



Hutchison Whampoa Limited
和記黃埔有限公司

Stock Code: 13



2014 Interim Report

Corporate Information

BOARD OF DIRECTORS

Chairman

LI Ka-shing, GBM, KBE, LLD (Hon), DSSc (Hon)
Commandeur de la Légion d'Honneur
Grand Officer of the Order Vasco Nunez de Balboa
Commandeur de l'Ordre de Léopold

Deputy Chairman

LI Tzar Kuoi, Victor, BSc, MSc, LLD (Hon)

Group Managing Director

FOK Kin Ning, Canning, BA, DFM, CA (Aus)

Executive Directors

CHOW WOO Mo Fong, Susan, BSc
Deputy Group Managing Director

Frank John SIXT, MA, LLL
Group Finance Director

LAI Kai Ming, Dominic, BSc, MBA

KAM Hing Lam, BSc, MBA

Non-executive Directors

LEE Yeh Kwong, Charles, GBM, GBS, OBE, JP

George Colin MAGNUS, OBE, BBS, MA

Independent Non-executive Directors

CHENG Hoi Chuen, Vincent, GBS, OBE, JP

The Hon Sir Michael David KADOORIE, GBS, LLD (Hon), DSc (Hon)
Officier de la Légion d'Honneur
Commandeur de l'Ordre de Léopold II
Commandeur de l'Ordre des Arts et des Lettres

LEE Wai Mun, Rose, BBA

William Elkin MOCATTA, FCA
Alternate to Michael David Kadoorie

William SHURNIAK, SOM, LLD (Hon)

WONG Chung Hin, CBE, JP

AUDIT COMMITTEE

WONG Chung Hin (*Chairman*)

CHENG Hoi Chuen, Vincent

William SHURNIAK

REMUNERATION COMMITTEE

WONG Chung Hin (*Chairman*)

LI Ka-shing

CHENG Hoi Chuen, Vincent

COMPANY SECRETARY

Edith SHIH, BSE, MA, MA, EdM, Solicitor, FCIS, FCS(PE)

AUDITOR

PricewaterhouseCoopers

BANKERS

The Hongkong and Shanghai Banking
Corporation Limited

Standard Chartered Bank (Hong Kong) Limited

Bank of China (Hong Kong) Limited

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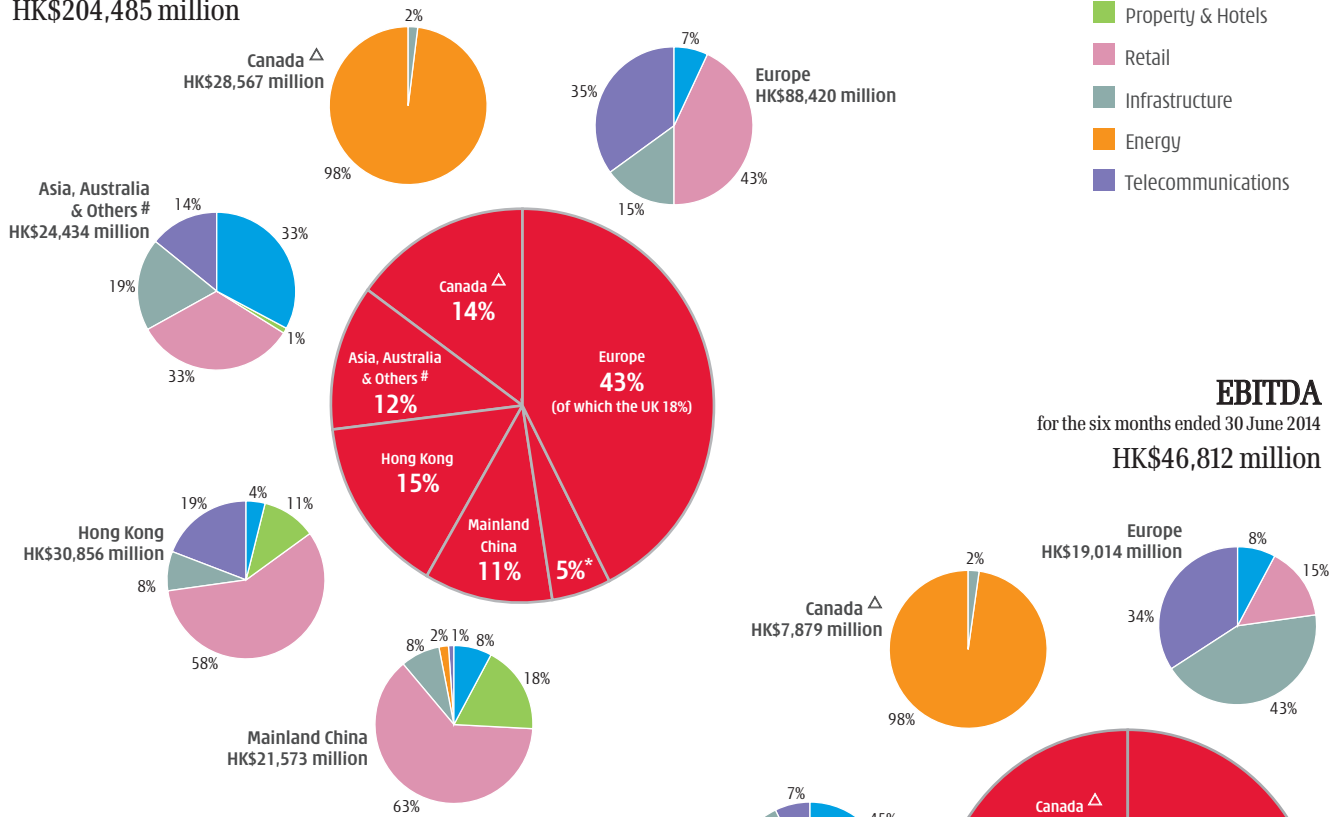
Analyses of Core Business Segments by Geographical Location

(before profits on disposal of investments & others and property revaluation)

Revenue

for the six months ended 30 June 2014

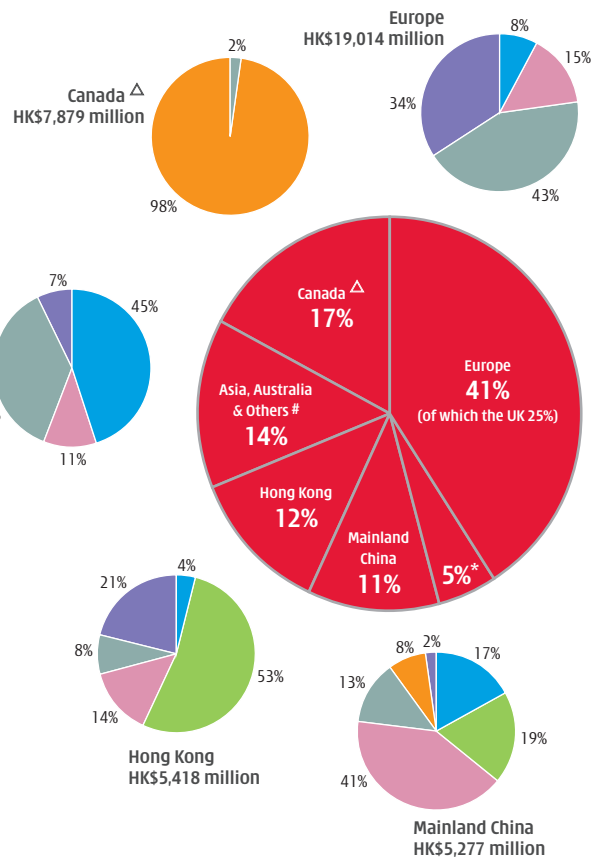
HK\$204,485 million



EBITDA

for the six months ended 30 June 2014

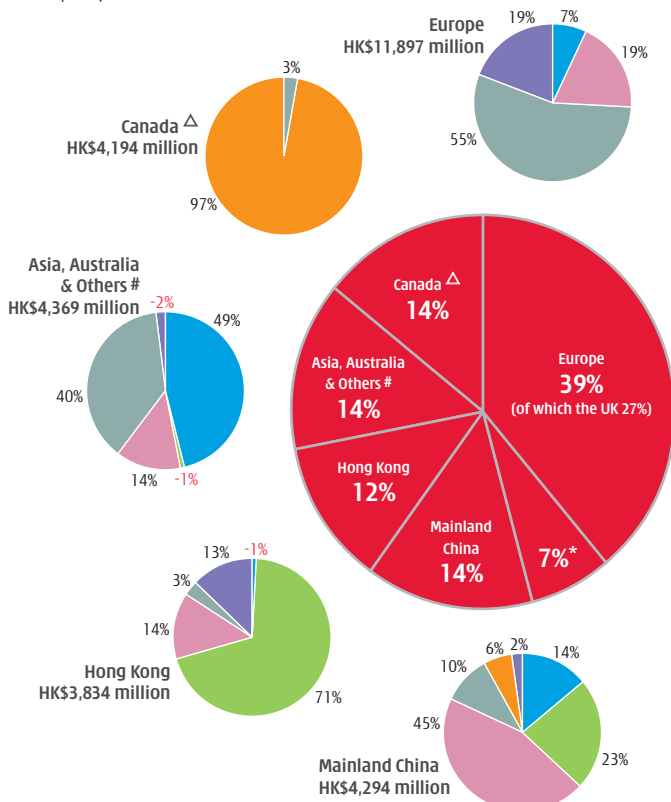
HK\$46,812 million



EBIT

for the six months ended 30 June 2014

HK\$30,870 million



* Represents contributions from Finance & Investments and Others
Includes Panama, Mexico and the Middle East
△ Includes contribution from the USA for Husky Energy

Financial Performance Summary

	For the six months ended 30 June 2014		For the six months ended 30 June 2013		Change %
	HK\$ millions	%	HK\$ millions	%	
Total Revenue⁽¹⁾					
Ports and related services	17,270	8%	16,891	9%	2%
<i>Hutchison Ports Group other than HPH Trust</i>	15,920	8%	15,529	8%	3%
<i>HPH Trust⁽¹⁾</i>	1,350	–	1,362	1%	-1%
Property and hotels	7,462	4%	11,186	6%	-33%
Retail ⁽²⁾	77,398	38%	71,258	36%	9%
Cheung Kong Infrastructure	22,264	11%	20,133	10%	11%
Husky Energy	28,660	14%	29,911	15%	-4%
3 Group Europe	31,063	15%	30,101	15%	3%
Hutchison Telecommunications Hong Kong Holdings	6,227	3%	6,149	3%	1%
Hutchison Asia Telecommunications	3,506	2%	2,981	1%	18%
Finance & Investments and Others	10,635	5%	10,469	5%	2%
<i>Finance & Investments</i>	1,169	–	1,035	–	13%
<i>Others⁽²⁾</i>	9,466	5%	9,434	5%	–
Total Reported Revenue	204,485	100%	199,079	100%	3%
EBITDA⁽¹⁾					
Ports and related services	5,607	12%	5,410	12%	4%
<i>Hutchison Ports Group other than HPH Trust</i>	4,905	10%	4,712	10%	4%
<i>HPH Trust⁽¹⁾</i>	702	2%	698	2%	1%
Property and hotels	3,873	8%	5,918	13%	-35%
Retail ⁽²⁾	6,611	14%	6,068	13%	9%
Cheung Kong Infrastructure	11,819	25%	11,469	26%	3%
Husky Energy	8,145	18%	7,991	18%	2%
3 Group Europe	6,504	14%	5,661	13%	15%
Hutchison Telecommunications Hong Kong Holdings	1,230	3%	1,509	3%	-18%
Hutchison Asia Telecommunications	502	1%	(59)	–	951%
Finance & Investments and Others	2,521	5%	972	2%	159%
<i>Finance & Investments</i>	2,013	4%	1,615	4%	25%
<i>Others⁽²⁾</i>	508	1%	(643)	-2%	179%
Reported EBITDA before profits on disposal of investments & others and property revaluation	46,812	100%	44,939	100%	4%
EBIT⁽¹⁾					
Ports and related services	3,531	12%	3,449	12%	2%
<i>Hutchison Ports Group other than HPH Trust</i>	3,127	10%	3,049	10%	3%
<i>HPH Trust⁽¹⁾</i>	404	2%	400	2%	1%
Property and hotels	3,703	12%	5,742	19%	-36%
Retail ⁽²⁾	5,336	17%	4,911	16%	9%
Cheung Kong Infrastructure	8,945	29%	8,940	30%	–
Husky Energy	4,329	14%	4,152	14%	4%
3 Group Europe	2,282	7%	1,854	6%	23%
Hutchison Telecommunications Hong Kong Holdings	538	2%	834	3%	-35%
Hutchison Asia Telecommunications	(76)	–	(697)	-2%	89%
Finance & Investments and Others	2,282	7%	703	2%	225%
<i>Finance & Investments</i>	2,013	7%	1,615	5%	25%
<i>Others⁽²⁾</i>	269	–	(912)	-3%	129%
Reported EBIT before profits on disposal of investments & others and property revaluation	30,870	100%	29,888	100%	3%
Interest expenses and other finance costs ⁽¹⁾	(7,338)		(7,262)		-1%
Profit before tax	23,532		22,626		4%
Tax ⁽¹⁾					
- Current tax	(5,878)		(5,223)		-13%
- Deferred tax	189		(1,794)		111%
	(5,689)		(7,017)		19%
Profit after tax	17,843		15,609		14%
Non-controlling interests and perpetual capital securities holders' interests	(4,321)		(3,599)		-20%
Profit attributable to ordinary shareholders before profits on disposal of investments & others and property revaluation	13,522		12,010		13%
Property revaluation, after tax	–		32		-100%
Profits on disposal of investments & others, after tax ⁽³⁾	14,921		356		4,091%
Profit attributable to ordinary shareholders	28,443		12,398		129%

Note 1: Total revenue, earnings before interest expenses and other finance costs, tax, depreciation and amortisation ("EBITDA") and earnings before interest expenses and other finance costs and tax ("EBIT"), interest expenses and other finance costs and tax include the Group's proportionate share of associated companies' and joint ventures' respective items. Total revenue, EBITDA and EBIT were adjusted to exclude non-controlling interests' share of results of HPH Trust for the six months ended 30 June 2014 and 2013.

Note 2: The Marionnaud businesses has been excluded from the retail division for the six months ended 30 June 2014 and 2013, and included under "Others" following the Group's strategic review of the retail division in 2013.

Note 3: Profits on disposal of investments and others, after tax for the six months ended 30 June 2014 which comprises the Group's share of the gain arising from Power Assets Holdings Limited's separate listing of its Hong Kong electricity business of HK\$16,066 million, partly offset by the provisions of HK\$652 million on the impairment of goodwill and store closures of the Marionnaud businesses to exit Poland and down-size operations in Portugal and Spain and the Group's share of operating losses of Vodafone Hutchison Australia ("VHA") of HK\$493 million for the first half of 2014. The 2013 comparative comprises the one-time net gain after tax of HK\$958 million, arising from the completion of the Orange Austria transaction, partly offset by the Group's share of operating losses of VHA for the first half of 2013 of HK\$602 million.

Consolidated Operating Results

Unaudited Results for the period ended 30 June 2014

	For the six months ended 30 June 2014 HK\$ millions	For the six months ended 30 June 2013 HK\$ millions	Change
Total Revenue ⁽¹⁾	204,485	199,079	+3%
EBITDA ⁽¹⁾	46,812	44,939	+4%
EBIT ⁽¹⁾	30,870	29,888	+3%
Profit attributable to ordinary shareholders, before property revaluation and profits on disposal of investments and others	13,522	12,010	+13%
Property revaluation, after tax	–	32	N/A
Profits on disposal of investments and others, after tax ⁽²⁾	14,921	356	+4,091%
Profit attributable to ordinary shareholders	28,443	12,398	+129%
Earnings per share	HK\$6.67	HK\$2.91	+129%
Recurring earnings per share ⁽³⁾	HK\$3.17	HK\$2.82	+13%
Interim dividend per share	HK\$0.66	HK\$0.60	+10%
Special dividend per share	HK\$7.00	–	N/A

Note 1: Total revenue, earnings before interest expenses and other finance costs, tax, depreciation and amortisation ("EBITDA") and earnings before interest expenses and other finance costs and tax ("EBIT") include the Group's proportionate share of associated companies' and joint ventures' respective items. Total revenue, EBITDA and EBIT were adjusted to exclude non-controlling interests' share of results of HPH Trust for the six months ended 30 June 2014 and 2013. See Note 3 of the accounts on the details of the adjustments.

Note 2: Profits on disposal of investments and others, after tax for the six months ended 30 June 2014 which comprises the Group's share of the gain arising from Power Assets Holdings Limited's separate listing of its Hong Kong electricity business of HK\$16,066 million, partly offset by the provisions of HK\$652 million on the impairment of goodwill and store closures of the Marionnaud businesses to exit Poland and down-size operations in Portugal and Spain and the Group's share of operating losses of Vodafone Hutchison Australia ("VHA") of HK\$493 million for the first half of 2014. The 2013 comparative comprises the one-time net gain after tax of HK\$958 million, arising from the completion of the Orange Austria transaction, partly offset by the Group's share of operating losses of VHA for the first half of 2013 of HK\$602 million.

Note 3: Recurring earnings per share is calculated based on profits attributable to ordinary shareholders before property revaluation after tax and profits on disposal of investments and others after tax.

- Total revenue grew 3% to HK\$204,485 million.
- EBITDA and EBIT, before property revaluation and profits on disposal of investments and others, grew 4% and 3% respectively.
- Profit attributable to ordinary shareholders and earnings per share for the first half of 2014 were HK\$28,443 million and HK\$6.67 respectively, a 129% increase compared to the first half of 2013, of which HK\$13,522 million or HK\$3.17 per share were recurring, a 13% increase over the same period last year.
- A special dividend to the shareholders of HK\$7.00 per share, amounting to approximately HK\$30 billion was paid in May 2014.

Chairman's Statement

The Group's operations delivered solid performances in the first half of 2014 and the Group overall demonstrated resilience to certain challenging economic and market conditions through its diversified business and geographical portfolio.

Results

The Group's recurring profit attributable to ordinary shareholders for the period ended 30 June 2014, before property revaluation gains and profits on disposal of investments and others, was HK\$13,522 million, a 13% increase compared to HK\$12,010 million in the first half of 2013. Recurring earnings per share of HK\$3.17 increased by 13% from HK\$2.82 in the first half of 2013.

Profits on disposal of investments and others, after tax in the first half of 2014 of HK\$14,921 million comprise the Group's share of the gain arising from Power Assets Holdings Limited ("Power Assets")'s separate listing of its Hong Kong electricity business of HK\$16,066 million, partly offset by provisions of HK\$652 million on the impairment of goodwill and store closures of the Marionnaud businesses to exit Poland and down-size operations in Portugal and Spain and Hutchison Telecommunications (Australia) ("HTAL")'s 50% share of Vodafone Hutchison Australia ("VHA")'s operating losses for the first half of 2014 of HK\$493 million. This is compared to the first half of 2013 of HK\$356 million, which comprises the one-time net gain, after tax of HK\$958 million recognised on completion of the Orange Austria acquisition transaction, partly offset by HTAL's 50% share of VHA's operating losses for the first half of 2013 of HK\$602 million.

Profit attributable to ordinary shareholders reported for the period ended 30 June 2014 increased 129% to HK\$28,443 million from HK\$12,398 million for the first half of 2013.

Strategic alliance with Temasek

In April 2014, the Group entered into a strategic alliance with Temasek Holdings (Private) Limited ("Temasek") with Temasek acquiring a 24.95% equity interest in A.S. Watson Holdings Limited for approximately HK\$44 billion, resulting in an increase of approximately HK\$39 billion in the Group's shareholders' funds.

The net proceeds from the strategic alliance with Temasek of approximately HK\$43 billion were partly used for a special dividend distribution of HK\$7.00 per share, amounting to approximately HK\$30 billion, which was declared on Wednesday, 16 April 2014 and paid on Wednesday, 14 May 2014. The net impact of this transaction, after the distribution of the special dividend, resulted in an increase of shareholders' funds of HK\$9 billion.

Interim Dividend

The Board declares the payment of an interim dividend of HK\$0.66 per share (30 June 2013 - HK\$0.60 per share), an increase of 10%, payable on Wednesday, 10 September 2014 to those persons registered as shareholders of the Company on Friday, 29 August 2014, being the record date for determining shareholders' entitlement to the interim dividend.

Ports and Related Services¹

The ports and related services division's throughput grew 5% to 39.6 million twenty-foot equivalent units ("TEU") in the first six months of 2014. Total revenue of HK\$17,270 million was 2% higher than the same period last year mainly due to throughput growth in all segments. EBITDA and EBIT increased 4% and 2% to HK\$5,607 million and HK\$3,531 million respectively, mainly due to strong performances of the Europe segment and the Mainland China and other Hong Kong segment in the first half of the year, partly offset by the lower contribution from the Asia, Australia and others segment. The growth in EBIT was slightly below the growth in EBITDA due to higher depreciation charges of HK\$114 million, mainly relating to new facilities in Mexico and Panama and the newly opened ports in Spain and Australia.

The division is expected to maintain a steady performance for the remainder of the year with a total of 284 operating berths by the end of 2014, a net increase of two berths in the second half of 2014 and a net increase of six berths for the year. Growth in this division is expected to accelerate modestly in the coming years as the new berths and ports reach fully operational status which, in ordinary course, is typically around two to three years from launch of commercial operation.

Property and Hotels

The property and hotels division reported total revenue of HK\$7,462 million, a 33% decrease compared to the first half of 2013, primarily due to lower development sales and deferrals in the completion of various development projects in the Mainland and in Singapore to the second half of the year. Several markets in which the Group operates have seen aggressive discounting from developers driven by tight liquidity constraints and high funding costs. The Group has elected not to be a price leader in these markets as it believes better prices for its premium developments can be achieved within a reasonable time frame. EBITDA and EBIT decreased 35% and 36% to HK\$3,873 million and HK\$3,703 million respectively, mainly due to the lower sales in the first half of this year mentioned above, partly offset by growth in the recurring rental income base.

Note 1 : Total revenue, EBITDA and EBIT were adjusted to exclude non-controlling interests' share of results of HPH Trust for the six months ended 30 June 2014 and 2013.

Property and Hotels (continued)

The division's 11.8 million square foot portfolio of rental properties in Hong Kong, together with its attributable share of 1.6 million square foot portfolio in the Mainland and overseas, reported solid occupancy and steady rental growth during the first six months of the year. Reported rental income, including the share of rental income from the commercial properties of our hotels division, increased 7% from the same period last year to HK\$2,208 million mainly due to higher rental renewal rates. The division's portfolio is of a high quality, is well located and is expected to continue performing well in the second half of 2014.

The division's hotel portfolio comprising 11 hotels of over 8,500 rooms, in which the Group has an average effective interest of approximately 63%, reported a 4% increase in EBIT to HK\$519 million mainly due to improvements of the Bahamas operations, partly offset by lower average room and occupancy rates in the hotels in the Mainland as well as certain hotels in Hong Kong.

The Group's current property development activities are principally focused on the Mainland and Singapore. In the first half of 2014, the division completed an attributable share of approximately 2.9 million square feet in gross floor area of residential and commercial properties. In addition, the division also achieved contracted sales of an attributable interest of approximately 1.6 million square feet during the period and recognised sales on an attributable interest of approximately 1.7 million square feet of developed properties, primarily in the Mainland. Current attributable interest in landbank, largely held through joint ventures with Cheung Kong (Holdings) Ltd ("CKH"), can be developed into approximately 80 million square feet of mainly residential property. Depending on the market conditions and outlook, the division targets to complete an attributable share of approximately 5.1 million square feet gross floor area of residential and commercial properties during the second half of 2014 in 11 cities in the Mainland and in Singapore.

Retail²

The retail division delivered another period of strong revenue, earnings and cashflow growth in the first half of 2014. Store numbers totalling 10,812 stores in 25 markets represent an increase of 231 stores in the period up to 30 June 2014. Total revenue of HK\$77,398 million, EBITDA of HK\$6,611 million and EBIT of HK\$5,336 million, were all 9% higher than the first half of 2013. The division reported like-for-like sales growth of 2.3% for the first half of 2014. In Asia, the like-for-like sales growth was 1.6% and it was 2.9% in Europe.

