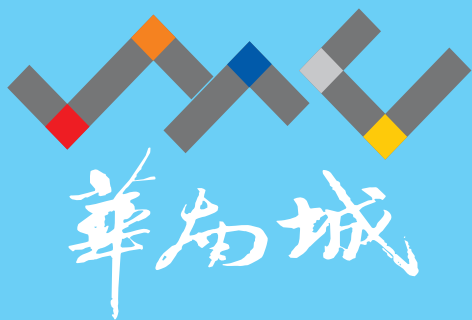




2020/21

INTERIM REPORT

中期報告



China South City Holdings Limited
華南城控股有限公司

(incorporated in Hong Kong with limited liability)
(於香港註冊成立的有限公司)

Stock Code 股份代號 : 1668



China South City Holdings Limited
華南城控股有限公司

Stock Code 股份代號 : 1668





CONTENTS

目錄

2	Corporate Information	公司資料
20	Chairman's Statement	主席報告
26	Management Discussion and Analysis	管理層討論及分析
48	Disclosure of Interests	權益披露
57	Corporate Governance and Other Information	企業管治及其他資料
59	Report on Review of Interim Condensed Consolidated Financial Statements	中期簡明綜合財務報表審閱報告
60	Interim Condensed Consolidated Statement of Profit or Loss	中期簡明綜合損益表
61	Interim Condensed Consolidated Statement of Comprehensive Income	中期簡明綜合全面收益表
62	Interim Condensed Consolidated Statement of Financial Position	中期簡明綜合財務狀況表
64	Interim Condensed Consolidated Statement of Changes in Equity	中期簡明綜合權益變動表
66	Interim Condensed Consolidated Statement of Cash Flows	中期簡明綜合現金流量表
68	Notes to Interim Condensed Consolidated Financial Information	中期簡明綜合財務資料附註



CORPORATE INFORMATION

公司資料

Board of Directors Executive Directors*

Mr. Cheng Chung Hing (*Chairman*)⁽²⁾⁽³⁾
Mr. Zhao Lidong (*Chief Executive Officer*)
Mr. Wu Guangquan
Ms. Cheng Ka Man Carman

Non-Executive Directors**

Mr. Cheng Tai Po
Mr. Lin Ching Hua

Independent Non-Executive Directors***

Mr. Leung Kwan Yuen Andrew *GBM, GBS, JP*⁽¹⁾⁽²⁾⁽³⁾
Mr. Li Wai Keung⁽¹⁾⁽²⁾⁽³⁾
Mr. Hui Chiu Chung *JP*⁽¹⁾

Chief Financial Officer

Mr. Chan Mau Cheong Bryan (*CPA, CFA*)

Company Secretary

Ms. Tse Man Yu (*FCPA*)

Auditor

Ernst & Young

Legal Advisers

As to Hong Kong law
Linklaters
Reed Smith Richards Butler

As to China law

Commerce & Finance Law Offices

- ⁽¹⁾ Member of Audit Committee
- ⁽²⁾ Member of Remuneration Committee
- ⁽³⁾ Member of Nomination Committee

* Mr. Fung Sing Hong Stephen resigned as Vice Chairman of the Group and Executive Director and has been appointed as Senior Advisor of the Group with effect from 1 April 2020.

* Mr. Wu Guangquan has been appointed as Executive Director with effect from 1 April 2020.

** Dr. Ma Kai Cheung resigned as Non-Executive Director and has been appointed as Honourable Advisor of the Group with effect from 1 April 2020.

*** Mr. Yung Wing Ki Samuel retired as Independent Non-Executive Director and resigned as a member of Audit Committee of the Company thereupon, and has been appointed as Honourable Adviser of the Group with effect from 22 September 2020.

董事會 執行董事*

鄭松興先生(*主席*)⁽²⁾⁽³⁾
趙立東先生(*行政總裁*)
吳光權先生
鄭嘉汶女士

非執行董事**

鄭大報先生
林璟驊先生

獨立非執行董事***

梁君彥先生大紫荊勳章、金紫荊星章、太平紳士⁽¹⁾⁽²⁾⁽³⁾
李偉強先生⁽¹⁾⁽²⁾⁽³⁾
許照中先生太平紳士⁽¹⁾

集團首席財務總監

陳茂昌先生(*CPA, CFA*)

公司秘書

謝文瑜女士(*FCPA*)

核數師

安永會計師事務所

法律顧問

香港法律
年利達律師事務所
禮德齊伯禮律師行

中國法律

通商律師事務所

- ⁽¹⁾ 審核委員會成員
- ⁽²⁾ 薪酬委員會成員
- ⁽³⁾ 提名委員會成員

* 馮星航先生自2020年4月1日起辭任本集團副主席兼執行董事，並獲委任為本集團之資深顧問。

* 吳光權先生自2020年4月1日獲委任為執行董事。

** 馬介璋博士自2020年4月1日起辭任非執行董事，並獲委任為本集團之榮譽顧問。

*** 容永祺先生自2020年9月22日起退任獨立非執行董事，亦同時辭任本公司之審核委員會委員，並獲委任為本集團榮譽顧問。

Principal Bankers

Agricultural Bank of China Limited
Agricultural Development Bank of China
Bank of China Limited
Bank of Communications Co., Limited
Bank of Xi'an Co., Ltd.
China CITIC Bank Corporation Limited
China Construction Bank Corporation
Hua Xia Bank Limited
Huishang Bank Corporation Limited
Industrial and Commercial Bank of China Limited
Industrial Bank Co., Ltd.
Nanyang Commercial Bank, Limited
PingAn Bank Co., Ltd.
Shanghai Pudong Development Bank Co., Ltd.
The Hongkong and Shanghai Banking Corporation Limited

Registered Office

Suites 3306-08, 33/F., Tower 5, The Gateway,
15 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong

Share Registrar

Computershare Hong Kong Investor Services Limited
Shops 1712-1716, 17th Floor, Hopewell Centre,
183 Queen's Road East, Wanchai, Hong Kong

Listing Information

Share Listing

The Stock Exchange of Hong Kong Limited
Stock code: 1668

Senior Notes Listing

The Singapore Exchange Securities Trading Limited
The Company's 7.25% 3 years senior notes due 2021
The Company's 11.875% 2 years senior notes due 2021
The Company's 11.5% 1 year senior notes due 2021
The Company's 6.75% 5 years senior notes due 2021
The Company's 11.5% 2 $\frac{1}{6}$ years senior notes due 2022
The Company's 10.875% 2 $\frac{1}{3}$ years senior notes due 2022
The Company's 7.25% 5 years senior notes due 2022
The Company's 10.75% 2 $\frac{7}{12}$ years senior notes due 2023

Website

www.chinasouthcity.com

Investor Relations

Telephone: (852) 3188-3111
Fax: (852) 3188-1323
Email: ir@chinasouthcity.com

主要往來銀行

中國農業銀行股份有限公司
中國農業發展銀行
中國銀行股份有限公司
交通銀行股份有限公司
西安銀行股份有限公司
中信銀行股份有限公司
中國建設銀行股份有限公司
華夏銀行股份有限公司
徽商銀行股份有限公司
中國工商銀行股份有限公司
興業銀行股份有限公司
南洋商業銀行有限公司
平安銀行股份有限公司
上海浦東發展銀行股份有限公司
香港上海滙豐銀行有限公司

註冊辦事處

香港九龍尖沙咀廣東道15號
港威大廈第五座33樓3306-08室

證券登記處

香港中央證券登記有限公司
香港灣仔皇后大道東183號
合和中心17樓1712-1716室

上市資料

股份上市

香港聯合交易所有限公司
股份代號: 1668

優先票據上市

新加坡證券交易所有限公司
本公司於2021年到期的7.25% 3年期優先票據
本公司於2021年到期的11.875% 2年期優先票據
本公司於2021年到期的11.5% 1年期優先票據
本公司於2021年到期的6.75% 5年期優先票據
本公司於2022年到期的11.5% 2 $\frac{1}{6}$ 年期優先票據
本公司於2022年到期的10.875% 2 $\frac{1}{3}$ 年期優先票據
本公司於2022年到期的7.25% 5年期優先票據
本公司於2023年到期的10.75% 2 $\frac{7}{12}$ 年期優先票據

網站

www.chinasouthcity.com

投資者關係

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PROJECT PORTFOLIO

項目概況

Shenzhen 深圳

Opening ceremony of
National E-commerce Demonstration
Base in CSC Shenzhen
於深圳華南城的
「國家電子商務示範基地」揭牌

Qianlong Logistics Park
in CSC Shenzhen
於深圳華南城的乾龍物流園



China South City Shenzhen

China South City Shenzhen ("CSC Shenzhen"), situated at the Pinghu Logistics Base in Longgang District, Shenzhen, is the Group's first project. With the local government further developing Longgang District as an innovation centre in the east of Shenzhen, its ancillary infrastructure such as logistics, healthcare and education will continue to advance, bringing more convenience to tenants of CSC Shenzhen. In September 2020, according to the joint announcement made by the relevant national ministries and departments, it was decided to launch the "market procurement trade pilot project" in 17 markets in locations such as Inner Mongolia, Liaoning, Guangdong and Guangxi, whilst CSC Shenzhen was the only approved unit in Shenzhen, which would enrich the trade forms on our project. It would also attract foreign trade enterprises to settle in and allow easy customs clearance for micro-and-small enterprises.

In September 2020, the Shenzhen Longgang Wanda Plaza under the cooperation between China South City and Wanda Group, has held a tenant recruitment event. The program had run smoothly thus far and the inaugural fourth generation Wanda Plaza was expected to commence operation in CSC Shenzhen in 2021. Combined with China South City's multi-industry trade centres, comprehensive commercial elements, e-commerce, logistics and warehousing services, local amenities, etc., it will effectively increase popularity of CSC Shenzhen, which in turn brings prosperity to the economy and upgrade of the

深圳華南城

深圳華南城位於深圳市龍崗區平湖物流園區，為本集團旗下首個項目。隨著當地政府進一步推動龍崗區作為深圳東部創新中心的建設，區內包括物流、醫療、教育等配套設施將繼續完善，為深圳華南城商家的經營帶來更多便利。2020年9月，國家相關部委及有關單位聯合發文，決定在內蒙古、遼寧、廣東、廣西等地的17家市場開展「市場採購貿易方式試點」，深圳華南城成為目前深圳唯一一家獲批的試點單位。此次獲批，將豐富華南城的貿易形式，吸引外貿企業進駐，為華南城內從事出口貿易的小微企業提供便利的通關環境。

2020年9月，華南城與萬達集團簽約合作的深圳龍崗萬達廣場舉辦招商大會。項目進展順利，預計將於2021年開業，成為首個第四代萬達廣場入駐深圳華南城，結合深圳華南城現有的以專業批發市場、綜合商業、電子商務、倉儲物流、生活配套為主的核心理業態，將會有效聚集深圳華南城的商圈人氣，輻射並帶動深圳東北部新城的經濟發展和整體提升。同時項目周邊的交通配套亦在進一步完善。深圳華南城距離平湖火車站僅2.6

Project Portfolio (Continued) 項目概況(續)

The “China South City” station
on Shenzhen Subway line 10
深圳地鐵10號線「華南城」站



Different Commercial buildings
in CSC Shenzhen
於深圳華南城設有各類商廈



The Outlet Centre
in CSC Shenzhen
於深圳華南城的奧特萊斯



new city of Shenzhen Northeast. Transportation around the project has also been improving. CSC Shenzhen is only 2.6 kilometers (“km”) away from the Pinghu Railway Station. In addition, subway line 10 passing through CSC Shenzhen was open to traffic in August 2020, which will generate more business opportunities and uplift visitor traffic for CSC Shenzhen.

Positioned as a modern large-scale integrated logistics and trading platform to serve the Greater Bay Area, CSC Shenzhen covers a wide spectrum of product range, including textile and clothing, leather and accessories, electronic parts, printing, paper products and packaging, metals and chemicals, plastic materials, hotel supplies, tea and teaware, cross-border products, e-commerce, outlets, home furnishing, child education, produce and flower market, etc., on its trade centre premises, complementary with various facilities and services on site, such as banking and finance, hotels and restaurants, governmental bodies, leisure and entertainment. In addition, CSC Shenzhen provides micro-credit service for on-site small-and-medium-sized enterprises (“SMEs”), assisting them in resolving financing difficulties for business development.

The project is located at the Pinghu Logistics Park in Longgang District of Shenzhen, covering a site area of approximately 1.06 million square meters (“sq. m.”) and a total planned GFA of 2.64 million sq. m..

公里，此外，途經深圳華南城的地鐵10號線已於2020年8月正式通車，為深圳華南城的運營帶來更多的商機及客流。

作為服務粵港澳大灣區的現代化大型綜合商貿物流及商品交易平台，深圳華南城經營業態廣泛，商品交易中心所涵蓋業態包括紡織服裝、皮革皮具、電子配件、印刷、紙製品及包裝、五金化工、塑膠、酒店用品、茶葉茶具、跨境商品、電子商務、奧特萊斯、家居家品、兒童教育、水果及花卉市場等，並配備已進駐的各項銀行金融、酒店食肆、政府機構、消閒娛樂等設施及服務。同時，針對協助中小企解決運營上貸款困難的問題，深圳華南城為項目內中小企提供小貸款服務。

深圳華南城佔地面積約106萬平方米，規劃總建築面積約264萬平方米。

Nanning 南寧

Outlet in CSC Nanning
於南寧華南城的奧特萊斯

Nanning Southeast Asia International Tourism
and Food Festival held in CSC Nanning
於南寧華南城舉辦的東南亞國際旅遊美食節



China South City Nanning

China South City Nanning ("CSC Nanning") is located at Jiangnan District of Nanning, the capital of the Guangxi Zhuang Autonomous Region, a critical gateway between China and the Association of Southeast Asian Nations ("ASEAN") countries. The project is easily accessible by railway stations, highways and an international airport. The Subway line 4 passing through CSC Nanning is under construction, and is expected to put into service in 2023. Strategically located in close proximity to Southeast Asia and enjoying the advantage of a tariff waiver on cross-border trade activities within the China-ASEAN Free Trade Area, CSC Nanning endeavors to serve as a key hub for cross-border trade catering to the demand from the Northern Bay Region and Southeast Asia. In September 2020, AETM Supermarket commenced operation in CSC Nanning, covering a GFA of 50,000 sq. m.. Being the first membership-only hypermarket in Guangxi, its presence not only serves an ancillary facility to the project, but also brings prosperity to CSC Nanning with new momentum.

CSC Nanning is now in operation with continuing development, and covers industries including textile and clothing, small commodities, ASEAN products, home furnishing, tea and teaware, e-commerce, groceries, automobiles and parts, outlets, etc., on its trade centre premises. Through organizing a series of expositions, such as the China ASEAN Expo and Light Industrial Exhibition, Folk Culture Festival cum Expo, traffic flow to the project as well as regional brand recognition

南寧華南城

南寧華南城位於廣西壯族自治區省會南寧市江南區，是中國與東盟成員國之間的重要視窗，項目與火車站、高速公路及國際機場接連，交通便利。途徑南寧華南城的地鐵4號線正在建設中，預計於2023年建成通車。坐擁毗鄰東南亞的戰略性地理優勢，受惠於中國-東盟自由貿易區於跨境貿易活動豁免關稅，南寧華南城致力成為重要的跨境貿易樞紐，以滿足北部灣及東南亞地區的需求。2020年9月，阿爾特麥超市進駐南寧華南城四號廣場，佔地五萬平方米，作為廣西首家會員制量販超市，其入駐不僅完善了南寧華南城服務配套，也為華南城市場繁榮注入新動力。

南寧華南城已投入營運並處於繼續開發階段。商品交易中心所涵蓋的經營業態包括紡織服裝、小商品、東盟產品、家居家品、茶葉茶具、電子商貿、綜合食品、汽摩汽配及奧特萊斯等。通過舉辦中國-東盟博覽會輕工展、民俗文化商貿節等一系列展會活動帶旺項目人氣並提升品牌的區域知名度。此外，南寧華南城推出的商業綜合體項目

Project Portfolio (Continued) 項目概況(續)

Residential ancillary in CSC Nanning
於南寧華南城的住宅配套

Birdview of CSC Nanning
南寧華南城鳥瞰圖



of the project were enhanced. In addition, the commercial complex, 1668 Square, has commenced operation in CSC Nanning, so as to satisfy demands on entertainment, leisure and shopping within the community. This, at the same time, could enhance the overall commercial attributes on the project. CSC Nanning also provides micro-credit service for on-site SMEs, assisting them in resolving financing difficulties in business development.

CSC Nanning has a total planned net land area of approximately 1.83 million sq. m. and a total planned GFA of approximately 4.88 million sq. m..

— 1668廣場已正式投入運營，滿足片區居民的娛樂、休閒及購物的需求，提升了南寧華南城綜合商貿屬性。同時，為協助中小企解決運營上貸款困難的問題，南寧華南城為項目內中小企業提供小額貸款服務。

南寧華南城的規劃淨佔地面積約183萬平方米，總規劃建築面積約488萬平方米。

Nanchang 南昌

Birdview of CSC Nanchang
南昌華南城鳥瞰圖

Residential ancillary
in CSC Nanchang
於南昌華南城的住宅配套



CSC Nanchang

China South City Nanchang ("CSC Nanchang") is located at Honggutan New District of Nanchang, the capital of Jiangxi Province. Situated at the transportation hub for the Yangtze River Delta and Pearl River Delta, the project is readily accessible to suppliers, manufacturers and merchants via major highways, the largest port on the Gan River and a complete freight network which includes a cargo marshal yard, a container terminus and an international airport, coupled with Nanchang West Railway Station – a principal high-speed rail station just 1.2 km away. CSC Nanchang is also adjacent to the new provincial government office. As a new business centre of Nanchang, Honggutan New District is becoming more influential in administrative, commercial and cultural aspects day by day. In addition, the gradual completion of local amenities is driving visitor traffic and generating business opportunities, laying a solid foundation for the development of CSC Nanchang.

CSC Nanchang is now in operation with continuing development, and covers industries including building and decoration materials, small commodities, textile and clothing, leather and accessories, healthy and green products, outlets, etc., on its trade centre premises. As a Provincial Key Project and the first E-commerce Demonstration Base in Jiangxi Province and state-level University Students' E-commerce

南昌華南城

南昌華南城坐落江西省省會南昌市的紅谷灘新區，位於長三角及珠三角經濟區的交通樞紐；毗連主要高速公路及贛江的最大港口，並擁有完善的貨運網絡，包括鐵路編組站、鐵海聯運集裝箱堆場及國際機場，且距離主要高鐵車站—南昌西客站僅1.2公里，為供應商、生產商及商家提供方便的交通連接。同時，南昌華南城毗鄰省委省政府新址，紅谷灘新區作為南昌市新型商務中心，其行政、商業及文化功能日漸顯現，同時區域內生活配套的逐步完善帶動了客流及商流的聚集，為南昌華南城的發展奠定基礎。

南昌華南城已投入營運並處於繼續開發建設階段。商品交易中心所涵蓋的經營業態包括家居建材、小商品、紡織服裝、皮革皮具、健康綠色食品及奧特萊斯等。南昌華南城作為江西省重點項目，江西省首個省級電子商務示範基地及國家級南昌市大學生電子商務創業孵化基地，自成立以來已

Project Portfolio (Continued) 項目概況(續)

Trade centres in CSC Nanchang
於南昌華南城的商品交易中心



Qianlong Logistics Park in CSC Nanchang
於南昌華南城的乾龍物流園



Business Incubator in Nanchang, a great many e-commerce enterprises have moved in the project since its establishment. CSC Nanchang collaborated with local tertiary institutes to seamlessly connect e-commerce startups and manufacturers, by proactively integrated resources of wholesale markets and e-commerce and eventually assisted on-site SMEs in business transform and upgrade. An area of 30,000 sq. m. influencer live-streaming base has been set up to provide one-stop services covering from anchor training, operation management to film and television productions. In addition, CSC Nanchang has engaged in the “Nanchang High Speed Rail CBD Project” for the development of an ecosystem economy with quality service industry in Jiangxi. The project was planned to cover “seven attributes in one city”: teenage education, business headquarters, commercial shopping complexes, business and cultural tourism, talent acquisition, cloud logistics, and high-end residence. It is built to be the central business district (“CBD”) and high-speed rail trading and logistics hub of Jiangxi upon completion.

CSC Nanchang has a total planned land area of approximately 2.61 million sq. m. and a total planned GFA of approximately 6.87 million sq. m..

成功吸納眾多電商企業入駐，並與當地高等院校合作，通過積極整合批發市場及電商資源，創造電商創業企業與生產企業的緊密對接，建立了近3萬平方米的網絡直播員培訓基地，提供主播培訓、運營管理、影視製作等一條龍服務，協助項目內中小企業進行轉型及升級。同時，南昌華南城以「南昌高鐵商務中心城」新定位，打造江西現代服務業高質量發展的生態經濟圈，項目整體按照「一城七中心」規劃，涵蓋青少年教育中心、總部商務中心、商業廣場中心、商旅文化中心、人才服務中心、雲倉物流中心、高端人居中心，全面建成後，將成為江西高鐵商務的核心商圈和高鐵貿易物流核心樞紐。

南昌華南城規劃佔地面積約261萬平方米，規劃總建築面積約687萬平方米。

Birdview of CSC Xi'an
西安華南城鳥瞰圖



Xi'an 西安

Trade Centre in CSC Xi'an
於西安華南城的商品交易中心



CSC Xi'an

China South City Xi'an ("CSC Xi'an") is located at the Xi'an International Trade and Logistics Park in Xi'an, the capital of Shaanxi Province. As a local key project, the Xi'an International Trade and Logistics Park is an open economic pilot zone and a core area for modern service industry, aiming to become the largest international transit hub and logistics distribution centre along the Silk Road Economic Belt and an important strategic platform for the "Belt and Road" initiative. In addition, the Xi'an International Trade and Logistics Park is one of the three largest clusters of China (Shaanxi) Pilot Free Trade Zone. Benefiting from such geographic advantages, CSC Xi'an is highly accessible via the Xi'an City Expressway and Beijing-Kunming Expressway, Lianyungang-Khorgos Expressway, Shaanxi-Shanghai Expressway, Baotou-Maoming Expressway and other national highways, forming an intricate spider network which opens to all directions. A railway container terminal and the largest bonded area in the Subway line 3, which passes through CSC Xi'an, has commenced operation. In addition, the new stadium to host the 14th National Games of the People's Republic of China in 2021 was completed nearby CSC Xi'an, and the subway line 14 connected to the venue will be commissioned before the National Games in 2021.

西安華南城

西安華南城位於陝西省省會西安市國際港務區內。國際港務區是當地政府重點打造的開放型經濟先導區與現代服務業核心功能區，旨在成為絲綢之路經濟帶上最大國際中轉樞紐港與商貿物流集散地，是聯接「一帶一路」戰略的重要平台。同時，國際港務區為中國(陝西)自由貿易試驗區三大片區之一。受惠於國際港務區的優越地理位置，西安華南城交通便利，通往區內的西安繞城高速公路與京昆高速、連霍高速、陝滬高速、包茂高速等國家公路運輸樞紐緊密銜接，形成「米」字型對外高速公路網格局。途經西安華南城的地鐵3號線已正式通車，此外，用於舉辦2021年第十四屆中華人民共和國全運會的新體育中心亦已於西安華南城附近落成，連接場館的地鐵建設項目均已展開，其中地鐵14號線預計於2021年全運會開幕

Project Portfolio (Continued) 項目概況(續)

Zone for machinery and hardware in CSC Xi'an
於西安華南城的五金機電區



Outlets in CSC Xi'an
於西安華南城的奧特萊斯



The 2nd Motorcycle Riders
Festival in CSC Xi'an
西安華南城主辦的
第二屆摩托騎士節



Such infrastructure will generate more business opportunities and visitor traffic for the Xi'an International Trade and Logistics Park and thus further enhance the value of CSC Xi'an.

CSC Xi'an is now in operation with continuing development, and covers industries including hardware and machinery, curtains and fabrics, textile and clothing, leather and fur, automobiles and parts, building and decoration materials, 1668 Square, outlets, cross-border e-commerce, Central Asia and ASEAN product exhibition centre, etc., on its trade centre premises, of which the commercial complex, 1668 Square, was included in Shaanxi Provincial Key Project in 2019 and 2020. Leveraging its geographical advantage in the starting point of the Silk Road Economic Belt, CSC Xi'an is actively poised to capture the immense opportunities arising from the "Belt and Road" initiative.

CSC Xi'an has a total planned land area of approximately 10.00 million sq. m. and the total planned GFA of approximately 17.50 million sq. m..

前通車運營。此地鐵線路和體育中心將有利於國際港務區聚集更多客流與商機，並進一步增加西安華南城項目的價值。

西安華南城已投入營運並處於繼續開發建設階段。商品交易中心所涵蓋的經營業態包括五金機電、窗簾布藝、紡織服裝、皮革皮草、汽摩汽配、家居建材、1668廣場、奧特萊斯、跨境電商、中亞與東盟產品展示中心等，其中1668新時代廣場項目被列入陝西省2019年及2020年重點項目。憑藉作為絲綢之路經濟帶起點的地理位置優勢，西安華南城積極蓄勢，以把握「一帶一路」倡議帶來的巨大商機。

西安華南城規劃佔地面積約1,000萬平方米，規劃總建築面積約1,750萬平方米。

Harbin 哈爾濱

Birdview of CSC Harbin
哈爾濱華南城鳥瞰圖



Residential ancillary in CSC Harbin
於哈爾濱華南城的住宅配套



CSC Harbin

Located at the Daowai District of Harbin, the capital of Heilongjiang Province, China South City Harbin ("CSC Harbin"), is the cross-border trade hub among Northeast Asian Countries. Being the Provincial No. 1 Investment Promotion Project, together with its proximity to the China-Russia border and merely couple-of-kilometer away from the Xinxiangfang North station (Harbin-Mudanjiang High Speed Rail), CSC Harbin actively integrate bilateral trade resources for the development of regional economy and trade with its superiority of geographical location and coverage of local industries. It has organized the 6th China-Russia Expo, so as to develop an economy and trade logistic gateway to Russia and form a trading platform in Northeast Asia Economic Circle.

哈爾濱華南城

哈爾濱華南城位於黑龍江省省會哈爾濱市道外區，是東北亞國家的跨境貿易主要樞紐，也是黑龍江省政府1號招商引資項目。加上鄰近中俄邊界，以及距哈爾濱華南城僅一公里多的哈牡高鐵新香坊北站運營通車，哈爾濱華南城利用自身地理位置及當地產業優勢，積極整合邊貿資源，推進區域經濟貿易的發展，如承辦第六屆中俄博覽會，建立對俄經貿物流園區，打造東北亞經濟圈智慧商貿大平台。

Project Portfolio (Continued)
項目概況(續)

Trade centres for automobile and
parts in CSC Harbin
於哈爾濱華南城的汽摩配市場

Outlets in CSC Harbin
於哈爾濱華南城的奧特萊斯



CSC Harbin is now in operation, and covers industries including hardware and construction materials, chemicals, machinery, automobiles and parts, green food, small commodities, hotel supplies, leather and fur, outlets, e-commerce, etc., on its trade centre premises.

CSC Harbin has a total planned land area of approximately 10.00 million sq. m. and the total planned GFA of approximately 12.00 million sq. m..

哈爾濱華南城已投入營運。商品交易中心所涵蓋的經營業態包括五金建材、化工、機電、汽摩汽配綠色食品、小商品、酒店用品、皮革皮草、奧特萊斯及電子商務等。

哈爾濱華南城規劃總佔地面積約1,000萬平方米，規劃總建築面積約1,200萬平方米。

Birdview of CSC Zhengzhou
鄭州華南城鳥瞰圖

Zhengzhou 鄭州

Residential ancillary in CSC Zhengzhou
於鄭州華南城的住宅配套



CSC Zhengzhou

China South City Zhengzhou ("CSC Zhengzhou") is located in Zhengzhou, the capital of Henan Province, and adjacent to the Airport Economy Zone ("AEZ") of Zhengzhou, which is the only state-level AEZ with a complete network containing an international airport, high-speed train, intercity train, metro and highway, to act as an integrated transport hub as a whole to provide seamless connectivity. The project is highly accessible and enjoys extensive transportation links – it is a mere 16 km away from Zhengzhou Xinzheng International Airport and a couple of kilometers away from the Beijing-Guangzhou Railway Freight Station. The subway south line 2 connecting downtown area to the airport across CSC Zhengzhou with three stations is currently in full operation. In addition, there are several exits from the Beijing-Hong Kong-Macao Highway, the Airport Highway, and the City Beltway to the surroundings of CSC Zhengzhou; in particular, there are two exits in merely 3 km area of the project, which will generate more business opportunities and visitor traffic will be generated for the project.

CSC Zhengzhou is now in operation, and covers industries including building and decoration materials, small commodities, hardware and machinery, home furnishing, automobiles and parts, non-staple food, outlets, e-commerce, etc., on its trade centre premises. CSC Zhengzhou will speed up the development of residential ancillary and commercial facilities such as multi-purpose commercial properties, in order to meet the local demands.

鄭州華南城

鄭州華南城位於河南省省會鄭州市，鄰近鄭州航空港經濟綜合實驗區。該實驗區乃目前全國唯一一個國家級航空港經濟綜合實驗區，是集國際航空、高鐵、城際鐵路、地鐵及高速公路於一體，可實現綜合樞紐的無縫銜接。項目享有廣闊的運輸網絡，四通八達，與鄭州新鄭國際機場相距僅16公里，與京廣鐵路貨運站及京港澳高速公路亦只有數公里之遙。於鄭州華南城內設有三個車站的地鐵2號線南延線已全線正式通車；除此之外，京港澳高速、機場高速、繞城高速三大高速在鄭州華南城周邊設有出入口，其中僅繞城高速就在華南城周邊3公里範圍內設置兩個出入口，為鄭州華南城聚集更多商流及客流。

鄭州華南城已投入營運。商品交易中心所涵蓋的經營業態包括建材、小商品、五金機電、家具、汽摩汽配、副食品、奧特萊斯及電子商貿等。鄭州華南城將繼續加強其住宅及商業包括多功能商辦及公寓等配套設施方面的業務，進一步滿足華南城及周邊市場的需求。

Project Portfolio (Continued) 項目概況(續)

The “West China South City” Station on Zhengzhou Subway line 2 in CSC Zhengzhou
於鄭州華南城的鄭州地鐵2號線「華南城西」站

Trade centres for automobile and parts in CSC Zhengzhou
於鄭州華南城的汽配中心

Hong Hui Furniture Wholesale Plaza commenced operation in CSC Zhengzhou
鄭州華南城鴻輝家具批發城正式開業



CSC Zhengzhou was elected to be “Provincial Key Project”, “Provincial Key Investment Promotion Project”, and “Priority Relocation Site for Wholesale Markets of Zhengzhou City Centre”. In October 2020, Hong Hui Furniture Wholesale Plaza commenced business in CSC Zhengzhou, further enhancing home furnishing industry on project. In addition, in response to the local policy to support innovation and entrepreneurship, CSC Zhengzhou is also actively promoting emerging industries. Among them, CSC Zhengzhou has gradually become a “Provincial E-commerce Demonstration Base” since 2016, “Provincial Cross-border E-Commerce Demonstration Base”, and “Provincial Innovation Model Bases for Micro and Small Enterprises”.

CSC Zhengzhou has a total planned net land area of approximately 7.00 million sq. m., and total planned GFA of approximately 12.00 million sq. m..

鄭州華南城被列為「河南省重點建設項目」「河南省重大招商引資項目」「鄭州中心城區市場外遷先進承接地」。2020年10月，鴻輝家具批發城於鄭州華南城正式開業，進一步豐富了鄭州華南城家居生態。此外，針對地方政府鼓勵扶持創新創業，鄭州華南城亦積極發展新興業態，其中於電商產業培育上，鄭州華南城從2016年起逐步成為「省級電子商務示範基地」、「河南省跨境電子商務示範基地」，及「河南省小微企業創業創新示範基地」。

鄭州華南城總規劃淨佔地面積約700萬平方米，規劃總建築面積約1,200萬平方米。

Hefei 合肥

Trade centres in CSC Hefei
於合肥華南城的商品交易中心

Birdview of CSC Hefei
合肥華南城鳥瞰圖



CSC Hefei

China South City Hefei ("CSC Hefei") is located at Anhui Feixi Economic Development Zone of Hefei (formerly Anhui Taohua Industrial Park), the capital of Anhui Province. Anhui Feixi Economic Development Zone of Hefei is a core area for municipal development – "Hefei 1331 project", and was elected to be "Provincial Key Investment Project", "Provincial Dispatch Project" and "Provincial 861 Project". CSC Hefei benefits from the advantageous geographical location equipped with well-developed infrastructure: a planned transportation system of railways, highways and river transportation across China. The subway south line 4 across CSC Hefei is under construction.

