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# Hutchison Whampoa Limited



*(incorporated in Hong Kong with limited liability)*  
**(Stock Code: 13)**

## OVERSEAS REGULATORY ANNOUNCEMENT

Attached is the Directors' Report and Financial Statements for the year ended 31 December 2009 of Hutchison Ports (UK) Finance PLC, an indirect subsidiary of the Company, filed with the Luxembourg Stock Exchange.

As at the date of this announcement, the directors of the Company are:

**Executive Directors:**

Mr LI Ka-shing (*Chairman*)  
Mr LI Tzar Kuoi, Victor (*Deputy Chairman*)  
Mr FOK Kin-ning, Canning  
Mrs CHOW WOO Mo Fong, Susan  
Mr Frank John SIXT  
Mr LAI Kai Ming, Dominic  
Mr KAM Hing Lam

**Non-executive Directors:**

Mr George Colin MAGNUS  
Mr William SHURNIAK

**Independent Non-executive Directors:**

The Hon Sir Michael David KADOORIE  
Mr Holger KLUGE  
Mrs Margaret LEUNG KO May Yee  
Mr William Elkin MOCATTA  
*(Alternate to The Hon Sir Michael  
David Kadoorie)*  
Mr WONG Chung Hin

Hong Kong, 30 April 2010

**HUTCHISON PORTS (UK) FINANCE PLC**  
**DIRECTORS' REPORT AND FINANCIAL STATEMENTS**

**(Registered number 3698748)**

**31st December 2009**

## **Hutchison Ports (UK) Finance PLC**

### **Report of the directors for the year ended 31st December 2009**

The directors submit their report and the audited financial statements of the company for the year ended 31st December 2009.

#### **Business review and principal activities**

The principal activity of the company is as a finance company of the Hutchison Ports (UK) Limited group.

The statement of comprehensive income is set out on page 6 and shows the results for the year ended 31st December 2009. Profit before tax amounted to £74,000 (2008 £86,000) and profit for the year transferred to reserves was £53,000 (2008: £61,000). The directors do not propose a dividend for the year ended 31st December 2009 (2008: £nil).

#### **Strategy and values**

The ports group strategy is to achieve profitable growth in port operations and logistics activities, by providing a high standard of performance, innovative solutions and developing long-term relationships with its customers.

The group has 5 core values:

1. Responsibility – to shareholders, customers, people, business partners and to society.
2. Business integrity.
3. Commitment to health and safety.
4. The community – behaving in a socially responsible manner and providing good employment opportunities.
5. To foster open communication at all times.

#### **Future developments**

The directors do not anticipate any change in the company's role or activities in the foreseeable future.

#### **Principal risks and uncertainties**

The principal risk of the company is that of default on debt owed by fellow group companies. This risk is considered by the directors to be minimal due to the existence of a guarantee provided by the parent group on the company's major liabilities, as disclosed in note 14 of these financial statements.

#### **Key performance indicators**

The directors of Hutchison Ports (UK) Limited group manage the group's operations on a divisional basis. For this reason, the company's directors believe that analysis using key performance indicators for the company is not necessary or appropriate for an understanding of the development, performance or position of the business of Hutchison Ports (UK) Finance plc. The development, performance and position of the Hutchison Ports (UK) Limited group, which includes the company, is discussed on page 2 of the group's financial statements and do not form part of these financial statements.

#### **Creditor payment policy**

The company seeks to abide by the payment terms agreed with suppliers whenever it is satisfied that the supplier has provided the goods or services in accordance with the agreed terms and conditions. The company does not have a standard code of conduct that deals specifically with the payment of suppliers as a non-trading company and has no meaningful equivalent of creditor days.

## **Hutchison Ports (UK) Finance PLC**

### **Report of the directors for the year ended 31st December 2009 (continued)**

#### **Directors**

The following served as directors during the year and up to the date of signing of the financial statements:

C C F Cheng  
J E Meredith  
E Shih  
J S Tsien

#### **Statement of directors' responsibilities**

The directors are responsible for preparing the annual report and financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### **Disclosure of information to auditors**

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- the director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of section 418 of the Companies Act 2006.