The health and beauty segment overall reported strong double digit growth for the first half of 2014, with EBITDA and EBIT increasing by 17% and 19% respectively. However, this was partly offset by the negative performance of the retail businesses in Hong Kong.

Despite European economies experiencing only modest recoveries during the first half of 2014, the Group's health and beauty operations in Europe overall were able to deliver strong earnings contribution with EBITDA and EBIT growth of 19% and 23% respectively, through a 7% increase in the portfolio of stores compared to 30 June 2013, comparable store sales growth of 2.9% as mentioned above, effective cost control measures and favourable foreign exchange rate impacts.

Health and beauty operations in the Mainland grew total revenue by 14%, mainly driven by high quality new store openings as well as strong comparable store sales growth of 4.3% in the period. EBITDA and EBIT growth remained robust at 20% and 19% respectively in the first half of 2014.

Improving consumer sentiment in the majority of the retail markets in which the Group's health and beauty segment operates and increasing customer loyalty and brand recognition provide a positive momentum for this division in the second half of 2014.

Cheung Kong Infrastructure

Cheung Kong Infrastructure Holdings Limited ("CKI"), our Hong Kong listed subsidiary, announced profit attributable to shareholders of HK\$24,119 million, which includes its share of gain, after consolidation adjustments, arising from Power Assets' separate listing of its Hong Kong electricity business on the Main Board of the Stock Exchange of Hong Kong Limited in January 2014. Underlying operations continue to deliver strong performances and the newly acquired Enviro Waste Services Limited and AVR-Afvalverwerking B.V. also contributed to the solid results of this division for the first half of 2014.

CKI continued to invest in businesses with attractive earnings and cash flow profiles and to diversify its investment portfolio during the period. During the first half of 2014, a CKI-led joint-venture with CKH, announced the acquisition of Park'N Fly, an off-airport parking business in Canada for approximately C\$381 million (approximately HK\$2,720 million), and a CKI-led consortium with CKH and Power Assets, entered into a Bid Implementation Agreement in respect of a takeover bid for all the shares of Envestra Limited ("Envestra"), 17.46% currently owned by CKI, a distributor of natural gas in Australia which is listed on the Australian Securities Exchange, for a cash consideration of A\$1.32 per share. The acquisition of Park'N Fly was completed on 25 July 2014 and the completion of Envestra's takeover, which is conditional on satisfaction or waiver of the relevant conditions precedent, is expected in the second half of this year.

Note 2 : The Marionnaud business has been excluded from the retail division for the six months ended 30 June 2014 and 2013, and included under "Others" following the Group's strategic review of the retail division in 2013.

Husky Energy

Husky Energy, our associated company listed in Canada, announced profit attributable to shareholders of C\$1,290 million, a growth of 13% over the same period last year primarily reflecting higher average commodity prices realised in Western Canada, improved natural gas prices and increased production. Average production in the first six months of 2014 was 329,800 barrels of oil equivalent per day ("BOEs per day") compared to 315,600 BOEs per day in the first six months of 2013.

The first of the three fields to be developed at the Liwan deep-water natural gas development ("Liwan project") located in the South China Sea achieved first gas at the end of March 2014 and gas sales to the Guangdong market natural gas grid commenced in late April 2014. Production from the Liwan project is being sold on a continuous basis into the Guangdong natural gas market. Natural gas liquids that are separated from the gas sales at the Gaolan gas plant are also being sold into the Guangdong market. The first phase of the Sunrise Energy oil sands development ("Sunrise project") in Canada is advancing towards start-up by the end of 2014 and is expected to ramp up production over an 18 to 24 month period to produce up to 60,000 barrels per day (30,000 barrels per day net to Husky Energy's 50% working interest).

3 Group Europe

The Group's registered 3G customer base in Europe increased 1% during the period and totalled over 26.9 million customers as at 30 June 2014, of which approximately 22.6 million were active, a 2% increase during the period. 3 Group Europe reported total revenue of HK\$31,063 million, a 3% increase over the same period last year. EBITDA and EBIT grew by 15% and 23% to HK\$6,504 million and HK\$2,282 million respectively. 3 Group Europe overall continued to achieve positive EBITDA less capex for the period, which reflects continued contribution of this division through improvements in the underlying operating performances and a well-disciplined operating and capital expenditure profile.

On 15 July 2014, the Group completed the acquisition of O₂ Ireland for €780 million with an additional deferred payment of €70 million payable upon achievement of certain agreed financial targets.

3 Group Europe is expected to further increase its contribution to the Group's overall results due to the division's highly competitive network assets and service offerings, stringent cost controls across all operations and the continued realisation of cost synergies from the recently completed acquisitions in Austria and Ireland.

Hutchison Telecommunications Hong Kong

Hutchison Telecommunications Hong Kong Holdings ("HTHKH"), our Hong Kong listed telecommunications subsidiary operating in Hong Kong and Macau, announced profit attributable to shareholders of HK\$323 million and earnings per share of 6.70 HK cents, a decrease of 44% compared to same period last year.

As of 30 June 2014, HTHKH had approximately 3.6 million active mobile customers in Hong Kong and Macau.

Hutchison Asia Telecommunications

As of 30 June 2014, Hutchison Asia Telecommunications ("HAT") had approximately 46.5 million active customers, a 7% increase from 31 December 2013. Reported total revenue of HK\$3,506 million was an increase of 18% compared to the same period last year, reflecting the increase in customer base in Indonesia as a result of the completion of a major network rollout in the third quarter of 2013 and an increased average spend per user in Vietnam. EBITDA of HK\$502 million in the first half of 2014 is a turnaround from an LBITDA of HK\$59 million for the same period last year, driven by revenue growth in Indonesia and Vietnam. LBIT of HK\$76 million in the first half of 2014 is an 89% reduction against the same period last year.

HAT will continue to focus on growing its customer base and customer service revenues in Indonesia.

Finance & Investments and Others

The contribution from this division mainly represents returns earned on the Group's holdings of cash and liquid investments as well as results of other small operating units. The increase in contribution in the first six months of 2014 was mainly due to profits from the disposal of certain listed equity investments and other investments.

During the first six months of 2014, the Group raised HK\$21,401 million from the debt market and HK\$43,696 million from the strategic alliance with Temasek, and repaid debts as they matured and partially early repaid certain long-term borrowings and notes of HK\$16,931 million. The Group's weighted average cost of debt remained unchanged at 3.2% for the first half of 2014 compared to the same period last year. At 30 June 2014, the Group's consolidated cash and liquid investments totalled HK\$120,824 million and consolidated debt amounted to HK\$229,031 million, resulting in consolidated net debt of HK\$108,207 million and net debt to a net total capital ratio of 17.1%.

The Group will continue to closely monitor its liquidity and debt profile and expects its consolidated Group net debt to net total capital ratio to remain less than 25% for the foreseeable future.

Outlook

In the first half, although weak global economic conditions and government policies and restrictions continue to affect several markets and geographies in which the Group operates, generally improving trends first noted in the second half of 2013 continued into 2014, leading to a constructive outlook for the Group's businesses overall for the second half of 2014. Whilst economic and political uncertainty will remain a challenge for the remainder of 2014, the Group will adhere to its fundamental principle of always acting in the best long-term interest of its shareholders. The Group will continue pursuing a strategy of "Advancing with Stability", with the objective to achieving for its shareholders sustainable recurring earnings growth and maintaining a strong financial and liquidity profile. Barring unforeseen material adverse external developments, I expect that the Group will continue to meet these objectives in the second half of 2014. I continue to have confidence in the Group's prospects.

I would like to thank the Board of Directors and all our dedicated employees around the world for their continued loyalty, diligence, professionalism and contributions to the Group.

Li Ka-shing

Chairman

Hong Kong, 31 July 2014

Operations Highlights

Ports and Related Services⁽¹⁾

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change	Change in local currency
Total Revenue	17,270	16,891	+2%	+2%
EBITDA	5,607	5,410	+4%	+3%
EBIT	3,531	3,449	+2%	+2%

Contributed 8%, 12% and 12% respectively to total revenue, EBITDA and EBIT of the Group.

Throughput grew 5% to 39.6 million twenty-foot equivalent units ("TEU") during the first six months of 2014 as compared to the same period last year. Major contributors to the division's overall throughput growth are as follows:

	Change (millions TEU)	Change
HPH Trust	+ 0.6	+5%
Mainland China and other Hong Kong	+ 0.6	+11%
Europe	+ 0.3	+5%
Asia, Australia and Others	+ 0.2	+1%

EBITDA was 4% higher than the same period last year mainly due to the strong performances of the Europe segment and the Mainland China and other Hong Kong segment, partly offset by the effect of start-up losses of the Australian ports, lower contributions from Mexico and Indonesia, as well as lower share of EBITDA in Malaysia as the Group's share of results decreased from 31.45% to 23.55% subsequent to the IPO of Westports Holdings Bhd. in October 2013.

EBIT increased by 2% in the first half of 2014. The growth in EBIT was slightly below the growth in EBITDA due to higher depreciation charges of HK\$114 million on new facilities in Mexico and Panama and the newly opened ports at Barcelona in Spain and Brisbane and Sydney in Australia.

In March 2014, HPH Trust divested 60% of its equity interest in Asia Container Terminals ("ACT HK") to the newly established joint venture with COSCO Pacific Limited (40%) and China Shipping Terminal Development (Hong Kong) Company Limited (20%). HPH Trust currently owns an effective interest of 40% in ACT HK.

Note 1: Total revenue, EBITDA and EBIT were adjusted to exclude non-controlling interests' share of results of HPH Trust for the six months ended 30 June 2014 and 2013.

Property and Hotels

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change	Change in local currency
Total Revenue	7,462	11,186	-33%	-33%
EBITDA	3,873	5,918	-35%	-34%
EBIT	3,703	5,742	-36%	-35%

Contributed 4%, 8% and 12% respectively to total revenue, EBITDA and EBIT of the Group.

EBITDA from investment properties totalled HK\$2,000 million in the first half of 2014, an 8% increase mainly due to the continuing trend of higher rental renewal rates and improvements in occupancy levels.

EBITDA from hotel operations increased by 1% to HK\$639 million as compared to the first six months of 2013, mainly due to an improvement in the results from operations in the Bahamas, partly offset by lower average room and occupancy rates in the hotels in the Mainland as well as certain hotels in Hong Kong.

EBITDA from development properties, gains on disposal and others declined 64% to HK\$1,234 million in the first half of 2014 primarily due to lower development sales, in particular in Tier 1 and Tier 2 cities where price competition was most intense, and deferrals in the completion of various development projects in the Mainland and in Singapore to the second half of the year.

The Group's current attributable landbank (including direct interests and its proportionate share of interests held by joint ventures and associated companies) can be developed into approximately 80 million square feet of mainly residential property, of which 97% is situated in the Mainland and 3% in the UK and Singapore. This landbank comprises 41 projects in 22 cities and, depending on market conditions and outlook, is expected to be developed in phases over several years.

In July 2014, the Group completed the disposal of its interest in the Shanghai Oriental Financial Center, on which the Group generated an after-tax gain of approximately HK\$1,800 million.

Retail

	30 June 2014 HK\$ millions	30 June 2013 ⁽²⁾ HK\$ millions	Change	Change in local currency
Total Revenue	77,398	71,258	+9%	+7%
EBITDA	6,611	6,068	+9%	+8%
EBIT	5,336	4,911	+9%	+8%
Total Store Numbers	10,812	10,004	+8%	N/A

Contributed 38%, 14% and 17% respectively to total revenue, EBITDA and EBIT of the Group.

Total Revenue	30 June 2014 HK\$ millions	30 June 2013 ⁽²⁾ HK\$ millions	Change	Change in local currency
Health & Beauty China	9,840	8,653	+14%	+14%
Health & Beauty Asia	10,344	9,785	+6%	+9%
Health & Beauty Western Europe	31,063	27,722	+12%	+6%
Health & Beauty Eastern Europe	7,121	6,320	+13%	+14%
Health & Beauty Subtotal	58,368	52,480	+11%	+9%
Other Retail ⁽³⁾	19,030	18,778	+1%	+1%
Total Retail	77,398	71,258	+9%	+7%
- Asia	39,214	37,179	+5%	+6%
- Europe	38,184	34,079	+12%	+7%

Comparable Stores Sales Growth (%) ⁽⁴⁾ - in local currency	30 June 2014	30 June 2013 ⁽²⁾
Health & Beauty China	+4.3%	+1.4%
Health & Beauty Asia	+3.9%	+6.0%
Health & Beauty Western Europe	+3.0%	+3.5%
Health & Beauty Eastern Europe	+2.8%	+4.1%
Health & Beauty Subtotal	+3.3%	+3.8%
Other Retail ⁽³⁾	-0.9%	+1.2%
Total Retail	+2.3%	+3.2%
- Asia	+1.6%	+2.7%
- Europe	+2.9%	+3.6%

Store Numbers	30 June 2014	30 June 2013 ⁽²⁾	Change
Health & Beauty China	1,799	1,524	+18%
Health & Beauty Asia	1,838	1,741	+6%
Health & Beauty Western Europe	4,758	4,601	+3%
Health & Beauty Eastern Europe	1,874	1,621	+16%
Health & Beauty Subtotal	10,269	9,487	+8%
Other Retail ⁽³⁾	543	517	+5%
Total Retail	10,812	10,004	+8%
- Asia	4,180	3,782	+11%
- Europe	6,632	6,222	+7%

Retail (continued)

EBITDA	30 June 2014 HK\$ millions	30 June 2013 ⁽²⁾ HK\$ millions	Change	Change in local currency
Health & Beauty China	1,974	1,651	+20%	+20%
Health & Beauty Asia	870	824	+6%	+10%
Health & Beauty Western Europe	2,045	1,701	+20%	+14%
Health & Beauty Eastern Europe	908	780	+16%	+14%
Health & Beauty Subtotal	5,797	4,956	+17%	+15%
Other Retail ⁽³⁾	814	1,112	-27%	-27%
Total Retail	6,611	6,068	+9%	+8%
- Asia	3,659	3,588	+2%	+3%
- Europe	2,952	2,480	+19%	+14%

EBITDA Margin %	30 June 2014	30 June 2013 ⁽²⁾
Health & Beauty China	20%	19%
Health & Beauty Asia	8%	8%
Health & Beauty Western Europe	7%	6%
Health & Beauty Eastern Europe	13%	12%
Health & Beauty Subtotal	10%	9%
Other Retail ⁽³⁾	4%	6%
Total Retail	9%	9%
- Asia	9%	10%
- Europe	8%	7%

Note 2: First half of 2013 results exclude Marionnaud results in the comparatives as the business is no longer reported under this division following the Group's strategic review of its retail division in 2013.

Note 3: Other Retail includes PARKnSHOP, Fortress, Watsons Wine, Nuance-Watson and manufacturing operations for water and beverage businesses.

Note 4: Comparable store sales growth represents the percentage change in revenue contributed by stores which, as at the first day of the relevant financial year (a) have been operating for over 12 months and (b) have not undergone major resizing within the previous 12 months.

Cheung Kong Infrastructure⁽⁵⁾, subsidiary listed on The Stock Exchange of Hong Kong Limited

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change
Total Revenue	22,264	20,133	+11%
EBITDA	11,819	11,469	+3%
EBIT	8,945	8,940	–

Contributed 11%, 25% and 29% respectively to total revenue, EBITDA and EBIT of the Group.

Reported EBIT, after the Group's asset valuation consolidation adjustments, of HK\$8,945 million was flat as compared to the same period last year due to earnings growth from its UK operations and full six-month contributions of the newly acquired operations (Enviro Waste Services Limited and AVR-Afvalverwerking B.V.), being largely offset by the lower contribution from the Hong Kong electricity business following its separate listing in January 2014.

Note 5: After the Group's asset valuation consolidation adjustments.

Husky Energy⁽⁶⁾, associated company listed on Toronto Stock Exchange

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change	Change in local currency
Total Revenue	28,660	29,911	-4%	+3%
EBITDA	8,145	7,991	+2%	+9%
EBIT	4,329	4,152	+4%	+12%

The Group's share of Husky Energy's results contributed 14%, 18% and 14% respectively to total revenue, EBITDA and EBIT of the Group.

Note 6: After the Group's asset valuation consolidation adjustments.

3 Group Europe

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change	Change in local currency
Total Revenue	31,063	30,101	+3%	-3%
- Net customer service revenue	23,950	22,037	+9%	+3%
- Handset revenue	6,490	7,417	-12%	
- Other revenue	623	647	-4%	
Net customer service margin ⁽⁷⁾	18,844	16,831	+12%	+6%
<i>Net customer service margin %</i>	79%	76%		
Other margin	368	507	-27%	
Total CACs	(10,036)	(10,624)	+6%	
Less: Handset revenue	6,490	7,417	-12%	
Total CACs (net of handset revenue)	(3,546)	(3,207)	-11%	
Operating expenses	(9,162)	(8,470)	-8%	
<i>Opex as a % of Net customer service margin</i>	49%	50%		
EBITDA	6,504	5,661	+15%	+9%
<i>EBITDA margin % ⁽⁸⁾</i>	26%	25%		
Depreciation & Amortisation	(4,222)	(3,807)	-11%	
EBIT	2,282	1,854	+23%	+16%
Capex (excluding licence)	(4,876)	(4,167)	-17%	
EBITDA less Capex	1,628	1,494	+9%	
Licence ⁽⁹⁾	(4)	(2,674)	N/A	

Contributed 15%, 14% and 7% respectively to total revenue, EBITDA and EBIT of the Group.

Note 7: Net customer service margin represents net customer service revenue deducting direct variable costs (including interconnection charges and roaming costs).

Note 8: EBITDA margin % represents EBITDA as a % of total revenue excluding handset revenue.

Note 9: Licence costs at 30 June 2014 represent incidental costs in relation to licences acquired in the prior year.

3 Group Europe Overall

	30 June 2014	30 June 2013
Contract customers as a percentage of the total registered customer base	59%	59%
Contract customers' contribution to the net customer service revenue base (%)	89%	87%
Average monthly churn rate of the total contract registered customer base (%)	1.6%	1.7%
Active contract customers as a percentage of the total contract registered customer base	98%	97%
Active customers as a percentage of the total registered customer base	84%	82%
6 months data usage per active customer (Gigabyte)	12.2	8.8

Key Business Indicators

Registered Customer Base

	Registered Customers at 30 June 2014 ('000)			Registered Customer Growth (%) from 31 December 2013 to 30 June 2014		
	Prepaid	Postpaid	Total	Prepaid	Postpaid	Total
United Kingdom	3,799	5,916	9,715	-4%	+1%	-1%
Italy	5,081	4,757	9,838	+1%	+2%	+2%
Sweden	201	1,586	1,787	+26%	+4%	+6%
Denmark	336	733	1,069	+12%	+1%	+4%
Austria	975	2,525	3,500	+5%	+1%	+2%
Ireland	684	343	1,027	+12%	-2%	+7%
3 Group Europe Total	11,076	15,860	26,936	+1%	+1%	+1%

Active⁽¹⁰⁾ Customer Base

	Active Customers at 30 June 2014 ('000)			Active Customer Growth (%) from 31 December 2013 to 30 June 2014		
	Prepaid	Postpaid	Total	Prepaid	Postpaid	Total
United Kingdom	2,209	5,777	7,986	—	+1%	+1%
Italy	3,819	4,602	8,421	+4%	+2%	+3%
Sweden	121	1,586	1,707	+32%	+4%	+5%
Denmark	307	733	1,040	+10%	+1%	+3%
Austria	370	2,502	2,872	+3%	+1%	+1%
Ireland	253	313	566	+7%	+1%	+3%
3 Group Europe Total	7,079	15,513	22,592	+3%	+1%	+2%

Note 10: An active customer is one that generated revenue from an outgoing call, incoming call or data / content service in the preceding three months.

12-month Trailing Average Revenue per Active User ("ARPU")⁽¹¹⁾ to 30 June 2014

	Prepaid	Postpaid	Blended Total	% Variance compared to 31 December 2013
United Kingdom	£5.55	£27.00	£21.02	+1%
Italy	€7.13	€18.93	€13.65	-7%
Sweden	SEK114.06	SEK310.26	SEK298.28	+1%
Denmark	DKK134.90	DKK174.26	DKK163.22	-5%
Austria	€7.50	€21.57	€19.68	-4%
Ireland	€15.30	€38.03	€28.26	-2%
3 Group Europe Average	€7.81	€26.64	€20.80	-2%

Note 11: ARPU equals total monthly revenue, including incoming mobile termination revenue and contributions for a handset / device in postpaid contract bundled plans, divided by the average number of active customers during the period.

Key Business Indicators (continued)

12-month Trailing Net Average Revenue per Active User ("Net ARPU")⁽¹²⁾ to 30 June 2014

	Prepaid	Postpaid	Blended Total	% Variance compared to 31 December 2013
United Kingdom	£5.55	£18.96	£15.22	+1%
Italy	€7.13	€18.93	€13.65	-7%
Sweden	SEK114.06	SEK224.51	SEK217.76	+3%
Denmark	DKK134.90	DKK161.90	DKK154.33	-4%
Austria	€7.50	€17.84	€16.45	-6%
Ireland	€15.30	€30.48	€23.96	-1%
3 Group Europe Average	€7.81	€21.21	€17.06	-2%

12-month Trailing Net Average Margin per Active User ("Net AMPU")⁽¹³⁾ to 30 June 2014

	Prepaid	Postpaid	Blended Total	% Variance compared to 31 December 2013
United Kingdom	£4.79	£14.85	£12.04	–
Italy	€5.48	€14.32	€10.37	-5%
Sweden	SEK81.78	SEK191.98	SEK185.25	+6%
Denmark	DKK116.44	DKK140.81	DKK133.97	-3%
Austria	€6.45	€14.26	€13.21	-2%
Ireland	€11.02	€24.80	€18.88	–
3 Group Europe Average	€6.28	€16.79	€13.53	-1%

Note 12: Net ARPU equals total monthly revenue, including incoming mobile termination revenue but excluding contributions for a handset / device in postpaid contract bundled plans, divided by the average number of active customers during the period.

Note 13: Net AMPU equals total monthly revenue, including incoming mobile termination revenue but excluding contributions for a handset / device in postpaid contract bundled plans, less direct variable costs (including interconnection charges and roaming costs) (i.e. net customer service margin), divided by the average number of active customers during the period.

3 Group Europe's net ARPU and net AMPU, which exclude the monthly contributions for a handset / device in postpaid contract bundled plans, on a 12-month trailing average active customer basis, decreased 2% and 1% to €17.06 and €13.53 respectively compared to the full year 2013. Despite these decreases net customer service revenue and net customer service margin increased by 3% and 6% respectively in local currency mainly due to the enlarged active customer base compared to the same period last year.

United Kingdom

	30 June 2014 GBP millions	30 June 2013 GBP millions	Change
Total Revenue	974	1,002	-3%
- Net customer service revenue	723	667	+8%
- Handset revenue	241	321	-25%
- Other revenue	10	14	-29%
Net customer service margin	556	519	+7%
<i>Net customer service margin %</i>	<i>77%</i>	<i>78%</i>	
Other margin	4	11	-64%
Total CACs	(358)	(457)	+22%
Less: Handset revenue	241	321	-25%
Total CACs (net of handset revenue)	(117)	(136)	+14%
Operating expenses	(211)	(206)	-2%
<i>Opex as a % of Net customer service margin</i>	<i>38%</i>	<i>40%</i>	
EBITDA	232	188	+23%
<i>EBITDA margin %</i>	<i>32%</i>	<i>28%</i>	
Depreciation & Amortisation	(109)	(102)	-7%
EBIT	123	86	+43%
Capex (excluding licence)	(116)	(87)	-33%
EBITDA less Capex	116	101	+15%
Licence	(0.3)	(225)	N/A

	30 June 2014	30 June 2013
Total registered customer base (millions)	9.7	9.2
Total active customer base (millions)	8.0	7.5
Contract customers as a percentage of the total registered customer base	61%	60%
Contract customers' contribution to the net customer service revenue base (%)	90%	88%
Average monthly churn rate of the total contract registered customer base (%)	1.6%	1.6%
Active contract customers as a percentage of the total contract registered customer base	98%	97%
Active customers as a percentage of the total registered customer base	82%	82%

3 UK experienced another period of strong underlying results, reporting EBITDA and EBIT growth of 23% and 43% to £232 million and £123 million respectively. This reflects the growth in net customer service margin and lower total CACs as well as continuing stringent cost controls.

