CK Infrastructure Holdings Limited
長 江 基 建 集 團 有 限 公 司

（Incorporated in Bermuda with limited liability）
（Stock Code: 1038）

GLOBAL INFRASTRUCTURE PLAYER

Annual Report 2018

CKI

A Leading Player in the Global Infrastructure Arena

CKI is a global infrastructure company that aims to make the world a better place through a variety of infrastructure investments and developments in different parts of the world. The Group has diversified investments in Energy Infrastructure, Transportation Infrastructure, Water Infrastructure, Waste Management, Waste-to-energy, Household Infrastructure and Infrastructure Related Businesses.
Its investments and operations span Hong Kong, Mainland China, the United Kingdom, Continental Europe, Australia, New Zealand and Canada.

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Consecutive Years of Dividend Growth Since Listing

10,443
Profit Attributable to Shareholders (HK$ million)

6
Cash on Hand (HK$ billion)

16.5%
Net Debt to Net Total Capital Ratio

A/Stable
Standard & Poor's Credit Rating

THE BUSINESS

Investment in POWER ASSETS

- Power Assets

Infrastructure Investments in UNITED KINGDOM

- UK Power Networks
- Northumbrian Water
- Northern Gas Networks
- Wales & West Gas Networks
- Seabank Power
- Southern Water
- UK Rails

Infrastructure Investments in AUSTRALIA

- SA Power Networks
- Victoria Power Networks
- United Energy
- Australian Gas Networks
- Dampier Bunbury Pipeline
- Multinet Gas
- Australian Energy Operations
- Energy Developments

Infrastructure Investments in NEW ZEALAND

- Wellington Electricity
- EnviroNZ

Infrastructure Investments in CONTINENTAL EUROPE

- Dutch Enviro Energy
- Portugal Renewable Energy
- ista

Infrastructure Investments in CANADA

- Canadian Power
- Park'N Fly
- Canadian Midstream Assets
- Reliance Home Comfort

Infrastructure Investments in HONG KONG AND MAINLAND CHINA

- Shen-Shan Highway (Eastern Section)
- Shantou Bay Bridge
- Tangshan Tangle Road
- Changsha Wujialing and Wuyilu Bridges
- Jiangmen Chaolian Bridge
- Panyu Beidou Bridge
- Alliance Construction Materials
- Green Island Cement
- Green Island Cement (Yunfu)
- Guangdong Gitic Green Island Cement
- Yunfu Xiangli Cement


THE PEOPLE

TEN-YEAR FINANCIAL SUMMARY

Consolidated Income Statement Summary

for the year ended 31st December

HK$ million	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Profit attributable to shareholders	**10,443**	10,256	9,636	11,162	31,782	11,639	9,427	7,745	5,028	5,568
Dividends										
Interim dividend paid	**1,713**	1,688	1,587	1,512	1,281	1,220	976	854	744	724
Proposed final dividend	**4,410**	4,309	4,107	3,905	3,716	3,318	3,074	2,724	2,254	1,983
	6,123	5,997	5,694	5,417	4,997	4,538	4,050	3,578	2,998	2,707

Consolidated Statement of Financial Position Summary

as at 31st December

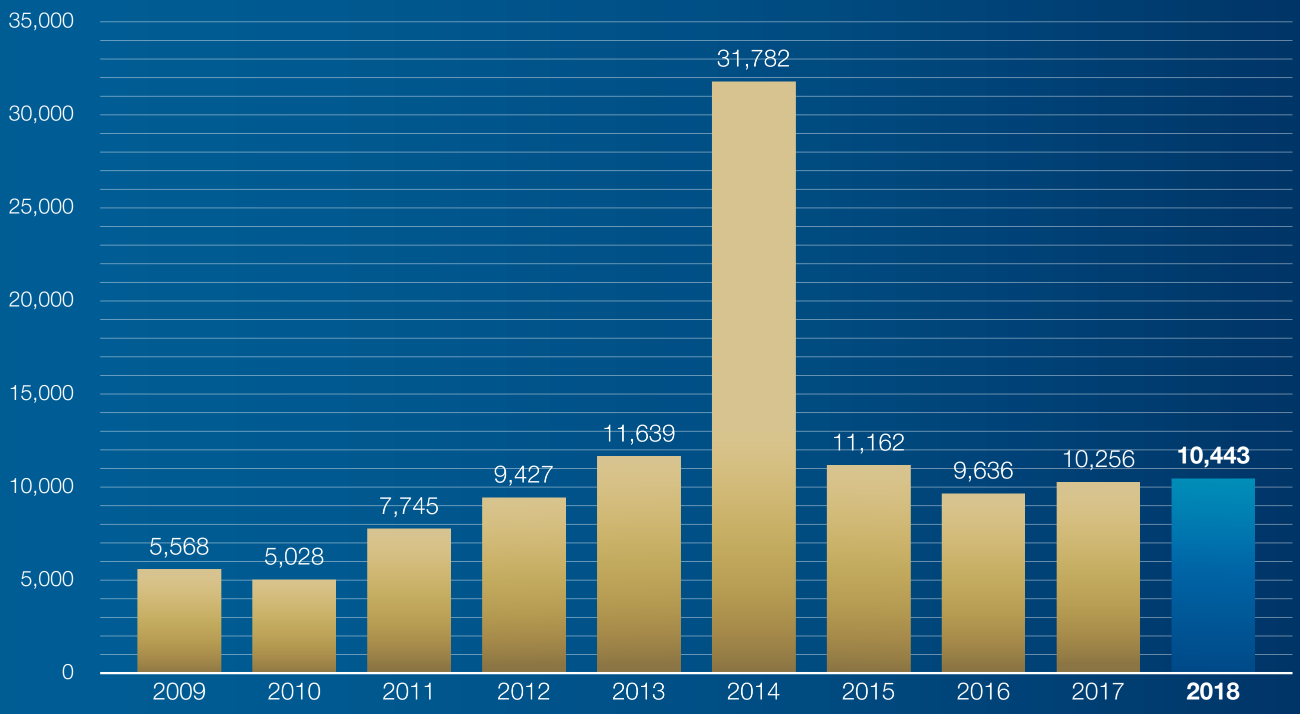
HK$ million	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Property, plant and equipment	**2,508**	2,462	2,404	2,379	2,452	2,408	1,477	845	1,276	1,320
Investment properties	**382**	360	344	334	305	268	238	206	186	174
Interests in associates	**38,191**	43,108	52,177	54,004	54,135	34,583	32,737	30,220	29,797	26,859
Interests in joint ventures	**95,892**	98,462	53,973	60,988	52,999	46,244	39,678	33,226	21,483	7,003
Other financial assets	**7,821**	702	648	1,985	3,889	4,599	6,199	5,197	4,824	4,459
Derivative financial instruments	**2,448**	1,253	2,178	571	86	42	–	158	209	–
Goodwill and intangible assets	**2,556**	2,569	2,554	2,525	2,877	2,966	–	–	151	158
Deferred tax assets	**12**	7	29	21	15	20	22	15	9	7
Other non-current assets	**–**	136	64	17	–	–	–	–	29	1
Current assets	**7,960**	10,755	13,539	9,278	9,312	8,778	8,191	6,956	6,296	11,798
Total assets	**157,770**	159,814	127,910	132,102	126,070	99,908	88,542	76,823	64,260	51,779
Current liabilities	**(6,287)**	(15,669)	(13,837)	(3,681)	(6,571)	(5,040)	(3,291)	(13,527)	(3,058)	(3,172)
Non-current liabilities	**(29,579)**	(25,953)	(7,886)	(17,862)	(17,753)	(14,270)	(11,870)	(3,524)	(7,515)	(6,320)
Total liabilities	**(35,866)**	(41,622)	(21,723)	(21,543)	(24,324)	(19,310)	(15,161)	(17,051)	(10,573)	(9,492)
Perpetual capital securities	**(14,701)**	(14,701)	(9,544)	(7,933)	(7,933)	(10,329)	(10,329)	(7,933)	(7,933)	–
Non-controlling interests	**(30)**	(18)	(38)	(55)	(77)	(84)	(89)	(95)	(81)	(72)
Equity attributable to shareholders	**107,173**	103,473	96,605	102,571	93,736	70,185	62,963	51,744	45,673	42,215

Per Share Data

HK$	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009
Earnings per share	**4.14**	4.07	3.82	4.44	13.03	4.77	3.93	3.38	2.23	2.47
Dividends per share	**2.430**	2.380	2.260	2.150	2.000	1.860	1.660	1.530	1.330	1.201
Shareholders' equity – net book value per share	**42.54**	41.07	38.34	40.71	38.42	28.77	25.81	22.13	20.26	18.73

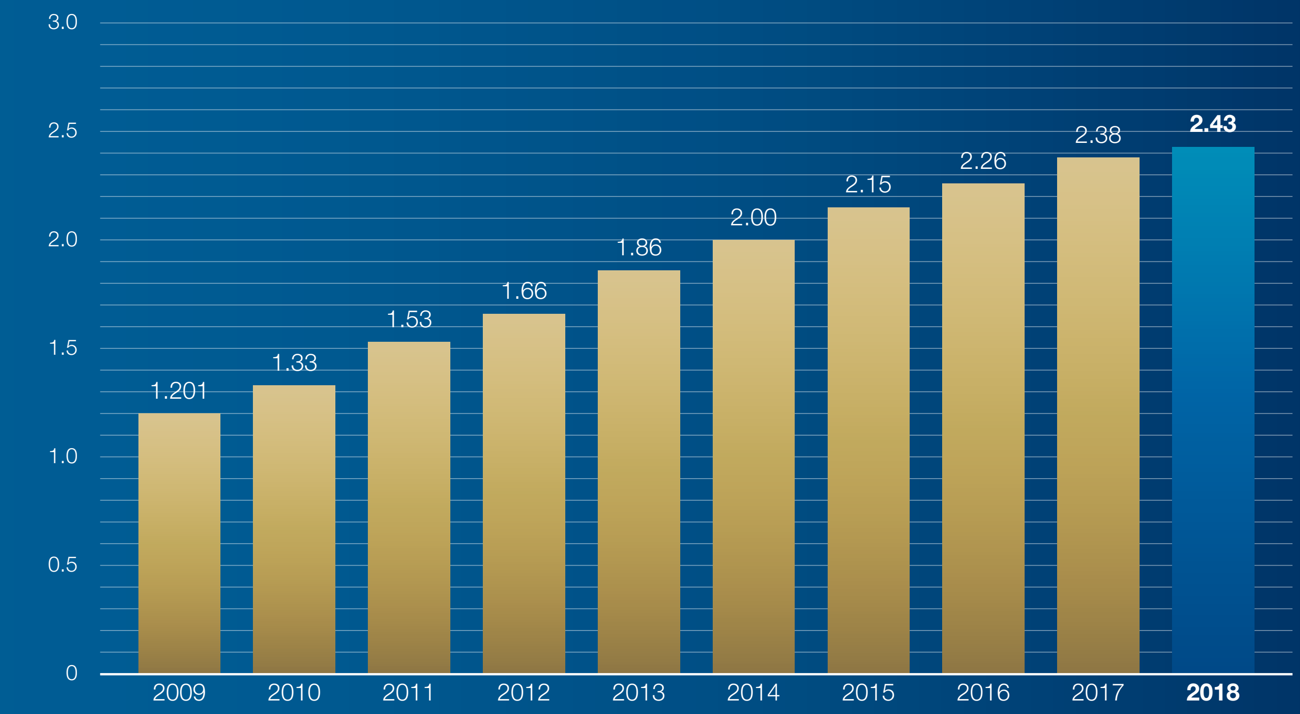
Profit Attributable to Shareholders

(HK$ million)



Dividends Per Share

(HK$)



> “This represents the 22nd consecutive year of dividend growth since CKI was listed in 1996.”