CSC Hefei is now in operation, and covers industries including automobiles and parts, hardware and machinery, building and decoration materials, textile and clothing, hotel supplies, outlets, small commodities, non-staple food, etc., on its trade centre premises, combining various functions, such as trading, logistics and distribution, production display and promotion, information exchange and innovation, industry cluster, training base for education industry, featured tours and comprehensive supporting facilities for urbanization as a whole.

合肥華南城

合肥華南城位於安徽省省會合肥市肥西經濟開發區(原名:桃花工業園),沿繼合肥綜合性國家科學中心板塊,是合肥「1331」市域空間發展新格局核心區域,被列為「安徽省重點招商引資項目」「安徽省重大調度項目」「安徽省『861』工程項目」。合肥華南城盡享完善基礎建設的策略地利,並配備規劃的鐵路、高速公路及河連運輸系統接連全中國。其中,途經合肥華南城的地鐵4號南延線正在建設。

合肥華南城已投入營運。商品交易中心所涵蓋的經營業態包括汽摩汽配、五金機電、家居建材、紡織服裝、酒店用品、奧特萊斯、小商品及副食品等業態,集商貿交易、會議展覽、物流集散、展示推廣、信息交流、創新促進、產業培育、教育產業培訓基地、特色旅遊、城市化綜合配套服務等多種功能於一體。

Project Portfolio (Continued) 項目概況(續)

Outlets in CSC Hefei
於合肥華南城的奧特萊斯



Different education centres in CSC Hefei
於合肥華南城各類型的教育中心



As Hefei further plays its role as the political, economic, cultural and financial centre at the heart of Eastern China, CSC Hefei aims to capture the opportunities arising from the area and is dedicated to cultivating industries like education, and have already recruited educational institutions of approximately 220,000 sq. m. with staff and students over 30,000. This would bring about education related business and huge visitor traffic, and in turn simulate advancement and become the core large-scale integrated logistics and trade centre in the region.

CSC Hefei has a total planned net land area of approximately 10.00 million sq. m. with a total planned GFA of approximately 12.00 million sq. m..

隨著合肥進一步發揮其作為華東中心地帶的政治、經濟、文化及金融中心的功能，合肥華南城積極把握該區湧現的機遇，已引入22萬平方米教育機構，擁有教職工和學生3萬多人，帶來教育配套相關產業的發展及大量人流，激發園區創新活力，形成科教產業集群化發展態勢。

合肥華南城總規劃淨佔地面積約1,000萬平方米，總規劃建築面積約為1,200萬平方米。

Chongqing 重慶

Residential ancillary in CSC Chongqing
於重慶華南城的住宅配套



Outlets in CSC Chongqing
於重慶華南城的奧特萊斯



CSC Chongqing

China South City Chongqing ("CSC Chongqing") is strategically located at Banan District of Chongqing, the only direct-administered municipality in midwestern China, as well as the essential location seamlessly connecting both "Belt and Road" initiative and "Yangtze River Economic Belt". CSC Chongqing is also the Group's first project in direct-administered municipality. The project is highly accessible to the city centre and other regions given its highway network strategic location in the Chongqing Highway Logistics Base, the state-level giant transportation infrastructure in the western region. Such location is also the starting point of national strategies of "The New International Land-sea Trade Corridor" and "Chongqing-ASEAN International Logistics Channel". The transportation network around the project has been developed rapidly. The first Chongqing tram rail on Dongcheng Boulevard was under planning by Banan Government, which in turn facilitates the preliminary work of tram rail project between Chayuan (茶園) to Nanpeng (南彭). Following Chongqing government's announcement that the development of new town in the core Southern District, where CSC Chongqing is located, it is expected the regional growth potential will be on the rise.

重慶華南城

重慶華南城策略性地位於中國中西部唯一的直轄市重慶市的巴南區，是「一帶一路」和「長江經濟帶」在重慶實現無縫連接的重要連結點，為本集團首個落戶直轄市的項目。坐擁西部國家級大型交通基建——重慶公路物流基地的策略性地利，項目連接完善的高速公路網絡，貫通市中心及全國其他地區，亦是國家戰略「國際陸海貿易新通道及」「重慶東盟國際物流大通道」之起點。重慶華南城周邊的交通網絡建設發展快速，巴南區計劃在東城大道上開建重慶首條有軌電車，加快推進茶園至南彭現代有軌電車項目前期工作。隨著重慶市政府宣佈於重慶華南城所處核心地區建立南部新城，預期該地區發展潛力進一步增加。

Project Portfolio (Continued) 項目概況(續)

The exhibition centre in CSC Chongqing
於重慶華南城的會展中心

The schools in CSC Chongqing
於重慶華南城的學校



CSC Chongqing is now in operation, and covers industries such as small commodities, hardware and machinery, hotel supplies, building and decoration materials, textiles and clothing, automobile and parts, lightings and lamps, outlets, metals, cultural tourism, etc., on its trade centre premises, providing a tremendous momentum for the development of logistics and trading industry in Southwest Region.

There are CSC Chongqing South West University and CSC Primary School and CSC China Junior High School established on the project to cope with the on-site demand in course of development. With the opening of the schools, apart from attracting the flow of people to CSC Chongqing, it drives the need of various facilities for living, which in turn further accelerates pace of development on the project.

CSC Chongqing has a total planned net land area of approximately 5.90 million sq. m. with a total GFA of approximately 13.10 million sq. m..

重慶華南城已投入營運。商品交易中心所涵蓋的經營業態包括小商品、五金機電、酒店用品、家居建材、紡織服裝、汽摩汽配、燈具燈飾、奧特萊斯、金屬材料及文化旅遊等，為西南地區商貿物流產業發展注入巨大的發展動力。

為配合項目發展需要，重慶華南城內設有西南大學華南城小學及西南大學華南城初級中學。隨著學校陸續開學，除帶動園區人流，也帶動園區各項周邊生活配套的需要，進一步加快項目的建設發展步伐。

重慶華南城總規劃淨佔地面積約590萬平方米，總規劃建築面積約為1,310萬平方米。

CHAIRMAN'S STATEMENT

主席報告

On behalf of the board of directors (the "Board") of the Company together with its subsidiaries, I am pleased to report the unaudited consolidated interim results of the Group for the six months ended 30 September 2020 ("1H FY2020/21" or the "Reporting Period").

During the first half of the financial year, the effects of the pandemic lingered. Despite the full resumption of operation and gradual recovery of all business activities, both domestic and international economic situations were intricate, with the continuing trade tension between China and the US. Overall, opportunities and challenges coexisted. In the third quarter of 2020, China's GDP growth stood at 4.9% with a year-on-year growth of 0.7% for the first three quarters, bucking the trend to eke out economic growth. Driven by the macro environment, the overall operating results of China South City showed a trend of positive growth.

During 1H FY2020, while maintaining its dedication to COVID-19 prevention, China South City made great efforts to introduce new businesses and improve infrastructure development. In September 2020, AETM Supermarket (阿爾特麥超市), a large-scale complex with a gross floor area ("GFA") of over 50,000 sq. m., commenced operation in CSC Nanning, while Hong Hui Furniture Wholesale Plaza (鴻輝家具批發城) in CSC Zhengzhou was also officially opened in the same month. By sticking to its business motto of "Safety, Quality and Service", the Group has achieved remarkable results in cost reduction and efficiency enhancement.

During the Reporting Period, China's government strongly supported the real economy by aiding small-and medium-sized enterprises ("SMEs") through various ways, including tax reduction and loan interest discount. China South City benefited from a number of positive news. Following the opening of Shenzhen Subway line 10 in August 2020 with the CSC Station (華南城站) along the line, CSC Shenzhen is positioned to enjoy a much more prominent advantage in terms of transportation and location. In September 2020, according to the joint announcement made by the Ministry of Commerce and other six ministries, CSC Shenzhen was approved as the first "market procurement trade pilot unit (市場採購貿易試點單位)" in Shenzhen. Coupled with other positive factors such as the development of Wanda Plaza in the Shenzhen project, the commercial and trading business of China South City has been significantly boosted.

本人謹代表公司董事會及附屬公司，呈報本集團截至2020年9月30日止六個月（「2020/21財政年度上半年」或「本報告期間」）未經審核的綜合中期業績。

上半財年，疫情後續影響仍在，雖然實現整體復工，各項業務逐步恢復正常，但國內外經濟形勢錯綜複雜，中美貿易摩擦不斷，整體來看機遇與挑戰並存。2020年第三季度，中國GDP增長4.9%，較前三季度同比增長0.7%，實現逆勢翻紅。受大環境影響，華南城整體經營業績呈向好趨勢。

2020上半財年，華南城繼續做好防疫的同時，大力引入新業態，完善基礎配套。2020年9月，超5萬平方米大型綜合體，南寧華南城阿爾特麥超市開門營業；鄭州華南城鴻輝家具批發城同月也正式開始營業。本集團繼續推行「安全、品質、服務」六字方針，降本增效取得一定成效。

本報告期間，國家大力支持實體經濟，通過稅收減免、貼息貸款等多種手段扶持中小企業。華南城利好頻傳，2020年8月，深圳地鐵10號線正式開通，設點華南城站，深圳華南城交通區位優勢得到質的提升；2020年9月，國家商務部等七部委聯合發文，深圳華南城獲批深圳首家「市場採購貿易試點單位」，同時疊加萬達廣場入駐等多重利好因素，華南城商貿產業得到極大提振。



In addition, CSC Shenzhen also benefited from the “Plan on Implementing Comprehensive Pilot Reforms in Shenzhen to Build the City into a Demonstration Area of Socialism with Chinese Characteristics (深圳建設中國特色社會主義先行示範區綜合改革試點實施方案)”. As this year marks the 40th anniversary of the establishment of Shenzhen Special Economic Zone, Shenzhen has been authorized to implement comprehensive pilot reforms under the top-level design of reform and strategic planning of the Central Government. As a local enterprise in Shenzhen, China South City is well positioned to embrace this important historic opportunity.

Results and Dividends

Facing challenges from the pandemic and the macro environment, China South City took the lead to achieve safe resumption of work. With the concerted dedication and commitment of all staff, the Company recorded steady growth in its operating results. During the Reporting Period, the contracted sales of the Group increased by 4.4% to HK\$8,070.8 million (1H FY2019/20: HK\$7,732.8 million); revenue rose by 22.0% to HK\$7,106.9 million (1H FY2019/20: HK\$5,827.2 million), with recurring income up by 10.6% to HK\$1,323.5 million (1H FY2019/20: HK\$1,197.1 million).

Net profit attributable to owners of the parent increased by 4.0% to HK\$653.5 million (1H FY2019/20: HK\$628.2 million), while core net profit attributable to owners of the parent (being net profit attributable to owners of the parent excluding fair value gains on investment properties and certain tax effects, impairment of goodwill, etc.) increased by 46.4% to HK\$734.7 million (1H FY2019/20: HK\$501.7 million). Basic earnings per share increased to HK8.08 cents (1H FY2019/20: HK7.75 cents).

The Board does not recommend the payment of an interim dividend for the six months ended 30 September 2020 (1H FY2019/20: Nil).

Review of the Market and Operations

China South City has implemented professional operational management with great efforts. The strategic deployment of “Emphasizing Tenant Recruitment and Strengthening Operations” has achieved positive effects. Meanwhile, China South City made strenuous efforts to introduce and support the development of new businesses, so as to promote flourishing development of all business segments.

此外，深圳華南城還受惠於「深圳建設中國特色社會主義先行示範區綜合改革試點實施方案」，以設立深圳經濟特區40周年為契機，在中央改革頂層設計和戰略部署下，支持深圳實施綜合授權改革試點，作為深圳本土企業，華南城將迎來重大歷史機遇。

業績及股息

面對疫情和大環境的挑戰，華南城率先實現安全復工，在全員共同努力下，實現業績穩步增長。於本報告期間，本集團的合約銷售額增長4.4%至80.708億港元(2019/20財政年度上半年：77.328億港元)；收入增加22.0%至71.069億港元(2019/20財政年度上半年：58.272億港元)，其中持續性收入增長10.6%至13.235億港元(2019/20財政年度上半年：11.971億港元)。

母公司擁有人應佔淨利潤增加4.0%至6.535億港元(2019/20財政年度上半年：6.282億港元)，母公司擁有人應佔核心淨利潤(即未計投資物業公平值收益及若干稅款影響、商譽減值等的母公司擁有人應佔淨利潤)增加46.4%至7.347億港元(2019/20財政年度上半年：5.017億港元)。每股基本盈利增加至8.08港仙(2019/20財政年度上半年：7.75港仙)。

董事會不建議派付截至2020年9月30日止六個月中期股息(2019/20財政年度上半年：無)。

市場及運營回顧

華南城大力推行專業化園區運營管理，「重招商、強運營」的戰略部署取得積極成效，同時大力引入和扶持新業態，實現多業務全面開花。

During the Reporting Period, the overall development of the real estate industry was affected by the pandemic and the macro environment. Later in the period, with precautionary measures taken to contain the spread of the virus, the Company took the lead in realizing safe resumption of work and achieved significant improvement in its operating results. During the Reporting Period, the Company continued to record growth in contracted sales as compared with that of the corresponding period last year. In terms of management and team building, the investment development division has achieved remarkable results, with a number of projects completed for delivery. The division strived to create an overall healthy development environment by vigorously promoting refined management, improving whole-process dynamic cost management, implementing various measures to strengthen pre-activity cost control and building up a reserve of outstanding talents.

During the Reporting Period, the business management division continued to bring in quality industries and business tenants, which has laid a solid foundation for long-term development, and also made continuous efforts to enhance project management capability and core competitive strength. In particular, the business management division focused on promoting the development of various industry sectors, among which the live streaming base for internet celebrity e-commerce in CSC Shenzhen, CSC Zhengzhou and CSC Nanchang, the membership supermarkets in CSC Nanning, CSC Hefei and CSC Nanchang, the inexpensive quality home furnishing stores represented by Hong Hui Furniture in CSC Zhengzhou and the outlets operation in the eight CSC projects have become the four important growth engines. In addition, the Group boasts several distinctive business sectors such as education, automobiles and parts, healthcare and beauty and health food. The rapid development of some projects has created huge industrial cluster effect, such as the automobile and parts base in CSC Xi'an and the education base in CSC Hefei, which have gradually replaced the traditional industries and created new growth drivers.

Continue to Push Forward Transformation and Upgrade to Achieve Diversified Business Operation

As a leading developer and operator of large-scale integrated logistics and trade centers in China, the Group will keep abreast of market changes, remain committed to enhancing the management level of its existing businesses, push forward transformation and upgrade and continue to introduce new businesses, so as to lay a solid foundation for the long-term development.

本報告期間，受制於疫情和整體大環境，房地產開發整體受到一定影響。後期，在做好疫情防控的前提下，率先實現安全復工，業績出現明顯復蘇，合約銷售額在本報告期間較去年同期仍然錄得增長。在管理和團隊建設上，投資開發團隊取得良好成效，部分項目完成平穩竣備交付，力推精細化管理，整體提升成本過程動態管理，多措並舉強化事前成本控制，並引入一批骨幹人才，全面營造良好的企業發展環境。

本報告期間，商業管理團隊持續引入優質業態和商戶，為長期發展打下良好基礎，同時不斷提升項目管理能力和核心競爭力。具體來看，商管集團深耕業態，其中深圳、鄭州、南昌項目的電商網紅直播基地，南寧、合肥和南昌項目的會員制超市，以鄭州華南城鴻輝家具為代表的高性價比家具，及八城的奧特萊斯成為拉動經濟的「四架馬車」。此外，教育、汽摩配件、醫養美業和食品大健康等也頗具特色。部分項目已快速發展形成巨大的產業聚集效應，例如西安華南城的汽摩配件、合肥華南城的教育產業基地等，逐漸替代傳統產業，形成新的增長點。

多元化經營，持續推進轉型升級

作為中國領先的大型綜合物流及商品交易中心的開發商及運營商，本集團將緊貼市場變化，致力提升原有業務的管理水平，不斷轉型升級，引入新業態，為長期發展打下堅實基礎。



In FY2020/21, China South City is focusing on consolidating resources of its existing businesses and exploring a diverse light-asset integrated management business, including commercial complexes management, project and property management, as well as outlet operation. Efforts have been made to enhance complementarity and synergy between the light-asset business and project operation and reduce costs, with an aim to project China South City onto a path of diverse and high-quality development.

With comprehensive improvement in the ancillary facilities, and in addition to our cooperation with Wanda Group established in the previous financial year, CSC Shenzhen brought in a number of strong brands such as Heungkong Group located in Guangzhou during the Reporting Period, further enhancing its reputation and influence. Shenzhen Huasheng Commercial Development Company Limited ("Huasheng Outlet"), a wholly-owned subsidiary of the Group, seized the favorable opportunity arising from the opening of the subway line to launch a sales promotion campaign, recording a noticeable increase in turnover during the Mid-Autumn Festival and National Day. Qianlong Logistics Group Limited ("Qianlong Logistics"), a wholly-owned subsidiary of the Group, has gradually completed the expansion from warehouse leasing to comprehensive third-party logistics services, and has secured a number of warehousing and distribution or transportation projects from renowned brands including China Top 500 and Fortune Global 500 enterprises. With good service quality and years of experience, it has been highly recognized by customers.

On the front of introduction of new businesses, while maintaining its leading position in the existing multi-industry trade centers, logistics and warehousing distribution, conference and exhibition, local amenities and comprehensive property management services, China South City has been continuously exploring new businesses and nurtured new growth drivers. For example, CSC Nanchang has built an influencers live-streaming base with an area of approximately 30,000 sq. m., providing one-stop services covering from anchor training, operation management to film and television productions; CSC Nanning, CSC Hefei and CSC Nanchang have opened membership supermarkets; and CSC Hefei focuses on education and training, forming an industry cluster for science and education.

The introduction of new businesses has presented new opportunities for the development of China South City, improving the business ecosystem of the projects and bringing in huge volume of rental income and customer flow, which helped to promote the collaborative development of related industries.

2020/21財政年度，華南城重點整合原有業務資源，開拓多元輕資產綜合管理業務，其中包括商業綜合體管理、項目及物業管理、以及奧特萊斯運營等。加強各輕資產業務與園區運營的互補協同作用，降低成本，助推華南城邁向多元化高質量發展。

深圳華南城配套全面升級，在上一財政年度與萬達集團達成合作的基礎上，於本報告期間引入廣州香江集團等強勢品牌，口碑和影響力均有提升。本集團全資附屬公司深圳華盛商業發展有限公司（「華盛奧特萊斯」）迎來地鐵開通利好，借勢活動，雙節營業額明顯增長。本集團全資附屬公司乾龍物流集團有限公司（「乾龍物流」）已逐步完成從園區租賃向綜合性第三方物流服務業務延伸，現已取得中國500強及世界500強等多個知名品牌的倉配項目或運輸項目，憑藉良好的服務品質以及多年的經驗積累，獲得客戶高度認可。

新業態引進上，華南城在保持原有專業批發市場、倉儲物流配送、會議展覽、生活配套及綜合物業管理等優勢地位的前提下，不斷拓展新業務，形成新的增長點。例如，南昌華南城打造約3萬平方米網紅直播基地，提供主播培訓、運營管理、影視製作等一條龍服務；南寧華南城、合肥華南城和南昌華南城紛紛開設會員制超市；合肥華南城主打教育培訓，已形成科教產業集群化發展態勢。

新業態的引進為華南城發展注入新鮮的血液，不斷完善園區商貿生態圈，並將帶來巨大租金收入和人流，促進相關產業協同發展。

Implement Sound Financial Management with Flexible and Smooth Financing Channels

The Group's sound financial management and healthy financial structure have been recognized by professional credit rating agencies and financial institutions. During the Reporting Period, the Group was upgraded from "B-" to "B" for its issuer credit rating by Standard & Poor's (an international credit rating agency) with a stable outlook, was assigned the issuer credit rating of "B2" by Moody's (an international credit rating agency) with a stable outlook, and was confirmed the issuer credit rating of "B" from Fitch (an international credit rating agency) with a stable outlook as well.

In financing, the Group continued to strengthen its established diversified and extensive financing channels. In the overseas market, the Group issued senior notes with a total principal amount of US\$575 million during the Reporting Period, and repurchased and cancelled senior notes with a total principal amount of approximately US\$167 million during the Reporting Period, serving as an active effort to optimize its debt structure. Domestically, the Group further strengthened its cooperation with commercial banks, and continued to obtain various types of credit lines from them to meet its financing and operational needs, effectively reducing financing costs and optimizing debt structure. Since the previous financial year, the Group has been committed to obtaining more long-term loans to extend its debt maturity profile. From the previous financial year up to the end of this Reporting Period, the Group has obtained a number of long-term (over five years) fixed-asset backed facilities totaling RMB6 billion from commercial banks, which provided a solid support for the Group's future development. Through effective application of facilities from domestic and overseas capital markets, bank loans and internal operating cash flows, the Group continued to maintain low liabilities during the Reporting Period with the gearing ratio maintaining at the level recorded at the beginning of the financial year, enabling the Group to ensure stable financial position in an uncertain economic environment. Looking into the second half of the year, the Group will continue with its prudent and sound financial management strategy as well as diversified, flexible and smooth financing channels, strive for better capital management, strike a balance between financial stability and business development, and thereby create maximum value for shareholders.

穩健的財務管理，靈活通暢的融資渠道

本集團穩健的財務管理以及健康的財務架構獲得專業信用評級機構和金融機構的認可。於本報告期間，本集團獲得國際信用評級機構標準普爾調整發行人信用評級，由原來的「B-」評級升級為「B」，展望穩定，獲得國際信用評級機構穆迪授予「B2」的發行人信用評級，展望穩定，以及獲得國際信用評級機構惠譽確認「B」的發行人信用評級，展望穩定。

在融資上，本集團繼續加強已建立的多元和廣泛的融資渠道。境外，本集團於本報告期間發行金額合計為5.75億美元的優先票據，並於本報告期間回購和註銷金額合計約1.67億美元的優先票據，積極優化債務結構。境內，本集團繼續深化與各商業銀行合作，繼續獲商業銀行授予多類型貸款額度，滿足本集團的融資以及運營需求，有效降低融資成本和優化債務結構。從上一財年開始，本集團致力完成更多長期貸款，以延長整體債務年限。從上一財政年度開始截至本報告期間末，本集團獲得各商業銀行授予多筆長年期（超過5年）的固定資產抵押借款，金額合計人民幣60億元，為本集團未來發展提供良好支撐。透過有效運用境內外資本市場融資、銀行貸款及內部運營現金流，本集團於本報告期間繼續保持低負債，本集團的資產負債比率保持在本財年初的水平，讓本集團在經濟環境不明朗時確保穩健的財務基礎。展望下半年，本集團將繼續採取謹慎穩健的財務管理策略，維護多元化及靈活暢通的融資渠道，並致力實現更佳的資金管理，務求在財務穩定及業務發展上取得平衡，為股東創造最大價值。

Prospects

Looking ahead to the second half of this financial year, the complex macro environment may exert certain impact on the stable economic growth. However, under the main policy of “Stabilizing Land Prices, Housing Prices and Market Expectations” implemented by the government, the overall market will maintain stable and sound development.

The Group will remain prudent and optimistic, confront challenges proactively and strive to make progress while maintaining stability. The “Trade and Logistics +” model that China South City has adhered to for years will help the Group integrate resources in its advantageous environment, optimize capital operation, intensify cost control and give priority to efficiency. The Group will sustain its efforts to promote industrial upgrade and transformation and drive the improvement of its project ecosystem, so as to achieve the development goal of “Integrating Industries into Projects, Building Beautiful New Cities Conducive to Work and Life”.

Last but not least, on behalf of the Board, I wish to express my deepest gratitude to our shareholders, customers and business partners for their consistent trust and support to the Group. I would also like to thank the management and members of staff for their dedication and wholehearted commitment, which have helped China South City grow from strength to strength.

Cheng Chung Hing

Chairman and Executive Director

Hong Kong, 27 November 2020

未來前景

展望下半財年，複雜的大環境或對經濟穩定增長帶來一定影響。然而，在政府「穩地價、穩房價、穩預期」的主旋律下，整體市場會保持平穩健康發展。

本集團將繼續採取審慎樂觀的態度，積極面對挑戰，力爭穩中有進。華南城多年堅守的「商貿物流+」模式，將有助本集團所處的優勢環境整合資源，優化資本運作力度，加強成本控制，效益優先。本集團將繼續致力促進產業升級轉型，促進項目生態圈不斷完善，最終實現打造「產城融合、宜業宜居美麗新城」的發展目標。

最後，本人謹代表董事會，向本集團的尊貴股東、客戶以及業務夥伴一直以來對本集團的信任及支持致以最誠懇的感謝，同時亦感謝管理層及員工對協助華南城日益壯大所作的貢獻及全心投入。

主席兼執行董事

鄭松興

香港，2020年11月27日

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Business Review

Strengthening Primary Businesses with Flourishing Development of New Industry Sectors

During 1H FY20/21, the international environment was intricate. Affected by the pandemic and trade friction, China's exports and overall economy were faced with challenges, and things started to improve after the second quarter with the economy bottoming out. In the third quarter of 2020, China's Gross Domestic Product (GDP) growth stood at 4.9%, bucking the trend to eke out an overall economic growth of 0.7% for the first three quarters. The implementation of a series of favorable policies such as the "Market Procurement Trade Pilot Program" (市場採購貿易試點) and the "Plan on Implementing Comprehensive Pilot Reforms in Shenzhen to Build the City into a Demonstration Area of Socialism with Chinese Characteristics" (深圳建設中國特色社會主義先行示範區綜合改革試點實施方案) presented excellent historic opportunities for the development of the Group's projects.

Facing the slowdown in economic growth and the ever-evolving domestic and international situation, the diversified and flexible business model of China South City has enabled timely and effective adjustments to sales and operations strategies according to different development stages of a project and the market demand in different regions. Leveraging its innovative and integrated trade and logistics model over the years, the Group will remain as a leading developer and operator of large-scale integrated logistics and trade center in China.

As the projects in various places are becoming mature, China South City has been actively adding new industries and businesses in respect of innovation and technology on these project sites, apart from strengthening the provision and services on residential units, multi-purpose commercial properties, office buildings, property management, conference and exhibition facilities, warehousing and logistics, outlet operations and financial services. For example, with the strategic cooperation agreement signed between CSC Shenzhen and Wanda Group, a new generation of Wanda Plaza will soon be presented in CSC Shenzhen. Following the opening of Shenzhen Subway line 10 in August 2020 with the CSC Station (華南城站) along the line, the commercial ancillaries in the surrounding area have been upgraded, which in turn attracted more customer flow.

業務回顧

夯實主業，新業態全面開花

2020/21財政年度上半年，國際形勢錯綜複雜，受疫情和貿易摩擦影響，對外出口及整體經濟面臨挑戰，二季度以後有所緩和，經濟觸底反彈。2020年三季度，中國國內生產總值(GDP)上漲4.9%，前三季度逆勢翻紅整體上漲0.7%。「市場採購貿易試點」、「深圳建設中國特色社會主義先行示範區綜合改革試點實施方案」等相繼出台，本集團項目受政策利好，迎來發展的歷史機遇。

面對經濟增長放緩及複雜多變的國內國際形勢，華南城多元靈活的業務模式，讓本集團能夠根據項目不同發展階段和不同地區的市場需求，及時有效調整銷售運營策略。憑藉多年打磨的創新綜合商貿物流模式，本集團將繼續保持全國領先的大型綜合商貿物流中心的開發商和運營商地位。

隨著各地項目的逐漸成熟，華南城除加強提供住宅、多功能商業物業、寫字樓、物業管理、會議及展覽設施、倉儲物流、奧特萊斯運營及金融等服務外，積極拓展更多新業態、新業務，向著科技和創新產業升級轉型。例如，深圳華南城與萬達集團簽署戰略合作協議，全新一代萬達廣場即將落戶深圳華南城。深圳10號地鐵線於2020年8月正式開通，設點華南城站，周邊商業配套升級，進一步激活人氣。



The opening of AETM Supermarket (a large-scale complex with a GFA of over 50,000 sq. m.) in CSC Nanning and Hong Hui Furniture Wholesale Plaza in CSC Zhengzhou in September 2020 significantly diversified the business portfolio of the CSC projects, attracting more customer flow and promoting the collaborative development of various industries. Currently, China South City has facilitated the flourishing development of new industry sectors comprising live streaming base for internet celebrity e-commerce, membership supermarkets, inexpensive quality home furnishing stores and outlets which have become the four growth engines while maintaining the stable development of its existing ones.

China South City is a leading developer and operator of large-scale integrated logistics and trade centers in China, having all along been pushing forward the transformation and upgrade of regional economies and new urbanization. With the eight CSC projects growing in maturity, in order to implement more professional and dedicated management in project development and merchant recruitment, the Group established its investment development division and business management division in FY2018/19. The investment development division conducts overall control on development progress and cost by continuously enhancing milestone management and operation team building to enable improvements in projects' operational efficiency, so as to better withstand market risks. During 1H FY20/21, the Group recorded an increase of approximately 4.4% in contracted sales compared to the same period of last year. The business management division works towards high quality development by introducing an increased number of large-scale established enterprises. During 1H FY2020/21, each of the Group's business operations maintained stable and positive growth. The recurring business growth sustained a stable and robust momentum, with recurring income increasing by 10.6% to HK\$1,323.5 million compared to the same period of last year.

During 1H FY2020/21, the Group's total revenue increased by 22.0% to HK\$7,106.9 million (1H FY2019/20: HK\$5,827.2 million). Its recurring income grew by 10.6% year-on-year from HK\$1,197.1 million in 1H FY2019/20 to HK\$1,323.5 million in the Reporting Period, accounting for 18.6% of the total revenue (1H FY2019/20: 20.5%). Gross profit margin was 38% (1H FY2019/20: 39%). Net profit attributable to owners of the parent was HK\$653.5 million (1H FY2019/20: HK\$628.2 million). Basic earnings per share amounted to HK8.08 cents (1H FY2019/20: HK7.75 cents).

進入2020年9月，超5萬平方米大型綜合體南寧華南城阿爾特麥超市、鄭州華南城鴻輝家具批發城等相繼開業，極大地豐富了華南城園區業態，帶來人流，助力各產業協同發展。截至目前，華南城已形成以電商網紅直播基地、會員制超市、高性價比家具，及奧特萊斯新業態「四架馬車」全面開花態勢同時原有業態繼續保持穩步發展。

華南城為中國領先的大型綜合物流及商品交易中心開發商和運營商，一直推進著區域經濟轉型升級和新型城鎮化建設。隨著八個華南城項目發展日趨成熟，為了項目開發及招商運營的管理更專業化和精細化，本集團於2018/19財政年度成立了投資開發集團及商業管理集團。投資開發集團透過不斷加強節點管理與運營團隊建設，全面控制開發環節和成本，讓項目運營效率進一步提升，以便更好地抵禦市場風險。於2020/2021財政年度上半年，本集團錄得合約銷售與上年同期比較上升約4.4%。商業管理集團邁向高質量發展，加強引入大型知名企業。本集團各項業務經營穩健向好，2020/21年財年上半年持續性收入較去年同期增加10.6%至13.235億港元，繼續保持穩定且強勁的增長趨勢。

於2020/21財政年度上半年，本集團總收入增加22.0%至71.069億港元（2019/20財政年度上半年：58.272億港元），其中持續性收入由2019/20財政年度上半年的11.971億港元按年增加10.6%至本報告期間的13.235億港元，佔總收入的18.6%（2019/20財政年度上半年：20.5%）。毛利率為38%（2019/20財政年度上半年：39%）。母公司擁有人應佔淨利潤為6.535億港元（2019/20財政年度上半年：6.282億港元）。每股基本盈利為8.08港仙（2019/20財政年度上半年：7.75港仙）。

Investment Development Division Project Investment and Development

The investment development division mainly focuses on the Group's project investment, development and construction, laying a solid foundation for subsequent merchant recruitment and project operation. To meet local demands of projects in different places, the Group has developed various types of commercial complexes accordingly. Multi-purpose commercial properties have been developed in various projects, such as Zhengzhou, Xi'an, Nanchang, and Shenzhen. Furthermore, government service centers and science and education industries have been introduced to certain projects. With respect to project construction, the investment development division keeps abreast of the latest development trend by continuously improving the construction standard, so as to elevate the construction quality of projects. For instance, the Zijingmingdu residential project of CSC Zhengzhou was listed in the first batch of "Model Construction Sites with Standardized Construction Quality in Henan Province (河南省建築工程質量標準化示範工地)" by the Department of Housing and Urban-Rural Development (住建廳) of Henan province. This project adopted the engineering general contracting model of "prefabricated construction + EPC", which was more environmentally-friendly with less carbon footprints and higher quality standard. During the Reporting Period, in terms of management and team building, the investment development division has achieved remarkable results, with a number of projects completed for delivery. The division strived to create an overall healthy development environment by vigorously promoting refined management, improving whole-process dynamic cost management, implementing various measures to strengthen pre-activity cost control and building up a reserve of outstanding talents.