Italy

	30 June 2014 EUR millions	30 June 2013 EUR millions	Change
Total Revenue	815	891	-9%
- Net customer service revenue	662	684	-3%
- Handset revenue	139	185	-25%
- Other revenue	14	22	-36%
Net customer service margin	502	496	+1%
<i>Net customer service margin %</i>	<i>76%</i>	<i>73%</i>	
Other margin	13	22	-41%
Total CACs	(259)	(270)	+4%
Less: Handset revenue	139	185	-25%
Total CACs (net of handset revenue)	(120)	(85)	-41%
Operating expenses	(323)	(299)	-8%
<i>Opex as a % of Net customer service margin</i>	<i>64%</i>	<i>60%</i>	
EBITDA	72	134	-46%
<i>EBITDA margin %</i>	<i>11%</i>	<i>19%</i>	
Depreciation & Amortisation	(143)	(139)	-3%
LBIT	(71)	(5)	-1,320%
Capex (excluding licence)	(151)	(187)	+19%
EBITDA less Capex	(79)	(53)	-49%

	30 June 2014	30 June 2013
Total registered customer base (millions)	9.8	9.5
Total active customer base (millions)	8.4	7.7
Contract customers as a percentage of the total registered customer base	48%	48%
Contract customers' contribution to the net customer service revenue base (%)	75%	82%
Average monthly churn rate of the total contract registered customer base (%)	2.2%	2.4%
Active contract customers as a percentage of the total contract registered customer base	97%	94%
Active customers as a percentage of the total registered customer base	86%	80%

The increasingly competitive environment in the Italian market continued to add pressure to 3 Italy's revenue growth and resulted in higher total CACs to acquire or retain quality customers. Together with the increased operating costs to support an enlarged network, 3 Italy reported a 46% lower EBITDA to €72 million and a LBIT of €71 million for the first half of 2014. The operation is expected to improve its performance in the second half of 2014 through enhancing its customer and tariff mix.

Sweden

	30 June 2014 SEK millions	30 June 2013 SEK millions	Change
Total Revenue	3,054	2,699	+13%
- Net customer service revenue	2,123	1,833	+16%
- Handset revenue	827	760	+9%
- Other revenue	104	106	-2%
Net customer service margin	1,811	1,455	+24%
<i>Net customer service margin %</i>	<i>85%</i>	<i>79%</i>	
Other margin	26	55	-53%
Total CACs	(1,127)	(1,012)	-11%
Less: Handset revenue	827	760	+9%
Total CACs (net of handset revenue)	(300)	(252)	-19%
Operating expenses	(666)	(641)	-4%
<i>Opex as a % of Net customer service margin</i>	<i>37%</i>	<i>44%</i>	
EBITDA	871	617	+41%
<i>EBITDA margin %</i>	<i>39%</i>	<i>32%</i>	
Depreciation & Amortisation	(380)	(346)	-10%
EBIT	491	271	+81%
Capex (excluding licence)	(392)	(461)	+15%
EBITDA less Capex	479	156	+207%

	30 June 2014	30 June 2013
Total registered customer base (millions)	1.8	1.6
Total active customer base (millions)	1.7	1.6
Contract customers as a percentage of the total registered customer base	89%	90%
Contract customers' contribution to the net customer service revenue base (%)	96%	97%
Average monthly churn rate of the total contract registered customer base (%)	1.4%	1.2%
Active contract customers as a percentage of the total contract registered customer base	100%	100%
Active customers as a percentage of the total registered customer base	95%	95%

3 Sweden reported an increase in net customer service revenue and margin mainly due to the enlarged active customer base and the completion of the transition to a non-subsidised handset model in its customer base at the end of 2013. This margin improvement is partly offset by higher total CACs and operating expenses, resulting in the operation reporting a 41% improvement in EBITDA to SEK871 million and an EBIT improvement of 81% to SEK491 million for the first half of 2014.

Denmark

	30 June 2014 DKK millions	30 June 2013 DKK millions	Change
Total Revenue	1,008	930	+8%
- Net customer service revenue	887	827	+7%
- Handset revenue	92	62	+48%
- Other revenue	29	41	-29%
Net customer service margin	772	708	+9%
<i>Net customer service margin %</i>	87%	86%	
Other margin	13	27	-52%
Total CACs	(216)	(172)	-26%
Less: Handset revenue	92	62	+48%
Total CACs (net of handset revenue)	(124)	(110)	-13%
Operating expenses	(315)	(309)	-2%
<i>Opex as a % of Net customer service margin</i>	41%	44%	
EBITDA	346	316	+9%
<i>EBITDA margin %</i>	38%	36%	
Depreciation & Amortisation	(146)	(138)	-6%
EBIT	200	178	+12%
Capex (excluding licence)	(69)	(91)	+24%
EBITDA less Capex	277	225	+23%

	30 June 2014	30 June 2013
Total registered customer base (millions)	1.1	0.9
Total active customer base (millions)	1.0	0.9
Contract customers as a percentage of the total registered customer base	69%	72%
Contract customers' contribution to the net customer service revenue base (%)	77%	81%
Average monthly churn rate of the total contract registered customer base (%)	2.7%	2.5%
Active contract customers as a percentage of the total contract registered customer base	100%	100%
Active customers as a percentage of the total registered customer base	97%	98%

Despite intense price competition driving down net ARPU, 3 Denmark reported an increase in net customer service revenue and margin, primarily due to the enlarged customer base. EBITDA of DKK346 million and EBIT of DKK200 million represented an improvement of 9% and 12% respectively against the same period last year, reflecting net customer service margin contribution and good cost control under challenging conditions.

Austria

	30 June 2014 EUR millions	30 June 2013 EUR millions	Change
Total Revenue	342	369	-7%
- Net customer service revenue	271	306	-11%
- Handset revenue	58	57	+2%
- Other revenue	13	6	+117%
Net customer service margin	222	230	-3%
<i>Net customer service margin %</i>	82%	76%	
Other margin	10	6	+67%
Total CACs	(70)	(75)	+7%
Less: Handset revenue	58	57	+2%
Total CACs (net of handset revenue)	(12)	(18)	+33%
Operating expenses	(104)	(128)	+19%
<i>Opex as a % of Net customer service margin</i>	47%	56%	
EBITDA	116	90	+29%
<i>EBITDA margin %</i>	41%	29%	
Depreciation & Amortisation	(37)	(38)	+3%
EBIT	79	52	+52%
Capex (excluding licence)	(53)	(35)	-51%
EBITDA less Capex	63	55	+15%

	30 June 2014	30 June 2013
Total registered customer base (millions)	3.5	3.3
Total active customer base (millions)	2.9	2.8
Contract customers as a percentage of the total registered customer base	72%	74%
Contract customers' contribution to the net customer service revenue base (%)	93%	94%
Average monthly churn rate of the total contract registered customer base (%)	0.6%	0.8%
Active contract customers as a percentage of the total contract registered customer base	99%	99%
Active customers as a percentage of the total registered customer base	82%	85%

3 Austria continued to benefit from the realisation of additional cost synergies following the acquisition of Orange Austria in 2013, which contributed to the EBITDA and EBIT growth of 29% and 52% to €116 million and €79 million respectively for the first half of 2014.

Ireland

	30 June 2014 EUR millions	30 June 2013 EUR millions	Change
Total Revenue	97	87	+11%
- Net customer service revenue	80	72	+11%
- Handset revenue	13	14	-7%
- Other revenue	4	1	+300%
Net customer service margin	63	56	+13%
<i>Net customer service margin %</i>	79%	78%	
Other margin	2	-	N/A
Total CACs	(22)	(23)	+4%
Less: Handset revenue	13	14	-7%
Total CACs (net of handset revenue)	(9)	(9)	-
Operating expenses	(59)	(47)	-26%
<i>Opex as a % of Net customer service margin</i>	94%	84%	
LBITDA	(3)	-	N/A
<i>LBITDA margin %</i>	-4%	-	
Depreciation & Amortisation	(22)	(18)	-22%
LBIT	(25)	(18)	-39%
Capex (excluding licence)	(60)	(21)	-186%
LBITDA less Capex	(63)	(21)	-200%

	30 June 2014	30 June 2013
Total registered customer base	1,027,000	901,000
Total active customer base	566,000	508,000
Contract customers as a percentage of the total registered customer base	33%	42%
Contract customers' contribution to the net customer service revenue base (%)	72%	76%
Average monthly churn rate of the total contract registered customer base (%)	1.3%	1.2%
Active contract customers as a percentage of the total contract registered customer base	91%	81%
Active customers as a percentage of the total registered customer base	55%	56%

As a result of an improved active customer base, 3 Ireland reported an increase in net customer service revenue and margin during the period. However, this improvement has been fully offset by an increase in operating costs and higher depreciation charge. The operation reported LBITDA and LBIT of €3 million and €25 million respectively for the first half of 2014.

On 15 July 2014, the Group completed the acquisition of O₂ Ireland from Telefonica. The restructuring exercise to combine 3 Ireland and O₂ Ireland operations will begin and the combined operation is expected to provide a meaningful contribution to 3 Group Europe in 2015.

Hutchison Telecommunications Hong Kong Holdings⁽¹⁴⁾, subsidiary listed on The Stock Exchange of Hong Kong Limited

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change
Total Revenue	6,227	6,149	+1%
EBITDA	1,230	1,509	-18%
EBIT	538	834	-35%

Contributed 3%, 3% and 2% respectively to each of total revenue, EBITDA and EBIT of the Group.

Note 14: After the Group's consolidation and reclassification adjustments.

Hutchison Asia Telecommunications

	30 June 2014 HK\$ millions	30 June 2013 HK\$ millions	Change
Total Revenue	3,506	2,981	+18%
EBITDA (LBITDA)	502	(59)	+951%
LBIT	(76)	(697)	+89%

Contributed 2% and 1% respectively to total revenue and EBITDA of the Group and a negative 0.2% to EBIT of the Group.

HAT will continue to grow its customer base, particularly in Indonesia, where a major network rollout was completed in the third quarter of 2013 and the 3G footprint is now extended to 150 cities covering 86% of the population. The operation has achieved positive EBITDA operationally in both the second half of 2013 and the first half of 2014.

HTAL (50% share of joint venture Vodafone Hutchison Australia), subsidiary listed on Australian Securities Exchange

	30 June 2014 AUD millions	30 June 2013 AUD millions	Change
Announced Total Revenue	863	872	-1%
Announced EBIT (LBIT)	6	(34)	+118%
Announced Loss Attributable to Shareholders	(79)	(96)	+17%

VHA continued the momentum of its turnaround plan in the first half of the year with further improvements in both operational and financial performances. During the period, VHA also continued to invest in the network, adding on average more than 100 new 4G sites each month and this is expected to increase to 300 new sites a month later in 2014. Further progress is anticipated in the second half of the year, with additional financial improvements expected.

Group Capital Resources and Other Information

Group Capital Resources and Liquidity

Treasury Management

The Group's treasury function sets financial risk management policies in accordance with policies and procedures that are approved by the Executive Directors, and which are also subject to periodic review by the Group's internal audit function. The Group's treasury policies are designed to mitigate the impact of fluctuations in interest rates and exchange rates on the Group's overall financial position and to minimise the Group's financial risks. The Group's treasury function operates as a centralised service for managing financial risks, including interest rate and foreign exchange risks, and for providing cost-efficient funding to the Group and its companies. It manages the majority of the Group's funding needs, interest rate, foreign currency and credit risk exposures. It is the Group's policy not to have credit rating triggers that would accelerate the maturity dates of the Group's borrowings. The Group uses interest rate and foreign currency swaps and forward contracts as appropriate for risk management purposes only, for hedging transactions and for managing the Group's assets and liabilities. It is the Group's policy not to enter into derivative transactions for speculative purposes. It is also the Group's policy not to invest liquidity in financial products, including hedge funds or similar vehicles, with significant underlying leverage or derivative exposure.

Cash Management and Funding

The Group operates a central cash management system for all of its unlisted subsidiaries. Except for listed and certain overseas entities conducting businesses in non-HK or non-US dollar currencies, the Group generally obtains long-term financing at the Group level to on-lend or contribute as equity to its subsidiaries and associates to meet their funding requirements and provide more cost-efficient financing. These borrowings include a range of capital market issues and bank borrowings, for which the proportions will change depending upon financial market conditions and projected interest rates. The Group regularly and closely monitors its overall debt position and reviews its funding costs and maturity profile to facilitate refinancing.

Interest Rate Exposure

The Group manages its interest rate exposure with a focus on reducing the Group's overall cost of debt and exposure to changes in interest rates. When considered appropriate, the Group uses derivatives such as interest rate swaps and forward rate agreements to manage its interest rate exposure. The Group's main interest rate exposure relates to US dollar, British Pound, Euro and HK dollar borrowings.

At 30 June 2014, approximately 36% of the Group's total principal amount of bank and other debts were at floating rates and the remaining 64% were at fixed rates. The Group has entered into various interest rate agreements with major financial institution counterparties to swap approximately HK\$51,030 million principal amount of fixed interest rate borrowings to effectively become floating interest rate borrowings. In addition, HK\$6,801 million principal amount of floating interest rate borrowings were swapped to fixed interest rate borrowings. After taking into consideration these interest rate swaps, approximately 55% of the Group's total principal amount of bank and other debts were at floating rates and the remaining 45% were at fixed rates at 30 June 2014. All of the aforementioned interest rate derivatives are designated as hedges and these hedges are considered highly effective.

Foreign Currency Exposure

For overseas subsidiaries, associates and other investments, which consist of non-HK dollar or non-US dollar assets, the Group generally endeavours to establish a natural hedge for debt financing with an appropriate level of borrowings in those same currencies. For overseas businesses that are in the development phase, or where borrowings in local currency are not or are no longer attractive, the Group may not borrow in the local currency or may repay existing borrowings and monitor the development of the businesses' cashflow and the relevant debt markets with a view to refinance these businesses with local currency borrowings in the future when conditions are more appropriate. Exposure to movements in exchange rates for individual transactions (such as major procurement contracts) directly related to the underlying businesses is minimised by using forward foreign exchange contracts and currency swaps where active markets for the relevant currencies exist. The Group generally does not enter into foreign currency hedges in respect of its long-term equity investments in overseas subsidiaries and associates. During the period, the currencies of certain countries where the Group has overseas operations, including Euro, British Pound, the Canadian and Australian dollars as well as Renminbi in the Mainland, fluctuated against the Hong Kong dollar. This gave rise to an unrealised gain of approximately HK\$3,082 million (30 June 2013 - loss of HK\$12,451 million) on translation of these operations' net assets to the Group's Hong Kong dollar reporting currency, including the Group's share of the translation gains and losses of associated companies and joint ventures. This unrealised gain is reflected as a movement in the Consolidated Statement of Changes in Equity under the heading of Other Reserves.

At 30 June 2014, the Group had currency swap arrangements with banks to swap US dollar principal amount of borrowings equivalent to HK\$16,968 million to Hong Kong dollar principal amount of borrowings to match the currency exposures of the underlying businesses. The Group's total principal amount of bank and other debts, after the above swaps, are denominated as follows: 36% in Euro, 32% in US dollars, 18% in HK dollars, 7% in British Pounds and 7% in other currencies.

Credit Exposure

The Group's holdings of cash, managed funds and other liquid investments, and interest rate and foreign currency swaps and forward currency contracts with financial institutions expose the Group to credit risk of counterparties. The Group controls its credit risk to non-performance by its counterparties through monitoring their equity share price movements and credit ratings as well as setting approved counterparty credit limits that are regularly reviewed.

The Group is also exposed to counterparties credit risk from its operating activities, which is continuously monitored by the local operational management.

Credit Profile

The Group aims to maintain a capital structure that is appropriate for long-term investment grade ratings of A3 on the Moody's Investor Service scale, A- on the Standard & Poor's Rating Services scale and A- on the Fitch Ratings scale. Actual credit ratings may depart from these levels from time to time due to economic circumstances. At 30 June 2014, our long-term credit ratings were A3 from Moody's, A- from Standard & Poor's and A- from Fitch, with all three agencies maintaining stable outlooks on the Group's ratings.

Market Price Risk

The Group's main market price risk exposures relate to listed/traded debt and equity securities described in "Liquid Assets" below and the interest rate swaps as described in "Interest Rate Exposure" above. The Group's holding of listed/traded debt and equity securities represented approximately 15% (31 December 2013 - approximately 16%) of the cash, liquid funds and other listed investments ("liquid assets"). The Group controls this risk through active monitoring of price movements and changes in market conditions that may have an impact on the value of these financial assets and instruments.

Liquid Assets

The Group continues to maintain a robust financial position. Liquid assets amounted to HK\$120,824 million at 30 June 2014, an increase of 18% from the balance of HK\$102,787 million at 31 December 2013, mainly reflecting net cash proceeds of HK\$13,853 million, after special dividend of HK\$7.00 per share amounting to HK\$29,843 million, from Temasek's acquisition of a 24.95% equity interest in A.S. Watson Holdings Limited during the period, the cash arising from positive funds from operations from the Group's businesses and cash from new borrowings, net of utilisation of cash for the redemption of perpetual capital securities issued in 2012 of US\$300 million (approximately HK\$2,340 million) by listed subsidiary, CKI, dividend payments to ordinary and non-controlling shareholders as well as distributions to perpetual capital securities holders, the repayment and early repayment of certain borrowings and the acquisition of fixed assets. Liquid assets were denominated as to 16% in HK dollars, 41% in US dollars, 12% in Renminbi, 15% in Euro, 4% in British Pounds and 12% in other currencies.

Cash and cash equivalents represented 85% (31 December 2013 - 84%) of the liquid assets, US Treasury notes and listed/traded debt securities 6% (31 December 2013 - 8%) and listed equity securities 9% (31 December 2013 - 8%).

The US Treasury notes and listed/traded debt securities, including those held under managed funds, consisted of US Treasury notes of 38%, government and government guaranteed notes of 25%, notes issued by the Group's associated company, Husky Energy of 3%, notes issued by financial institutions of 3%, and others of 31%. Of these US Treasury notes and listed/traded debt securities, 59% are rated at Aaa/AAA or Aa1/AA+ with an average maturity of 3.3 years on the overall portfolio. The Group has no exposure in mortgage-backed securities, collateralised debt obligations or similar asset classes.

Cash Flow

Consolidated EBITDA⁽¹⁾ amounted to HK\$67,645 million, an increase of 48% compared to HK\$45,798 million for the same period last year which included the share of gain arising of HK\$20,554 million from Power Asset Holdings Limited's separate listing of its Hong Kong electricity business in January 2014. Consolidated funds from operations ("FFO") before cash profits from disposals, capital expenditures, investments and changes in working capital amounts to HK\$24,750 million, a 7% increase compared to same period last year mainly due to higher EBITDA contributions by the Group's subsidiaries, in particular 3 Group Europe, partly offset by a decrease in dividends and distributions received from associated companies and joint ventures.

Note 1: EBITDA includes the non-controlling interests' share of HPH Trust's EBITDA.

Cash Flow (continued)

The Group's capital expenditures decreased 27% to total HK\$8,063 million during the first half of 2014 (30 June 2013 - HK\$11,067 million), primarily due to lower capital expenditures for the acquisition of telecommunications licences in Europe, together with lower capital expenditures for the acquisition of fixed assets, particularly for the ports and related services division. Capital expenditures on fixed assets for the ports and related services division amounted to HK\$1,002 million (30 June 2013 - HK\$1,799 million); for the property and hotels division HK\$36 million (30 June 2013 - HK\$247 million); for the retail division ⁽²⁾ HK\$720 million (30 June 2013 - HK\$720 million); for CKI HK\$221 million (30 June 2013 - HK\$173 million); for 3 Group Europe HK\$4,749 million (30 June 2013 - HK\$4,154 million); for HTHKH HK\$420 million (30 June 2013 - HK\$562 million); for HAT HK\$646 million (30 June 2013 - HK\$608 million); and for the finance and investments and others segment ⁽²⁾ HK\$93 million (30 June 2013 - HK\$98 million). Capital expenditures for licences, brand names and other rights were HK\$1 million (30 June 2013 - HK\$1 million) for the ports and related services division; for CKI HK\$12 million (30 June 2013 - nil); 3 Group Europe HK\$131 million (30 June 2013 - HK\$2,687 million); and for HTHKH HK\$32 million (30 June 2013 - HK\$18 million).

During the first half of 2014, no major acquisitions of new investments were carried out by the Group compared to the first half of 2013 for which the Group had spent HK\$17,499 million on the acquisition of new investments which included the acquisition of Orange Austria as well as Enviro Waste in New Zealand.

Purchases of and advances to (including deposits from) associated companies and joint ventures, net of repayments from associated companies and joint ventures, resulted in a net cash outflow of HK\$1,177 million (30 June 2013 - net cash inflow of HK\$3,988 million). This is mainly due to lower repayments from associated companies and joint ventures and higher advances to property joint ventures in the first six months of 2014, which reflects the tightening of monetary policies in the Mainland resulting in the need for short-term cash retention by property joint ventures for construction purposes.

The capital expenditures and investments of the Group are primarily funded by cash generated from continued operations, cash on hand and to the extent appropriate, by external borrowings.

For further information of the Group's capital expenditures by divisions and cash flow, please see Note 3(e) and the "Consolidated Statement of Cash flows" section of this Interim Report.

Debt Maturity and Currency Profile

The Group's total principal amount of bank and other debts at 30 June 2014 increased 2% to total HK\$229,031 million (31 December 2013 - HK\$223,822 million), of which 65% (31 December 2013 - 70%) are notes and bonds and 35% (31 December 2013 - 30%) are bank and other loans. The net increase in principal amount of bank and other debts was primarily due to new borrowings of HK\$21,401 million and the unfavourable impact of HK\$563 million upon translation of foreign currency-denominated loans to Hong Kong dollars, partially offset by the repayment of debts as they matured as well as the early repayment of certain debts totalling HK\$16,931 million. The Group's weighted average cost of debt at 30 June 2014 increased slightly by 0.1%-points to 3.2% (31 December 2013 - 3.1%). Interest bearing loans from non-controlling shareholders, which are viewed as quasi-equity, totalled HK\$5,400 million at 30 June 2014 (31 December 2013 - HK\$5,445 million).

Note 2: The Marionnaud business has been excluded from the retail division for the six months ended 30 June 2014 and 2013, and included under "Others" following the Group's strategic review of the retail division in 2013.

The maturity profile of the Group's total principal amount of bank and other debts at 30 June 2014 is set out below:

	HK\$	US\$	Euro	GBP	Others	Total
In remainder of 2014	1%	1%	—	1%	—	3%
In 2015	14%	—	8%	2%	4%	28%
In 2016	—	1%	13%	—	—	14%
In 2017	2%	10%	11%	2%	1%	26%
In 2018	1%	—	1%	—	1%	3%
In 2019 - 2023	—	15%	3%	—	1%	19%
In 2024 - 2033	—	5%	—	2%	—	7%
Beyond 2033	—	—	—	—	—	—
Total	18%	32%	36%	7%	7%	100%

The non-HK dollar and non-US dollar denominated loans are either directly related to the Group's businesses in the countries of the currencies concerned, or the loans are balanced by assets in the same currencies. None of the Group's consolidated borrowings have credit rating triggers that would accelerate the maturity dates of any outstanding consolidated Group debt.

Changes in Debt Financing

The significant financing activities in the first half of 2014 were as follows:

- In January, repaid US\$1,309 million (approximately HK\$10,206 million) principal amount of fixed rate notes on maturity;
- In February, prepaid HK\$800 million of a floating rate term loan facility of HK\$2,800 million maturing in November 2014;
- In March, obtained a five-year floating rate loan facility of US\$130 million (approximately HK\$1,014 million);
- In April, prepaid €100 million (approximately HK\$1,055 million) of a floating rate term loan facility of €240 million maturing in July 2015;
- In April and June, prepaid a total of SEK2,500 million (approximately HK\$2,925 million) of a floating rate term loan facility of SEK10,000 million maturing in July 2015;
- In April, obtained a five-year floating rate loan facility of SEK1,786 million (approximately HK\$2,108 million);
- In May, obtained a three-year floating rate loan facility of HK\$3,296 million;
- In May, obtained a three-year floating rate loan facility of €1,113 million (approximately HK\$11,738 million);
- In May, listed subsidiary CKI obtained a three-year floating rate term loan facility of AUD705 million (approximately HK\$5,139 million); and
- In June, listed subsidiary CKI issued three-year floating rate notes of US\$300 million (approximately HK\$2,340 million).