## **Hutchison Ports (UK) Finance PLC**

### **Report of the directors for the year ended 31st December 2009 (continued)**

#### **Directors' statement**

We, the directors of the company, confirm to the best of our knowledge that the set of financial statements which has been prepared in accordance with International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB), as adopted by the European Union gives a true and fair view of the assets, liabilities, financial position and profit or loss of Hutchison Ports (UK) Finance plc and that the management report includes a fair review of the development and performance of the business and the financial position of the issuer, together with a description of the principal risks and uncertainties that the issuer faces.

**Registered number**  
3698748

**Registered office**  
Tomline House  
The Dock  
Felixstowe  
Suffolk  
IP11 3SY

By order of the Board



S R Mullett  
**Company secretary**

11th March 2010

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HUTCHISON PORTS (UK) FINANCE PLC**

We have audited the financial statements of Hutchison Ports (UK) Finance plc for the year ended 31st December 2009 which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity, the Statement of Cash Flow and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the European Union.

**Respective responsibilities of directors and auditors**

As explained more fully in the Directors' Responsibilities Statement set out of page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

**Scope of the audit of the financial statements**

An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the directors; and the overall presentation of the financial statements.

**Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31st December 2009 and of its profit and cash flows for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HUTCHISON PORTS (UK) FINANCE PLC (CONTINUED)**

**Matters on which we are required to report by exception**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.



Robert Girdlestone (Senior Statutory Auditor)  
For and on behalf of PricewaterhouseCoopers LLP  
Chartered Accountants and Statutory Auditors  
St Albans  
28 April 2010

## Hutchison Ports (UK) Finance PLC

### Statement of comprehensive income for the year ended 31st December 2009

	<u>Note</u>	<u>2009</u> <u>£'000</u>	<u>2008</u> <u>£'000</u>
Administrative expenses		(57)	(45)
<b>Operating loss</b>	5	(57)	(45)
Finance income	8	22,394	22,394
Finance costs	9	(22,263)	(22,263)
<b>Profit before taxation</b>		74	86
Taxation	10	(21)	(25)
<b>Profit and total comprehensive income for the year</b>		53	61

The statement of comprehensive income has been prepared on the basis that all operations are continuing.

The notes on pages 10 to 16 form part of these financial statements.



## Hutchison Ports (UK) Finance PLC

### Balance sheet as at 31st December 2009

	<u>Note</u>	<u>2009</u> £'000	<u>2008</u> £'000
<b>ASSETS</b>			
<b>Non – current assets</b>			
Called up share capital not paid	15	38	38
Other non-current assets	12	319,911	319,911
		<u>319,949</u>	<u>319,949</u>
<b>Current assets</b>			
Other current assets	11	5,316	4,950
		<u>5,316</u>	<u>4,950</u>
<b>Total assets</b>		<u>325,265</u>	<u>324,899</u>
<b>LIABILITIES</b>			
<b>Non – current liabilities</b>			
Financial liabilities - borrowings	14	323,073	322,747
		<u>323,073</u>	<u>322,747</u>
<b>Current liabilities</b>			
Trade and other payables	13	1,620	1,629
Current tax payable		21	25
		<u>1,641</u>	<u>1,654</u>
<b>Total liabilities</b>		<u>324,714</u>	<u>324,401</u>
<b>Net assets</b>		<u>551</u>	<u>498</u>
<b>Shareholders' equity</b>			
Called up share capital	15	50	50
Profit and loss account		501	448
<b>Total equity</b>		<u>551</u>	<u>498</u>

The notes on pages 10 to 16 form part of these financial statements.