VICTOR T K LI
Chairman

CHAIRMAN'S LETTER

Underlying Business Profit Exceeded $10b An Increase of 13%

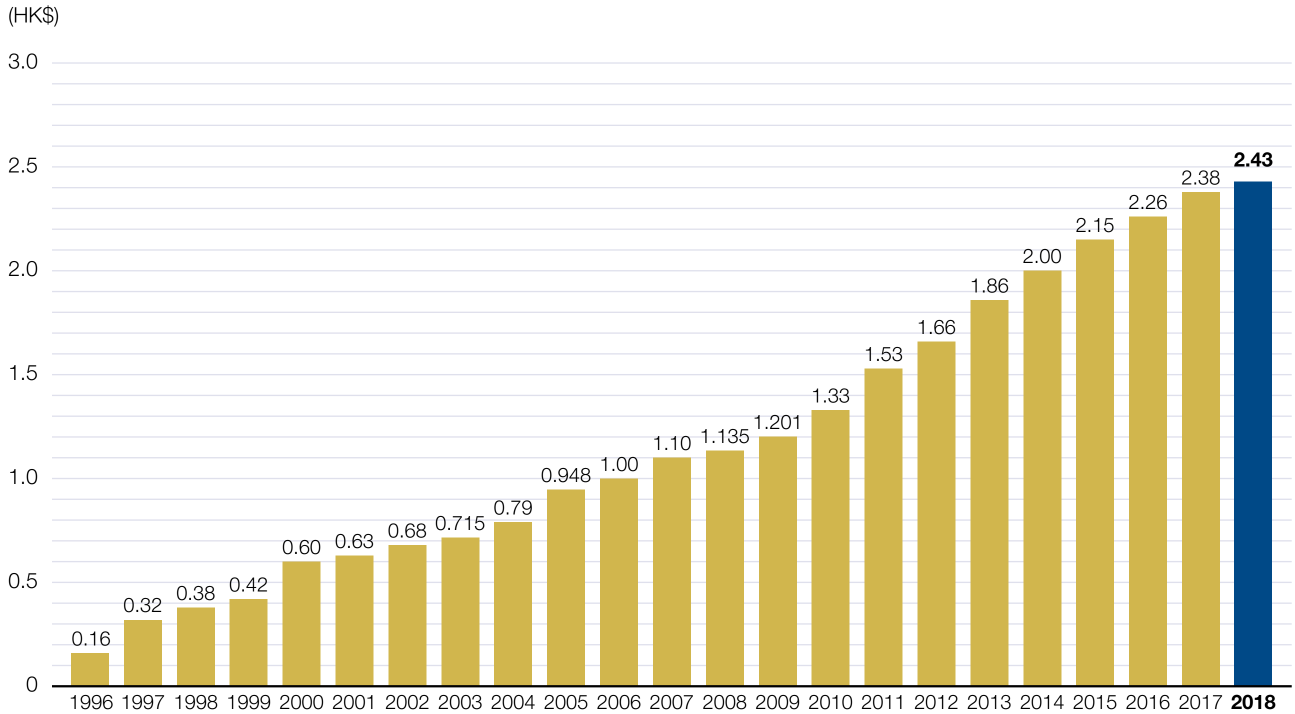
	2018	2017	% change
Profit Attributable to Shareholders (HK$ million)	**10,443**	10,256	2%
Underlying Business Profit Contribution (HK$ million)	**10,443**	9,236	13%

For the year ended 31st December, 2018, CK Infrastructure Holdings Limited ("CKI", the "Company" or the "Group") recorded profit attributable to shareholders of HK$10,443 million, an increase of 2% from the previous year. Excluding the one-off items recorded in 2017, the increase in underlying business profit contribution was 13%.

22 YEARS OF CONTINUED DIVIDEND GROWTH

The Board of Directors of CKI (the "Board") has recommended a final dividend of HK$1.75 per share. Together with the interim dividend of HK$0.68 per share, this will bring the total dividend for the year to HK$2.43, a 2% increase over the previous year. This represents the 22nd consecutive year of dividend growth since CKI was listed in 1996. The proposed dividend will be paid on Friday, 31st May, 2019, following approval at the 2019 Annual General Meeting to those shareholders whose names appear on the Register of Members of the Company at the close of business on Tuesday, 21st May, 2019.

Dividends per Share since Listing



CHAIRMAN'S LETTER

BUSINESS REVIEW

Power Assets

Profit contribution from Power Assets was HK$2,903 million (2017: HK$3,214 million). Taking out the one-off disposal gains recorded in 2017 and adjusting for certain treasury items, profit contribution increased by 9% as compared with the previous year.

Hongkong Electric, of which Power Assets holds a 33.37% stake, has entered into a new Scheme of Control in Hong Kong for a 15-year period with effect from 1st January, 2019. This framework is set to provide stability and predictability of profit contribution in the coming years.

United Kingdom Portfolio

In the United Kingdom, profit contribution was HK$5,275 million (2017: HK$5,273 million). Excluding one-off items such as prior year adjustments and capital allowance claims recorded in 2017, the profit contribution of the underlying businesses increased 5% year-on-year. Overall, the Group's businesses have performed satisfactorily amidst a challenging macro environment dominated by the political uncertainty surrounding Brexit. The operating landscape in the United Kingdom is likely to remain unpredictable in 2019. Largely underpinned by regulatory returns, CKI's businesses are expected to continue to achieve steady performance.

UK Power Networks continued to be the largest profit contributor to the Group. It recorded solid growth in 2018. Within the electricity distributors in the country, UK Power Networks was one of the top performers during the year, especially in the areas of network reliability, safety, lowest cost to customers, employee engagement, and innovation. The current regulatory regime will remain in place until March 2023, allowing predictable and steady returns in the near term.

Northumbrian Water performed in line with expectations. In 2018, it was named "Water Company of the Year" in the Water Industry Achievement Awards.

The Group's two gas distribution companies in the United Kingdom, Northern Gas Networks and Wales & West Gas Networks, continued to perform well. Northern Gas Networks maintained its reputation for excellent customer service, achieving the highest 5-year average score in customer satisfaction according to the latest report of the regulator, Ofgem. Wales & West Gas Networks was named "Company of the Year" at the Gas Industry Awards 2018 organised by the Institute of Gas Engineers & Managers.

In UK Rails, newly constructed fleets of trains have been delivered and smoothly introduced into service on schedule. These trains have been well received by passengers.

Australian Portfolio

Profit contribution from the Australian business was HK$2,066 million (2017: HK$1,939 million), representing a 7% increase over the previous year.

The Group's electricity distribution networks in Australia – SA Power Networks in South Australia, as well as Victoria Power Networks and the recently acquired United Energy in Victoria – all performed well. In the Annual Benchmarking Report released by the Australian Energy Regulator, all of the Group's electricity distribution networks were named the top performers in efficiency.

The gas businesses, Australian Gas Networks and Multinet Gas, made good progress. The gas networks in Victoria and New South Wales have entered into a new regulatory period in 2018; predictable returns have been secured.

During the year, the Dampier Bunbury Pipeline was awarded a major contract to build, own and operate a new natural gas pipeline to serve certain gold fields in Northern Territories for the next 10 years. Good stable returns are expected.

The performance of Energy Developments Pty Limited, which specialises in producing clean energy and providing energy solutions in remote regions, was recognised at the South Australian Premier's 2018 Awards for its Coober Pedy Renewable Hybrid Project which enabled the town of Coober Pedy to generate electricity largely from renewables.

Continental Europe Portfolio

Profit contribution from the Group's businesses in Continental Europe more than doubled to HK$870 million (2017: HK$412 million) in 2018. The increase is mainly attributed to the first full year of contribution from ista. In addition, the financial performance of Dutch Enviro Energy as well as Portugal Renewable Energy was both better than last year.

Canadian Portfolio

In Canada, CKI has investments in Canadian Power, Park'N Fly, Canadian Midstream Assets and Reliance Home Comfort. The Canadian portfolio recorded profit contribution of HK$335 million (2017: HK$241 million), a 39% increase over the previous year. This is mainly attributable to the first full year of contribution from Reliance Home Comfort.

New Zealand Portfolio

The New Zealand portfolio comprises Wellington Electricity and EnviroNZ. Profit contribution from New Zealand was largely flat at HK$172 million (2017: HK$171 million) as compared to the previous year. The result was affected by the weak exchange rate. In local currency, the profit contribution recorded a 3% increase.

Hong Kong and Mainland China Portfolio

The Hong Kong and Mainland China portfolio includes materials business, and infrastructure investments in Mainland China. Profit contribution from this portfolio was HK$389 million (2017: HK$468 million), a drop of 17%. The result was affected by the performance of the toll roads which was impacted by traffic diversions and slower economic growth in the region.

With regards to the Group's materials business, the acquisition of a cement grinding plant and three pier berths in Yunfu City was completed in 2018.

ACQUISITION OF ECONOMIC BENEFITS FROM CK HUTCHISON IN 2018

In August 2018, CKI entered into an economic benefits agreement with CK Hutchison. The Group has increased its entitlement to distributions from six businesses – Northumbrian Water, UK Rails, Wales & West Gas Networks, Australian Gas Networks, Park'N Fly and Dutch Enviro Energy – for a consideration of approximately US$917.2 million (approximately HK$7,200 million).

This long-term investment is poised to generate stable investment income for the Group in the coming years.

STRONG FINANCIAL MANAGEMENT

CKI upholds a good reputation for its sound financial platform. The Group is committed to monitoring its financial position closely while growing a diverse investment portfolio. CKI is in a prime position to make new accretive acquisitions that will further enrich the global portfolio with cash on hand of HK$6 billion and sufficient debt capacity.

In September 2018, Standard & Poor's upgraded CKI to a credit rating of "A/Stable".

OUTLOOK

Looking ahead in 2019, there remain many uncertainties across the global economic landscape. A number of issues such as Sino-US trade negotiations, Brexit, and rising populist political influences loom at the forefront of the world investment community.

Amidst the uncertainties and challenges, the steady recurring cashflows of CKI which are underpinned by long term contracts and regulatory regimes continue to act as strong pillars of growth. Our past track record has well demonstrated this resilience.

Leveraging on our solid financials, together with our strategic partners – CK Asset and Power Assets – we are well placed to take on sizeable investment opportunities around the world. In addition to conventional infrastructure businesses, we are looking into the broader spectrum and studying investments in new industries and other infrastructure-like businesses. While pursuing new growth opportunities, we will continue to adhere to our principle of not holding a "must-win" mentality.