Capital, Net Debt and Interest Coverage Ratios

The Group's total ordinary shareholders' funds and perpetual capital securities increased 8% to HK\$459,039 million at 30 June 2014, compared to HK\$426,609 million at 31 December 2013, reflecting the profits for the first half of 2014, an increase of HK\$39,026 million in relation to Temasek's acquisition of a 24.95% equity interest in A.S. Watson Holdings Limited during the period, as well as net exchange gains on translation of the Group's overseas operations' net assets to the Group's Hong Kong dollar reporting currency including the Group's share of the translation gains and losses of associated companies and joint ventures, partly offset by a special dividend of HK\$29,843 million paid following Temasek's acquisition, 2013 final dividend and distributions paid and other items recognised directly in reserves. At 30 June 2014, the consolidated net debt of the Group, excluding interest bearing loans from non-controlling shareholders which are viewed as quasi-equity, unamortised loan facilities fees and premiums or discounts on issue and fair value changes of interest rate swap contracts, was HK\$108,207 million (31 December 2013 - HK\$121,035 million), a reduction of 11% compared to the net debt at the beginning of the year. The Group's net debt to net total capital ratio at 30 June 2014 reduced to 17.1% (31 December 2013 - 20.0%). The Group's consolidated cash and liquid investments as at 30 June 2014 were sufficient to repay all outstanding consolidated Group debt maturing through 2016 and approximately 32% of the maturities in 2017.

The following table shows the net debt to net total capital ratio calculated on the basis of including interest bearing loans from non-controlling shareholders and also with the Group's investments in its listed subsidiaries and associated companies marked to market value at 30 June 2014. The net debt to net total capital ratio can be significantly affected by foreign currency translation effects on total ordinary shareholders' funds and perpetual capital securities and on debt balances. The ratios as at 30 June 2014 before and after the effect of foreign currency translation and other non-cash movements for the period are shown below:

Net debt/Net total capital ratios at 30 June 2014:	Before the effect of foreign currency translation and other non-cash movements	After the effect of foreign currency translation and other non-cash movements
A1: excluding interest bearing loans from non-controlling shareholders from debt	17.1%	17.1%
A2: as in A1 above and investments in listed subsidiaries and associated companies marked to market value	15.7%	15.8%
B1: including interest bearing loans from non-controlling shareholders as debt	17.9%	18.0%
B2: as in B1 above and investments in listed subsidiaries and associated companies marked to market value	16.5%	16.5%

The Group's consolidated gross interest expenses and other finance costs of subsidiaries, before capitalisation, decreased 10% in the first half of 2014 to total HK\$3,953 million, compared to HK\$4,407 million in the same period last year, mainly due to lower average borrowings during the period.

Consolidated EBITDA of HK\$67,645 million and FFO of HK\$24,750 million for the period covered consolidated net interest expenses and other finance costs 29.8 times and 12.0 times respectively (31 December 2013 - 17.9 times and 10.2 times).

Secured Financing

At 30 June 2014, assets of the Group totalling HK\$2,357 million (31 December 2013 - HK\$2,299 million) were pledged as security for bank and other debts.

Borrowing Facilities Available

Committed borrowing facilities available to Group companies but not drawn at 30 June 2014 amounted to the equivalent of HK\$8,864 million (31 December 2013 - HK\$4,479 million).

Contingent Liabilities

At 30 June 2014, the Group provided guarantees in respect of bank and other borrowing facilities to its associated companies and joint ventures totalling HK\$24,765 million (31 December 2013 - HK\$24,610 million), of which HK\$23,056 million (31 December 2013 - HK\$22,839 million) has been drawn down as at 30 June 2014, and also provided performance and other guarantees of HK\$4,187 million (31 December 2013 - HK\$4,131 million).

Employee Relations

At 30 June 2014, the Company and its subsidiaries employed 166,117 people (30 June 2013 - 160,765 people) and the related employee costs for the six-month period, excluding Directors' emoluments, totalled HK\$18,829 million (2013 - HK\$17,779 million). Including the Group's associated companies, at 30 June 2014, the Group employed 267,305 people of whom 30,435 were employed in Hong Kong. All of the Group's subsidiaries are equal opportunity employers, with the selection and promotion of individuals based on suitability for the position offered. The salary and benefit levels of the Group's employees are kept at a competitive level and employees are rewarded on a performance related basis within the general framework of the Group's salary and bonus system, which is reviewed annually.

The Company does not have a share option scheme for the purchase of ordinary shares in the Company. Certain subsidiaries and associates of the Group offer various equity-linked compensation elements appropriate to their sectors and markets. A wide range of benefits including medical coverage, provident funds and retirement plans and long service awards is also provided to employees. In addition, training and development programmes are provided on an on-going basis throughout the Group. Many social, sporting and recreational activities were arranged during the period for employees on a Group-wide basis. Group employees also participated in community-oriented events.

Purchase, Sale or Redemption of Shares

During the six months ended 30 June 2014, neither the Company nor any of its subsidiaries has purchased or sold any of the Company's ordinary shares. In addition, the Company has not redeemed any of its ordinary shares during the period.

Review of Accounts

The unaudited condensed consolidated accounts of the Company and its subsidiary companies for the six months ended 30 June 2014 have been reviewed by the Company's auditor, PricewaterhouseCoopers, 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 Hong Kong Institute of Certified Public Accountants. The auditor's independent review report is set out on page 46. The unaudited condensed consolidated accounts of the Company and its subsidiary companies for the six months ended 30 June 2014 have also been reviewed by the Audit Committee of the Company.

Record Date for Interim Dividend

The record date for the purpose of determining shareholders' entitlement to the interim dividend is Friday, 29 August 2014.

In order to qualify for the interim dividend payable on Wednesday, 10 September 2014, all transfers, accompanied by the relevant share certificates, must be lodged with the Company's Share Registrar (Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong) for registration no later than 4:30 pm on Friday, 29 August 2014.

Corporate Strategy

The primary objective of the Company is to enhance long-term total return for our shareholders. To achieve this objective, the Group's strategy is to place equal emphasis on achieving sustainable recurring earnings growth and maintaining the Group's strong financial profile. The Chairman's Statement and the Operations Highlights contain discussions and analyses of the Group's performance and the basis on which the Group generates or preserves value over the longer term and the basis on which the Group will execute its strategy for delivering the Group's objective.

Past Performance and Forward Looking Statements

The performance and the results of operations of the Group contained within this 2014 Interim Report are historical in nature, and past performance is no guarantee of the future results of the Group. Any forward-looking statements and opinions contained within this 2014 Interim Report are based on current plans, estimates and projections, and therefore involve risks and uncertainties. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. The Group, the Directors, employees and agents of the Group assume (a) no obligation to correct or update the forward-looking statements or opinions contained in this 2014 Interim Report; and (b) no liability in the event that any of the forward-looking statements or opinions do not materialise or turn out to be incorrect.

Disclosure of Interests

Directors' Interests and Short Positions in Shares, Underlying Shares and Debentures

As at 30 June 2014, the interests and short positions of the Directors and chief executive of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance (the "SFO") which were notified to the Company and The Stock Exchange of Hong Kong Limited (the "SEHK") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors and the chief executive of the Company were deemed or taken to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the SEHK pursuant to the Company's own Model Code for Securities Transactions by Directors (the "HWL Securities Code") were as follows:

(I) Interests and short positions in the shares, underlying shares and debentures of the Company

Long positions in the shares of the Company

Name of Director	Capacity	Nature of Interests	Number of Shares Held	Total	Approximate % of Shareholding
Li Ka-shing	Founder of discretionary trusts	Other interest	2,141,698,773 ⁽¹⁾))))	2,236,232,773	52.4522%
	Interest of controlled corporations	Corporate interest	94,534,000 ⁽²⁾)))		
Li Tzar Kuoi, Victor	Beneficiary of trusts	Other interest	2,141,698,773 ⁽¹⁾)))	2,143,085,543	50.2674%
	Interest of controlled corporations	Corporate interest	1,086,770 ⁽³⁾))))		
	Interest of child	Family interest	300,000 ⁽⁴⁾)		
Fok Kin Ning, Canning	Interest of a controlled corporation	Corporate interest	6,010,875 ⁽⁵⁾	6,010,875	0.1410%
Chow Woo Mo Fong, Susan	Beneficial owner	Personal interest	190,000	190,000	0.0045%
Frank John Sixt	Beneficial owner	Personal interest	200,000	200,000	0.0047%
Lai Kai Ming, Dominic	Beneficial owner	Personal interest	50,000	50,000	0.0012%
Kam Hing Lam	Beneficial owner	Personal interest	60,000)))	100,000	0.0023%
	Interest of child	Family Interest	40,000)		

Name of Director	Capacity	Nature of Interests	Number of Shares Held	Total	Approximate % of Shareholding
Michael David Kadoorie	Founder, a beneficiary and/or a discretionary object of discretionary trust(s)	Other interest	15,984,095 ⁽⁶⁾	15,984,095	0.3749%
Holger Kluge	Beneficial owner	Personal interest	40,000	40,000	0.0009%
Lee Yeh Kwong, Charles	Beneficial owner	Personal interest	1,070,358)))		
	Interest of spouse	Family interest	65,000))		
	Interest of a controlled corporation	Corporate interest	10,000 ⁽⁷⁾))	1,145,358	0.0269%
George Colin Magnus	Founder and beneficiary of a discretionary trust	Other interest	950,100 ⁽⁸⁾))))		
	Beneficial owner	Personal interest	40,000)))		
	Interest of spouse	Family interest	9,900)	1,000,000	0.0235%
William Shurniak	Beneficial owner	Personal interest	165,000	165,000	0.0039%

Notes:

(1) The two references to 2,141,698,773 shares of the Company relate to the same block of shares comprising:

- (a) 2,130,202,773 shares held by certain subsidiaries of Cheung Kong (Holdings) Limited ("Cheung Kong"). Mr Li Ka-shing is the settlor of each of The Li Ka-Shing Unity Discretionary Trust ("DT1") and another discretionary trust ("DT2"). Each of Li Ka-Shing Unity Trustee Corporation Limited ("TDT1", which is the trustee of DT1) and Li Ka-Shing Unity Trustcorp Limited ("TDT2", which is the trustee of DT2) holds units in The Li Ka-Shing Unity Trust ("UT1") but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust. The discretionary beneficiaries of each of DT1 and DT2 are, inter alia, Mr Li Tzar Kuoi, Victor, his wife and children, and Mr Li Tzar Kai, Richard. Li Ka-Shing Unity Trustee Company Limited ("TUT1") as trustee of UT1 and its related companies in which TUT1 as trustee of UT1 is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings ("TUT1 related companies") hold more than one-third of the issued share capital of Cheung Kong.

The entire issued share capital of TUT1 and of the trustees of DT1 and DT2 are owned by Li Ka-Shing Unity Holdings Limited ("Unity Holdco"). Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor are respectively interested in one-third and two-third of the entire issued share capital of Unity Holdco. TUT1 is only interested in the shares of Cheung Kong by reason only of its obligation and power to hold interests in those shares in its ordinary course of business as trustee and, when performing its functions as trustee, exercises its power to hold interests in the shares of Cheung Kong independently without any reference to Unity Holdco or any of Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor as a holder of the shares of Unity Holdco as aforesaid.

As Mr Li Ka-shing may be regarded as a founder of each of DT1 and DT2 for the purpose of the SFO and Mr Li Tzar Kuoi, Victor is a discretionary beneficiary of each of DT1 and DT2, and by virtue of the above, both Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor are taken to have a duty of disclosure in relation to the shares of Cheung Kong held by TUT1 as trustee of UT1 and TUT1 related companies and the said shares of the Company held by the subsidiaries of Cheung Kong under the SFO as directors of Cheung Kong.

- (b) 11,496,000 shares held by Li Ka-Shing Castle Trustee Company Limited ("TUT3") as trustee of The Li Ka-Shing Castle Trust ("UT3").

Mr Li Ka-shing is the settlor of each of the two discretionary trusts ("DT3" and "DT4"). Each of Li Ka-Shing Castle Trustee Corporation Limited ("TDT3", which is the trustee of DT3) and Li Ka-Shing Castle Trustcorp Limited ("TDT4", which is the trustee of DT4) holds units in UT3 but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust. The discretionary beneficiaries of each of DT3 and DT4 are, inter alia, Mr Li Tzar Kuoi, Victor, his wife and children, and Mr Li Tzar Kai, Richard.

The entire issued share capital of TUT3 and the trustees of DT3 and DT4 are owned by Li Ka-Shing Castle Holdings Limited ("Castle Holdco"). Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor are respectively interested in one-third and two-third of the entire issued share capital of Castle Holdco. TUT3 is only interested in the shares of the Company by reason only of its obligation and power to hold interests in those shares in its ordinary course of business as trustee and, when performing its functions as trustee, exercises its power to hold interests in the shares of the Company independently without any reference to Castle Holdco or any of Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor as a holder of the shares of Castle Holdco as aforesaid.

As Mr Li Ka-shing may be regarded as a founder of each of DT3 and DT4 for the purpose of the SFO and Mr Li Tzar Kuoi, Victor is a discretionary beneficiary of each of DT3 and DT4, and by virtue of the above, both Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor are taken to have a duty of disclosure in relation to the said shares of the Company held by TUT3 as trustee of UT3 under the SFO as Directors of the Company.

- (2) Such shares are held by certain companies of which Mr Li Ka-shing is interested in the entire issued share capital.
- (3) Such shares are held by certain companies of which Mr Li Tzar Kuoi, Victor is interested in the entire issued share capital.
- (4) Such shares are held by a company in which a child of Mr Li Tzar Kuoi, Victor is entitled to exercise or control the exercise of one-third or more of voting power at its general meetings.
- (5) Such shares are held by a company which is equally controlled by Mr Fok Kin Ning, Canning and his spouse.
- (6) Such shares are ultimately held by discretionary trust(s) of which The Hon Sir Michael David Kadoorie is either the founder, a beneficiary and/or a discretionary object.
- (7) Such shares are held by a company of which Mr Lee Yeh Kwong, Charles is interested in the entire issued share capital.
- (8) Such shares are indirectly held by a discretionary trust of which Mr George Colin Magnus is the settlor and a discretionary beneficiary.

(II) Interests and short positions in the shares, underlying shares and debentures of the associated corporations of the Company

Long positions in the shares, underlying shares and debentures of the associated corporations of the Company

As at 30 June 2014, Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor, as Directors of the Company, were deemed to be interested in the following by virtue of, inter alia, their interests in the shares of Cheung Kong or the Company as described in Note (1) above:

- (i) 1,912,109,945 ordinary shares, representing approximately 78.38% of the then issued share capital, in Cheung Kong Infrastructure Holdings Limited ("CKI") of which 1,906,681,945 ordinary shares are held by a wholly owned subsidiary of the Company and 5,428,000 ordinary shares are held by TUT1 as trustee of UT1;
- (ii) 3,185,136,120 ordinary shares, representing approximately 66.10% of the then issued share capital, in Hutchison Telecommunications Hong Kong Holdings Limited ("HTHKH") of which 52,092,587 ordinary shares and 3,132,890,253 ordinary shares are held by certain wholly owned subsidiaries of each of Cheung Kong and the Company respectively and 153,280 ordinary shares are held by TUT3 as trustee of UT3;

- (iii) 829,599,612 ordinary shares, representing approximately 38.87% of the then issued share capital, in Power Assets Holdings Limited ("Power Assets") which shares are held by certain wholly owned subsidiaries of CKI;
- (iv) 2,424,102,908 ordinary shares, representing approximately 62.26% of the then issued share capital, in TOM Group Limited of which
 - (a) 476,341,182 ordinary shares and 952,683,363 ordinary shares are held by a wholly owned subsidiary of each of Cheung Kong and the Company respectively; and
 - (b) 995,078,363 ordinary shares charged by Cranwood Company Limited and its subsidiaries in favour of the Company as security;
- (v) 334,141,932 common shares, representing approximately 33.97% of the then issued share capital, in Husky Energy Inc. ("Husky Energy") held by a wholly owned subsidiary of the Company; and
- (vi) all interests in shares, underlying shares and/or debentures in all associated corporations of the Company.

As Mr Li Ka-shing is the settlor of a discretionary trust and Mr Li Tzar Kuoi, Victor is a discretionary beneficiary of that discretionary trust, for the purpose of the SFO Mr Li Ka-shing and Mr Li Tzar Kuoi, Victor, as Directors of the Company, were deemed to be interested in 349,869,015 common shares, representing approximately 35.57% of the then issued share capital, in Husky Energy which are held by a company indirectly owned by the trustee of a discretionary trust as aforementioned.

Mr Li Ka-shing, as Director of the Company, was also deemed to be interested in a nominal amount of US\$25,000,000 in the 7.25% Notes due 2019 issued by Husky Energy held by a wholly owned subsidiary of the Company by virtue of his interests in the shares of the Company as described in Note (1) above.

In addition, Mr Li Ka-shing had, as at 30 June 2014, corporate interests in (i) a nominal amount of US\$9,100,000 in the 6.625% Guaranteed Perpetual Capital Securities issued by PHBS Limited; and (ii) 403,979,499 ordinary shares, representing approximately 8.38% of the then issued share capital, in HTHKH, which are held by companies of which Mr Li Ka-shing is interested in the entire issued share capital.

Mr Li Tzar Kuoi, Victor had, as at 30 June 2014, the following interests:

- (i) family interests in (a) 151,000 ordinary shares, representing approximately 0.007% of the then issued share capital, in Power Assets held by his spouse; and (b) 192,000 ordinary shares, representing approximately 0.004% of the then issued share capital, in HTHKH held by a company in which his child is entitled to exercise or control the exercise of one-third or more of voting power at its general meetings; and
- (ii) corporate interests in (a) a nominal amount of US\$45,792,000 in the 7.625% Notes due 2019 issued by Hutchison Whampoa International (09) Limited; (b) 2,519,250 ordinary shares, representing approximately 0.05% of the then issued share capital, in HTHKH; (c) a nominal amount of US\$35,395,000 in the Subordinated Guaranteed Perpetual Capital Securities issued by Hutchison Whampoa International (10) Limited ("HWI(10)"); and (d) a nominal amount of US\$16,800,000 in the Subordinated Guaranteed Perpetual Capital Securities issued by Hutchison Whampoa International (12) Limited, which are held by companies of which Mr Li Tzar Kuoi, Victor is interested in the entire issued share capital.

Mr Fok Kin Ning, Canning had, as at 30 June 2014, the following interests:

- (i) corporate interests in (a) a nominal amount of US\$4,000,000 in the 5.75% Notes due 2019 issued by Hutchison Whampoa International (09/19) Limited; (b) a nominal amount of US\$2,000,000 in the 7.25% Notes due 2019 issued by Husky Energy; and (c) a nominal amount of US\$5,000,000 in the Subordinated Guaranteed Perpetual Capital Securities issued by HWI(10);
- (ii) corporate interests in 5,000,000 ordinary shares, representing approximately 0.06% of the then issued share capital, in Hutchison Harbour Ring Limited;
- (iii) 5,100,000 ordinary shares, representing approximately 0.04% of the then issued share capital, in Hutchison Telecommunications (Australia) Limited ("HTAL") comprising personal and corporate interests in 4,100,000 ordinary shares and 1,000,000 ordinary shares respectively;
- (iv) corporate interests in 1,202,380 ordinary shares, representing approximately 0.02% of the then issued share capital, in HTHKH;
- (v) corporate interests in 250,000 common shares, representing approximately 0.03% of the then issued share capital, in Husky Energy; and
- (vi) corporate interests in 2,000,000 share stapled units, representing approximately 0.02% of the then issued share stapled units, in HK Electric Investments and HK Electric Investments Limited (collectively "HKEI").

Mr Fok Kin Ning, Canning holds the above personal interests in his capacity as a beneficial owner and holds the above corporate interests through a company which is equally controlled by Mr Fok and his spouse.

Mrs Chow Woo Mo Fong, Susan in her capacity as a beneficial owner had, as at 30 June 2014, personal interests in 250,000 ordinary shares, representing approximately 0.005% of the then issued share capital, in HTHKH.

Mr Frank John Sixt in his capacity as a beneficial owner had, as at 30 June 2014, personal interests in (i) 1,000,000 ordinary shares, representing approximately 0.007% of the then issued share capital, in HTAL; (ii) 17,000 American depositary shares (each representing 15 ordinary shares), representing approximately 0.005% of the then issued share capital, in HTHKH; (iii) 38,635 common shares, representing approximately 0.004% of the then issued share capital, in Husky Energy; and (iv) a nominal amount of US\$1,000,000 in the Subordinated Guaranteed Perpetual Capital Securities issued by HWI(10).

Mr Kam Hing Lam had, as at 30 June 2014, the following interests:

- (i) personal interests in 100,000 ordinary shares, representing approximately 0.004% of the then issued share capital, in CKI held in his capacity as a beneficial owner; and
- (ii) family interests in 100,000 ordinary shares, representing approximately 0.005% of the then issued share capital, in Power Assets held by his child.

Mr Holger Kluge in his capacity as a beneficial owner had, as at 30 June 2014, personal interests in 20,000 common shares, representing approximately 0.002% of the then issued share capital, in Husky Energy.

Ms Lee Wai Mun, Rose had, as at 30 June 2014, the following interests:

- (i) personal interests in 2,200 ordinary shares, representing approximately 0.0001% of the then issued share capital, in Power Assets held in her capacity as a beneficial owner; and
- (ii) 42,634 common shares, representing approximately 0.004% of the then issued share capital, in Husky Energy comprising corporate interests in 10,000 common shares held through a company of which Ms Lee is interested in the entire issued share capital and other interests in 32,634 common shares held jointly with another person.

Mr Lee Yeh Kwong, Charles had, as at 30 June 2014, the following interests:

- (i) 247,000 ordinary shares, representing approximately 0.01% of the then issued share capital, in Power Assets comprising corporate interests in 100,000 ordinary shares held through a company of which Mr Lee is interested in the entire issued share capital and family interests in 147,000 ordinary shares held by his spouse;
- (ii) family interests in 1,500 common shares, representing approximately 0.0002% of the then issued share capital, in Husky Energy held by his spouse; and
- (iii) 61,750 share stapled units, representing approximately 0.0007% of the then issued share stapled units, in HKEI comprising corporate interests in 25,000 share stapled units held through a company of which Mr Lee is interested in the entire issued share capital and family interests in 36,750 share stapled units held by his spouse.

Mr George Colin Magnus had, as at 30 June 2014, the following interests:

- (i) 13,333 ordinary shares, representing approximately 0.0003% of the then issued share capital, in HTHKH comprising personal interests in 13,201 ordinary shares held in his capacity as a beneficial owner and family interests in 132 ordinary shares held by his spouse; and
- (ii) personal interests in 34,239 common shares and 19,125 unlisted and physically settled Deferred Share Units (each representing 1 common share), in aggregate representing approximately 0.005% of the then issued share capital, in Husky Energy held in his capacity as a beneficial owner.

Mr William Shumiak in his capacity as a beneficial owner had, as at 30 June 2014, personal interests in 23,807 common shares, representing approximately 0.002% of the then issued share capital, in Husky Energy.

The Company had obtained from the SEHK a waiver from strict compliance with paragraph 41(2) of Appendix 16 of the Rules Governing the Listing of Securities on the SEHK from disclosing in this report the deemed interests of Messrs Li Ka-shing and Li Tzar Kuoi, Victor in the securities of all other associated corporations of the Company by virtue of their interests in Cheung Kong and the interests of Cheung Kong in the Company as described in Note (1) above, on the ground that the particulars being disclosed were not material in the context of the Group and were of excessive length.

Save as disclosed above, as at 30 June 2014, none of the Directors or chief executive of the Company and their respective associates had any interest or short position in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept by the Company pursuant to Section 352 of the SFO, or as otherwise notified to the Company and the SEHK pursuant to the HWL Securities Code.

Certain Directors held qualifying shares in certain subsidiaries of the Company on trust for other subsidiaries.

