,131
Interest income (Note (ii)) Interest and handling income from customers and counterparty financing 及手續費收益 及手續費收益 77,439 43,155 Interest income from banks 來自銀行的利息收益 77,439 43,155 Interest income from market making debt securities Interest income from market making debt securities Interest income from 來自固定收益證券的利息收益 127,294 319,433 Interest income from 疾自固定收益證券的利息收益 230,243 305,495 Interest income from financial products 來自金融產品的利息收益 199,111 172,032 Interest income from financial products 來自產融產品的利息收益 199,111 172,032 Interest income from financial products 來自產融產品的利息收益 199,111 172,032 Interest income from financial products 來自養淨淨(虧損)/收益(附註(ii)) Interest income from financial products 來自養務證券(本自持)/收益(附註(ii)) Interest income from financial products 來自養務證券(本自持)/(表自	Handling income on financial products	金融產品手續費收益	42,001	71,315
Interest and handling income from customers and counterparty financing N 手續費收益 N 中 自銀行的利息收益 N 中 自銀行的利息收益 N 中 自銀行的利息收益 N 中 自			451,312	986,852
customers and counterparty financing 及手續費收益	Interest income (Note (ii))	利息收益(附註(ii))		
Interest income from banks 來自銀行的利息收益 77,439 43,155 Interest income from market making debt securities 來自債務證券做市的利息收益 127,294 319,433 Interest income from 來自固定收益證券的利息收益 230,243 305,495 Interest income from financial products 來自金融產品的利息收益 199,111 172,032 924,606 1,270,311 Net trading and investment (loss)/income (Note (ii)) 來自債務證券做市的交易 位ebt securities 虧損淨額 (323,411) (150,514) Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities 的交易收入淨額 35,999 344,900 (287,412) 194,386	Interest and handling income from	來自客戶及對手方融資的利息		
Interest income from market making debt securities Interest income from 來自固定收益證券的利息收益 fixed income securities Interest income from financial products 來自金融產品的利息收益 127,294 319,433 Interest income from financial products 來自金融產品的利息收益 199,111 172,032 Interest income from financial products 來自養融產品的利息收益 199,111 172,032 Interest income from financial products 來自金融產品的利息收益 199,111 172,032 Interest income from financial products 來自金融產品的利息收益 199,111 172,032	customers and counterparty financing	及手續費收益	290,519	430,196
securities Interest income from 來自固定收益證券的利息收益 fixed income securities Interest income from financial products x自金融產品的利息收益 y230,243 y24,606 1,270,311 Net trading and investment (loss)/income (Note (ii)) Net trading loss from market making debt securities Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities y24,606 y24,606 1,270,311 x6 (附註(ii)) x6 (附註(ii)) x6 (附註(ii)) x7 自獨於證券做市的交易 在230,243 305,495 199,111 172,032 24,606 1,270,311 (150,514) x7 自獨於證券做市的交易 在230,243 (323,411) (150,514) x7 自獨於證券 (第五年) x7 自獨於證券 (第五年) x8 自獨於語券 (第五年) x8 自屬於語券	Interest income from banks	來自銀行的利息收益	77,439	43,155
Interest income from rixed income securities reflection reflectio	Interest income from market making debt	來自債務證券做市的利息收益		
fixed income securities Interest income from financial products 來自金融產品的利息收益 199,111 172,032 924,606 1,270,311 Net trading and investment (loss)/income (Note (ii)) Net trading loss from market making debt securities Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities fixed income 来自金融產品的利息收益 924,606 1,270,311 交易及投資淨(虧損)/ 收益(附註(ii)) 来自債務證券做市的交易 虧損淨額 宋自固定收益證券、非合併 投資基金、衍生工具及股本 的交易收入淨額 35,999 344,900			127,294	319,433
Interest income from financial products 來自金融產品的利息收益 199,111 172,032 924,606 1,270,311 Net trading and investment (loss)/income (Note (ii))	Interest income from	來自固定收益證券的利息收益		
Net trading and investment (loss)/income (Note (ii)) Net trading loss from market making debt securities Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities 924,606 次易及投資淨(虧損)/ 收益(附註(ii)) 來自債務證券做市的交易 虧損淨額 來自固定收益證券、非合併 安全CUTITION 表面定收益證券、非合併 投資基金、衍生工具及股本 的交易收入淨額 35,999 344,900				
Net trading and investment (loss)/income (Note (ii))	Interest income from financial products	來自金融產品的利息收益	199,111	172,032
(Note (ii))收益 (附註(ii))Net trading loss from market making debt securities來自債務證券做市的交易 虧損淨額(323,411)(150,514)Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities來自固定收益證券、非合併 投資基金、衍生工具及股本 的交易收入淨額35,999344,900(287,412)194,386			924,606	1,270,311
Net trading loss from market making debt securities來自債務證券做市的交易 虧損淨額(323,411)(150,514)Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities來自固定收益證券、非合併 投資基金、衍生工具及股本 的交易收入淨額35,999344,900(287,412)194,386	Net trading and investment (loss)/income	交易及投資淨(虧損)/		
debt securities	(Note (ii))	收益(附註(ii))		
Net trading income from fixed income securities, unconsolidated investment funds, derivatives and equities來自固定收益證券、非合併 投資基金、衍生工具及股本 的交易收入淨額35,999 344,900(287,412)194,386	Net trading loss from market making			
securities, unconsolidated investment 投資基金、衍生工具及股本 funds, derivatives and equities 的交易收入淨額 35,999 344,900 (287,412) 194,386	debt securities		(323,411)	(150,514)
funds, derivatives and equities的交易收入淨額35,999344,900(287,412)194,386	Net trading income from fixed income			
(287,412) 194,386	•			
	funds, derivatives and equities	的交易收入淨額	35,999	344,900
1,088,506 2,451,549			(287,412)	194,386
			1,088,506	2,451,549

Note (i) Revenue from contracts with customers

附註(i)客戶合約收益

Note (ii) Revenue from other sources

附註(ii)來自其他來源的收益

30 June 2022 2022年6月30日

5. Staff costs

5. 員工成本

For the six months
ended 30 June
截至6月30日止6個月
2022 2021年
2022年 2021年
Unaudited Unaudited

 Nation ted
 Amounted

 未經審核
 未經審核

 HK\$'000
 HK\$'000

 千港元
 千港元

 329,951
 415,070

薪金、花紅及津貼 Salaries, bonuses and allowances Share-based compensation expenses 以股份為基礎補償開支 一購股權計劃 - Share option scheme 285 859 - Share award scheme -股份獎勵計劃 2,210 退休金計劃供款 Pension scheme contributions 7,109 6,400 337,345 424.539

6. Finance costs

6. 融資成本

For the six months ended 30 June 教卒6月30日止6個月

		截 全 6 月 3 0	日止6個月
		2022	2021
		2022年	2021年
		Unaudited	Unaudited
		未經審核	未經審核
		HK\$'000	HK\$'000
		千港元	千港元_
Bank borrowings and overdrafts	銀行借款及透支	29,857	100,812
Debt securities in issue	已發行債務證券	117,233	191,585
Securities borrowing and lending	證券借貸	938	976
Repurchase agreements	回購協議	60,523	73,902
Lease liabilities	租賃負債	731	485
Others	其他	1,581	1,211
		210,863	368,971

30 June 2022 2022年6月30日

7. Profit before taxation

The Group's profit before taxation is arrived at after charging/ (crediting):

7. 除税前溢利

本集團的除税前溢利乃經扣減/(計 入)以下各項後得出:

> For the six months ended 30 June 截至6月30日止6個月

		A	H
		2022	2021
		2022年	2021年
		Unaudited	Unaudited
		未經審核	未經審核
		HK\$'000	HK\$'000
		千港元	千港元
Professional and consultancy fees	專業及諮詢費	43,006	58,265
Information service expenses	資訊服務開支	27,009	28,307
Repairs and maintenance	維修及維護(包括系統維護)		
(including system maintenance)		41,065	38,305
Marketing, advertising	市場推廣、廣告及宣傳開支		
and promotion expenses		2,993	4,518
Foreign exchange difference, net	外匯淨差額	13,533	27,708
Other commission expenses	其他佣金開支	10,369	20,619
Net loss allowance charge on loans	給予客戶貸款及墊款虧損撥備		
and advances to customers	支出淨額	4,095	66,589
Net loss allowance charge on	應收款項虧損撥備支出淨額		
accounts receivable		5,861	18,870
Net loss allowance reversal	其他金融資產虧損撥備		
on other financial assets	撥回淨額	(3,328)	(5,466)
Net loss allowance (reversal)/charge	按公平值計入其他全面收益		
on financial assets at fair value through	之金融資產的虧損(撥回)		
other comprehensive income	/ 撥備支出淨額	(9,325)	216

30 June 2022 2022年6月30日

8. Income tax expense

Current tax Deferred tax

8. 所得税開支

For the six months ended 30 June 截至6月30日止6個月

截至6月30	日止6個月
2022	2021
2022年	2021年
Unaudited	Unaudited
未經審核	未經審核
HK\$'000	HK\$'000
千港元	千港元
35,356	127,475
(27,743)	36,101
7,613	163,576

Hong Kong Profits Tax has been provided at the rate of 16.5% (2021: 16.5%) on the estimated assessable profits arising in Hong Kong during the period.

即期税項

遞延税項

香港利得税乃就期內在香港產生的估計應課税溢利按税率16.5%(2021年:16.5%)撥備。

9. Proposed interim/final dividend

The Board has declared an interim dividend of approximately HK\$95,878,000 or HK\$0.01 per ordinary share (2021: HK\$480,069,000 or HK\$0.05 per ordinary share) and a special dividend of approximately HK\$287,633,000 or HK\$0.03 per ordinary share (2021: nil) for the six months ended 30 June 2022. The interim dividend and special dividend proposed after the reporting date have not been recognised as liabilities in the interim financial report at the end of the reporting period.

The declared interim dividend for the six months ended 30 June 2021 was after the adjustment of excluding the dividend for the shares held under the share award scheme of the Company amounting to approximately HK\$881,000.

The Board recommended a final dividend of HK\$0.01 per ordinary share for the year ended 31 December 2021 on 28 March 2022 and paid the final dividend of approximately HK\$95,878,000 on 24 June 2022, as further adjusted to exclude the dividend for shares bought back by the Company before ex-dividend date 2 June 2022 amounting to HK\$312,000.

9. 建議中期/末期股息

董事會已就截至2022年6月30日止6個月宣派中期股息約95,878,000港元或每股普通股0.01港元(2021年:480,069,000港元或每股普通股0.05港元)及特別股息約287,633,000港元或每股普通股0.03港元(2021年:無)。於報告日期後擬派之中期股息及特別股息並無於報告期末之中期財務報告內確認為負債。

截至2021年6月30日止6個月,已宣派中期股息乃經減除根據本公司股份獎勵計劃持有股份的股息金額約881,000港元。

董事會於2022年3月28日建議派發截至2021年12月31日止年度末期股息每股普通股0.01港元,並於2022年6月24日派付末期股息約95,878,000港元,當中已進一步作出調整以撇除本公司於除息日2022年6月2日前購回的股份股息312,000港元。

30 June 2022 2022年6月30日

10. Earnings per share attributable to ordinary equity holders of the parent

The calculations of the basic and diluted earnings per share are based on:

(a) Basic earnings per share

The calculation of basic earnings per share for the six months ended 30 June 2022 is based on the profit attributable to ordinary equity holders of the parent of HK\$161,251,000 (2021: HK\$937,604,000) and the weighted average number of ordinary shares in issue less shares held under the Company's share award scheme of 9,603,856,707 (2021: 9,600,521,000) during the period.