I would like to take this opportunity to thank our shareholders for their continued support and our staff and stakeholders for their commitment to CKI's growth.

VICTOR T K LI
Chairman

20th March, 2019

“ In this Group Managing Director's Report, I am pleased to outline our track to success and highlight the significant milestones along the process of **globalisation** and **diversification** that supported the realisation of CKI's vision of becoming a leading global infrastructure company. ”

H L KAM
Group Managing Director

GROUP MANAGING DIRECTOR'S REPORT

CKI: A Globalisation and Diversification Growth Story

22 years ago, when CKI was listed on the Stock Exchange of Hong Kong in July 1996, we had a vision to become a leading global infrastructure company — one that makes the world a better place through a variety of infrastructure investments and developments in different parts of the world.

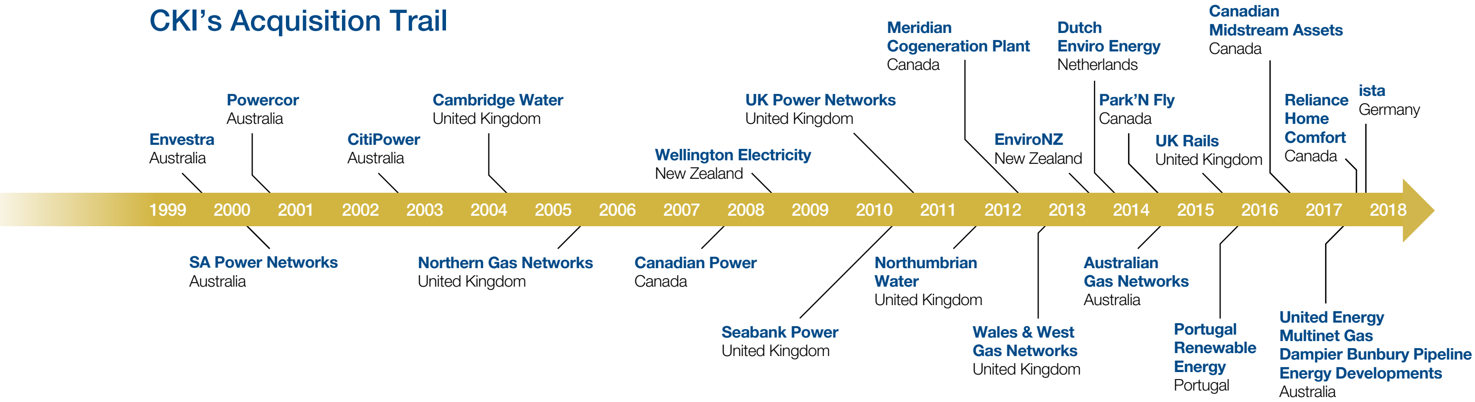
With a market capitalisation of HK$17 billion at listing in 1996, CKI initially focused on the China infrastructure and infrastructure materials businesses in the Greater China Area. It now boasts a market capitalisation of HK$157 billion as at 31st December, 2018, (nine times the market capitalisation at listing 22 years ago) through a series of globalisation and diversification initiatives.

Today, CKI is one of the world's leading global infrastructure companies, with businesses in the UK, Continental Europe, Canada, Australia, New Zealand, Hong Kong and Mainland China. In this Group Managing Director's Report, I am pleased to outline our track to success and highlight the significant milestones along the process of globalisation and diversification that supported the realisation of CKI's vision of becoming a leading global infrastructure company.

QUALITY ACQUISITIONS OVER THE YEARS

One of the drivers of CKI's sustained business growth is the continuous expansion of our business portfolio through strategic acquisitions of quality assets over the years. During the 18-year period from 2000 to 2018, there had been an average of 1.5 acquisitions a year.

CKI's Acquisition Trail



THE PATH TO GLOBALISATION

CKI had embarked on a course of geographic expansion to reach the scale of operations today.

Establishing a Foothold in Greater China

Our business began with a focus mainly on Hong Kong and Mainland China. When the Group was listed in 1996, our investments included toll roads, toll bridges and power plants on the Mainland, and infrastructure related businesses in cement, concrete, asphalt and aggregates in Hong Kong and Mainland China. The Group quickly became one of the major infrastructure investors in Greater China.

GROUP MANAGING DIRECTOR'S REPORT

Partnership with Power Assets in Overseas Expansion

In 1997, following a reorganisation of the CK Group, CKI acquired a 35% stake in Hongkong Electric Holdings Limited (now renamed Power Assets Holdings Limited with CKI currently owning a 35.96% interest).

Since then, CKI and Power Assets have partnered together on many overseas energy projects. As Power Assets' global portfolio became increasingly diverse, earnings from its overseas business began to surpass those of its Hong Kong operations in 2011.

In 2009, Power Assets acquired the Mainland China power plant assets from CKI.

In 2014, Power Assets spun off its Hong Kong electricity arm as a Business Trust and listed it on the Stock Exchange of Hong Kong.

First Overseas Foray Embarked in Australia

In July 1999, CKI made its first foray overseas with an A$100 million acquisition of a 19.97% stake in Envestra, one of the largest natural gas distributors in Australia at that time. Since then, we have continued to expand our presence in Australia with the following investments:

- ETSA Utilities (now renamed SA Power Networks) – the primary electricity distributor for South Australia (enterprise value at acquisition in 1999 was A$3.4 billion);
- Powercor – the largest electricity distributor in the state of Victoria (enterprise value at acquisition in 2000 was A$2.3 billion);
- CitiPower – an electricity distribution network serving the central business district and inner suburban areas of Melbourne (enterprise value at acquisition in 2002 was A$1.4 billion). Both Powercor and CitiPower are now amalgamated with Victoria Power Networks;
- Envestra (now renamed Australian Gas Networks) – one of the largest listed natural gas distributors in Australia. CKI consortium privatised Envestra in 2014 (enterprise value at privatisation was A$4.6 billion); and
- DUET Group – one of the largest listed diversified utility companies, comprising four operating energy companies. CKI consortium privatised DUET in 2017 (enterprise value at privatisation was approximately A$13 billion), and integrated the management of three of its four businesses with existing management teams of CKI businesses in Australia:
  - United Energy, one of the five electricity distribution networks in the state of Victoria, is now managed alongside with the management team of Victoria Power Networks to enhance synergy;
  - Multinet Gas, a gas distribution network in the state of Victoria, is now managed alongside with the management team of Australian Gas Networks to create synergies;
  - Dampier Bunbury Pipeline, the principal gas transmission pipeline in Western Australia, is now managed alongside with the management team of Australian Gas Networks to create synergies; and
  - Energy Developments Limited, headquartered in Queensland, continues with the existing management to own and operate power generation facilities in clean energy and remote energy across different states of Australia.

CKI has now become one of the largest foreign investors in Australia, serving Australian communities in the sectors of electricity distribution, gas transmission and distribution, renewable and low greenhouse gas emissions energy solutions across different states of the country.

Capturing Growth Opportunities in the United Kingdom

In 2004, CKI extended its footprint to the UK with a small investment in Cambridge Water. Since then, the Group has continued to make acquisitions over the years. Outlined below are the major investments we have made in the UK:

- UK Power Networks – owns and manages three of the 14 regulated electricity distribution networks in the UK (enterprise value at acquisition in 2010 was £5.8 billion);
- Northern Gas Networks and Wales & West Gas Networks, which owns Wales & West Utilities – two of the eight major gas distribution networks in Great Britain (enterprise value of Northern Gas Networks at acquisition in 2005 was £1.4 billion and enterprise value of Wales & West Gas Networks at acquisition in 2012 was £2.0 billion);
- Seabank Power – a 1,150 MW gas-fired power plant near Bristol (enterprise value at acquisition in 2010 was £212 million);
- Northumbrian Water – one of the ten regulated water and sewerage companies in England and Wales (enterprise value at acquisition in 2011 was £4.8 billion). (Cambridge Water was divested in the same year to enable us to meet regulatory requirements for the Northumbrian Water acquisition); and
- UK Rails – the holding company of Eversholt Rail Group, one of the three major rolling stock companies in the country (enterprise value at acquisition in 2015 was £2.5 billion). Through this investment, CKI embarked on its first venture into the transportation infrastructure industry in the UK.

CKI is one of the largest foreign investors in the UK today, providing different essential services across the electricity, gas, water and transportation sectors.

Expanding into Continental Europe

On the heels of its success in the UK, CKI expanded its investment portfolio in 2013 to include Continental Europe. Currently, CKI has investments in:

- Dutch Enviro Energy, which owns AVR – the largest energy-from-waste company in the Netherlands (enterprise value at acquisition in 2013 was EUR940 million);
- Portugal Renewable Energy, which owns Iberwind – one of the largest wind power companies in Portugal (enterprise value at acquisition in 2015 was EUR978 million); and
- ista – headquartered in Germany, a provider of sub-metering and consumption-based billing services for water and heat in Germany as well as other countries including France, Denmark, Luxemburg, the Netherlands, Norway and Sweden (enterprise value at acquisition in 2017 was EUR6 billion).

Spreading our Coverage to Canada

In 2007, CKI began investing in Canada. Currently, CKI owns a stake in:

- Canadian Power – which has interests in six power plants that are located in the provinces of Ontario, Alberta and Saskatchewan (enterprise value at acquisition in 2007 was C$630 million);
- Park'N Fly – the largest off-airport car park provider in Canada (enterprise value at acquisition in 2014 was C$381 million);
- Canadian Midstream Assets – an investment which comprises 2,200km of oil pipelines, two storage facilities and ancillary assets in Canada (enterprise value at acquisition in 2016 was C$2.3 billion); and
- Reliance Home Comfort – the largest water heater and HVAC (heating, ventilation and air conditioning) equipment rental company in Canada (enterprise value at acquisition in 2017 was approximately C$4.6 billion).

GROUP MANAGING DIRECTOR'S REPORT

Further Extending Geographic Coverage to New Zealand

CKI completed its first investment in New Zealand in 2008. Today, the Group owns and operates two businesses in the country:

- Wellington Electricity – the electricity distributor in Wellington, the capital city of New Zealand, and the surrounding greater Wellington area (enterprise value at acquisition in 2008 was NZ$785 million); and
- EnviroNZ – one of the leading waste management companies in the country (enterprise value at acquisition in 2013 was NZ$490 million).