The financial statements on pages 6 to 16 were approved by the Board of Directors on 11th March 2010 and signed on its behalf by:



**C C F CHENG**  
Director

## Hutchison Ports (UK) Finance PLC

### Statement of changes in equity for the year ended 31st December 2009

	<u>Share capital</u> £'000	<u>Profit and loss account</u> £'000	<u>Total equity</u> £'000
<b>At 1st January 2009</b>	50	448	498
Profit for the year	-	53	53
<b>Balance at 31st December 2009</b>	<hr/> 50	<hr/> 501	<hr/> 551
<hr/>			
<b>At 1st January 2008</b>	50	387	437
Profit for the year	-	61	61
<b>Balance at 31st December 2008</b>	<hr/> 50	<hr/> 448	<hr/> 498
<hr/>			

The notes on pages 10 to 16 form part of these financial statements.

## Hutchison Ports (UK) Finance PLC

### Cash flow statement for the year ended 31st December 2009

	<u>Note</u>	<u>2009</u> £'000	<u>2008</u> £'000
<b>Cash flows from operating activities</b>			
Cash used by operations	16	(106)	(100)
Interest received		22,394	22,394
Interest paid		(22,263)	(22,263)
Corporation tax paid		(25)	(31)
<b>Net cash from operating activities</b>		<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
<b>Net increase/(decrease) in cash and cash equivalents</b>		<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>
<b>Cash and cash equivalents at 1st January and 31st December</b>		<u>-</u>	<u>-</u>
		<u>-</u>	<u>-</u>

The notes on pages 10 to 16 form part of these financial statements.

# Hutchison Ports (UK) Finance PLC

## Notes to the financial statements for the year ended 31st December 2009

### 1. General information

The principal activity of Hutchison Ports (UK) Finance PLC is as a finance company of the Hutchison Ports (UK) Limited group. The company is a limited liability company incorporated and domiciled in the United Kingdom.

### 2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### 2(a) Basis of preparation

The financial statements have been prepared in accordance with EU endorsed International Financial Reporting Standards (IFRS) and IFRIC interpretation and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS. The statements have been prepared under the historical cost convention.

Standards, amendment and interpretations effective in 2009

IAS 1 (revised). 'Presentation of financial statements'. The revised standard prohibits the presentation of items of income and expenses (that is, 'non-owner changes in equity') in the statement of changes in equity, requiring 'nonowner changes in equity' to be presented separately from owner changes in equity in a statement of comprehensive income. As a result the company will present in the statement of changes in equity all owner changes in equity, whereas, if required, all non-owner changes in equity will be presented in the statement of comprehensive income. The standard is not expected to have a material impact on the company's financial statements.

Standards, amendments and interpretations effective in 2009 but not relevant

The following interpretations to published standards are mandatory for accounting periods beginning on or after 1 January 2009 but are not relevant to the company's operations:

IFRS 8, 'Operating segments', replaces IAS 4, 'Segment reporting', and aligns segment reporting with the requirements of the US standard SFAS 131, 'Disclosures about segments of an enterprise and related information'. The new standard requires a 'management approach', under which segment information is presented on the same basis as that used for internal reporting purposes. It is not expected to have a material impact on the company's financial statements.

IFRS 7 (amendment) 'Financial instruments – Disclosures' (effective 1 January 2009). The amendment requires enhanced disclosures about fair value measurement and liquidity risk. In particular, the amendment requires disclosure of fair value measurements by level of a fair value measurement hierarchy. It is not expected to have a material impact on the company's financial statements.

IFRS 2 (amendment), 'Share-based payment' (effective 1 January 2009) deals with vesting conditions and cancellations. It clarifies that vesting conditions are service conditions and performance conditions only. Other features of a share-based payment are not vesting conditions. The amendment does not have a material impact on the company's financial statements.

In respect of borrowing costs relating to qualifying assets for which the commencement date for capitalisation is on or after 1 January 2009, the company capitalises borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. The company previously recognised all borrowing costs as an expense immediately. This change in accounting policy was due to the adoption of IAS 23, 'Borrowing costs' (2007) in accordance with the transition provisions of the standard; comparative figures have not been restated. The company has not capitalised any borrowing costs during the year.

## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

#### 2. Summary of significant accounting policies (continued)

##### 2(a) Basis of preparation (continued)

Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the company

The following standards and amendments to existing standards have been published and are mandatory for accounting periods beginning on or after 1 January 2010 or later periods, but the company has not early adopted them:

IAS 1 (amendment), 'Presentation of financial statements'. The amendment is part of the IASB's annual improvements project published in April 2009. The amendment provides clarification that the potential settlement of a liability by the issue of equity is not relevant to its classification as current or non current. By amending the definition of current liability, the amendment permits a liability to be classified as non-current (provided that the entity has an unconditional right to defer settlement by transfer of cash or other assets for at least 12 months after the accounting period) notwithstanding the fact that the entity could be required by the counterparty to settle in shares at any time. The company will apply IAS 1 (amendment) from 1 January 2010. It is not expected to have a material impact on the company's financial statements.

IAS 27 (revised), 'Consolidated and separate financial statements', (effective from 1 July 2009).

IFRIC 17, 'Distribution of non-cash assets to owners' (effective on or after 1 July 2009).

IFRS 3 (revised), 'Business combinations' (effective from 1 July 2009).

IAS 38 (amendment), 'Intangible Assets'. The amendment is part of the IASB's annual improvements project published in April 2009.

IFRS 5 (amendment), 'Measurement of non-current assets (or disposal groups) classified as held-for-sale'. The amendment is part of the IASB's annual improvements project published in April 2009.

IFRS 2 (amendments), 'Group cash-settled and share-based payment transactions'. In addition to incorporating IFRIC 8, 'Scope of IFRS 2', and IFRIC 11, 'IFRS 2 – Group and treasury share transactions', the amendments expand on the guidance in IFRIC 11 to address the classification of group arrangements that were not covered by that interpretation.

##### 2(b) Finance costs

The finance costs recognised in the statement of comprehensive income in respect of capital instruments other than equity are allocated to periods over the term of the instrument at a constant rate on the carrying amount.

##### 2(c) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings using the effective interest method.

##### 2(d) Interest receivable and payable

Interest receivable/payable are accounted for on an accruals basis.

##### 2(e) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

#### 2(f) Taxation

Current tax, including United Kingdom corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

#### 2(g) Borrowing costs

The company capitalises borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. All other borrowing costs incurred during the year have been expensed through the statement of comprehensive income.

#### 2(h) Foreign currencies

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in GBP, which is the company's functional and presentation currency.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the income statement.

### 3. Financial risk management

#### Financial risk factors

The company's activities expose it to a variety of financial risks; liquidity risk, market risks (including foreign exchange risk, price risk and cash flow interest rate risk) credit risk and capital risk. The company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the company's financial performance.

Risk management is carried out by a central treasury department under policies approved by the immediate parent company's Board of Directors. The Board approves written principles for overall risk management, as well as written policies covering specific areas such as foreign exchange risk and interest rate risk. Hedge accounting is applied where appropriate. There are currently no derivative financial instruments in place to hedge risk exposure.

#### 3(a) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the business, the central treasury department aims to maintain flexibility in funding by keeping committed credit lines available. Accordingly liquidity risk is monitored at an immediate parent company level.

The table below analyses the company's financial liabilities, which will be settled on a net basis into relevant maturity groupings, based on the remaining period at the balance sheet to the contractual maturity date. As the amounts disclosed in the table are the contractual undiscounted cash flows these will not reconcile to amounts disclosed in the balance sheet. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant.

	Less than 1 Year	Between 1 and 2 Years	Between 2 and 5 Years	Over 5 Years
<b>At 31st December 2009</b>				
Borrowings	21,937	21,937	65,812	345,075
Accruals and deferred income	1,596	-	-	-
<b>At 31st December 2008</b>				
Borrowings	21,937	21,937	65,812	367,012
Accruals and deferred income	1,590	-	-	-

## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

#### 3. Financial risk management (continued)

##### 3(b) Foreign exchange risk

The group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar, the Hong Kong dollar and the Euro. Foreign exchange risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the entity's functional currency.