投資開發集團 項目投資及開發

投資開發團隊主要專注於本集團的項目投資開發建設，為後期招商運營打下基礎。為滿足各地項目的不同需要，本集團於多個項目發展各類商業綜合體；鄭州、西安、南昌、深圳等多地項目均開發有多功能商業物業；部分項目還引入政務服務中心、科教產業等。在工程建築上，投開集團與時俱進不斷升級建築標準，提高項目工程質量。例如，鄭州華南城紫荊名都住宅項目獲河南省住建廳首批認定「河南省建築工程質量標準化示範工地」，項目採用施工總承包「裝配式+EPC」施工，更低碳更環保，質量標準也更高。於本報告期間，投開集團在在管理和團隊建設上，取得良好成效，部分項目完成平穩竣備交付，力推精細化管理，整體提升成本過程動態管理，多措並舉強化事前成本控制，並引入一批骨幹人才，全面營造良好的企業發展環境。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

In 1H FY2020/21, the Group recorded total contracted sales of approximately HK\$8,070.8 million, with GFA of approximately 883,000 sq. m..

於2020/21財政年度上半年，本集團錄得合約銷售約80.708億港元，合約銷售建築面積約883,000平方米。

Contracted Sales

合約銷售

1H FY2020/21 2020/21財年上半年						1H FY2019/20 2019/20財年上半年			
		Average selling price (before deduction of GFA	Contracted amount (before deduction of sales tax)	% of total contracted sales amount		Average selling price (before deduction of GFA		Contracted amount (before deduction of sales tax)	% of total contracted sales amount
		平均售價 (扣除銷售 稅前)	合約金額 (扣除銷售 稅前)	總合約銷售 金額佔比%		平均售價 (扣除銷售 稅前)		合約金額 (扣除銷售 稅前)	總合約銷售 金額佔比%
		(sq. m.) (平方米)	(HK\$/sq. m.) (港元/ 平方米)	(HK\$'million) (百萬港元)				(sq. m.) (平方米)	(HK\$/sq. m.) (港元/ 平方米)
CSC Shenzhen	深圳華南城	5,400	12,000	64.8	0.8%	1,800	14,700	26.5	0.3%
CSC Nanchang	南昌華南城	89,500	9,900	885.1	11.0%	28,900	13,300	384.1	5.0%
CSC Nanning	南寧華南城	29,600	9,200	271.0	3.3%	51,600	8,300	429.7	5.6%
CSC Xi'an	西安華南城	169,300	10,000	1,685.6	20.9%	158,700	9,300	1,474.1	19.1%
CSC Harbin	哈爾濱華南城	105,600	9,100	965.2	12.0%	111,600	7,500	840.7	10.9%
CSC Zhengzhou	鄭州華南城	368,500	8,700	3,189.4	39.5%	371,400	8,700	3,242.3	41.9%
CSC Hefei	合肥華南城	18,100	9,400	169.8	2.1%	1,300	14,300	18.6	0.2%
CSC Chongqing	重慶華南城	97,000	8,700	839.9	10.4%	149,500	8,800	1,316.8	17.0%
Total/average	總計/平均	883,000	9,100	8,070.8	100.0%	874,800	8,800	7,732.8	100.0%

CSC Shenzhen

CSC Shenzhen recorded a total completed GFA of approximately 2.39 million sq. m., and Phases I and II and part of Phase III of CSC Shenzhen's properties have commenced operation of their respective trade centers and ancillary facilities, including approximately 1.62 million sq. m. of trade centers, approximately 412,000 sq. m. of residential ancillaries and multi-purpose commercial properties and approximately 356,200 sq. m. of warehousing and other facilities.

深圳華南城

深圳華南城總建築面積約239萬平方米的建設已竣工，一期、二期及部分三期物業的商品交易中心及配套設施均已投入運營，包括約162萬平方米的商品交易中心、約412,000平方米的住宅和多功能商業物業，及約356,200平方米的倉儲設施及其他設施。

CSC Nanchang

CSC Nanchang recorded a total completed GFA of approximately 2.40 million sq. m., including approximately 1.07 million sq. m. of trade centers, approximately 1.28 million sq. m. of residential ancillaries and approximately 44,300 sq. m. of warehousing facilities.

CSC Nanning

CSC Nanning recorded a total completed GFA of approximately 1.95 million sq. m., including approximately 896,600 sq. m. of trade centers, approximately 814,100 sq. m. of residential ancillaries, approximately 205,600 sq. m. of multi-purpose commercial properties and approximately 36,800 sq. m. of warehousing facilities. Construction of multi-purpose commercial properties with a GFA of approximately 154,800 sq. m. was underway.

CSC Xi'an

CSC Xi'an recorded a total completed GFA of approximately 1.88 million sq. m., including approximately 1.68 million sq. m. of trade centers, approximately 119,900 sq. m. of multi-purpose commercial properties, approximately 52,000 sq. m. of warehousing facilities and approximately 23,300 sq. m. of ancillary facilities.

CSC Harbin

CSC Harbin recorded a total completed GFA of approximately 1.98 million sq. m., including approximately 1.43 million sq. m. of trade centers, approximately 8,700 sq. m. of multi-purpose commercial properties, approximately 454,100 sq. m. of residential ancillaries, and approximately 81,600 sq. m. of logistics and warehousing and ancillary facilities.

CSC Zhengzhou

CSC Zhengzhou recorded a total completed GFA of approximately 3.70 million sq. m., including approximately 2.66 million sq. m. of trade centers, approximately 286,200 sq. m. of warehousing and ancillary facilities and approximately 751,500 sq. m. of residential ancillaries.

南昌華南城

南昌華南城總建築面積約240萬平方米的建設已竣工，包括約107萬平方米的商品交易中心、約128萬平方米的住宅配套及約44,300平方米的倉儲設施。

南寧華南城

南寧華南城總建築面積約195萬平方米的建設已竣工，包括約896,600平方米的商品交易中心、約814,100平方米的住宅配套、約205,600平方米的多功能商業物業及約36,800平方米的倉儲設施。建築面積約154,800平方米的多功能商業物業工程已展開規劃建設。

西安華南城

西安華南城總建築面積約188萬平方米已竣工，包括約168萬平方米的商品交易中心、約119,900平方米的多功能商業物業、約52,000平方米的倉儲設施，及約23,300平方米的配套設施。

哈爾濱華南城

哈爾濱華南城總建築面積約198萬平方米的建設已竣工，包括約143萬平方米的商品交易中心、約8,700平方米的多功能商業物業、約454,100平方米的住宅配套、約81,600平方米的物流和倉儲設施及配套設施已竣工。

鄭州華南城

鄭州華南城總建築面積約370萬平方米的建設已竣工，包括約266萬平方米的商品交易中心、約286,200平方米的倉儲設施及配套設施，及約751,500平方米的住宅配套。

CSC Hefei

CSC Hefei recorded a total completed GFA of approximately 3.16 million sq. m., including approximately 1.59 million sq. m. of trade centers, approximately 1.50 million sq. m. of residential ancillaries and approximately 82,000 sq. m. of warehousing and ancillary facilities.

CSC Chongqing

CSC Chongqing recorded a total completed GFA of approximately 2.00 million sq. m., including approximately 1.26 million sq. m. of trade centers, approximately 519,300 sq. m. of residential ancillaries and approximately 217,100 sq. m. of warehousing and ancillary facilities.

Business Management Division Consolidating Resources to Continuously Push Forward Transformation and Upgrade

China South City pays high attention to the overall operation of its projects. Apart from actively enriching the industries on project sites and promoting industry cluster, China South City has been providing or introducing a variety of ancillary facilities and services in response to the demands of its project management and expansion, so as to develop a comprehensive business portfolio. The business management division is principally engaged in tenants recruitment and operation management of the Group, providing professional operation and management services along the value chains of China South City's development, investment and financing. Its business covers trade centers, logistics zones, hotels, integrated commercial complexes, commercial blocks, neighborhood centers, residential ancillary, and multi-purpose commercial properties.

合肥華南城

合肥華南城總建築面積約316萬平方米的建設已竣工，包括約159萬平方米的商品交易中心、約150萬平方米的住宅配套及約82,000平方米的倉儲設施及配套設施。

重慶華南城

重慶華南城總建築面積約200萬平方米的建設已竣工，包括約126萬平方米的商品交易中心、約519,300平方米住宅配套及約217,100平方米倉儲設施及配套設施。

商業管理集團 整合資源，持續轉型升級

華南城高度重視項目整體運營，除積極豐富園區內商品交易的業態，促進產業聚集，更就園區管理及拓展需要，提供或引進各項配套設施及服務，打造綜合商業拼圖。商業管理團隊主要致力於本集團的項目招商及運營管理，為華南城的開發、投資、融資的全價值鏈各環節提供專業的運營、管理服務，業務範圍包括商品交易中心、物流園、酒店、綜合商貿中心、商業街區、鄰里中心、住宅、多功能商業物業等多種類型物業。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

During the Reporting Period, the Group continued to implement the strategy of “Emphasizing on Merchants Recruitment and Strengthening Operation”. The establishment of a professional business management division ensured more professional performance in project management and merchants recruitment and introduction of emerging and new targeted industries that are aligned with the upcoming development trend. In particular, the internet celebrity e-commerce bases in CSC Shenzhen, CSC Zhengzhou and CSC Nanchang, the membership supermarkets in CSC Nanning, CSC Hefei and CSC Nanchang, the inexpensive quality home furnishing stores represented by Hong Hui Furniture Wholesale Plaza in CSC Zhengzhou and the existing outlets operation have become the four growth engines for business development. In addition, the Group boasts several distinctive business sectors such as education, automobiles and parts, healthcare and beauty and health food. The rapid development of some projects has created huge industrial cluster effect, such as the automobile and parts specialized market in CSC Xi'an and the education base in CSC Hefei, which were strategically complementary to the Group's existing businesses.

During the Reporting Period, with the introduction of the “Plan on Implementing Comprehensive Pilot Reforms in Shenzhen to Build the City into a Demonstration Area of Socialism with Chinese Characteristics”, the implementation of the Market Procurement Trade Pilot Program and the opening of the e-commerce demonstration base, China South City benefited from a variety of key strategic policies, which presented new historic opportunities for the development of its commercial and trade business. In addition, as Huawei offered Cloud services for on-site SMEs and facilitated the construction of smart industrial parks, coupled with the implementation of a series of favorable policies, China South City continued to introduce new technologies and push forward digital transformation, laying a solid foundation for the innovation and development of commercial and trade business.

Property Leasing and Property Management

The Group implemented a diversified property management model. As a leading developer and operator of large-scale integration logistics and trade centers in China, China South City has adapted to changes and has developed a diversified and flexible model for property management and ancillary services to ensure stable revenue sources and sustainable development in the future. Residential facilities, shopping malls, wholesale markets, as well as conference and exhibition, are developed to create synergy. Business is tuned and optimized according to local market demands.

本報告期間，本集團繼續落實「重招商、強運營」策略，專業商業管理團隊令項目管理及招商更專業，精準引進符合未來發展趨勢的新興產業和新業態。具體來看，深圳、鄭州、南昌項目的電商網紅基地，南寧、合肥和南昌項目的會員制超市，以鄭州華南城鴻輝家具批發城為代表的高性價比家具，及已有的奧特萊斯運營成為拉動商業運營增長的「四架馬車」。此外，教育、汽摩配件、醫養美妝和食品大健康等也頗具特色。部分項目已快速發展形成巨大的產業聚集效應，例如西安華南城的汽摩配專業市場、合肥華南城的教育產業基地等，是對本集團已有業態的完美補充。

本報告期間，「深圳建設中國特色社會主義先行示範區綜合改革試點實施方案」出台、市場採購貿易試點落戶、電商產業示範基地掛牌，華南城迎來多項重磅政策利好，商貿產業迎來新來的歷史機遇。此外，華為進駐項目中小企業上雲、智慧園區建設全面鋪開，在系列利好政策加持下，華南城不斷引入新技術，推進數字化落地，為商貿產業創新發展打下良好基礎。

物業租賃及物業管理

本集團推行多元化物業管理模式，作為中國領先的大型綜合物流及商品交易中心的開發商及運營商，華南城因時制宜，已發展出多元靈活的物業管理及配套服務模式，確保穩定收入來源及未來可持續發展。住宅、商場、專業市場、會展等協同發展，並根據當地市場需求，不斷調整和優化業務重點。



After years of development, the property management segment has gained National First-Class Property Management Qualification. It was one of the few integrated property management firms capable of managing both trade center premises and residential properties in China. As the projects in various cities mature over time, the Group continuously seeks to add multiple streams of revenue to improve its operation, including advertising and exhibitions, pop-up space leasing and car parking. Meanwhile, the Group continued to strengthen digitalization on its project and property management through the application of mobile payment, online payment, electronic invoicing, smart device control, etc., with a view to providing higher usability while significantly reducing manpower costs but increasing efficiency.

During the Reporting Period, revenues generated from property leasing and property management amounted to HK\$748.7 million (1H FY2019/20: HK\$660.8 million), representing a year-on-year increase of 13.3%.

Logistics and Warehousing Services

Qianlong Logistics is an integrated modern logistics enterprise. As a professional operator of e-commerce, logistics and information industrial parks, it adopted the "Internet + Logistics Parks" operation mode to realize the integration of information and resources between transportation, warehousing, distribution and other logistics services providers and production, manufacturing, sales, e-commerce and other cargo owners across the country through the platform, and focused on the establishment of the integrated CSC logistics network. Built on the base of stable logistics park operation, Qianlong Logistics actively expanded its comprehensive third-party logistics services of warehousing and distribution. During the Reporting Period, Qianlong Logistics has enhanced its service level by upgrading to include high standard warehouses and planning to expand its business on cold chain warehousing.

During the Reporting Period, revenues generated from logistics and warehousing services amounted to HK\$203.3 million (1H FY2019/20: HK\$196.4 million), representing a year-on-year increase of 3.5%.

經過多年發展，華南城物管已擁有國家一級資質物業服務，是國內少數兼具管理商品交易中心以及住宅物業能力的綜合商業管理公司。隨著各地項目發展日漸成熟，本集團持續增加多種經營收入以完善運營體系，包括廣告收入、會展收入、臨時場地租賃及停車場收費等。同時，本集團繼續加強電子化管理，移動收費、網上繳費與電子發票、智能設備管控等智能電子服務系統的使用，方便快捷，大大降低人力成本以及提高效率。

於本報告期間，物業租賃和物業管理產生的收入達7.487億港元(2019/20財政年度上半年：6.608億港元)，同比增長13.3%。

物流與倉儲服務

乾龍物流是綜合性現代物流企業，作為電商物流信息產業園區的專業運營公司，採取「互聯網+物流園」的運營模式，實現全國運輸、倉儲、配送等物流服務商與生產、製造、銷售、電商等貨主企業在平台上的信息資源對接，並著力建立華南城大物流網絡。在穩定「園區運營」的基礎上，乾龍物流大力拓展以倉儲服務、配送為主體的三方物流綜合服務。於本報告期間，乾龍物流全面升級高標倉，提高服務水平，同時佈局冷鏈物流，全方位拓展業務。

於本報告期間，物流與倉儲服務產生的收入達2.033億港元(2019/20財政年度上半年：1.964億港元)，同比增長3.5%。

Outlet Operations

Huasheng Outlet, specialized in outlet development and operation, unceasingly enhances its commercial value through professional and effective management. During the Reporting Period, Huasheng Outlet launched various new activities and measures in operation, merchant recruitment, expansion and other aspects by making active efforts in innovation. In terms of operation, during the Reporting Period, Huasheng Outlet has carried out hundreds of activities with a significant increase in the overall sales. In terms of the marketing, influencers live-streaming and other innovative selling points were adopted, effectively increasing audience traffic and online business volume. In terms of tenant recruitment, Huasheng Outlet has established a comprehensive nationwide branding database and been in cooperation with more than one thousand strategic brand names. Through cost-saving, optimization of operation structure, and the change in tenancy mix and operation, a firm foundation is laid for future development.

During the Reporting Period, outlet operations recorded a turnover of HK\$223.1 million (1H FY2019/20: HK\$201.3 million), representing a year-on-year increase of 10.8%.

Exhibitions and Events

During the Reporting Period, the Group organized a number of large-scale exhibitions and events.

As this year marks the 18th anniversary of the establishment of the Group, an event under the theme of “Mutual Sharing and Benefit in CSC” was officially launched in May 2020, which provided an opportunity for our subsidiaries and business segments to share the development achievements of the Company with all business partners and customers, with aim to strengthen the reputation of the CSC brand. The event also boosted sales of various business segments through a wide variety of promotion campaigns, driving the flourishing development of all businesses and further laying a solid foundation for the development of the Company.

奧特萊斯運營

華盛奧特萊斯專注奧特萊斯商業模式開發和運營，通過專業化、高效商業資產管理不斷提升商業價值。本報告期間，華盛奧萊積極創新，在運營、招商、拓展等方面推出新舉措。在運營方面，於本報告期間，華盛奧特萊斯策劃活動上百場，整體銷售額明顯增長。在營銷手段上，創新推出網紅直播等潮流賣點，有效拉動人流增加線上業務量；在招商方面，建立完善全國品牌資源庫，與上千個戰略品牌達成合作，通過節約成本、優化體系結構、轉變招商運營思路，為未來發展奠定堅實基礎。

於本報告期間，奧特萊斯運營產生的收入達2.231億港元(2019/20財政年度上半年：2.013億港元)，同比增長10.8%。

展會及活動

本報告期間，本集團舉辦多場大型展會和活動。

值成立十八周年之際，本集團於2020年5月正式推出「全城共享共贏」主題活動，攜旗下各附屬公司及業務部門，與每一位合作夥伴及客戶分享公司發展成果，提昇華南城品牌的美譽度，並通過豐富活動快速帶動各業務板塊銷售，助力公司各項業務欣欣向榮，進一步夯實發展基礎。



In September 2020, the Second Motorcycle Riders Festival took place in CSC Xi'an, which attracted the motorcycle suppliers based in the project and numerous motorcycle influencers and motorcycle riders across the country and provided a platform to promote motorcycle culture. The event lasted two days and attracted a large number of participants. The Motorcycle Riders Festival comprised brand motorcycle trade show, motorcycle road race, motorcycle stunt show, carnival festival and other activities, and boosted sales by organizing joint activities with merchants from related industries. The event demonstrated the efforts by CSC Xi'an in founding a distinctive industrial culture brand name.

Nanning & Southeast Asia International Tourism and Food Festival was successfully held in CSC Nanning from 1 October to 11 October 2020. The food festival demonstrated the Chinese traditional delicious food culture by combining the local distinctive delicacy of Guangxi Province and three major Chinese cuisines namely the Sichuan Cuisine, Hunan Cuisine and Cantonese Cuisine with Southeast Asian culture and cuisine, and established three function areas including cuisine, commodities as well as culture and tourism interaction. During the food festival, a variety of activities were also held, including Guangxi local ethnic distinctive cuisine competition, Russian theme experience, home living festival and various night market activities. The food festival has been held for around a couple of decades, and has become a famous tourism festival brand in Nanning and was named as one of "Top Ten Tourism Festival Brands in Guangxi", which has significantly enriched the life of local residents, and also improved the operating results of companies based in the city and strengthened the recognition and brand name of China South City.

In response to the outbreak of pandemic the year, a popular sports and health event was initiated concurrently by the Group in eight projects, i.e. the "CSC Run•888 (華跑•888)". Adopting the strategy of combining online and offline channels, the event launched a tailored clock-in mini program for exercise count PK contests, which offers a variety of games such as step count clocking-in through WeChat, visit and snapshot at popular internet destinations, leading sport city PK contest. While promoting the concept of sports and health, we integrated various consumption scenarios in different cities and tapped the marketing potential based on the CSC mini program by encouraging consumers to visit and spend in local CSC projects. The event was held in September 2020, which attracted a total of over 10,000 participants, further strengthening customer loyalty to our brand.

於2020年9月，第二屆摩托騎士節在西安華南城摩托城舉行，園區內摩托商戶以及來自全國各地的網紅機車博主、機車騎士「騎」聚一堂，共同締造機車文化盛宴，為期兩天的活動，現場人潮湧動。本次騎士節集品牌商家展銷、摩托競賽、特技表演、派對嘉年華等形式為一體，通過與相關產業線商戶聯動刺激帶動銷售，它的成功舉辦標誌著西安華南城正在打造一張獨具特色的產業文化名片。

於2020年10月1-11日，南寧•東南亞國際旅遊美食節在南寧華南城成功舉辦。本次美食節深挖中國傳統美食文化內涵，將廣西本地特色美食與川菜、湘菜、粵菜三大名菜系，及東南亞風情美食相結合，設有美食、商品、文化旅遊互動3個功能區。美食節期間還同步舉辦了廣西民族地方特色美食大賽、俄羅斯風情主題體驗、家居生活節、各類夜市活動等。美食節至今已舉辦約20年，現已成功打造為南寧知名旅遊節慶品牌、「廣西十大旅遊節慶品牌」，在極大地豐富了當地市民生活的同時，也促進了市內公司運營業績的提升，鞏固了華南城在當地的認可度和知名度。

應對今年疫情特殊情況，本集團所倡導的運動健康人氣活動——「華跑•888」八城聯動活動採用線上線下雙向結合，打卡PK賽推出專屬活動小程序，線上微信運動步數打卡、線下網紅地標實地打卡、最強運動城市大PK等多種玩法。在以運動健康為主線的同時，串聯多個城市多個消費場景，通過華南城小程序裂變營銷，激勵消費者到當地華南城遊玩打卡並消費。本活動於2020年9月舉行期間，累計吸引逾萬人參與，進一步增強了客戶粘性。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

In addition, the Group also successfully organized many other events such as the Wine Carnival in CSC Shenzhen (深圳華南城美酒集市), the Home Shopping Festival in CSC Nanning (南寧華南城家居生活購物節) and the Third Autumn Home Building Materials Expo in CSC Nanchang (南昌華南城第三屆秋季家居建材博覽會), which attracted numerous participants and attention. The Group also continued to expand cooperation with various merchants based in the CSC projects, and made innovations to resource consolidation and event organization, with an aim to strengthen the cultural vitality of the CSC brand and promote the healthy development of the Company.

Land Bank

With its unique and flexible business model, the Group intends to retain properties such as logistics and warehousing facilities and hotels, as well as 50% of trade center units for self-use or long-term leasing purposes, in order to generate stable recurring income and capital appreciation, while the remaining approximately 50% of trade center units and all of the residential properties will be sold progressively to generate cash flow for the Group's development. The Group's current land bank is as follows, which is mainly for residential, warehousing and logistics, and commercial purposes.

此外，深圳華南城美酒集市、南寧華南城家居生活購物節、南昌華南城第三屆秋季家居建材博覽會等活動也頗具看點，廣受關注。本集團正在持續擴大與各城園區內廣大商戶間的聯動，在資源整合、活動形式上推陳出新，不斷增強華南城品牌文化活力，推動企業健康發展。

土地儲備

按其獨特且富靈活性的商業模式，本集團將保留物流及倉儲設施、酒店等商業物業及50%的商品交易中心商舖作為自營或長期出租用途，以獲得穩定持續性收入以及資產增值，而餘下的約50%商品交易中心商舖及住宅物業，本集團將逐步出售，為本集團發展提供所需的現金流。本集團現有土地儲備如下，該等土地的用途以住宅及商業為主。

		Completed properties ⁽¹⁾		Properties under development	Properties to be completed in FY2020/21	Properties planned for future development on GFA acquired ⁽²⁾	Total planned GFA ⁽³⁾	Planned GFA for acquired land	
		已竣工物業 ⁽¹⁾		發展中物業	將於2020/21財年竣工的物業	發展的已購土地建築面積 ⁽²⁾	總規劃建築面積 ⁽³⁾	已購土地規劃建築面積	
		Saleable and Sold	in operation and available for operation		Estimated	Estimated	Estimated	(% to total planned GFA) ⁽⁴⁾	
		已售	可售及運營中		預計	預計	預計	(佔總規劃建築面積百分比) ⁽⁴⁾	
(in sq. m.)									
(平方米)									
CSC Shenzhen	深圳華南城	863,000	1,529,300	185,500	–	66,200	2,644,000	2,644,000	100%
CSC Nanchang	南昌華南城	1,406,600	994,300	710,700	–	1,682,800	6,866,000	4,794,400	70%
CSC Nanning	南寧華南城	682,000	1,271,100	154,800	–	372,100	4,880,000	2,480,000	51%
CSC Xi'an	西安華南城	921,700	957,700	1,081,700	262,500	1,715,500	17,500,000	4,676,600	27%
CSC Harbin	哈爾濱華南城	701,600	1,274,100	881,400	61,400	2,860,100	12,000,000	5,717,200	48%
CSC Zhengzhou	鄭州華南城	1,840,300	1,862,400	1,992,200	1,091,700	4,497,300	12,000,000	10,192,200	85%
CSC Hefei	合肥華南城	1,863,600	1,294,300	721,500	149,000	2,113,600	12,000,000	5,993,000	50%
CSC Chongqing	重慶華南城	646,700	1,353,700	891,600	333,800	3,609,800	13,100,000	6,501,800	50%
Total	總計	8,925,500	10,536,900	6,619,400	1,898,400	16,917,400	80,990,000	42,999,200	53%

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

Notes:

- (1) Represents the GFA for which the construction of all various types of buildings had been completed, including properties held for sales, warehouses, multi-purpose commercial properties, hotels and trade centers held for rental purpose as well as self-use properties.
- (2) Represents the remaining GFA after deducting the completed properties and properties under development from the total planned GFA for acquired land.
- (3) Represents the planned GFA upon establishment of the projects. The actual land and GFA to be acquired or built are subject to different factors and may vary subsequently.
- (4) Represents the planned GFA for the land acquired including completed properties, properties under development and properties planned for future development. The actual GFA may vary subsequently according to needs of the Group.

Financial Review

The main objective of the Group's financial management is to pursue long-term sustainable growth while maintaining financial health through a strong and stable capital base.

The Group proactively adjusts its business development strategies, the pace of land acquisition and other capital expenditures in concurrence with its cash flows from operating and financing activities, in order to maintain liquidity while uphold growth momentum.

The Group actively manages its financing structure through various financing channels, from onshore and offshore bank loans to different interbank and capital market instruments, in order to achieve an optimal capital structure and maturity profile. As at 30 September 2020, the total interest-bearing debts of the Group were HK\$35.5 billion (31 March 2020: HK\$33.8 billion), representing an increase of 5% compared to 31 March 2020. The gearing ratio was 67.3% (31 March 2020: 67.2%). Furthermore, as at 30 September 2020, cash and bank balances were HK\$10,263.8 million (31 March 2020: HK\$10,303.5 million) and the Group had unused banking facilities of approximately HK\$17.2 billion.

附註：

- (1) 代表已完成建設的各類型物業的建築面積，包括持作銷售物業、倉儲、多功能商業物業、酒店及作出租的商品交易中心，以及自用物業。
- (2) 代表扣除已竣工物業及發展中物業後的已購土地的總規劃建築面積餘額。
- (3) 代表項目設立時的規劃建築面積，實際取得或建設的土地和建築面積可能會受多種因素影響而產生後續變更。
- (4) 代表已購得之土地的規劃建築面積包括已竣工物業、建設中物業及規劃作未來發展物業，實際建築面積可能會因應本集團的需要而產生後續變更。

財務回顧

本集團的財務管理目標主要是通過堅實穩定的資本基礎，確保其長遠可持續發展，並同時達至財務穩健。

本集團因應市場的情況積極調整其業務發展戰略，配合土地收購及其他資本開支的步伐，整合運營及融資活動的現金流，從而維持流動性及保持增長勢頭。

集團通過境內外銀行貸款和銀行間及資本市場的不同融資渠道積極管理融資結構，以實現最佳資本架構及債務到期組合。截至2020年9月30日，本集團總計息債務為355億港元（2020年3月31日：338億港元），較2020年3月31日增加5%；資本負債比率為67.3%（2020年3月31日：67.2%）。此外，於2020年9月30日，現金及銀行存款為102.638億港元（2020年3月31日：103.035億港元）及本集團持有備用銀行授信約172億港元。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

For the Reporting Period, compared with the same period last year, the revenue of the Group increased by 22.0% to HK\$7,106.9 million (1H FY2019/20: HK\$5,827.2 million), and net profit attributable to owners of the parent increased by 4.0% to HK\$653.5 million (1H FY2019/20: HK\$628.2 million). Excluding the effects of fair value gains on investment properties and certain tax effects and impairment of goodwill, adjusted core net profit attributable to owners of the parent increased by 46.4% to HK\$734.7 million (1H FY2019/20: HK\$501.7 million). Basic earnings per share increased to HK8.08 cents (1H FY2019/20: HK7.75 cents).

Revenue

Comparing with the same period last year, revenue for the Reporting Period increased by 22.0% to HK\$7,106.9 million (1H FY2019/20: HK\$5,827.2 million). The increase was mainly attributable to more sales and delivery of properties during the Reporting Period and increase in the recurring income.

與去年同期比較，本集團於本報告期間的收入增加22.0%至71.069億港元(2019/20財政年度上半年：58.272億港元)；而母公司擁有人應佔淨利潤增加4.0%至6.535億港元(2019/20財政年度上半年：6.282億港元)。撇除投資物業公平值收益及若干稅款影響和商譽減值，調整後的母公司擁有人應佔核心淨利潤增加46.4%至7.347億港元(2019/20財政年度上半年：5.017億港元)。每股基本盈利增加至8.08港仙(2019/20財政年度上半年：7.75港仙)。

收入

與去年同期比較，本報告期間的收入增加22.0%至71.069億港元(2019/20財政年度上半年：58.272億港元)，增加主要原因是由於本報告期間有較多的物業銷售及交付及整體持續性收入增加所致。

For the six months ended

30 September

截至9月30日止六個月

		2020	2019	Change 變幅
		2020年	2019年	
		HK\$'000 千港元	HK\$'000 千港元	
Sale of properties and finance lease income	物業銷售及融資租賃收入	5,783,395	4,630,099	+24.9%
Sales of properties	銷售物業	5,776,967	4,603,754	+25.5%
Finance lease income	融資租賃收入	6,428	26,345	-75.6%
Recurring income	持續性收入	1,323,506	1,197,059	+10.6%
Property leasing and management service income	物業租金及管理服務收入	748,688	660,834	+13.3%
Other recurring revenue	其他持續性收入	574,818	536,225	+7.2%
		7,106,901	5,827,158	+22.0%

Sales of Properties and Finance Lease income

Revenue from sales of properties increased by 25.5% to HK\$5,777.0 million (1H FY2019/20: HK\$4,603.8 million). The increase was mainly attributable to more sales and delivery of properties in Hefei, Zhengzhou and Harbin projects during the Reporting Period.

Finance lease income derived from leasing of office buildings decreased by 75.6% to HK\$6.4 million (1H FY2019/20: HK\$26.3 million). The decrease was primarily attributable to less finance lease of office building at CSC Shenzhen made during the Reporting Period. During the Reporting Period, the Group entered into finance lease arrangements with tenants for approximately 500 sq. m. (1H FY2019/20: 1,800 sq. m.) at an average price of approximately HK\$12,800/sq. m. (1H FY2019/20: HK\$14,800/sq. m.).