A GLOBAL PORTFOLIO OF QUALITY ASSETS

UNITED KINGDOM

40%	UK Power Networks
40%	Northumbrian Water
47.1%	Northern Gas Networks
30%	Wales & West Gas Networks
50%	UK Rails
25%	Seabank Power
4.8%	Southern Water

AUSTRALIA

23.1%	SA Power Networks
23.1%	Victoria Power Networks
26.4%	United Energy
45%	Australian Gas Networks
40%	Multinet Gas
40%	Dampier Bunbury Pipeline
40%	Energy Developments
50%	Australian Energy Operations

CONTINENTAL EUROPE

35%	Dutch Enviro Energy
50%	Portugal Renewable Energy
35%	ista

CANADA

50%	Canadian Power
50%	Park'N Fly
16.3%	Canadian Midstream Assets
25%	Reliance Home Comfort

NEW ZEALAND

100%	EnviroNZ
50%	Wellington Electricity

HONG KONG AND MAINLAND CHINA

33.5%	Shen-Shan Highway (Eastern Section)
30%	Shantou Bay Bridge
51%	Tangshan Tangle Road
44.2%	Changsha Wujialing and Wuyilu Bridges
50%	Jiangmen Chaolian Bridge
40%	Panyu Beidou Bridge
50%	Alliance Construction Materials
100%	Green Island Cement
100%	Anderson Asphalt
100%	Green Island Cement (Yunfu)
67%	Guangdong Gitic Green Island Cement

INVESTMENT in POWER ASSETS

36%	Power Assets

* The percentage indicated above denotes CKI's interests in the respective businesses.

Through our Globalisation efforts, CKI has become one of the biggest foreign investors in a number of countries, and has built a sizeable portfolio of quality assets in countries where we have investments. This quality portfolio, coupled with its large scale operations and critical mass, has helped to build a strong foundation of operational excellence and sustainable earnings growth for CKI in the past decade, and is expected to continue well into the future.

THE PATH TO BUSINESS DIVERSIFICATION

CKI adopts a two-pronged approach to diversification. Concurrent to our geographic expansion to tap new markets, we have also gained major footholds in different industries over the years. In the early years, we focused primarily on traditional infrastructure businesses, but since then we have diligently developed a balanced and diversified portfolio comprising a variety of capital intensive businesses that yield steady recurring earnings and cash flow.

Today, CKI is one the biggest energy infrastructure players on the international stage, especially in the regulated utility business. As at 2018, CKI holds investments in electricity distribution in the UK, Australia and New Zealand; gas distribution in the UK and Australia; as well as investment in water in the UK. In addition, CKI has investments in traditional power plants in the UK and Canada, wind farms in Portugal, an energy-from-waste plant in the Netherlands, as well as renewable and remote energy in Australia. Furthermore, CKI has gas transmission investments in Australia, and oil transmission investment in Canada.

CKI has also been in transportation infrastructure business for many years. Currently, CKI has investments in toll roads in China, rolling stock leasing in the UK and off-airport car parks across six provinces in Canada.

Additionally, CKI owns and operates a waste management company in New Zealand, and a few companies in cement, concrete, aggregate and other infrastructure related materials in Hong Kong and Mainland China.

In 2017, CKI started exploring opportunities in household infrastructure, and now has investment in a Canadian company in water heating and related equipment rental business and a German company that provides sub-metering and billing services for water and heat.

Diversified Portfolio of Quality Assets

		United Kingdom	Continental Europe	Canada	Australia	New Zealand	Hong Kong and Mainland China
Electricity	Generation	Seabank Power	Portugal Renewable Energy Dutch Enviro Energy	Canadian Power	Energy Developments		
	Distribution	UK Power Networks			SA Power Networks Victoria Power Networks United Energy	Wellington Electricity	
Gas	Transmission				Dampier Bunbury Pipeline		
	Distribution	Northern Gas Networks Wales & West Gas Networks			Australian Gas Networks Multinet Gas		
Oil Transmission				Canadian Midstream Assets			
Water		Northumbrian Water Southern Water					
Transportation		UK Rails		Park'N Fly			Mainland China Toll Roads
Infrastructure Materials							Green Island Cement Alliance Construction Materials
Waste Management						EnviroNZ	
Household Infrastructure			ista	Reliance Home Comfort			

As illustrated above, CKI has achieved a number of major milestones on its Path to Business Diversification. It is anticipated that there will be good opportunities for further growth along this Diversification Path.

GROUP MANAGING DIRECTOR'S REPORT

SHAREHOLDER VALUE SUBSTANTIALLY ENHANCED

Through the past 22 years of continuous Globalisation and Diversification, CKI has built a diversified portfolio of quality assets in a variety of infrastructure businesses across different parts of the world. The financial results during this period are encouraging, and shareholder value has been substantially enhanced.

- Share price of CKI was HK$59.3*, 4.7 times of the IPO price of HK$12.65;
- Market capitalisation was HK$157* billion, 9 times the market capitalisation at IPO;
- The cumulative dividend since listing amounts to HK$27.679 per share, more than double the IPO listing price of HK$12.65; and
- The annualised total return to shareholders is about 11% per annum.

* As at 31st December, 2018

The earnings and cash flow generated are able to sustain a higher annual dividend every year for 22 consecutive years since listing in 1996. CKI is likely to be one of the few public companies in the world that has been capable of sustaining such yearly dividend increases every year since listing.

COMMITMENT TO CONTINUOUS GROWTH AND DEVELOPMENT

To sustain business growth going forward, we will continue to pursue the Path to Globalisation and Diversification with a three-pronged strategy:

(1) to continue to explore further acquisition opportunities;

(2) to nurture organic growth from the newly acquired businesses and the existing businesses; and

(3) to maintain a strong balance sheet to fund and support internal expansion and external acquisitions.

We have achieved a clear record of success on our Path to Globalisation and Diversification, expanding our asset portfolio to include more industries and more countries over the past two decades to sustain business growth. We take this opportunity to express our appreciation to some 30,000 colleagues around the world, at all levels of operation and management, who have all contributed in no small part with their dedication and commitment to excellence. While we look forward to achieving greater heights in the years ahead, we dedicate our Group's accomplishments to all our colleagues who form the foundation of our success.

H L KAM

Group Managing Director

20th March, 2019

LONG TERM DEVELOPMENT STRATEGY

Since its listing on the Hong Kong Stock Exchange in 1996, CKI has grown from a Greater China-focused company into an international infrastructure enterprise with diverse businesses across different sectors around the world.

Through globalisation and diversification, CKI's portfolio now spans Hong Kong, Mainland China, the United Kingdom, Continental Europe, Australia, New Zealand and Canada. Currently, its operations include electricity generation, transmission and distribution, gas transmission and distribution, transportation, water treatment and distribution, waste management, waste-to-energy, household infrastructure as well as infrastructure materials.

The Group has an effective set of strategies for continued growth and development:

1. TO NURTURE ORGANIC GROWTH FROM THE GROUP'S EXISTING PORTFOLIO

CKI strives to nurture organic growth from its existing portfolio. Synergies across the Group help us to learn from experiences and implement global best practices across our businesses. CKI's head office sets targets, provides guidance and support, and works with local management to address challenges and optimise business performance.

2. TO EXPAND THE GROUP'S PORTFOLIO BY ACQUIRING QUALITY BUSINESSES WITH STRONG AND RECURRENT RETURNS

When studying a potential acquisition, CKI focuses on the fundamentals of the target and adopts a conservative approach. CKI never adopts a "must-win" mindset in a bidding situation. Stringent investment criteria must be met which in turn, provide attractive returns and stable recurring cash flows. The Group seeks investments in industries where it can capitalise on existing knowledge, and favours countries that have established legal systems and transparent regulatory regimes. This philosophy keeps CKI's portfolio safe and secure.

3. TO MAINTAIN A STRONG BALANCE SHEET WITH STEADY CASH FLOW AND LOW GEARING

A strong balance sheet provides a stable platform to support the Group's future growth. As at 31st December, 2018, CKI had cash on hand of HK$6 billion, and gearing remained low at a net debt to net total capital ratio of 16.5%. CKI enjoys low funding cost from a Standard & Poor's "A/Stable" rating. The Group aims to preserve this financial strength to ensure it can opportunistically pursue acquisitions.

AWARDS

UK POWER NETWORKS HOLDINGS LIMITED

The Sunday Times
- Top 25 Best Big Companies to Work For 2018
- Innovation in Engagement Award

British Renewable Energy Awards
- Innovation Team for Battery Storage

Utility Week Awards 2018
- Customer Care Award
- Environment Award
- Team of the Year – StaySafe Team

Utility Week Star Awards
- The Big Bang Award for Innovation
- Constellation Award for Utilities Collaboration
- Constellation Award for Collaboration with Customers

Institute of Civil Engineering Awards
- Best Infrastructure Award

BusinessGreen Leaders Awards
- Innovation of the Year

London First Awards
- Keep London Moving Award

National Contact Centre Awards
- Social Media Team – Silver Award
- Rising Star – Silver Award

New York Film and TV Festival Awards
- Gold World Medal for Public Information Film

National Rail Awards
- Innovation of the Year

NORTHERN GAS NETWORKS LIMITED

Royal Society for the Prevention of Accidents Awards 2018
- Gold Award

Brownfield Briefing Awards 2018
- Best In Situ Treatment

National Site Awards 2018
- Most Considerate Site Under £500k
- Gold Award Winner Under £500k

NORTHUMBRIAN WATER GROUP LIMITED

Water Industry Achievement Awards
- Water Company of the Year
- Customer Service Initiative of the Year

British Quality Foundation UK Excellence Award
- Best Company

Utility Week Awards 2018
- IT Initiative of the Year
- Transformation and Innovation Award

Business in the Community Award
- Digital Innovation Award

British Water Survey of UK Water Companies
- Top Water Company – Supply Chain Performance

Marketing Excellence Awards
- Marketing Campaign of the Year

Institute of Internal Communications – National
- Success on a Shoestring – Invest Quest

Institute of Internal Communications – Northern
- Best Event – Innovation Festival
- Success on a Shoestring – Showcase Event

Engage Awards
- Best Use of Innovation in Employee Engagement
- Best Use of Technology in Employee Engagement

PRmoment Awards
- Community Engagement Campaign of the Year

WALES & WEST GAS NETWORKS (HOLDINGS) LIMITED

Institute of Gas Engineers & Managers
- Company of the Year
- Energy Efficiency Award

Royal Society for the Prevention of Accidents Awards 2018
- Gold Medal Award

Green Energy Awards
- Clean Energy Scheme Award

BusinessGreen Technology Awards
- R&D Programme of the Year

The Institute for Customer Service
- ServiceMark Reaccreditation – Distinction Level

AWARDS

UK RAILS GROUP

The Golden Spanner Awards
- Golden Spanners (Most Reliable Fleet of its Class) for Class 222, Class 185
- Bronze Spanners (Fastest Recovery from an Accident) for Class 171, Class 334

SA POWER NETWORKS

Australian Digital Utility Awards 2018
- Best Use of New Technology

Australian Institute Project Management
- Portfolio Management Office of the Year Award
- Best Information and Communication Technology Project in South Australia

ENERGY DEVELOPMENTS PTY LIMITED

South Australian Premier's Awards in Energy and Mining 2018
- Excellence in Innovation – Productivity Improvement

RELIANCE HOME COMFORT

KUBRA
- Inspiring Energy Award

Customer Service Professional Network
- Silver Award for Customer Centric Culture

GREEN ISLAND CEMENT COMPANY LIMITED

Bank of China (Hong Kong)
- Corporate Environmental Leadership Awards

ERB Manpower Developer Award Scheme
- Manpower Developer (2014-20) – Non-SME

ALLIANCE CONSTRUCTION MATERIALS LIMITED

Environmental Campaign Committee
- Hong Kong Awards for Environmental Excellence

Business Environment Council
- Sustainable Product Supplier – Bronze Award

Hong Kong Construction Association
- Proactive Safety Contractor Award
- Environmental Excellence Merit Certificate

Occupational Safety and Health Council
- Occupational Safety and Health Excellence Award
- Safety Performance Award

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BUSINESS REVIEW

Investment in

POWER ASSETS

CKI holds 35.96% of Power Assets, a global investor with assets in Hong Kong, the United Kingdom, Australia, New Zealand, Mainland China, the United States, Canada, Thailand, the Netherlands and Portugal. These investments include electricity and gas companies that serve millions of customers around the world.