Management has set up a policy to advise group companies to manage their foreign exchange risk against their functional currency. The policy permits the use of forward rate agreements, forward foreign exchange contracts and currency swaps with prior approval. All group companies are reviewed on a regular basis.

##### 3(c) Price risk

The company is not exposed to significant price risks.

##### 3(d) Cash flow and fair value interest rate risk

As the company's interest bearing assets/liabilities are all held at fixed rates, the income and operating cash flows are substantially independent of changes in market interest rates.

##### 3(e) Credit risk

The company has no significant concentrations of risk. The company has policies that limit the amount of credit exposure to any financial institution or counter-party.

##### 3(f) Capital risk management

Capital is managed at a group level. The group's primary objectives when managing capital are to safeguard the group's ability to continue to provide returns for shareholders and to support the group's stability and growth. The group regularly reviews and manages its capital structure to ensure optimal capital structure to maintain a balance between higher shareholders' returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position, and makes adjustments to the capital structure in light of changes in economic conditions.

#### 4. Fair value

The nominal value less impairment provision of trade receivables and payables are assumed to approximate their fair values due to the short-term maturities of these assets and liabilities. Where appropriate, the fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the company for similar financial instruments.

#### 5. Operating loss

Operating loss is stated after charging:

Auditors' remuneration for the audit of company's financial statements

<u>2009</u>	<u>2008</u>
£'000	£'000

7	7
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#### 6. Directors' remuneration

The directors received no remuneration in respect of their services to the company during the period.

#### 7. Employees

The company does not have any employees.

## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

<b>8. <u>Finance income</u></b>	<b><u>2009</u></b> <b>£'000</b>	<b><u>2008</u></b> <b>£'000</b>
On loans to parent undertaking	22,394	22,394

<b>9. <u>Finance costs</u></b>	<b><u>2009</u></b> <b>£'000</b>	<b><u>2008</u></b> <b>£'000</b>
On 6.75% Guaranteed Bonds due 2015	21,937	21,937
Amortisation of finance costs	326	326
	<u>22,263</u>	<u>22,263</u>

<b>10. <u>Taxation</u></b>	<b><u>2009</u></b> <b>£'000</b>	<b><u>2008</u></b> <b>£'000</b>
UK corporation tax on profit for the year	21	25

The tax assessed on the profit on ordinary activities for the year is based on the average standard rate of corporation tax in the United Kingdom of 28% (2008: 28.5%), which is reconciled below:

Profit on ordinary activities before taxation	74	86
Current tax:		
Profit on ordinary activities before taxation at 28% (2008: 28.5%)	21	25

The average standard rate of corporation tax has decreased during the year as a result of the change in United Kingdom Corporation Tax rates which came into effect from 1st April 2008.

<b>11. <u>Other current assets</u></b>	<b><u>2009</u></b> <b>£'000</b>	<b><u>2008</u></b> <b>£'000</b>
Amounts owed by parent undertaking	5,316	4,950

Amounts owed by parent undertaking are denominated in pounds sterling, unsecured, interest free and are repayable on demand. The fair value of this receivable is not considered to be different to the carrying value.

<b>12. <u>Other non-current assets</u></b>	<b><u>2009</u></b> <b>£'000</b>	<b><u>2008</u></b> <b>£'000</b>
Amounts owed by parent undertaking	319,911	319,911

The loan due from parent undertaking falls due after five years, is unsecured and carries interest of 7% fixed. The fair value of this receivable is not considered to be different to the carrying value.



## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

<b>13. <u>Trade and other payables</u></b>	<b><u>2009</u></b>	<b><u>2008</u></b>
	<b>£'000</b>	<b>£'000</b>
Amounts owed to group undertakings		
- fellow subsidiaries	25	39
Accruals and deferred income	1,595	1,590
	<u>1,620</u>	<u>1,629</u>

Amounts owed to subsidiary undertaking are unsecured, interest free and repayable on demand.