銷售物業及融資租賃收入

銷售物業收入增加25.5%至57.770億港元(2019/20財政年度上半年: 46.038億港元)。增加主要原因是由於本報告期間位於合肥、鄭州及哈爾濱項目有較多的物業銷售及交付。

來自寫字樓的融資租賃收入減少75.6%至640萬港元(2019/20財政年度上半年: 2,630萬港元)。下跌的主因是於本報告期間較少深圳華南城寫字樓的融資租賃所致。於本報告期間, 本集團與承租人訂立的融資租賃合同約500平方米(2019/20財政年度上半年: 1,800平方米), 平均單價約12,800港元/平方米(2019/20財政年度上半年: 14,800港元/平方米)。

		Sales revenue (before deduction of sales tax*) 銷售收入 (扣除銷售稅前*)		Sales revenue (net of sales tax*) 銷售收入 (扣除銷售稅後*)		GFA sold 已售建築面積		Average selling price (before deduction of sales tax*) 平均售價 (扣除銷售稅前*)	
		For the six months ended 30 September 截至9月30日止六個月							
		2020 2020年 (HK\$ million) (百萬港元)	2019 2019年	2020 2020年 (HK\$ million) (百萬港元)	2019 2019年	2020 2020年 (sq. m.) (平方米)	2019 2019年	2020 2020年 (HK\$/sq. m.) (港元/平方米)	2019 2019年
CSC Nanchang	南昌華南城	-	12.8	-	12.0	-	900	-	14,000
CSC Nanning	南寧華南城	31.2	130.9	29.7	122.3	2,300	9,800	13,600	13,300
CSC Xi'an	西安華南城	421.6	209.7	397.9	193.3	40,100	22,100	10,500	9,500
CSC Harbin	哈爾濱華南城	924.6	146.0	853.9	139.6	121,300	19,300	7,600	7,600
CSC Zhengzhou	鄭州華南城	1,104.8	1,842.1	1,036.5	1,702.2	84,200	174,600	13,100	10,600
CSC Hefei	合肥華南城	3,704.5	2,002.1	3,426.0	1,864.2	305,300	190,500	12,100	10,500
CSC Chongqing	重慶華南城	35.7	619.7	33.0	570.2	3,700	75,800	9,600	8,200
Total	總計	6,222.4	4,963.3	5,777.0	4,603.8	556,900	493,000	11,200	10,100
- Trade center units	- 交易中心	519.9	436.1	490.9	407.3	52,100	48,100	10,000	9,100
- Residential properties	- 住宅物業	5,684.4	4,465.1	5,269.6	4,137.9	503,400	441,000	11,300	10,100
- Multi-purpose commercial properties	- 多功 商業物業	18.1	62.1	16.5	58.6	1,400	3,900	12,900	15,900

* Sales tax represents value-added-tax and surcharges.

* 銷售稅指增值稅及附加費用。

Property Leasing and Management Service Income

The Group intends to retain approximately 50% of the trade center units for self-use or rental purposes. Meanwhile, the Group also provides property management services for its trade centers, shops and residential properties delivered and in use. Given the diversity of its property types and industries in China South City projects, the Group's business management division continued to provide diversified leasing and property management services, to cater to the needs of different property types and industries across respective projects during the Reporting Period. Property leasing and management service income will become an important component of the recurring income of the Group in the long run. CSC Shenzhen, being the more mature project in the Group's portfolio, contributed a substantial part of the property leasing and property management service income. During the Reporting Period, property leasing and property management service income of the Group increased by 13.3% to HK\$748.7 million (1H FY2019/20: HK\$660.8 million) compared with the same period last year.

Other Recurring Revenue

Other recurring revenue increased by 7.2% to HK\$574.8 million (1H FY2019/20: HK\$536.2 million). The revenue from outlet operations increased by 10.8% to HK\$223.1 million (1H FY2019/20: HK\$201.3 million). Meanwhile, revenue from logistics and warehousing services increased by 3.5% to HK\$203.3 million (1H FY2019/20: HK\$196.4 million) during the Reporting Period. It is worth noting that HOBA Furnishing's adjustment to operation has resulted in a drop in revenue, which in turn affected the growth rate in the Group's income.

Cost of Sales

The Group's cost of sales mainly includes construction costs, borrowing costs and land costs of properties sold and properties sold under finance lease and operating costs of recurring business. During the Reporting Period, cost of sales increased by 23.0% to HK\$4,404.2 million (1H FY2019/20: HK\$3,580.1 million). The increase in cost of sales was in line with the increase of total recognized sales during the Reporting Period.

Gross Profit

Gross profit increased by 20.3% to HK\$2,702.7 million (1H FY2019/20: HK\$2,247.1 million). During the Reporting Period, gross profit margin slightly decreased to 38% (1H FY2019/20: 39%).

物業租賃及管理服務收入

本集團規劃保留約50%的商品交易中心商舖作為自營和出租用途。與此同時，本集團亦為已交付及投入使用的交易中心、商舖及住宅的項目提供物業管理服務。由於本集團的物業類型及產業具有多樣化性，本集團商管團隊於本報告期間繼續提供多樣化的租賃及物業管理服務，以支持各地項目內的不同物業類型及產業的所需。因此，長遠而言，物業租賃及管理服務收入將是本集團持續性收入的重要組成部分。深圳華南城是本集團項目組合中較成熟的項目，也是物業租賃及管理服務收入的主要貢獻單位。於本報告期間，本集團的物業租賃及管理服務收入較去年同期比較增加13.3%至7.487億港元(2019/20財政年度上半年：6.608億港元)。

其他持續性收入

其他持續性收入增加7.2%至5.748億港元(2019/20財政年度上半年：5.362億港元)。奧特萊斯運營的收入增加10.8%至2.231億港元(2019/20財政年度上半年：2.013億港元)。同時，於本報告期間，倉儲與物流服務收入增加3.5%至2.033億港元(2019/20財政年度上半年：1.964億港元)。值得一提的是，好百年家居因仍在調整業務，使其收入有所下調，影響了本集團相關收入的增長率。

銷售成本

本集團的銷售成本主要包括已售物業和持作融資租賃物業的建築成本、借貸成本和地價及各持續性收入業務的運營成本。在本報告期間，銷售成本增加23.0%至44.042億港元(2019/20財政年度上半年：35.801億港元)。銷售成本的增加與本報告期間確認之銷售收入基本一致。

毛利

毛利增加20.3%至27.027億港元(2019/20財政年度上半年：22.471億港元)。於本報告期間，毛利率略為下降至38%(2019/20財政年度上半年：39%)。



Other Income and (Losses)/Gains

During the Reporting Period, other income decreased by 63.1% to HK\$55.3 million, which was mainly attributable to the decrease in government grants and interest income. In addition, during the Reporting Period, other gains turned from HK\$22.5 million for the corresponding period of last year to other losses of HK\$143.7 million, which was mainly attributable to the fair value losses on financial assets at fair value through profit or loss and losses on disposal of subsidiaries.

Fair Value Gains on Investment Properties

The fair value gains on investment properties decreased by 91.7% to HK\$23.0 million (1H FY2019/20: HK\$278.4 million).

For each of the interim and annual financial reporting date, the Group appoints an independent professional qualified valuer to determine the fair value of our investment properties. The change in fair value of our investment properties may be affected by a variety of internal and external factors, such as rental area, rental rate, market prices of comparable properties.

Based on our business model, the Group may have new additions of investment properties every year that generate fair value gains. The fair value gains/(losses) may fluctuate with time due to the change in the volume of investment properties, the change in market conditions and different construction phrases of our projects. Therefore, the amount of fair value gains/(losses) will also fluctuate accordingly.

Selling and Distribution Expenses

While maintaining a healthy revenue growth, the Group's selling and distribution expenses decreased by 27.0% to HK\$236.4 million (1H FY2019/20: HK\$323.9 million). The decrease was mainly attributable to the successful implementation of effective cost control measures over marketing activities on the sales of properties during the Reporting Period.

Administrative Expenses

Administrative expenses decreased by 8.02% to HK\$511.1 million (1H FY2019/20: HK\$555.7 million). The decrease was primarily due to actions taken by the Group to streamline human resources and the effective control of administrative costs.

Other Expenses

Other expenses increased by 111.0% to HK\$199.2 million (1H FY2019/20: HK\$94.38 million), which was mainly attributable to the impairment of trade receivables, goodwill and financial assets included in prepayments, other receivables and other assets and other long-term receivables.

其他收入及(虧損)/收益

於本報告期間，其他收入減少63.1%至0.553億港元，主要是由於來自政府補貼及利息收入的減少。另外，於本報告期間，其他收益由去年同期的0.225億港元轉為1.437億港元的其他虧損，主要來自透過損益以公平值列賬之金融資產的公平值虧損及處置附屬公司之虧損。

投資物業公平值收益

投資物業公平值收益減少91.7%至0.23億港元(2019/20財政年度上半年：2.784億港元)。

於各中期及年度財務報告日，本集團均委聘一家獨立專業合資格估價師，以評估本集團的投資物業的公平值。投資物業公平值的改變，將受到各種內部和外部因素的影響，例如出租面積、租金率、可比物業的市場價格等。

按照本集團的商業模式，每年可能會有新增的投資物業，並產生公平值收益。公平值收益/(虧損)可能會隨著投資物業量的變化、市場條件的動態和不同施工項目的階段之時間影響而波動。由於各項目處於不同施工的階段，新增之投資物業亦會變動，因此，公平值收益/(虧損)亦將相應波動。

銷售及分銷開支

在取得健康的銷售收入增長的同時，本集團的銷售及分銷開支減少27.0%至2.364億港元(2019/20財政年度上半年：3.239億港元)，下降主要由於本報告期間內在物業銷售推廣方面成功推行多項成本管理措施。

行政開支

行政開支減少8.02%至5.111億港元(2019/20財政年度上半年：5.557億港元)，主要是由於本集團精簡人力資源結構及有效控制行政成本等行動所致。

其他開支

其他開支增加111.0%至1.992億港元(2019/20財政年度上半年：9,438萬港元)，主要是由應收貿易賬款、商譽、預付款項、其他應收款項及其他資產以及其他長期應收款之金融資產減值所致。

Finance Costs

Finance costs remained stable at HK\$346.7 million (1H FY2019/20: HK\$302.3 million). Due to change in capital market conditions, the Group's weighted average financing cost increased to 8.33% at the end of September 2020 (31 March 2020: 7.85%).

Tax

Income tax expenses recorded a decrease of 12.7% to HK\$691.0 million (1H FY2019/20: HK\$791.2 million). The decrease in income tax expenses was mainly due to the decrease in profit before taxation for the Period.

Liquidity and Financial Resources

The Group finances its development and operations primarily through internally generated funds, bank and other borrowings, and the issuance of different types of bonds on the onshore and offshore market, which includes but not limited to senior notes, short-term notes, medium-term notes, corporate bonds and domestic company bonds. The Group will continue to explore different financing means and to extend its financing channels.

Cash and Bank Balances

As at 30 September 2020, the Group had HK\$10,263.8 million cash and bank balances (31 March 2020: HK\$10,303.5 million). The Group's cash and bank balances were primarily denominated in Renminbi, HK dollars and US dollars.

Borrowing and Charges on the Group's Assets

As at 30 September 2020, the total interest-bearing debts of the Group were HK\$35,514.7 million (31 March 2020: HK\$33,753.7 million). The details of borrowings and charges on the Group's Assets are set out below.

Interest-bearing bank and other borrowings

The Group had aggregated interest-bearing bank and other borrowings of HK\$17,188.2 million as at 30 September 2020 (31 March 2020: HK\$17,121.1 million), of which HK\$6,940.0 million is repayable within one year or on demand, HK\$3,854.5 million will be repayable in the second year, HK\$2,140.8 million will be repayable in the third to fifth years and HK\$4,252.9 million will be repayable after five years. As at 30 September 2020, the Group's interest-bearing bank and other borrowings of approximately HK\$16,554.8 million were secured by certain buildings, investment properties, properties under development, properties held for finance lease, properties held for sales and bank deposits with a total carrying value of approximately HK\$36,839.5 million.

融資成本

融資成本持平於3.467億港元(2019/20財政年度上半年: 3.023億港元)。於2020年9月底, 由於資本市場情況的變化, 本集團的加權平均融資成本上升至8.33%(2020年3月31日: 7.85%)。

稅項

所得稅開支減少12.7%至6.910億港元(2019/20財政年度上半年: 7.912億港元)。所得稅開支的減少主要是本期的稅前利潤減少所致。

流動資金及財務資源

本集團主要透過內部產生的資金、銀行及其他借貸、在境內和境外市場發行各種債券, 包括但不限於優先票據、短期融資券、中期票據、企業債券和境內公司債券等融資撥付其業務發展及運營所需資金。本集團將一如既往不斷探討不同的融資方式, 並拓展其融資渠道。

現金及銀行存款

於2020年9月30日, 本集團持有現金及銀行存款為102.638億港元(2020年3月31日: 103.035億港元)。本集團持有的現金及銀行存款主要以人民幣、港元及美元為單位。

借貸及本集團資產抵押

於2020年9月30日, 本集團的計息債務為355.147億港元(2020年3月31日: 337.537億港元), 本集團的借貸和抵押資產詳見如下。

計息銀行及其他借貸

本集團於2020年9月30日的計息銀行及其他借貸合計為171.882億港元(2020年3月31日: 171.211億港元), 其中69.400億港元須於一年內或應要求償還、38.545億港元須於第二年償還、21.408億港元須於第三至第五年償還及42.529億港元須於五年後償還。於2020年9月30日, 本集團的計息銀行及其他借貸中約165.548億港元是以若干樓宇、投資物業、發展中物業、持作融資租賃物業、持作銷售物業及銀行存款作抵押, 其賬面總值約為368.395億港元。

All interest-bearing bank and other borrowings of the Group were denominated in Renminbi and US dollars with interest rates ranging from 3.85% to 12.00% (31 March 2020: 3.95% to 12.35%) per annum. Furthermore, as at 30 September 2020, the Group had unused banking facilities of approximately HK\$17.2 billion. The Group will, depending on the need of project development and working capital status, utilize these banking facilities as appropriate.

Issuance of Notes

Senior Notes

During the Reporting Period, the Company issued (1) additional US\$125 million 10.875% senior notes due 2022 in June 2020; (2) US\$200 million 11.5% senior notes due 2021 in August 2020; and (3) US\$250 million 10.75% senior notes due 2023 in September 2020.

During the Reporting Period, the Company repaid 10.875% senior notes due 2020 with a principal amount of US\$201.1 million upon maturity in August 2020.

During the Reporting Period, the Company made on-market repurchase of (1) 6.75% senior notes due 2021 with a principal amount of US\$8 million in June 2020; (2) 7.25% senior notes due 2022 with a principal amount of US\$10 million in June 2020; (3) 7.25% senior notes due 2021 with an aggregate principal amount of US\$100.906 million in May, June and September 2020; (4) 10.875% senior notes due 2020 with a principal amount of US\$39.9 million in May 2020; and (5) 11.875% senior notes due 2021 with a principal amount of US\$8.5 million in May 2020. The repurchased notes were cancelled accordingly.

本集團所有其他計息銀行及其他借貸均以人民幣及美元為單位，並按每年3.85%至12.00%的利率計息(2020年3月31日：3.95%至12.35%)。此外，於2020年9月30日，本集團持有備用銀行授信約172億港元。本集團將視乎項目發展需要及運營資金狀況適時調配此等銀行額度。

票據之發行

優先票據

在本報告期間，本公司(1)於2020年6月增加發行1.25億美元之10.875%2022年到期的優先票據；(2)於2020年8月發行2億美元之11.5%2021年到期的優先票據；及(3)於2020年9月發行2.5億美元之10.75%2023年到期的優先票據。

在本報告期間，本公司已於2020年8月到期時償還本金額2.011億美元之10.875%2020年到期的優先票據。

在本報告期間，本公司(1)於2020年6月於市場回購本金額800萬美元之6.75%2021年到期的優先票據；(2)於2020年6月於市場回購本金額1,000萬美元之7.25%2022年到期的優先票據；(3)於2020年5月、6月及9月於市場回購本金額合共1.00906億美元之7.25%2021年到期的優先票據；(4)於2020年5月於市場回購本金額3,990萬美元之10.875%2020年到期的優先票據；及(5)於2020年5月於市場回購本金額850萬美元之11.875%2021年到期的優先票據。購回票據因而註銷。

Management Discussion and Analysis (Continued)

管理層討論及分析(續)

Details of movement are set out below:

變動詳情載列如下：

Issuance Date	發行日期	May & Jun 2018	Jan 2018	Mar & Jun 2019	Aug 2020	Sep & Oct 2016	Dec 2019 & Jan 2020	Feb & Jun 2020	Nov 2017	Sep 2020
		2018年 5及6月	2018年 1月	2019年 3及6月	2020年 8月	2016年 9及10月	2019年12月 及2020年 1月	2020年 2及6月	2017年 11月	2020年 9月
		10.875%	7.25%	11.875%	11.5%	6.75%	11.5%	10.875%	7.25%	10.75%
		senior notes	senior notes	senior notes	senior notes	senior notes	senior notes	senior notes	senior notes	senior notes
		due 2020	due 2021	due 2021	due 2021	due 2021	due 2022	due 2022	due 2022	due 2023
		10.875%	7.25%	11.875%	11.5%	6.75%	11.5%	10.875%	7.25%	10.75%
		2020年到期 之優先票據	2021年到期 之優先票據	2021年到期 之優先票據	2021年到期 之優先票據	2021年到期 之優先票據	2022年到期 之優先票據	2022年到期 之優先票據	2022年到期 之優先票據	2023年到期 之優先票據
		US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元	US\$'000 千美元
Issued nominal value	發行面值	250,000	250,000	260,000	200,000	350,000	350,000	350,000	300,000	250,000
As at 1 April 2020	於2020年4月1日	241,000	229,000	252,000	-	340,700	350,000	225,000	286,500	-
New issuance	發行新票據	-	-	-	200,000	-	-	125,000	-	250,000
Repayment upon maturity	到期時還款	(201,100)	-	-	-	-	-	-	-	-
Repurchase and cancellation	回購及註銷	(39,900)	(100,906)	(8,500)	-	(8,000)	-	-	(10,000)	-
As at 30 September 2020	於2020年9月30日	-	128,094	243,500	200,000	332,700	350,000	350,000	276,500	250,000

All of the notes above are listed and traded on the Singapore Stock Exchange.

上述所有票據在新加坡證券交易所上市及買賣。

As at 30 September 2020, the carrying value of senior notes were HK\$16,018.8 million. The senior notes are jointly guaranteed by certain subsidiaries and part of the senior notes are secured by pledges of share of certain subsidiaries.

於2020年9月30日，優先票據的賬面值為160.188億港元。優先票據由若干附屬公司共同擔保，部份優先票據由若干附屬公司之股份作抵押擔保。

Medium-Term Notes

In April 2019, China South International Industrial Materials City (Shenzhen) Company Limited ("China South International") issued the first tranche of the medium-term notes of 2019 with a total principal amount of RMB600 million with a maximum maturity period of 3 years and at an interest rate of 8.5% per annum.

中期票據

於2019年4月，華南國際工業原料城(深圳)有限公司(「華南國際」)發行2019年第一期中期票據，本金總額為人民幣6億元，期限最長為3年，年利率為8.5%。

Domestic Company Bonds

In August 2019, China South International issued the first and second tranche of the domestic company bonds of 2019 with an aggregate principal amount of RMB1.4 billion with a maximum maturity period of 3 years and at an interest rate of 8% per annum.

境內公司債券

2019年8月，華南國際發行2019年第一期及第二期公司債券，本金合共總額為人民幣14億元，期限最長為3年，年利率為8%。

As at 30 September 2020, the carrying values of China South International's medium-term notes were HK\$706.4 million (31 March 2020: HK\$707.7 million) and domestic company bonds were HK\$1,601.3 million (31 March 2020: HK\$1,605.4 million).

於2020年9月30日，華南國際中期票據的賬面值為7.064億港元(2020年3月31日：7.077億港元)及境內公司債券的賬面值為16.013億港元(2020年3月31日：16.054億港元)。

Gearing Ratio

The Group's gearing ratio (net debt divided by total equity) was 67.3% as at 30 September 2020, 67.2% as at 31 March 2020 and 68.7% as at 30 September 2019 respectively.

Net Current Assets and Current Ratio

As at 30 September 2020, the Group had net current assets of HK\$5,948.7 million (31 March 2020: HK\$4,054.9 million) at a current ratio of 1.12 (31 March 2020: 1.08).

Contingent Liabilities

The Group has provided guarantees mainly with respect to banking facilities granted by certain banks in connection with mortgage loans made by purchasers of the Group's trade centers and residential properties, and bank loans made by lessees of the Group's residential and commercial properties. The guarantees granted to purchasers of trade centers and residential properties will be released when the purchasers obtain building ownership certificates, which will then be pledged to the banks. For leased residential and commercial properties, the guarantees will be released accordingly when the lessees repaid the loan. Further details to the above and other matters are set out in note 25 to the financial statements.

Commitments

As at 30 September 2020, the Group had future capital expenditure contracted but not yet provided for amounting to HK\$14,510.8 million (31 March 2020: HK\$13,221.6 million).

Acquisition and Disposal of Subsidiaries and Associated Companies

The Group had no material acquisitions and disposals of subsidiaries and associated companies during the Reporting Period.

Foreign Exchange Risk

The Group conducts its business primarily in Renminbi. The income and bank deposits of the Group were substantially denominated in Renminbi to meet the Group's development and operation needs in the PRC. Other than the bank deposits, bank borrowings and senior notes denominated in foreign currency, the Group does not have any other material exposure to foreign exchange risk. During the Reporting Period, the Group entered into certain forward currency contracts with a bank to hedge an amount of approximately US\$200 million against foreign exchange exposure. A contract with an amount of US\$300 million had been expired during the Period.

資本負債比率

本集團於2020年9月30日、2020年3月31日和2019年9月30日的資本負債比率(債務淨額除權益總額)分別為67.3%、67.2%及68.7%。

流動資產淨值及流動比率

於2020年9月30日，本集團流動資產淨值為59.487億港元(2020年3月31日：40.549億港元)，流動比率為1.12(2020年3月31日：1.08)。

或然負債

本集團主要為其交易中心及住宅物業買家與銀行訂立的按揭貸款以及其住宅及商業物業承租人與銀行訂立的銀行貸款提供擔保。授予買家的擔保將於買家取得房地產所有權證，並於其後抵押予銀行時解除。就租賃住宅及商業物業而言，擔保將於承租人償還貸款時相應解除。以上及其他事宜的進一步詳情載於財務報表附註25內。

承擔

於2020年9月30日，本集團的已訂約但未計提撥備的未來資本開支金額為145.108億港元(2020年3月31日：132.216億港元)。

收購及出售附屬公司及聯營公司

本集團於本報告期間並無任何收購及出售附屬公司及聯營公司的重大項目。

外匯風險

本集團之業務主要以人民幣進行。本集團之收入及銀行存款大部分為人民幣，以滿足其在國內的發展和運營所需。除以外幣計值的銀行存款、銀行借貸、優先票據外，本集團並沒有其他重大的外匯風險。於本報告期間，本集團與銀行訂立若干份遠期外匯合約，以對沖約2億美元金額外匯敞口。期內，有另外3億美元金額外匯合同已到期。

The Group continues to adopt a proactive approach to closely monitor the foreign currency market and explore the domestic capital market for financing opportunities. Other hedging arrangements will be made if such need arises.

Economic, Commercial and Other Risks

The Group may be exposed to the risk of negative developments in national and regional economies, property and financial markets. It may result in reductions in sales and selling prices of the properties, rental rates and occupancy rates of properties, and demand for ancillary services and facilities it provides. It may also result in recession, inflation, deflation and currency fluctuations as well as restrictions in the availability of credit, increases in financing and other operating costs. The development of the Group's projects may subject to market risks as it usually takes time to complete. Though the Group appoints quality partners for the development of its projects, it may still be subject to associated risk of the quality and safety of the products and services provided by the Group. The Group may also be subject to a number of regulatory environments in the territories in which it operates. Changes in the regulatory approach to such matters as ownership of assets and businesses, regulations related to development and operations, exchange controls, tax rules and employment legislation may impact the business of the Group. Changes in the political environment in such territories may also affect the business of the Group. The management of the Group will keep abreast of the environment and policy changes and make the necessary adjustments in response to such changes, if any. Further steps taken by the Group to manage the financial risk can be read in conjunction with note 46 to the financial statements as set out in the Company's 2019/20 Annual Report.

Land for Projects and Restriction on Sales

The Group signs project agreements with local governments prior to the development of all projects in order to outline the long-term blueprints of relevant projects. These agreements generally set out the size and use of lands and the related development plans. However, the actual acquisition of lands, land area and terms and conditions of such acquisition are subject to the relevant regulations and local governments' requirements, the Group's development plans and the results of the relevant public tender, auction and listing. Since the development of each of these projects may last for more than ten years, the Group and the local government may discuss to adjust the details of these agreements to align with the actual needs of developments.

本集團繼續採納積極態度密切監察外幣市場，同時開拓國內資本市場以爭取融資機會，並在需要時適時作出匯率對沖之其他安排。

經濟、商業及其他風險

本集團或會受到來自國家與區域經濟、房地產及金融市場負面發展風險的影響。該等風險或會導致物業銷售及其價格、物業租金及佔有率下降，以及對其提供的配套服務與設施需求的下降。其亦或會導致經濟衰退、通貨膨脹、通貨緊縮及匯價波動，以及信貸受限、融資及其他運營成本上升。由於本集團的項目開發需時，其或受到市場風險影響。儘管本集團委聘優質合作夥伴進行項目開發，但仍可能受其提供產品與服務之品質及安全性所帶來風險的影響。本集團於其運營的地區亦可能受一系列監管環境影響，包括資產及業務的擁有權、涉及開發及運營的法規、外匯管制、稅收規則及勞動法規等監管方式的變化或會影響本集團的業務。當地政策環境的變化亦可能會影響本集團的業務。本集團管理層將因應該等變化作出適時調整，以與市場環境及政策變化保持一致。本集團進一步管理財務風險的辦法可與載於本公司2019/20年報財務報表附註46一併閱讀。

項目土地及銷售限制

本集團在發展各項目前均與當地政府簽訂項目協議，以勾劃相關項目長遠的概要藍圖，該等協議一般會就項目土地規模、性質及發展作概要約定，但實質土地的取得、土地面積及取得之條款將按相關規定、當地政府要求、本集團的發展規劃及招拍掛的結果為準。由於各項目的發展期間可能超過十年，本集團及當地政府可能會因應項目發展的需要而協商調整協議內容。



The pace of the land acquisition and project development depends on the progress of the Group's planning, as well as the procedural formalities as determined by the local government departments. As the procedures and requirements set by different local governments vary, the Group may adjust the development of each project according to relevant conditions. In view of its substantial land bank and flexibility in project planning, the Group believes such circumstances will not have material impact on its development as a whole.

Pursuant to certain project and land related contracts and documents, some of the land acquired by the Group may have sales restrictions on properties built on it. These include that the saleable area of trade centers of CSC Shenzhen is limited to 30% of the total buildable GFA of properties built on the relevant parcels of land. The saleable area of trade centers and warehousing facilities built on certain parcels of land acquired by CSC Nanchang and CSC Nanning in 2010 is limited to 60% of the relevant total buildable GFA. The saleable area of trade centers or commercial properties built by CSC Hefei and CSC Chongqing is limited to 50% of their relevant total buildable GFA. The saleable area of trade centers or commercial properties of phase I and future phases of CSC Zhengzhou is limited to 60% and 50% respectively of its relevant total buildable GFA. According to the Group's business model, the Group intends to hold not less than 50% of trade centers and commercial facilities for leasing and self-use, the related sales restrictions will not have significant impact on the Group.

Human Resources

As at 30 September 2020, the Group had a workforce of approximately 4,050 people, decreasing by 14.38% from approximately 4,730 people as at 31 March 2020. The Group aims to recruit, retain and develop competent individuals who are committed to the Group's long-term success and growth. Remunerations and other benefits of employees are reviewed annually in response to both market conditions and trends, and are based on qualifications, experience, responsibilities and performance. In addition to basic salaries and other staff benefits, discretionary bonuses and share options may be awarded to employees who display outstanding performance and contributions to the Group.

本集團項目土地的取得及建設的進度，除視乎內部之規劃外，亦視乎項目當地政府部門各程序之手續。各地政府的程序和要求各異，因此，本集團對各項目的發展將視乎有關情況而作相應的調整和配合，但由於本集團的項目用地充裕，規劃上具較強的彈性，本集團認為有關情況對本集團的整體發展影響不大。

根據若干項目及土地相關合同和文件，部分項目土地所建之物業存在銷售限制，包括深圳華南城相關地塊上的交易中心的可銷售面積限於總可建建築面積的30%；南昌華南城和南寧華南城於2010年取得的若干土地，其上建設的交易中心及倉儲設施的可銷售面積限於該等物業總可建建築面積的60%；合肥華南城及重慶華南城建設的交易中心或商業物業的可銷售面積限於該等物業總可建建築面積的50%；鄭州華南城建設的一期及以後各期的交易中心或商業物業的可銷售面積分別限於該等物業總可建建築面積的60%及50%。按本集團商業模式，本集團規劃持有不少於50%交易中心及商業配套設施作租賃和自用，有關銷售限制對本集團的影響不大。

人力資源

於2020年9月30日，本集團有僱員約4,050人，較於2020年3月31日約4,730人下降14.38%。本集團致力招聘、挽留及培訓該等致力於本集團長遠成功及增長的人員。僱員的薪酬及其他福利乃參考市況及市場趨勢，以及按彼等的資歷、經驗、職責及表現每年進行檢討。除基本薪金及其他員工福利外，表現優秀且為本集團作出貢獻的僱員亦可獲獎勵酌情花紅及購股權。

DISCLOSURE OF INTERESTS

權益披露

Directors' and Chief Executive's Interests in Securities

As at 30 September 2020, the interests and short positions of the Directors in the shares of the Company (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")) as recorded in the register maintained by the Company under section 352 of the SFO or as notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") were as follows:

董事及主要行政人員於證券的權益

於2020年9月30日，董事於本公司或其任何相聯法團（定義見證券及期貨條例（「證券及期貨條例」）第XV部）的本公司股份（「股份」）、相關股份及債權證中擁有載入本公司根據證券及期貨條例第352條須予存置的登記冊，或根據上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及香港聯交所的權益及淡倉如下：

Long position in the Shares and Underlying Shares of the Company

於本公司股份及相關股份的好倉

Name of Directors	Class of Shares	Number of Shares held				Total	Approximate percentage of the Company's total number of issued Shares ⁽⁵⁾
		Corporate interest	Personal interest	Family interest	Share Options		
董事姓名	股份類別	公司權益	個人權益	家族權益	購股權	總計	佔本公司已發行股份總數概約百分比 ⁽⁵⁾
Cheng Chung Hing 鄭松興	Ordinary Shares 普通股	2,224,920,458 ⁽¹⁾	81,633,333	—	—	2,306,553,791	28.50%
Cheng Tai Po 鄭大報	Ordinary Shares 普通股	588,984,145 ⁽²⁾	4,936,000	—	—	593,920,145	7.33%
Zhao Lidong 趙立東	Share Options 購股權	—	—	—	18,000,000 ⁽³⁾	18,000,000	0.22%
Cheng Ka Man Carman 鄭嘉汶	Share Options 購股權	—	—	—	7,800,000 ⁽³⁾	7,800,000	0.09%
Leung Kwan Yuen Andrew 梁君彥	Share Options 購股權	—	—	—	2,000,000 ⁽⁴⁾	2,000,000	0.02%
Li Wai Keung 李偉強	Share Options 購股權	—	—	—	2,000,000 ⁽⁴⁾	2,000,000	0.02%
Hui Chiu Chung 許照中	Share Options 購股權	—	—	—	2,000,000 ⁽⁴⁾	2,000,000	0.02%

Disclosure of Interests (Continued)

權益披露(續)

Notes:

- (1) Mr. Cheng Chung Hing is interested in 100% of the issued share capital of Accurate Gain Developments Limited which in turn was deemed to have interests in 2,224,920,458 Shares. As informed by Mr. Cheng Chung Hing, he had voting rights and certain other rights over 1,446,666,666 Shares, pursuant to certain swap funding arrangements between Accurate Gain Developments Limited and PAG Holdings Limited. He is the father of Ms. Cheng Ka Man Carman and the younger brother of Mr. Cheng Tai Po.
- (2) Mr. Cheng Tai Po is interested in 100% of the issued share capital of Proficient Success Limited which in turn holds 588,984,145 Shares and is therefore deemed to be interested in the aforesaid 588,984,145 Shares. Mr. Cheng Tai Po is the elder brother of Mr. Cheng Chung Hing and the uncle of Ms. Cheng Ka Man Carman.
- (3) The relevant interests are share options granted to Mr. Zhao Lidong and Ms. Cheng Ka Man Carman pursuant to the Company's 2019 Share Option Scheme adopted on 13 September 2019. Further details of the 2019 Share Option Scheme are set out in the section headed "Share Option Scheme" in this report.
- (4) The relevant interests are share options granted to Mr. Leung Kwan Yuen Andrew, Mr. Li Wai Keung and Mr. Hui Chiu Chung pursuant to the Company's 2009 Share Option Scheme adopted on 4 September 2009. Further details of the 2009 Share Option Scheme are set out in the section headed "Share Option Scheme" below.
- (5) The percentage shareholding is calculated on the basis of 8,091,892,848 Shares issued as at 30 September 2020.