Interests and Short Positions of Shareholders Discloseable under the SFO

So far as is known to the Directors and chief executive of the Company, as at 30 June 2014, other than the interests of the Directors and chief executive of the Company as disclosed above, the following persons had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO, or as otherwise notified to the Company and the SEHK:

(I) Interests and short positions of substantial shareholders in the shares and underlying shares of the Company

Long positions in the shares of the Company

Name	Capacity	Number of Shares Held	Approximate % of Shareholding
Li Ka-Shing Unity Trustee Corporation Limited ("TDT1")	Trustee and beneficiary of a trust	2,130,202,773 ⁽¹⁾	49.97%
Li Ka-Shing Unity Trustcorp Limited ("TDT2")	Trustee and beneficiary of a trust	2,130,202,773 ⁽¹⁾	49.97%
Li Ka-Shing Unity Trustee Company Limited ("TUT1")	Trustee	2,130,202,773 ⁽¹⁾	49.97%
Cheung Kong	Interest of controlled corporations	2,130,202,773 ⁽¹⁾	49.97%
Continental Realty Limited	Beneficial owner	465,265,969 ⁽²⁾	10.91%

(II) Interests and short positions of other persons in the shares and underlying shares of the Company

(a) Long positions in the shares and underlying shares of the Company

Name	Capacity	Number of Shares/ Underlying Shares Held	Total	Approximate % of Shareholding
Honourable Holdings Limited	Interest of controlled corporations	322,942,375 ⁽²⁾	322,942,375	7.57%
Winbo Power Limited	Beneficial owner	236,260,200 ⁽²⁾	236,260,200	5.54%
Polycourt Limited	Beneficial owner	233,065,641 ⁽²⁾	233,065,641	5.47%
Well Karin Limited	Beneficial owner	226,969,600 ⁽²⁾	226,969,600	5.32%
JPMorgan Chase & Co.	Beneficial owner	11,656,470)		
)		
	Investment manager	57,408,124)		
)		
	Trustee	34,280)		
)		
	Custodian corporation/ approved lending agent	185,730,809)		
)	254,829,683 ⁽³⁾	5.97%

(b) Short positions in the shares and underlying shares of the Company

Name	Capacity	Number of Shares/ Underlying Shares Held	Total	Approximate % of Shareholding
JPMorgan Chase & Co.	Beneficial owner	12,334,681	12,334,681 ⁽⁴⁾	0.28%

(c) Lending pool in the shares and underlying shares of the Company

Name	Capacity	Number of Shares/ Underlying Shares Held	Total	Approximate % of Shareholding
JPMorgan Chase & Co.	Custodian corporation/ approved lending agent	185,730,809	185,730,809	4.35%

Notes:

- (1) The four references to 2,130,202,773 shares of the Company relate to the same block of shares of the Company which represent the total number of shares of the Company held by certain wholly owned subsidiaries of Cheung Kong where Cheung Kong is taken to be interested in such shares under the SFO. In addition, by virtue of the SFO, each of TDT1, TDT2 and TUT1 is deemed to be interested in the same 2,130,202,773 shares of the Company held by Cheung Kong as described in Note (1)(a) of the section titled "Directors' Interests and Short Positions in Shares, Underlying Shares and Debentures".
- (2) These are wholly owned subsidiaries of Cheung Kong and their interests in the shares of the Company are duplicated in the interests of Cheung Kong.
- (3) Such long position includes derivative interests in 5,789,838 underlying shares of the Company of which 3,790,252 underlying shares are derived from listed and physically settled derivatives, 286,000 underlying shares are derived from listed and cash settled derivatives, 1,588,586 underlying shares are derived from unlisted and physically settled derivatives and 125,000 underlying shares are derived from unlisted and cash settled derivatives.
- (4) Such short position includes derivative interests in 12,303,681 underlying shares of the Company of which 3,851,000 underlying shares are derived from listed and physically settled derivatives, 4,826,000 underlying shares are derived from listed and cash settled derivatives, 269,841 underlying shares are derived from unlisted and physically settled derivatives and 3,356,840 underlying shares are derived from unlisted and cash settled derivatives.

Save as disclosed above, as at 30 June 2014, no other person (other than Directors and chief executive of the Company) had any interest or short position in the shares or underlying shares of the Company as recorded in the register required to be kept by the Company under Section 336 of the SFO, or as otherwise notified to the Company and the SEHK.

Share Option Schemes

The Company has no share option scheme but certain of the Company's subsidiary companies have adopted share option schemes.

Employees' share option scheme interests in the Company's subsidiary companies for the six months ended 30 June 2014 are set out below:

(I) Hutchison 3G UK Holdings Limited ("3 UK")

On 20 May 2004, 3 UK adopted a share option scheme (the "3 UK Plan") for the grant of options to acquire ordinary shares in the share capital of 3 UK (the "3 UK Shares"). The 3 UK Plan is valid and effective during the period commencing on 20 May 2004 and ending on 20 May 2014, being the tenth anniversary of the date on which the 3 UK Plan was adopted.

Particulars of share options outstanding under the 3 UK Plan at the beginning and at the end of the financial period for the six months ended 30 June 2014 and share options granted, exercised, cancelled or lapsed under the 3 UK Plan during such period were as follows:

Category of participant	Effective date of grant or date of grant of share options ⁽¹⁾	Number of share options held as at 1 January 2014	Granted during the six months ended 30 June 2014	Exercised during the six months ended 30 June 2014	Lapsed/cancelled during the six months ended 30 June 2014	Number of share options held as at 30 June 2014	Exercise period of share options	Exercise price of share options £	Price of 3 UK Share on grant date of share options ⁽³⁾ £	on exercise date of share options £
Employees in aggregate	20.5.2004	280,000	–	–	(280,000)	–	From Listing ⁽²⁾ to 14.5.2014	1.35	1.00	N/A
	27.1.2005	120,000	–	–	–	120,000	From Listing to 26.1.2015	1.35	1.00	N/A
	11.7.2005	160,000	–	–	(30,000)	130,000	From Listing to 10.7.2015	1.35	1.00	N/A
	7.9.2007	382,750	–	–	(160,000)	222,750	From Listing to 6.9.2017	1.35	1.00	N/A
Total:		942,750	–	–	(470,000)	472,750				

Notes:

- (1) The share options granted to certain founders of 3 UK shall vest as to 50% on the date of (and immediately following) a Listing, as to a further 25% on the date one calendar year after a Listing and as to the final 25% on the date two calendar years after a Listing. The share options granted to non-founders of 3 UK shall vest as to one-third on the date of (and immediately following) a Listing, as to a further one-third on the date one calendar year after a Listing and as to the final one-third on the date two calendar years after a Listing.
- (2) Listing refers to an application to be made to the Financial Services Authority for admission to the official list of the ordinary share capital of 3 UK or to have the 3 UK Shares admitted to trading on AIM, a market regulated by the London Stock Exchange, or in the United Kingdom or elsewhere.
- (3) Nominal value of 3 UK Shares on date of grant set out for reference only.

As at 30 June 2014, 3 UK had 472,750 share options outstanding under the 3 UK Plan.

No share option was granted under the 3 UK Plan during the six months ended 30 June 2014.

(II) Hutchison China MediTech Limited ("Chi-Med")

On 18 May 2006, Chi-Med adopted a share option scheme (the "Chi-Med Plan") for the grant of options to acquire ordinary shares in the share capital of Chi-Med (the "Chi-Med Shares"). The Chi-Med Plan is valid and effective during the period commencing on 18 May 2006 and ending on 17 May 2016, being the date falling 10 years from the date on which the Chi-Med Plan was adopted.

Particulars of share options outstanding under the Chi-Med Plan at the beginning and at the end of the financial period for the six months ended 30 June 2014 and share options granted, exercised, cancelled or lapsed under the Chi-Med Plan during such period were as follows:

Name or category of participant	Effective date of grant or date of grant of share options	Number of share options held as at 1 January 2014	Granted during the six months ended 30 June 2014	Exercised during the six months ended 30 June 2014	Lapsed/ cancelled/ during the six months ended 30 June 2014	Number of share options held as at 30 June 2014	Exercise period of share options	Exercise price of share options £	Price of Chi-Med Share on grant date of share options £	on exercise date of share options £
Directors										
Christian Hogg	19.5.2006 ⁽¹⁾	768,182	–	(768,182)	–	–	19.5.2006 to 3.6.2015	1.09	2.505 ⁽⁵⁾	8.425 ⁽⁷⁾
Cheng Chig Fung, Johnny	25.8.2008 ⁽³⁾	64,038	–	–	–	64,038	25.8.2008 to 24.8.2018	1.26	1.26 ⁽⁶⁾	N/A
Sub-total:		832,220	–	(768,182)	–	64,038				
Other employees in aggregate										
	19.5.2006 ⁽¹⁾	76,818	–	(76,818)	–	–	19.5.2006 to 3.6.2015	1.09	2.505 ⁽⁵⁾	8.35 ⁽⁷⁾
	11.9.2006 ⁽²⁾	26,808	–	–	–	26,808	11.9.2006 to 18.5.2016	1.715	1.715 ⁽⁶⁾	N/A
	18.5.2007 ⁽⁴⁾	40,857	–	–	–	40,857	18.5.2007 to 17.5.2017	1.535	1.535 ⁽⁶⁾	N/A
	28.6.2010 ⁽³⁾	102,628	–	–	–	102,628	28.6.2010 to 27.6.2020	3.195	3.15 ⁽⁶⁾	N/A
	1.12.2010 ⁽³⁾	177,600	–	–	–	177,600	1.12.2010 to 30.11.2020	4.967	4.85 ⁽⁶⁾	N/A
	24.6.2011 ⁽³⁾	150,000	–	–	–	150,000	24.6.2011 to 23.6.2021	4.405	4.4 ⁽⁶⁾	N/A
	20.12.2013 ⁽³⁾	896,386	–	–	–	896,386	20.12.2013 to 19.12.2023	6.1	6.1 ⁽⁶⁾	N/A
Sub-total:		1,471,097	–	(76,818)	–	1,394,279				
Total:		2,303,317	–	(845,000)	–	1,458,317				

Notes:

- (1) The share options were granted on 4 June 2005, conditionally upon Chi-Med's admission to trading on AIM which took place on 19 May 2006. The share options granted are exercisable subject to, amongst other relevant vesting criteria, the vesting schedule of 50% on 19 May 2007 and 25% on each of 19 May 2008 and 19 May 2009.
- (2) The share options granted are exercisable subject to, amongst other relevant vesting criteria, the vesting schedule of one-third on each of 19 May 2007, 19 May 2008 and 19 May 2009.
- (3) The share options granted are exercisable subject to, amongst other relevant vesting criteria, the vesting schedule of 25% on each of the first, second, third and fourth anniversaries of the date of grant of share options.
- (4) The share options granted are exercisable subject to, amongst other relevant vesting criteria, the vesting schedule of one-third on each of the first, second and third anniversaries of the date of grant of share options.
- (5) The stated price was the closing price of the Chi-Med Shares quoted on AIM on the date of admission of listing of the Chi-Med Shares.
- (6) The stated price was the closing price of the Chi-Med Shares quoted on AIM on the trading day immediately prior to the date of grant of the share options.
- (7) The stated price was the weighted average closing price of the Chi-Med Shares quoted on AIM on the trading day immediately prior to the date on which the share options were exercised.

As at 30 June 2014, Chi-Med had 1,458,317 share options outstanding under the Chi-Med Plan.

No share option was granted under the Chi-Med Plan during the six months ended 30 June 2014.

(III) Hutchison Harbour Ring Limited ("HHR")

On 20 May 2004, HHR conditionally adopted a share option scheme (the "HHR Plan") for the grant of options to acquire ordinary shares in the share capital of HHR (the "HHR Shares"). The HHR Plan is valid and effective during the period commencing on 17 September 2004 and ending on 16 September 2014, being the date falling 10 years from the date on which the HHR Plan became unconditional.

Particulars of share options outstanding under the HHR Plan at the beginning and at the end of the financial period for the six months ended 30 June 2014 and share options granted, exercised, cancelled or lapsed under the HHR Plan during such period were as follows:

Category of participant	Date of grant of share options	Number of share options held as at 1 January 2014	Granted during the six months ended 30 June 2014	Exercised during the six months ended 30 June 2014	Lapsed/ cancelled during the six months ended 30 June 2014	Number of share options held as at 30 June 2014	Exercise period of share options ⁽¹⁾	Exercise price of share options HK\$	Price of HHR Share on grant date of share options ⁽²⁾ HK\$	Price of HHR Share on exercise date of share options HK\$
Employees										
in aggregate	3.6.2005	600,000	–	–	–	600,000	3.6.2006 to 2.6.2015	0.822	0.82	N/A
	25.5.2007	200,000	–	–	–	200,000	25.5.2008 to 24.5.2017	0.616	0.61	N/A
Total:		800,000	–	–	–	800,000				

Notes:

- (1) The share options are exercisable subject to, amongst other relevant vesting criteria, the vesting schedule of one-third on each of the first, second and third anniversaries of the date of grant of the share options.
- (2) The stated price was the closing price of the HHR Shares quoted on the SEHK on the trading day immediately prior to the date of grant of the share options.

As at 30 June 2014, HHR had 800,000 share options outstanding under the HHR Plan.

No share option was granted under the HHR Plan during the six months ended 30 June 2014.

(IV) Hutchison Telecommunications (Australia) Limited ("HTAL")

On 1 June 2007, HTAL adopted a share option plan (the "HTAL Plan") for the grant of options to acquire ordinary shares in the share capital of HTAL. The HTAL Plan is valid and effective during the period commencing on 1 June 2007 and ending on 31 May 2017, being the date falling 10 years from the date on which the HTAL Plan was adopted.

There were no share options outstanding under the HTAL Plan during the financial period for the six months ended 30 June 2014 nor any share option was granted, exercised, cancelled or lapsed under the HTAL Plan during such period.

(V) Hutchison Telecommunications Hong Kong Holdings Limited ("HTHKH")

On 6 April 2009, HTHKH conditionally adopted a share option scheme (the "HTHKH Plan") for the grant of options to acquire ordinary shares in the share capital of HTHKH (the "HTHKH Shares"). The HTHKH Plan is valid and effective during the period commencing on 21 May 2009 and ending on 20 May 2019, being the date falling 10 years from the date on which the HTHKH Plan became unconditional.

Particulars of share options outstanding under the HTHKH Plan at the beginning and at the end of the financial period for the six months ended 30 June 2014 and share options granted, exercised, cancelled or lapsed under the HTHKH Plan during such period were as follows:

Category of participant	Date of grant of share options ⁽¹⁾	Number of share options held as at 1 January 2014	Granted during the six months ended 30 June 2014	Exercised during the six months ended 30 June 2014	Lapsed/ cancelled during the six months ended 30 June 2014	Number of share options held as at 30 June 2014	Exercise period of share options	Exercise price of share options ⁽²⁾ HK\$	Price of HTHKH Share on grant date of share options ⁽³⁾ HK\$	Price of HTHKH Share on exercise date of share options HK\$
Employees										
in aggregate	1.6.2009	200,000	–	–	–	200,000	1.6.2009 to 31.5.2019	1.00	0.96	N/A
Total:		200,000	–	–	–	200,000				

Notes:

- (1) The share options were vested according to a schedule, namely, as to as close to one-third of the HTHKH Shares which are subject to the share options as possible on each of 1 June 2009, 23 November 2009 and 23 November 2010, and provided that for the vesting to occur the grantee has to remain an Eligible Participant (as defined in the HTHKH Plan) on such vesting date.
- (2) The exercise price of the share options is subject to adjustment in accordance with the provisions of the HTHKH Plan.
- (3) The stated price was the closing price of the HTHKH Shares on the SEHK on the trading day immediately prior to the date of grant of the share options.

As at 30 June 2014, HTHKH had 200,000 share options outstanding under the HTHKH Plan.

No share option was granted under the HTHKH Plan during the six months ended 30 June 2014.

Corporate Governance

The Company strives to attain and maintain high standards of corporate governance best suited to the needs and interests of the Company and its subsidiaries (the "Group") as it believes that effective corporate governance practices are fundamental to safeguarding interests of shareholders and other stakeholders and enhancing shareholder value. Accordingly, the Company has adopted and applied corporate governance principles that emphasise a quality board of Directors (the "Board"), effective internal controls, stringent disclosure practices, transparency and accountability. It is, in addition, committed to continuously improving these practices and inculcating an ethical corporate culture.

Compliance with the Corporate Governance Code

The Company has complied throughout the six months ended 30 June 2014 with all code provisions of the Corporate Governance Code contained in Appendix 14 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"), other than those in respect of the nomination committee. The Company has considered the merits of establishing a nomination committee but is of the view that it is in the best interests of the Company that the Board collectively reviews, deliberates on and approves the structure, size and composition of the Board as well as the appointment of any new Director, as and when appropriate. The Board is tasked with ensuring that it has a balanced composition of skills and experience appropriate for the requirements of the businesses of the Group and that appropriate individuals with the relevant expertise and leadership qualities are appointed to the Board to complement the capabilities of the existing Directors. In addition, the Board as a whole is also responsible for reviewing the succession plan for Directors, including the Chairman of the Board and the Group Managing Director.

Compliance with the Model Code for Securities Transactions by Directors of the Company

The Board has adopted its own Model Code for Securities Transactions by Directors (the "HWL Securities Code") regulating Directors' dealings in securities (Group and otherwise), on terms no less exacting than the required standard of the Model Code for Securities Transactions by Directors of Listed Issuers set out in Appendix 10 of the Listing Rules. The HWL Securities Code has been updated to reflect the recent amendments to the Listing Rules which took effect in July 2014. In response to specific enquiries made, all Directors have confirmed that they have complied with the HWL Securities Code in their securities transactions throughout the accounting period covered by this interim report.

Changes in Information of Directors

Pursuant to Rule 13.51(B) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited, the changes in information of Directors of the Company subsequent to the date of the 2013 Annual Report of the Company or the date of his appointment as Director of the Company (whichever is later) are set out below:

Name of Director	Details of Changes
Holger Kluge ⁽¹⁾	Resigned as the chair of the board of directors of Shoppers Drug Mart Corporation on 28 March 2014 Appointed as director of Loblaw Companies Limited ⁽²⁾ on 1 May 2014
Lee Wai Mun, Rose	Appointed as - second vice president, chairman of the campaign committee and member of executive committee of The Community Chest of Hong Kong, all on 1 April 2014 - member of the inaugural financial consulting committee for Authority of Qianhai Shenzhen - Hong Kong Modern Service Industry Cooperation Zone of Shenzhen in June 2014 Ceased to act as co-chairman of the campaign committee of The Community Chest of Hong Kong on 1 April 2014
William Elkin Mocatta	Appointed as chairman of Castle Peak Power Company Limited on 12 May 2014
William Shurniak	Bestowed an Honorary Doctor of Laws degree by University of Regina in Canada on 4 June 2014

Notes:

(1) Resigned as Independent Non-executive Director of the Company on 10 July 2014.

(2) A company whose shares are listed on the Toronto Stock Exchange.

Report on Review of Interim Financial Report

**TO THE BOARD OF DIRECTORS OF
HUTCHISON WHAMPOA LIMITED 和記黃埔有限公司**
(incorporated in Hong Kong with limited liability)

Introduction

We have reviewed the interim financial report set out on pages 47 to 84, which comprises the condensed consolidated statement of financial position of Hutchison Whampoa Limited (the "Company") and its subsidiaries (together, the "Group") as at 30 June 2014 and the related condensed consolidated income statement, the condensed consolidated statement of comprehensive income, the condensed consolidated statement of changes in equity and the condensed consolidated statement of cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial report to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial report in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial report based on our review 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 Hong Kong Institute of Certified Public Accountants. 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.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the interim financial report is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 31 July 2014

Interim Accounts

Condensed Consolidated Income Statement

for the six months ended 30 June 2014

Unaudited 2014 US\$ millions		Note	Unaudited	
			2014 HK\$ millions	As restated Note 2 2013 HK\$ millions
16,761	Revenue	3	130,734	123,262
(6,714)	Cost of inventories sold		(52,368)	(48,655)
(2,226)	Staff costs		(17,360)	(16,524)
(1,425)	Telecommunications customer acquisition costs		(11,118)	(11,751)
(1,070)	Depreciation and amortisation	3	(8,348)	(7,699)
(3,487)	Other operating expenses		(27,198)	(26,166)
–	Change in fair value of investment properties		–	7
(156)	Profits on disposal of investments and others	4	(1,213)	(116)
	Share of profits less losses after tax of:			
646	Associated companies before profits on disposal of investments and others		5,036	5,225
646	Joint ventures		5,039	5,509
2,635	Associated companies' profits on disposal of investments and others	4	20,554	–
5,610		3	43,758	23,092
(500)	Interest expenses and other finance costs	5	(3,904)	(4,335)
5,110	Profit before tax		39,854	18,757
(210)	Current tax	6	(1,638)	(1,925)
(128)	Deferred tax	6	(996)	(896)
4,772	Profit after tax		37,220	15,936
(1,125)	Allocated as: Profit attributable to non-controlling interests and holders of perpetual capital securities		(8,777)	(3,538)
3,647	Profit attributable to ordinary shareholders of the Company		28,443	12,398
US 85.5 cents	Earnings per share for profit attributable to ordinary shareholders of the Company	7	HK\$ 6.67	HK\$ 2.91

Details of distribution paid to the holders of perpetual capital securities, special dividend paid and interim dividend payable to the ordinary shareholders of the Company are set out in note 17(c) and (d), respectively.

Condensed Consolidated Statement of Comprehensive Income

for the six months ended 30 June 2014

Unaudited 2014 US\$ millions		Unaudited	
		2014 HK\$ millions	As restated Note 2 2013 HK\$ millions
4,772	Profit after tax	37,220	15,936
	Other comprehensive income (losses)		
	Items that will not be reclassified to profit or loss:		
(16)	Remeasurement of defined benefit obligations recognised directly in reserves	(124)	116
(17)	Share of other comprehensive income (losses) of associated companies	(131)	60
(2)	Share of other comprehensive income (losses) of joint ventures	(18)	(180)
4	Tax relating to items that will not be reclassified to profit or loss	29	2
(31)		(244)	(2)
	Items that have been reclassified or may be subsequently reclassified to profit or loss:		
	Available-for-sale investments		
84	Valuation gains recognised directly in reserves	653	127
(21)	Valuation gains previously in reserves recognised in income statement	(165)	(57)
(24)	Gains (losses) on cash flow hedges arising from forward foreign currency contracts and interest rate swap contracts recognised directly in reserves	(183)	157
388	Gains (losses) on translating overseas subsidiaries' net assets recognised directly in reserves	3,028	(7,802)
(31)	Share of other comprehensive income (losses) of associated companies	(245)	(3,413)
66	Share of other comprehensive income (losses) of joint ventures	514	(1,747)
(10)	Tax relating to items that have been reclassified or may be subsequently reclassified to profit or loss	(74)	(18)
452		3,528	(12,753)
421	Other comprehensive income (losses) after tax	3,284	(12,755)
5,193	Total comprehensive income	40,504	3,181
(1,172)	Allocated as: Attributable to non-controlling interests and holders of perpetual capital securities	(9,140)	(2,827)
4,021	Attributable to ordinary shareholders of the Company	31,364	354

Condensed Consolidated Statement of Financial Position

at 30 June 2014

Unaudited 30 June 2014 US\$ millions	Note	Unaudited 30 June 2014 HK\$ millions	Audited 31 December 2013 HK\$ millions
ASSETS			
Non-current assets			
23,035	8	179,670	177,324
5,439		42,423	42,454
1,167		9,101	9,849
11,247		87,725	86,576
4,803		37,466	38,028
2,412		18,811	18,755
16,869		131,580	112,058
14,885		116,106	111,271
2,301	9	17,947	18,548
1,033	10	8,057	7,934
2,424	11	18,908	17,136
85,615		667,794	639,933
Current assets			
13,066	12	101,916	85,651
8,664	13	67,580	69,083
2,701		21,070	20,855
24,431		190,566	175,589
Current liabilities			
10,809	14	84,307	86,812
3,409	15	26,594	18,159
432		3,371	3,319
14,650		114,272	108,290
9,781		76,294	67,299
95,396		744,088	707,232
Non-current liabilities			
26,123	15	203,755	207,195
692		5,400	5,445
1,322	9	10,313	10,228
409		3,192	3,095
606	16	4,725	5,037
29,152		227,385	231,000
66,244		516,703	476,232
Net assets			
CAPITAL AND RESERVES			
3,772	17 (a)	29,425	29,425
5,059	17 (b)	39,460	40,244
50,020		390,154	356,940
58,851		459,039	426,609
7,393		57,664	49,623
66,244		516,703	476,232

* Share capital as at 31 December 2013 includes the balance on the share premium account and capital redemption reserve created under the sections 48B and 49H of the predecessor Companies Ordinance (Cap. 32) totalling HK\$28,359 million, which under the Hong Kong Companies Ordinance (Cap. 622) effective on 3 March 2014 have been included in share capital. Also see note 17(a)(iii).

