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HOPSON DEVELOPMENT HOLDINGS LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 754) Website: http://www.irasia.com/listco/hk/hopson

# **INTERIM RESULTS FOR THE SIX MONTHS ENDED 30TH JUNE 2010**

# FINANCIAL HIGHLIGHTS

(for the six months ended 30th June 2010)

- Turnover was HK\$4,667,928,000
- Profit attributable to shareholders amounted to HK\$1,516,766,000
- Basic earnings per share were HK90.2 cents per share

# **BUSINESS REVIEW**

# **Industry overview**

In the first half of 2010

• Fuelled by the rapidly growing macro-economy in the first quarter, the property sector witnessed an upsurge and housing prices recorded substantial growth. Figures from the National Bureau of Statistics of China showed that in the first quarter, areas of commodity buildings sold nationwide recorded a year-on-year growth of 35.8%, of which areas of commodity residential buildings sold grew by 34.2% year-on-year.

- In April, the central government restrained speculative and investment activities in property market by credit tightening through the introduction of a series of policies, including adjustment in capital adequacy ratio, rise of second home mortgage interest rate and ban on third-home mortgages. The property market swiftly cooled down. The policies are favourable to the healthy development of the sector in the long run but it also led to wait-and-see attitudes of current home buyers.
- The introduction of these austerity measures will lead to a structural change in market demand. The demand will be from end users instead of speculators, investors and home buyers. Meanwhile, policies in boosting supply of residential land plots and economic housings will also cause changes in supply structure and help solving market imbalance.

# **Contracted sales performance**

Details of properties sold under sale and pre-sale contracts in the first half of 2010 totalling RMB6,031 million (2009: RMB6,651 million) were as follows:

- In Beijing, a total GFA of 95,187 square metres (2009: 95,163 square metres), of which 88,765 square metres (2009: 95,163 square metres) were attributable to the Group, with a carrying value of RMB3,211 million (2009: RMB1,693 million) was sold. The increase in carrying value was mainly attributable to the sales of No. 8 Royal Park and the newly-launched Dreams World.
- In Shanghai, a total GFA of 70,730 square metres (2009: 193,711 square metres) with a carrying value of RMB1,328 million (2009: RMB2,361 million) was sold.
- In Huizhou, a total GFA of 45,407 square metres (2009: 19,270 square metres), with a carrying value of RMB396 million (2009: RMB126 million) was sold. The increase in sale was mainly attributable to the commencement of sale of new phases of Huizhou Regal Riviera Bay and the newly-launched Huizhou Golf Manor.
- In Tianjin and Guangzhou, a total GFA of 110,215 square metres (2009: 283,438 square metres), of which 108,178 square metres (2009: 280,570 square metres) were attributable to the Group, with a carrying value of RMB1,096 million (2009: RMB2,471 million) was sold.

# Properties sold but yet delivered

As at 30th June 2010, the total GFA in respect of which the Group had entered into sale and pre-sale contracts and yet to be delivered to buyers was 583,046 square metres (31st December 2009: 615,706 square metres). Following the delivery of these properties, the proceeds received therefrom totalling HK\$9,590 million will be recognised as revenue in the Group's accounts in the second half of 2010 and thereafter.

# **Delivery of properties**

A total GFA of 354,200 square metres (2009: 335,738 square metres) was delivered in the first half of 2010.

# **Project development progress**

- A total GFA of approximately 566,800 square metres was completed in the first half of 2010.
- A total GFA of approximately 740,190 square metres is expected to be completed in the second half of 2010.

# Landbank and land replenishment

As of 30th June 2010, the Group had a landbank of approximately 29.76 million square metres (31st December 2009: 30.2 million square metres).

During the first half of 2010, the Group entered into a land transfer contract in Kunshan with a site area of approximately 292,140.4 square metres.

# Prospects

- In the years ahead, urbanization, city renewal and the desire for better living environment will continue to boost the demand in housing in China and the property sector will persist to witness impressive development.
- China is going through industrialization and urbanization with a large supply of work force. Property remains a popular type of investment for Chinese people to maintain asset value. In the long run, property sector will continue to enjoy stable growth and we hold a positive view in the prospects of the real estate market.
- In the second half of 2010, we planned to launch 6 new projects located in Qinhuangdao, Ningbo, Shanghai, Hangzhou, Guangzhou and Huizhou. These projects vary from high-end residential and commercial buildings in city centres and countryside villas with natural landscape, to large-scale residential projects with comprehensive facilities in second-tier cities. These projects are highly receptive by target customers and potential buyers and it is expected they will generate satisfactory sales to the Group.

The board of directors of Hopson Development Holdings Limited (the "Company") (the "Board of Directors") is pleased to announce the unaudited consolidated results of the Company and its subsidiaries (collectively the "Group") for the six months ended 30th June 2010 together with the comparative figures for the corresponding previous period.

The 2010 interim financial report of the Company has been reviewed by the Audit Committee and the Board of Directors of the Company.

# CONDENSED CONSOLIDATED INCOME STATEMENT

		Six months ended 30th Jur		
	Mata	2010 <i>HK\$'000</i>	2009 HK\$'000	
	Note	(Unaudited)	(Unaudited)	
		(chudahta)	(Chadalled)	
Revenues	4	4,667,928	3,902,317	
Cost of sales	6	(2,984,818)	(2,293,962)	
Gross profit		1,683,110	1,608,355	
Other gains	5	977,463	534,332	
Selling and marketing costs	6	(163,101)	(130,625)	
General and administrative expenses	6	(415,793)	(500,355)	
On and in a most if t		2 001 (70	1 5 1 1 707	
Operating profit Finance income	7	2,081,679 9,134	1,511,707	
Finance moone Finance costs	7	9,134 (127,116)	4,452	
Share of profit/(loss) of associates	/	(127,110) 4,145	(153,279) (431)	
Share of loss of a jointly controlled entity		(2,565)	(431) (1,539)	
Share of loss of a jointry controlled entry		(2,505)	(1,339)	
Profit before taxation		1,965,277	1,360,910	
Taxation	8	(469,440)	(457,568)	
Profit for the period		1,495,837	903,342	
Attributable to:				
Equity holders of the Company		1,516,766	906,133	
Non-controlling interests		(20,929)	(2,791)	
		1,495,837	903,342	
			;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;;	
Earnings per share for profit attributable to the equity holders of the Company during the period				
(in HK\$ per share) — basic	9	0.902	0.610	
— Vasit	7	0.902	0.010	
— diluted	9	0.898	0.610	
Dividend	10		146,498	

# CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Profit for the period	1,495,837	903,342	
Other comprehensive income			
Fair value gain on available-for-sale financial assets	109,111	_	
Deferred tax for fair value gain on available-for-sale			
financial assets	(10,911)	_	
Asset revaluation reserve realised upon disposal of			
properties held for sale	(47,086)	(202,116)	
Deferred tax for asset revaluation reserve realised upon			
disposal of properties held for sale	58,814	81,083	
Currency translation differences	298,044	64,360	
Other comprehensive income for the period,			
net of tax	407,972	(56,673)	
Total comprehensive income for the period	1,903,809	846,669	
Total comprehensive income attributable to:			
Equity holders of the Company	1,904,969	848,545	
Non-controlling interests	(1,160)	(1,876)	
	1,903,809	846,669	

# CONDENSED CONSOLIDATED BALANCE SHEET

		As at		
		<b>30th June</b> 31st Dece		
		2010	2009	
	Note	HK\$'000	HK\$'000	
		(Unaudited)	(Audited)	
ASSETS				
Non-current assets				
Land costs		348,867	329,440	
Prepayments for acquisition of land		198,591	266,962	
Properties and equipment		3,175,785	3,175,029	
Investment properties		8,540,889	8,378,105	
Intangible assets		121,700	120,660	
Investments in associates		45,442	40,925	
Investment in a jointly controlled entity		1,472,995	1,188,692	
Available-for-sale financial assets		2,790,433	2,671,719	
Deferred tax assets		232,197	191,287	
		16,926,899	16,362,819	
Current assets				
Prepayments for acquisition of land		15,211,240	7,363,482	
Properties under development for sale		32,728,303	30,556,607	
Completed properties for sale		9,313,294	7,835,600	
Financial assets at fair value through profit or loss		11,809	11,083	
Accounts receivable	11	166,369	146,895	
Prepayments, deposits and other current assets		2,255,076	1,620,126	
Due from an associate		29,619	29,365	
Due from related companies		14,513	13,664	
Pledged/charged bank deposits		360,956	168,479	
Cash and cash equivalents		4,329,270	6,546,144	
		64,420,449	54,291,445	
		<u></u>	<u></u>	
Total assets		81,347,348	70,654,264	

		As at		
	Note	30th June 2010 <i>HK\$'000</i> (Unaudited)	31st December 2009 <i>HK\$'000</i> (Audited)	
EQUITY				
Capital and reserves attributable to the Company's equity holders				
Share capital		175,237	159,237	
Reserves	14	32,330,621	28,034,506	
		32,505,858	28,193,743	
Non-controlling interests		2,297,642	2,305,733	
Total equity		34,803,500	30,499,476	
LIABILITIES				
Non-current liabilities Land cost payable		80,431	271,028	
Borrowings	12	17,227,878	10,116,598	
Due to minority shareholders		421,462	419,411	
Deferred tax liabilities		4,410,969	4,502,743	
		22,140,740	15,309,780	
Current liabilities				
Accounts payable	13	5,098,591	2,941,424	
Land cost payable	10	252,568	302,418	
Borrowings Deferred revenue	12	1,811,345	6,232,260	
Accruals and other payables		9,589,526 1,699,283	7,260,538 1,728,752	
Due to an associate		6,323	6,269	
Due to related companies		150,514	173,721	
Due to a jointly controlled entity		1,809,469	1,842,289	
Current tax liabilities		3,985,489	4,357,337	
		24,403,108	24,845,008	
Total liabilities		46,543,848	40,154,788	
Total equity and liabilities		81,347,348	70,654,264	
Net current assets		40,017,341	29,446,437	
Total assets less current liabilities		56,944,240	45,809,256	

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Unaudited six months Attributable to equity holders of the Company		nded 30th Jun Non- controlling	e 2010
	Share capital <i>HK\$'000</i>	Reserves HK\$'000	interests HK\$'000	Total <i>HK\$'000</i>
Balance at 1st January 2010	159,237	28,034,506	2,305,733	30,499,476
Profit for the period Other comprehensive income:	_	1,516,766	(20,929)	1,495,837
Fair value gain on available-for-sale financial assets Asset revaluation reserve realised upon	_	109,111	_	109,111
disposal of properties held for sale	_	(47,086)	_	(47,086)
Deferred tax	—	47,903		47,903
Currency translation differences		278,275	19,769	298,044
Total comprehensive income for the period		1,904,969	(1,160)	1,903,809
Proceeds from issue of shares — Placements	18,546	2 602 000		2 711 446
Repurchase of own shares	(2,546)	2,692,900 (267,752)		2,711,446 (270,298)
Further acquisition of equity interests	(2,340)	(207,732)	—	(270,298)
of a subsidiary		(34,002)	(6,931)	(40,933)
	16,000	2,391,146	<u>(6,931</u> )	2,400,215
Balance at 30th June 2010	175,237	32,330,621	2,297,642	34,803,500

	Unaudit Attributable holders of the		nded 30th June Non- controlling	2009	
	Share capital <i>HK\$'000</i>	Reserves HK\$'000	interests HK\$'000	Total <i>HK\$`000</i>	
Balance at 1st January 2009	147,237	20,032,657	2,384,179	22,564,073	
Profit for the period Other comprehensive income: Asset revaluation reserve realised upon	_	906,133	(2,791)	903,342	
disposal of properties held for sale		(202,116)		(202,116)	
Deferred tax	_	81,083		81,083	
Currency translation differences		63,445	915	64,360	
Total comprehensive income for the period		848,545	(1,876)	846,669	
Proceeds from issue of shares, net of share issue expenses					
— Placements	12,000	1,567,663		1,579,663	
Disposal of subsidiaries			(248,026)	(248,026)	
Dividend paid		(154,599)		(154,599)	
	12,000	1,413,064	(248,026)	1,177,038	
Balance at 30th June 2009	159,237	22,294,266	2,134,277	24,587,780	

Notes:

#### (1) General information

Hopson Development Holdings Limited ("the Company") and its subsidiaries (together "the Group") are mainly engaged in the development of residential properties in Mainland China. The Group is also involved in some ancillary property related businesses, including property investment, hotel operations and property management.

The Company is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda.

The Company is listed on The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). This unaudited interim financial information is presented in Hong Kong dollars, unless otherwise stated and has been approved for issue by the Board of Directors on 27th August 2010.

#### (2) Basis of presentation

This unaudited interim financial information for the six months ended 30th June 2010 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants.

This unaudited interim financial information should be read in conjunction with the annual consolidated financial statements for the year ended 31st December 2009.

#### (3) Accounting policies

Except as described below, the accounting policies and methods of computation used in the preparation of this unaudited interim financial information are consistent with those used in the annual financial statements for the year ended 31st December 2009.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

#### (a) Change in accounting policy

During the period, the Group changed its accounting policy for land costs which is held for development for sale.