附註：

- (1) 由於鄭松興先生擁有Accurate Gain Developments Limited已發行股本的100%權益，而該公司被視為享有2,224,920,458股股份之權益。根據鄭松興先生之通知，按Accurate Gain Developments Limited與PAG Holdings Limited的若干調期融資安排，其就1,446,666,666股股份享有相關投票權及其他權利。彼為鄭嘉汶女士之父親及鄭大報先生之胞弟。
- (2) 由於鄭大報先生擁有Proficient Success Limited已發行股本的100%股份權益，而該公司持有588,984,145股股份，故鄭先生被視為持有上述588,984,145股股份之權益。鄭大報先生為鄭松興先生之胞兄及鄭嘉汶女士之伯父。
- (3) 有關之權益是指根據本公司於2019年9月13日採納之2019年購股權計劃而授予趙立東先生及鄭嘉汶女士之購股權。2019年購股權計劃之進一步詳情載於本報告之「購股權計劃」一節內。
- (4) 有關之權益是指根據本公司於2009年9月4日採納之2009年購股權計劃而授予梁君彥先生、李偉強先生及許照中先生之購股權。2009年購股權計劃之進一步詳情載於下文「購股權計劃」一節內。
- (5) 股本百分比乃根據於2020年9月30日已發行之8,091,892,848股股份計算。

Disclosure of Interests (Continued)

權益披露(續)

Save as disclosed above, as at 30 September 2020, to the knowledge of the Directors, none of the Directors or chief executive of the Company had any interests or short positions 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) which were required to be: (i) notified to the Company and The Hong Kong Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which the Directors and chief executives were taken or deemed to have under such provisions of the SFO); (ii) entered in the register kept by the Company pursuant to Section 352 of the SFO; or (iii) notified to the Company and The Hong Kong Stock Exchange pursuant to the Model Code.

除上文披露者外，於2020年9月30日，據董事所知，概無董事或本公司主要行政人員於本公司或其任何相聯法團（定義見證券及期貨條例第XV部）的股份、相關股份或債權證中擁有：(i)根據證券及期貨條例第XV部第7及第8分部須知會本公司及香港聯交所的權益或淡倉（包括董事及主要行政人員根據證券及期貨條例相關條文被當作或被視為擁有之權益及淡倉）；(ii)本公司根據證券及期貨條例第352條須記錄於登記冊的權益或淡倉；或(iii)根據標準守則須知會本公司及香港聯交所之任何權益或淡倉。

Substantial Shareholders' Interests in Securities

As at 30 September 2020, to the knowledge of the Directors, the following persons (other than Directors or chief executives of the Company) had or were deemed or taken to have interests or short positions in the Shares or underlying Shares which were required 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 kept by the Company pursuant to Section 336 of the SFO:

主要股東於證券的權益

於2020年9月30日，據董事所知，以下人士（董事或本公司主要行政人員除外）於股份或相關股份中擁有或被視為或當作擁有根據證券及期貨條例第XV部第2及3分部條文須向本公司披露，或載入本公司根據證券及期貨條例第336條須予存置的登記冊的權益或淡倉：

Long Position in the Shares

於股份中的好倉

Name	Nature of interest	Number of Shares or underlying Shares held	Approximate percentage of the Company's total number of issued Shares ⁽⁴⁾
姓名／名稱	權益性質	所持股份或相關股份數目	佔本公司已發行股份總數概約百分比 ⁽⁴⁾
Accurate Gain Developments Limited	Beneficial owner 實益擁有人	2,224,920,458 ⁽¹⁾	27.49%
Tencent Holdings Limited 騰訊控股有限公司	Deemed interest in controlled corporation 被視作受控制法團權益	955,936,666 ⁽²⁾	11.81%
THL H Limited	Beneficial owner 實益擁有人	955,936,666 ⁽²⁾	11.81%
Proficient Success Limited	Beneficial owner 實益擁有人	588,984,145 ⁽³⁾	7.27%

Disclosure of Interests (Continued)

權益披露(續)

Notes:

- (1) As informed by Accurate Gain Developments Limited, it was interested in 778,253,792 Shares in the capacity of a beneficial owner and interested in 1,446,666,666 Shares in respect of derivative interests under certain swap funding arrangements with PAG Holdings Limited. Therefore, Accurate Gain Developments Limited was deemed to have interests in 2,224,920,458 Shares.

As informed by PAG Holdings Limited, through its ultimately controlled corporations, Pacific Alliance Group Limited, Pacific Alliance Investment Management Limited, Pacific Alliance Group Asset Management Limited, Pacific Alliance Asia Opportunity Fund L.P. and PA Eminent Opportunity VII Limited, it was deemed to have interest in 1,446,666,666 Shares.

- (2) THL H Limited is wholly owned by Tencent Holdings Limited.
- (3) Mr. Cheng Tai Po owns 100% of the issued share capital of Proficient Success Limited.
- (4) The percentage shareholding is calculated on the basis of 8,091,892,848 Shares issued as at 30 September 2020.

Save as disclosed above, as at 30 September 2020, to the knowledge of the Directors or chief executives of the Company, no other person (other than Directors or chief executives of the Company) had, or were deemed or taken to have interest or short position in the Shares or underlying Shares which were required 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 kept by the Company pursuant to Section 336 of the SFO.

附註：

- (1) 根據 Accurate Gain Developments Limited 之通知，其實益擁有 778,253,792 股股份，並按與 PAG Holdings Limited 的若干調期融資安排，就 1,446,666,666 股股份享有衍生權益。概此，Accurate Gain Developments Limited 被視為享有 2,224,920,458 股股份之權益。

根據 PAG Holdings Limited 之通知，通過由其最終控制的 Pacific Alliance Group Limited, Pacific Alliance Investment Management Limited, Pacific Alliance Group Asset Management Limited, Pacific Alliance Asia Opportunity Fund L.P. 及 PA Eminent Opportunity VII Limited 等公司，其被視為享有 1,446,666,666 股股份之權益。

- (2) THL H Limited 由騰訊控股有限公司全資擁有。
- (3) 鄭大報先生擁有 Proficient Success Limited 已發行股本的 100% 股份權益。
- (4) 股本百分比乃根據於 2020 年 9 月 30 日已發行之 8,091,892,848 股股份計算。

除上文所披露者外，於 2020 年 9 月 30 日，據董事或本公司主要行政人員所知，概無其他人士（董事或本公司主要行政人員除外）於股份或相關股份中擁有或被視為或被當作擁有根據證券及期貨條例第 XV 部第 2 及 3 分部條文須向本公司披露，或根據證券及期貨條例第 336 條載入本公司存置的登記冊之權益或淡倉。

Information on Share Options Share Option Scheme

The share option scheme adopted by the Company on 4 September 2009 became effective on 30 September 2009 and expired on 29 September 2019 (the "2009 Share Option Scheme"). In light of the expiration of the 2009 Share Option Scheme, a new share option scheme was adopted by the shareholders at the annual general meeting of the Company held on 13 September 2019, after which the Company obtained the conditional listing approval from The Hong Kong Stock Exchange on 17 September 2019 (the "2019 Share Option Scheme").

No options can further be granted under the 2009 Share Option Scheme which expired on 13 September 2019. However, as of 30 September 2020, for the outstanding 191,990,000 share options granted and yet to be exercised under the 2009 Share Option Scheme remain valid and exercisable in accordance with the terms of the 2009 Share Option Scheme, representing approximately 2.37% of the total number of issued Shares of the Company as at 30 September 2020.

2009 Share Option Scheme

The major terms of the 2009 Share Option Scheme were summarized as follows:

1. The purpose of the Share Option Scheme was to provide incentives to eligible persons for their contribution to the Group and to enable the Group to recruit high-calibre employees and attract human resources that are valuable to the Group.
2. The Board may at its discretion grant options to Directors, employees, officers, agents, consultants or representatives of the Group.
3. The total number of Shares which may be issued upon exercise of all share options granted and yet to be exercised under the Share Option Scheme must not exceed 30% of the Shares in issue from time to time. The total number of Shares in respect of options which granted under the Share Option Scheme was not permitted to exceed 10% in nominal amount of the issued Shares as at the date of commencement of the listing of Shares on The Hong Kong Stock Exchange unless with the prior approval from the Shareholders. The Share Option Scheme limit was refreshed at the annual general meeting of the Company held on 21 August 2013.

有關購股權的資料 購股權計劃

本公司於2009年9月4日採納的購股權計劃於2009年9月30日生效，並於2019年9月29日期滿（「2009年購股權計劃」）。鑑於2009年購股權計劃期滿，股東於2019年9月13日舉行的本公司股東週年大會採納新購股權計劃，其後本公司於2019年9月17日獲得香港聯合交易所的有條件上市批准（「2019年購股權計劃」）。

2009年購股權計劃已於2019年9月13日終止，概無其他購股權可進一步授出。然而，於2020年9月30日，就2009年購股權計劃已授出及尚未行使的191,990,000股購股權仍繼續有效，相當於本公司於2020年9月30日已發行股份總數約2.37%，並可根據2009年購股權計劃的條款行使。

2009年購股權計劃

2009年購股權計劃的主要條款摘錄如下：

1. 該購股權計劃旨在獎勵合資格人士對本集團所作貢獻，並使本集團得以招聘優秀僱員及吸引人才。
2. 董事會有權酌情向本集團之董事、僱員、高級職員、代理、顧問或代表授出購股權。
3. 因購股權計劃項下已授出但尚未行使之所有購股權獲行使而可予發行的股份總數，不得超過不時已發行股份的30%。除獲本公司股東預先批准，否則根據購股權計劃可予授出的購股權所涉及股份總數，不得超過股份於香港聯交所上市之日期的已發行股份面值的10%。該購股權計劃上限已於2013年8月21日舉行之本公司股東周年大會上更新。

Disclosure of Interests (Continued)

權益披露(續)



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|--|---|
| <p>4. The total number of Shares issued upon the exercise of share options granted under the Share Option Scheme (including exercised, cancelled and outstanding share options) to each grantee in any 12-month period up to the date of grant should not exceed 1% of the issued share capital of the Company as at the date of grant. Any further grant of share options in excess of this limit is subject to approval of the Shareholders.</p> <p>5. The period during which a share option may be exercised would be determined by the Directors at their absolute discretion, save that no share option may be exercised more than 10 years after grant.</p> <p>6. The consideration paid by each grantee for each grant of options is HK\$1.</p> <p>7. The exercise price in relation to each share option would be determined by the Directors at their absolute discretion and should not be less than the highest of: (i) the official closing price of the Shares as stated in the daily quotation sheet of The Hong Kong Stock Exchange on the date of grant; (ii) the average closing price of the Shares as stated in the daily quotation sheets of The Hong Kong Stock Exchange for the five business days immediately preceding the date of grant; and (iii) the nominal value of the Shares on the date of grant.</p> | <p>4. 因購股權計劃項下已授出購股權(包括已行使、註銷及未行使之購股權)獲行使而於任何12個月期間起至授出日期止向各承授人發行的股份總數，不得超過本公司於授出日期已發行股本的1%。如要進一步授出超過此限額的購股權，須獲股東批准。</p> <p>5. 董事可全權酌情決定購股權的行使期，惟以購股權獲授出後10年為限。</p> <p>6. 各承授人須支付1港元作為每次獲授購股權的代價。</p> <p>7. 董事可全權酌情決定各購股權的行使價，惟不得低於下列各項的最高者：(i)股份於授出日期在香港聯交所每日報價表所列官方收市價；(ii)股份於緊接授出日期前五個營業日在香港聯交所每日報價表所列的股份平均收市價；及(iii)股份於授出日期的面值。</p> |
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Disclosure of Interests (Continued)
權益披露(續)

The table below summarized the details of the movements in the share options granted pursuant to the 2009 Share Option Scheme during the Reporting Period:

於本報告期間內根據2009年購股權計劃授出購股權的變動詳情摘錄於下表之內：

Number of Share Options 購股權數目								
Name	Date of Grant	As at	Granted	Exercised	Cancelled/ Lapsed	As at	Exercise Price	Exercisable Period
		1 April 2020 於2020年 4月1日				30 September 2020 於2020年 9月30日		
名稱	授出日期	4月1日	已授出	已行使	已註銷／失效	9月30日	行使價 HK\$ 港元	行使期
Directors								
董事								
Leung Kwan Yuen Andrew	13/4/2018	1,000,000	—	—	—	1,000,000	1.81	13/4/2018–12/4/2023
梁君彥		1,000,000	—	—	—	1,000,000	1.81	13/4/2019–12/4/2024
Li Wai Keung	13/4/2018	1,000,000	—	—	—	1,000,000	1.81	13/4/2018–12/4/2023
李偉強		1,000,000	—	—	—	1,000,000	1.81	13/4/2019–12/4/2024
Hui Chiu Chung	13/4/2018	1,000,000	—	—	—	1,000,000	1.81	13/4/2018–12/4/2023
許照中		1,000,000	—	—	—	1,000,000	1.81	13/4/2019–12/4/2024
Advisers	13/1/2016 ⁽¹⁾	39,995,000	—	—	—	39,995,000	1.528	13/1/2016–12/1/2021
顧問		39,995,000	—	—	—	39,995,000	1.528	13/1/2017–12/1/2022
	3/7/2017 ⁽¹⁾	40,000,000	—	—	—	40,000,000	1.52	3/7/2017–2/7/2022
		40,000,000	—	—	—	40,000,000	1.52	3/7/2018–2/7/2023
	13/4/2018 ⁽²⁾	1,000,000	—	—	—	1,000,000	1.81	13/4/2018–12/4/2023
		1,000,000	—	—	—	1,000,000	1.81	13/4/2019–12/4/2024
Employees	22/8/2016	11,250,000	—	—	(3,750,000)	7,500,000	1.75	22/8/2016–21/8/2021
僱員		14,500,000	—	—	(5,000,000)	9,500,000	1.75	22/8/2017–21/8/2022
		3,250,000	—	—	(1,250,000)	2,000,000	1.75	22/8/2018–21/8/2023
	13/4/2018	2,500,000	—	—	—	2,500,000	1.81	13/4/2019–12/4/2024
		2,500,000	—	—	—	2,500,000	1.81	13/4/2020–12/4/2025
		201,990,000	—	—	(10,000,000)	191,990,000		

Notes:

附註：

- Mr. Fung Sing Hong Stephen resigned as Vice Chairman of the Group and Executive Director and has been appointed as Senior Adviser of the Group with effect from 1 April 2020.
- Mr. Yung Wing Ki Samuel retired as Independent Non-Executive Director and has been appointed as Honourable Adviser of the Group with effect from 22 September 2020.
- Details of the Share Option Scheme is set out in note 24 to the financial statements.

- 馮星航先生自2020年4月1日起辭任集團副主席兼執行董事，並獲委任為本集團之資深顧問。
- 容永祺先生自2020年9月22日起退任獨立非執行董事，並獲委任為本集團之榮譽顧問。
- 購股權計劃的詳情載於財務報表附註24。

2019 Share Option Scheme

The major terms of the 2019 Share Option Scheme are summarized as follows:

1. The purpose of the Share Option Scheme is to provide incentives to eligible participants to contribute to the Group, and to enable the Group to recruit high-calibre employees and attract human resources that are valuable to the Group.
2. The Board may at its discretion grant options to Directors (including executive and non-executive Directors), employees, officers, agents or consultants of the Company or any subsidiary.
3. The total number of Shares which may be issued upon exercise of all share options granted and yet to be exercised under the Share Option Scheme and all outstanding options must not exceed 30% of the Shares in issue from time to time. The total number of Shares in respect of options which may be granted under the Share Option Scheme is not permitted to exceed 10% of the issued Shares on adoption date that is 810,722,884 Shares. The maximum number of the Shares available for issue upon exercise of all share options which may be granted under the Share Option Scheme is 736,922,884 Shares, representing approximately 9.10% of the total number of issued shares of the Company as at 30 September 2020.
4. The total number of Shares issued and to be issued upon the exercise of share options granted under the Share Option Scheme (including exercised, cancelled and outstanding share options) to each grantee in any 12-month period up to the date of grant shall not exceed 1% of the number of shares in issue of the Company as at the date of grant. Any further grant of share options in excess of this limit is subject to approval of the Shareholders.
5. The period during which a share option may be exercised will be determined by the Directors at their absolute discretion, save that no share option may be exercised more than 10 years after grant.
6. The consideration paid by each grantee for each grant of options is HK\$1.

2019年購股權計劃

2019年購股權計劃的主要條款摘錄如下：

1. 該購股權計劃旨在獎勵合資格參與者對本集團作出貢獻，並使本集團可招聘優秀僱員及吸引人才。
2. 董事會有權酌情向本公司或任何附屬公司之董事(包括執行或非執行董事)、僱員、高級職員、代理或顧問授出購股權。
3. 所有尚未行使之購股權及因購股權計劃項下已授出但尚未行使之所有購股權獲行使而可予發行的股份總數，不得超過不時已發行股份數目的30%。根據購股權計劃可予授出的購股權所涉及股份總數，不得超過採納日期全部已發行股份的10%即為810,722,884股股份。根據購股權計劃項下可予授出的所有購股權倘獲行使而發行的股份總數為736,922,884股股份，相當於本公司於2020年9月30日已發行股份總數約9.10%。
4. 因購股權計劃項下已授出購股權(包括已行使、註銷及未行使之購股權)獲行使而於任何12個月期間起至授出日期止向各承授人發行及即將發行的股份總數，不得超過本公司於授出日期已發行股份數目的1%。如要進一步授出超過此限額的購股權，須獲股東批准。
5. 董事可全權酌情決定購股權的行使期，惟以購股權獲授出後10年為限。
6. 各承授人須支付1港元作為每次獲授購股權的代價。

Disclosure of Interests (Continued)

權益披露(續)

7. The exercise price in relation to each share option will be determined by the Directors at their absolute discretion and shall be at least the highest of: (a) the closing price of the Shares as stated in the daily quotation sheet of The Hong Kong Stock Exchange on the date of grant, which must be a business day; and (b) the average closing price of the Shares as stated in the daily quotation sheets of The Hong Kong Stock Exchange for the five business days immediately preceding the date of grant.
7. 董事可全權酌情決定各購股權的行使價，惟不得低於下列各項的最高者：(a)授出日期（必須為營業日）香港聯交所每日報價表所列的股份收市價；及(b)緊接於授出日期前五個營業日在香港聯交所每日報價表所列的股份平均收市價。
8. No further options will be granted under the Share Option Scheme after the date of expiration. In respect of the options granted and accepted prior to the date of expiration and not then exercised, they shall continue to be valid and exercisable subject to and in accordance with the Share Option Scheme.
8. 於購股權計劃屆滿後，不能進一步授出購股權。根據購股權計劃並在其規限下，於屆滿期前已授出並獲接納惟當時尚未行使之購股權將仍然有效及可行使。

The table below summarized the details of the movements in the share options granted pursuant to the 2019 Share Option Scheme during the Reporting Period:

於本報告期間內根據2019年購股權計劃授出購股權的變動詳情摘錄於下表之內：

Name	Date of Grant	Number of Share Options 購股權數目				As at 30 September 2020 於2020年 9月30日	Exercise Price HK\$ 港元	Exercisable Period
		As at 1 April 2020 於2020年 4月1日	Granted	Exercised	Cancelled/ Lapsed			
名稱	授出日期	4月1日	已授出	已行使	已註銷/失效	9月30日	行使價	行使期
Directors								
董事								
Zhao Lidong	7/2/2020	6,000,000	-	-	-	6,000,000	1.00	7/2/2021-6/2/2025
趙立東		6,000,000	-	-	-	6,000,000	1.00	7/2/2022-6/2/2025
		6,000,000	-	-	-	6,000,000	1.00	7/2/2023-6/2/2025
Cheng Ka Man Carman	7/2/2020	2,600,000	-	-	-	2,600,000	1.00	7/2/2021-6/2/2025
鄭嘉汶		2,600,000	-	-	-	2,600,000	1.00	7/2/2022-6/2/2025
		2,600,000	-	-	-	2,600,000	1.00	7/2/2023-6/2/2025
Employees	7/2/2020	16,000,000	-	-	-	16,000,000	1.00	7/2/2021-6/2/2025
僱員		16,000,000	-	-	-	16,000,000	1.00	7/2/2022-6/2/2025
		16,000,000	-	-	-	16,000,000	1.00	7/2/2023-6/2/2025
		73,800,000	-	-	-	73,800,000		

Notes:

附註：

1. The closing price of the Shares immediately before the date of the share options granted on 7 February 2020 was HK\$0.90 per share.
1. 緊接於2020年2月7日授出購股權日期前本公司股份收市價為每股0.90港元。
2. Details of the Share Option Scheme are set out in note 24 to the financial statements.
2. 購股權計劃的詳情載於財務報表附註24。

CORPORATE GOVERNANCE AND OTHER INFORMATION

企業管治及其他資料

Code on Corporate Governance Practices

During the Reporting Period, the Company has complied with the applicable code provisions of the Corporate Governance Code (the “CG Code”) as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange (the “Listing Rules”), save and except for the following deviation:

Code provision A.6.7 provides that independent non-executive Directors and other non-executive Directors are equal board members, and should attend general meetings of the Company. During the Reporting Period, one independent non-executive Director of the Company was unable to attend the annual general meeting of the Company held on 22 September 2020 as he had other prior business engagement.

Model Code for Securities Transactions by Directors

The Company has adopted the Model Code for Securities Transactions by Directors of the Listed Issuers (the “Model Code”) as set out in Appendix 10 to the Listing Rules as the guidelines for the directors’ dealing in the securities of the Company. Upon specific enquiries of all the Directors, each of them confirmed that they have complied with the required standards set out in the Model Code throughout the six months ended 30 September 2020.

Change in Information of Directors

The change in the information of Directors since the publication of the 2019/20 annual report up to the date of this interim report is set out below pursuant to Rule 13.51(B)(1) of the Listing Rules:

- Mr. Yung Wing Ki Samuel retired as Independent Non-Executive Director and resigned as a member of Audit Committee of the Company thereupon, and has been appointed as Honourable Adviser of the Group with effect from 22 September 2020.
- Mr. Leung Kwan Yuen Andrew was awarded a Grand Bauhinia Medal by the Government of Hong Kong Special Administrative Region on 1 October 2020.

Audit Committee

The Audit Committee is responsible for the review and supervision of the Group’s financial reporting process, risk management and internal controls system and review of the Company’s financial statements. Their written terms of reference are in line with the provisions under the CG Code and the roles and responsibilities delegated to the Audit Committee by the Board.

The Audit Committee consists of Mr. Li Wai Keung as chairman, Mr. Leung Kwan Yuen Andrew and Mr. Hui Chiu Chung. All of the Audit Committee members are independent non-executive Directors.

企業管治守則

於本報告期間，本公司已遵守香港聯交所證券上市規則（「上市規則」）附錄14所載企業管治守則（「管治守則」）之適用守則條文，惟以下守則條文除外：

根據守則條文第A.6.7，獨立非執行董事及其他非執行董事作為與其他董事擁有同等地位的董事會成員，應出席本公司的股東大會。於本報告期間，一名獨立非執行董事因有其他先前的事務在身而未能出席本公司於2020年9月22日舉行之股東周年大會。

董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則（「標準守則」），作為董事進行本公司證券交易的指引。經向全體董事作出具體查詢後，彼等各自確認於截至2020年9月30日止六個月內一直遵守標準守則所載的規定準則。

董事資料變動

根據上市規則第13.51(B)(1)條，於2019/20年報刊發後至本中期報告日期的董事資料變動載列如下：

- 容永祺先生自2020年9月22日起退任獨立非執行董事，亦同時辭任本公司之審核委員會委員，並獲委任為本集團榮譽顧問。
- 梁君彥先生於2020年10月1日獲香港特別行政區政府頒授大紫荊勳章。

審核委員會

審核委員會負責檢討及監管本集團的財務申報程序、風險管理及內部監控系統及審閱本公司的財務報表，其書面職權範圍與企業管治守則項下條文及董事會指定審核委員會的職責及職務相符。

審核委員會由李偉強先生（主席）、梁君彥先生及許照中先生組成。審核委員會全體成員均為獨立非執行董事。

Review of Interim Results

The unaudited interim results of the Company and its subsidiaries for the six months ended 30 September 2020 have been reviewed by the Audit Committee and Ernst & Young, the Company's independent auditor, 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.

Purchase, Sale or Redemption of Listed Securities

During the Reporting Period, the Company and a subsidiary of the Company repurchased and cancelled part of the senior notes with an aggregated principal amount of US\$167.306 million from the open market. Details are set out in note 20 to the financial statements.

Save as disclosed above and in notes to financial statements, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities during the Reporting Period.

Interim Dividend

The Board resolved not to declare any interim dividend for the six months ended 30 September 2020 (30 September 2019: Nil).

中期業績的審閱

審核委員會及本公司獨立核數師安永會計師事務所已根據香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」，審閱本公司及其附屬公司截至2020年9月30日止六個月的未經審核中期業績。

購買、出售或贖回上市證券

於本報告期間，本公司及本公司的一家附屬公司於公開市場回購及註銷部份優先票據的本金額為167.306百萬美元，詳情載於財務報表附註20內。

除上述及財務報表附註披露者外，本公司及其任何附屬公司於本報告期間概無購買、出售或贖回本公司任何上市證券。

中期股息

董事會已議決不宣派任何截至2020年9月30日止六個月中期股息(2019年9月30日：無)。

REPORT ON REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表審閱報告



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To the board of directors of China South City Holdings Limited
(Incorporated in Hong Kong with limited liability)

致華南城控股有限公司董事會
(於香港註冊成立的有限公司)

Introduction

We have reviewed the interim financial information set out on pages 60 to 108, which comprises the condensed consolidated statement of financial position of China South City Holdings Limited (the "Company") and its subsidiaries (the "Group") as at 30 September 2020 and the related condensed consolidated statements of profit or loss, comprehensive income, changes in equity and cash flows for the six-month period then ended, and explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 *Interim Financial Reporting* ("HKAS 34") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"). The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with HKAS 34. Our responsibility is to express a conclusion on this interim financial information based on our review. Our report is made solely to you, as a body, in accordance with our agreed terms of engagement, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Scope of review

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410 *Review of Interim Financial Information Performed by the Independent Auditor of the Entity* issued by the HKICPA. A review of interim financial information 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 information is not prepared, in all material respects, in accordance with HKAS 34.

Ernst & Young
Certified Public Accountants
Hong Kong
27 November 2020

緒言

我們已審閱第60至108頁所載的中期財務資料，當中包括華南城控股有限公司（「貴公司」）及其附屬公司（「貴集團」）於2020年9月30日的簡明綜合財務狀況表，與截至該日止六個月期間的相關簡明綜合損益表、全面收益表、權益變動表及現金流量表，以及說明附註。香港聯合交易所有限公司證券上市規則規定，就中期財務資料編製報告須符合當中的相關條文，以及由香港會計師公會頒佈的香港會計準則第34號「中期財務報告」（「香港會計準則第34號」）。貴公司董事須負責根據香港會計準則第34號編製及呈報此中期財務資料。我們的責任是根據我們的審閱工作，對此中期財務資料作出結論，並按照雙方所協定的委聘書條款僅向閣下（作為整體）報告，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負上或承擔任何責任。

審閱範圍

我們依據香港會計師公會頒佈的香港審閱委聘準則第2410號「實體的獨立核數師對中期財務資料的審閱」進行我們的審閱工作。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，以及進行分析性和其他審閱程序。由於審閱的範圍遠較根據香港審計準則進行審核的範圍為小，故我們不保證可知悉所有在審核中可能發現的重大事項。因此，我們不會發表審核意見。

結論

根據我們的審閱工作，並無發現任何事項令我們相信中期財務資料在任何重大方面未有根據香港會計準則第34號編製。

安永會計師事務所
執業會計師
香港
2020年11月27日

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

中期簡明綜合損益表

For the six months ended 30 September 2020 截至2020年9月30日止六個月

			For the six months ended 30 September 截至9月30日止六個月	
			2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註			
REVENUE	收入	5	7,106,901	5,827,158
Cost of sales	銷售成本		(4,404,229)	(3,580,070)
Gross profit	毛利		2,702,672	2,247,088
Other income and (losses)/gains	其他收入及(虧損)/收益	5	(88,382)	172,276
Fair value gains on investment properties	投資物業公平值收益	5	23,044	278,361
Selling and distribution expenses	銷售及分銷開支		(236,376)	(323,881)
Administrative expenses	行政開支		(511,112)	(555,651)
Other expenses	其他開支		(199,159)	(94,383)
Finance costs	融資成本	6	(346,670)	(302,333)
PROFIT BEFORE TAX	稅前利潤	7	1,344,017	1,421,477
Income tax expenses	所得稅開支	8	(690,992)	(791,236)
PROFIT FOR THE PERIOD	期內利潤		653,025	630,241
Attributable to:	下列各方應佔：			
Owners of the parent	母公司擁有人		653,542	628,170
Non-controlling interests	非控股權益		(517)	2,071
			653,025	630,241
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	歸屬於母公司普通股權益 持有人之每股盈利	9		
Basic	基本			
– For profit for the period	– 期內利潤		HK8.08 cents 港仙	HK7.75 cents 港仙
Diluted	攤薄			
– For profit for the period	– 期內利潤		HK8.08 cents 港仙	HK7.75 cents 港仙

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

中期簡明綜合全面收益表

For the six months ended 30 September 2020 截至2020年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
PROFIT FOR THE PERIOD	期內利潤	653,025	630,241
OTHER COMPREHENSIVE INCOME/(LOSS)	其他全面收入／(虧損)		
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:	將於其後期間有可能重分類至損益的其他全面收入／(虧損)：		
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	2,221,641	(2,483,907)
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD, NET OF TAX	期內除稅後其他全面收入／(虧損)	2,221,641	(2,483,907)
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE PERIOD	期內總全面收入／(虧損)	2,874,666	(1,853,666)
Attributable to:	下列各方應佔：		
Owners of the parent	母公司擁有人	2,871,892	(1,850,538)
Non-controlling interests	非控股權益	2,774	(3,128)
		2,874,666	(1,853,666)

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

中期簡明綜合財務狀況表

As at 30 September 2020 於2020年9月30日

			30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
NON-CURRENT ASSETS	非流動資產			
Property, plant and equipment	物業、廠房及設備	11	1,376,729	1,451,308
Investment properties	投資物業	12	53,050,601	50,873,673
Right-of-use assets	使用權資產		1,259,430	1,424,217
Properties under development	發展中物業	13	1,262,398	1,120,379
Goodwill	商譽		—	34,128
Financial assets at fair value through profit or loss	透過損益以公平值列賬之金融資產	16	8,862	8,524
Other long-term receivables	其他長期應收款項		372,799	587,944
Deposits paid for purchase of land use rights	購買土地使用權支付的按金		30,983	29,799
Deferred tax assets	遞延稅項資產		3,459,269	3,550,178
Total non-current assets	非流動資產總值		60,821,071	59,080,150
CURRENT ASSETS	流動資產			
Properties held for finance lease	持作融資租賃物業	14	266,138	259,431
Properties held for sale	持作銷售物業	14	39,001,480	40,065,384
Inventories	存貨		95,200	109,087
Trade receivables	應收貿易賬款	15	653,540	560,891
Contract assets	合約資產		—	161,830
Prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產		3,532,657	2,536,396
Financial assets at fair value through profit or loss	透過損益以公平值列賬之金融資產	16	301,970	357,342
Cash and bank balances	現金及銀行存款	17	10,263,762	10,303,541
Total current assets	流動資產總值		54,114,747	54,353,902
CURRENT LIABILITIES	流動負債			
Trade and other payables	貿易及其他應付款項	18	12,158,449	15,589,798
Contract liabilities	合約負債		15,568,516	15,578,700
Interest-bearing bank and other borrowings	計息銀行及其他借貸	19	6,939,952	8,200,428
Senior notes	優先票據	20	7,785,255	5,356,119
Medium-term notes	中期票據	21	58,038	55,820
Domestic company bonds	境內公司債券	22	1,259,938	1,277,098
Financial liabilities at fair value through profit or loss	透過損益以公平值列賬之金融負債	16	55,887	—
Tax payables	應付稅項		4,340,012	4,241,087
Total current liabilities	流動負債總額		48,166,047	50,299,050
NET CURRENT ASSETS	流動資產淨值		5,948,700	4,054,852
TOTAL ASSETS LESS CURRENT LIABILITIES	資產總值減流動負債		66,769,771	63,135,002