Power Assets reported profit attributable to shareholders of HK$7,636 million (2017: HK$8,319 million) in 2018, representing a decrease of 8.2% as compared to 2017. This can primarily be attributed to the impact of a one-off gain on disposal of properties recorded in 2017. The profit contribution of the underlying business would have increased by 11% over 2017, if adjustment was made for the one-off gain, lower deposit interest income and exchange difference on deposits. Earnings per share amounted to HK$3.58 (2017: HK$3.90).

Power Assets' businesses around the world are diversified in ten major markets, across multiple parameters – such as generation, transmission and distribution sectors – and across multiple types of fuel – including coal, natural gas, renewables and waste. This robust business model has enabled Power Assets to achieve positive results over the year.

The regulated businesses in Power Assets' portfolio all performed in line with expectations. UK Power Networks and Northern Gas Networks maintained their dominant position in safety, reliability and customer service, while Seabank exceeded operational targets. Wales & West Gas Networks continued its initiatives to connect biomethane to networks, as well as offered smart hybrid heating solutions for domestic customers in selected regions enabling heating cost savings and carbon footprint reduction.

In Australia, the acquisitions of United Energy, Multinet Gas, Dampier Bunbury Pipeline and Energy Developments have driven strong full-year contribution. In addition, Australian Gas Networks and Victoria Power Networks secured and completed a number of major capital projects, while both SA Power Networks and Victoria Power Networks continued preparations for upcoming regulatory resets. The businesses in Mainland China, Thailand, Canada, the Netherlands, Portugal and New Zealand all performed in line with expectations.

In Hong Kong, HK Electric moved into the final year of the existing regulatory regime, the Scheme of Control Agreement (SCA). In preparation for the new SCA period, the company has launched a series of initiatives to cut carbon footprint in the city, improve energy efficiency of Hong Kong's buildings, and help underprivileged households to save money on their electricity bills. HK Electric also secured government approval to invest HK$26.6 billion over the next five years to build infrastructure that will increase the company's proportion of gas-fired generation. Three new gas-fired units will be commissioned before 2023 to replace retiring coal-fired units, thus bringing gas-fired generation to about 70% of total generation.

In August 2018, Power Assets entered into an economic benefits agreement with CK Hutchison Holdings Limited under which Power Assets is entitled to the distributions from a group of mature infrastructure assets, including Australian Gas Networks, Wales & West Gas Networks and Dutch Enviro Energy, as well as other complementary companies. This long-term investment, consideration of which is about US$611.46 million (approximately HK$4,800 million), is poised to generate stable investment income for Power Assets in the coming years.

Infrastructure Investments in

UNITED KINGDOM

In the United Kingdom, CKI has a comprehensive portfolio of investments in electricity and gas distribution; water and wastewater services; electricity generation as well as railway rolling stock. These investments include UK Power Networks, the electricity distribution network operator serving London, south east England and the east of England; Northern Gas Networks, a gas distribution business that serves the north of England; Wales & West Gas Networks, a gas distribution business that serves Wales and the south west of England; Seabank Power, an electricity generation plant located near Bristol; Northumbrian Water, a water supply, sewerage and wastewater company serving the north east as well as providing water supply to some areas in the south east of England; and UK Rails, one of the three major rolling stock companies in Great Britain.

UK POWER NETWORKS HOLDINGS LIMITED

CKI and Power Assets each hold a 40% share in UK Power Networks; it owns three of the 14 regulated electricity distribution networks in Great Britain, and distributes electricity to over a quarter of the country's population.

The company's network is approximately 190,000 kilometres in length and covers an area of about 30,000 square kilometres, serving approximately 8.25 million customers in London, the south east and east of England. The company also has a non-regulated business which runs private networks for both public and private sector clients. Its reliability rating is the highest in the country.

During the year, it achieved a high customer satisfaction score in the Broad Measure of Customer Satisfaction conducted by the Office of Gas and Electricity Markets ("Ofgem"). In recognition of its outstanding performance in customer care, UK Power Networks was presented with the "Customer Care Award" by Utility Week Awards 2018, and the "Constellation Award for Collaboration with Customers" by Utility Week Star Awards. In 2018, UK Power Networks provided over 300,000 customers with energy advice and practical measures to address fuel poverty. The company has also partnered with National Autistic Society and Dementia Friends to help prepare the customer service team with appropriate skills to better serve particular groups of customers.

To further improve customer experience, UK Power Networks launched a new digital mobile interactive web application which features more user-friendly functions for customers if they experience a power cut, require a new electricity connection or are contemplating a connection change.

UK Power Networks joined a taskforce convened by the London Mayor for the boosting of infrastructure to increase electric vehicles take-up across London. The company has committed to making 300 rapid chargers available by 2020 and has achieved 75 so far. Currently, almost a third of electric vehicles sold in the UK are connected to UK Power Networks' system; by 2030, the company estimates that about 4.1 million electric vehicles will be connected.

UK Power Networks ranked third globally amongst 45 utilities across 30 countries in a Smart Grid Index presented at the International Utility Working Group 2018.

The network of UK Power Networks is approximately 190,000 kilometres in length and covers an area of about 30,000 square kilometres.

NORTHUMBRIAN WATER GROUP LIMITED

CKI owns 40% of Northumbrian Water, one of the 10 regulated water and sewerage companies in England and Wales. It operates approximately 26,000 kilometres of water mains and 30,000 kilometres of sewers, providing water and wastewater services to 2.7 million people in the north east of England, and supplies drinking water to 1.8 million people in the south east of England.

In addition to its regulated businesses, Northumbrian Water's operations include Kielder Reservoir, the largest man-made reservoir in northwest Europe, as well as a portfolio of long-term water and wastewater contracts in Scotland, Ireland and Gibraltar.

Northumbrian Water continued to provide a resilient water supply in 2018, maintaining industry leading performance. During the period of extreme cold weather in 2018, known as the "Beast from the East", Northumbrian Water was one of the few water companies whose customer supplies were not affected.

During the year, the company continued to focus on driving leakage down using new technology and data science. In the fourth quarter of 2018, Northumbrian Water unveiled a new interactive online portal which allows customers to report leaks and track repairs. In the south of England, satellite technology was adopted to detect leakage on its networks.

Northumbrian Water's performance has been recognised at the national level. The company was named "Water Company of the Year" at the Water Industry Achievement Awards. It also received the "Best Company Award" in the British Quality Foundation UK Excellence Award. In addition, the company was awarded the accolade of "IT Initiative of the Year" and was awarded the "Transformation and Innovation Award" at the Utility Week Awards 2018.

Northumbrian Water is the first and only wastewater company in the United Kingdom to use 100% of the sludge produced after sewage treatment to generate renewable energy. As part of Northumbrian Water's sustainability measures, the company has also signed a four-year contract with a leading renewables developer in 2018 to enable all Northumbrian Water sites to use renewable electricity.

The regulator of the water sector in England and Wales, Ofwat, will set final price limits for water and sewerage companies for the years 2020 to 2025 by December 2019. Consequently, Northumbrian Water has submitted a regulatory business plan that takes account of Ofwat's demands to focus on affordability as well as customer service, innovation and resilience in extreme weather. Northumbrian Water's plan was developed through extensive discussions with customers, independent water forums, partners, employees, suppliers and other stakeholders.

Northumbrian Water continued to provide a resilient water supply in 2018, maintaining industry leading performance.

Northern Gas Networks is developing a range of innovative projects aimed at exploring low carbon fuels, including hydrogen.

NORTHERN GAS NETWORKS LIMITED

CKI and Power Assets jointly own 88% of Northern Gas Networks, the gas distribution company that serves the north of England. The network stretches from northern Cumbria to the north east and includes much of Yorkshire, covering large cities as well as rural areas through 37,000 kilometres of gas distribution pipelines. It transports approximately 13% of the nation's gas to a population of 6.7 million.

Northern Gas Networks continues to lead the way as the most efficient UK gas distribution network, while maintaining its reputation for excellent customer service. The company was awarded the Institute of Customer Service ServiceMark accreditation in 2013 and has retained this standard since then, scoring 90.4 out of 100 for customer satisfaction in 2018.

For the second year running, Northern Gas Networks received a "Gold Award" from The Royal Society for the Prevention of Accidents ("RoSPA") in recognition of its excellent safety performance record. The company also received the "Sustainability Award" from the Chartered Institution of Water and Environmental Management and won "Best in Situ Treatment Award" at the Brownfield Briefing Awards for its gas holder remediation work.

Northern Gas Networks is developing a range of innovative projects aimed at exploring low carbon fuels, including replacing natural gas with hydrogen. One such initiative, known as "H21", is a project funded by the regulator Ofgem to investigate the feasibility of converting the existing gas network to carry 100% hydrogen.

Another project, known as "HyDeploy" is a joint venture set up with another gas network Cadent and Keele University. Funded by Ofgem, a trial scheduled to start in 2019 would see the blending of 20% of hydrogen into the normal gas supply in part of Keele University's gas network. The trial will serve 17 faculty buildings and 100 domestic properties.

Wales & West Gas Networks serves an area of 42,000 square kilometres and a population of 7.5 million in Wales and the south west of England.

WALES & WEST GAS NETWORKS (HOLDINGS) LIMITED

CKI and Power Assets each own a 30% interest in Wales & West Gas Networks, the holding company of Wales & West Utilities. It is one of the eight gas distribution networks in the UK. The company has 2.5 million supply points, and a pipeline network of 35,000 kilometres serving an area of 42,000 square kilometres and a population of 7.5 million in Wales and the south west of England.

In 2018, Wales & West Gas Networks continued to deliver high quality service. At the Gas Industry Awards 2018 organised by the Institute of Gas Engineers & Managers, Wales & West Gas Networks was named "Company of the Year". The Institute of Customer Service accredited the ServiceMark with Distinction to the company. It also won the "Gold Medal" for RoSPA Award, the first and only gas network in the country to achieve this. The company was reaccredited the BS 18477 standard for service inclusion targeting vulnerable customers. It is the only gas network to hold this accreditation for the whole operation. In addition, Wales & West Gas Networks was one of the first companies to fulfil the new international ISO 45001 standard for Occupational Health and Safety Management.

Wales & West Gas Networks has collaborated with an electricity network operator on a £5 million innovation initiative called the "Freedom Project". Funded through the energy regulator Ofgem, the project is designed to develop smart controlled hybrid heating which allows flexible switching between renewable electricity and green gas based on cost and carbon intensity. The project has successfully demonstrated the benefits of such adoption – keeping bills affordable, while making sure home heating is reliable and green. The project has received various industry awards, such as the Institute of Gas Engineers & Managers' "Energy Efficiency Award"; and the "Clean Energy Scheme Award" by the Green Energy Awards.