Land costs which is held for development for sale meet the definition of both inventories under HKAS 2 "Inventories" and leasehold land under HKAS 17 "Leases".

Previously, land costs which is held for development for sale were classified as prepaid operating lease and payments were amortised on a straight line basis over the period of the lease in accordance with HKAS 17. During the period of time that is required to develop the properties for its intended use, the land amortisation was capitalised as part of the costs of the properties under development. In all other periods the land amortisation is charged to the income statement.

Subsequent to the change in accounting policy, land costs relating to property held for development for sale are classified as inventories in accordance with HKAS 2 and measured at the lower of cost and net realisable value.

Management believes that the new classification of land costs as inventories results in a more relevant presentation of the financial position of the Group, and of its performance for the period. The revised treatment reflects the management's intention on the use of the land and results in a presentation consistent with the industry practice.

The change in accounting policy has no material impact on the retained earnings as at 1st January 2009 and 31st December 2009, and the profit for the current and prior periods. Land costs relating to properties developed for sale were reclassified to properties under development for sale and completed properties for sale in the consolidated balance sheet of the Group as at 31st December 2009 as follows:

#### As at 31st December 2009

	As previously		Reclassified
Current assets	reported	Reclassification	balance
	HK\$'000	HK\$'000	HK\$'000
Land costs	24,580,807	(24,580,807)	_
Properties under development for sale	9,611,470	20,945,137	30,556,607
Completed properties for sale	4,199,930	3,635,670	7,835,600

#### (b) The adoption of new/revised HKFRS

In 2010, the Group adopted the following new standards, amendments and interpretations of Hong Kong Financial Reporting Standards ("HKFRS"), which are effective for accounting periods beginning on or after 1st January 2010 and relevant to the Group's operations.

HKAS 27 (Revised)	Consolidated and Separate Financial Statements
HKFRS 3 (Revised)	Business Combinations

#### Annual improvements to HKFRS published in May 2009

HKAS 1 Amendment	Presentation of Financial Statements
HKAS 7 Amendment	Statement of Cash Flows
HKAS 17 Amendment	Leases
HKAS 18 Amendment	Revenue
HKAS 36 Amendment	Impairment of Assets
HKAS 38 Amendment	Intangible Assets
HKFRS 5 Amendment	Non-current assets held for sale and discontinued operations
HKFRS 8 Amendment	Operating Segments

The Group has assessed the impact of the adoption of these new standards, amendments and interpretations and considered that there was no significant impact on the Group's results and financial position nor any substantial changes in the Group's accounting policies and presentation of the accounts, except for HKAS 27 (Revised) and HKFRS 3 (Revised) as set out below:

HKAS 27 (Revised) requires the effects of all transactions with non-controlling interests that do not result in the change of control to be recorded as equity transactions and these transactions will no longer result in goodwill or gains and losses. When control is lost, any remaining interest in the entity is remeasured to fair value, the difference between its fair value and carrying amount is recognised in the consolidated profit and loss account.

The adoption of HKAS 27 (Revised) has resulted in a difference between the consideration paid and the relevant share of the carrying net asset value acquired from the non-controlling interest of HK\$34,002,000 which is now recorded in equity.

HKFRS 3 (Revised) continued to apply the acquisition method to business combinations, with some significant changes. For example, all acquisition-related costs should be expensed. The cost of acquisition includes the fair value at the acquisition date of any contingent purchase consideration. In a business combination undertaken in phases/stages, the previously held equity interest in the acquiree is remeasured at fair value and the difference between its fair value and carrying amount is recognised in the income statement. There is a choice, on the basis of each acquisition, to measure the non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets.

The adoption of HKFRS 3 (Revised) does not result in any impact on the Group's result in the current period nor the financial position at the end of the report period.

#### Standards, interpretations and amendments to existing standards that are relevant but not yet effective

Effective for accounting periods beginning on or after

#### New or revised standards, interpretations and amendments

HKAS 32 Amendment	Classification of Rights Issues	1st February 2010
HK(IFRIC)-Int 19	Extinguishing financial liabilities with equity instruments	1st July 2010
HKAS 24 (Revised)	Related Party Disclosure	1st January 2011
HK(IFRIC)-Int 14	Prepayment of a minimum funding requirement	1st January 2011
Amendment		
HKFRS 9	Financial instruments	1st January 2013

Effective for accounting periods beginning on or after

#### Annual improvement to HKFRS published in May 2010

HKFRS 3 (Revised)	Business combinations	1st July 2010
HKAS 1	Presentation of Financial Statements	1st January 2011
HKAS 27	Consolidated and Separate Financial Statements	1st January 2011
HKAS 34	Interim Financial Reporting	1st January 2011
HKFRS 7	Financial Instruments: Disclosure	1st January 2011

The Group has already commenced an assessment of the impact of these new or revised standards, amendments and interpretation, certain of which are relevant to the Group's operation and will give rise to changes in accounting policies, disclosures or measurement of certain items in the financial statements. However, the Group is not yet in a position to ascertain their impact on its results of operations and financial position.

#### (4) Segment information

The chief operating decision maker has been identified as the Executive Directors. The Executive Directors review the Group's internal reporting in order to assess performance and allocate resources. Management has determined the operating segments based on these reports.

The Executive Directors consider the business from both a business and geographic perspective. Reportable business segments identified are property development, property investment, hotel operations and property management. Geographically, the Executive Directors consider that the reportable business segments can be further segregated into four main geographical areas, namely Guangdong province (GZ) (including Guangzhou, Huizhou, Zhongshan and Hong Kong), Beijing (BJ) (including Beijing, Dalian, Taiyuan and Qinhuangdao), Shanghai (SH) (including Shanghai, Hangzhou and Ningbo) and Tianjin (TJ).

The Executive Directors assess the performance of the operating segments based on a measure of adjusted segment results. Corporate expense, finance income and finance costs are not included in the result for each operating segment that is reviewed by the Executive Directors.

Segment assets consist primarily of properties and equipment, investment properties, investment in a jointly controlled entity, land costs, properties under development, completed properties for sale, prepayments, deposits and other current assets, receivable and operating cash (cash in Hong Kong has been included in the property development segment in GZ). They exclude available-for-sale financial assets, which are managed on a central basis and deferred tax assets. These are part of the reconciliation to total balance sheet assets.

#### Segment results by business lines and geographical areas

Sales between segments are carried out on terms equivalent to those that prevail in arm's length transactions. The revenue from external parties reported to the Executive Directors is measured in a manner consistent with that in the consolidated income statement.

Revenue comprise turnover which included gross proceeds from sale of properties, revenue from rental and hotel operations and property management income.