Interim Condensed Consolidated Statement of Financial Position (Continued)
 中期簡明綜合財務狀況表(續)

As at 30 September 2020 於2020年9月30日

			30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
			Notes 附註	
NON-CURRENT LIABILITIES	非流動負債			
Interest-bearing bank and other borrowings	計息銀行及其他借貸	19	10,248,240	8,920,685
Senior notes	優先票據	20	8,233,576	8,963,385
Medium-term notes	中期票據	21	648,329	651,847
Domestic company bonds	境內公司債券	22	341,400	328,350
Other long-term payables	其他長期應付款		55,690	122,732
Deferred tax liabilities	遞延稅項負債		9,748,795	9,265,483
Total non-current liabilities	非流動負債總額		29,276,030	28,252,482
Net assets	資產淨值		37,493,741	34,882,520
EQUITY	權益			
Equity attributable to owners of the parent	母公司擁有人應佔權益			
Share capital	股本	23	7,222,312	7,222,312
Other reserves	其他儲備		30,258,206	27,610,414
			37,480,518	34,832,726
Non-controlling interests	非控股權益		13,223	49,794
Total equity	權益總額		37,493,741	34,882,520

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

中期簡明綜合權益變動表

For the six months ended 30 September 2020 截至2020年9月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔								Non-controlling interests 非控股權益		Total equity 權益總額
		Share capital 股本 HK\$'000 千港元	Statutory surplus reserve 法定盈餘儲備 HK\$'000 千港元	Share option reserve 購股權儲備 HK\$'000 千港元	Exchange fluctuation reserve 匯兌波動儲備 HK\$'000 千港元	Capital reserve 資本儲備 HK\$'000 千港元	Revaluation reserve 重估儲備 HK\$'000 千港元	Retained profits 保留利潤 HK\$'000 千港元	Total 總計 HK\$'000 千港元			
At 1 April 2019 (audited)	於2019年4月1日(經審核)	7,222,312	2,595,496	161,821	(971,340)	(275,841)	286,456	26,971,689	35,990,593	159,234		36,149,827
Profit for the period	期內利潤	-	-	-	-	-	-	628,170	628,170	2,071		630,241
Other comprehensive loss for the period:	期內其他全面虧損:											
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	-	-	-	(2,478,708)	-	-	-	(2,478,708)	(5,199)		(2,483,907)
Total comprehensive loss	全面虧損總額	-	-	-	(2,478,708)	-	-	628,170	(1,850,538)	(3,128)		(1,853,666)
Shares repurchased	股本回購	-	-	-	-	-	-	(10,379)	(10,379)	-		(10,379)
Acquisition of non-controlling interests	收購非控股權益	-	-	-	-	22,278	-	-	22,278	(84,776)		(62,498)
Equity-settled share option arrangement	以權益結算的購股權安排	-	-	1,006	-	-	-	-	1,006	-		1,006
Transfer of share option reserve upon the forfeiture or lapse of share options	購股權沒收或失效而轉讓購股權儲備	-	-	(80,897)	-	-	-	80,897	-	-		-
Final 2018/19 dividend	2018/19末期股息	-	-	-	-	-	-	(405,361)	(405,361)	-		(405,361)
Transfer from retained profits	轉撥自保留利潤	-	65,827	-	-	-	-	(65,827)	-	-		-
At 30 September 2019 (unaudited)	於2019年9月30日(未經審核)	7,222,312	2,661,323	81,930	(3,450,048)	(253,563)	286,456	27,199,189	33,747,599	71,330		33,818,929

Interim Condensed Consolidated Statement of Changes in Equity (Continued)

中期簡明綜合權益變動表(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

		Attributable to owners of the parent 母公司擁有人應佔									
		Share capital	Statutory surplus reserve	Share option reserve	Exchange fluctuation reserve	Capital reserve	Revaluation reserve	Retained profits	Total	Non-controlling interests	Total equity
		股本	法定盈餘儲備	購股權儲備	匯兌波動儲備	資本儲備	重估儲備	保留利潤	總計	非控股權益	權益總額
Notes		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
附註		千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元	千港元
At 1 April 2020 (audited)	於2020年4月1日 (經審核)	7,222,312	2,999,582	78,433	(4,360,460)	(250,283)	286,456	28,856,686	34,832,726	49,794	34,882,520
Profit for the period	期內利潤	-	-	-	-	-	-	653,542	653,542	(517)	653,025
Other comprehensive income for the period:	期內其他全面收入：										
Exchange differences on translation of foreign operations	換算海外業務的匯兌差額	-	-	-	2,218,350	-	-	-	2,218,350	3,291	2,221,641
Total comprehensive income	全面利潤總額	-	-	-	2,218,350	-	-	653,542	2,871,892	2,774	2,874,666
Acquisition of non-controlling interests	收購非控股權益	-	-	-	-	15,577	-	-	15,577	(42,677)	(27,100)
Disposal of subsidiaries	處置附屬公司	-	-	-	(1,010)	-	-	-	(1,010)	3,332	2,322
Equity-settled share option arrangement	以權益結算的購股權安排	24	-	4,090	-	-	-	-	4,090	-	4,090
Transfer of share option reserve upon the forfeiture or lapse of share options	購股權沒收或失效而轉讓購股權儲備	-	-	(3,905)	-	-	-	3,905	-	-	-
Final 2019/20 dividend	2019/20末期股息	10	-	-	-	-	-	(242,757)	(242,757)	-	(242,757)
At 30 September 2020 (unaudited)	於2020年9月30日 (未經審核)	7,222,312	2,999,582*	78,618*	(2,143,120)*	(234,706)*	286,456*	29,271,376*	37,480,518	13,223	37,493,741

* These reserve accounts comprise the consolidated other reserves of HK\$30,258,206,000 (31 March 2020: HK\$27,610,414,000) in the interim condensed consolidated statement of financial position.

* 該等儲備賬包括中期簡明綜合財務狀況表所載的綜合其他儲備30,258,206,000港元(2020年3月31日：27,610,414,000港元)。

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

中期簡明綜合現金流量表

For the six months ended 30 September 2020 截至2020年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
CASH FLOWS FROM OPERATING ACTIVITIES	經營活動現金流量		
Profit before tax	稅前利潤	1,344,017	1,421,477
Adjustments for:	調整：		
Finance costs	融資成本	346,670	302,333
Interest income	利息收入	(29,843)	(82,693)
Loss on disposal of property, plant and equipment	出售物業、廠房及設備之虧損	75	101
Depreciation of property, plant and equipment	物業、廠房及設備折舊	66,682	61,297
Depreciation of right-of-use assets	使用權資產折舊	47,227	39,032
Changes in fair value of investment properties	投資物業公平值變動	(23,044)	(278,361)
Impairment of trade receivables	應收貿易賬款減值	106,602	58,222
Impairment of financial assets included in prepayments, other receivables and other assets and other long-term receivables	計及預付款項、其他應收款項及其他資產及其他長期應收款項之金融資產減值	13,884	—
Impairment of goodwill	商譽減值	34,128	—
Fair value losses on financial assets/liabilities at fair value through profit or loss, net	透過損益以公平值列賬之金融資產／負債公平值虧損，淨值	96,122	8,531
Losses on disposal of subsidiaries	處置附屬公司虧損	57,505	12
Gains on repurchase of the senior notes	回購優先票據之收益	(20,062)	(18,177)
Losses/(gains) on redemption/repurchase of the asset-backed securities	贖回／回購資產支持證券之虧損／(收益)	9,111	(19,510)
Equity-settled share option expense	以權益結算的購股權開支	4,090	1,006
		2,053,164	1,493,270
Change in properties held for finance lease and sale	持作融資租賃及銷售物業之變化	3,847,285	109,936
Change in inventories	存貨之變化	18,223	8,793
Change in trade receivables	應收貿易賬款之變化	(190,843)	357,673
Change in contract assets	合約資產之變化	168,262	(2,584)
Change in other long-term receivables	其他長期應收款項之變化	238,512	(221,721)
Change in prepayments, other receivables and other assets	預付款項、其他應收款項及其他資產之變化	(1,070,406)	(51,561)
Change in restricted cash	受限制現金之變化	499,157	59,260
Change in contract liabilities	合約負債之變化	(553,244)	1,207,385
Change in pledged time deposits in connection with cooperation projects	與合作項目相關的已質押定期存款之變化	818,770	—
Change in trade and other payables	貿易及其他應付款項之變化	(4,039,847)	1,792,067
		1,789,033	4,752,518
Cash generated from operations	經營所得的現金	(404,852)	(737,165)
Taxes paid	已付稅項		
Net cash flows from operating activities	經營活動現金流入淨額	1,384,181	4,015,353

Interim Condensed Consolidated Statement of Cash Flows (Continued)
 中期簡明綜合現金流量表(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
	Notes 附註		
CASH FLOWS FROM INVESTING ACTIVITIES	投資活動現金流量		
Purchases of property, plant and equipment	購置物業、廠房及設備	(27,301)	(15,101)
Proceeds from disposal of property, plant and equipment	出售物業、廠房及設備所得款項	2,056	6,197
Net cash inflow on purchase/disposal of financial assets at fair value through profit or loss	購買／處置透過損益以公平值列賬之金融資產現金淨額流入	28,725	108,651
Cash outflow from disposal of subsidiaries, net	處置附屬公司現金淨額流出	(5,644)	(12)
Additions to properties under development	發展中物業添置	(257,484)	(1,588,850)
Interests received	已收利息	29,843	82,693
Decrease in time deposits with maturity of more than three months	減少超過三個月到期的定期存款	232,773	—
Net cash flows from/(used in) investing activities	投資活動現金流入／(流出)淨額	2,968	(1,406,422)
CASH FLOWS FROM FINANCING ACTIVITIES	融資活動現金流量		
Issue of domestic company bonds	發行境內公司債券	—	1,566,839
Issue of medium-term notes	發行中期票據	—	661,169
Issue of senior notes	發行優先票據	4,304,542	473,241
Payment of interests	利息付款	(1,565,708)	(1,497,275)
Repayment of medium-term notes	償還中期票據	—	(2,217,200)
Repayment of domestic company bonds	償還境內公司債	—	(1,584,380)
Repayment of senior notes	償還優先票據	20 (1,568,581)	—
Repurchase of senior notes	回購優先票據	20 (1,146,452)	(273,674)
Repayment and redemption of asset-backed securities	償還及贖回資產支持證券	19 (390,619)	—
Redemption of corporate bonds	贖回企業債券	—	(534)
New bank and other borrowings	新借銀行及其他貸款	7,282,396	6,451,417
Repayment of bank and other borrowings	償還銀行及其他貸款	(7,306,740)	(5,563,351)
Shares repurchased	回購股份	—	(10,379)
Acquisition of non-controlling interests	收購非控股權益	(27,100)	(62,498)
Principal portion of lease payments	支付租賃的本金部份	(33,552)	(22,879)
Net cash flows used in financing activities	融資活動現金流出淨額	(451,814)	(2,079,504)
NET INCREASE IN CASH AND CASH EQUIVALENTS	現金及現金等價物增加淨額	935,335	529,427
Cash and cash equivalents at beginning of period	期初的現金及現金等價物	3,537,611	5,933,832
Effect of foreign exchange rate changes, net	匯率變動影響淨額	306,680	(382,184)
CASH AND CASH EQUIVALENTS AT END OF PERIOD	期末的現金及現金等價物	4,779,626	6,081,075
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS	現金及現金等價物結餘分析		
Cash and cash equivalents	現金及現金等價物	17 4,779,626	6,081,075

NOTES TO INTERIM CONDENSED CONSOLIDATED FINANCIAL INFORMATION

中期簡明綜合財務資料附註

For the six months ended 30 September 2020 截至2020年9月30日止六個月

1. Corporate Information

China South City Holdings Limited (the "Company") is a limited liability company incorporated in Hong Kong. The registered office of the Company is located at Suites 3306-08, 33/F., Tower 5, The Gateway, 15 Canton Road, Tsim Sha Tsui, Kowloon, Hong Kong. The principal activities of the Company and its subsidiaries (collectively referred to as the "Group") are described in note 4.

2. Basis of Preparation and Other Information

Basis of Preparation

The interim condensed consolidated financial information for the six months ended 30 September 2020 has been prepared in accordance with Hong Kong Accounting Standard ("HKAS") 34 *Interim Financial Reporting*.

The interim condensed consolidated financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 March 2020.

Other Information

The financial information relating to the year ended 31 March 2020 that is included in the interim condensed consolidated statement of financial position as comparative information does not constitute the Company's statutory annual consolidated financial statements for that year but is derived from those financial statements. Further information relating to these statutory financial statements required to be disclosed in accordance with section 436 of the Hong Kong Companies Ordinance is as follows:

The Company has delivered the financial statements for the year ended 31 March 2020 to the Registrar of Companies as required by section 662(3) of, and Part 3 of Schedule 6 to, the Hong Kong Companies Ordinance.

The Company's auditor has reported on those financial statements for the year ended 31 March 2020. The auditor's report was unqualified; did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying its report; and did not contain a statement under sections 406(2), 407(2) or 407(3) of the Hong Kong Companies Ordinance.

1. 公司資料

華南城控股有限公司(「本公司」)在香港註冊成立為有限公司。本公司註冊辦事處位於香港九龍尖沙咀廣東道15號港威大廈第五座33樓3306-08室。本公司及其附屬公司(統稱為「本集團」)之主要業務描述於附註4。

2. 編製基準及其他資料

編製基準

截至2020年9月30日止六個月的中期簡明綜合財務資料乃根據香港會計準則(「香港會計準則」)第34號「中期財務報告」編製。

中期簡明綜合財務資料不包括年度財務報表規定的所有資料及披露，並應與本集團截至2020年3月31日止年度的年度綜合財務報表一併閱讀。

其他資料

與截至2020年3月31日止年度有關並包括在中期簡明綜合財務狀況表內作為比較資料的財務資料，並不構成本公司該年度的法定年度合併財務報表，但摘錄自該等財務報表。根據香港《公司條例》第436條須披露與此等法定財務報表有關的進一步資料如下：

本公司已根據香港《公司條例》第662(3)條及附表6第3部分的規定，向公司註冊處呈交截至2020年3月31日止年度的財務報表。

本公司核數師已就該截至2020年3月31日止年度的財務報表作出報告。核數師報告為無保留意見，不包括對某些事項的參照而核數師透過強調事項籲請關注而無對其報告作出保留意見；以及不包含香港《公司條例》第406(2)條、407(2)或407(3)條規定的聲明。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

3. Changes in Accounting Policies and Disclosures

The accounting policies adopted in the preparation of the interim condensed consolidated financial information are consistent with those applied in the preparation of the Group's annual consolidated financial statements for the year ended 31 March 2020, except for the adoption of the following revised Hong Kong Financial Reporting Standards ("HKFRSs") for the first time for the current period's financial information.

Amendments to HKFRS 3	<i>Definition of a Business</i>
Amendments to HKFRS 9, HKAS 39, and HKFRS 7	<i>Interest Rate Benchmark Reform</i>
Amendments to HKFRS 16	<i>COVID-19-Related Rent Concessions (early adopted)</i>
Amendments to HKAS 1 and HKAS 8	<i>Definition of Material</i>

The nature and impact of the revised HKFRSs are described below:

- (a) Amendments to HKFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group has applied the amendments prospectively to transactions or other events that occurred on or after 1 April 2020. The amendments did not have any impact on the financial position and performance of the Group.

3. 會計政策的變更及披露

編製中期簡明綜合財務資料時採納的會計政策與編製本集團截至2020年3月31日止年度的年度綜合財務報表時所應用者一致，惟對本期間財務資料首次採納的以下經修訂香港財務報告準則（「香港財務報告準則」）除外。

香港財務報告準則第3號的修訂本	業務的定義
香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號的修訂本	利率基準改革
香港財務報告準則第16號的修訂本	新型冠狀病毒疫情相關的租金優惠（提前採納）
香港會計準則第1號及香港會計準則第8號的修訂本	重大的定義

經修訂香港財務報告準則的性質及影響闡述如下：

- (a) 香港財務報告準則第3號的修訂本對業務之定義進行了澄清並提供額外指引。該修訂澄清，可視為業務的一組整合活動和資產，必須至少包括一項投入和一項實質性過程，且二者可以共同顯著促進創造產出的能力。業務可以不具備所有創造產出所需的投入和過程。該修訂刪除了評估市場參與者是否有能力收購業務並能持續產生產出的規定，轉為重點關注所取得的投入和實質性過程是否共同顯著促進創造產出的能力。該修訂亦縮小了產出的定義範圍，重點關注為客戶提供的商品或服務、投資收益或日常活動產生的其他收入。此外，該修訂為評估所取得過程是否為實質性過程提供了指引，並引入了可選的公允值集中度測試，允許對所取得的一組活動和資產是否不構成業務進行簡化評估。本集團已就2020年4月1日或之後的交易或其他事件應用該修訂。該修訂並無對本集團之財務狀況及表現有任何影響。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

3. Changes in Accounting Policies and Disclosures (Continued)

- (b) Amendments to HKFRS 9, HKAS 39 and HKFRS 7 address the effects of interbank offered rate reform on financial reporting. The amendments provide temporary reliefs which enable hedge accounting to continue during the period of uncertainty before the replacement of an existing interest rate benchmark. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. The amendments did not have any impact on the financial position and performance of the Group as the Group does not have any interest rate hedge relationships.
- (c) Amendment to HKFRS 16 provides a practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the COVID-19 pandemic. The practical expedient applies only to rent concessions occurring as a direct consequence of the COVID-19 pandemic and only if (i) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change; (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021; and (iii) there is no substantive change to other terms and conditions of the lease. The amendment is effective retrospectively for annual periods beginning on or after 1 June 2020 with earlier application permitted. The amendments did not have any significant impact on the financial position and performance of the Group.
- (d) Amendments to HKAS 1 and HKAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information. The amendments did not have any impact on the Group's interim condensed consolidated financial information.

3. 會計政策的變更及披露(續)

- (b) 香港財務報告準則第9號、香港會計準則第39號及香港財務報告準則第7號的修訂本旨在應對銀行同業拆息改革對財務申報的影響。該等修訂提供了暫時性補救措施，使企業能夠在取代現有利率基準前的不確定期間內繼續進行對沖會計處理。此外，該等修訂規定公司須向投資者提供有關直接受該等不確定因素影響的對沖關係的額外資料。由於本集團並無任何利率對沖關係，該等修訂並無對本集團之財務狀況及表現有任何影響。
- (c) 香港財務報告準則第16號之修訂本為承租人提供一個實際可行之權宜方法以選擇就新型冠狀病毒疫情之直接後果產生之租金寬免不應應用租賃修改會計處理。該實際可行權宜方法僅適用於新型冠狀病毒疫情直接後果產生之租金寬免，且僅當(i)租賃付款之變動使租賃代價有所修改，而經修改之代價與緊接變動前租賃代價大致相同，或少於緊接變動前租賃代價；(ii)租賃付款之任何減幅僅影響原到期日為2021年6月30日或之前之付款；及(iii)租賃之其他條款及條件並無實質變動。該修訂於2020年6月1日或之後開始之年度期間追溯有效，允許提早應用。該等修訂並無對本集團之財務狀況及表現有任何重大影響。
- (d) 香港會計準則第1號及香港會計準則第8號的修訂本提供重大之新定義。新定義載明，如果可合理預期漏報、錯報或掩蓋某資料將影響通用目的財務報表主要使用者基於該等財務報表作出的決定，則該資料具有重大性。該等修訂澄清重大性將取決於資料的性質或規模。該等修訂未對本集團的中期簡明綜合財務資料產生任何影響。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

4. Operating Segment Information

During the six months ended 30 September 2020, the Group has changed the structure of its internal management in a manner that changes the compositions of its reportable segments mainly by combining property investment business and property management business. In addition, the E-commerce segment has been combined into the “others” segment, and the revenue from property leasing operation of furniture market has been transferred from the property investment segment to the “others” segment. As a result, the corresponding information for the six months ended 30 September 2019, has been restated.

For management purposes, the Group is organized into business units based on their products and services and has three reportable operating segments as follows:

- (i) the property development segment engages in the development of integrated logistics and trade centers and residential and commercial ancillary facilities;
- (ii) the property investment and management segment invests in integrated logistics and trade centers and residential and commercial ancillary facilities and provision of property management services; and
- (iii) the “others” segment comprises, principally, the provision of logistics and warehousing services, outlet operations, micro-credit services, E-commerce services and other services.

Management monitors the results of the Group’s operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit/loss, which is a measure of adjusted profit/loss before tax. The adjusted profit/loss before tax is measured consistently with the Group’s profit before tax except that interest income, finance costs, fair value gains/losses on financial assets/liabilities at fair value through profit or loss, unallocated head office and corporate expenses, unallocated income and gains and unallocated cost of sales are excluded from this measurement.

Segment assets exclude cash and bank balances and other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude interest-bearing bank and other borrowings, senior notes, medium-term notes, domestic company bonds, tax payables and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

4. 經營分部資料

於截至2020年9月30日止六個月，本集團已變更其內部管理組織，透過合併物業投資及物業管理業務改變其可呈報分部之組成。此外，電子商貿業務也合併在「其他」分部。傢俬市場的物業租賃經營業務也從物業投資分部轉移至「其他」分部。因此，截至2019年9月30日止六個月的相應資料已重列。

就管理而言，本集團按其產品及服務劃分為不同的業務單位，並具備以下三個可申報營運分部：

- (i) 物業發展分部從事發展綜合物流及商品交易中心及住宅及商業配套設施；
- (ii) 物業投資及管理分部投資綜合物流及商品交易中心及住宅及商業配套設施及從事物業管理服務；及
- (iii) 「其他」分部基本上包括提供物流及倉儲服務、奧特萊斯運營、小額貸款服務、電子商貿服務及其他服務。

管理層會獨立監察營運分部之業績而作出資源分配決定及評定其表現。分部表現乃根據可呈報分部利潤／虧損（即經調整稅前利潤／虧損）來評估。經調整稅前利潤／虧損與本集團稅前利潤計量方式一致，惟利息收入、融資成本、透過損益以公平值列賬之金融資產／負債公平值收益／虧損、未分配總辦事處及公司開支、未分配收入及收益以及未分配銷售成本均無計算在內。

分部資產不包括現金及銀行存款及其他未分配總辦事處及公司資產，原因為該等資產按集團整體管理。

分部負債不包括計息銀行及其他借貸、優先票據、中期票據、境內公司債券、應付稅項及其他未分配總辦事處及公司負債，原因為該等負債按集團整體管理。

Notes to Interim Condensed Consolidated Financial Information (Continued)

中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

4. Operating Segment Information (Continued)

No geographical segment analysis is presented as the majority of the assets and operations of the Group are located in the People's Republic of China ("PRC"), which is considered as one geographical location in an economic environment with similar risks and returns.

There were no sales to a single customer which amounted to 10% or more of the Group's revenue during the six months ended 30 September 2020 (six months ended 30 September 2019: Nil).

4. 經營分部資料(續)

由於本集團的大部分資產及經營均位於中國(被視為處於具類似風險及回報的經濟環境的一個地理位置)，本集團並無呈列地理分部分析。

截至2020年9月30日止六個月，並無單一客戶的銷售為本集團收入貢獻10%或以上(截至2019年9月30日止六個月：無)。

Six months ended 30 September 2020	截至2020年9月30日 止六個月	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment and management 物業投資及管理 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue:	分部收入：				
Sales to external customers	對外部客戶銷售	5,783,395	748,688	574,818	7,106,901
Segment results before increase in fair value of investment properties and impairment of goodwill	投資物業公平值增加及商譽減值前分部業績	1,977,160	498,933	291,661	2,767,754
Increase in fair value of investment properties	投資物業公平值增加	-	23,044	-	23,044
Impairment of goodwill	商譽減值	-	-	(34,128)	(34,128)
Segment results after increase in fair value of investment properties and impairment of goodwill	投資物業公平值增加及商譽減值後分部業績	1,977,160	521,977	257,533	2,756,670
Unallocated cost of sales	未分配銷售成本				(65,082)
Interest income	利息收入				29,843
Fair value losses on financial assets/liabilities at fair value through profit or loss, net	透過損益以公平值列賬之金融資產／負債的公平值虧損，淨額				(96,122)
Unallocated income and gains	未分配收入及收益				35,402
Unallocated expenses	未分配開支				(970,024)
Finance costs	融資成本				(346,670)
Profit before tax	稅前利潤				1,344,017
As at 30 September 2020	於2020年9月30日				
Segment assets	分部資產	45,700,740	52,558,139	2,474,271	100,733,150
<i>Reconciliation:</i>	<i>對賬：</i>				
Unallocated assets	未分配資產				14,202,668
Total assets	資產總值				114,935,818
Segment liabilities	分部負債	20,769,942	8,183,362	923,015	29,876,319
<i>Reconciliation:</i>	<i>對賬：</i>				
Unallocated liabilities	未分配負債				47,565,758
Total liabilities	負債總額				77,442,077

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

4. Operating Segment Information (Continued)

4. 經營分部資料(續)

Six months ended 30 September 2019	截至2019年9月30日 止六個月	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment and management 物業投資及管理 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核) (Restated) (經重列)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Segment revenue:	分部收入:				
Sales to external customers	對外部客戶銷售	4,630,099	660,834	536,225	5,827,158
Segment results before increase in fair value of investment properties	投資物業公平值增加前 分部業績	1,723,175	481,086	173,523	2,377,784
Increase in fair value of investment properties	投資物業公平值增加	—	278,361	—	278,361
Segment results after increase in fair value of investment properties	投資物業公平值增加後 分部業績	1,723,175	759,447	173,523	2,656,145
Unallocated cost of sales	未分配銷售成本				(130,696)
Interest income	利息收入				82,693
Fair value losses on financial assets at fair value through profit or loss, net	透過損益以公平值列賬之金融 資產公平值虧損·淨額				(8,531)
Unallocated income and gains	未分配收入及收益				98,114
Unallocated expenses	未分配開支				(973,915)
Finance costs	融資成本				(302,333)
Profit before tax	稅前利潤				1,421,477
As at 31 March 2020 (Audited)	於2020年3月31日(經審核)				
Segment assets	分部資產	47,527,066	49,932,093	2,468,746	99,927,905
<i>Reconciliation:</i>	<i>對賬:</i>				
Unallocated assets	未分配資產				13,506,147
Total assets	資產總值				113,434,052
Segment liabilities	分部負債	18,865,279	7,830,825	998,545	27,694,649
<i>Reconciliation:</i>	<i>對賬:</i>				
Unallocated liabilities	未分配負債				50,856,883
Total liabilities	負債總額				78,551,532

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

5. Revenue, Other Income and (Losses)/Gains, Fair Value Gains on Investment Properties

An analysis of revenue is as follows:

5. 收入、其他收入及(虧損)/收益、投資物業公平值收益

收入分析如下：

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue from contracts with customers	客戶合約收入	6,487,555	5,267,163
Revenue from other sources	其他來源收入		
Rental Income	租賃收入	413,417	336,268
Finance lease income	融資租賃收入	6,428	26,345
Others	其他	199,501	197,382
		619,346	559,995
		7,106,901	5,827,158

Above include amounts of HK\$223,050,000 (six months ended 30 September 2019: HK\$201,303,000) related to income from outlet operations and HK\$203,273,000 (six months ended 30 September 2019: HK\$196,392,000) related to income from logistics and warehousing services.

以上已包括奧特萊斯運營收入223,050,000港元(截至2019年9月30日止六個月：201,303,000港元)及物流與倉儲服務收入203,273,000港元(截至2019年9月30日止六個月：196,392,000港元)。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

5. Revenue, Other Income and (Losses)/Gains,
 Fair Value Gains on Investment Properties

(Continued)

Disaggregated revenue information for
 revenue from contracts with customers

For the six months ended 30 September 2020

5. 收入、其他收入及(虧損)/收益、
 投資物業公平值收益(續)

客戶合約收入的分類收入資料

截至2020年9月30日止六個月

Segments	分部	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment and management 物業投資 及管理 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Timing of revenue recognition	收入確認時間				
Revenue recognized at a point in time	在某一時點確認收入	5,776,967	–	284,856	6,061,823
Revenue recognized over time	於一段時間內確認收入	–	335,271	90,461	425,732
Total revenue from contracts with customers	總客戶合約收入	5,776,967	335,271	375,317	6,487,555

For the six months ended 30 September 2019

截至2019年9月30日止六個月

Segments	分部	Property development 物業發展 HK\$'000 千港元 (Unaudited) (未經審核)	Property investment and management 物業投資 及管理 HK\$'000 千港元 (Unaudited) (未經審核)	Others 其他 HK\$'000 千港元 (Unaudited) (未經審核)	Total 總計 HK\$'000 千港元 (Unaudited) (未經審核)
Timing of revenue recognition	收入確認時間				
Revenue recognized at a point in time	在某一時點確認收入	4,603,754	–	227,826	4,831,580
Revenue recognized over time	於一段時間內確認收入	–	324,566	111,017	435,583
Total revenue from contracts with customers	總客戶合約收入	4,603,754	324,566	338,843	5,267,163

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

5. Revenue, Other Income and (Losses)/Gains,
 Fair Value Gains on Investment Properties

(Continued)

Disaggregated revenue information for
 revenue from contracts with customers

(Continued)

5. 收入、其他收入及(虧損)/收益、
 投資物業公平值收益(續)

客戶合約收入的分類收入資料(續)

		For the six months ended 30 September	
		截至9月30日止六個月	
		2020	2019
		2020年	2019年
		HK\$'000	HK\$'000
		千港元	千港元
		(Unaudited)	(Unaudited)
		(未經審核)	(未經審核)
Other income	其他收入		
Interest income	利息收入	29,843	82,693
Government grants*	政府補貼*	9,322	30,113
Others	其他	16,141	36,995
		55,306	149,801
(Losses)/gains	(虧損)/收益		
Fair value losses on financial assets/liabilities at fair value through profit or loss, net	透過損益以公平值列賬之 金融資產/負債的公平值 虧損，淨額	(96,122)	(8,531)
Losses on disposal of subsidiaries	處置附屬公司之虧損	(57,505)	(12)
(Losses)/gains on redemption/repurchase of asset-backed securities (note 19)	贖回/回購資產支持證券之 (虧損)/收益(附註19)	(9,111)	19,510
Gains on repurchase of senior note (note 20)	回購優先票據之收益(附註20)	20,062	18,177
Exchange losses, net	匯兌虧損，淨額	(1,012)	(6,669)
		(143,688)	22,475
		(88,382)	172,276
Fair value gains on investment properties	投資物業公平值收益	23,044	278,361

* Various government grants have been received from the relevant government authorities to foster and support the development of the relevant projects of the Group in Mainland China. There are no unfulfilled conditions or contingencies relating to these grants.

* 若干政府補貼為相關政府部門給予本集團，以培育及扶持本集團於中國大陸項目的發展。該等補貼沒有未履行之條件或或然事件。

Notes to Interim Condensed Consolidated Financial Information (Continued)
中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

6. Finance Costs

An analysis of finance costs is as follows:

6. 融資成本

融資成本之分析如下：

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on bank and other borrowings (including senior notes, medium-term notes, domestic company bonds and short-term notes)	銀行及其他借貸利息 (包括優先票據、中期票據、 境內公司債券及短期融資券)	1,601,466	1,339,904
Interest on lease liabilities	租賃負債利息	3,295	3,197
		1,604,761	1,343,101
Less: Interest capitalized	減：資本化利息	(1,258,091)	(1,040,768)
Total	總計	346,670	302,333

7. Profit Before Tax

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

7. 稅前利潤

本集團的稅前利潤已扣除／(計入)下列各項：

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Cost of properties sold	已售物業成本	3,803,046	2,897,055
Cost of properties held for finance lease	融資租賃物業成本	3,189	9,869
Depreciation of property, plant and equipment	物業、廠房及設備之折舊	66,923	61,463
Less: Depreciation capitalized in respect of properties under development	減：就發展中物業的資本化 折舊	(241)	(166)
		66,682	61,297
Depreciation of right-of-use assets	使用權資產折舊	47,227	39,032
Lease payments not included in the measurement of lease liabilities	未計入租賃負債計量的租賃 付款	4,167	4,463
Loss on disposal of property, plant and equipment	出售物業、廠房及 設備之虧損	75	101
Impairment of trade receivables*	應收貿易賬款減值*	106,602	58,222
Equity-settled share option expense	以權益結算的購股權開支	4,090	1,006
Impairment of financial assets included in prepayments, other receivables and other assets and other long-term receivables*	計入預付款項、其他應收 款項及其他資產及其他 長期應收款項之金融 資產減值*	13,884	—
Impairment of goodwill*	商譽減值*	34,128	—

* Included in "Other expenses" in the interim condensed consolidated statement of profit or loss.