Wales & West Gas Networks is over half way through its current regulatory price control period (2013-2021). The company is now preparing for RIIO-GD2, the next price control for gas distribution companies. An extensive consultation campaign and brand awareness campaign is being rolled out to facilitate the drafting of the business plan.

SEABANK POWER LIMITED

CKI and Power Assets each hold a 25% share in Seabank Power Limited, owner and operator of a combined cycle gas turbine power plant located near Bristol in the south west of England. The plant has a total generating capacity of approximately 1,150 MW from its two generation units. In 2018, the company's performance was in line with business targets.

UK RAILS GROUP

CKI owns 50% of UK Rails, one of the three major rolling stock owning companies in the United Kingdom. The company leases regional, commuter and high speed passenger trains on long-term contracts to train operating companies. UK Rails' rolling stock portfolio includes 22 different passenger fleets of trains comprising around 3,500 passenger vehicles. A further three new fleets are scheduled to be delivered for passenger service shortly. It has two depots.

In 2018, the new fleet of Hitachi Class 802 passenger trains for the Great Western Railway was launched for passenger service. The fleet consists of 36 trains.

UK Rails' new order for Arriva Rail North includes 43 x Class 331 electric trains and 58 x Class 195 diesel trains. The Class 331 trains started to arrive in the UK in 2018 and will go into passenger service in the first half of 2019.

The order of CAF Class 397 electric trains are being delivered for TransPennine Express. This 12 x 5 car fleet will start going into passenger service during 2019.

In 2018, four of UK Rails' fleets of trains won Golden Spanner Awards, an annual industry award programme. The company's Class 222 (East Midlands Trains) and Class 185 (TransPennine Express) won "Golden Spanners" in the Most Reliable Fleet Category; and Class 171 (Govia Thameslink Railway) and Class 334 (ScotRail) were presented with "Bronze Spanners" in the Category for Fastest Recovery.

Designs of the first hydrogen trains for the UK market have been unveiled by UK Rails. Existing Class 321 trains could be converted to run on hydrogen, emitting only water and no harmful emissions. Such trains could potentially be in service in the UK as early as 2022. This concept is the first substantive industry response to the UK Government's mission to remove diesel rolling stock by 2040.

UK Rails' new fleet of Hitachi Class 802 passenger trains for the Great Western Railway was launched for passenger service in 2018.

Infrastructure Investments in

AUSTRALIA

In Australia, CKI has investments in electricity and gas transmission and distribution as well as renewable and remote energy solutions. It owns SA Power Networks, the primary electricity distributor in the state of South Australia; Victoria Power Networks, whose Powercor and CitiPower distribute electricity to approximately 65% of the population in the state of Victoria; United Energy, an electricity distribution business in Victoria serving approximately 688,000 customers across east and southeast Melbourne and the Mornington Peninsula; Australian Gas Networks and Multinet Gas, natural gas distribution and transmission businesses in the country; as well as Dampier Bunbury Pipeline, Western Australia's principal gas transmission pipeline. The Group's portfolio also includes Australian Energy Operations, a renewable energy power transmission business in Victoria; and Energy Developments, a renewable and remote energy solution producer.

The replacement of the undersea cable connecting Kangaroo Island to the South Australia electricity distribution network was successfully installed.

SA POWER NETWORKS

Together with Power Assets, CKI owns a 51% stake in SA Power Networks, an electricity distributor which serves approximately 870,000 customers in South Australia. Its network spans about 178,000 square kilometres.

Recognised as a safety and efficiency leader in Australia's National Electricity Market ("NEM"), SA Power Networks is ranked as the most efficient distributor on a state-wide basis.

The replacement of the undersea cable connecting Kangaroo Island to the South Australia distribution network was successfully placed on standby in 2018. The 20,000 kVA/ 33,000 volt cable is 15 kilometres long and has been manufactured as one continuous length without joints. It is the longest continuous undersea cable installed in Australia. The installation of new transmission poles and automated switching equipment for this project are scheduled to be completed in the first half of 2019. SA Power Networks will then switch ongoing daily supply to the new cable.

SA Power Networks has been in active preparation for the five-yearly regulatory reset process. The company plans to submit the 2020-2025 regulatory proposal in early 2019. A comprehensive engagement programme and a variety of consultation activities were conducted throughout 2018. SA Power Networks is aiming to balance the investment needed to maintain a safe and reliable network with the clear desire of stakeholders to set a limit on distribution charges.

SA Power Networks' wholly owned subsidiary, Enerven, which designs, develops, delivers, and manages safe and sustainable power systems and multi-utility networks for owners of major infrastructure, was awarded a number of new projects in 2018.

In November 2018, the Australian Energy Regulator ("AER") released its Annual Benchmarking Report ranking CitiPower as the most efficient electricity distribution network in the country.

VICTORIA POWER NETWORKS PTY LTD

CKI and Power Assets together own 51% of Victoria Power Networks, comprising CitiPower and Powercor. CitiPower owns and operates an electricity distribution network which serves 330,000 customers in the central business district and the inner suburbs of Melbourne, Powercor covers a service area that includes regional and rural areas in central and western Victoria, as well as Melbourne's outer western suburbs, supplying electricity to around 790,000 customers.

In November 2018, the Australian Energy Regulator ("AER") released its Annual Benchmarking Report ranking CitiPower as the most efficient electricity distribution network in the country.

During the year, the company completed a seven-year programme to rebuild the Richmond Terminal Station and the construction of the Waratah Place Zone Substation, both of which are essential for the reliability of electricity in the Melbourne CBD.

New technology has been deployed in the Macedon Ranges to prevent power line failures, a possible cause of bushfires. The device, called Rapid Earth Fault Current Limiter ("REFCL") is part of the Victorian Government funded bushfire safety programme set up to reduce the likelihood of powerline related bushfires. It aims to reduce the risk of fire being started by a powerline. When it detects a powerline touching the ground or coming into contact with a tree branch, it reduces the voltage to the line almost instantly.

To prepare for the regulatory reset for the 2021-2025 period, an extensive customer consultation programme was launched in 2018 to collect data and opinions to facilitate the drafting of Victoria Power Networks' regulatory proposal.

Beon Energy Solutions, the unregulated business arm of Victoria Power Networks, completed the construction contract for the solar farms in Hughenden, Queensland as well as the Karadoc Solar Farm in Victoria. The former is a 20 MW solar park project installed with 68,000 solar panels, featuring the ability to produce electricity to power 10,000 homes. The Karadoc Solar Farm, one of the largest solar farms built in Australia consists of 348,000 solar panels and generates over 112 MW of electricity, enough to power 110,000 Australian homes.

UNITED ENERGY LIMITED

CKI and Power Assets together own 39.6% of United Energy. United Energy distributes electricity to approximately 688,000 customers across east and southeast Melbourne and the Mornington Peninsula. The electricity distribution network covers an area of approximately 1,500 square kilometres, and is one of the most efficient and reliable electricity distribution networks in Australia.

From December 2018 to March 2019, United Energy participated in the Australian Energy Market Operator's Reliability and Emergency Reserve Trader Panel, providing access to up to 30 MW of demand response using voltage control through the network's smart meters. This Dynamic Voltage Management System was implemented with the support of Australian Renewable Energy Agency funding and with the intent of rolling out across the entire United Energy network.

Dynamic Voltage Management System works by gathering voltage data provided from customer smart meters on a zone substation and sending it to a Network Analytics Platform ("NAP"). The NAP uses preprogrammed algorithms to make decisions on optimising the voltages according to the dynamic load pattern and reducing the amount of electricity required.

United Energy distributes electricity to approximately 688,000 customers across east and southeast Melbourne and the Mornington Peninsula.

AUSTRALIAN GAS INFRASTRUCTURE GROUP

The Australian Gas Infrastructure Group consists of Australian Gas Networks, Dampier Bunbury Pipeline and Multinet Gas.

Australian Gas Networks Limited

CKI and Power Assets jointly own 72.5% of Australian Gas Networks. Australia Gas Networks owns approximately 24,000 kilometres of natural gas distribution networks and 1,100 kilometres of transmission pipelines, serving approximately 1.3 million customers in South Australia, Victoria, Queensland, New South Wales and the Northern Territory.

Australian Gas Networks' new "Voice of the Customer" initiative commenced in April 2018. The programme enables ongoing and regular collection of data from various stakeholders including customers. This helps the company track customer/stakeholder sentiment and facilitates it to respond effectively.

In 2018, the company completed significant network upgrades to support growth in the Adelaide CBD, Bowden and Murray Bridge. Australian Gas Networks also received approval from AER for a new 40-kilometre, A$33 million natural gas pipeline extension to Mount Barker, a region identified as a key part of Adelaide's urban land supply. The project will make natural gas available to over 20,000 homes and businesses. Construction of the gas pipeline will start in late 2019, with works continuing over the following years.

Australia Gas Networks owns approximately 24,000 kilometres of natural gas distribution networks and 1,100 kilometres of transmission pipelines, serving approximately 1.3 million customers across Australia.


The Dampier Bunbury Pipeline stretches approximately 1,600 kilometres, transmitting the gas to mining, industrial, and commercial customers, as well as via other distribution networks to residential customers.

Dampier Bunbury Pipeline

CKI and Power Assets jointly own 60% of Dampier Bunbury Pipeline, the principal gas transmission pipeline in Western Australia. The Dampier Bunbury Pipeline stretches approximately 1,600 kilometres, linking the gas fields in the Carnarvon Basin off the Pilbara coast to mining, industrial, and commercial customers, as well as via other distribution networks to residential customers. The total length of the pipeline including looping and lateral pipelines is 3,080 kilometres.

Dampier Bunbury Pipeline was awarded a A$170 million contract to build, own and operate a new natural gas pipeline to deliver gas to Newmont Mining's Tanami gold fields in the Northern Territory. The 440-kilometre 8-inch underground pipeline is one of the most significant projects and investments the company has undertaken and will supply gas to Newmont gold mines for the next ten years. The project is scheduled to be commissioned in 2019.

Multinet Gas operates a regulated network which covers 1,860 square kilometres of the eastern and south-eastern suburbs of Melbourne, the Yarra Ranges and South Gippsland.

Multinet Gas Limited

CKI and Power Assets jointly own 60% of Multinet Gas. The company operates a regulated network which covers 1,860 square kilometres of the eastern and south-eastern suburbs of Melbourne, the Yarra Ranges and South Gippsland, serving approximately 700,000 customers.

An innovative initiative being carried out by Multinet Gas together with Australian Gas Networks is Hydrogen Park South Australia ("HyP SA"). This power-to-gas demonstration plant is to produce hydrogen from renewable electricity. The hydrogen will then be injected into the local gas distribution network near the Tonsley Innovation District in the south of Adelaide to provide low-carbon gas to homes and businesses. This project will expedite research and development which paves the way for the commercial deployment of a hydrogen economy. Preparation works for the construction is in progress.