(b) Diluted earnings per share

The calculation of diluted earnings per share is based on the profit for the period attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the period, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares into ordinary shares.

No adjustment has been made to the basic earnings per share amounts presented for the six months ended 30 June 2022 in respect of a dilution as the impact of the share option outstanding had an anti-dilutive effect on the basic earnings per share amounts presented.

10. 母公司普通股股東應佔 每股盈利

每股基本及攤薄盈利乃基於下列方 式計算:

(a) 每股基本盈利

截至2022年6月30日止6個月,每股基本盈利乃根據期內母公司普通股股東應佔溢利161,251,000港元(2021年:937,604,000港元)及已發行普通股的加權平均數減按本公司股份獎勵計劃持有的9,603,856,707股(2021年:9,600,521,000股)股份計算。

(b) 每股攤薄盈利

每股攤薄盈利乃按母公司普 通股股東應佔期內溢利計權 計算時所用的普通股加權 均數乃指計算每股基本盈 所採用的期內已發行普通股 數目,以及假設所有潛在轉 數 普通股時已按零代 份 普通股加權平均數。

由於尚未行使購股權對所呈列的每股基本盈利金額有反 攤薄效應,因此並未就攤薄對 截至2022年6月30日止6個月 所呈列的每股基本盈利金額 作出調整。

30 June 2022 2022年6月30日

10. Earnings per share attributable to ordinary equity holders of the parent (continued)

(b) Diluted earnings per share (continued) For the six months ended 30 June 2021, the calculation of diluted earnings per share is as follows:

10. 母公司普通股股東應佔 每股盈利(續)

(b) 每股攤薄盈利(續) 截至2021年6月30日止6個 月,每股攤薄盈利計算如下:

> For the six months ended 30 June 截至6月30日止 6個月 2021 2021年 Unaudited 未經審核

Profit attributable to ordinary equity holders of the parent (in HK\$'000)	母公司普通股股東應佔溢利 (以千港元計)	937,604
Weighted average number of ordinary shares in issue less shares held for the share award scheme used in the basic earnings per share calculation (in '000)	用於計算每股基本盈利的已發行普 通股的加權平均數減按股份獎勵 計劃持有的股份(以千計)	9,600,521
Effect of dilution — weighted average number of ordinary shares:	攤薄影響 - 普通股的加權平均數:	
Share options under the share option scheme (in '000)	購股權計劃項下的購股權 (以千計)	1,390
Awarded shares under the share award scheme (in '000)	股份獎勵計劃項下的獎勵股份 (以千計)	6,072
Number of ordinary shares for the purpose of diluted earnings per share calculation (in '000)	計算每股攤薄盈利而言的 普通股數目(以千計)	9,607,983
Diluted earnings per share (in HK cents)	每股攤薄盈利(以港仙計)	9.76

30 June 2022 2022年6月30日

11. Loans and advances to customers

11. 給予客戶的貸款及墊款

		As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核 HK\$'000 千港元	As at 31 December 2021 於2021年 12月31日 Audited 經審核 HK\$'000 千港元
Margin loans		12,039,669	16,644,045
Term loans	定期貸款	467,662	1,245,143
IPO loans	首次公開發售貸款	7,719	_
Less: loss allowance	減:虧損撥備	(2,038,596)	(2,034,501)
		10,476,454	15,854,687

Margin financing operations

Margin loans to customers are secured by the underlying pledged securities, bear interest at a rate with reference to the Hong Kong dollar prime rate and are repayable on demand. The carrying values of margin loans approximate to their fair values. No ageing analysis is disclosed as, in the opinion of the directors of the Company, an ageing analysis does not give additional value in view of the nature of the margin loans business.

As at 30 June 2022, the total value of securities pledged as collateral in respect of the margin loans was approximately HK\$41,456 million (31 December 2021: HK\$58,946 million) based on the market value of the securities as at the end of the reporting period.

Term loans to customers

The Group also provides term loans to customers. In determining the interest rates, reference is made to the credit standing of the relevant customers and the quality and value of the collateral pledged.

孖展融資業務

客戶孖展貸款以相關已抵押證券擔保,參考港元最優惠利率計息,並按要求償還。孖展貸款的賬面值與其公平值相若。由於本公司董事認為,鑒於孖展貸款業務的性質,故概齡分析並不會提供額外價值,故概無披露賬齡分析。

於2022年6月30日,按報告期末的證券市值計算,作為孖展貸款抵押品的已抵押證券總值約為41,456百萬港元(2021年12月31日:58,946百萬港元)。

給予客戶的定期貸款

本集團亦向客戶提供定期貸款。於 釐定利率時,會參考相關客戶的信 貸狀況以及所抵押的抵押品質素及 價值。

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12. Accounts receivable

The carrying values of accounts receivable arising from the course of business of the Group are as follows:

12. 應收款項

本集團業務過程中所產生的應收款 項賬面值如下:

		As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核 HK\$'000 千港元	As at 31 December 2021 於2021年 12月31日 Audited 經審核 HK\$'000 千港元
Accounts receivable arising from brokerage - cash and custodian clients (Note (a)) - the Stock Exchange and	經紀業務應收款項 一現金及託管客戶(附註(a)) 一聯交所及其他結算所	115,539	64,814
other clearing houses (Note (b)) - brokers and dealers (Note (b))	(附註(b)) 一經紀及交易商(附註(b))	5,246,544 4,710,743	3,195,809 2,786,524
Accounts receivable arising from insurance brokerage services	保險經紀服務應收款項		
- cash and custodian clients	一現金及託管客戶	-	4
Accounts receivable arising from securities borrowing and lending	證券借貸業務應收款項		
 brokers and dealers 	一經紀及交易商	623,411	419,506
Accounts receivable arising from corporate finance, asset management, financial products, market making and investments	企業融資、資產管理、 金融產品、做市及投資業務 應收款項		
 corporate clients, investment funds and others (Note (c)) 	一企業客戶、投資基金及 其他(附註(c))	262,257	117,538
Less: loss allowance	減:虧損撥備	10,958,494 (30,373)	6,584,195 (24,514)
		10,928,121	6,559,681

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12. Accounts receivable (continued)

(a) Accounts receivable from cash and custodian clients

Accounts receivable from cash and custodian clients represent unsettled client trades on various securities exchanges transacted on the last two to three business days prior to the end of the reporting period. When the cash and custodian clients fail to settle on the settlement date, the Group has the rights to force-sell the collateral underlying the securities transactions. The collateral held against these receivables is publicly traded securities. The loss allowance is made after taking into consideration the recoverability from the collateral. No ageing analysis is disclosed as, in the opinion of the directors, an ageing analysis does not give additional value in view of the nature of these accounts receivable.

(b) Accounts receivable from the Stock Exchange, clearing houses, brokers and dealers

For accounts receivable from the Stock Exchange and other clearing houses, brokers and dealers, and insurance brokerage, no ageing analysis is disclosed as, in the opinion of the directors, an ageing analysis does not give additional value in view of the nature of these accounts receivable.

12. 應收款項(續)

(a) 現金及託管客戶應收款 項

現金及託管客門大 的 所 的 所 的 不 算 客 本 新 的 有 的 持 。 可 由 龄 未 的 和 的 特 。 可 由 龄 未 的 和 的 , 既 故 和 的 特 。 可 由 龄 未 的 和 的 特 。 可 由 龄 未 的 和 的 特 。 可 由 龄 未

(b) 聯交所、結算所、經紀 及交易商的應收款項

對於聯交所及其他結算所、經 紀及交易商以及保險經紀的 應收款項,董事認為,由於該 等應收款項的性質,賬齡分析 不會帶來額外價值,故未披露 任何賬齡分析。

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12. Accounts receivable (continued)

(c) Accounts receivable from corporate clients and investment funds

Accounts receivable from corporate clients and investment funds are arising from asset management, corporate finance, investment holding and market making which have not yet been settled by clients after the Group's normal credit period.

The ageing analysis of relevant accounts receivable at the date of consolidated statement of financial position based on invoice date and before loss allowance is as follows:

12. 應收款項(續)

(c) 企業客戶及投資基金的 應收款項

客戶於本集團正常信貸期後 尚未結付的企業客戶及投資基金的應收款項產生自資產管理、企業融資、投資控股及做市。

於綜合財務狀況表日期基於 發票日期及虧損撥備前相關 應收款項的賬齡分析如下:

		2022	2021
		2022年	2021年
		HK\$'000	HK\$'000
		千港元	千港元
Not yet past due	尚未逾期	210,834	48,412
Past due less than 1 month	逾期一個月以內	3,280	3,076
Past due between 1 to 3 months	逾期一至三個月	195	7,693
Past due over 3 months	逾期三個月以上	47,948	58,357
Total	總計	262,257	117,538

Accounts receivable from corporate clients and investment funds arising from asset management, corporate finance, investment holding and market making using a provision matrix under simplified approach. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, services type, customer type and rating, and coverage by letters of credit or other forms of credit insurance). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, accounts receivable are written off if past due for more than one year and are not subject to enforcement activity.

產生自資產管理、企業融資、 投資控股及做市的企業客戶 及投資基金的應收款項乃按 簡易法使用撥備矩陣。撥備率 乃基於將具相似虧損模式(即 按地理區域、服務類型、客戶 類別及評級、以及信用證覆 蓋範圍或其他形式的信貸保 險)之各個客戶分部進行分組 之逾期天數計算。該計算反映 概率加權結果、金錢之時間價 值以及於報告日期可獲得有 關過去事件、當前狀況及對未 來經濟狀況預測之合理及支 持性資料。一般而言,倘應收 款項逾期一年以上,則予以撇 銷,並且不受強制執行活動所 規限。

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13. Financial assets at fair value

13. 按公平值計量的金融資產

	As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核 HK\$'000 千港元	As at 31 December 2021 於2021年 12月31日 Audited 經審核 HK\$'000 千港元
Non-current 非流動		
Financial assets held for investments 持作投資的金融		
- Unlisted fixed income securities - 非上市固定		4,106,706
- Unlisted convertible securities - 非上市可接		223,427
- Unlisted equity securities - 非上市股本		1,823,797
Financial assets at fair value through 按公平值計入排 profit or loss 金融資產	有金的	
profit or loss 金融資產 - Financial products (Note (b)) -金融產品((附註(b)) 18,963,453	11,214,889
—————————————————————————————————————		
<i>→</i> =	20,860,357	17,368,819
Current 流動 法你立具及供证	ᄶᄱᄼᅖᄶᅕ	
Financial assets held for trading and 持作交易及投資 investments	貝切並 融 貝)生	
- Listed equity securities - 上市股本語	登券 796,165	1,166,283
- Listed debt securities - 上市債務證		8,218,544
- Unlisted fixed income securities - 非上市固定		5,238,267
- Unlisted convertible securities - 非上市可接		-
	,	
Financial assets at fair value through 按公平值計入报 profit or loss	損益的金融資產	
- Unlisted fund investments (Note (a)) -非上市基金	金投資(附註(a)) 1,330,888	2,370,084
- Other financial instruments - 其他金融工	□ 具 -	94,880
- Financial products (Note (b)) - 金融產品((附註(b)) 24,397,999	20,384,420
	41,660,384	37,472,478
Total financial assets at fair value through 按公平值計入推		
profit or loss 金融資產總額	62,520,741	54,841,297
Current 流動		
Financial assets held for investment 持作投資的金屬	融資產	
- Listed debt securities - 上市債務證	登券 1,167	11,529
Total financial assets at fair value through 按公平值計入其	其他全面	
other comprehensive income 收益的金融資	資產總額 1,167	11,529

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13. Financial assets at fair value (continued)

Note:

- (a) The Group invested in unconsolidated investment funds for capital appreciation and investment income. The interests held by the Group are in the form of participating shares which provide the Group with the share of returns from the investment funds, but the Group does not have any decision making power nor any voting right. Given that the Group only held the beneficial interests without holding any voting right or substantial decision making power as principal, these investments are classified as financial assets at fair value through profit or loss.
- (b) The financial products invested by the Group included listed equity investments, listed debt investments, unlisted fund investments, unlisted equity investments and derivatives. As at 30 June 2022, no cash collateral (31 December 2021: HK\$96.4 million) and securities collateral of HK\$234.6 million (31 December 2021: HK\$198.2 million) were placed to the counterparties.