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
Sales of properties	4,363,184	3,649,997	
Property management income	196,473	167,005	
Income from hotel operations	76,142	54,141	
Rental income	32,129	31,174	
	4,667,928	3,902,317	

The segment results by business lines and by geographical areas for the six months ended 30th June 2010 are as follows:

										Property	
		Property dev	elopment		Property in	vestment	Ho	tel operations		management	Group
	GZ HK\$'000	SH <i>HK\$'000</i>	BJ <i>HK\$'000</i>	TJ <i>HK\$'000</i>	GZ HK\$'000	SH <i>HK\$'000</i>	GZ HK\$'000	BJ <i>HK\$'000</i>	TJ <i>HK\$'000</i>	HK\$'000	HK\$'000
Six months ended 30th June 2010:											
Total revenue	2,556,822	1,237,325	415,892	211,888	-	—	14,514	23,496	38,132	198,218	4,696,287
Inter-segment revenues	(25,753)			(861)						(1,745)	(28,359)
Revenue	2,531,069	1,237,325	415,892	211,027			14,514	23,496	38,132	196,473	4,667,928
Adjusted segment results	1,634,733	463,218	65,619	(3,573)	1,889	1,296	5,420	(2,142)	(68,930)	13,617	2,111,147
				(0)000				(_,)	(00),00)		
Depreciation	(3,641)	(1,047)	(4,430)	(1,307)	(7)	(1)	(3,320)	(5,303)	(38,235)	(873)	(58,164)
Amortisation	_	_	_	_	_	_	(1,315)	(495)	(57)	_	(1,867)
Fair value gains on investment properties	_	_	_	_	1,889	1,296	_	_	_	_	3,185
Share of profit of associates	1,347	_	2,798	_			_	_	_	_	4,145
Share of loss of a jointly	1,0 17		,								
controlled entity			(2,565)								(2,565)

The segment results by business lines and by geographical areas for the period ended 30th June 2009 are as follows:

		Property dev	elopment		Property inv	restment	Но	tel operations		Property management	Group
	GZ HK\$'000	SH HK\$'000	BJ HK\$'000	TJ HK\$'000	GZ HK\$'000	SH <i>HK\$'000</i>	GZ HK\$'000	BJ HK\$'000	TJ <i>HK\$'000</i>	HK\$'000	HK\$'000
Six months ended 30th June 2009: Total revenue	2,323,374	296,957	1,000,834	39,720	31,174	_	8,902	18,559	26,680	168,501	3,914,701
Inter-segment revenues	(10,888)									(1,496)	(12,384)
Revenue	2,312,486	296,957	1,000,834	39,720	31,174		8,902	18,559	26,680	167,005	3,902,317
Adjusted segment results	661,118	610,060	280,744	(27,530)	30,198		3,441	(6,037)	(61,682)	12,929	1,503,241
Depreciation Amortisation Fair value gains on investment	(2,910) (588)	(977) (730)	(1,844) (180)	(1,122) (151)	(6)	(41)	(3,748) (1,309)	(5,631) (389)	(25,766) (57)	(802)	(42,847) (3,404)
properties Share of loss of associates	(184)	_	(247)	_	2,141	_	_	_	_	_	2,141 (431)
Share of loss of a jointly controlled entity			(1,539)								(1,539)

The segment assets by business lines and by geographical areas as at 30th June 2010 are as follows:

	Property development			Property in	vestment	Но	Hotel operations			Group	
	GZ HK\$'000	SH <i>HK\$'000</i>	BJ <i>HK\$</i> '000	TJ <i>HK\$</i> '000	GZ HK\$'000	SH <i>HK\$'000</i>	GZ HK\$'000	BJ <i>HK\$'000</i>	TJ <i>HK\$'000</i>	HK\$'000	HK\$'000
As at and for the six months ended 30th June 2010:	25,733,353	10,326,857	25,785,813	4,384,379	2,554,864	6,049,710	512,089	387,936	2,405,540	184,177	78,324,718
Segment assets include: Investment in associates Investment in a jointly	1,996	_	43,446	_	_	_	_	_	_	_	45,442
controlled entity Additions to non-current assets (other than financial	-	_	1,472,995	_	-	-	_	_	-	-	1,472,995
instruments and deferred tax assets)	3,563	13,381	1,498	11,184	55,174	31,786	2,324	1,364	24,244	848	145,366

The segment assets by business lines and by geographical areas as at 31st December 2009 are as follows:

	Property development			Property investment		Hotel operations			Property management	Group	
	GZ HK\$'000	SH <i>HK\$</i> '000	BJ <i>HK\$</i> '000	TJ <i>HK\$</i> '000	GZ HK\$'000	SH <i>HK\$'000</i>	GZ HK\$'000	BJ <i>HK\$'000</i>	TJ <i>HK\$`000</i>	HK\$'000	HK\$'000
As at and for the year ended											
31st December 2009:	23,134,671	7,736,545	21,172,034	4,064,030	2,476,368	5,938,360	507,104	391,801	2,174,470	195,875	67,791,258
Segment assets include:											
Investment in associates	637	_	40,288	_	_	_	_	_	_	_	40,925
Investment in a jointly											
controlled entity	—	—	1,188,692	—	—	_	—	—	—	—	1,188,692
Additions to non-current assets											
(other than financial											
instruments and deferred tax											
assets)	11,935	14,806	1,324	481,918	36,570	514,115	5,855	27,749	422,428	2,733	1,519,433

Reconciliation of reportable segment profit from operations to profit before taxation is as follows:

	Six months ended 30th June		
	2010		
	HK\$'000		
	(Unaudited)	(Unaudited)	
Reportable segment profit from operations	2,111,147	1,503,241	
Unallocated corporate (expenses)/income, net	(27,888)	6,496	
Finance income	9,134	4,452	
Finance costs	(127,116)	(153,279)	
Profit before taxation	1,965,277	1,360,910	

Reconciliation of reportable segment assets to total assets are as follows:

	As at		
	30th June	31st December	
	2010	2009	
	HK\$'000	HK\$'000	
	(Unaudited)	(Audited)	
Total segment assets	78,324,718	67,791,258	
Deferred tax assets	232,197	191,287	
Available-for-sale financial assets	2,790,433	2,671,719	
Total assets	81,347,348	70,654,264	

The Group primarily operates in Mainland China. All revenues for the six months ended 30th June 2010 and 2009 are from Mainland China.

As at 30th June 2010 and 31st December 2009, all non-current assets, other than financial instruments and deferred tax assets are located in Mainland China.