<b>14. <u>Financial liabilities - borrowings</u></b>	<b><u>2009</u></b>	<b><u>2008</u></b>
	<b>£'000</b>	<b>£'000</b>
6.75% Guaranteed Bonds due 2015	323,073	322,747
The bonds can be analysed as follows:		
Due in more than 5 years	325,000	325,000
Deferred issue costs	(1,927)	(2,253)
	<u>323,073</u>	<u>322,747</u>

The bonds are guaranteed by the company's immediate parent, Hutchison Ports (UK) Limited.

As company's borrowings are fixed up until 2015, the company has no exposure to interest rate changes.

The carrying amounts and fair values of non-current borrowings are as follows:

	<b>2009</b>		<b>2008</b>	
	<b><u>Book</u></b>	<b><u>Fair</u></b>	<b><u>Book</u></b>	<b><u>Fair</u></b>
	<b><u>value</u></b>	<b><u>value</u></b>	<b><u>value</u></b>	<b><u>value</u></b>
	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>	<b>£'000</b>
6.75% Guaranteed Bond	<u>323,073</u>	<u>351,683</u>	<u>322,747</u>	<u>299,835</u>

The fair values are based on cash flows discounted using a rate based on the market rate as at 31st December.

The carrying amounts of the company's borrowings are all denominated in pounds Sterling.

## Hutchison Ports (UK) Finance PLC

### Notes to the financial statements for the year ended 31st December 2009 (continued)

<b>15. <u>Share capital</u></b>	<b><u>2009</u></b>	<b><u>2008</u></b>
	<b>£'000</b>	<b>£'000</b>
<b>Authorised</b>		
50,000 (2008: 50,000) ordinary shares of £1 each	50	50
	<hr/>	<hr/>
<b>Issued</b>		
50,000 (2008: 50,000) ordinary shares of £1 each	50	50
	<hr/>	<hr/>
<b>Paid</b>		
50,000 (2008: 50,000) ordinary shares of £1 each at 25p	12	12
	<hr/>	<hr/>
<b>Called-up share capital not paid</b>		
50,000 (2008: 50,000) ordinary shares of £1 each at 75p	38	38
	<hr/>	<hr/>

The ordinary shares have voting rights with no restrictions, are not limited in respect of participation in any dividend distribution or capital distribution. The ordinary shares are not redeemable.

<b>16. <u>Cash flow from operating activities</u></b>	<b><u>2009</u></b>	<b><u>2008</u></b>
	<b>£'000</b>	<b>£'000</b>
Profit for the year	53	61
Adjustments for:		
Interest payable (note 9)	22,263	22,263
Interest receivable (note 8)	(22,394)	(22,394)
Corporation tax (note 10)	21	25
Amortisation of finance costs (note 9)	326	326
Changes in working capital:		
Increase in trade creditors, accruals and other creditors	5	-
(Decrease)/increase in amounts owed to group undertakings	(14)	39
(Increase) in amounts owed by parent undertakings	(366)	(420)
Cash used by continuing operations	<hr/> (106) <hr/>	<hr/> (100) <hr/>

### **17. Parent company**

Hutchison Ports (UK) Limited, whose principal activity is to act as a holding company, is the immediate parent of the company and owns 100% of the shares and voting rights, and is the smallest group to consolidate the financial statements of the company.

Copies of the Hutchison Ports (UK) Limited financial statements may be obtained from the Company Secretary, Tomline House, The Dock, Felixstowe, Suffolk IP11 3SY.

Hutchison Whampoa Limited, incorporated in Hong Kong, is the company's ultimate parent company and is the largest group to consolidate these financial statements.

Copies of the Hutchison Whampoa Limited financial statements may be obtained from the Company Secretary, 22nd Floor, Hutchison House, 10 Harcourt Road, Hong Kong.