* 計入中期簡明綜合損益表「其他開支」項內。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

8. Income Tax Expenses

Hong Kong profits tax has been provided at the rate of 16.5% (six months ended 30 September 2019: 16.5%) on the estimated assessable profits arising in Hong Kong during the period. No provision for Hong Kong profits tax has been made as the Group had no assessable profits arising in Hong Kong during the period (six months ended 30 September 2019: Nil).

Taxes on profits assessable in Mainland China are calculated at the rates of tax prevailing in the provinces in which the Group operates.

Under the relevant income tax law, the PRC subsidiaries are subject to corporate income tax at the statutory rate of 25% (six months ended 30 September 2019: 25%) on their respective taxable income during the period.

Pursuant to the relevant laws and regulations in the PRC, a PRC subsidiary of the Group obtained the High and New Technology Enterprises qualification. Accordingly, it enjoyed a preferential income tax rate of 15% during the period (six months ended 30 September 2019: 15%).

The PRC land appreciation tax ("LAT") is levied at progressive rates ranging from 30% to 60% on the appreciation of land value, being the proceeds from the sale of properties less deductible expenditures including land cost, borrowing costs and all property development expenditures.

8. 所得稅開支

於本期間，香港利得稅乃根據香港產生的估計應課稅溢利按16.5%（截至2019年9月30日止六個月：16.5%）的稅率計提。於本期間，由於本集團概無源自香港的應課稅利潤，故並無計提香港利得稅撥備（截至2019年9月30日止六個月：無）。

中國大陸的應課稅溢利稅項乃按本集團運營所在省份的現行稅率計提。

根據相關所得稅法，於本期間，中國附屬公司須就各自應課稅收入按法定稅率25%（截至2019年9月30日止六個月：25%）繳納企業所得稅。

根據中國相關法例及法規，本集團一家中國附屬公司取得高新技術企業資格。因此，該公司於本期間享有優惠所得稅率15%（截至2019年9月30日止六個月：15%）。

中國土地增值稅按30%至60%不等的累進稅率就土地價值（即物業銷售所得款項減包括土地成本、借貸成本及所有物業發展開支在內的可扣減開支）增值徵收。

For the six months ended
30 September

截至9月30日止六個月

2020	2019
2020年	2019年
HK\$'000	HK\$'000
千港元	千港元
(Unaudited)	(Unaudited)
(未經審核)	(未經審核)

Current:	即期：		
Mainland China corporate income tax	中國大陸企業所得稅	181,020	360,370
LAT in Mainland China	中國大陸土地增值稅	154,213	429,874
Deferred:	遞延：		
Mainland China corporate income tax	中國大陸企業所得稅	382,738	93,580
LAT in Mainland China	中國大陸土地增值稅	(38,553)	(107,469)
Withholding tax on dividends	股息預扣稅	11,574	14,881
Total tax charged for the period	期內稅項支出總額	690,992	791,236

For the six months ended 30 September 2020 截至2020年9月30日止六個月

9. Earnings Per Share Attributable to Ordinary Equity Holders of the Parent

The calculation of the basic earnings per share is based on the profit for the period attributable to ordinary equity holders of the parent, and the weighted average number of ordinary shares in issue during the period.

No adjustment has been made to the basic earnings per share amount presented for the six months ended 30 September 2020 and 2019 in respect of a dilution as the impact of the share options outstanding had an anti-dilutive effect on the basic earnings per share amounts presented.

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

9. 歸屬於母公司普通股權益持有人的每股盈利

每股基本盈利乃根據母公司普通股權益持有人應佔期內利潤及期內已發行普通股的加權平均數計算。

由於尚未行使之購股權具反攤薄影響，故並無就攤薄對截至2020年及2019年9月30日止六個月所呈列之每股基本盈利金額作出調整。

每股基本及攤薄盈利的計算乃基於：

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Unaudited) (未經審核)
Earnings	盈利		
Profit attributable to ordinary equity holders of the parent, used in the basic and diluted earnings per share calculation	用於計算每股基本及攤薄盈利之母公司普通股權益持有人應佔利潤	653,542	628,170
		Number of shares 股數	
		2020 2020年	2019 2019年
Shares	股份		
Weighted average number of ordinary shares in issue during the period used in the basic and diluted earnings per share calculation	用於計算每股基本及攤薄盈利之期內已發行普通股的加權平均數	8,091,892,848	8,107,228,848

For the six months ended 30 September 2020 截至2020年9月30日止六個月

10. Dividends

The final dividend of HK3.0 cents per share amounting to HK\$242,757,000 for the financial year ended 31 March 2020 was approved on 22 September 2020, which was paid on 20 October 2020.

At a meeting of the Board held on 27 November 2020, the directors resolved not to pay an interim dividend to shareholders (six months ended 30 September 2019: Nil).

11. Property, Plant and Equipment

During the six months ended 30 September 2020, the Group acquired property, plant and equipment with an aggregate cost of approximately HK\$27,301,000 (six months ended 30 September 2019: HK\$15,101,000).

Certain of the Group's buildings with an aggregate carrying value of approximately HK\$566,310,000 as at 30 September 2020 (31 March 2020: HK\$385,121,000) were pledged to secure general banking facilities granted to the Group (note 19).

At 30 September 2020, certificates of ownership in respect of certain buildings of the Group in the PRC with an aggregate carrying value of approximately HK\$726,435,000 had not been issued by the relevant PRC authorities (31 March 2020: HK\$676,083,000). The Group is in the process of obtaining the relevant certificates of ownership.

10. 股息

截至2020年3月31日止財政年度每股3.0港仙的末期股息已於2020年9月22日批准，總金額為242,757,000港元，並於2020年10月20日支付。

本公司於2020年11月27日舉行的董事會會議上，董事議決不向股東派付中期股息(截至2019年9月30日止六個月：無)。

11. 物業、廠房及設備

截至2020年9月30日止六個月，本集團購入物業、廠房及設備之總成本約為27,301,000港元(截至2019年9月30日止六個月：15,101,000港元)。

於2020年9月30日，本集團賬面總值約566,310,000港元(2020年3月31日：385,121,000港元)的若干樓宇已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

於2020年9月30日，本集團於中國賬面總值合共約726,435,000港元(2020年3月31日：676,083,000港元)的若干樓宇未獲相關中國機關發出所有權證。本集團現正辦理領取相關所有權證的手續。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

12. Investment Properties

12. 投資物業

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	50,873,673	52,464,934
Additions	添置	98,376	355,801
Transfer from properties under development	轉撥自發展中物業	—	110,541
Transfer from completed properties held for sale	轉撥自持作銷售竣工物業	99,458	1,750,162
Transfer to completed properties held for sale	轉撥至持作銷售竣工物業	(69,750)	(1,762,704)
Net gain from a fair value adjustment	公平值調整淨收益	23,044	1,677,947
Exchange realignment	匯兌調整	2,025,800	(3,723,008)
Carrying amount at the end of period/year	期／年末的賬面值	53,050,601	50,873,673

The Group's investment properties with an aggregate carrying value of approximately HK\$27,186,521,000 as at 30 September 2020 (31 March 2020: HK\$23,753,923,000) were pledged to secure general banking facilities granted to the Group (note 19).

於2020年9月30日，本集團賬面總值約27,186,521,000港元(2020年3月31日：23,753,923,000港元)的投資物業已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

The Group's investment properties with an aggregate carrying value of approximately HK\$45,192,939,000 as at 30 September 2020 (31 March 2020: HK\$43,276,530,000), are subject to sales restrictions.

於2020年9月30日，本集團賬面總值約45,192,939,000港元(2020年3月31日：43,276,530,000港元)的投資物業受到銷售限制。

The Group's investment properties consist of trade centers, commercial and other ancillary facilities in Mainland China. The Group's investment properties were revalued on 30 September 2020 based on valuations performed by Savills Valuation and Professional Services Limited, an independent professional qualified valuer, at RMB46,617,400,000 (equivalent to approximately HK\$53,050,601,000) (31 March 2020: RMB46,481,200,000 (equivalent to HK\$50,873,673,000)), on an open market, existing use basis. Each year, the Group's management decides to appoint which external valuer to be responsible for the external valuations of the Group's properties. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Group's finance department has discussions with the valuer on the valuation assumptions and valuation results twice a year when the valuation is performed for interim and annual financial reporting.

本集團的投資物業包括在中國大陸的交易中心、商業及其他配套設施。根據一家獨立專業合資格估值師第一太平戴維斯估值及專業顧問有限公司進行的估值，本集團的投資物業於2020年9月30日按公開市場現有用途基準重估價值為人民幣46,617,400,000元(相等於約53,050,601,000港元)(2020年3月31日：人民幣46,481,200,000元(相等於約50,873,673,000港元))。本集團的管理層每年決定委任負責對本集團物業進行外部估值的外聘估值師人選。篩選準則包括市場知識、聲譽、獨立性，以及是否維持專業水平。就中期及年度財務報告進行估值時，本集團的財務部與估值師於每年中期及年度報告就估值假設及估值結果進行兩次討論。

Notes to Interim Condensed Consolidated Financial Information (Continued)
中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

12. Investment Properties (Continued)
Fair value hierarchy

The following table illustrates the fair value measurement hierarchy of the Group's investment properties:

12. 投資物業(續)
公平值層級

本集團投資物業的公平值計量層級載於下表：

		Fair value measurement as at 30 September 2020 using significant unobservable inputs (Level 3) 於2020年9月30日使用重大不可觀察元素的公平值計量(第3級) HK\$'000 千港元 (Unaudited) (未經審核)
Recurring fair value measurement for: Trade centers, commercial and other ancillary facilities	就以下各項的經常性公平值計量： 交易中心、商業及其他配套設施	53,050,601

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3.

期內，第1級與第2級之間概無發生公平值計量的轉移，第3級亦無公平值計量轉入或轉出。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

12. Investment Properties (Continued) Fair value hierarchy (Continued)

Below is a summary of the valuation technique used and the key inputs to the valuation of investment properties:

	Valuation technique 估值技術	Significant unobservable inputs 重大不可觀察元素	Range 範圍	
			As at 30 September 2020 於2020年 9月30日 14-156	As at 31 March 2020 於2020年 3月31日 13-155
Trade centers, commercial and other ancillary facilities 交易中心、商業及其他配套設施	Income capitalization method 收入資本化法	Market unit rental rate (RMB/sq. m./month) 市場單位租金 (人民幣／平方米／月) Capitalization rate 資本化率	3.00%-8.25%	3.00%-8.25%

The fair values of investment properties are determined principally using the income capitalization method by capitalizing the rental income derived from the existing tenancies with due provisions for the reversionary income potential of the properties. The fair value measurement is positively correlated to the market unit rental rate and negatively correlated to the capitalization rate. For the portions which were under construction, the expended construction costs and the costs that are expected to be expended to complete the properties have also been taken into account in arriving at their fair values.

投資物業公平值主要按收入資本化法釐定，方法是將現有租賃所得的租金收入資本化，並就物業的潛在可復歸收入計提適當撥備。公平值計量與市場租金成正比且與資本化率成反比。就正在建造之部分，在確定公平值時，已支銷的建築成本及完成開發項目預計將支銷的成本亦已被考慮在內。

13. Properties under Development

Certain of the Group's properties under development with an aggregate carrying value of approximately HK\$1,131,303,000 as at 30 September 2020 (31 March 2020: HK\$629,006,000), were pledged to secure general banking facilities granted to the Group (note 19).

The government grants of approximately RMB1,669,070,000 (equivalent to HK\$1,852,000,000) (six months ended 30 September 2019: RMB27,722,000 (equivalent to HK\$31,373,000)), which were provided by the local government authorities to support infrastructure construction and development activities in connection with the Group's property development projects and were previously deducted from the additions of properties under development, have been credited to the cost of properties sold during the current period.

13. 發展中物業

於2020年9月30日，本集團賬面總值約1,131,303,000港元(2020年3月31日：629,006,000港元)的若干發展中物業已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

政府補貼約人民幣1,669,070,000元(相等於1,852,000,000港元)(截至2019年9月30日止六個月：人民幣27,722,000元(相等於31,373,000港元))是由地方政府機關提供，旨在為集團物業發展項目中有關於基礎建設工程及發展活動提供支持。此金額於以前已在添置發展中物業中扣除，並在本期內於已售物業成本計入。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

14. Properties Held for Finance Lease and Sale

14. 持作融資租賃及銷售物業

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Completed properties held for finance lease	持作融資租賃竣工物業	266,138	259,431
Completed properties held for sale	持作銷售竣工物業	16,610,268	16,587,853
Properties under development expected to be completed within the normal operating cycle	預期於正常營運週期內竣工的發展中物業	22,391,212	23,477,531
Total	總計	39,001,480	40,065,384

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Properties under development expected to be completed and ready for sale	預期竣工及可作銷售的發展中物業		
Within one year	一年內	6,393,657	5,275,571
Beyond one year	一年後	15,997,555	18,201,960
Total	總計	22,391,212	23,477,531

Certain of the Group's properties held for finance lease and properties held for sale with aggregate carrying values of HK\$47,208,000 (31 March 2020: HK\$45,404,000) and HK\$7,908,138,000 (31 March 2020: HK\$6,536,834,000) at the end of the reporting period, respectively, were pledged to secure general banking facilities granted to the Group (note 19). In addition, certain properties held for sale with aggregate carrying values of HK\$102,840,000 are subject to sales restriction in associate with the disputes with the amount due to a non-controlling shareholder of approximately HK\$99,650,000.

於報告期末，本集團的若干持作融資租賃物業及持作銷售物業賬面總值分別為47,208,000港元(2020年3月31日：45,404,000港元)及7,908,138,000港元(2020年3月31日：6,536,834,000港元)已抵押作為本集團獲授一般銀行融資的擔保(附註19)。此外，因與應付一非控股股東的金額約為99,650,000港元存在糾紛，部份持有待售物業的賬面總價值為102,840,000港元受到銷售限制。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

15. Trade Receivables

Trade receivables represent sales income, rental receivables and service income from customers which are payable on issuance of invoices or in accordance with the terms of the related sale and purchase agreements. The Group generally allows a credit period of not exceeding 60 days to its customers. The Group seeks to maintain strict control over its outstanding receivables and closely monitors them to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of this and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over its trade receivable balances. Trade receivables are non-interest-bearing.

An ageing analysis of the trade receivables as at 30 September 2020 and 31 March 2020 based on the payment due date, net of loss allowance, is as follows:

15. 應收貿易賬款

應收貿易賬款指於出具發票時應收或根據相關買賣協議條款應收客戶的銷售收入、應收租金及服務收入。本集團一般提供不超過60天信貸期予客戶。本集團致力對未償還應收賬款維持嚴謹的控制及監控以把信用風險降至最低。高級管理層會定期審閱逾期結餘。有鑑於此及本集團的應收貿易賬款與大量不同客戶有關，故並無重大集中信貸風險。本集團並沒有對應收貿易賬款持有任何的抵押或其他信用增級。應收貿易賬款為免息。

於2020年9月30日及2020年3月31日，根據付款到期日，應收貿易賬款扣除信貸虧損後的賬齡分析如下：

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 3 months	3個月以內	522,545	277,152
Over 3 months	逾3個月	130,995	283,739
Total	總計	653,540	560,891

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

16. Financial Assets/Liabilities at Fair Value Through Profit or Loss

16. 透過損益以公平值列賬之金融資產／負債

		30 September 2020 2020年9月30日	
		Assets 資產 HK\$'000 千港元 (Unaudited) (未經審核)	Liabilities 負債 HK\$'000 千港元 (Unaudited) (未經審核)
Unlisted investment	非上市投資	8,862	—
Structured bank deposits	結構性銀行存款	301,970	—
Forward currency contracts	遠期外匯合約	—	55,887
Total	總計	310,832	55,887
Current portion	即期部份	(301,970)	(55,887)
Non-current portion	非即期部份	8,862	—

		31 March 2020 2020年3月31日	
		Assets 資產 HK\$'000 千港元 (Audited) (經審核)	Liabilities 負債 HK\$'000 千港元 (Audited) (經審核)
Unlisted investment	非上市投資	8,524	—
Structured bank deposits	結構性銀行存款	341,894	—
Forward currency contracts	遠期外匯合約	15,448	—
Total	總計	365,866	—
Current portion	即期部份	(357,342)	—
Non-current portion	非即期部份	8,524	—

Notes to Interim Condensed Consolidated Financial Information (Continued)
中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

17. Cash and Bank Balances

17. 現金及銀行存款

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Cash and bank balances	現金及銀行結餘	10,263,762	10,303,541
Less: Restricted cash*	減：受限制現金*	(3,230,896)	(3,461,147)
Pledged time deposits in connection with cooperation projects**	與合作項目相關的已質押定期存款**	(2,253,240)	(3,072,010)
Time deposits with maturity of more than three months	超過三個月到期的定期存款	—	(232,773)
Cash and cash equivalents	現金及現金等價物	4,779,626	3,537,611

* Restricted cash mainly comprises: (i) guarantee deposits for the mortgage loan facilities granted by the banks to purchasers of the Group's properties; (ii) guarantee funds of construction projects to meet local authorities' requirements; (iii) certain amounts of presale proceeds from properties placed as guarantee deposits for the construction of related properties; (iv) certain amounts of proceeds from lease of properties which have been placed as guarantee deposits for the borrowings; and (v) pledged deposits to secure general banking facilities granted to the Group.

** Pledged time deposits in connection with cooperation projects comprises pledged deposits of HK\$2,253,240,000 (31 March 2020: HK\$3,072,010,000) (the "Pledged Deposits") to secure loan facilities of HK\$2,232,387,000 (31 March 2020: HK\$3,030,358,000) (the "Loans") granted to certain independent third parties ("Obligors"), in connection with certain cooperation projects in which the Group and the Obligors jointly participated in. Pursuant of the terms of the pledges, if there is any default of the Loans by Obligors, the banks have the right to dispose of the Pledged Deposits. The Obligors must repay the Loans so as to release the pledges within 3 working days of receipt of such request from the Group and have provided counter-guarantees to the Group for all losses which may suffer due to the Obligors' default of the Loans. The Loans were fully repaid and the pledges were released accordingly before date of approval of these financial statements.

* 受限制現金主要包括：(i)就購買本集團物業之買家獲銀行授予的按揭貸款融資的保證按金；(ii)建設項目的保證金以符合當地機關的要求；(iii)物業預售的若干所得款項金額，以作為相關物業建設的保證按金；(iv)租賃物業的若干出租所得款項金額以作為借貸的保證按金；及(v)已抵押存款作為本集團獲授一般銀行融資擔保。

** 與合作項目相關的已質押定期存款包括2,253,240,000港元(2020年3月31日：3,072,010,000港元)已質押存款(「已質押存款」)，以作抵押使與本集團共同參與某些合作項目相關的若干獨立第三方(「債務人」)獲授達2,232,387,000港元(2020年3月31日：3,030,358,000港元)的貸款(「貸款」)。根據質押條款，如果債務人對貸款有任何違約紀錄，則銀行有權處置該質押存款。債務人必須於收到本集團請求解除質押後的3個工作日內償還貸款以解除相關質押。債務人並已向本集團提供反擔保，以承擔因債務人違約而遭受的所有損失。貸款已於該等財務報表獲批准日期前悉數償還而相應的質押亦已解除。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

17. Cash and Bank Balances (Continued)

At the end of the reporting period, the cash and bank balances of the Group denominated in Renminbi ("RMB") amounted to HK\$9,467,653,000 (31 March 2020: HK\$9,573,103,000). RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorized to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short term time deposit rates. The bank balances and restricted cash are deposited with creditworthy banks with no recent history of default.

Certain of the Group's bank deposits with aggregate carrying amount of HK\$615,053,000 as at 30 September 2020 (31 March 2020: HK\$1,151,174,000), were pledged to secure general banking facilities granted to the Group (note 19).

17. 現金及銀行存款(續)

於報告期末，本集團以人民幣為單位的現金及銀行結餘達9,467,653,000港元(2020年3月31日：9,573,103,000港元)。人民幣並不可自由兌換為其他貨幣，然而，根據中國大陸的外匯管制條例及結匯、付匯及售匯規定，本集團可以透過獲准進行外匯業務的銀行將人民幣兌換為其他貨幣。

存於銀行之現金根據每日銀行存款利率之浮動利率賺取利息。短期定期存款的存款期各異，介乎一天至三個月不等，視乎本集團即時現金需求而定，而利息則按各個短期定期存款利率賺取。銀行結餘及受限制現金乃存放於信譽良好且近期並無欠款記錄的銀行。

於2020年9月30日，本集團賬面總值為615,053,000港元(2020年3月31日：1,151,174,000港元)的若干存款已抵押作為本集團獲授一般銀行融資的擔保(附註19)。

18. Trade and Other Payables

18. 貿易及其他應付款項

		Notes	30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Other payables and accruals	其他應付款項及應計項目		3,487,780	5,278,166
Notes payables	應付票據	(a)	1,464,222	1,655,544
Advanced rental and other receipts	預收租金及其他款項		4,066,481	5,573,375
Due to a non-controlling interest	應付一非控股權益	27(a)	—	156,471
Lease liabilities	租賃負債		27,837	48,921
Dividend payable	應付股息		242,757	—
Refund liabilities	退款負債		—	654
Construction fee and retention payables	應付建築費用及保留金	(b)	2,869,372	2,876,667
Total	總計		12,158,449	15,589,798

Notes to Interim Condensed Consolidated Financial Information (Continued)
中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

18. Trade and Other Payables (Continued)

- (a) An aged analysis of the Group's notes payables presented based on the invoice date at the end of the reporting period is as follows:

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 3 months	3個月內	383,369	534,931
Over 3 months	逾3個月	1,080,853	1,120,613
Total	總計	1,464,222	1,655,544

All the notes payable have maturity dates within 365 days. As at 30 September 2020, notes payable of the Group amounting to HK\$341,400,000 (31 March 2020: HK\$421,326,000) were discounted by these notes holders.

- (b) An aged analysis of the construction fee and retention payables as at the end of the reporting period is as follows:

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 1 year	1年內	2,308,586	1,060,018
Over 1 year	逾1年	560,786	1,816,649
Total	總計	2,869,372	2,876,667

The construction fee and retention payables are non-interest-bearing and repayable within the normal operating cycle or on demand.

18. 貿易及其他應付款項(續)

- (a) 於報告期末本集團基於發票日之應付票據的賬齡分析如下：

	30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 3 months	383,369	534,931
Over 3 months	1,080,853	1,120,613
Total	1,464,222	1,655,544

所有應付票據均於365日內到期。於2020年9月30日，本集團為數341,400,000港元(2020年3月31日：421,326,000港元)的應付票據已由這些票據持有人貼現。

- (b) 於報告期末應付建築費用及保留金的賬齡分析如下：

	30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 1 year	2,308,586	1,060,018
Over 1 year	560,786	1,816,649
Total	2,869,372	2,876,667

應付建築費用及保留金為免息及須於一般業務週期或應要求償還。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

19. Interest-Bearing Bank and Other Borrowings 19. 計息銀行及其他借貸

		30 September 2020 (Unaudited) 2020年9月30日(未經審核)			31 March 2020 (Audited) 2020年3月31日(經審核)		
		Effective interest rate (%) 實際利率 (%)	Maturity 到期	HK\$'000 千港元	Effective interest rate (%) 實際利率 (%)	Maturity 到期	HK\$'000 千港元
Current	即期						
Bank and other borrowings	銀行及其他借貸						
– unsecured	– 無抵押	4.05–8.00	2020–2021	351,642	4.05–8.00	2020–2021	580,085
Bank and other borrowings	銀行及其他借貸						
– secured	– 有抵押	3.85–9.25	2020–2021	1,990,411	3.95–7.18	2020–2021	3,215,115
Current portion of long term bank and other borrowings:	長期銀行及其他借貸的 即期部分：						
Bank and other borrowings	銀行及其他借貸						
– unsecured	– 無抵押	4.35–7.00	2020–2021	199,853	5.70–6.80	2020–2021	246,436
Bank and other borrowings	銀行及其他借貸						
– secured	– 有抵押	3.90–12.00	2020–2021	4,398,046	3.95–12.35	2020–2021	4,158,792
				6,939,952			8,200,428
Non-current	非即期						
Bank and other borrowings	銀行及其他借貸						
– unsecured	– 無抵押	7.00	2023	81,926	6.65	2021	2,780
Bank and other borrowings	銀行及其他借貸						
– secured	– 有抵押	3.90–11.00	2021–2035	10,166,314	3.95–12.00	2021–2035	8,917,905
				10,248,240			8,920,685
				17,188,192			17,121,113

For the six months ended 30 September 2020 截至2020年9月30日止六個月

19. Interest-Bearing Bank and Other Borrowings **19. 計息銀行及其他借貸(續)**
 (Continued)

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Analyzed into:	分析列為：		
Bank and other borrowings repayable:	須於以下期間償還的銀行及 其他借貸：		
Within one year or on demand	一年內或應要求	6,939,952	8,200,428
In the second year	第二年	3,854,532	3,947,818
In the third to fifth years, inclusive	第三至第五年 (包括首尾兩年在內)	2,140,832	2,820,260
Beyond five years	五年後	4,252,876	2,152,607
		17,188,192	17,121,113

On 14 September 2017, the Group entered into an asset-backed securities ("ABS") arrangement with an independent third party by pledging the future six years' right of receiving management fees for certain properties under its management for a maximum of six years. An aggregate amount of RMB760,000,000 is the priority portion of the ABS which had been purchased by the third parties. The net proceeds from the ABS, after deducting the issuance costs, amounted to approximately RMB742,535,000, which are repayable from one year to six years. Interest is payable quarterly in arrears. Holders of the priority portions of the ABS are entitled to receive interests at varying rates ranging from 6.3% to 6.6% per annum based on the terms and dates of redemption. A portion of the above ABS with the principal amounts of RMB120,000,000 and RMB100,000,000 matured and were settled on 15 September 2018 and 15 September 2019, respectively.

On 25 September 2019, a subsidiary of the Company repurchased a part of the ABS at an aggregated principal amount of RMB270,000,000 and resold part of the ABS at an aggregated principal amount of RMB67,500,000 in November 2019 and December 2019, respectively.

於2017年9月14日，本集團與一獨立第三方訂立最長為期6年的資產支持證券（「資產支持證券」）安排，以未來6年若干物業收取管理費用權利作抵押。第三方已購買總值為人民幣760,000,000元的優先級資產支持證券。扣除發行成本後，資產支持證券所得款項淨額約為人民幣742,535,000元，於一至六年償還。利息於每季支付。優先級資產支持證券持有人，根據不同期限，現行可享有介乎年利率6.3%至6.6%之利息。上述一部分本金為人民幣120,000,000元和人民幣100,000,000元的資產支持證券分別地已於2018年9月15日及2019年9月15日到期並結算。

本公司的一家附屬公司於2019年9月25日回購合共本金為人民幣270,000,000元的部份資產支持證券及於2019年11月和2019年12月轉售合共本金為人民幣67,500,000元的部份資產支持證券。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

19. Interest-Bearing Bank and Other Borrowings (Continued)

During the period, the Company repaid and redeemed the remaining ABS at an aggregated principal amount of RMB337,500,000 (equivalent to HK\$384,075,000). The total consideration was RMB343,250,000 (equivalent to HK\$390,619,000), resulting in a loss on redemption amounting to HK\$9,111,000 in the current period.

Certain of the Group's bank and other borrowings are secured by the Group's buildings, investment properties, properties under development, properties held for finance lease and sale and bank deposits as stated in notes 11, 12, 13, 14 and 17.

As at 30 September 2020 and 31 March 2020, all interest-bearing bank and other borrowings of the Group were denominated in RMB and US dollars.

20. Senior Notes

The Company issued the following senior notes, which are listed on the Singapore Exchange Securities Trading Limited, in the current and prior periods:

On 13 September 2016 and 3 October 2016, the Company issued senior notes with aggregate principal amounts of US\$200,000,000 and US\$150,000,000, respectively, (collectively known as the "2016 Notes"). The 2016 Notes carry interest at the rate of 6.75% per annum, payable semi-annually on 13 March and 13 September in arrears, and will mature on 13 September 2021, unless redeemed earlier. The offering prices were at 98.960% and 98.964% of the aggregate principal amounts of the 2016 Notes of US\$200,000,000 and US\$150,000,000, respectively.

On 9 March 2017, the Company issued senior notes with an aggregate principal amount of US\$300,000,000 (the "2017 March Notes"). The 2017 March Notes carry interest at the rate of 5.75% per annum, payable semi-annually on 9 March and 9 September in arrears, and will mature on 9 March 2020, unless redeemed earlier. The offering price was at 98.986% of the aggregate principal amount of the 2017 March Notes. The outstanding amount was fully settled on 9 March 2020.

19. 計息銀行及其他借貸(續)

於本期間，本公司償還及贖回餘下合共本金金額為人民幣337,500,000元(相等於384,075,000港元)的資產支持證券。總代價為人民幣343,250,000元(相等於390,619,000港元)，導致於本期間錄得9,111,000港元之贖回虧損。

如附註11、12、13、14及17所載，本集團若干銀行及其他借貸由本集團樓宇、投資物業、發展中物業、持作融資租賃及銷售物業及銀行存款作抵押。

於2020年9月30日及2020年3月31日，本集團計息銀行及其他借貸均以人民幣及美元為單位。

20. 優先票據

本公司於本期間及以前期間發行以下於新加坡證券交易所有限公司上市之優先票據：

於2016年9月13日及2016年10月3日，本公司分別發行本金總額為200,000,000美元及150,000,000美元的優先票據(統稱為「2016年票據」)。2016年票據按年利率6.75%計息，每半年於3月13日及9月13日支付，並將於2021年9月13日到期(除非提早贖回)。發售價分別為2016年票據之200,000,000美元及150,000,000美元本金總額的98.960%及98.964%。

於2017年3月9日，本公司發行本金總額300,000,000美元的優先票據(「2017年3月票據」)。2017年3月票據按年利率5.75%計息，每半年於3月9日及9月9日支付，並將於2020年3月9日到期(除非提早贖回)。發售價為2017年3月票據本金總額的98.986%。未償還之金額已於2020年3月9日全數支付。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

20. Senior Notes (Continued)

On 20 November 2017, the Company issued senior notes with the aggregate principal amount of US\$300,000,000 (the “2017 November Notes”). The 2017 November Notes carry interest at the rate of 7.25% per annum, payable semi-annually on 20 May and 20 November in arrears, and will mature on 20 November 2022, unless redeemed earlier. The offering price was at 97.96% of the aggregate principal amount of the 2017 November Notes.

On 25 January 2018, the Company issued senior notes with the aggregate principal amount of US\$250,000,000 (the “2018 January Notes”). The 2018 January Notes carry interest at the rate of 7.25% per annum, payable semi-annually on 25 January and 25 July in arrears, and will mature on 25 January 2021, unless redeemed earlier. The offering price was at 99.011% of the aggregate principal amount of the 2018 January Notes.

On 24 May 2018 and 4 June 2018, the Company issued senior notes with the aggregate principal amounts of US\$150,000,000 and US\$100,000,000, respectively, (collectively known as the “2018 May Notes”). The 2018 May Notes carry interest at the rate of 10.875% per annum, payable semi-annually on 24 February and 24 August in arrears, and will mature on 24 August 2020, unless redeemed earlier. The offering prices were at 99.654% and 99.649% of the aggregate principal amounts of the 2018 May Notes of US\$150,000,000 and US\$100,000,000, respectively. The outstanding amount was fully settled on 24 August 2020.

On 27 March 2019 and 12 June 2019, the Company issued senior notes with the aggregate principal amounts of US\$200,000,000 and US\$60,000,000, respectively, (collectively known as the “2019 March Notes”). The 2019 March Notes carry interest at the rate of 11.875% per annum, payable semi-annually on 27 March and 27 September in arrears, and will mature on 27 March 2021, unless redeemed earlier. The offering prices were at 99.567% and 99.566% of the aggregate principal amounts of the 2019 March Notes of US\$200,000,000 and US\$60,000,000, respectively.