#### (5) Other gains

	Six months end	Six months ended 30th June		
	2010	2009		
	HK\$'000	HK\$'000		
	(Unaudited)	(Unaudited)		
Dividend income	197	21,614		
Fair value gains on investment properties	3,185	2,141		
Fair value gain on financial assets at fair value through profit or loss	726	235		
Gain on disposal of subsidiaries	958,217	468,945		
Government grants	15,138	41,397		
	977,463	534,332		

#### (6) Expenses by nature

Expenses included in cost of sales, selling and marketing costs and general and administrative expenses are analysed as follows:

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Advertising costs	73,533	66,943	
Amortisation of land costs	1,867	3,404	
Cost of completed properties sold	2,745,219	2,107,619	
Depreciation of properties and equipment	58,164	42,847	
Direct operating expenses arising from investment properties that			
— generated rental income	—	532	
— did not generate rental income	_	2,430	
Employees' benefits cost (including Directors' emoluments)	207,956	208,277	
Loss on disposal of properties and equipment	212	744	
Net exchange loss/(gain) (included in general and administrative expenses)	109	(4,259)	
Operating lease rental in respect of premises	14,947	24,076	

#### (7) Finance income and costs

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Interest expense:			
— on bank loans wholly repayable within five years	403,729	394,099	
— on bank loans not wholly repayable within five years	18,243	8,827	
— on senior notes wholly repayable within five years	116,197	115,763	
— on convertible bonds wholly repayable within five years	4,845	70,711	
Total borrowing costs incurred	543,014	589,400	
Less: Amount capitalised as part of the cost of properties under development	(415,898)	(436,121)	
	127,116	153,279	
Interest income from banks	(9,134)	(4,452)	
Net finance costs	117,982	148,827	

The average interest rate of borrowing costs capitalised for the six months ended 30th June 2010 was approximately 5.6% (2009: 7.1%) per annum.

#### (8) Taxation

Taxation consists of:

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
	(Unaudited)	(Unaudited)	
Current taxation			
Hong Kong profits tax	(2,454)	(2,877)	
Mainland China corporate income tax	349,340	240,533	
Mainland China land appreciation tax	203,013	296,964	
	549,899	534,620	
Deferred taxation			
Mainland China corporate income tax	(55,764)	(55,532)	
Mainland China land appreciation tax	(24,695)	(21,520)	
	(80,459)	(77,052)	
	469,440	457,568	

Hong Kong profits tax is provided at the rate of 16.5% (2009: 16.5%) on the estimated assessable profit arising in or derived from Hong Kong. Mainland China corporate income tax is provided at a rate of 25% (2009: 25%). Mainland China land appreciation tax is provided at progressive rates ranging from 30% to 60% on the appreciation of land value, being the proceeds of sales of properties less deductible expenditures including costs of land and development and construction expenditures.

#### (9) Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the period.

	Six months ended 30th June		
	2010	2009	
	(Unaudited)	(Unaudited)	
Profit attributable to equity holders of the Company (HK\$'000)	1,516,766	906,133	
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
Weighted average number of ordinary shares in issue ('000)	1,681,712	1,485,628	
Basic earnings per share (HK\$ per share)	0.902	0.610	

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The convertible bonds are assumed to have been converted into ordinary shares, and the net profit is adjusted to eliminate the interest expense less the tax effect. The number of shares calculated as above is compared with the number of shares that would have been issued assuming the conversion of convertible bonds.

	Six months end	led 30th June
	2010	2009
	(Unaudited)	(Unaudited)
Profit attributable to equity holders of the Company (HK\$'000)	1,516,766	906,133
Interest expense on convertible bonds (net of tax) (HK\$'000)	3,712	N/A
Profit for calculation of diluted earnings per share (HK\$'000)	1,520,478	906,133
Weighted average number of ordinary shares in issue ('000)	1,681,712	1,485,628
Adjustments for shares to be issued on conversion of convertible bonds ('000)	10,804	N/A
Weighted average number of ordinary shares for diluted earnings per share ('000)	1,692,516	1,485,628
Diluted earnings per share (HK\$ per share)	0.898	0.610

The convertible bonds are anti-dilutive for the six months ended 30th June 2009.

#### (10) Dividend

	Six months ended 30th June		
	2010	2009	
	HK\$'000	HK\$'000	
Interim dividend proposed of nil (2009: HK\$0.092) per ordinary share		146,498	

#### (11) Accounts receivable

Consideration in respect of properties sold is generally payable by the buyers at the time of completion of the sale and purchase agreements. Rentals in respect of leased properties and property management fees are generally payable in advance by the tenants on a monthly basis.

The ageing analysis of accounts receivable is as follows:

	As	As at		
	30th June	31st December		
	2010	2009		
	HK\$'000	HK\$'000		
	(Unaudited)	(Audited)		
0 to 3 months	46,434	54,317		
3 to 6 months	17,377	6,343		
6 to 9 months	17,925	4,378		
9 to 12 months	6,595	3,250		
Over 12 months	78,038	78,607		
	166,369	146,895		

Carrying values of accounts receivable denominated in RMB approximate their fair values.

As at 30th June 2010, approximately 17% (2009: 16%) of the accounts receivable was due from one (2009: one) customer. Other than this, there is no concentration of credit risk with respect to accounts receivable as the Group has a large number of customers.

#### (12) Borrowings

	As at			
	30th June	31st December		
	2010	2009		
	HK\$'000	HK\$'000		
	(Unaudited)	(Audited)		
Non-current				
Bank borrowings	14,537,510	7,439,901		
Senior notes	2,690,368	2,676,697		
Current Bank borrowings Convertible bonds	<u>    17,227,878</u> 1,811,345 <u> </u>	10,116,598 4,062,575 2,169,685		
	1,811,345	6,232,260		
Total borrowings	19,039,223	16,348,858		

#### Notes:

- (a) In November 2005, the Company issued 8.125% senior notes with an aggregate nominal value of US\$350,000,000 (equivalent to approximately HK\$2,730,000,000), for a total consideration of approximately HK\$2,733,182,000. The senior notes mature in seven years (November 2012) and are repayable at their nominal value of US\$350,000,000. The Company will be entitled at its option to redeem all or a portion of the senior notes on or after 9th November 2009 at the redemption prices specified in the offering circular, plus accrued and unpaid interests up to the redemption date.
- (b) On 2nd February 2007, the Company completed the issue of RMB1,830,400,000 aggregate principal amount of USD settled Zero Coupon Convertible Bonds. The bonds mature in three years (February 2010) from the issued date at 104.59% of the nominal value or can be converted into ordinary shares of the Company on or after 14th March 2007 at a conversion price of HK\$30.08 per share at a fixed exchange rate of RMB0.9958 to HK\$1. On 2nd February 2010, the Group repaid the bonds of approximately US\$280,418,000 (equivalent to approximately RMB1,914,415,000).