The financial products acquired by the Group are primarily driven by customers' investment needs and used as hedging instruments for structured notes issued under the Medium Term Note Programme (the "MTN Programme") (Note 18) or derivative instruments acquired by customers (Notes 14 and 19). As a result, the variable return of these financial products and the financial liabilities is not significant to the Group.

13. 按公平值計量的金融資產

(續)

附註:

- (a) 本集團投資於非合併投資基金以獲 得資本增值及投資收入。本集團以 參股形式持有權益,其使本集團可 分享投資基金所得回報,但本集團 並無任何決策權或任何投票權。鑒 於本集團僅持有實益權益而並無任 何投票權或如委託人有重大決策權, 該等投資分類為按公平值計入損益 的金融資產。
- (b) 本集團投資的金融產品包括上市股本投資、上市債務投資、非上市基金投資、非上市股本投資及衍生工具。於2022年6月30日,並無存放於交易方的現金抵押品(2021年12月31日:96.4百萬港元)及證券抵押品234.6百萬港元(2021年12月31日:198.2百萬港元)。

本集團持有的金融產品主要因客戶 投資需求而購買,並作為根據中期 票據計劃(「中期票據計劃」)發行的 結構性票據(附註18)或客戶收購的 衍生工具(附註14及19)的對沖工 具。故此該等金融產品及金融負 之可變回報對本集團影響不大。

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14. Derivative financial instruments

The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts. The notional amount, recorded gross, is the amount of a derivative's underlying asset, reference rate or index and is the basis upon which changes in the value of the derivative are measured. The notional amounts indicate the volume of transactions outstanding at the period/year end and are indicative of neither the market risk nor the credit risk.

14. 衍生金融工具

下表呈列記錄為資產或負債的衍生金融工具的公平值連同其名義。所記錄的名義金額總額為衍生工具相關資產、參考匯率計量變不金額,並為衍生工具價值計量變不金額。名義金額表明於期/年愈數基準。名義金額表明於期/年歲數數末完成的交易量,既不是市場風險的指標。

Fair value 公平值

		_	公平	· 值
		Notional		
		amount	Assets	Liabilities
		名義金額	資產	負債
		HK\$'000	HK\$'000	HK\$'000
		千港元_	千港元	千港元
As at 30 June 2022	於2022年6月30日			
Non-current	非流動			
Interest rate swaps	利率掉期	7,229,359	296,956	(7,436)
Foreign exchange forwards	遠期外匯	740,611	_	(3,167)
Warrants	認股權證	_	-	-
Callable bull/bear contracts	牛熊證	105,027	-	(3,873)
		8,074,997	296,956	(14,476)
Current	····· 流動			
Interest rate swaps	利率掉期	8,976,296	30,243	(19,120)
Foreign exchange forwards	遠期外匯	10,314,124	135,667	(293,391)
Index futures	指數期貨	149,636	650	(1,577)
Options	期權	3,473,797	126,495	(74,403)
Warrants	認股權證	2,760,977	_	(88,717)
Equity swaps	股權掉期	5,163,021	167,774	(502,273)
Callable bull/bear contracts	牛熊證	41,814	_	(1,858)
Other equity derivatives	其他股本衍生工具	1,068,608	53,735	(21,702)
		31,948,273	514,564	(1,003,041)
		40,023,270	811,520	(1,017,517)

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14. Derivative financial instruments (continued)

14. 衍生金融工具(續)

		_	Fair val 公平值	
		Notional amount 名義金額 HK\$'000 千港元	Assets 資產 HK\$'000 千港元	Liabilities 負債 HK\$'000 千港元
As at 31 December 2021 Non-current	於2021年12月31日 非流動			
Interest rate swaps	利率掉期	7,205,586	12,325	(61,468)
Foreign exchange forwards	遠期外匯	440,530	_	(41,004)
Warrants	認股權證	1,200	_	(129)
Callable bull/bear contracts	牛熊證	89,766	_	(3,808)
		7,737,082	12,325	(106,409)
Current	流動			
Interest rate swaps	利率掉期	3,505,749	_	(43,538)
Foreign exchange forwards	遠期外匯	9,913,566	232,968	(166,275)
Index futures	指數期貨	338,195	756	(825)
Listed and OTC options	已上市及場外期權	2,124,806	70,298	(26,366)
Warrants	認股權證	4,309,812	_	(22,351)
Credit default swaps	信貸違約掉期	389,925	77,199	_
Credit derivatives	信貸衍生工具	46,791	1,419	(25)
Callable bull/bear contracts	牛熊證	77,250	_	(2,796)
Rates swaps	息率掉期	70,187	155	(4)
Equity swaps	股權掉期	3,492,603	103,052	(105,419)
Other swaps	其他掉期	38,211	306	(114)
Other equity derivatives	其他股本衍生工具	1,027,641	120,752	(58,839)
		25,334,736	606,905	(426,552)
		33,071,818	619,230	(532,961)

The Group entered into International Swaps and Derivatives Association, Inc. ("ISDA") master netting agreements or similar agreements with substantially all of its derivative counterparties. Where legally enforceable, these master netting agreements give the Group the right to offset cash collateral paid or received with the same counterparty. As at 30 June 2022, amounts of cash collateral of HK\$1,043 million and HK\$592 million were paid to and received from respective counterparties (31 December 2021: HK\$545 million and HK\$661 million), which were included in "accounts receivable and accounts payable arising from brokerage – brokers and dealers" in Notes 12 and 16 respectively.

本集團與絕大部份衍生工具交易方訂立國際掉期及衍生品協會 (International Swaps and Derivatives Association, Inc.)(「ISDA」)淨額抵銷總協議或類似協議。在依法對可強調,該等淨額抵銷總協議或類似協議。在依法銷額協議可強則,該等淨額抵銷總協之22年6月30日,已付及已收相關交易之理。 年6月30日,已付及已收相關交易方之現金抵押品金額分別為1,043百萬港元及592百萬港元(2021年12月31日:545百萬港元及661百萬港元),份別載於附註12及16的「經紀業務」。收款項及應付款項一經紀及交易商」。

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15. Receivables from reverse repurchase agreements

The receivables from reverse repurchase agreements arise when the securities are bought by the Group with a concurrent agreement to resell at a specified later date and price. These securities are not recognised in the Group's consolidated statement of financial position as the counterparty retains substantially all risks and returns of the securities. The amount paid by the Group is recognised as receivable. In the event of default by the counterparty, the Group has the right to sell the underlying securities for settling the outstanding receivable.

As at 30 June 2022, the outstanding amount paid for the reverse repurchase agreements was HK\$4,175 million (31 December 2021: HK\$4,444 million) and was recognised as receivables from reverse repurchase agreements.

The fair value of financial instruments received as collateral for the outstanding receivable was HK\$4,154 million (31 December 2021: HK\$4,427 million).

15. 反向回購協議應收款項

於2022年6月30日,就反向回購協議支付的未結清款項為4,175百萬港元(2021年12月31日:4,444百萬港元),並確認為反向回購協議應收款項。

已收取作為未結清應收款項抵押品的金融工具的公平值為4,154百萬港元(2021年12月31日:4,427百萬港元)。

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16. Accounts payable

16. 應付款項

	As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核 HK\$'000 千港元	As at 31 December 2021 於2021年 12月31日 Audited 經審核 HK\$'000 千港元
Accounts payable arising from brokerage	16,740,707 1,269,581 3,225,752	16,986,206 790,787 2,212,759
Accounts payable arising from 證券借貸業務應付款項 securities borrowing and lending	48,604	37,289
Accounts payable arising from	2,027,527	559,622
Accounts payable arising 保險經紀服務應付款項 from insurance brokerage services	125	503
	23,312,296	20,587,166

The majority of the accounts payable are repayable on demand except for certain accounts payable to clients which represent margin deposits received from clients for their trading activities in the normal course of business. Only the excess amounts over the required margin deposits stipulated are repayable on demand. The Group has a practice to satisfy all the requests for payment within one business day. No ageing analysis is disclosed as, in the opinion of the Directors, the ageing analysis does not give additional value in view of the nature of these businesses.

Accounts payable to clients also included those payables placed in trust accounts with authorised financial institutions of HK\$16,727 million (31 December 2021: HK\$17,815 million), Hong Kong Futures Exchange Clearing Corporation Limited and other futures dealers totalling HK\$234 million as at 30 June 2022 respectively (31 December 2021: HK\$215 million).

Accounts payable arising from insurance brokerage services included those payables in trust accounts with authorised institutions of HK\$125,000 as at 30 June 2022 (31 December 2021: HK\$503,000).

Accounts payable are non-interest-bearing except for the accounts payable to clients.

於2022年6月30日,應付客戶的款項亦包括存放於認可金融機構信託賬戶的應付款項16,727百萬港元(2021年12月31日:17,815百萬港元)及香港期貨結算有限公司及其他期貨交易商合共234百萬港元(2021年12月31日:215百萬港元)。

於2022年6月30日,保險經紀服務應付款項包括認可機構信託賬戶的應付款項125,000港元(2021年12月31日:503,000港元)。

除應付客戶的款項外,應付款項為 免息。

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17. Interest-bearing bank and other borrowings 17. 計息銀行及其他借款

		As at	As at
		30 June	31 December
		2022	2021
		於2022年	於2021年
		6月30日	12月31日
		Unaudited	Audited
		未經審核	經審核
		HK\$'000	HK\$'000
		1	千港元
Non-current:			
Lease liabilities	租賃負債	26,794	40,542
Current:	流動:		
Unsecured bank borrowings	無抵押銀行借款	4,535,955	5,307,339
Lease liabilities	租賃負債	26,963	27,322
		4,562,918	5,334,661
		4,589,712	5,375,203
Denominated in:	計值貨幣:		
HK dollar	港元	2,545,332	3,157,025
US dollar	美元	1,334,075	2,167,983
Other currencies	其他貨幣	710,305	50,195
		4,589,712	5,375,203

The Group's bank borrowings bear interest at the Hong Kong Interbank Offered Rate plus an interest spread.