Condensed Consolidated Statement of Changes in Equity

for the six months ended 30 June 2014

	Attributable to							
	Ordinary shareholders				Holders of perpetual capital securities	Total ordinary shareholders' funds and perpetual capital securities	Non-controlling interests	Unaudited Total equity
	Share capital ^(a)	Other reserves ^(b)	Retained profit	Sub-total				
	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions
At 1 January 2014 *	29,425	13,760	343,180	386,365	40,244	426,609	49,623	476,232
Profit for the period	–	–	28,443	28,443	990	29,433	7,787	37,220
Other comprehensive income (losses)	–	3,103	(182)	2,921	–	2,921	363	3,284
Total comprehensive income	–	3,103	28,261	31,364	990	32,354	8,150	40,504
Dividends paid relating to 2013	–	–	(7,248)	(7,248)	–	(7,248)	–	(7,248)
Special dividends paid	–	–	(29,843)	(29,843)	–	(29,843)	–	(29,843)
Dividends paid to non-controlling interests	–	–	–	–	–	–	(2,445)	(2,445)
Distribution paid on perpetual capital securities	–	–	–	–	(1,341)	(1,341)	–	(1,341)
Equity contribution from non-controlling interests	–	–	–	–	–	–	43,730	43,730
Redemption of capital securities by a subsidiary	–	–	–	–	–	–	(2,340)	(2,340)
Share option lapsed	–	(4)	4	–	–	–	–	–
Unclaimed dividends write back	–	–	5	5	–	5	–	5
Repurchase of perpetual capital securities ^(c)	–	–	(25)	(25)	(433)	(458)	–	(458)
Relating to purchase of non-controlling interests	–	(66)	–	(66)	–	(66)	(27)	(93)
Relating to deemed dilution of subsidiary companies	–	39,029	(2)	39,027	–	39,027	(39,027)	–
	–	38,959	(37,109)	1,850	(1,774)	76	(109)	(33)
At 30 June 2014	29,425	55,822	334,332	419,579	39,460	459,039	57,664	516,703
At 1 January 2013 *	29,425	18,091	320,369	367,885	23,634	391,519	47,022	438,541
Profit for the period	–	–	12,398	12,398	773	13,171	2,765	15,936
Other comprehensive income (losses)	–	(12,045)	1	(12,044)	–	(12,044)	(711)	(12,755)
Total comprehensive income (losses)	–	(12,045)	12,399	354	773	1,127	2,054	3,181
Dividends paid relating to 2012	–	–	(6,523)	(6,523)	–	(6,523)	–	(6,523)
Dividends paid to non-controlling interests	–	–	–	–	–	–	(2,084)	(2,084)
Distribution paid on perpetual capital securities	–	–	–	–	(689)	(689)	–	(689)
Equity contribution from non-controlling interests	–	–	–	–	–	–	107	107
Share option schemes of subsidiaries	–	(2)	–	(2)	–	(2)	1	(1)
Issuance of perpetual capital securities ^(c)	–	–	–	–	17,879	17,879	–	17,879
Transaction costs in relation to issuance of perpetual capital securities	–	–	(153)	(153)	–	(153)	–	(153)
Repurchase of perpetual capital securities ^(c)	–	–	(97)	(97)	(1,446)	(1,543)	–	(1,543)
Relating to acquisition of subsidiary companies	–	–	–	–	–	–	2	2
Relating to purchase of non-controlling interests	–	(8)	–	(8)	–	(8)	1	(7)
Relating to partial disposal of subsidiary companies	–	52	–	52	–	52	(52)	–
	–	42	(6,773)	(6,731)	15,744	9,013	(2,025)	6,988
At 30 June 2013 *	29,425	6,088	325,995	361,508	40,151	401,659	47,051	448,710

* Share capital as at 1 January 2014, 30 June 2013 and 1 January 2013 include the balance on the share premium account and capital redemption reserve created under the sections 48B and 49H of the predecessor Companies Ordinance (Cap. 32) totalling HK\$28,359 million, which under the Hong Kong Companies Ordinance (Cap. 622) effective on 3 March 2014 have been included in share capital. Also see note (a).

- (a) In accordance with the transitional provisions set out in section 37 of Schedule 11 to the Hong Kong Companies Ordinance (Cap. 622), on 3 March 2014, the amounts standing to the credit of the share premium account and capital redemption reserve created under the sections 48B and 49H of the predecessor Companies Ordinance (Cap. 32) have become part of the Company's share capital.
- (b) Other reserves comprise exchange reserve, revaluation reserve, hedging reserve and other capital reserves. As at 30 June 2014, exchange reserve surplus amounted to HK\$11,080 million (1 January 2014 - HK\$6,789 million and 30 June 2013 - deficit of HK\$386 million), revaluation reserve surplus amounted to HK\$3,992 million (1 January 2014 - HK\$3,883 million and 30 June 2013 - HK\$3,669 million), hedging reserve deficit amounted to HK\$535 million (1 January 2014 - HK\$440 million and 30 June 2013 - HK\$699 million) and other capital reserves surplus amounted to HK\$41,285 million (1 January 2014 - HK\$3,528 million and 30 June 2013 - HK\$3,504 million). Revaluation surplus (deficit) arising from revaluation to market value of listed debt securities and listed equity securities which are available for sale are included in the revaluation reserve. Fair value changes arising from the effective portion of hedging instruments designated as cash flow hedges are included in the hedging reserve.
- (c) During the six months ended 30 June 2014, the Group had repurchased US\$55 million (approximately HK\$433 million) (30 June 2013 - US\$185 million, approximately HK\$1,446 million) nominal amount of subordinated guaranteed perpetual capital securities (the "perpetual capital securities") that were originally issued in October 2010 at an aggregate nominal amount of US\$2,000 million (approximately HK\$15,600 million).

In May 2013, a wholly owned subsidiary company of the Group issued perpetual capital securities with a nominal amount of €1,750 million (approximately HK\$17,879 million) for cash, which are classified as equity under Hong Kong Financial Reporting Standards.

Condensed Consolidated Statement of Cash Flows

for the six months ended 30 June 2014

Unaudited 2014 US\$ millions		Note	Unaudited 2014 HK\$ millions	2013 HK\$ millions
Operating activities				
3,810	Cash generated from operating activities before interest expenses and other finance costs, tax paid and changes in working capital	18 (a)	29,716	29,032
(457)	Interest expenses and other finance costs paid		(3,562)	(4,037)
(180)	Tax paid		(1,404)	(1,907)
3,173	Funds from operations		24,750	23,088
(463)	Changes in working capital	18 (b)	(3,608)	(5,489)
2,710	Net cash from operating activities		21,142	17,599
Investing activities				
(1,011)	Purchase of fixed assets and investment properties		(7,887)	(8,342)
–	Additions to leasehold land		–	(19)
(1)	Additions to telecommunications licences		(6)	(2,676)
(22)	Additions to brand names and other rights		(170)	(30)
–	Purchase of subsidiary companies	18 (c)	–	(17,499)
(79)	Additions to other unlisted investments and long term receivables		(620)	(2)
367	Repayments from associated companies and joint ventures		2,868	9,068
(518)	Purchase of and advances to (including deposits from) associated companies and joint ventures		(4,045)	(5,080)
92	Proceeds on disposal of fixed assets, leasehold land, investment properties and other assets		718	4,206
–	Proceeds on disposal of subsidiary companies	18 (d)	–	520
74	Proceeds on disposal of associated companies		575	47
23	Proceeds on disposal of other unlisted investments		178	–
(1,075)	Cash flows used in investing activities before additions to / disposal of liquid funds and other listed investments		(8,389)	(19,807)
156	Disposal of liquid funds and other listed investments		1,217	6,095
(287)	Additions to liquid funds and other listed investments		(2,242)	(124)
(1,206)	Cash flows used in investing activities		(9,414)	(13,836)
1,504	Net cash inflow before financing activities		11,728	3,763

Unaudited 2014 US\$ millions		Note	Unaudited 2014 HK\$ millions	Unaudited 2013 HK\$ millions
	Financing activities			
2,744	New borrowings		21,401	23,373
(2,171)	Repayment of borrowings		(16,931)	(44,935)
5,591	Issue of shares by subsidiary companies to non-controlling shareholders and net loans from (to) non-controlling shareholders		43,615	80
(300)	Redemption of capital securities by a subsidiary		(2,340)	–
(12)	Payments to acquire additional interests in subsidiary companies		(93)	(8)
–	Proceeds on issue of perpetual capital securities, net of transaction costs		–	17,726
(59)	Repurchase of perpetual capital securities	17 (b)	(458)	(1,543)
(285)	Dividends paid to non-controlling interests		(2,225)	(2,096)
(172)	Distribution paid on perpetual capital securities		(1,341)	(689)
(4,755)	Dividends paid to ordinary shareholders		(37,091)	(6,523)
581	Cash flows from (used in) financing activities		4,537	(14,615)
2,085	Increase (decrease) in cash and cash equivalents		16,265	(10,852)
10,981	Cash and cash equivalents at 1 January		85,651	107,948
13,066	Cash and cash equivalents at 30 June		101,916	97,096
30 June 2014 US\$ millions			30 June 2014 HK\$ millions	30 June 2013 HK\$ millions
	Analysis of cash, liquid funds and other listed investments			
13,066	Cash and cash equivalents, as above		101,916	97,096
2,424	Liquid funds and other listed investments		18,908	17,164
15,490	Total cash, liquid funds and other listed investments		120,824	114,260
29,363	Total principal amount of bank and other debts		229,031	231,957
692	Interest bearing loans from non-controlling shareholders		5,400	5,572
14,565	Net debt		113,607	123,269
(692)	Interest bearing loans from non-controlling shareholders		(5,400)	(5,572)
13,873	Net debt (excluding interest bearing loans from non-controlling shareholders)		108,207	117,697

Notes to the Condensed Interim Accounts

1 Basis of preparation

These unaudited condensed interim accounts are prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting", issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). These interim accounts should be read in conjunction with the 2013 annual accounts, which have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRS").

2 Significant accounting policies

These interim accounts have been prepared under the historical cost convention except for certain properties and financial instruments which are stated at fair values.

The accounting policies applied and methods of computation used in the preparation of these interim accounts are consistent with those used in the 2013 annual accounts, except for the adoption of the new and revised standards, amendments and interpretations issued by the HKICPA that are relevant to the Group's operations and mandatory for annual accounting periods beginning 1 January 2014. The effect of the adoption of these new and revised standards, amendments and interpretations was not material to the Group's results of operations or financial position.

The Group adopted HKFRS 11 in 2013. The full year effect of this adoption, mainly reflecting a change in classification of certain equity-accounted for investments recorded by listed subsidiary, Cheung Kong Infrastructure ("CKI") on adoption of the same standard, was recorded in the results for the 2013 financial year and reported in the 2013 annual accounts. HKAS 34 requires the use of the same accounting policies uniformly throughout the year and accordingly, the Group has restated the 2013 interim accounts to conform to this policy.

The effects of the adoption of HKFRS 11 to the Group's financial statements is a reclassification of certain comparative line items within the respective statement in the consolidated accounts, as explained below, and has no impact on the Group's results or total equity.

2 Significant accounting policies (continued)

(i) Effect on the consolidated income statement for the six months ended 30 June 2013

	As previously reported HK\$ millions	HKFRS 11 HK\$ millions	As restated HK\$ millions
Revenue	123,262	–	123,262
Cost of inventories sold	(48,655)	–	(48,655)
Staff costs	(16,524)	–	(16,524)
Telecommunications customer acquisition costs	(11,751)	–	(11,751)
Depreciation and amortisation	(7,699)	–	(7,699)
Other operating expenses	(26,166)	–	(26,166)
Change in fair value of investment properties	7	–	7
Profits on disposal of investments and others	(116)	–	(116)
Share of profits less losses after tax of:			
Associated companies	7,573	(2,348)	5,225
Joint ventures	3,161	2,348	5,509
	23,092	–	23,092
Interest expenses and other finance costs	(4,335)	–	(4,335)
Profit before tax	18,757	–	18,757
Current tax	(1,925)	–	(1,925)
Deferred tax	(896)	–	(896)
Profit after tax	15,936	–	15,936
Allocated as: Profit attributable to non-controlling interests and holders of perpetual capital securities	(3,538)	–	(3,538)
Profit attributable to ordinary shareholders of the Company	12,398	–	12,398
Earnings per share for profit attributable to ordinary shareholders of the Company	HK\$ 2.91	–	HK\$ 2.91

2 Significant accounting policies (continued)

(ii) Effect on the consolidated statement of comprehensive income for the six months ended 30 June 2013

	As previously reported HK\$ millions	HKFRS 11 HK\$ millions	As restated HK\$ millions
Profit after tax	15,936	–	15,936
Other comprehensive income (losses)			
Items that will not be reclassified to profit or loss:			
Remeasurement of defined benefit obligations recognised directly in reserves	116	–	116
Share of other comprehensive income (losses) of associated companies	(128)	188	60
Share of other comprehensive income (losses) of joint ventures	8	(188)	(180)
Tax relating to items that will not be reclassified to profit or loss	2	–	2
	(2)	–	(2)
Items that have been reclassified or may be subsequently reclassified to profit or loss:			
Available-for-sale investments			
Valuation gains recognised directly in reserves	127	–	127
Valuation gains previously in reserves recognised in income statement	(57)	–	(57)
Gains on cash flow hedges arising from forward foreign currency contracts and interest rate swap contracts recognised directly in reserves	157	–	157
Losses on translating overseas subsidiaries' net assets recognised directly in reserves	(7,802)	–	(7,802)
Share of other comprehensive income (losses) of associated companies	(4,742)	1,329	(3,413)
Share of other comprehensive income (losses) of joint ventures	(418)	(1,329)	(1,747)
Tax relating to items that have been reclassified or may be subsequently reclassified to profit or loss	(18)	–	(18)
	(12,753)	–	(12,753)
Other comprehensive income (losses) after tax	(12,755)	–	(12,755)
Total comprehensive income	3,181	–	3,181
Allocated as: Attributable to non-controlling interests and holders of perpetual capital securities	(2,827)	–	(2,827)
Attributable to ordinary shareholders of the Company	354	–	354

3 Operating segment information

The following presents information regarding the Group's operating segments for the six months ended 30 June 2014 and 2013. Saved as disclosed in the notes below, the column headed as Company and Subsidiaries refers to the Company and subsidiary companies' respective items and the column headed as Associates and JV refers to the Group's share of associated companies' and joint ventures' respective items.

The Group's telecommunications division consists of a 65.01% interest in Hutchison Telecommunications Hong Kong Holdings, which is listed on the Stock Exchange of Hong Kong, Hutchison Asia Telecommunications, an 87.87% interest in the Australian Securities Exchange listed Hutchison Telecommunications (Australia) ("HTAL"), which has a 50% interest in a joint venture company, Vodafone Hutchison Australia Pty Limited ("VHA"), and 3 Group Europe with businesses in 6 countries in Europe.

Finance & Investments and Others is presented to reconcile to the totals included in the Group's income statement and statement of financial position. As additional information, "Others" is presented as a separate line item, within Finance & Investments and Others, which covers the activities of other Group areas which are not presented separately and includes Hutchison Water, Hutchison Whampoa (China), Hutchison E-Commerce and corporate head office operations, the Marionnaud business, listed subsidiary Hutchison China MediTech, listed subsidiary Hutchison Harbour Ring and listed associate Tom Group. "Finance & Investments" within Finance & Investments and Others represents returns earned on the Group's holdings of cash and liquid investments.

Prior period corresponding segment information that is presented for comparative purposes has been restated to conform to changes adopted in the second half of 2013.

Revenue from external customers is after elimination of inter-segment revenue. The amounts eliminated are mainly attributable to Property and hotels of HK\$198 million (30 June 2013 - HK\$190 million) and Hutchison Telecommunications Hong Kong Holdings of HK\$83 million (30 June 2013 - HK\$70 million).

(a) The following is an analysis of the Group's revenue by operating segments:

	Revenue							
	Six months ended 30 June 2014			Six months ended 30 June 2013				
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	Company and Subsidiaries %	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%
Ports and related services	13,587	3,683	17,270	8%	13,182	3,709	16,891	9%
Hutchison Ports Group other than HPH Trust	13,565	2,355	15,920	8%	13,119	2,410	15,529	8%
HPH Trust [#]	22	1,328	1,350	—	63	1,299	1,362	1%
Property and hotels	3,547	3,915	7,462	4%	3,319	7,867	11,186	6%
Retail	61,890	15,508	77,398	38%	57,470	13,788	71,258	36%
Cheung Kong Infrastructure	2,999	19,265	22,264	11%	2,246	17,887	20,133	10%
Husky Energy	—	28,660	28,660	14%	—	29,911	29,911	15%
3 Group Europe	31,052	11	31,063	15%	30,098	3	30,101	15%
Hutchison Telecommunications								
Hong Kong Holdings	6,227	—	6,227	3%	6,149	—	6,149	3%
Hutchison Asia Telecommunications	3,506	—	3,506	2%	2,981	—	2,981	1%
Finance & Investments and Others	7,926	2,709	10,635	5%	7,817	2,652	10,469	5%
Finance & Investments	733	436	1,169	—	659	376	1,035	—
Others	7,193	2,273	9,466	5%	7,158	2,276	9,434	5%
	130,734	73,751	204,485	100%	123,262	75,817	199,079	100%
Non-controlling interests' share of HPH Trust's revenue	—	438	438		—	413	413	
	130,734	74,189	204,923		123,262	76,230	199,492	

represents the Group's attributable share of HPH Trust's revenue based on the effective shareholdings in HPH Trust during 2014. Revenue reduced by HK\$438 million and HK\$413 million for the six months ended 30 June 2014 and 2013 respectively, being adjustments to exclude non-controlling interests' share of revenue of HPH Trust.

3 Operating segment information (continued)

(b) The Group uses two measures of segment results, EBITDA (see note 3(m)) and EBIT (see note 3(n)). The following is an analysis of the Group's results by operating segments by EBITDA:

	EBITDA (LBITDA) ^(m)							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%
Ports and related services	3,833	1,774	5,607	12%	3,653	1,757	5,410	12%
Hutchison Ports Group other than HPH Trust	3,814	1,091	4,905	10%	3,594	1,118	4,712	10%
HPH Trust [#]	19	683	702	2%	59	639	698	2%
Property and hotels	2,667	1,206	3,873	8%	2,798	3,120	5,918	13%
Retail	5,331	1,280	6,611	14%	4,950	1,118	6,068	13%
Cheung Kong Infrastructure	1,154	10,665	11,819	25%	1,264	10,205	11,469	26%
Husky Energy	–	8,145	8,145	18%	–	7,991	7,991	18%
3 Group Europe	6,516	(12)	6,504	14%	5,676	(15)	5,661	13%
Hutchison Telecommunications								
Hong Kong Holdings	1,192	38	1,230	3%	1,480	29	1,509	3%
Hutchison Asia Telecommunications	502	–	502	1%	(59)	–	(59)	–
Finance & Investments and Others	1,495	1,026	2,521	5%	404	568	972	2%
Finance & Investments	1,577	436	2,013	4%	1,239	376	1,615	4%
Others	(82)	590	508	1%	(835)	192	(643)	-2%
EBITDA before property revaluation and profits on disposal of investments and others	22,690	24,122	46,812	100%	20,166	24,773	44,939	100%
Profits on disposal of investments (see note 4)	–	20,554	20,554		569	–	569	
Non-controlling interests' share of HPH Trust's EBITDA	–	279	279		–	290	290	
EBITDA (see note 18(a))	22,690	44,955	67,645		20,735	25,063	45,798	
Depreciation and amortisation	(8,348)	(7,704)	(16,052)		(7,699)	(7,462)	(15,161)	
Change in fair value of investment properties	–	–	–		7	27	34	
Others (see note 4)	(652)	(561)	(1,213)		–	(685)	(685)	
Group's share of the following income statement items of associated companies and joint ventures:								
Interest expenses and other finance costs	–	(3,434)	(3,434)		–	(2,927)	(2,927)	
Current tax	–	(4,240)	(4,240)		–	(3,298)	(3,298)	
Deferred tax	–	1,185	1,185		–	(511)	(511)	
Non-controlling interests	–	(133)	(133)		–	(158)	(158)	
	13,690	30,068	43,758		13,043	10,049	23,092	

represents the Group's attributable share of HPH Trust's EBITDA based on the effective shareholdings in HPH Trust during 2014. EBITDA reduced by HK\$279 million and HK\$290 million for the six months ended 30 June 2014 and 2013 respectively, being adjustments to exclude non-controlling interests' share of EBITDA of HPH Trust.

3 Operating segment information (continued)

(c) The following is an analysis of the Group's results by operating segments by EBIT:

	EBIT (LBIT) ^(a)							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%
Ports and related services	2,349	1,182	3,531	12%	2,327	1,122	3,449	12%
Hutchison Ports Group other than HPH Trust	2,330	797	3,127	10%	2,268	781	3,049	10%
HPH Trust [#]	19	385	404	2%	59	341	400	2%
Property and hotels	2,557	1,146	3,703	12%	2,682	3,060	5,742	19%
Retail	4,363	973	5,336	17%	4,066	845	4,911	16%
Cheung Kong Infrastructure	997	7,948	8,945	29%	1,167	7,773	8,940	30%
Husky Energy	–	4,329	4,329	14%	–	4,152	4,152	14%
3 Group Europe								
EBITDA before the following non-cash items:	6,516	(12)	6,504		5,676	(15)	5,661	
Depreciation	(3,716)	–	(3,716)		(3,370)	–	(3,370)	
Amortisation of licence fees and other rights	(506)	–	(506)		(437)	–	(437)	
EBIT (LBIT) – 3 Group Europe	2,294	(12)	2,282	7%	1,869	(15)	1,854	6%
Hutchison Telecommunications								
Hong Kong Holdings	538	–	538	2%	829	5	834	3%
Hutchison Asia Telecommunications	(76)	–	(76)	–	(697)	–	(697)	-2%
Finance & Investments and Others	1,320	962	2,282	7%	224	479	703	2%
Finance & Investments	1,577	436	2,013	7%	1,239	376	1,615	5%
Others	(257)	526	269	–	(1,015)	103	(912)	-3%
EBIT before property revaluation and profits on disposal of investments and others	14,342	16,528	30,870	100%	12,467	17,421	29,888	100%
Change in fair value of investment properties	–	–	–		7	27	34	
EBIT	14,342	16,528	30,870		12,474	17,448	29,922	
Profits on disposal of investments and others (see note 4)	(652)	19,993	19,341		569	(685)	(116)	
Non-controlling interests' share of HPH Trust's EBIT	–	169	169		–	180	180	
Group's share of the following income statement items of associated companies and joint ventures:								
Interest expenses and other finance costs	–	(3,434)	(3,434)		–	(2,927)	(2,927)	
Current tax	–	(4,240)	(4,240)		–	(3,298)	(3,298)	
Deferred tax	–	1,185	1,185		–	(511)	(511)	
Non-controlling interests	–	(133)	(133)		–	(158)	(158)	
	13,690	30,068	43,758		13,043	10,049	23,092	

[#] represents the Group's attributable share of HPH Trust's EBIT based on the effective shareholdings in HPH Trust during 2014. EBIT reduced by HK\$169 million and HK\$180 million for the six months ended 30 June 2014 and 2013 respectively, being adjustments to exclude non-controlling interests' share of EBIT of HPH Trust.