#### (13) Accounts payable

The ageing analysis of accounts payable (including amounts due to related parties of trading in nature) is as follows:

As	As at		
30th June	31st December		
2010	2009		
HK\$'000	HK\$'000		
(Unaudited)	(Audited)		
5,098,591	2,941,424		
	30th June 2010 <i>HK\$'000</i> (Unaudited)		

As at 30th June 2010, approximately HK\$2,558,033,000 (2009: HK\$2,471,757,000) of accounts payable was due to subsidiaries of minority shareholders of certain subsidiaries of the Company in respect of property construction fees.

Carrying values of accounts payable denominated in RMB approximate their fair values.

#### (14) Reserves

For the six months ended 30th June 2010

	Share premium HK\$'000	Capital redemption reserve HK\$'000	Statutory reserve HK\$'000	Asset revaluation reserve HK\$'000	Convertible	Currency translation differences <i>HK\$'000</i>	Retained earnings HK\$'000	Total <i>HK\$'000</i>
Balance at 1st January 2010	8,232,259	_	161,117	2,507,043	227,734	2,366,633	14,539,720	28,034,506
Profit for the period	_	_	_	_	_	—	1,516,766	1,516,766
Currency translation differences	_	_	_	—	_	278,275	_	278,275
Issue of shares - placements	2,692,900	_	—	_	_	_	—	2,692,900
Repurchase of own shares	(131,634)	2,546	_	_	_	_	(138,664)	(267,752)
Further acquisition of equity interests of a subsidiary Redemption of convertible	_	_	_	_	_	_	(34,002)	(34,002)
bonds	_	_	_	_	(227,734)	_	227,734	_
Fair value gain on available- for-sale financial assets Realised upon disposal of	_	_	_	109,111		_		109,111
properties held for sale	_	_	_	(47,086)	_	_	_	(47,086)
Deferred tax	_	_	_	47,903	_	_	_	47,903
Balance at 30th June 2010	10,793,525	2,546	161,117	2,616,971		2,644,908	16,111,554	32,330,621
Analysed by — Company and subsidiaries Jointly controlled entity Associates						-	15,646,143 465,132 279	
						=	16,111,554	

For the six months ended 30th June 2009

	Share premium HK\$'000	Statutory reserve HK\$'000	Asset revaluation reserve <i>HK\$'000</i>	Convertible bonds reserve <i>HK</i> \$'000	Currency translation differences HK\$'000	Retained earnings HK\$'000	Total <i>HK\$'000</i>
Balance at 1st January 2009	6,664,596	161,117	1,659,834	227,734	2,278,132	9,041,244	20,032,657
Profit for the period	_	_	_	_	_	906,133	906,133
Currency translation differences	—	—	—	—	63,445	—	63,445
Dividend relating to 2008	—	—	—	—	—	(154,599)	(154,599)
Issue of shares - placements	1,584,000	—	—	—	—	—	1,584,000
Share issue expenses	(16,337)	_	_	_	—	_	(16,337)
Realised upon disposal of properties held							
for sale	—	—	(202,116)	—	—	—	(202,116)
Deferred tax			81,083				81,083
Balance at 30th June 2009	8,232,259	161,117	1,538,801	227,734	2,341,577	9,792,778	22,294,266
Representing —							
2009 interim dividend						146,498	
Others					_	9,646,280	
					-	9,792,778	

Analysed by —	
Company and subsidiaries	9,715,330
Jointly controlled entity	80,399
Associates	(2,951)
	9,792,778

## DIVIDEND

The Board of Directors does not recommend the payment of any interim dividend for the half-year period ended 30th June 2010 (2009: HK9.2 cents per share).

## FINANCIAL REVIEW

### Turnover

(i) *Recognised Sales* 

Property and land prices received a boost from booming housing activities in 2009. The central government, however, announced measures to reduce the pace of price growth in the second half of 2009. For the first six months of 2010, the Group completed a satisfactory turnover of HK\$4,668 million, up 19.6%, (2009: HK\$3,902 million) with a slight increase in GFA of 354,200 square metres (2009: 335,738 square metres).

Overall average selling price for delivered and completed properties grew by 13% to RMB10,794 per square metre (2009: RMB9,581). Except for Guangzhou, average selling price of the Group in all regions recorded an adequate growth in the first half of 2010.

Average selling price in Guangzhou was lowered due to the effect of a large number of lowerpriced units concluded in areas outside Guangzhou city, such as Junjing Bay in Foshan, Hushan Guoji Villa in Zengcheng and Regal Court in Zhongshan. As a consequence, the average selling price in the first half of 2010 dropped to RMB7,921 per square metre (2009: RMB8,877).

In Huizhou, the newly-launched Huizhou Golf Manor commenced its delivery in the first half of 2010, and the higher end units in Regal Riviera Bay with relatively high prices were also delivered, thereby reflecting a better average selling price at RMB8,835 per square metre (2009: RMB6,269 per square metre).

In Beijing, the delivery of higher-priced products and larger units in major projects such as Beijing Regal Court and Città Eterna revealed a growth of average selling price in the first half of 2010. For Jingjin New Town in Tianjin, sale of new villa units was the key contributor to the rise of average selling price. Overall, Beijing and Tianjin recorded growth of 64% and 55% in average selling price respectively in the first half of 2010 when compared with the same period in 2009.

In Shanghai, the average selling price grew significantly to RMB22,306 per square metre in the first half of 2010 (2009: RMB9,093) due partly to the delivery of products in three new projects, namely Hopson Dongjiao Villa, Shanghai International Garden and Hopson Yuting Garden. The price of Shanghai Hopson Town and Hopson International City in Ningbo also recorded a double-digit growth.

## (ii) Contracted Sales

The government's cooling measures implemented in April 2010 led to a slowdown of the property market. However, contracted sales of the Group in the first half of 2010 maintained roughly the same level at RMB6.03 billion (2009: RMB6.65 billion).

The average contracted selling price recorded a significantly growth of 67% in the first half of 2010 at RMB18,757 per square metre when compared with the same period last year. Growth rates in prices of all the regions within the Group were ranged between 14% and 90%.

In Guangzhou, accomplished contracted sales in the first half of 2010 reached RMB852 million. The key projects were Gallopade Park — South Court, Regal Riviera, Yijing Huayuan and Junjing Bay. In Huizhou, the contracted sales were on the rise amounting to RMB396 million in the first half (2009: RMB126 million). Huizhou Regal Riviera Bay and the new project Huizhou Golf Manor were the major contributors.

In the first half of 2010, contracted sales in Beijing recorded a 90% rise to RMB3.21 billion (2009: RMB1.69 billion), of which the high-end project No. 8 Royal Park alone contributed RMB2.2 billion. The newly launched project, Dreams World, obtained a total contracted sales of RMB527 million. In Tianjin, Jingjin New Town generated sales of RMB244 million with an average selling price of RMB9,237 per square metre.