The carrying amounts of bank borrowings approximate to their fair values as the impact on discounting is not significant.

The Group's lease liabilities bear weighted average interest rate at 3.34% per annum (31 December 2021: 3.35% per annum).

本集團銀行借款均按香港銀行同業 拆息加息差計息。

由於貼現影響並不重大,故銀行借款的賬面值與其公平值相若。

本集團的租賃負債按加權平均年利率3.34%(2021年12月31日:年利率3.35%)計息。

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18. Debt securities in issue

18. 已發行債務證券

Non-current			As at 30 June 2022 於2022年 6月30日 Unaudited 未經審核 HK\$'000 千港元	As at 31 December 2021 於2021年 12月31日 Audited 經審核 HK\$'000 干港元
profit or loss (Note (b)): Structured notes issued in relation to financial products Current At amortised cost (Note (a)): Unlisted unsecured medium-term notes and structured notes issued in relation to financial products Designated at fair value through profit or loss (Note (b)): Structured notes issued in relation to financial products US dollar HK	At amortised cost (Note (a)):	按攤銷成本(附註(a)):	3,159,131	3,139,345
Current	profit or loss (Note (b)):	(附註(b)):		
Current			12,767,544	8,198,613
At amortised cost (Note (a)): Unlisted unsecured medium-term notes and structured notes Listed unsecured medium-term notes (Miticlo): Structured notes issued in relation to financial products Listed unsecured medium-term notes and structured notes at amortised cost denominated in: US dollar HK dollar HK dollar RMB Other currencies Structured notes issued in relation to financial products denominated in: Exp Miticlo): De發行的金融產品相關之 基構性票據: Exp Miticlo): De發行的金融產品相關之 基構性票據: Exp Miticlo): De發行的安體 Miticlo): De發行的表情 Miticlo): Dewell All All All All All All All All All			15,926,675	11,337,958
Profit or loss (Note (b)): Structured notes issued in relation to financial products	At amortised cost (Note (a)): Unlisted unsecured medium-term notes and structured notes	按攤銷成本(附註(a)): 非上市無抵押中期票據 及結構性票據	13,865,353	
Style="background-color: blue; color: white; color: wh	profit or loss (Note (b)): Structured notes issued in relation	(附註(b)): 已發行的金融產品相關之	21,453,355	15,855,274
Unsecured medium-term notes and structured notes at amortised cost denominated in: 及結構性票據: US dollar 美元 4,866,176 9,242,162 RMB 人民幣 391,192 192,709 Other currencies 其他貨幣 - 99,745 Structured notes issued in relation to financial products denominated in: 金融產品相關之結構性票據: HK dollar 港元 3,168,563 3,077,692 以S dollar 美元 29,150,574 19,437,596 RMB 人民幣 1,414,798 974,462 Other currencies 其他貨幣 486,964 564,137	·			
Unsecured medium-term notes and structured notes at amortised cost denominated in: US dollar HK dollar RMB Other currencies Structured notes issued in relation to financial products denominated in: HK dollar HK dollar Structured notes issued in relation to financial products denominated in: HK dollar HK dollar Structured notes issued in relation to financial products denominated in: HK dollar HK dollar HK dollar CRM ARMB ARC ARMB ARC ARMB ARC Other currencies T# T# T# T# T# T# T# T# T# T			51,245,383	45,491,783
US dollar 美元 11,767,116 11,903,280 HK dollar 港元 4,866,176 9,242,162 RMB 人民幣 391,192 192,709 Other currencies 其他貨幣 - 99,745 Structured notes issued in relation to financial products denominated in: 按下列貨幣列值的已發行的 金融產品相關之結構性票據: HK dollar 港元 3,168,563 3,077,692 US dollar 美元 29,150,574 19,437,596 RMB 人民幣 1,414,798 974,462 Other currencies 其他貨幣 486,964 564,137 34,220,899 24,053,887	and structured notes at amortised	成本列賬的無抵押中期票據		
Structured notes issued in relation to financial products denominated in: 按下列貨幣列值的已發行的 HK dollar 港元 3,168,563 3,077,692 US dollar 美元 29,150,574 19,437,596 RMB 人民幣 1,414,798 974,462 Other currencies 其他貨幣 486,964 564,137 34,220,899 24,053,887	US dollar HK dollar RMB	美元 港元 人民幣	4,866,176	9,242,162 192,709
financial products denominated in: 金融產品相關之結構性票據: HK dollar 港元 3,168,563 3,077,692 US dollar 美元 29,150,574 19,437,596 RMB 人民幣 1,414,798 974,462 Other currencies 其他貨幣 486,964 564,137			17,024,484	21,437,896
51,245,383 45,491,783	financial products denominated in: HK dollar US dollar RMB	金融產品相關之結構性票據: 港元 美元 人民幣	29,150,574 1,414,798 486,964	19,437,596 974,462 564,137
			51,245,383	45,491,783

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18. Debt securities in issue (continued)

Notes:

- (a) The outstanding balance of HK\$17,024 million as at 30 June 2022 (31 December 2021: HK\$21,438 million) stated at amortised cost represented unsecured notes issued by the Company under the MTN Programme and Guaranteed Structured Note Programme "GSN Programme" maintained by its subsidiary. As at 30 June 2022, the debt securities in issue bore fixed interest rates ranging from 0.5% to 3.3% (31 December 2021: 0.4% to 4.25%). The carrying amounts of the debt securities in issue approximate to their fair values as the impact on discounting is not significant.
- (b) As at 30 June 2022, the outstanding balance of HK\$34,221 million (31 December 2021: HK\$24,054 million) represented unlisted structured notes which arose from selling structured products generally under the MTN Programme and GSN Programme with underlying investments related to listed and unlisted equity investments, listed debt investments, unlisted debt investments, unlisted fund investments and derivatives.

The Group has not had any defaults of principal, interest or any other breaches with respect to their liabilities for the six months ended 30 June 2022 (2021: nil).

Part of the debt securities in issue are repayable on demand and the Group has a practice to satisfy the request for redemption on the settlement date.

18. 已發行債務證券(續)

附註:

- (a) 於2022年6月30日,按攤銷成本列賬的未償還餘額17,024百萬港元(2021年12月31日:21,438百萬港元)指本公司根據中期票據計劃及其子公司持有的擔保結構性票據計劃(「擔保結構性票據計劃」)發行的無抵押票據。於2022年6月30日,已發行債務證券按利率介乎0.5%至3.3%(2021年12月31日:0.4%至4.25%)計息。已發行債務證券的賬面值與其公平值相若,乃因對貼現的影響並不重大。
- (b) 於2022年6月30日,未償還餘額 34,221百萬港元(2021年12月31日: 24,054百萬港元)指根據中期票據 計劃及擔保結構性票據計劃通常銷 售結構性產品產生的非上市結構性 票據,相關投資與上市及非上市股 本投資、上市債務投資、非上市債 務投資、非上市基金投資及衍生工 具有關。

本集團於截至2022年6月30日止6個 月並無拖欠本金、利息或任何其他 未履行其責任的情況(2021年:無)。

部分已發行債務證券須按要求償 還,而本集團的慣例為在結算日期 滿足贖回要求。

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19. Financial liabilities at fair value through profit or loss

19. 按公平值計入損益的 金融負債

		As at	As at
		30 June	31 December
		2022	2021
		於2022年	於2021年
		6月30日	12月31日
		Unaudited	Audited
		未經審核	經審核
		HK\$'000	HK\$'000
		千港元	千港元_
Financial liabilities held for trading:			
 Listed equity securities 	一上市股本證券	325,038	69,105
 Listed debt securities 	一上市債務證券	3,427,455	4,760,009
- Unlisted debt securities	一非上市債務證券	9,786	13,370
Financial liabilities designated at fair value	指定按公平值計入損益的		
through profit or loss	金融負債		
- Financial products (Note (a))	一金融產品(附註(a))	2,694,021	3,120,012
- Other financial instruments	一其他金融工具	_	36,601
- Third-party interest in consolidated	一納入合併投資基金的		,
investment funds (Note (b))	第三方權益(附註(b))	498,422	773,708
		6,954,722	8,772,805

Notes:

(a) Included in the fair value in financial products are cash collateral of HK\$2 million (31 December 2021: HK\$2 million) received from various counterparties.

The amount of change in fair value of financial liabilities at fair value through profit or loss, during the period and cumulatively, attributable to changes in own credit risk was insignificant.

(b) Third-party interests in consolidated investment funds consist of third-party unitholders' interests in consolidated investment funds which are reflected as liabilities since they can be put back to the Group for cash. The realisation of third-party interests in investment funds cannot be predicted with accuracy since these represent the interests of third-party unitholders in consolidated investment funds that are subject to market risk and the actions of third-party investors.

附註:

(a) 金融產品之公平值包括從各對手方 收取的現金抵押品2百萬港元(2021 年12月31日:2百萬港元)。

於期內,因本身信貸風險變動累積而導致按公平值計入損益的金融負債公平值出現的金額變動並不重大。

(b) 納入合併投資基金的第三方權益包括納入合併投資基金的第三方單位持有人權益,由於該等權益可退回本集團以收取現金,故列為負債。投資基金中第三方權益的變現無法準確預測,乃因有關權益代表由納入合併投資基金的第三方單位持有人的權益,並受制於市場風險及第三方投資者的行為。

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20. Obligations under repurchase agreements

The obligations under repurchase agreements arise when the securities are sold by the Group with a concurrent agreement to repurchase at a specified later date and price. These securities are not derecognised from the Group's consolidated statement of financial position and are retained within the appropriate financial assets classification. The amount received by the Group is recognised as liabilities as the Group retains substantially all risks and returns of the securities.

As at 30 June 2022, the outstanding amount received from repurchase agreements was HK\$8,448 million (31 December 2021: HK\$9,256 million) and was recognised as obligations under repurchase agreements.

The following table specifies the amount included within financial assets at fair value through profit or loss subject to repurchase agreements at the period end (Note 13).

20. 回購協議的債項

本集團根據回購協議出售證券,連 帶同時訂立一項協議以按指證於 日期及價格回購證券。該等政 於本集團綜合財務狀況表中 確認,並保留在適當金 內。由於本集團保留證券的絕 分 員 險及回報,本集團收取的款項 確認為負債。

於2022年6月30日,自回購協議收取的未結清款項為8,448百萬港元(2021年12月31日:9,256百萬港元),並確認為回購協議的債項。

下表載明於期末按公平值計入損益 的金融資產中涉及回購協議的款項 (附註13)。

		As at	As at
		30 June	31 December
		2022	2021
		於2022年	於2021年
		6月30日	12月31日
		Unaudited	Audited
		未經審核	經審核
		HK\$'000	HK\$'000
		千港元	千港元
Financial assets held for trading			
 Listed debt securities 	-上市債務證券	2,411,279	2,724,914
 Unlisted debt securities 	- 非上市債務證券	35,802	91,772
Financial assets designated at fair value	指定按公平值計入		
through profit or loss	損益的金融資產		
- Financial products	一金融產品	7,922,882	9,067,314
		10,369,963	11,884,000

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21. Share capital

21. 股本

Onare capital	21. /JX T				
		Number of			
		issued and			
		fully paid	Share		
		shares	capital		
		已發行及繳足			
		股份數目	股本		
			HK\$'000		
			千港元		
At 1 January 2021	於2021年1月1日	9,617,228,644	10,908,749		
Shares issued upon exercise of	因購股權計劃獲行使				
share options scheme	而發行的股份	1,766,063	2,414		
At 31 December 2021 and	於2021年12月31日				
1 January 2022 (Note)	及2022年1月1日(附註)	9,618,994,707	10,911,163		
Shares repurchased	所購回股份	(31,239,000)	_		
At 30 June 2022	於2022年6月30日	9,587,755,707	10,911,163		

Note During the six months ended 30 June 2022, the Company bought back a total of 58,409,000 shares at an aggregate consideration (inclusive all expenses) of HK\$51.1 million on the Hong Kong Stock Exchange at share prices ranging from HK\$0.80 to HK\$0.97, of which 31,239,000 shares has been cancelled before 30 June 2022. The repurchase was governed by section 257 of the Hong Kong Companies Ordinance. The above amount was paid out of retained profits of the Company. From 1 July 2022 to the date of this report, the Company bought back 5,940,000 shares at an aggregate consideration (inclusive all expenses) of HK\$5.3 million.