3 Operating segment information (continued)

(d) The following is an analysis of the Group's depreciation and amortisation by operating segments:

	Depreciation and amortisation					
	Six months ended 30 June 2014			Six months ended 30 June 2013		
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions
Ports and related services	1,484	592	2,076	1,326	635	1,961
Hutchison Ports Group other than HPH Trust	1,484	294	1,778	1,326	337	1,663
HPH Trust [#]	–	298	298	–	298	298
Property and hotels	110	60	170	116	60	176
Retail	968	307	1,275	884	273	1,157
Cheung Kong Infrastructure	157	2,717	2,874	97	2,432	2,529
Husky Energy	–	3,816	3,816	–	3,839	3,839
3 Group Europe	4,222	–	4,222	3,807	–	3,807
Hutchison Telecommunications						
Hong Kong Holdings	654	38	692	651	24	675
Hutchison Asia Telecommunications	578	–	578	638	–	638
Finance & Investments and Others	175	64	239	180	89	269
Finance & Investments	–	–	–	–	–	–
Others	175	64	239	180	89	269
	8,348	7,594	15,942	7,699	7,352	15,051
Non-controlling interests' share of HPH Trust's depreciation and amortisation	–	110	110	–	110	110
	8,348	7,704	16,052	7,699	7,462	15,161

represents the Group's attributable share of HPH Trust's depreciation and amortisation based on the effective shareholdings in HPH Trust during 2014. Depreciation and amortisation reduced by HK\$110 million and HK\$110 million for the six months ended 30 June 2014 and 2013 respectively, being adjustments to exclude non-controlling interests' share of depreciation and amortisation of HPH Trust.

3 Operating segment information (continued)

(e) The following is an analysis of the Group's capital expenditure by operating segments:

	Capital expenditure							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Fixed assets, investment properties and leasehold land HK\$ millions	Telecom- munications licences HK\$ millions	Brand names and other rights HK\$ millions	Total HK\$ millions	Fixed assets, investment properties and leasehold land HK\$ millions	Telecom- munications licences HK\$ millions	Brand names and other rights HK\$ millions	Total HK\$ millions
Ports and related services	1,002	–	1	1,003	1,799	–	1	1,800
Hutchison Ports Group other than HPH Trust	1,002	–	1	1,003	1,799	–	1	1,800
HPH Trust	–	–	–	–	–	–	–	–
Property and hotels	36	–	–	36	247	–	–	247
Retail	720	–	–	720	720	–	–	720
Cheung Kong Infrastructure	221	–	12	233	173	–	–	173
Husky Energy	–	–	–	–	–	–	–	–
3 Group Europe ^(a)	4,749	4	127	4,880	4,154	2,674	13	6,841
Hutchison Telecommunications Hong Kong Holdings	420	2	30	452	562	2	16	580
Hutchison Asia Telecommunications	646	–	–	646	608	–	–	608
Finance & Investments and Others	93	–	–	93	98	–	–	98
Finance & Investments	–	–	–	–	–	–	–	–
Others	93	–	–	93	98	–	–	98
	7,887	6	170	8,063	8,361	2,676	30	11,067

3 Operating segment information (continued)

(f) The following is an analysis of the Group's total assets by operating segments:

	Total assets							
	30 June 2014				31 December 2013			
	Company and Subsidiaries		Investments in associated companies and interests in joint ventures	Total assets	Company and Subsidiaries		Investments in associated companies and interests in joint ventures	Total assets
	Segment assets ^(a)	Deferred tax assets			Segment assets ^(a)	Deferred tax assets		
HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	HK\$ millions	
Ports and related services	72,780	167	26,178	99,125	71,164	169	27,548	98,881
Hutchison Ports Group other than HPH Trust	72,780	167	12,407	85,354	71,164	169	13,483	84,816
HPH Trust	–	–	13,771	13,771	–	–	14,065	14,065
Property and hotels	50,345	21	44,960	95,326	53,049	21	42,839	95,909
Retail	38,462	734	5,012	44,208	39,329	670	5,035	45,034
Cheung Kong Infrastructure	21,908	21	110,020	131,949	20,134	21	85,589	105,744
Husky Energy	–	–	52,416	52,416	–	–	51,833	51,833
3 Group Europe ^(a)	236,590	16,640	13	253,243	235,401	17,265	18	252,684
Hutchison Telecommunications Hong Kong Holdings	19,042	332	536	19,910	19,169	369	715	20,253
Hutchison Asia Telecommunications	23,174	1	–	23,175	20,785	1	–	20,786
Finance & Investments and Others	130,426	29	3,026	133,481	114,614	30	4,831	119,475
Finance & Investments	105,597	–	–	105,597	89,947	–	–	89,947
Others	24,829	29	3,026	27,884	24,667	30	4,831	29,528
	592,727	17,945	242,161	852,833	573,645	18,546	218,408	810,599
Reconciliation item [@]	–	2	5,525	5,527	–	2	4,921	4,923
	592,727	17,947	247,686	858,360	573,645	18,548	223,329	815,522

@ the reconciliation item comprises total assets of HTAL.

3 Operating segment information (continued)

(g) The following is an analysis of the Group's total liabilities by operating segments:

	Total liabilities							
	30 June 2014				31 December 2013			
	Segment liabilities ⁽¹⁾	Current & non-current borrowings ⁽²⁾ and other non-current liabilities	Current & deferred tax liabilities	Total liabilities	Segment liabilities ⁽¹⁾	Current & non-current borrowings ⁽²⁾ and other non-current liabilities	Current & deferred tax liabilities	Total liabilities
Ports and related services	16,564	27,641	4,812	49,017	17,031	28,559	4,843	50,433
Hutchison Ports Group other than HPH Trust	16,564	27,641	4,812	49,017	17,031	28,559	4,843	50,433
HPH Trust	–	–	–	–	–	–	–	–
Property and hotels	4,350	413	2,730	7,493	4,156	409	2,730	7,295
Retail	23,329	14,993	1,354	39,676	24,670	87	1,066	25,823
Cheung Kong Infrastructure	5,620	16,464	1,638	23,722	5,200	13,443	1,532	20,175
Husky Energy	–	–	–	–	–	–	–	–
3 Group Europe	23,548	84,930	863	109,341	23,630	101,565	930	126,125
Hutchison Telecommunications								
Hong Kong Holdings	3,970	4,982	401	9,353	3,860	5,447	356	9,663
Hutchison Asia Telecommunications	2,978	1,384	2	4,364	3,151	1,550	3	4,704
Finance & Investments and Others	7,004	89,667	1,884	98,555	8,085	84,776	2,087	94,948
Finance & Investments	–	82,464	–	82,464	–	78,011	–	78,011
Others	7,004	7,203	1,884	16,091	8,085	6,765	2,087	16,937
	87,363	240,474	13,684	341,521	89,783	235,836	13,547	339,166
Reconciliation item [@]	136	–	–	136	124	–	–	124
	87,499	240,474	13,684	341,657	89,907	235,836	13,547	339,290

@ the reconciliation item comprises total liabilities of HTAL.

Additional information in respect of geographical locations

(h) Additional disclosures of the Group's revenue by geographical location are shown below:

	Revenue							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Company and Subsidiaries	Associates and JV	Total	%	Company and Subsidiaries	Associates and JV	Total	%
Hong Kong	27,234	3,622	30,856	15%	26,429	4,246	30,675	15%
Mainland China	14,761	6,812	21,573	11%	13,050	9,267	22,317	11%
Europe	61,447	26,973	88,420	43%	57,379	23,255	80,634	41%
Canada ⁽¹⁾	33	28,534	28,567	14%	49	29,983	30,032	15%
Asia, Australia and others	19,333	5,101	24,434	12%	18,538	6,414	24,952	13%
Finance & Investments and Others	7,926	2,709	10,635	5%	7,817	2,652	10,469	5%
	130,734	73,751	204,485 ⁽¹⁾	100%	123,262	75,817	199,079 ⁽¹⁾	100%

(1) see note 3(a) for reconciliation to total revenue included in the Group's income statement.

3 Operating segment information (continued)

(i) Additional disclosures of the Group's EBITDA by geographical location are shown below:

	EBITDA ^(m)							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%
Hong Kong	3,874	1,544	5,418	12%	4,504	2,187	6,691	15%
Mainland China	2,430	2,847	5,277	11%	2,061	4,009	6,070	14%
Europe	10,392	8,622	19,014	41%	8,813	7,398	16,211	35%
Canada ⁽ⁱ⁾	30	7,849	7,879	17%	36	7,878	7,914	18%
Asia, Australia and others	4,469	2,234	6,703	14%	4,348	2,733	7,081	16%
Finance & Investments and Others	1,495	1,026	2,521	5%	404	568	972	2%
EBITDA before property revaluation and profits on disposal of investments and others	22,690	24,122	46,812 ⁽²⁾	100%	20,166	24,773	44,939 ⁽²⁾	100%

(2) see note 3(b) for reconciliation to total EBITDA included in the Group's income statement.

(j) Additional disclosures of the Group's EBIT by geographical location are shown below:

	EBIT ⁽ⁿ⁾							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%	Company and Subsidiaries HK\$ millions	Associates and JV HK\$ millions	Total HK\$ millions	%
Hong Kong	2,923	911	3,834	12%	3,571	1,440	5,011	17%
Mainland China	2,071	2,223	4,294	14%	1,769	3,507	5,276	18%
Europe	5,169	6,728	11,897	39%	4,127	5,943	10,070	33%
Canada ⁽ⁱ⁾	31	4,163	4,194	14%	36	4,047	4,083	14%
Asia, Australia and others	2,828	1,541	4,369	14%	2,740	2,005	4,745	16%
Finance & Investments and Others	1,320	962	2,282	7%	224	479	703	2%
EBIT before property revaluation and profits on disposal of investments and others	14,342	16,528	30,870	100%	12,467	17,421	29,888	100%
Change in fair value of investment properties	–	–	–		7	27	34	
EBIT	14,342	16,528	30,870⁽³⁾		12,474	17,448	29,922⁽³⁾	

(3) see note 3(c) for reconciliation to total EBIT included in the Group's income statement.

3 Operating segment information (continued)

(k) Additional disclosures of the Group's capital expenditure by geographical location are shown below:

	Capital expenditure							
	Six months ended 30 June 2014				Six months ended 30 June 2013			
	Fixed assets, investment properties and leasehold land HK\$ millions	Telecom- munications licences HK\$ millions	Brand names and other rights HK\$ millions	Total HK\$ millions	Fixed assets, investment properties and leasehold land HK\$ millions	Telecom- munications licences HK\$ millions	Brand names and other rights HK\$ millions	Total HK\$ millions
Hong Kong	667	2	33	702	942	2	7	951
Mainland China	232	–	–	232	476	–	–	476
Europe	5,369	4	127	5,500	4,852	2,674	13	7,539
Canada	–	–	–	–	–	–	–	–
Asia, Australia and others	1,526	–	10	1,536	1,993	–	10	2,003
Finance & Investments and Others	93	–	–	93	98	–	–	98
	7,887	6	170	8,063	8,361	2,676	30	11,067

(l) Additional disclosures of the Group's total assets by geographical location are shown below:

	Total assets							
	30 June 2014				31 December 2013			
	Company and Subsidiaries Segment assets ^(a) HK\$ millions	Deferred tax assets HK\$ millions	Investments in associated companies and interests in joint ventures HK\$ millions	Total assets HK\$ millions	Company and Subsidiaries Segment assets ^(a) HK\$ millions	Deferred tax assets HK\$ millions	Investments in associated companies and interests in joint ventures HK\$ millions	Total assets HK\$ millions
Hong Kong	75,953	372	44,687	121,012	77,353	417	28,724	106,494
Mainland China	14,333	514	67,082	81,929	14,264	495	65,724	80,483
Europe	294,234	16,855	60,530	371,619	294,553	17,424	56,252	368,229
Canada ^(b)	336	–	48,042	48,378	329	–	47,701	48,030
Asia, Australia and others	77,445	177	24,319	101,941	72,532	182	20,097	92,811
Finance & Investments and Others	130,426	29	3,026	133,481	114,614	30	4,831	119,475
	592,727	17,947	247,686	858,360	573,645	18,548	223,329	815,522

3 Operating segment information (continued)

- (m) EBITDA (LBITDA) represents the EBITDA (LBITDA) of the Company and subsidiary companies as well as the Group's share of the EBITDA (LBITDA) of associated companies and joint ventures except for HPH Trust which are included based on the Group's effective share of EBITDA for this operation. EBITDA (LBITDA) is defined as earnings (losses) before interest expenses and other finance costs, tax, depreciation and amortisation, and includes profits on disposal of investments and other earnings of a cash nature but excludes change in fair value of investment properties. Information concerning EBITDA (LBITDA) has been included in the Group's financial information and consolidated financial statements and is used by many industries and investors as one measure of gross cash flow generation. The Group considers EBITDA (LBITDA) to be an important performance measure which is used in the Group's internal financial and management reporting to monitor business performance. EBITDA (LBITDA) is therefore presented as a measure of segment results in accordance with HKFRS 8. EBITDA (LBITDA) is not a measure of cash liquidity or financial performance under generally accepted accounting principles in Hong Kong and the EBITDA (LBITDA) measures used by the Group may not be comparable to other similarly titled measures of other companies. EBITDA (LBITDA) should not necessarily be construed as an alternative to cash flows or results from operations as determined in accordance with generally accepted accounting principles in Hong Kong.
- (n) EBIT (LBIT) represents the EBIT (LBIT) of the Company and subsidiary companies as well as the Group's share of the EBIT (LBIT) of associated companies and joint ventures except for HPH Trust which are included based on the Group's effective share of EBIT for this operation. EBIT (LBIT) is defined as earnings (losses) before interest expenses and other finance costs and tax. Information concerning EBIT (LBIT) has been included in the Group's financial information and consolidated financial statements and is used by many industries and investors as one measure of results from operations. The Group considers EBIT (LBIT) to be an important performance measure which is used in the Group's internal financial and management reporting to monitor business performance. EBIT (LBIT) is therefore presented as a measure of segment results in accordance with HKFRS 8. EBIT (LBIT) is not a measure of financial performance under generally accepted accounting principles in Hong Kong and the EBIT (LBIT) measures used by the Group may not be comparable to other similarly titled measures of other companies. EBIT (LBIT) should not necessarily be construed as an alternative to results from operations as determined in accordance with generally accepted accounting principles in Hong Kong.
- (o) Included in capital expenditures of **3** Group Europe for the six months ended 30 June 2014 is the effect of foreign exchange translation of overseas subsidiaries' fixed assets balances at 30 June 2014 which has an effect of increasing total expenditures by HK\$256 million (30 June 2013 - decreasing total expenditures by HK\$263 million).
- (p) Segment assets comprise fixed assets, investment properties, leasehold land, telecommunications licences, goodwill, brand names and other rights, other non-current assets, liquid funds and other listed investments, cash and cash equivalents and other current assets. As additional information, non-current assets (excluding financial instruments, deferred tax assets, post-employment benefits assets and assets from insurance contracts) for Hong Kong, Mainland China, Europe, Canada, and Asia, Australia and others amounted to HK\$109,936 million (31 December 2013 - HK\$96,779 million), HK\$78,074 million (31 December 2013 - HK\$76,967 million), HK\$312,254 million (31 December 2013 - HK\$305,349 million), HK\$48,082 million (31 December 2013 - HK\$47,742 million) and HK\$74,536 million (31 December 2013 - HK\$69,478 million) respectively.
- (q) Included in total assets of **3** Group Europe is an unrealised foreign currency exchange gain arising on 30 June 2014 of HK\$2,539 million (31 December 2013 - HK\$3,129 million) from the translation of overseas subsidiaries accounts to Hong Kong dollars with an offsetting amount recorded in other reserves.
- (r) Segment liabilities comprise trade and other payables and pension obligations.
- (s) Current and non-current borrowings comprise bank and other debts and interest bearing loans from non-controlling shareholders.
- (t) Include contribution from the United States of America for Husky Energy.

4 Profits on disposal of investments and others

	Attributable to			Total HK\$ millions
	Ordinary shareholders of the Company HK\$ millions	Holders of perpetual capital securities HK\$ millions	Non-controlling interests HK\$ millions	
Six months ended 30 June 2014				
Profits on disposal of investments				
Share of an associated company's gain on disposal ^(a)	16,066	–	4,488	20,554
Others				
Impairment of goodwill and store closure provision ^(b)	(652)	–	–	(652)
HTAL - share of operating losses of joint venture VHA ^(c)	(493)	–	(68)	(561)
	(1,145)	–	(68)	(1,213)
Six months ended 30 June 2013				
Profits on disposal of investments ^(d)	569	–	–	569
Others - HTAL - share of operating losses of joint venture VHA ^(c)	(602)	–	(83)	(685)

(a) The balance represents the Group's share of gain arising from listed associated company, Power Assets Holdings Limited's separate listing of its Hong Kong electricity business on the Main Board of the Stock Exchange of Hong Kong.

(b) During the six months ended 30 June 2014, the Group recognised provisions of HK\$652 million on the impairment of goodwill and store closures of the Marionnaud businesses to exit Poland and down-size operations in Portugal and Spain.

(c) VHA is undergoing a shareholder-sponsored restructuring under the leadership of the other shareholder under the applicable terms of the shareholders' agreement. In order to assist in providing a meaningful analysis of the ongoing operating activities, HTAL's share of VHA's results for the six months ended 30 June 2014 and 2013 are presented as a separate item above to separately identify it from the recurring earnings profile during this phase.

(d) During the six months ended 30 June 2013, the Group recognised a one-time net gain of HK\$569 million, arising from the disposal of certain non-core telecommunications assets in Austria of HK\$2,648 million, upon completion of the acquisition of Orange Austria, net with one-time costs of HK\$2,079 million mainly relating to the restructuring of 3 Austria's business on the acquisition of Orange Austria. The related tax effect is a tax credit of HK\$389 million.

5 Interest expenses and other finance costs

	Six months ended 30 June	
	2014	2013
	HK\$ millions	HK\$ millions
Interest on borrowings	3,595	3,971
Amortisation of loan facilities fees and premiums or discounts relating to borrowings	135	128
Notional non-cash interest accretion	207	170
Other finance costs	16	138
	3,953	4,407
Less: interest capitalised	(49)	(72)
	3,904	4,335

Notional non-cash interest accretion represents notional adjustments to accrete the carrying amount of certain obligations recognised in the statement of financial position such as asset retirement obligation to the present value of the estimated future cash flows expected to be required for their settlement in the future.

6 Tax

	Six months ended 30 June	
	2014	2013
	HK\$ millions	HK\$ millions
Current tax		
Hong Kong	315	259
Outside Hong Kong	1,323	1,666
	1,638	1,925
Deferred tax		
Hong Kong	154	98
Outside Hong Kong	842	798
	996	896
	2,634	2,821

Hong Kong profits tax has been provided for at the rate of 16.5% (30 June 2013 - 16.5%) on the estimated assessable profits less estimated available tax losses. Tax outside Hong Kong has been provided for at the applicable rate on the estimated assessable profits less estimated available tax losses.

7 Earnings per share for profit attributable to ordinary shareholders of the Company

The calculation of earnings per share is based on profit attributable to ordinary shareholders of the Company HK\$28,443 million (30 June 2013 - HK\$12,398 million) and on 4,263,370,780 shares in issue during the first half of 2014 (30 June 2013 - 4,263,370,780 shares).

The Company has no share option scheme. Certain of the Company's subsidiary and associated companies have employee share options outstanding as at 30 June 2014. The employee share options of these subsidiary and associated companies outstanding as at 30 June 2014 did not have a dilutive effect on earnings per share.

8 Fixed assets

During the six months ended 30 June 2014, the Group acquired fixed assets with a cost of HK\$7,880 million (30 June 2013 - HK\$8,113 million). Fixed assets with a net book value of HK\$350 million (30 June 2013 - HK\$155 million) were disposed of during the period, resulting in a gain on disposal of HK\$359 million (30 June 2013 - HK\$64 million).

9 Deferred tax

	30 June 2014	31 December 2013
	HK\$ millions	HK\$ millions
Deferred tax assets	17,947	18,548
Deferred tax liabilities	10,313	10,228
Net deferred tax assets	7,634	8,320
Analysis of net deferred tax assets (liabilities):		
Unused tax losses	19,318	19,987
Accelerated depreciation allowances	(5,656)	(5,558)
Fair value adjustments arising from acquisitions	(3,870)	(3,920)
Revaluation of investment properties and other investments	(394)	(307)
Withholding tax on undistributed earnings	(336)	(302)
Other temporary differences	(1,428)	(1,580)
	7,634	8,320

The deferred tax assets and liabilities are offset when there is a legally enforceable right to set off and when the deferred income taxes relate to the same fiscal authority. The amounts shown in the consolidated statement of financial position are determined after appropriate offset.

At 30 June 2014, the Group has recognised accumulated deferred tax assets amounting to HK\$17,947 million (31 December 2013 - HK\$18,548 million) of which HK\$16,640 million (31 December 2013 - HK\$17,265 million) relates to 3 Group Europe.

The Group has not recognised deferred tax assets of HK\$22,048 million at 30 June 2014 (31 December 2013 - HK\$22,977 million) in respect of unutilised tax losses, tax credits and deductible temporary differences totalling HK\$99,040 million (31 December 2013 - HK\$96,430 million).

10 Other non-current assets

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Other unlisted investments		
Loans and receivables		
Unlisted debt securities	401	392
Other receivables	4,009	4,020
	4,410	4,412
Available-for-sale investments		
Unlisted equity securities	1,419	929
Fair value hedges		
Interest rate swaps	1,656	1,813
Cross currency interest rate swaps	535	738
Cash flow hedges		
Interest rate swaps	37	42
	8,057	7,934

11 Liquid funds and other listed investments

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Available-for-sale investments		
Managed funds, outside Hong Kong	4,562	4,522
Listed / traded debt securities, outside Hong Kong	3,183	3,725
Listed equity securities, Hong Kong	4,305	2,130
Listed equity securities, outside Hong Kong	6,522	6,422
	18,572	16,799
Loans and receivables		
Long term deposits	35	36
Financial assets at fair value through profit or loss	301	301
	18,908	17,136

Components of Managed funds, outside Hong Kong are as follows:

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Listed debt securities	4,545	4,488
Cash and cash equivalents	17	34
	4,562	4,522

Included in listed / traded debt securities outside Hong Kong are notes issued by listed associated company, Husky Energy Inc. Of the principal amount held of US\$103 million as at 31 December 2013, US\$78 million matured and was redeemed during the current period and the balance of US\$25 million held as at 30 June 2014 will mature in 2019.

12 Cash and cash equivalents

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Cash at bank and in hand	32,897	24,149
Short term bank deposits	69,019	61,502
	101,916	85,651

13 Trade and other receivables

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Trade receivables	23,095	24,991
Less: provision for estimated impairment losses for bad debts	(4,351)	(4,296)
Trade receivables - net	18,744	20,695
Other receivables and prepayments	48,834	48,231
Fair value hedges		
Cross currency interest rate swaps	-	76
Cash flow hedges		
Forward foreign exchange contracts	2	81
	67,580	69,083

Trade and other receivables are stated at the expected recoverable amount, net of any estimated impairment losses for bad debts where it is deemed that a receivable may not be fully recoverable. The carrying amount of these assets approximates their fair value.

At end of period, the ageing analysis of the trade receivables is as follows:

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Less than 31 days	11,499	13,571
Within 31 to 60 days	2,140	2,091
Within 61 to 90 days	814	870
Over 90 days	8,642	8,459
	23,095	24,991

Trade receivables exposures are managed locally in the operating units where they arise and credit limits are set as deemed appropriate for the customer. The Group has established credit policies for customers in each of its core businesses. The average credit period granted for trade receivables ranges from 30 to 45 days. As stated above trade receivables which are past due at the end of the reporting period are stated at the expected recoverable amount, net of provision for estimated impairment losses for bad debts. Given the profile of our customers and the Group's different types of businesses, the Group generally does not hold collateral over these balances.