20. 優先票據(續)

於2017年11月20日，本公司發行本金總額300,000,000美元的優先票據(「2017年11月票據」)。2017年11月票據按年利率7.25%計息，每半年於5月20日及11月20日支付，並將於2022年11月20日到期(除非提早贖回)。發售價為2017年11月票據本金總額的97.96%。

於2018年1月25日，本公司發行本金總額250,000,000美元的優先票據(「2018年1月票據」)。2018年1月票據於新加坡證券交易所有限公司上市。2018年1月票據按年利率7.25%計息，每半年於1月25日及7月25日支付，並將於2021年1月25日到期(除非提早贖回)。發售價為2018年1月票據本金總額的99.011%。

於2018年5月24日及2018年6月4日，本公司分別發行本金總額150,000,000美元及100,000,000美元的優先票據(統稱為「2018年5月票據」)。2018年5月票據按年利率10.875%計息，每半年於2月24日及8月24日支付，並將於2020年8月24日到期(除非提早贖回)。發售價分別為2018年5月票據之150,000,000美元及100,000,000美元本金總額的99.654%及99.649%。未償還金額已於2020年8月24日全數支付。

於2019年3月27日及2019年6月12日，本公司分別發行本金總額200,000,000美元及60,000,000美元的優先票據(統稱為「2019年3月票據」)。2019年3月票據按年利率11.875%計息，每半年於3月27日及9月27日支付，並將於2021年3月27日到期(除非提早贖回)。發售價分別為2019年3月票據之200,000,000美元及60,000,000美元本金總額的99.567%及99.566%。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

20. Senior Notes (Continued)

On 12 December 2019 and 21 January 2020, the Company issued senior notes with the aggregate principal amounts of US\$150,000,000 and US\$200,000,000, respectively, (collectively known as the “2019 December Notes”). The 2019 December Notes carry interest at the rate of 11.50% per annum, payable semi-annually on 12 August and 12 February in arrears, and will mature on 12 February 2022, unless redeemed earlier. The offering prices were at 97.396% and 98.791% of the aggregate principal amounts of the 2019 December Notes of US\$150,000,000 and US\$200,000,000, respectively.

On 26 February 2020 and 26 June 2020, the Company issued senior notes with the aggregate principal amounts of US\$225,000,000 and US\$125,000,000, respectively, (collectively known as the “2020 February Notes”). The 2020 February Notes carry interest at the rate of 10.875% per annum, payable semi-annually on 26 June and 26 December in arrears, commencing from 12 August 2020, and will mature on 26 June 2022, unless redeemed earlier. The offering prices were at 97.073% and 93.092% of the aggregate principal amounts of the 2020 February Notes of US\$225,000,000 and US\$125,000,000, respectively.

On 12 August 2020, the Company issued senior notes with the aggregate principal amount of US\$200,000,000 (the “2020 August Notes”). The 2020 August Notes carry interest at the rate of 11.5% per annum, payable semi-annually on 11 February and 11 August in arrears, and will mature on 11 August 2021, unless redeemed earlier. The offering prices were at 98.191% of the aggregate principal amounts of the 2020 August Notes.

On 11 September 2020, the Company issued senior notes with the aggregate principal amount of US\$250,000,000 (the “2020 September Notes”). The 2020 September Notes carry interest at the rate of 10.75% per annum, payable semi-annually on 11 April and 11 October in arrears, commencing from 11 April 2021, and will mature on 11 April 2023, unless redeemed earlier. The offering prices were at 96.521% of the aggregate principal amounts of the 2020 September Notes.

20. 優先票據(續)

於2019年12月12日及2020年1月21日，本公司分別發行本金總額150,000,000美元及200,000,000美元的優先票據(統稱為「2019年12月票據」)。2019年12月票據按年利率11.50%計息，每半年於8月12日及2月12日支付，並將於2022年2月12日到期(除非提早贖回)。發售價分別為2019年12月票據之150,000,000美元及200,000,000美元本金總額的97.396%及98.791%。

於2020年2月26日及2020年6月26日，本公司分別發行本金總額225,000,000美元及125,000,000美元的優先票據(統稱為「2020年2月票據」)。2020年2月票據按年利率10.875%計息，利息將由2020年8月12日起，分別於每年6月26日及12月26日支付，並將於2022年6月26日到期(除非提早贖回)。發售價分別為2020年2月票據之225,000,000美元及125,000,000美元本金總額的97.073%及93.092%。

於2020年8月12日，本公司發行本金總額200,000,000美元的優先票據(「2020年8月票據」)。2020年8月票據按年利率11.5%計息，每半年於2月11日及8月11日支付，並將於2021年8月11日到期(除非提早贖回)。發售價為2020年8月票據本金總額的98.191%。

於2020年9月11日，本公司發行本金總額250,000,000美元的優先票據(「2020年9月票據」)。2020年9月票據按年利率10.75%計息。利息將由2021年4月11日起分別於每年4月11日及10月11日支付，並將於2023年4月11日到期(除非提早贖回)。發售價為2020年9月票據本金總額的96.521%。

Notes to Interim Condensed Consolidated Financial Information (Continued)
中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

20. Senior Notes (Continued)

The senior notes recognized in the statement of financial position were calculated as follows:

20. 優先票據(續)

已於財務狀況表確認的優先票據計算如下：

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Note 附註			
	Carrying amount at the beginning of period/year	14,319,504	12,332,372
	Additions	4,304,542	4,827,950
	Interest expenses	815,703	1,149,392
	Payment for interest	(685,823)	(1,041,076)
	Repurchase of the senior notes	(1,166,514)	(1,065,434)
	Principal repayment	(1,568,581)	(1,883,700)
	Carrying amount at the end of period/year	16,018,831	14,319,504
	Current portion	(7,785,255)	(5,356,119)
	Non-current portion	8,233,576	8,963,385

- (i) During the period, the Company and a subsidiary of the Company repurchased part of the senior notes with an aggregated principal amount of US\$149,906,000 (equivalent to HK\$1,169,267,000) from the open market. The total consideration of the repurchase was US\$146,981,000 (equivalent to HK\$1,146,452,000). The carrying amount of the repurchase was US\$149,553,000 (equivalent to HK\$1,166,514,000), resulting in a gain on repurchase amounting to HK\$20,062,000 in the current period.

As at 30 September 2020, the fair value of the senior notes amounted to HK\$15,641,922,000 (31 March 2020: HK\$12,506,119,000). The fair value was calculated by using the quoted market price of the senior notes on 30 September 2020.

- (i) 於本期間，本公司及本公司的一家附屬公司於公開市場回購部份優先票據合共本金金額為149,906,000美元(相等於1,169,267,000港元)。回購總代價為146,981,000美元(相等於1,146,452,000港元)。所回購之賬面值為149,553,000美元(相等於1,166,514,000港元)，導致於本期間錄得20,062,000港元之回購收益。

於2020年9月30日，優先票據的公平值為15,641,922,000港元(2020年3月31日：12,506,119,000港元)。公平值乃使用優先票據於2020年9月30日的市場價格之報價計算。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

21. Medium-Term Notes

The Group has the following medium-term notes in issue in the current and prior periods:

- (i) On 9 May 2014, China South International Industrial Materials City (Shenzhen) Company Limited ("China South International") completed the issuance of the first tranche of medium-term notes of 2014 (the "2014 First Tranche MTN") with a total principal amount of RMB1,000,000,000 in the national inter-bank market of the PRC. The 2014 First Tranche MTN carry interest at the rate of 7.5% per annum, payable annually on 9 May in arrears, and matured on 9 May 2019. The amount was fully settled in May 2019.
- (ii) On 12 September 2014, China South International completed the issuance of the second tranche of medium-term notes of 2014 (the "2014 Second Tranche MTN") with a total principal amount of RMB1,000,000,000 in the national inter-bank market of the PRC. The 2014 Second Tranche MTN carry interest at the rate of 8.4% per annum, payable annually on 12 September in arrears, and matured on 12 September 2019. The amount was fully settled in September 2019.
- (iii) On 18 April 2019, China South International completed the issuance of the first tranche of medium-term notes of 2019 (the "2019 First Tranche MTN") with a total principal amount of RMB600,000,000 in the national inter-bank market of the PRC. The 2019 First Tranche MTN carry interest at the rate of 8.5% per annum, payable annually on 18 April in arrears, and have a term of up to 3 years.

21. 中期票據

本集團於本期間及以前期間尚有以下中期票據在發行：

- (i) 華南國際工業原料城(深圳)有限公司(「華南國際」)於2014年5月9日完成在中國銀行間市場發行2014年第一期中期票據，本金總額為人民幣1,000,000,000元。2014年第一期中期票據年利率為7.5%，每年於5月9日支付，並於2019年5月9日到期。其金額已於2019年5月全數支付。
- (ii) 華南國際於2014年9月12日完成在中國銀行間市場發行2014年第二期中期票據，本金總額為人民幣1,000,000,000元。2014年第二期中期票據年利率為8.4%，每年於9月12日支付，並於2019年9月12日到期。其金額已於2019年9月全數支付。
- (iii) 華南國際於2019年4月18日完成在中國銀行間市場發行2019年第一期中期票據，本金總額為人民幣600,000,000元。2019年第一期中期票據年利率為8.5%，每年於4月18日支付，期限最長為3年。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

21. Medium-Term Notes (Continued)

The medium-term notes recognized in the statement of financial position were calculated as follows:

21. 中期票據(續)

已於財務狀況表確認的中期票據計算如下：

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	707,668	2,459,903
Additions	增加	—	652,760
Repayment	償還	—	(2,265,781)
Interest expenses	利息開支	27,898	111,213
Payment for interests	支付利息	(56,590)	(178,414)
Exchange realignment	匯兌調整	27,391	(72,014)
Carrying amount at the end of period/year	期／年末的賬面值	706,367	707,667
Current portion	即期部份	(58,038)	(55,820)
Non-current portion	非即期部份	648,329	651,847

The fair value of the medium-term notes as at 30 September 2020 amounted to HK\$694,413,000 (31 March 2020: HK\$689,445,000). The fair value was calculated by using the quoted market price of the medium-term notes on 30 September 2020.

於2020年9月30日，中期票據的公平值為694,413,000港元(2020年3月31日：689,445,000港元)。公平值乃使用中期票據於2020年9月30日的市場價格之報價計算。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

22. Domestic Company Bonds

The Group has the following domestic company bonds in the current and prior periods:

On 4 May 2016, China South International completed the issuance of the second tranche of domestic company bonds of 2016 (the "2016 Second Tranche DCB") with a total principal amount of RMB1,400,000,000 on the Shenzhen Stock Exchange. The 2016 Second Tranche DCB carry interest at the rate of 6.85% per annum, payable annually on 3 May in arrears, and matured on 3 May 2019. The amount was fully settled in May 2019.

On 2 August 2019 and 5 August 2019, China South International completed the issuance of the first and second tranche of domestic company bonds of 2019 (collectively known as the "2019 First and Second Tranche DCB") with a total principal amount of RMB1,400,000,000 on the Shenzhen Stock Exchange. The 2019 First and Second Tranche DCB carry interest at the rate of 8.00% per annum, payable annually on 1 August and 5 August in arrears respectively, and have a term of up to 3 years.

The domestic company bonds recognized in the statement of financial position were calculated as follows:

22. 境內公司債券

本集團於期內及以前期間有以下境內公司債券：

華南國際於2016年5月4日完成於深圳證券交易所發行本金總額為人民幣1,400,000,000元的2016年第二期境內公司債券。2016年第二期境內公司債券年利率為6.85%，每年於5月3日支付，並於2019年5月3日到期。其金額已於2019年5月全數支付。

華南國際分別於2019年8月2日及2019年8月5日完成於深圳證券交易所發行本金合共總額為人民幣1,400,000,000元的2019年第一期及第二期境內公司債券。2019年第一期及第二期境內公司債券年利率為8.00%，分別每年於8月1日及8月5日支付，期限最長為3年。

已於財務狀況表確認的境內公司債券計算如下：

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Carrying amount at the beginning of period/year	期／年初的賬面值	1,605,448	1,733,161
Additions	增加	—	1,553,547
Repayment	償還	—	(1,570,940)
Interest expenses	利息開支	58,053	102,740
Payment for interests	支付利息	(124,275)	(107,608)
Exchange realignment	匯兌調整	62,112	(105,452)
Carrying amount at the end of period/year	期／年末的賬面值	1,601,338	1,605,448
Current	即期部份	(1,259,938)	(1,277,098)
Non-current	非即期部份	341,400	328,350

The fair value of the domestic company bonds as at 30 September 2020 amounted to HK\$1,497,785,000 (31 March 2020: HK\$1,596,830,000). The fair value was calculated by using the quoted market price of the domestic company bonds on 30 September 2020.

於2020年9月30日，境內公司債券的公平值達1,497,785,000港元(2020年3月31日：1,596,830,000港元)。公平值乃使用境內公司債券於2020年9月30日的市場價格之報價計算。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

23. Share Capital

23. 股本

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Issued and fully paid: 8,091,892,848 (31 March 2020: 8,107,228,848) ordinary shares	已發行及繳足： 8,091,892,848股 (2020年3月31日： 8,107,228,848股) 普通股	7,222,312	7,222,312

A summary of movements in the Company's share capital is as follows:

本公司的股本變動摘要如下：

		Number of shares in issue 已發行股份數目	Share capital 股本 HK\$'000 千港元
At 31 March 2020 and at 1 April 2020	於2020年3月31日和 2020年4月1日	8,107,228,848	7,222,312
Shares cancelled (note)	股份註銷(附註)	(15,336,000)	—
At 30 September 2020	於2020年9月30日	8,091,892,848	7,222,312

Note: The Company repurchased a total of 15,336,000 shares at prices ranging from HK\$0.87 to HK\$0.89 per share on The Stock Exchange of Hong Kong Limited in February and March 2020. The amount of HK\$13,548,000 in connection with the share repurchase was paid from the distributable profits of the Company. All 15,336,000 shares repurchased were cancelled on 27 April 2020.

附註：本公司分別於2020年2月及3月以每股0.87港元至0.89港元的價格於香港聯合交易所有限公司回購總數為15,336,000的股份。有關回購股份的款項13,548,000港元已從本公司的可分配利潤中支付。15,336,000股回購的股份已於2020年4月27日被註銷。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

24. Share Options

The Company has adopted a share option scheme on 4 September 2009 (the “2009 Share Option Scheme”) to provide incentives and reward to selected eligible persons which include directors, employees, officers, agents, consultants or representatives of the Group for their contribution or potential contribution to the Company or its subsidiaries. The Share Option Scheme became effective on 30 September 2009 and has expired on 13 September 2019.

Another share option scheme (the “2019 Share Option Scheme”) was approved by the shareholders in annual general meetings and became effective on 13 September 2019 and, unless otherwise cancelled or amended, will remain in force for 10 years from that date. Pursuant to the terms of the 2019 Share Option Scheme, the Company may grant options at its discretion, to any eligible persons which include executive or non-executive directors, employees, officers, agents or consultants of the Company or any subsidiary for their contribution or potential contribution to the Group.

The following share options were outstanding under the 2009 Share Option Scheme and 2019 Share Option Scheme during the period:

24. 購股權

本公司已於2009年9月4日採納購股權計劃(「2009年購股權計劃」)，向對本公司或其附屬公司作出貢獻或潛在貢獻的經甄選合資格人士(包括本集團董事、僱員、高級職員、代理、顧問或代表)提供獎勵及回報，購股權計劃自2009年9月30日起生效，並於2019年9月13日終止。

另一項購股權計劃(「2019年購股權計劃」)於股東周年大會上獲得股東批准，並於2019年9月13日生效，且由該日起生效十年(除非取消或作出修訂)。根據2019年購股權計劃的條款，本公司可酌情根據他們對本集團的貢獻或潛在貢獻向任何合資格人士(包括本公司或任何附屬公司之執行或非執行董事、僱員、高級職員、代理或顧問)授予購股權。

於期內根據2009年購股權計劃和2019年購股權計劃尚未行使之購股權如下：

		30 September 2020 2020年9月30日		31 March 2020 2020年3月31日	
		Weighted average exercise price per share 每股加權 平均行使價 HK\$ 港元	Number of options 購股權數目 '000 千份	Weighted average exercise price per share 每股加權 平均行使價 HK\$ 港元	Number of options 購股權數目 '000 千份
At beginning of period/year	於期／年初	1.4210	275,790	2.3684	316,290
Granted during the period/year	期／年內授出	—	—	1.0000	73,800
Lapsed during the period/year	期／年內失效	1.7500	(10,000)	3.8605	(109,300)
Forfeited during the period/year	期／年內沒收	—	—	1.8100	(5,000)
At end of period/year	於期／年末	1.4086	265,790	1.4210	275,790

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

24. Share Options (Continued)

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

Number of options 購股權數目 '000 千股	Exercise price 行使價 HK\$ per share 每股港元	Exercise period 行使期
39,995	1.528	13-01-2016 to 12-01-2021 2016年1月13日至2021年1月12日
39,995	1.528	13-01-2017 to 12-01-2022 2017年1月13日至2022年1月12日
7,500	1.75	22-08-2016 to 21-08-2021 2016年8月22日至2021年8月21日
9,500	1.75	22-08-2017 to 21-08-2022 2017年8月22日至2022年8月21日
2,000	1.75	22-08-2018 to 21-08-2023 2018年8月22日至2023年8月21日
40,000	1.52	03-07-2017 to 02-07-2022 2017年7月3日至2022年7月2日
40,000	1.52	03-07-2018 to 02-07-2023 2018年7月3日至2023年7月2日
4,000	1.81	13-04-2018 to 12-04-2023 2018年4月13日至2023年4月12日
6,500	1.81	13-04-2019 to 12-04-2024 2019年4月13日至2024年4月12日
2,500	1.81	13-04-2020 to 12-04-2025 2020年4月13日至2025年4月12日
24,600	1.00	07-02-2021 to 06-02-2025 2021年2月7日至2025年2月6日
24,600	1.00	07-02-2022 to 06-02-2025 2022年2月7日至2025年2月6日
24,600	1.00	07-02-2023 to 06-02-2025 2023年2月7日至2025年2月6日
265,790		

The Group recognized a share option expense of HK\$4,090,000 (six months ended 30 September 2019: HK\$1,006,000) during the six months ended 30 September 2020.

24. 購股權(續)

於報告期末，未行使購股權的行使價及行使期如下：

截至2020年9月30日止六個月，本集團確認購股權開支合共4,090,000港元(截至2019年9月30日止六個月：1,006,000港元)。

Notes to Interim Condensed Consolidated Financial Information (Continued)

中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

24. Share Options (Continued)

At the end of the reporting period, the Company had 265,790,000 share options outstanding under the 2009 Share Option Scheme and 2019 Share Option Scheme, which represented approximately 3.28% of the Company's shares in issue as at that date. The exercise in full of the outstanding share options would, under the present capital structure of the Company, result in the issue of 265,790,000 additional ordinary shares of the Company and additional share capital of HK\$374,405,000 (before issue expenses).

25. Contingent Liabilities

At the end of the reporting period, contingent liabilities not provided for in the financial statements were as follows:

24. 購股權(續)

於報告期末，根據2009年購股權計劃和2019年購股權計劃，本公司有265,790,000份未行使購股權，相當於本公司當日已發行股份約3.28%。根據本公司現時的資本結構而言，全數行使未行使購股權將會導致本公司發行265,790,000股額外普通股及額外股本374,405,000港元(扣除發行開支前)。

25. 或然負債

於報告期末，財務報表內未有撥備的或然負債如下：

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Guarantees given to banks in connection with facilities granted to third parties*	就第三方獲授的融資而向銀行作出擔保*	15,746,233	16,817,644

* The Group has provided guarantees in respect of banking facilities granted by certain banks to the purchasers of the Group's properties held for sale and held for finance lease. Pursuant to the terms of the guarantees, if there is default of the loan payments by the purchasers and lessees, the Group is responsible for repaying the outstanding loans together with accrued interest thereon and any penalty owed by the defaulted purchasers and lessees to banks. The Group is then entitled to take over the legal titles and usage rights of the related properties. For trade center units and residential properties sold, the guarantee period commences from the dates of grant of the relevant loans and ends when the purchasers obtain the building ownership certificates which will then be pledged to the banks. For residential and commercial properties under finance leases, the guarantees will be released along with the full repayment of loan principals by the lessees.

The Group did not incur any material losses during the period in respect of the guarantees provided for mortgage facilities granted to the purchasers and lessees of the Group's properties. The directors consider that in case of default on payments, the net realizable value of the related properties can cover the repayment of the outstanding mortgage loans together with any accrued interest and penalty, and therefore the fair value of the guarantees is not significant.

* 本集團就若干銀行授予本集團持作銷售物業及融資租賃物業的買家的銀行信貸提供擔保。根據該等擔保條款，倘該等買家及承租人拖欠貸款還款，本集團負責償還未付貸款，連同應計利息，以及欠款買家及承租人結欠銀行的任何罰金。其後，本集團有權接管相關物業的法律業權及使用權。已售交易中心商舖及住宅物業方面，擔保期由相關貸款授出日期起至買家取得其後抵押予銀行的房地產權證日期止。就融資租賃下的住宅及商業物業而言，擔保將隨承租人償還貸款本金解除。

本集團於期內並無因向本集團物業的買家及承租人於獲授按揭融資所提供擔保而錄得任何重大虧損。董事認為，倘出現拖欠款項的情況，相關物業的可變現淨值足以支付未償還按揭貸款連同任何應計利息及罰款，故擔保之公平值並不重大。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

25. Contingent Liabilities (Continued)

The Group has pledged deposits amounting to HK\$2,253,240,000 (31 March 2020: HK\$3,072,010,000) in favour of the Obligors to secure their obtaining and use of the Loans, in connection with certain cooperation projects in which the Group and the Obligors jointly participated in. Pursuant to the terms of the pledges, if there is any default of the Loans by Obligors, the banks have the right to dispose of the Pledged Deposits. The Obligors must repay the Loans so as to release the pledges within 3 working days of receipt of such request from the Group and have provided counter-guarantees to the Group for all losses which may suffer due to the Obligors' default of the Loans. The Directors consider that due to the aforementioned counter-guarantees and that Obligors have no default in the past, the fair value of the guarantees is not significant.

The Loans were fully repaid and the pledges were released accordingly before the date of approval of these financial statements.

26. Commitments

The Group had the following commitments at the end of the reporting period:

25. 或然負債(續)

本集團已質押總數為2,253,240,000港元(2020年3月31日: 3,072,010,000港元)的存款, 以使與本集團共同參與某些合作項目的債務人獲授和使用貸款。根據質押條款, 如果債務人的貸款有任何違約, 則銀行有權處置該質押存款。債務人必須於收到本集團請求解除質押後的3個工作日內償還貸款以解除相關質押。債務人並已向本集團提供反擔保, 以承擔因債務人違約而遭受的所有損失。董事認為, 由於上述的反擔保, 且債務人過去沒有任何違約紀錄, 因此該擔保的公允價值並不重大。

貸款已於該等財務報表獲批准日期前悉數償還而相應的質押亦已解除。

26. 承擔

於報告期末, 本集團有以下承擔:

		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Contracted, but not provided for: Properties under development	已訂約但未撥備: 發展中物業	14,510,768	13,221,644

27. Related Party Transactions

(a) Outstanding balances with related parties

As at 30 September 2020, an amount of nil (31 March 2020: HK\$156,471,000) included in trade and other payables from a non-controlling shareholder of a subsidiary was unsecured, interest-free and had no fixed terms of repayment.

27. 關連人士交易

(a) 與關連人士之間的未結付結餘

於2020年9月30日, 來自附屬公司的非控股股東的款項(包括貿易及其他應付款項)總額為零(2020年3月31日: 156,471,000港元), 該款項為無抵押、免息及無固定還款期。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

27. Related Party Transactions (Continued)
(b) Compensation of key management personnel of the Group:

27. 關連人士交易(續)
(b) 本集團主要管理人員薪酬：

		For the six months ended 30 September 截至9月30日止六個月	
		2020 2020年 HK\$'000 千港元 (Unaudited) (未經審核)	2019 2019年 HK\$'000 千港元 (Audited) (經審核)
Short term employee benefits	短期僱員福利	12,083	12,315
Post-employment benefits	離職後福利	36	36
Equity-settled share option expense	以權益結算的購股權開支	1,492	64
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	13,611	12,415

28. Fair Value and Fair Value Hierarchy of Financial Instruments

The carrying amounts and fair values of the Group's financial instruments, other than those with carrying amounts that reasonably approximate to fair values, are as follows:

28. 金融工具之公平值及公平值層級

本集團之金融工具之賬面值及公平值(賬面值與公平值極其相近者除外)如下：

		Carrying amounts 賬面值		Fair values 公平值	
		30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)	30 September 2020 2020年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	31 March 2020 2020年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Senior notes	優先票據	16,018,831	14,319,504	15,641,922	12,506,119
Medium-term notes	中期票據	706,367	707,667	694,413	689,445
Domestic company bonds	境內公司債券	1,601,338	1,605,448	1,497,785	1,596,830
		18,326,536	16,632,619	17,834,120	14,792,394

For the six months ended 30 September 2020 截至2020年9月30日止六個月

28. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

Management has assessed that the fair values of cash and bank balances, trade receivables, financial assets included in prepayments, other receivables and other assets, financial liabilities included in trade and other payables and the current portion of interest-bearing bank and other borrowings, approximate to their carrying amounts largely due to the short term maturities of these instruments.

The Group's management is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The management reports directly to the directors and the audit committee. At each reporting date, the management analyzes the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the directors. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of the other long-term receivables, other long-term payables and non-current portion of interest-bearing bank and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for financial instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk in interest-bearing bank and other borrowings as at 30 September 2020 was assessed to be insignificant. The fair values of the other long-term receivables, other long-term payables and non-current portion of interest-bearing bank and other borrowings are not materially different from their carrying amounts.

The fair values of senior notes, medium-term notes and domestic company bonds were calculated by using the quoted market prices on 30 September 2020.

28. 金融工具之公平值及公平值層級 (續)

管理層已評估現金及銀行存款、應收賬款、金融資產包括預付款、其他應收款項及其他資產、金融負債包括貿易及其他應付款項及計息銀行及其他借貸的即期部分之公平值與其各自之賬面值相若，主要因為該等工具於短期內到期。

本集團管理層負責釐定金融工具公平值計量之政策及程序。管理層直接向董事及審核委員會報告。於各報告日期，管理層分析金融工具之價值變動並釐定估值中適用的主要元素。估值由董事審核及批准。估值過程及結果由審核委員會每年討論兩次，以便呈列於中期及年度財務報告。

金融資產及負債的公平值按可在自願雙方(強迫或清盤銷售除外)在現有交易中進行交換的工具之金額入賬。估計公平值時所用之方法及假設載述如下：

其他長期應收款項、其他長期應付款項及計息銀行及其他借貸之非即期部分的公平值乃透過使用當前可供金融工具使用之現行利率按類似條款、信用風險及餘下到期日，折讓預期未來現金流量而計算。於2020年9月30日，本集團自身於計息銀行及其他借貸之不履約風險被評定為並不重大。其他長期應收款項、其他長期應付款項及計息銀行及其他借貸非即期部分的公平值與賬面值相差不大。

優先票據、中期票據及境內公司債券之公平值乃使用2020年9月30日的市場價值之報價計算。

For the six months ended 30 September 2020 截至2020年9月30日止六個月

28. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

As at 30 September 2020, the Group's financial instruments which comprised financial assets and liabilities at fair value through profit or loss were measured at fair value. The Group's financial assets and liabilities at fair value through profit or loss comprised unlisted investments, structured bank deposits and forward currency contracts. The fair values of the unlisted investments have been estimated using valuation methodology according to the price of recent investments. The fair values of structured bank deposits were measured using valuation techniques including the Hull-White model and net present value of the cash flow model. The models incorporate various market observable inputs including the interest rate yield curve and foreign exchange forward rate. Forward currency contracts were measured using net present value of the cash flows model. The models incorporate various market observable inputs including risk-free interest rate, foreign exchange forward rate and implied volatility of the exchange rate and spot prices.

Fair value hierarchy

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

Assets measured at fair value:

28. 金融工具之公平值及公平值層級 (續)

於2020年9月30日，本集團之金融工具包括透過損益以公平值列賬之金融資產及負債以公平值計算。本集團之透過損益以公平值列賬之金融資產及負債包括非上市投資、結構性銀行存款及遠期外匯合約。非上市投資的公平值乃根據最近投資的價格使用估值方法估算。結構性銀行存款的公平值乃根據包括赫爾懷特模型及現金流淨現值模型等估值方法計量。該等模型納入包括利率收益曲線及外匯遠期匯率等多項市場可觀察元素。遠期貨幣合約並按現金流淨現值模型計量。該等模型納入包括無風險利率、外匯遠期匯率以及匯率及現貨價格的隱含波幅等多項市場可觀察元素。

公平值層級

本集團之金融工具的公平值計量層級載於下表：

按公平值計量之資產：

		Fair value measurement using 使用於公平值計量			Total 總額
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Unaudited) (未經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Unaudited) (未經審核)	Significant unobservable inputs 重大不可 觀察元素 (Level 3) (第3級) HK\$'000 千港元 (Unaudited) (未經審核)	
As at 30 September 2020	於2020年9月30日				
Unlisted investment	非上市投資	—	—	8,862	8,862
Structured bank deposits	結構性銀行存款	—	301,970	—	301,970
		—	301,970	8,862	310,832

For the six months ended 30 September 2020 截至2020年9月30日止六個月

28. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued) Fair value hierarchy (Continued)

28. 金融工具之公平值及公平值層級 (續) 公平值層級(續)

		Fair value measurement using 使用於公平值計量			Total 總額
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Audited) (經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Audited) (經審核)	Significant unobservable inputs 重大不可 觀察元素 (Level 3) (第3級) HK\$'000 千港元 (Audited) (經審核)	
As at 31 March 2020	於2020年3月31日				
Unlisted investment	非上市投資	—	—	8,524	8,524
Structured bank deposits	結構性銀行存款	—	341,894	—	341,894
Forward currency contracts	遠期外匯合約	—	15,448	—	15,448
		—	357,342	8,524	365,866

Liabilities measured at fair value:

During the period, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfer into or out of Level 3 (six months ended 30 September 2019: Nil).

按公平值計量之負債：

期內，公平值計量於第1級與第2級之間並無轉換及無轉入或轉出至第3級(截至2019年9月30日止六個月：無)。

Notes to Interim Condensed Consolidated Financial Information (Continued)
 中期簡明綜合財務資料附註(續)

For the six months ended 30 September 2020 截至2020年9月30日止六個月

28. Fair Value and Fair Value Hierarchy of Financial Instruments (Continued)

Fair value hierarchy (Continued)

Financial liabilities for which fair values are disclosed:

As at 30 September 2020

		Fair value measurement using 使用於公平值計量		
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Unaudited) (未經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Unaudited) (未經審核)	Total 總額 HK\$'000 千港元 (Unaudited) (未經審核)
Senior notes	優先票據	15,641,922	–	15,641,922
Medium-term notes	中期票據	694,413	–	694,413
Domestic company bonds	境內公司債券	1,497,785	–	1,497,785
Forward currency contracts	遠期外匯合約	–	55,887	55,887
		17,834,120	55,887	17,890,007

As at 31 March 2020

		Fair value measurement using 使用於公平值計量		
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Audited) (經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Audited) (經審核)	Total 總額 HK\$'000 千港元 (Audited) (經審核)
Senior notes	優先票據	12,506,119	–	12,506,119
Medium-term notes	中期票據	689,445	–	689,445
Domestic company bonds	境內公司債券	1,596,830	–	1,596,830
		14,792,394	–	14,792,394

29. Approval of Interim Condensed Consolidated Financial Information

This interim condensed consolidated financial information was approved and authorized for issue by the board of directors of the Company on 27 November 2020.

28. 金融工具之公平值及公平值層級 (續)

公平值層級 (續)

已披露公平值之金融負債：

於2020年9月30日

		Fair value measurement using 使用於公平值計量		
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Unaudited) (未經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Unaudited) (未經審核)	Total 總額 HK\$'000 千港元 (Unaudited) (未經審核)
Senior notes	優先票據	15,641,922	–	15,641,922
Medium-term notes	中期票據	694,413	–	694,413
Domestic company bonds	境內公司債券	1,497,785	–	1,497,785
Forward currency contracts	遠期外匯合約	–	55,887	55,887
		17,834,120	55,887	17,890,007

於2020年3月31日

		Fair value measurement using 使用於公平值計量		
		Quoted prices in active markets 活躍市場 之報價 (Level 1) (第1級) HK\$'000 千港元 (Audited) (經審核)	Significant observable inputs 重大可 觀察元素 (Level 2) (第2級) HK\$'000 千港元 (Audited) (經審核)	Total 總額 HK\$'000 千港元 (Audited) (經審核)
Senior notes	優先票據	12,506,119	–	12,506,119
Medium-term notes	中期票據	689,445	–	689,445
Domestic company bonds	境內公司債券	1,596,830	–	1,596,830
		14,792,394	–	14,792,394

29. 批准中期簡明綜合財務資料

本公司董事會於2020年11月27日批准及授權刊發此等中期簡明綜合財務資料。



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