附註 截至2022年6月30日止6個月,本公司於香港聯交所以每股0.80港元至0.97港元的價格購回合共58,409,000股股份,總代價為51.1百萬港元(包括所有開支),其中31,239,000股股份已於2022年6月30日前註銷。購回受香港公司條例第257條規管。上述金額自本公司保留溢利撥付。自2022年7月1日至本報告日期,本公司購回5,940,000股股份,總代價(包括所有開支)為5.3百萬港元。

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22. Share option reserve

The Company operates a share option scheme (the "Share Option Scheme") for the purpose of assisting in recruiting, retaining and motivating key staff members. The Board of Directors has the discretion to grant share options to employees and directors of any members of the Group, including independent non-executive directors. The Share Option Scheme became effective on 19 June 2010 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date (i.e., 18 June 2020).

The total number of shares which may be issued upon exercise of all share options to be granted under the Share Option Scheme must not in aggregate exceed 10% of the shares of the Company in issue at the date of approval of the Share Option Scheme (i.e. 164,000,000 shares). The maximum number of shares issuable under share options to each eligible participant in the Share Option Scheme within any 12-month period is limited to 1% of the shares of the Company in issue at any time (i.e. 16,400,000 shares). Any further grant of share options in excess of this limit is subject to shareholders' approval in a general meeting.

Share options granted to a director or chief executive of the Company, or to any of their associates, are subject to approval in advance by the independent non-executive directors. In addition, any share options granted to a substantial shareholder or an independent non-executive director of the Company, or to any of their associates, in excess of 0.1% of the shares of the Company in issue at any time or with an aggregate value (based on the price of the Company's shares at the date of grant) in excess of HK\$5 million, within any 12-month period, are subject to shareholders' approval in advance in a general meeting.

The offer of a grant of share options may be accepted within 28 days from the date of offer, upon payment of a nominal consideration of HK\$1 in total by the grantee. The exercise period of the share options granted is determinable by the directors, and ends on a date which is not later than ten years from the date of offer of the share options.

22. 購股權儲備

本公司設有一項購股權計劃(「購股權計劃」),旨在協助招攬、挽留及激勵主要員工。董事會可酌情向本集團任何成員公司的僱員及董事(包括獨立非執行董事)授出購股權計劃於2010年6月19日生效,而除非另行取消或修訂,否則將自該日期起十年(即至2020年6月18日)有效。

因購股權計劃項下授出的所有購股權獲行使而可能發行的股權計劃項下授出的所有購數不能合計超過在購股權計劃化 164,000,000股股份)。於任何期間內可根據購內 個月期間內可根據購格參本公司已發行股份的1%(個月期間內每名合資限於在何時間已發行股份的1%(日本 於任何時間已發行股份的1%(出來 16,400,000股股份)。任何超出 限額的進一步授出購股權須經股東 於股東大會上批准。

授出購股權的要約可由承授人自要約日期起計28日內於支付名義代價合共1港元後被接納。所授出購股權的行使期由董事釐定,最遲至自購股權要約日期起計滿十年之日為止。

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22. Share option reserve (continued)

The exercise price of share options is determinable by the directors, but may not be less than the higher of (i) the Stock Exchange closing price of the Company's shares on the date of offer of the share options; and (ii) the average Stock Exchange closing price of the Company's shares for the five trading days immediately preceding the date of offer.

The expected volatility and the expected dividend yield reflect the assumptions that the historical volatility and the historical dividend yield, respectively, are indicative of future trends, which may not necessarily be the actual outcome.

For the six months ended 30 June 2022, 266,668 and 1,133,332 share options were lapsed and forfeited (2021: 1,783,337 and 9,981,186 share options were lapsed and forfeited) prior to the vesting date according to the rules of the Share Option Scheme.

Share options do not confer rights on the holders to dividends or to vote at shareholders' meetings.

No share option was exercised during the six months ended 30 June 2022.

1,766,063 share options were exercised during the year ended 31 December 2021, resulting in the issue of 1,766,063 shares for a total cash consideration of HK\$1,681,000. HK\$733,000 was transferred from the share option reserve to the share capital account upon the exercise of the share options. The weighted average closing share price immediately before the dates on which the share options were exercised during the year was HK\$1.23 per share.

For the six months ended 30 June 2022, the Group has recognised an equity-settled share-based compensation expense of HK\$285,000 for the share options under the Share Option Scheme in profit or loss (2021: HK\$1,462,000).

22. 購股權儲備(續)

購股權的行使價由董事釐定,惟不可低於以下最高者:(i)本公司股份於購股權要約日期在聯交所的收市價;及(ii)本公司股份於緊接要約日期前五個交易日在聯交所的平均收市價。

預期波幅及預期股息收益率分別反 映過往波幅及過往股息收益率,且 是未來趨勢指標的假設,而該指標 不一定為實際結果。

截至2022年6月30日止6個月,根據購股權計劃的規則,分別有266,668份及1,133,332份購股權於歸屬日期前失效及沒收(2021年:1,783,337份及9,981,186份購股權分別失效及沒收)。

購股權並無賦予持有人獲派股息或 於股東大會上投票之權利。

截至2022年6月30日止6個月並無行 使任何購股權。

截至2021年12月31日止年度, 1,766,063份購股權獲行使,導致 1,766,063股股份發行,現金代價總 額為1,681,000港元。733,000港元 因購股權獲行使而由購股權儲備轉 撥至股本賬。於期內獲行使的購股 權於行使日期的加權平均股價為每 股1.23港元。

截至2022年6月30日止6個月,本集 團已就購股權計劃項下的購股權於 損益確認以權益結算以股份為基礎 的補償開支285,000港元(2021年: 1,462,000港元)。

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22. Share option reserve (continued)

Movements of share options outstanding under the Share Option Scheme during the period/year are as follows:

22. 購股權儲備(續)

期內/年內購股權計劃下尚未行使購股權的變動如下:

		30 June 2022		31 Decemb	er 2021
		2022年6月	30日	2021年12月31日	
		Weighted		Weighted	
		average		average	
		exercise price	Number of	exercise price	Number of
		HK\$ per share	options	HK\$ per share	options
		加權平均行使價		加權平均行使價	
		每股港元	購股權數目	每股港元	購股權數目
At 1 January	於1月1日	1.557	49,762,131	1.544	63,292,717
Forfeited during the period/year	期內/年內沒收	1.784	(1,133,332)	1.593	(9,981,186)
Lapsed during the period/year	期內/年內失效	1.450	(266,668)	1.506	(1,783,337)
Exercised during the period/year	期內/年內行使	-	-	0.952	(1,766,063)
At 30 June/	於6月30日/				
31 December	12月31日	1.552	48,362,131	1.557	49,762,131

As at 30 June 2022, the Company had 48,362,131 (31 December 2021: 49,762,131) share options outstanding under the Share Option Scheme, which represented approximately 0.50% (31 December 2021: 0.52%) of the Company's shares in issue as at 30 June 2022. The exercise in full of the remaining share options would, under the present capital structure of the Company, result in the issue of 48,362,131 additional ordinary shares of the Company and additional share capital of HK\$75,056,000 (before issuance expenses). The option periods of the share options are from 10 January 2014 to 9 January 2024, from 13 July 2017 to 12 July 2027, from 4 July 2018 to 3 July 2028 and from 11 September 2019 to 10 September 2029.

於2022年6月30日,本公司有 48,362,131份(2021年12月31日: 49,762,131份) 購股權計劃項下尚 未行使的購股權,佔本公司於2022 年6月30日已發行股份的約0.50% (2021年12月31日:0.52%)。根據 本公司目前的資本架構,若其餘購 股權獲悉數行使,會導致額外發行 48,362,131股本公司普通股,以及 額外股本75,056,000港元(未扣除 發行開支)。購股權的期權行使期 間為2014年1月10日至2024年1月9 日、2017年7月13日至2027年7月12 日、2018年7月4日至2028年7月3日 及2019年9月11日至2029年9月10 □ ∘

23. Share award reserve

On 27 October 2011, the Company adopted the share award scheme (the "Share Award Scheme") under which shares of the Company (the "Awarded Shares") may be awarded to selected employees (including directors) of any members of the Group (the "Selected Employees") pursuant to the terms of the scheme rules and trust deed of the Share Award Scheme. The Share Award Scheme became effective on the adoption date and, unless otherwise terminated or amended, was valid until 26 October 2021.

23. 股份獎勵儲備

於2011年10月27日,本公司採納股份獎勵計劃(「股份獎勵計劃」),可據此,本公司股份(「獎勵股份」)可根據股份獎勵計劃規則及員會對數據條款授予本集團任何獲選僱員」)。股份獎勵計劃於採納日期生效,除非另行終止或修訂。 效期直至2021年10月26日。

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23. Share award reserve (continued)

The aggregate number of the Awarded Shares permitted to be awarded under the Share Award Scheme throughout the duration of the Share Award Scheme is limited to 10% of the issued share capital of the Company as at the adoption date (i.e., 164,000,000 shares). The maximum number of the Awarded Shares which may be awarded to a Selected Employee in any 12-month period up to and including the date of award shall not in aggregate exceed 1% of the issued share capital of the Company as at the adoption date (i.e., 16,400,000 shares).

When a Selected Employee has satisfied all vesting conditions, which might include service and/or performance conditions, specified by the Board of Directors of the Company at the time of making the award and become entitled to the shares of the Company forming the subject of the award, the trustee shall transfer the relevant Awarded Shares to that employee at no cost.

The voting rights and powers of any shares held under the Share Award Scheme shall be exercised by the independent trustee who shall abstain from voting.

The Share Award Scheme ceased to be in force on 26 October 2021. As a result, there has been no Awarded Shares, share held under the Share Award Scheme and share-based compensation expense since that date.

24. Capital commitments and other commitments

Capital commitments

The Group had capital commitments for system upgrades and renovation of premises of approximately HK\$14,607,000 which were contracted but not provided for as at 30 June 2022 (31 December 2021: HK\$16,034,000).

Other commitments

The Group undertakes underwriting obligations on placing, IPO, takeover and merger activities and financial obligations to loan facilities granted to customers. As at 30 June 2022, the underwriting obligations was approximately HK\$847 million (31 December 2021: HK\$145 million).