AUSTRALIAN ENERGY OPERATIONS PTY LTD

Australian Energy Operations is jointly owned by CKI and Power Assets on a 50/50 basis. The company constructs, owns, and operates electricity transmission lines as well as terminal stations. Currently, it has projects that connect the Mt Mercer and Ararat wind farms to the national grid. During the year, Australian Energy Operations continued to deliver a stable income stream for the Group.

ENERGY DEVELOPMENTS PTY LIMITED

CKI owns 40% of Energy Developments, and Power Assets a further 20%. The company specialises in producing electricity from safe, clean, low greenhouse gas emissions sources such as landfill gas, waste coal mine gas, wind, and solar; and providing energy solutions in remote regions. Energy Developments owns and operates a portfolio of over 990 MW of power generation facilities in Australia, North America and Europe.

Energy Developments was recognised at the South Australian Premier's 2018 Awards in Energy and Mining for its Coober Pedy Renewable Hybrid Project. The project came online in July 2017, and powers the remote town of Coober Pedy with a hybrid of 4 MW wind generation, a 1 MW solar generation, a 1 MW/ 500 kWhr battery and other integration technologies, with a diesel power station as backup. The project received A$18 million funding support from the Australian Renewable Energy Agency. As a result of the project, the town now largely relies on renewables rather than diesel for its electricity.

The company has also commenced supplying renewable energy to South32's Cannington silver, lead and zinc mine in Cannington, situated in north-west Queensland. The solar farm comprises 7,200 panels and covers an area of almost six hectares. It will operate alongside Energy Developments' existing 40 MW power station and will provide electricity for the mine's accommodation village and airport, with additional power for mining and processing operations. The solar farm is the first in the country to be integrated with a gas-fired power station.

In addition, a partnership was formed with the Queensland University of Technology for the "Hydrogen Process Research and Development Project". Funded through the Australian Renewable Energy Agency's "Advancing Renewables Programme", the three-year research project focuses on the cost-effective production, storage and transportation of hydrogen.

Energy Developments' Coober Pedy Renewable Hybrid Project powers the remote town of Coober Pedy with a hybrid of wind generation, solar generation, battery and other integration technologies.

Infrastructure Investments in
NEW ZEALAND

In New Zealand, CKI has investments in electricity distribution and waste management. The Group's Wellington Electricity supplies electricity to the capital city and its surrounding area, while EnviroNZ provides waste collection, management and disposal services nationwide.

WELLINGTON ELECTRICITY LINES LIMITED

CKI owns Wellington Electricity together with Power Assets on a 50/50 basis. Wellington Electricity owns and operates the electricity distribution network in the cities of Wellington, Upper Hutt, Lower Hutt and Porirua in New Zealand. Its network extends about 4,700 kilometres, supplying electricity to approximately 167,000 connections across domestic, commercial and industrial sectors.

During the year, the Commerce Commission of New Zealand approved Wellington Electricity's earthquake readiness expenditure proposal. According to the programme, an additional NZ$31 million will be invested into Wellington Electricity's network to strengthen its readiness in case of a major earthquake. Under the earthquake readiness programme, a total of 91 substations will be strengthened. In 2018, Wellington Electricity completed reinforcements to the first five substation buildings, and work on another 15 buildings is underway. Wellington Electricity will also purchase mobile substations and back-up equipment, as well as enhance its communication and information systems.

ENVIRO (NZ) LIMITED

CKI's wholly owned subsidiary, EnviroNZ, is one of New Zealand's leading waste management companies with national coverage. EnviroNZ provides waste collection, resource recovery, and disposal services for more than half a million commercial and residential customers. The Company also owns and manages Hampton PARRC (Power and Resource Recovery Centre), the largest landfill site in New Zealand, which covers an area of 360 hectares. Having the consent to receive waste until 2030, Hampton PARRC accounts for approximately 40% of the annual landfill volumes in Greater Auckland. EnviroNZ utilises state-of-the-art technology to convert landfill gas to electricity, process landfill leachate to clean water as well as garden and kitchen waste to compost.

During the year, EnviroNZ was awarded a 10-year contract to provide collection and disposal services for Hamilton City. The new services will commence on 1 July 2020 and will be carried out using electric waste collection trucks.

In 2018, the New Zealand Government's Waste Minimisation Fund granted NZ$1.1 million to support the expansion of EnviroNZ's Organics Processing Facility at Hampton PARRC to enable the processing of 12,000 tonnes per annum of organic waste into compost for use in agriculture and farming. In addition, EnviroNZ launched an on-demand green waste collection service enabling residential households to manage the timing of the collection of their garden waste using a smartphone app. The waste would be processed at the organics facility.

EnviroNZ was awarded a 10-year contract to provide collection and disposal services for Hamilton City. The new services will be carried out using electric waste collection trucks.

Infrastructure Investments in

CONTINENTAL EUROPE

In Continental Europe, CKI has a 35% stake in Dutch Enviro Energy which owns AVR, Netherlands' largest energy-from-waste company; as well as 50% shareholding in Portugal Renewable Energy, the holding company of Portugal's third largest wind energy company. The Group also owns a 35% interest in ista, a leading sub-metering player whose key markets are Germany, France, the Netherlands and Denmark.

Dutch Enviro Energy commenced construction of Netherland's first large scale energy-from-waste CO_2 capture facility for greenhouse horticulture.

DUTCH ENVIRO ENERGY HOLDINGS B.V.

Dutch Enviro Energy owns AVR which operates five waste treatment plants in Duiven, near the German border, and Rozenburg in the Port of Rotterdam area. Together, they have an energy-from-waste capacity of 2,300 kilotonnes per year. Long-term contracts are in place for both gate fees for processing waste as well as offtake for energy produced. Highly stable revenue streams are generated. In addition to serving the domestic market, all AVR's waste treatment plants are accredited with "R1" status, enabling the import of waste from European Union countries. Waste products include biomass, industrial waste water, municipal solid waste, commercial waste, and hazardous waste, all of which are treated and converted into energy, including electricity, steam and heat. AVR is also one of the largest sustainable district heating producers in the Netherlands.

AVR started construction of a plant that separates plastics and drinks cartons from residual waste in 2017, and completion took place in 2018. The separated plastics are to be used as raw materials for consumer goods, car components, building materials and toys.

During the year, Dutch Enviro Energy commenced construction of Netherland's first large scale energy-from-waste CO_2 capture facility for greenhouse horticulture. The CO_2, released at AVR after the incineration of residual waste, will be captured, cleaned and liquefied for use in greenhouse for the growth of crops. Expected to become operational in Duiven within a year, the plant will capture and recycle 15% of the total CO_2 emissions in Duiven, that is 60 kilotonnes of CO_2. Dutch Enviro Energy is studying the possibility of building a similar CO_2 capture facility in Rozenburg for the capture and processing of 800,000 tonnes of CO_2 annually.

PORTUGAL RENEWABLE ENERGY

CKI and Power Assets each own 50% of Portugal Renewable Energy, the holding company of Iberwind, the third largest wind energy developer in Portugal with approximately 15% market share. Iberwind has 31 wind farms located across the country with an installed capacity of approximately 730 MW, producing 1.75 TWh annually. The wind farms of Candeeiros and Pampilhosa are among the largest in Europe in terms of on-shore installed capacity, each having greater than 100 MW capacity.

ISTA

CKI holds a 35% shareholding in ista, a leading global provider of sub-metering and related services with over 100 years of experience. Headquartered in Essen, Germany, ista's operations range from hardware development, manufacturing, installation and maintenance to meter reading, data collection and processing, individual billing based on actual consumption, as well as energy data management. In addition, ista offers other services for buildings such as smoke alarms, leakage detection, energy audit certificates, humidity sensors as well as drinking water analysis. With a presence in 24 countries, ista services more than 12 million households with over 53 million installed measuring devices. The company's major markets are Germany, France, the Netherlands and Denmark.

ista received the "Top Employers Europe Certificate 2018" for its branches in Germany, France, Austria and Switzerland as well as for its service centres in Poland and Romania. The certificate is awarded by the Amsterdam Top Employers Institute. Criteria of the award cover topics such as corporate culture, human resources planning and staff development.

ista is a leading global provider of sub-metering and related services with over 100 years of experience.

Infrastructure Investments in

CANADA

In Canada, CKI owns a 50% shareholding in Canadian Power which holds a portfolio comprising stakes in six electricity generating plants in the country; Park'N Fly, the largest off-airport car park provider in Canada; interests in Canadian Midstream Assets, which holds oil pipeline and storage assets in Canada; and interests in Reliance Home Comfort, a company in the Household Infrastructure portfolio of the Group.

In 2018, Canadian Power's Meridian cogeneration plant in Saskatchewan maintained high reliability with 98.7% availability.

CANADIAN POWER HOLDINGS INC.

CKI jointly owns Canadian Power with Power Assets on a 50/50 basis. Canadian Power owns (i) 100% of the Meridian cogeneration plant, a 220 MW natural gas-fired plant in the province of Saskatchewan; and (ii) 49.99% of TransAlta Cogeneration, L.P. ("TransAlta"), a company which operates four natural gas-fired cogeneration plants in Alberta and Ontario, and a coal-fired plant in Alberta.

During the year, the Meridian cogeneration plant maintained high reliability with 98.7% availability. Its sales of electricity and steam exceeded budget targets.

PARK'N FLY

CKI has a 50% shareholding in Park'N Fly, Canada's leading off-airport car park company, which provides parking solutions to both business and leisure travellers coast-to-coast. Headquartered in Mississauga, Ontario, the company has operations in seven Canadian cities including Vancouver, Edmonton, Winnipeg, Ottawa, Toronto, Montreal and Halifax. It currently has a market share of approximately 80% of the off-airport parking business in the country. The company offers self-park, valet as well as a host of other vehicle related services such as detailing and oil changes in select cities.

Park'N Fly strengthened its national sales efforts by rolling out aggressive marketing and partnership programmes in 2018. Its continuous focus on enriching customer experience through the use of technology saw the company's customer service satisfaction score improved year-over-year.

During the year, Park'N Fly secured a 55-year lease for a property in Toronto to increase its self-park capacity in 2018. This 10-acre parcel of land provided the additional capacity needed to capture the growing self-park demand, reinforcing Park'N Fly's dominant position in the Toronto market.

CANADIAN MIDSTREAM ASSETS

CKI and Power Assets together own 65% of Canadian Midstream Assets. This business comprises approximately 2,200 kilometres of crude oil pipelines and approximately 4.4 million barrels of oil storage capacity in east-central Alberta and west-central Saskatchewan, Canada. Characterised by long-term contracts, Canadian Midstream Assets generates secure and predictable returns for CKI.

The LLB Direct pipeline project was successfully completed on budget and on schedule in December 2018. This pipeline has an initial capacity of 100 mbbls/d and will transport Alberta heavy oil production to the company's Hardisty, Alberta terminal for blending and distribution to third-party export pipelines.

Construction of the Ansell Corser gas processing plant commenced in the second quarter of 2018. This project is progressing well and is expected to be commissioned in late 2019. This project represents the company's first natural gas processing plant and will have an initial processing capacity of 120 mmcf/d with potential for future expansion.