Property sales in Shanghai in the first half of 2010 were RMB1.33 billion reflecting an average selling price of RMB18,755 per square metre. Seven property projects were on the market, namely Hopson Town, Hopson Golf Mansion, International Garden, Hopson Dongjiao Villa, Sheshan Dongziyuan, Hopson Yuting Garden and Hopson International City, of which Hopson International City in Ningbo alone gained an amount of RMB592 million in sale.

### **Gross Profit**

The gross profit was HK\$1,683 million for the first half of 2010 (2009: HK\$1,608 million) and the gross profit ratio was 36% (2009: 41%). The decrease in gross profit ratio was primarily attributable to increase in cost of sales.

### **Other Gains**

Other gains for the six months ended 30th June 2010 amounted to HK\$977 million (2009: HK\$534 million) comprising (1) a gain of HK\$958 million from the disposal of subsidiaries; (2) tax grants totalling HK\$15 million from government authorities in Mainland China; (3) fair value gains of HK\$3.8 million from listed investments and revaluation of investment properties; and (4) dividend income of HK\$0.2 million from investment in listed securities.

# **Operating Costs**

The net operating costs relating to expenses for selling, marketing, general and administration decreased by 8% to HK\$579 million in the first half of 2010 (2009: HK\$631 million). The decrease was mainly attributable to the Group's intensified cost control measures to operating costs.

# Finance Costs

Gross interest expenses before capitalisation for the first half of 2010 decreased to HK\$543 million (2009: HK\$589 million), down HK\$46 million or 8%. The decrease was primarily attributable to the repayment of the Renminbi denominated United States Dollars settled zero coupon convertible bonds of RMB1,830 million in February 2010 and the decrease in the corresponding amortisation of interest expense. The effective interest rate in respect of the Group's borrowings was approximately 5.6% per annum (2009: 7.1%).

# **Operating Profit**

Operating profit in first half 2010 was HK\$2,082 million (2009: HK\$1,512 million).

# Share of Loss of a Jointly Controlled Entity

Share of loss of a jointly controlled entity represented the Group's share of loss of HK\$2.6 million from a jointly controlled entity located in Beijing.

# Taxation

The effective tax rate was 24% for the first half of 2010, down 10% compared with same period last year. Excluding (1) non-taxable items comprising net of tax gain on disposal of subsidiaries of HK\$862 million, government grants of HK\$15 million and interest income of HK\$9 million, and (2) share of profit from a jointly controlled entity and associates of HK\$1.6 million, the effective tax rate for the first half of 2010 would have been 38% (2009: 56%). The decrease was mainly due to the decrease in the provision for Mainland China land appreciation tax during the period.

# Profit Attributable to Equity Holders of the Company

Profit attributable to equity holders was HK\$1,517 million for the first half of 2010 (2009: HK\$906 million). Basic earnings per share was HK\$0.902. Excluding the effect of the net gain from investment property revaluation of HK\$2.4 million, underlying profit for the period under review was HK\$1,515 million, up HK\$610 million or 67% compared with the corresponding period in the prior year. The increase was mainly attributable to the recognition of net gain derived from the disposal of subsidiaries amounting to HK\$862 million and the decrease in the provision for Mainland China land appreciation tax of HK\$97 million during the period.

## Segmental Information

Property development remains the Group's core business activity (94%). The geographical spread of financial performance among different regions this period was slightly different to that of the corresponding period in 2009. Guangzhou persisted its leading position as top revenue contributor within the Group (31%), followed by Shanghai (27%), Huizhou (26%), Beijing (11%) and Tianjin (5%).

## **Financial Position**

As at 30th June 2010, the Group had total assets of HK\$81,347 million and total liabilities of HK\$46,544 million, representing respectively an increase of 15% and 16% from 31st December 2009. The increase in total assets was mainly attributable to the increase in (i) prepayment of land and acquisition costs for land sites; (ii) acquisition of equity interests in a project company located in Guangdong Province; and (iii) amounts expended on construction work-in-progress of development projects. Aligned with this, total liabilities also increased, mainly attributed to rises in accounts payable, deferred revenue and bank borrowings.

The Group's current ratio as at 30th June 2010 was 2.64, which was improved compared with that of 2.19 as at 31st December 2009. With the contribution from (i) share placement of 185,461,463 shares; (ii) current period's profit attributable to equity holders and; (iii) increase in asset revaluation reserve and currency translation differences reserve, equity at 30th June 2010 increased 14% to HK\$34.8 billion from 31st December 2009. The net-asset-value ("NAV") per share as at 30th June 2010 was HK\$19.9.

# Liquidity and Financial Position

As at 30th June 2010, the Group's liability-to-asset ratio (i.e. the ratio between total liabilities and total assets, excluding non-controlling interests) was 57% (31st December 2009: 57%). The net debt-to-equity ratio (i.e. total debt less cash and bank deposits over shareholders' equity) was 41% (31st December 2009: 32%).

As at 30th June 2010, the Group had cash and short-term bank deposits amounting to HK\$4,690 million (31st December 2009: HK\$6,714 million) of which approximately HK\$84 million (31st December 2009: HK\$107 million) were charged by certain banks in respect of the processing of mortgage facilities granted by the banks to the buyers of the Group's properties. 97% of the cash and bank deposits were denominated in Renminbi, 2% in Hong Kong dollars and 1% in United States Dollars.

Total borrowings from banks amounted to HK\$16,349 million as at 30th June 2010, increased by 42% or HK\$4,847 million as compared to those at 31st December 2009. Gearing, measured by net bank borrowings and Guaranteed Senior Notes (i.e. total bank borrowings and Guaranteed Senior Notes (i.e. total bank borrowings and Guaranteed Senior Notes less cash and bank deposits) as a percentage of shareholders' equity, was 41%, up 9 percentage points from 32% as at 31st December 2009. The increase was mainly due to increase in bank borrowings and decrease in cash and bank deposits during the period.

All of the bank borrowings were either secured or covered by guarantees and were substantially denominated in Renminbi with fixed interest rates whereas the United States Dollars denominated Senior Notes due 2012 was jointly and severally guaranteed by certain subsidiaries with fixed interest rate, representing approximately 78% and 13%, respectively of the Group's total borrowings.

All of the other borrowings were unsecured, interest-free and substantially denominated in Renminbi.