23. 股份獎勵儲備(續)

於股份獎勵計劃期間於股份獎勵計劃項下獲准授出的獎勵股份總數不得超過本公司於採納日期已發行股本的10%(即164,000,000股股份)。在截至並包括授出股份之日的任何十二個月期間內可能向獲選僱員授出的獎勵股份最高數目合共不得超逾本公司於採納日期已發行股本的1%(即16,400,000股股份)。

倘獲選僱員符合本公司董事會於作 出有關獎勵時列明的全部歸屬條件 (其中可能包括服務年期及/或表 現的條件),便可獲取有關獎勵的 本公司股份,受託人須無償向該名 僱員轉讓有關獎勵股份。

獨立受託人有權行使股份獎勵計劃 項下持有的股份的所有投票權及權 力,惟獨立受託人將放棄投票權。

股份獎勵計劃已於2021年10月26日 失效。因此,自該日期起概無獎勵 股份、股份獎勵計劃項下所持股份 及以股份為基礎補償開支。

24. 資本承擔及其他承擔

資本承擔

本集團就系統升級及物業翻新作 出資本承擔約14,607,000港元, 該款項已訂約但並未於2022年6月 30日予以撥備(2021年12月31日: 16,034,000港元)。

其他承擔

本集團為配售、首次公開發售、收購及合併活動承擔承銷責任及為授予客戶的貸款融資承擔融資責任。於2022年6月30日,承銷責任約為847百萬港元(2021年12月31日:145百萬港元)。

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25. Related party transactions

(a) In addition to the transactions and balances set out elsewhere in the interim financial report, the Group had the following material transactions with related parties during the period:

25. 關聯方交易

(a) 除中期財務報告其他章節所 載的交易及結餘外,本集團於 期內與關聯方進行以下重大 交易:

For the six months ended 30 June 截至6月30日止6個月

			武王0 /100	日正0回71
			2022	2021
			2022年	2021年
			Unaudited	Unaudited
			未經審核	未經審核
		Notes	HK\$'000	HK\$'000
		附註	千港元	千港元
Commission expenses	支付予最終控股公司			
to the ultimate holding company	的佣金開支	(i)	(436)	(855)
Professional and consultancy	支付予同系附屬公司			
fees paid to fellow subsidiaries	的專業及諮詢費	(ii)	(24,000)	(30,013)
Commission income of	自同系附屬公司管理	()	, , ,	, ,
a public fund managed	的公募基金收取			
by a fellow subsidiary	的佣金收入	(iii)	_	5
Commission income from	自最終控股公司收取	, ,		
the ultimate holding company	的佣金收入	(i∨)	9	72
Underwriting fee and sponsor	自最終控股公司收取	,		
fee income from the ultimate	的包銷費及			
holding company	保薦費用收入	(v)	_	466
Commission income	自同系附屬公司收取			
from a fellow subsidiary	的佣金收入	(∨i)	83	321
Commission income and	自另一同系附屬公司			
handling income	收取的佣金收入			
from another fellow subsidiary	及手續費收入	(vii)	46	93
Commission income from	自中介控股公司收取			
an immediate holding company	的佣金收入	(∨iii)	5	5
Consultancy service fee and	支付予最終控股公司			
corporate finance service fee	及同系附屬公司的			
paid to the ultimate holding	諮詢服務費及			
company and a fellow subsidiary	企業融資服務費	(ix)	-	(8,059)
Commission income of	自同系附屬公司管理			
private funds managed	的私募基金收取			
by a fellow subsidiary	的佣金收入	(x)	321	409
Management fee income of	自本公司全資附屬公司			
a public fund managed by	管理及中介控股公司			
a wholly-owned subsidiary of the	投資的公募基金收取的			
Company and invested by an	管理費收入			
intermediate holding company		(xi)	1,814	6,986

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25. Related party transactions (continued)

Notes:

- (i) The commission expenses to the ultimate holding company were calculated based on the percentage of the transaction value stated in the Cooperation Agreement signed with the wholly-owned subsidiary of the Company.
- (ii) The professional and consultancy fees paid to fellow subsidiaries for the provision of capital market information were charged at HK\$24,000,000 for the period ended 30 June 2022 (2021: HK\$30,013,000).
- (iii) The commission income received from the public fund managed by the fellow subsidiary was based on the pricing stated in the signed brokerage agreement with the wholly-owned subsidiary of the Company.
- (iv) The commission income received from the ultimate holding company was based on the pricing stated in the signed brokerage agreement with the wholly-owned subsidiary of the Company.
- (v) The underwriting and placing fee income received from the ultimate holding company was based on the underwriting and placing agreement with the ultimate holding company.
- (vi) The commission income received from the fellow subsidiary was based on the pricing stated in the signed brokerage agreement with wholly-owned subsidiaries of the Company.
- (vii) The commission income and handling income received from another fellow subsidiary was based on the pricing stated in the signed brokerage agreement with the wholly-owned subsidiary of the Company.
- (viii) The commission income received from the immediate holding company was based on the pricing stated in the signed brokerage agreement with the immediate holding company of the Company.
- (ix) The consultancy service fee and corporate finance service fee paid to the ultimate holding company and the fellow subsidiary were based on the pricing stated in consultancy services and corporate finance services agreements with wholly-owned subsidiaries of the Company.
- (x) The commission income received from fellow subsidiaries was based on the pricing stated in the signed brokerage agreement with the wholly-owned subsidiary of the Company.

25. 關聯方交易(續)

附註:

- (i) 支付予最終控股公司的佣金開支乃 按與本公司的全資附屬公司簽立的 合作協議列明的交易值百分比計算。
- (ii) 截至2022年6月30日止期間就同系 附屬公司提供資本市場資料的專業 及諮詢費支付24,000,000港元(2021 年:30,013,000港元)。
- (iii) 自同系附屬公司管理的公募基金收取的佣金收入按與本公司全資附屬公司簽立的經紀協議列明的定價收費。
- (iv) 自最終控股公司收取的佣金收入乃 按與本公司全資附屬公司簽立的經 紀協議列明的定價收費。
- (v) 自最終控股公司收取的包銷及配售 費收入按與最終控股公司簽立的包 銷及配售協議收費。
- (vi) 自同系附屬公司收取的佣金收入乃 按與本公司全資附屬公司簽立的經 紀協議列明的定價收費。
- (vii) 自另一同系附屬公司收取的佣金收入及手續費收入乃按與本公司全資附屬公司簽立的經紀協議列明的定價收費。
- (viii) 自中介控股公司收取的佣金收入乃根據與本公司中介控股公司簽立的 經紀協議列明的定價收費。
- (ix) 支付予最終控股公司及同系附屬公司的諮詢服務費及企業融資服務費 按與本公司全資附屬公司的諮詢服 務及企業融資服務協議所載定價收 取。
- (X) 自同系附屬公司收取的佣金收入乃 按與本公司全資附屬公司簽立的經 紀協議列明的定價收費。

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25. Related party transactions (continued)

Notes: (continued)

- (xi) The management fee income received from private funds and public fund managed by the wholly-owned subsidiary of the Company and invested by the intermediate holding company were charged at percentage stated under respective management fee agreement.
- (xii) Included in the Group's accounts receivable was a broker receivable due from the ultimate holding company of HK\$133,303,000 (31 December 2021: HK\$94,463,000) arising from dealing in securities as at 30 June 2022. The credit terms provided to the ultimate holding company were consistent with the practice of the securities dealing industry. The balance was unsecured, interest-free and receivable on the settlement day under the relevant market practices.
- (xiii) Included in the Group's accounts payable was a broker payable due to the ultimate holding company of HK\$13,217,000 (31 December 2021: HK\$8,013,000) arising from the dealing in securities as at 30 June 2022. The balance was unsecured, interest-free and payable on the settlement day under the relevant market practices.
- (xiv) Included the Group's accounts payable were amounts due to the ultimate holding company of HK\$22,000 (31 December 2021: HK\$169,000), the immediate holding company of HK\$70,444,000 (31 December 2021: HK\$nil), the fellow subsidiary of HK\$329,412,000 (31 December 2021: HK\$201,853,000) and another fellow subsidiary of HK\$24,784,000 (31 December 2021: HK\$145,226,000) arising from dealing in securities, futures and foreign exchange as at 30 June 2022. The balances were unsecured and payable on demand.
- (xv) Included in the Group's accounts payable were the accounts payable to the ultimate holding company mentioned in Note (xi) for the consulting service fee and corporate finance service fee of HK\$3,278,000 (31 December 2021: HK\$28,646,000).
- (xvi) Included in the Group's prepayments, deposits and other receivables of HK\$62,594,000 (31 December 2021: HK\$27,599,000 was an advance prepayment to the fellow subsidiary for the professional and consultancy fee mentioned in Note (ii) above.

25. 關聯方交易(續)

附註:(續)

- (xi) 自本公司全資附屬公司管理及中介 控股公司投資的私募基金及公募基 金收取的管理費收入乃根據各自管 理費協議所訂明的百分比收取。
- (xii) 本集團的應收款項包括於2022年6 月30日買賣證券產生的應收最終控股公司經紀應收款項133,303,000港元(2021年12月31日:94,463,000港元)。向最終控股公司提供的信貸條款與證券買賣行業的慣例一致。根據相關市場慣例,該結餘為無抵押、免息及於結算日收取。
- (xiii) 本集團的應付款項包括於2022年6 月30日買賣證券產生的應付最終控股公司經紀應付款項13,217,000港元(2021年12月31日:8,013,000港元)。根據相關市場慣例,該結餘為無抵押、免息及須於結算日支付。
- (xiv) 於2022年6月30日,本集團之應付款項包括因買賣證券、期貨及外匯產生之應付最終控股公司款項22,000港元(2021年12月31日:169,000港元)、應付直接控股公司款項70,444,000港元(2021年12月31日:零港元)、應付同系附屬公司款項329,412,000港元(2021年12月31日:201,853,000港元)及應付另一家同系附屬公司款項24,784,000港元(2021年12月31日:145,226,000港元)。該結餘乃無抵押及須於要求時支付。
- (xv) 本集團之應付款項包括就諮詢服務 費及企業融資服務費應付附註(xi)所 述最終控股公司的款項3,278,000港 元(2021年12月31日:28,646,000 港元)。
- (xvi) 本集團的預付款項、按金及其他應收款項62,594,000港元(2021年12月31日:27,599,000港元)包括就上文附註(ii)所述專業及諮詢費向同系附屬公司的墊款預付款項。

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25. Related party transactions (continued)

(b) The Group's ultimate holding company, GJSCL, is subject to the control of the PRC Government which also controls a significant portion of assets and entities in the PRC (collectively referred to as "state-owned enterprises"). Therefore, transactions with state-owned enterprises are regarded as related party transactions.

Majority of the bank borrowings and deposits of the Group were entered into with state-owned banks. In addition, the Group enters into transactions with state-owned enterprises that relate to the Group's normal business activities, including but not limited to brokerage services, corporate finance business, asset management business, loan and financing business and investment holding and market making business. These transactions are entered into in the ordinary course of business at arm's length and under the normal commercial terms and conditions as to those that would have been entered into with non-state-owned enterprises, which were not considered individually significant in accordance with HKAS 24.