14 Trade and other payables

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Trade payables	20,781	22,309
Other payables and accruals	60,692	61,901
Provisions	866	928
Interest free loans from non-controlling shareholders	1,162	1,181
Cash flow hedges		
Interest rate swaps	83	–
Forward foreign exchange contracts	723	493
	84,307	86,812

At end of period, the ageing analysis of the trade payables is as follows:

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Less than 31 days	12,699	15,176
Within 31 to 60 days	3,177	3,221
Within 61 to 90 days	1,758	1,607
Over 90 days	3,147	2,305
	20,781	22,309

15 Bank and other debts

The carrying amount of bank and other debts comprises of items measured at amortised cost and an element of fair value which is due to movements in interest rates. The following is an analysis of the carrying amount of the bank and other debts:

	30 June 2014			31 December 2013		
	Current portion HK\$ millions	Non-current portion HK\$ millions	Total HK\$ millions	Current portion HK\$ millions	Non-current portion HK\$ millions	Total HK\$ millions
Bank loans	19,980	58,924	78,904	7,646	57,886	65,532
Other loans	296	376	672	295	429	724
Notes and bonds	6,360	143,095	149,455	10,206	147,360	157,566
Total principal amount of bank and other debts	26,636	202,395	229,031	18,147	205,675	223,822
Unamortised loan facilities fees and premiums or discounts related to debts	(42)	(732)	(774)	(64)	(686)	(750)
Unrealised gain on bank and other debts pursuant to interest rate swap contracts	–	2,092	2,092	76	2,206	2,282
	26,594	203,755	230,349	18,159	207,195	225,354

Bank and other debts at principal amount are scheduled for repayment by calendar year as follows:

	30 June 2014			Total HK\$ millions
	Bank loans HK\$ millions	Other loans HK\$ millions	Notes and bonds HK\$ millions	
2014, remainder of year	6,223	250	–	6,473
2015	36,634	69	27,720	64,423
2016	5,645	57	25,522	31,224
2017	21,874	27	36,517	58,418
2018	6,315	38	–	6,353
2019 to 2023	2,213	131	42,610	44,954
2024 to 2033	–	55	16,890	16,945
2034 and thereafter	–	45	196	241
	78,904	672	149,455	229,031
Less: current portion	(19,980)	(296)	(6,360)	(26,636)
	58,924	376	143,095	202,395

15 Bank and other debts (continued)

	31 December 2013			Total HK\$ millions
	Bank loans HK\$ millions	Other loans HK\$ millions	Notes and bonds HK\$ millions	
2014	7,646	295	10,206	18,147
2015	39,423	71	27,579	67,073
2016	5,654	54	25,594	31,302
2017	6,499	40	34,160	40,699
2018	5,295	37	–	5,332
2019 to 2023	1,015	127	43,105	44,247
2024 to 2033	–	55	16,726	16,781
2034 and thereafter	–	45	196	241
	65,532	724	157,566	223,822
Less: current portion	(7,646)	(295)	(10,206)	(18,147)
	57,886	429	147,360	205,675

16 Other non-current liabilities

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
Fair value hedges		
Interest rate swaps	99	345
Cash flow hedges		
Interest rate swaps	78	163
Forward foreign exchange contracts	451	253
Obligations for telecommunications licences and other rights	3,024	3,255
Provisions	1,073	1,021
	4,725	5,037

17 Share capital and dividends

(a) Share capital

	30 June 2014	31 December 2013	30 June 2014	31 December 2013
	Number of shares	Number of shares	HK\$ millions	HK\$ millions
Authorised ⁽ⁱ⁾ :				
Ordinary shares (2013 - HK\$0.25 each)	N/A ⁽ⁱ⁾	5,500,000,000	N/A ⁽ⁱⁱ⁾	1,375
7-½% cumulative redeemable participating preference shares (2013 - HK\$1 each)	N/A ⁽ⁱ⁾	402,717,856	N/A ⁽ⁱⁱ⁾	403
		<hr/>		<hr/>
				1,778
				<hr/>
Issued and fully paid:				
Ordinary shares				
At 1 January 2014 / 1 January 2013	4,263,370,780	4,263,370,780	1,066	1,066
Transition to no-par value regime on 3 March 2014 ⁽ⁱⁱⁱ⁾	—	—	28,359	—
	<hr/>	<hr/>	<hr/>	<hr/>
At 30 June 2014 / 31 December 2013	4,263,370,780	4,263,370,780	29,425	1,066
	<hr/>	<hr/>	<hr/>	<hr/>
Share premium account ⁽ⁱⁱⁱ⁾			—	27,955
Capital redemption reserve ⁽ⁱⁱⁱ⁾			—	404
			<hr/>	<hr/>
Share capital ⁽ⁱⁱⁱ⁾ as at 30 June 2014 / share capital, share premium and capital redemption reserve as at 31 December 2013			29,425	29,425
			<hr/>	<hr/>

- (i) Under the Hong Kong Companies Ordinance (Cap. 622), which commenced operation on 3 March 2014, the concept of authorised share capital no longer exists. As the Company has no cumulative redeemable participating preference shares in issue at the time of transition to Hong Kong Companies Ordinance (Cap. 622), the cumulative redeemable participating preference shares are not preserved as part of the transition to the new regime.
- (ii) In accordance with section 135 of the Hong Kong Companies Ordinance (Cap. 622), the Company's shares no longer have a par or nominal value with effect from 3 March 2014. There is no impact on the number of shares in issue or the relative entitlement of any of the members as a result of this transition.
- (iii) In accordance with the transitional provisions set out in section 37 of Schedule 11 to the Hong Kong Companies Ordinance (Cap. 622), on 3 March 2014, the amounts standing to the credit of the share premium account and capital redemption reserve created under the sections 48B and 49H of the predecessor Companies Ordinance (Cap. 32) have become part of the Company's share capital.

17 Share capital and dividends (continued)

(b) Perpetual capital securities

During the six months ended 30 June 2014, the Group had repurchased US\$55 million (approximately HK\$433 million) (30 June 2013 - US\$185 million, approximately HK\$1,446 million) nominal amount of perpetual capital securities that were originally issued in October 2010 at an aggregate nominal amount of US\$2,000 million (approximately HK\$15,600 million).

In May 2013, a wholly owned subsidiary company of the Group issued perpetual capital securities with a nominal amount of €1,750 million (approximately HK\$17,879 million) for cash. These securities are perpetual, subordinated and the coupon payment is optional in nature. Therefore, perpetual capital securities are classified as equity instruments and recorded in equity in the consolidated statement of financial position.

(c) Distribution paid on perpetual capital securities

	Six months ended 30 June	
	2014	2013
	HK\$ millions	HK\$ millions
Distribution paid on perpetual capital securities	1,341	689

(d) Dividends

	Six months ended 30 June	
	2014	2013
	HK\$ millions	HK\$ millions
Interim dividend, declared	2,814	2,558
Special dividend, paid	29,843	—
Interim dividend per share	HK\$ 0.66	HK\$ 0.60
Special dividend per share	HK\$ 7.00	—

In addition, final dividend in respect of the 2013 year of HK\$1.70 per share (2012 - HK\$1.53 per share) totalling HK\$7,248 million (2012 - HK\$6,523 million) was approved and paid during the current period.

18 Notes to condensed consolidated statement of cash flows

(a) Reconciliation of profit after tax to cash generated from operating activities before interest expenses and other finance costs, tax paid and changes in working capital

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
Profit after tax	37,220	15,936
Less: share of profits less losses after tax of		
Associated companies before profits on disposal of investments and others	(5,036)	(5,225)
Joint ventures	(5,039)	(5,509)
Associated companies' profits on disposal of investments and others	(20,554)	–
	6,591	5,202
Adjustments for:		
Current tax charge	1,638	1,925
Deferred tax charge	996	896
Interest expenses and other finance costs	3,904	4,335
Change in fair value of investment properties	–	(7)
Depreciation and amortisation	8,348	7,699
Others (see note 4)	1,213	685
	22,690	20,735
EBITDA of Company and subsidiaries⁽ⁱ⁾	22,690	20,735
Profit on disposal of fixed assets, leasehold land, investment properties and other assets	(365)	(2,921)
Dividends received from associated companies and joint ventures	7,422	8,867
Distribution from property joint ventures	41	1,747
Profit on disposal of subsidiary and associated companies and joint ventures	(178)	(411)
Other non-cash items	106	1,015
	29,716	29,032

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
(i) Reconciliation of EBITDA:		
EBITDA of Company and subsidiaries	22,690	20,735
Share of EBITDA of associated companies and joint ventures		
Share of profits less losses after tax:		
Associated companies before profits on disposal of investments and others	5,036	5,225
Joint ventures	5,039	5,509
Associated companies' profits on disposal of investments and others	20,554	–
Adjustment for:		
Depreciation and amortisation	7,704	7,462
Change in fair value of investment properties	–	(27)
Interest expenses and other finance costs	3,434	2,927
Current tax charge	4,240	3,298
Deferred tax charge (credit)	(1,185)	511
Non-controlling interests	133	158
	44,955	25,063
EBITDA (see notes 3(b) and 3(m))	67,645	45,798

18 Notes to condensed consolidated statement of cash flows (continued)

(b) Changes in working capital

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
Increase in inventories	(318)	(33)
Decrease (increase) in debtors and prepayments	1,462	(1,362)
Decrease in creditors	(3,939)	(2,052)
Other non-cash items	(813)	(2,042)
	(3,608)	(5,489)

(c) Purchase of subsidiary companies

The following table summarises the consideration paid for acquisitions completed during the periods, and the amounts of the assets acquired and liabilities assumed recognised at the respective acquisition date.

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
Fair value		
Fixed assets	–	1,653
Telecommunications licences	–	440
Brand names and other rights	–	4,297
Interests in joint ventures	–	163
Deferred tax assets	–	259
Other non-current assets	–	6
Trade and other receivables	–	973
Inventories	–	980
Creditors and current tax liabilities	–	(1,605)
Bank and other debts	–	(308)
Deferred tax liabilities	–	(489)
Other non-current liabilities	–	(292)
Non-controlling interests	–	(2)
	–	6,075
Goodwill arising on acquisition	–	11,424
	–	17,499
Discharged by cash payment	–	17,499
Net cash outflow (inflow) arising from acquisition:		
Cash payment	–	19,018
Cash and cash equivalents acquired	–	(1,519)
	–	17,499
Total net cash paid	–	17,499

Amounts disclosed for the comparative period mainly related to the acquisition of Orange Austria. The assets acquired and liabilities assumed are recognised at the acquisition date fair value and are recorded at the consolidation level. No fair value adjustments arising from acquisitions are recognised at the underlying companies' separate financial statements. Goodwill arising on these acquisitions is recorded at the consolidation level and is not expected to be deductible for tax purposes. The contribution to the Group's revenue and profit after tax for the comparative period from these subsidiaries acquired since the respective date of acquisition is not material.

18 Notes to condensed consolidated statement of cash flows (continued)

(d) Disposal of subsidiary companies

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
Aggregate net assets disposed at date of disposal (excluding cash and cash equivalents):		
Investment properties	–	109
	–	109
Profit on disposal*	–	411
	–	520
Satisfied by:		
Cash and cash equivalents received as consideration	–	520

* The profit on disposal for the six months ended 30 June 2013 are recognised in the consolidated income statement and are included in the line item titled other operating expenses.

The effect on the Group's results from the subsidiaries disposed is not material for the six months ended 30 June 2013.

19 Contingent liabilities

At 30 June 2014, Hutchison Whampoa Limited, and its subsidiaries provide guarantees in respect of bank and other borrowing facilities to its associated companies and joint ventures of HK\$24,765 million (31 December 2013 - HK\$24,610 million).

The amount utilised by its associated companies and joint ventures are as follows:

	30 June 2014 HK\$ millions	31 December 2013 HK\$ millions
To associated companies		
Other businesses	1,735	1,973
To joint ventures		
Property businesses	975	868
Other businesses	20,346	19,998
	21,321	20,866

At 30 June 2014, the Group had provided performance and other guarantees of HK\$4,187 million (31 December 2013 - HK\$4,131 million).

20 Commitments

On 24 June 2013, the Group announced that it has entered into an agreement with Telefonica to buy its O₂ business in Ireland for €780 million (approximately HK\$8,229 million). A further additional deferred payment of €70 million (approximately HK\$739 million) is payable dependent upon achievement of agreed financial target. The transaction was completed and the payment of €780 million (approximately HK\$8,229 million) was made on 15 July 2014.

In May 2014, a 50/50 joint venture company formed by the Group's listed subsidiary CKI and Cheung Kong (Holdings) Limited entered into an agreement for the acquisition of the Canadian Park'N Fly off-airport parking business in Toronto, Montreal, Ottawa and Edmonton. In June 2014, the joint venture company reached another agreement for the acquisition of the Park'N Fly off-airport parking business in Vancouver. Consideration for the first and the second acquisition of the Canadian Park'N Fly off-airport parking businesses amounts to C\$347.6 million (approximately HK\$2,482 million) and C\$33.4 million (approximately HK\$238 million) respectively. Completion of both transactions took place concurrently on 25 July 2014. CKI's share of the total financial commitments in relation to both acquisitions is approximately C\$198.8 million (approximately HK\$1,419 million). CKI will fund its commitment out of its existing internal resources.

In May 2014, a joint venture company formed and held equally by the Group's listed subsidiary CKI, listed associate Power Assets and Cheung Kong (Holdings) Limited entered into a Bid Implementation Agreement (BIA) pursuant to which the joint venture company agrees to make a conditional cash offer, as soon as practicable, to acquire all the issued and outstanding shares of Envestra Limited, one of the largest natural gas distributors in Australia, for AUD1.32 per share. CKI's share of the total financial commitments in relation to the transaction is approximately A\$666 million (approximately HK\$4,800 million). CKI expects to fund its commitment by bank borrowings. The bid is subject to a number of conditions, including the requirement that the joint venture company acquires a relevant interest of more than 50% of Envestra's shares (including CKI's existing 17.46% interest), that Envestra's existing financiers do not trigger any change of control clauses, and that approval is granted by Australia's Foreign Investment Review Board.

Other than the aforementioned commitments, there have been no material changes in the total amount of capital commitments since 31 December 2013 except for the amounts taken up during the period in the normal course of business.

21 Related parties transactions

Transactions between the Company and its subsidiaries have been eliminated on consolidation. Transactions between the Group and other related parties during the period are not significant to the Group.

There have been no material changes in the total amount of outstanding balances with associated companies and joint ventures since 31 December 2013.

The Group has entered into joint ventures with Cheung Kong (Holdings) Limited, a substantial shareholder of the Company, to undertake various, mainly property and infrastructure, projects. At 30 June 2014, included in associated companies and interests in joint ventures on the statement of financial position is a total amount of HK\$38,555 million (31 December 2013 - HK\$38,221 million) representing equity contributions to and the net amount due from these related entities. The Group had guaranteed bank and other borrowing facilities of HK\$4,308 million (31 December 2013 - HK\$4,105 million) for the benefit of these same entities.

No transactions have been entered with the directors of the Company (being the key management personnel) during the period other than the emoluments paid to them (being the key management personnel compensation).

22 Legal proceedings

As at 30 June 2014, the Group is not engaged in any material litigation or arbitration proceedings, and no material litigation or claim is known by the Group to be pending or threatened against it.

23 Subsequent events

On 15 July 2014, the Group had completed the acquisition of 100% interest of O₂ business in Ireland, following the approval of all of the relevant regulatory authorities. At the date these accounts are authorised for issue, the Group is in the process of gathering information and has not commenced the initial accounting for this business combination. The Group expects to be in a position to report the nature and financial effect of this business combination in the 2014 annual accounts.

24 US dollar equivalents

Amounts in these accounts are stated in Hong Kong dollars (HK\$), the currency of the place in which the Company is incorporated and is the functional currency of the Company. The translation into US dollars of these accounts as of, and for the six months ended, 30 June 2014, is for convenience only and has been made at the rate of HK\$7.80 to US\$1. This translation should not be construed as a representation that the Hong Kong dollar amounts actually represented have been, or could be, converted into US dollars at this or any other rate.

25 Fair value measurements

(a) Carrying amounts and fair values of financial assets and financial liabilities

The fair value of financial assets and financial liabilities, together with the carrying amounts in the condensed consolidated statement of financial position, are as follows:

	30 June 2014		31 December 2013	
	Carrying amount HK\$ millions	Fair value HK\$ millions	Carrying amount HK\$ millions	Fair value HK\$ millions
Financial assets				
Loans and receivables *				
Trade receivables (see note 13)	18,744	18,744	20,695	20,695
Other receivables and prepayments (see note 13)	48,834	48,834	48,231	48,231
Unlisted debt securities (see note 10)	401	401	392	392
Other receivables (see note 10)	4,009	4,009	4,020	4,020
Long term deposits (see note 11)	35	35	36	36
	72,023	72,023	73,374	73,374
Available-for-sale investments #				
Unlisted equity securities (see note 10)	1,419	1,419	929	929
Managed funds, outside Hong Kong (see note 11)	4,562	4,562	4,522	4,522
Listed / traded debt securities, outside Hong Kong (see note 11)	3,183	3,183	3,725	3,725
Listed equity securities, Hong Kong (see note 11)	4,305	4,305	2,130	2,130
Listed equity securities, outside Hong Kong (see note 11)	6,522	6,522	6,422	6,422
Financial assets at fair value through profit or loss# (see note 11)	301	301	301	301
	20,292	20,292	18,029	18,029
Fair value hedges #				
Interest rate swaps (see note 10)	1,656	1,656	1,813	1,813
Cross currency interest rate swaps (see notes 10 and 13)	535	535	814	814
Cash flow hedges #				
Interest rate swaps (see note 10)	37	37	42	42
Forward foreign exchange contracts (see note 13)	2	2	81	81
	2,230	2,230	2,750	2,750
	94,545	94,545	94,153	94,153
Financial liabilities				
Financial liabilities *				
Trade payables (see note 14)	20,781	20,781	22,309	22,309
Other payables and accruals (see note 14)	60,692	60,692	61,901	61,901
Bank and other debts (see note 15) ⁽ⁱ⁾	230,349	245,138	225,354	236,743
Interest free loans from non-controlling shareholders (see note 14)	1,162	1,162	1,181	1,181
Interest bearing loans from non-controlling shareholders	5,400	5,400	5,445	5,445
Obligations for telecommunications licences and other rights (see note 16)	3,024	3,024	3,255	3,255
	321,408	336,197	319,445	330,834
Fair value hedges #				
Interest rate swaps (see note 16)	99	99	345	345
Cash flow hedges #				
Interest rate swaps (see notes 14 and 16)	161	161	163	163
Forward foreign exchange contracts (see notes 14 and 16)	1,174	1,174	746	746
	1,434	1,434	1,254	1,254
	322,842	337,631	320,699	332,088

* carried at amortised costs

carried at fair value

(i) The fair values of the bank and other debts are based on market quotes or estimated using discounted cash flow calculations based upon the Group's current incremental borrowing rates for similar types of borrowings with maturities consistent with those remaining for the debt being valued.

25 Fair value measurements (continued)

(b) Financial assets and financial liabilities measured at fair value

Fair value hierarchy

The table below analyses recurring fair value measurements for financial assets and financial liabilities. These fair value measurements are categorised into different levels in the fair value hierarchy based on the inputs to valuation techniques used. The different levels are defined as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;
 Level 2: Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
 Level 3: Inputs for the assets or liabilities that are not based on observable market data (i.e. unobservable inputs).

	Level 1 HK\$ millions	Level 2 HK\$ millions	Level 3 HK\$ millions	Total HK\$ millions
At 30 June 2014				
Available-for-sale investments				
Unlisted equity securities (see note 10)	–	438	981	1,419
Managed funds, outside Hong Kong (see note 11)	4,562	–	–	4,562
Listed / traded debt securities, outside Hong Kong (see note 11)	832	2,351	–	3,183
Listed equity securities, Hong Kong (see note 11)	4,305	–	–	4,305
Listed equity securities, outside Hong Kong (see note 11)	5,605	–	917	6,522
Financial assets at fair value through profit or loss (see note 11)	–	301	–	301
	15,304	3,090	1,898	20,292
Fair value hedges				
Interest rate swaps (see note 10)	–	1,656	–	1,656
Cross currency interest rate swaps (see note 10)	–	535	–	535
Cash flow hedges				
Interest rate swaps (see note 10)	–	37	–	37
Forward foreign exchange contracts (see note 13)	–	2	–	2
	–	2,230	–	2,230
Fair value hedges				
Interest rate swaps (see note 16)	–	(99)	–	(99)
Cash flow hedges				
Interest rate swaps (see notes 14 and 16)	–	(161)	–	(161)
Forward foreign exchange contracts (see notes 14 and 16)	–	(1,174)	–	(1,174)
	–	(1,434)	–	(1,434)

25 Fair value measurements (continued)

(b) Financial assets and financial liabilities measured at fair value (continued)

Fair value hierarchy (continued)

	Level 1 HK\$ millions	Level 2 HK\$ millions	Level 3 HK\$ millions	Total HK\$ millions
At 31 December 2013				
Available-for-sale investments				
Unlisted equity securities (see note 10)	–	–	929	929
Managed funds, outside Hong Kong (see note 11)	4,522	–	–	4,522
Listed / traded debt securities, outside Hong Kong (see note 11)	1,416	2,309	–	3,725
Listed equity securities, Hong Kong (see note 11)	2,130	–	–	2,130
Listed equity securities, outside Hong Kong (see note 11)	5,100	–	1,322	6,422
Financial assets at fair value through profit or loss (see note 11)	–	301	–	301
	13,168	2,610	2,251	18,029
Fair value hedges				
Interest rate swaps (see note 10)	–	1,813	–	1,813
Cross currency interest rate swaps (see notes 10 and 13)	–	814	–	814
Cash flow hedges				
Interest rate swaps (see note 10)	–	42	–	42
Forward foreign exchange contracts (see note 13)	–	81	–	81
	–	2,750	–	2,750
Fair value hedges				
Interest rate swaps (see note 16)	–	(345)	–	(345)
Cash flow hedges				
Interest rate swaps (see note 16)	–	(163)	–	(163)
Forward foreign exchange contracts (see notes 14 and 16)	–	(746)	–	(746)
	–	(1,254)	–	(1,254)

The fair value of financial assets and financial liabilities that are not traded in active market is determined by using valuation techniques. Specific valuation techniques used to value financial assets and financial liabilities include discounted cash flow analysis, are used to determine fair value for the financial assets and financial liabilities.

During the six months ended 30 June 2014 and 2013, there were no transfers between the Level 1 and Level 2 fair value measurements, and no transfers into or out of Level 3 from or to Level 1 or Level 2 fair value measurements.

25 Fair value measurements (continued)

(b) Financial assets and financial liabilities measured at fair value (continued)

Level 3 fair values

The movements of the balance of financial assets and financial liabilities measured at fair value based on Level 3 are as follows:

	Six months ended 30 June	
	2014 HK\$ millions	2013 HK\$ millions
At 1 January	2,251	2,159
Total losses recognised in		
Income statement	(1)	(1)
Other comprehensive income	(84)	(27)
Additions	7	2
Disposals	(298)	–
Exchange translation differences	23	(30)
At 30 June	1,898	2,103
Total losses recognised in income statement relating to those financial assets and financial liabilities held at the end of the reporting period	(1)	(1)

The fair value of financial assets and financial liabilities that are grouped under Level 3 is determined by using valuation techniques including discounted cash flow analysis. In determining fair value, specific valuation techniques are used with reference to inputs such as dividend stream and other specific input relevant to those particular financial assets and financial liabilities.

Information for Shareholders

LISTING	The Company's ordinary shares are listed on The Stock Exchange of Hong Kong Limited
STOCK CODE	13
PUBLIC FLOAT CAPITALISATION	Approximately HK\$212,061 million (approximately 47% of the issued share capital of the Company) as at 30 June 2014
FINANCIAL CALENDAR	Record Date for 2014 Interim Dividend: 29 August 2014 Payment of 2014 Interim Dividend: 10 September 2014
REGISTERED OFFICE	22nd Floor, Hutchison House 10 Harcourt Road, Hong Kong Telephone: +852 2128 1188 Facsimile: +852 2128 1705
SHARE REGISTRAR	Computershare Hong Kong Investor Services Limited Rooms 1712-1716, 17th Floor Hopewell Centre, 183 Queen's Road East Wanchai, Hong Kong Telephone: +852 2862 8628 Facsimile: +852 2865 0990
INVESTOR INFORMATION	Corporate press releases, financial reports and other investor information on the Group are available on the website of the Company
INVESTOR RELATIONS CONTACT	Please direct enquiries to: Group Corporate Affairs Department 22nd Floor, Hutchison House 10 Harcourt Road, Hong Kong Telephone: +852 2128 1188 Facsimile: +852 2128 1705 Email: info@hwl.com.hk
WEBSITE ADDRESS	www.hutchison-whampoa.com