The Group's borrowings repayment profile as at 30th June 2010 was as follows:

		30th	June 2010				3	1st December Guaranteed			
(HK\$ million)		Guaranteed Senior notes	Other borrowings	Total		Bank Borrowings	Guaranteed Senior notes	Convertible	Other borrowings	Total	
1 year 1–2 years 2-5 years After 5 years	1,811 3,291 9,922 1,325	2,690	1,966 — — —	3,777 3,291 12,612 1,325	(18%) (16%) (60%) (6%)	4,063 1,907 4,771 761	2,677	2,170	2,022	8,255 1,907 7,448 761	(45%) (10%) (41%) (4%)
Total Less: Cash and bank deposits	16,349	2,690	1,966	21,005 (4,690)		11,502	2,677	2,170	2,022	18,371 (6,714)	
Net borrowings			-	16,315					:	11,657	

As at 30th June 2010, the Group had banking facilities of approximately HK\$55,493 million (31st December 2009: HK\$36,976 million) for short-term and long-term bank loans, of which HK\$39,144 million (31st December 2009: HK\$25,474 million) were unutilized.

### Charge on Assets

As at 30th June 2010, certain assets of the Group with an aggregate carrying value of HK\$12,557 million (31st December 2009: HK\$7,355 million) were pledged with banks for loan facilities used by subsidiaries, a jointly controlled entity and related companies.

# **Financial Guarantees**

As at 30th June 2010, the Group provided guarantees to banks for mortgage facilities granted to buyers of the Group's properties which amounted to HK\$10,268 million (31st December 2009: HK\$9,981 million).

# **Treasury Policies and Capital Structure**

The Group adopts a prudent approach with respect to treasury and funding policies, with a focus on risk management and transactions that are directly related to the underlying business of the Group.

# EVENT AFTER BALANCE SHEET DATE

On 18th August 2010, the Group entered into a cooperation agreement with Guangzhou Textile Industrial and Trading Group Limited, a state-owned limited liability company established under the laws of the PRC, whereby the Group has agreed to bid for the equity interests when they are listed for sale in the Equity Exchange and invest in Guangzhou Diyi Dyeing Factory for a total consideration of RMB3,717,600,000.

On 24th August 2010, the Board of Directors has resolved to approve and adopt the cooperation agreement, and accordingly the cooperation agreement becomes effective and binding.

Upon Completion, Guangzhou Diyi Dyeing Factory will become a 65% indirect non-wholly-owned subsidiary of the Group, and the sole asset of Guangzhou Diyi Dyeing Factory will be the Land, on which the Kemaoyuan Project will be developed.

# FOREIGN EXCHANGE FLUCTUATIONS

The Group earns revenue and incurs costs and expenses mainly in Renminbi and is exposed to foreign exchange risk arising from the exposure of Renminbi against Hong Kong dollars and US dollars. However, the Group experienced no significant foreign exchange movement and the Directors do not anticipate any significant foreign exchange loss as a result of changes in exchange rate between Hong Kong dollars, US dollars and Renminbi in the foreseeable future.

# MANAGEMENT CONTRACT

No contracts concerning the management and administration of the whole or any substantial part of the business of the Company were entered into or existed during the period.

# **EMPLOYEES**

As at 30th June 2010, the Group, excluding its associates and jointly controlled entity, employed a total of 6,904 (as at 31st December 2009: 6,816) staff, the great majority of which were deployed in mainland China. Employees' costs (including Directors' emoluments) amounted to HK\$208 million (2009: HK\$208 million) for the six months ended 30th June 2010. The remuneration policies remained the same as revealed in the Annual Report for the year ended 31st December 2009.

# MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 of the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules") as the code of conduct regarding securities transactions by the directors of the Company (the "Directors") during the period under review. Having made specific enquiry, all Directors have confirmed that they have fully complied with the required standard set out in the Model Code during the six months ended 30th June 2010.

# **CORPORATE GOVERNANCE**

The Company has complied with the code provisions set out in the Code on Corporate Governance Practices (the "Code") contained in Appendix 14 of the Listing Rules during the six months ended 30th June 2010, except for Code provisions A.4.1 and E.1.2 as described below.

Code A.4.1 stipulates that non-executive directors should be appointed for a specific term, subject to re-election.

All the independent non-executive Directors are not appointed for specific term. This constitutes a deviation from Code provision A.4.1. However, as all the independent non-executive Directors are subject to retirement by rotation at the annual general meetings of the Company in accordance with the Company's Bye-laws, in the opinion of the Directors, this meets the objective of the Code.

Code E.1.2 stipulates that the chairman of the board should attend the annual general meeting. The Chairman of the Board of Directors did not attend the annual general meeting for the year 2010 due to other business commitment.

# PURCHASE, REDEMPTION AND SALE OF THE COMPANY'S LISTED SECURITIES

During the six months ended 30th June 2010, the Company repurchased 25,462,000 shares of HK\$0.10 each in the capital of the Company on the Stock Exchange, details of which are as follows:

	Number of shares	Highest price paid	Lowest price paid per	Aggregate consideration (excluding
Month of repurchase	repurchased	per share (HK\$)	share (HK\$)	expenses) (HK\$)
February 2010	25,462,000	11.00	10.18	269,402,280

The issued share capital of the Company was reduced by the nominal value of the repurchased shares which had been cancelled. The premium paid for the repurchase of the shares and related expenses totaling HK\$267,752,000 were charged to the share premium account.

The repurchase of shares was effected by the Directors pursuant to the general mandate approved by the shareholders at the annual general meeting of the Company held on 16th June 2009, with a view to benefiting shareholders as a whole by enhancing the net asset value per share and earnings per share of the Group.

On 2nd February 2010, the Company redeemed the full amount of its US\$ settled zero coupon convertible bonds due 2010 in the principal amount of RMB1,830,400,000 at an aggregate price of approximately US\$280,418,000.

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, redeemed or sold any of the Company's listed securities during the six months ended 30th June 2010.

# AUDIT COMMITTEE AND REVIEW OF RESULTS

The Company's audit committee is composed of the three independent non-executive Directors of the Company. The audit committee has reviewed with management the accounting principles and practices adopted by the Group and discussed internal controls and financial reporting matters including a review of the unaudited interim financial information for the six months ended 30th June 2010 with the Directors.

# **INTERIM REPORT**

The 2010 interim report containing all the information required by the Listing Rules will be published on the Stock Exchange's website and the Company's website http://www.irasia.com/listco/hk/hopson.

### SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of its Directors, the Directors confirm that the Company has maintained during the period under review the amount of public float as required under the Listing Rules.

### DIRECTORS

As at the date of this announcement, the Board of Directors of the Company is composed of six executive Directors, namely Mr. Chu Mang Yee (Chairman), Mr. Xiang Bin, Mr. Xue Hu, Mr. Au Wai Kin, Ms. Zhao Mingfeng and Mr. Liao Ruoqing; and three independent non-executive Directors namely, Mr. Lee Tsung Hei, David, Mr. Wong Shing Kay, Oliver and Mr. Tan Leng Cheng, Aaron.

By order of the Board Chu Mang Yee Chairman

Hong Kong, 27th August 2010

\* for identification purposes only