(c) Compensation of key management personnel of the Group:

25. 關聯方交易(續)

(b) 本集團最終控股公司國泰君 安証券由中國政府控制,而中 國政府亦控制中國國內重大 之資產及企業(統稱為「國有 企業」)。因此,本集團與國有 企業訂立之交易均被視為關 聯方交易。

(c) 本集團主要管理人員薪酬:

For the six months ended 30 June 截至6月30日止6個月

		2022 2022年 Unaudited 未經審核 HK\$'000 千港元	2021 2021年 Unaudited 未經審核 HK\$'000 千港元
Salaries and allowances Equity-settled share-based payments	薪金及津貼 以權益結算以股份為基礎	4,160	7,099
	的付款	57	680
Pension scheme contributions	退休金計劃供款	148	36
		4,365	7,815

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25. Related party transactions (continued)

(d) Loans to directors, disclosed pursuant to section 383(1) (d) of the Hong Kong Companies Ordinance and Part 3 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, are as follows:

Maximum At Maximum amount 31 December amount At outstanding 2021 outstanding At 30 June during and 1 January during the 1 January Name 2022 2022 2021 Collateral held the period vear 於2021年 12月31日及 於2022年 年內最高 於2021年 期內最高 2022年 姓名 6月30日 未償還金額 1月1日 未償還金額 1月1日 持有抵押品 HK\$'000 HK\$'000 HK\$'000 HK\$'000 HK\$'000 千港元 千港元 千港元 千港元 千港元 Mr. LI Guangjie (Note (i)) 525 525 Marketable securities 李光杰先生(附註(i)) 有價證券

The loans granted to directors bear interest range from Hong Kong dollar prime rate +/-3% per annum depending on risk assessment on collateral received and the facilities were granted to the directors for a period of 3 years ended on 31 December 2020 and renewed for a period of 3 months ended on 31 March 2021.

Note (i): Mr. LI Guangjie resigned as executive director with effective from 14 December 2021.

For the six months ended 30 June 2022, no loan has been granted to directors.

25. 關聯方交易(續)

(d) 根據香港公司條例第383(1)(d) 條及公司(披露董事利益資料) 規例第3部規定,本集團給予 董事的貸款披露如下:

授予董事的貸款乃按港元最優惠利率加/減每年3%計息,視乎對已收抵押品的風險評估而定,及授予董事之融資安排,有關安排截至2020年12月31日止年度為期3年及截至2021年3月31日止重續3個月期限。

附註(i): 李光杰先生已辭任執行董事,自2021年12月14日起生效。

截至2022年6月30日止6個月,概無 授予董事貸款。

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26. Fair value measurements of financial instruments

Group's valuation process

The Level 1 and Level 2 fair value of financial assets are measured by reference to quoted market prices and brokers' quotes respectively. For Level 3 fair value, if applicable, the Group engages an independent valuer to perform the valuation of financial assets for financial reporting purposes. Such valuation report would be sent to the finance department and the Audit Committee for discussion at least twice per annum, which is in line with the Group's reporting dates.

The finance department regularly reviews significant unobservable inputs and valuation adjustments including broker quotes used to measure the fair values of financial assets. Changes in Level 2 and Level 3 fair values are analysed for the fair value movement at each reporting date.

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

26. 金融工具的公平值計量

本集團的估值流程

金融資產的第1級及第2級公平值乃 分別參考市場報價及經紀報價計 量。對於第3級公平值(倘適用),本 集團已委聘獨立估值師對金融資 進行估值,以作財務申報目的。 在值報告將每年至少兩次(與本 團的報告日期一致)呈送予財務部 及審核委員會,以供討論。

財務部定期審閱包括用於計量金融 資產公平值的重大無法觀察參數及 估值調整(包括經紀報價)。第2級 及第3級公平值變動於各報告日期 進行分析以了解公平值動態。

公平值等級

下表闡明本集團金融工具的公平值計量等級:

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

Assets measured at fair value:

As at 30 June 2022, unaudited

26. 金融工具的公平值計量

(續)

公平值等級(續) 按公平值計量的資產:

於2022年6月30日,未經審核

			Fair value meas		
			採用以下各項	的公平值計量	
		Quoted prices	Significant	Significant	
		in active	observable	unobservable	
		markets	inputs	inputs	
		(Level 1)	(Level 2)	(Level 3)	Total
		活躍市場	重大	重大無法	
		報價	可觀察參數	觀察參數	
		(第1級)	(第2級)	(第3級)	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Non-current	 非流動				
Financial assets held for investments					
 Unlisted fixed income securities 	一非上市固定收益證券	_	_	_	_
 Unlisted income securities Unlisted convertible securities 	一非上市可換股證券				
 Unlisted equity securities 	- 非上市股本證券	_	_	1,896,904	1,896,904
Financial assets at fair value	按公平值計入損益的	_	_	1,090,904	1,090,904
through profit or loss	金融資產				
- Financial products	- 金融產品		10 004 044	E 700 000	10.060.450
Derivative financial instruments	衍生金融工具	_	13,234,244	5,729,209	18,963,453
Derivative imancial instruments	1/7 生 立 融 上 共		296,956		296,956
	vil. ==1	-	13,531,200	7,626,113	21,157,313
Current	流動				
Financial assets held for trading	持作交易及投資的				
and investments	金融資產				
 Listed equity securities 	- 上市股本證券	796,165	-	-	796,165
 Listed debt securities 	-上市債務證券	-	7,253,535	-	7,253,535
 Unlisted fixed income securities 	一非上市固定收益證券	-	6,361,403	1,307,962	7,669,365
 Unlisted convertible securities 	一非上市可換股證券	-	-	212,432	212,432
Financial assets at fair value	按公平值計入損益的				
through profit or loss	金融資產				
 Unlisted fund investments 	一非上市基金投資	-	812,351	518,537	1,330,888
 Other financial instruments 	-其他金融工具	-	-	-	-
 Financial products 	一金融產品	-	22,526,868	1,871,131	24,397,999
Financial assets at fair value through	按公平值計入其他全面				
other comprehensive income	收益的金融資產				
- Unlisted debt securities	- 非上市債務證券	_	1,167	_	1,167
Derivative financial instruments	衍生金融工具	-	514,564	-	514,564
		796,165	37,469,888	3,910,062	42,176,115
		796,165	51,001,088	11,536,175	63,333,428
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, , , , , , , ,	,, = -

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)
Assets measured at fair value: (continued)

As at 31 December 2021, audited

26. 金融工具的公平值計量

(續)

公平值等級(續) 按公平值計量的資產:(續)

於2021年12月31日,經審核

		Fair value measurement using			
			採用以下各項的		
		Quoted prices	Significant	Significant	
		in active	observable	unobservable	
		markets	inputs	inputs	
		(Level 1)	(Level 2)	(Level 3)	Total
		活躍市場	重大	重大無法	
		報價	可觀察參數	觀察參數	
		(第1級)	(第2級)	(第3級)	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Non-current					
Financial assets held for investments					
- Unlisted fixed income securities	- 非上市固定收益證券	_	4,106,706	_	4,106,706
 Unlisted convertible securities 	一非上市可換股證券	_	-,	223,427	223,427
- Unlisted equity securities	一非上市股本證券	_	_	1,823,797	1,823,797
Financial assets at fair value	按公平值計入損益的			1,020,101	1,020,101
through profit or loss	金融資產				
- Financial products	一金融產品	728,229	6,111,341	4,375,319	11,214,889
Derivative financial instruments	衍生金融工具	-	12,325	-	12,325
	1/) <u>T w 104</u> - / \	728,229	10,230,372	6,422,543	17,381,144
Current	流動	120,229	10,230,372	0,422,043	17,001,144
Financial assets held for trading	持作交易及投資的				
<u> </u>	会融資產				
and investments	- 上市股本證券	1 100 000			1 100 000
- Listed equity securities		1,166,283	0.010.544	_	1,166,283
- Listed debt securities	一上市債務證券 一非上市固定收益證券	_	8,218,544	1 500 500	8,218,544
- Unlisted fixed income securities		-	3,651,761	1,586,506	5,238,267
Financial assets at fair value	按公平值計入損益的				
through profit or loss	金融資產		1 070 000	000 000	0.070.004
- Unlisted fund investments	一非上市基金投資	-	1,979,986	390,098	2,370,084
- Other financial instruments	-其他金融工具	1 700 000	94,880	-	94,880
- Financial products	一金融產品	1,786,320	16,906,167	1,691,933	20,384,420
Financial assets at fair value	按公平值計入其他全面				
through other comprehensive income	收益的金融資產				
 Unlisted debt securities 	一非上市債務證券	_	11,529	_	11,529
Derivative financial instruments	衍生金融工具	_	606,905	_	606,905
		2,952,603	31,469,772	3,668,537	38,090,912
		3,680,832	41,700,144	10,091,080	55,472,056

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

Liabilities measured at fair value:

As at 30 June 2022, unaudited

26. 金融工具的公平值計量

(續)

公平值等級(續) 按公平值計量的負債:

於2022年6月30日,未經審核

			Fair value meas 採用以下各項		
		Quoted prices	Significant	Significant	
		in active	observable	unobservable	
		markets	inputs	inputs	
		(Level 1)	(Level 2)	(Level 3)	Total
		活躍市場	重大	重大無法	
		報價	可觀察參數	觀察參數	
		(第1級)	(第2級)	(第3級)	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Non-current					
Debt securities in issue	指定按公平值計入				
designated at fair value	損益的已發行債務證券				
through profit and loss		_	(7,037,708)	(5,729,836)	(12,767,544)
Derivative financial instruments	衍生金融工具	_	(14,476)	_	(14,476)
		_	(7,052,184)	(5,729,836)	(12,782,020)
Current	流動				, , , ,
Debt securities in issue	指定按公平值計入				
designated at fair value	損益的已發行債務證券				
through profit and loss		_	(19,327,895)	(2,125,460)	(21,453,355)
Financial liabilities held for trading	持作交易的金融負債				
- Listed equity securities	一上市股本證券	(325,038)	_	-	(325,038)
- Listed debt securities	-上市債務證券	-	(3,427,455)	-	(3,427,455)
- Unlisted debt securities	一非上市債務證券	-	(9,786)	-	(9,786)
Financial liabilities at fair value	按公平值計入損益的				
through profit or loss	金融負債				
- Financial products	一金融產品	-	(2,694,021)	-	(2,694,021)
- Third-party interest in	-納入合併投資基金的				
consolidated investment funds	第三方權益	-	(498,422)	-	(498,422)
Derivative financial instruments	衍生金融工具	_	(1,003,041)	_	(1,003,041)
		(325,038)	(26,960,620)	(2,125,460)	(29,411,118)
		(325,038)	(34,012,804)	(7,855,296)	(42,193,138)

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)
Liabilities measured at fair value: (continued)

As at 31 December 2021, audited

26. 金融工具的公平值計量

(續)

公平值等級(續) 按公平值計量的負債:(續)

於2021年12月31日,經審核

7.6 at 61 Becomber 2021, addited			JN 202	1+12/JOIH	M工 田 1久
			Fair value meas	•	
		Quoted prices	然用以下音類的 Significant	Significant	
		in active	observable	unobservable	
		markets	inputs	inputs	
		(Level 1)	(Level 2)	(Level 3)	Total
		活躍市場	重大	重大無法	Τοιαι
		報價	可觀察參數	觀察參數	
		(第1級)	(第2級)	(第3級)	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元
Non-current	——————————— 非流動				
Debt securities in issue	指定按公平值計入				
designated at fair value	損益的已發行債務證券				
through profit and loss		_	(3,823,294)	(4,375,319)	(8,198,613)
Derivative financial instruments	衍生金融工具	_	(106,409)	_	(106,409)
		_	(3,929,703)	(4,375,319)	(8,305,022)
Current	流動		(2,2-2,1-2-)	(1,010,000)	(=,==,===,
Debt securities in issue	指定按公平值計入				
designated at fair value	損益的已發行債務證券				
through profit and loss		_	(13,882,070)	(1,973,204)	(15,855,274)
Financial liabilities held for trading	持作交易的金融負債				
- Listed equity securities	-上市股本證券	(69,105)	_	_	(69,105)
- Listed debt securities	-上市債務證券	-	(4,760,009)	-	(4,760,009)
- Unlisted debt securities	一非上市債務證券	-	(13,370)	-	(13,370)
Financial liabilities designated	指定按公平值計入損益的				
at fair value through profit or loss	金融負債				
 Financial products 	一金融產品	-	(3,120,012)	-	(3,120,012)
- Other financial instruments	一其他金融工具	-	(36,601)	-	(36,601)
- Third-party interest in	一納入合併投資基金的				
consolidated investment fund		-	(773,708)	-	(773,708)
Derivative financial instruments	衍生金融工具	_	(426,552)	_	(426,552)
		(69,105)	(23,012,322)	(1,973,204)	(25,054,631)
		(69,105)	(26,942,025)	(6,348,523)	(33,359,653)

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

(a) Financial instruments in Level 1

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer or broker and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price.

(b) Financial instruments in Level 2

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs used in the valuation for financial instruments are observable, the financial instruments are included in Level 2. If one or more of the significant inputs are not based on observable market data, the financial instrument is included in Level 3.

There was no transfer of fair value measurement between Level 1 and Level 2 during the six months ended 30 June 2022 and the year ended 31 December 2021.

(c) Financial instruments in Level 3

The following tables present the changes in Level 3 instruments of financial instruments for the six months ended 30 June 2022 and the year ended 31 December 2021.

26. 金融工具的公平值計量

(續)

公平值等級(續)

(a) 第1級金融工具

(b) 第2級金融工具

截至2022年6月30日止6個月及截至2021年12月31日止年度,第1級與第2級公平值計量之間並無轉移。

(c) 第3級金融工具

下表展示於截至2022年6月30 日止6個月及截至2021年12月 31日止年度的第3級金融工具 變化情況:

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

(c) Financial instruments in Level 3 (continued) Level 3 financial assets

For the six months ended 30 June 2022, unaudited

26. 金融工具的公平值計量

(續)

公平值等級(續)

(c) 第3級金融工具(續) 第3級金融資產 截至2022年6月30日止6個

月,未經審核

		Financial assets held for		
		trading and	Financial	
		investments	Products	Total
		持作交易		
		及投資		
		的金融資產	金融產品	總計
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
At 1 January 2022	於2022年1月1日	4,023,828	6,067,252	10,091,080
Purchases	購買	-	-	-
Disposal/redemption	出售/贖回	(365,530)	-	(365,530)
Transfer from level 2 (Note)	從第2級轉入(附註)	1,118,268	-	1,118,268
Net (loss)/gain recognised	於損益內確認的			
in profit or loss	(虧損)/收益淨額	(840,731)	1,533,088	692,357
At 30 June 2022	於2022年6月30日	3,935,835	7,600,340	11,536,175

Note: The valuations of financial assets held for trading and investments were previously determined by observable broker quotes or market price of the reference securities. As of 30 June 2022, the valuations were determined by unobservable inputs such as the credit assessment of the issuer and value of collateral held.

附註:持作交易及投資的金融資產的估值先前通過可觀察經紀報價或參考證券的市價釐定。截至2022年6月30日,估值以發行人的信貸評級及所持抵押品的價值等無法觀察參數釐定。

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

(c) Financial instruments in Level 3 (continued) Level 3 financial assets (continued)

For the year ended 31 December 2021, audited

26. 金融工具的公平值計量

(續

公平值等級(續)

(c) 第3級金融工具(續) 第3級金融資產(續)

截至2021年12月31日止年度,經審核

		Financial		
		assets held for		
		trading and	Financial	
		investments	Products	Total
		持作交易		
		及投資		
		的金融資產	金融產品	總計
		HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元
At 1 January 2021	於2021年1月1日	926,743	7,565,850	8,492,593
At 1 January 2021 Purchases	於2021年1月1日 購買	926,743 966,918	7,565,850 -	8,492,593 966,918
•		*	7,565,850 - (1,749,666)	* *
Purchases	購買	*	_	966,918
Purchases Disposal	購買 出售 轉入第1級(附註1)	966,918 -	_	966,918 (1,749,666)
Purchases Disposal Transfer to level 1 (Note1)	購買 出售 轉入第1級(附註1)	966,918 - (193,820)	_	966,918 (1,749,666) (193,820)
Purchases Disposal Transfer to level 1 (Note1) Transfer from level 2 (Note 2)	購買 出售 轉入第1級(附註1)) 從第2級轉入(附註2)	966,918 - (193,820)	_	966,918 (1,749,666) (193,820)

Note 1: The financial assets held for trading and investments was related to an investment in a pre-IPO company. The shares of the investee company were linked to American Depositary Shares listed on the New York Stock Exchange during the year, thus the fair value of the investment was based on quoted market price.

Note 2: The valuations of financial assets held for trading and investments were previously determined by observable broker quotes or market price of the reference securities. As of 31 December 2021, the valuations were determined by unobservable inputs such as the credit assessment of the issuer and value of collateral held.

附註1:持作交易及投資的金融資產 與對一間首次公開發售前公 司的投資有關。被投資公司 股份乃與年內在紐約證券交 易所上市的美國存託憑證有 關,因此該投資的公平值乃 基於所報市價。

附註2:持作交易及投資的金融資產的估值先前通過可觀察經紀報價或參考證券的市價釐定。截至2021年12月31日,估值以發行人的信貸評級及所持抵押品的價值等無法觀察參數釐定。

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Fair value hierarchy (continued)

(c) Financial instruments in Level 3 (continued)
Level 3 financial liabilities

For the six months ended 30 June 2022, unaudited

26. 金融工具的公平值計量

(續

公平值等級(續)

(c) 第3級金融工具(續) 第3級金融負債

截至2022年6月30日止6個月,未經審核

Debt securities in issue (Note 18) 已發行 債務證券 (附註18) HK\$'000 千港元

At 1 January 2022	於2022年1月1日	6,348,523
Issuance	發行	926,775
Redemption on maturity	於到期時贖回	(956,686)
Net loss recognised in profit or loss	於損益內確認的虧損淨額	1,536,684
At 30 June 2022	於2022年6月30日	7,855,296

For the year ended 31 December 2021, audited

截至2021年12月31日止年度, 經審核

> Debt securities in issue (Note 18) 已發行 債務證券 (附註18) HK\$'000 千港元

At 1 January 2021	於2021年1月1日	7,836,332
Redemption on maturity	於到期時贖回	(1,749,666)
Net loss recognised in profit or loss	於損益內確認的虧損淨額	261,857
At 31 December 2021	於2021年12月31日	6,348,523

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

Below is a summary of significant unobservable inputs to the valuation of financial instruments as at 30 June 2022 and 31 December 2021:

26. 金融工具的公平值計量

(續

下文為金融工具於2022年6月30日 及2021年12月31日估值的重大無法 觀察參數概要:

As at 30 June 2022

於2022年6月30日

	Valuation technique	Significant unobservable input	Average	Sensitivity/relationship of the fair value to the input 公平值對參數的
	估值技術	重大無法觀察參數	平均	敏感度/關係
Unlisted convertible securities 非上市可換股證券	Market approach 市場法	Pricing multiples of market comparable companies used to determine the estimated equity value of the Project Company: - Price to earnings multiple 用於釐定項目公司估計股權價值的市場可資比較公司的定價倍數: -市盈率	11.39	10% increase or decrease in the underlying stock price, the fair value would be increased by HK\$21 million or decreased by HK\$21 million, respectively. 相關股價上升或降低10%,公平值將分別增加21百萬港元或減少21百萬港元。
Unlisted fixed income	Income approach	Collateral value	N/A	N/A
securities	тоотте арргоает	Collatoral value	14/71	14/71
非上市固定收益證券	收益法	抵押品價值	不適用	不適用
Unlisted fund	Net asset value	N/A	N/A	N/A
investments 非上市基金投資	資產淨值	不適用	不適用	不適用
Financial products	Net asset value	N/A	N/A	N/A
金融產品	資產淨值	不適用	不適用	不適用
Unlisted equity securities	Recent transaction price	N/A	N/A	N/A
非上市股本證券	近期交易價格	不適用	不適用	不適用
Unlisted equity securities	s Market approach	Pricing multiples, discount rate for lack of marketability, volatility	N/A	The higher the pricing multiples, the higher the fair value. The higher the discount rate, the lower the fair value. The higher the volatility, the higher the fair value.
非上市股本證券	市場法	定價倍數、缺乏市場流通性的 貼現率、波幅	不適用	定價倍數越高,公平值越高。 貼現率越高,公平值越低。 波幅越高,公平值越高。
Debt securities in issue	Net asset value	N/A	N/A	N/A
已發行債務證券	資產淨值	不適用	不適用	不適用

30 June 2022 2022年6月30日

26. Fair value measurements of financial instruments (continued)

26. 金融工具的公平值計量

(續)

As at 31 December 2021

於2021年12月31日

	Valuation technique 估值技術	Significant unobservable input 重大無法觀察參數	Average 平均	Sensitivity of the fair value to the input 公平值對參數的敏感度
Unlisted convertible securities 非上市可換股證券	Market Approach 市場法	Pricing multiples of market comparable companies used to determine the estimated equity value of the Project Company: — Price to earnings multiple 用於釐定項目公司估計股權價值的 市場可資比較公司的定價倍數: —市盈率	10.33	10% increase or decrease in the underlying stock price, the fair value would be increased by HK\$22 million or decreased by HK\$22 million, respectively. 相關股價上升或降低10%,公平值將分別增加22百萬港元或減少22百萬港元。
Unlisted fixed income securities	Income approach	Collateral value	N/A	N/A
非上市固定收益證券	收益法	抵押品價值	不適用	不適用
Unlisted fund	Net asset value	N/A	N/A	N/A
investments 非上市基金投資	資產淨值	不適用	不適用	不適用
Unlisted equity	Recent transaction	N/A	N/A	N/A
securities 非上市股本證券	近期交易	不適用	不適用	不適用
Financial products 金融產品	Net asset value 資產淨值	N/A 不適用	N/A 不適用	N/A 不適用
Debt securities in issue 已發行債務證券	Net asset value 資產淨值	N/A 不適用	N/A 不適用	N/A 不適用

27. Comparative figures

Certain comparative figures have been reclassified to conform with the presentation in the current period.

27. 比較數字

若干比較數字已重新分類,以符合 本期間之呈列方式。



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