RELIANCE HOME COMFORT

CKI holds a 25% stake in Reliance Home Comfort. The company is principally engaged in the home and commercial services sector providing the sale and rental of water heaters, HVAC (heating, ventilation and air conditioning) equipment, water purification, plumbing, comfort protection plans and other related services primarily in Ontario, Canada. Reliance Home Comfort has over 1.7 million customers as well as one of the largest networks of licensed technicians in Canada.

In 2018, Reliance Home Comfort introduced geothermal heat pump installation and servicing in south western Ontario, Grand River and eastern Ontario. Geothermal is an efficient, clean and renewable type of energy generated by the heat of the earth transmitted through underground heat exchanger pipes. It can save homeowners up to 70% on heating and cooling costs, and it also significantly reduces the use of fossil fuels to ensure a greener environment.

In an annual conference held by KUBRA, the leading provider of customer experience management solutions, Reliance Home Comfort won the "Inspiring Energy Award" for its comprehensive iMail updates and bill redesign project.

Reliance Home Comfort has over 1.7 million customers as well as one of the largest networks of licensed technicians in Canada.

Infrastructure Investments in

HONG KONG AND MAINLAND CHINA

CKI's Hong Kong and Mainland China portfolio includes materials business and China infrastructure investments. In Mainland China, CKI has a portfolio of toll road and bridge investments in the provinces of Guangdong, Hunan and Hebei that span approximately 260 kilometres. The portfolio includes the Shen-Shan Highway (Eastern Section), Shantou Bay Bridge, Changsha Wujialing and Wuyilu Bridges, Jiangmen Chaolian Bridge, Panyu Beidou Bridge and Tangshan Tangle Road. In addition, CKI has a leading position in Hong Kong's infrastructure materials market, encompassing operations in cement, concrete and aggregates.

MAINLAND CHINA PORTFOLIO

In November 2018, CKI entered into Share Transfer Agreements to transfer all of its 44.22% interest in Changsha Xiangjiang Bridge projects to the Chinese partner (長沙市城市建設投資開發集團有限公司). The transaction is expected to be completed by 2019.

During the year, the compensation agreement for the Panyu Beidou Bridge project from the cancellation of toll collection has also been concluded.

Overall performance of the toll roads was under pressure due to traffic diversions from alternative routes and a drop in logistics vehicle traffic resulting from a slower economic growth in the region.

CEMENT, CONCRETE AND AGGREGATES

In April 2018, a cement grinding plant and three pier berths in Yunfu city, Guangdong Province was acquired by CKI at a consideration of RMB180 million (approximately HK$224 million). This investment facilitated the vertical integration of the cement production business of Green Island Cement Holdings Limited, a wholly owned subsidiary of CKI, and further expanded the Group's infrastructure portfolio on the Mainland.

During the year, Green Island Cement (Yunfu) Company Limited obtained an approval from the Guangdong Environmental Protection Bureau to treat industrial waste. The target is to treat a maximum of 83,000 metric tons of waste per year within the 5-year contract period.

CKI's concrete and aggregates businesses, which are operated by Alliance Construction Materials Limited ("Alliance"), a 50/50 joint venture between CKI and HeidelbergCement AG, provided concrete and aggregates total solutions for the Guangzhou-Shenzhen-Hong Kong Express Rail Link and Hong Kong-Zhuhai-Macau Bridge. These two mega-scale cross border infrastructure projects were completed in 2018.

Alliance developed the first fully automated aggregates supply chain in Hong Kong in 2018. The system automates the logistics between the aggregates depots and concrete plants by leveraging the latest digital technologies. The operational efficiency and service quality are significantly improved. The target is to extend the system to cover all aggregates customers.

CKI acquired a cement grinding plant and three pier berths in Yunfu city, Guangdong Province at a consideration of RMB180 million (approximately HK$224 million). This investment facilitated the vertical integration of the cement production business.

FINANCIAL REVIEW

FINANCIAL RESOURCES, TREASURY ACTIVITIES AND GEARING RATIO

The Group's capital expenditure and investments were funded from cash on hand, internal cash generation, loans, notes, bonds, share placement and other project loans.

As at 31st December, 2018, cash and bank deposits on hand amounted to HK$6,090 million and the total borrowings of the Group amounted to HK$30,139 million, which included Hong Kong dollar borrowings of HK$2,440 million and foreign currency borrowings of HK$27,699 million. Of the total borrowings, 5 per cent were repayable in 2019, 73 per cent were repayable between 2020 and 2023 and 22 per cent were repayable beyond 2023. The Group's financing activities continue to be well received and fully supported by its bankers.

The Group adopts conservative treasury policies in cash and financial management. To achieve better risk control and minimise the cost of funds, the Group's treasury activities are centralised. Cash is generally placed in short-term deposits mostly denominated in U.S. dollars, Hong Kong dollars, Australian dollars, New Zealand dollars, British pound, Canadian dollars or Euro. The Group's liquidity and financing requirements are reviewed regularly. The Group will continue to maintain a strong capital structure when considering financing for new investments or maturity of bank loans.

As at 31st December, 2018, the Group maintained a net debt position with a net debt to net total capital ratio of 16.5 per cent, which was based on its net debt of HK$24,049 million and net total capital, which represents the total borrowings plus total equity net of cash and bank deposits, of HK$145,953 million. This ratio was slightly improved when compared with the net debt to net total capital ratio of 17.6 per cent at the year end of 2017 mainly due to cash inflows from the investment portfolios.

The fluctuations in currencies and in particular, the devaluation of the British pound arising from the United Kingdom referendum vote to leave the European Union had an impact on all businesses in the market that have exposure in the United Kingdom and/or to British pound. While the Group is not immune from such impact, there is no material change beyond market expectation.

To minimise currency risk exposure in respect of its investments in other countries, the Group generally hedges those investments with (i) currency swaps and (ii) the appropriate level of borrowings denominated in the local currencies. The Group also entered into certain interest rate swaps to mitigate interest rate risks. As at 31st December, 2018, the notional amounts of these derivative instruments amounted to HK$60,117 million.

CHARGE ON GROUP ASSETS

As at 31st December, 2018:

- the Group's obligations under finance leases totalling HK$14 million were secured by charges over the leased assets with carrying value of HK$13 million; and
- the shares of a subsidiary were pledged to secure bank borrowings totalling HK$1,228 million granted to the Group.

CONTINGENT LIABILITIES

As at 31st December, 2018, the Group was subject to the following contingent liabilities:

HK$ million	
Guarantee in respect of bank loan drawn by an affiliated company	1,136
Other guarantee given in respect of an affiliated company	529
Performance bond indemnities	89
Total	1,754

EMPLOYEES

The Group, including its subsidiaries but excluding affiliated companies, employs a total of 2,056 employees. Employees' cost (excluding directors' emoluments) amounted to HK$790 million. The Group ensures that the pay levels of its employees are competitive and that its employees are rewarded on a performance related basis within the general framework of the Group's salary and bonus system.

Preferential subscription of 2,978,000 new shares of the Company was given to those employees who had subscribed for shares of HK$1.00 each in the Company at HK$12.65 per share on the flotation of the Company in 1996. The Group does not have any share option scheme for employees.

BOARD AND KEY PERSONNEL

Front *(from left to right)* **Joanna Chen, Andrew Hunter, H L Kam, Victor Li, Edmond Ip, Dominic Chan**
Back *(from left to right)* **Duncan Macrae, Victor Luk, Pak Lam Lun, Ivan Chan, Wendy Tong Barnes, Chiu Yue Seng**

DIRECTORS' BIOGRAPHICAL INFORMATION

LI Tzar Kuoi, Victor

aged 54, has been the Chairman of the Company since its incorporation in May 1996. He has been a member of the Remuneration Committee of the Company since March 2005 and the Chairman of the Nomination Committee of the Company since January 2019. Mr. Li is the Chairman and Group Co-Managing Director of CK Hutchison Holdings Limited, and the Chairman and Managing Director and the Chairman of the Executive Committee of CK Asset Holdings Limited. He is also the Chairman of CK Life Sciences Int'l., (Holdings) Inc., a Non-executive Director of Power Assets Holdings Limited and HK Electric Investments Manager Limited ("HKEIM") as the trustee-manager of HK Electric Investments, a Non-executive Director and the Deputy Chairman of HK Electric Investments Limited and Co-Chairman of Husky Energy Inc. Except for HKEIM, all the companies/ investment trust mentioned above are listed in Hong Kong or overseas. Mr. Li is also the Deputy Chairman of Li Ka Shing Foundation Limited, Li Ka Shing (Overseas) Foundation and Li Ka Shing (Canada) Foundation, and a Director of The Hongkong and Shanghai Banking Corporation Limited. He serves as a member of the Standing Committee of the 13th National Committee of the Chinese People's Political Consultative Conference of the People's Republic of China. He is also a member of the Chief Executive's Council of Advisers on Innovation and Strategic Development of the Hong Kong Special Administrative Region ("HKSAR") and Vice Chairman of the Hong Kong General Chamber of Commerce. Mr. Li is the Honorary Consul of Barbados in Hong Kong. He is a director of certain substantial shareholders of the Company within the meaning of Part XV of the Securities and Futures Ordinance ("SFO"), and a director of certain companies controlled by certain substantial shareholders of the Company. He holds a Bachelor of Science degree in Civil Engineering, a Master of Science degree in Civil Engineering and an honorary degree, Doctor of Laws, honoris causa (LL.D.). Mr. Li is a nephew of Mr. Kam Hing Lam, the Group Managing Director of the Company.

KAM Hing Lam

aged 72, has been the Group Managing Director of the Company since its incorporation in May 1996 and a member of the Nomination Committee of the Company since January 2019. He is the Deputy Managing Director of CK Hutchison Holdings Limited, and the Deputy Managing Director and Executive Committee Member of CK Asset Holdings Limited. He is also the President and Chief Executive Officer of CK Life Sciences Int'l., (Holdings) Inc. All the companies mentioned above are listed companies. Mr. Kam is also the Chairman of Hui Xian Asset Management Limited, which manages Hui Xian Real Estate Investment Trust, a real estate investment trust listed on The Stock Exchange of Hong Kong Limited ("SEHK"). Mr. Kam is a director of certain substantial shareholders of the Company within the meaning of Part XV of the SFO, and a director of certain companies controlled by certain substantial shareholders of the Company. He holds a Bachelor of Science degree in Engineering and a Master's degree in Business Administration. Mr. Kam is an uncle of Mr. Li Tzar Kuoi, Victor, the Chairman of the Company.

IP Tak Chuen, Edmond

aged 66, has been an Executive Director of the Company since its incorporation in May 1996, Deputy Chairman of the Company since February 2003 and a member of the Nomination Committee of the Company since January 2019. He is Deputy Managing Director of CK Hutchison Holdings Limited, and Deputy Managing Director and Executive Committee Member of CK Asset Holdings Limited. He is also the Senior Vice President and Chief Investment Officer of CK Life Sciences Int'l., (Holdings) Inc. All the companies mentioned above are listed companies. Mr. Ip is also a Non-executive Director of Hui Xian Asset Management Limited, which manages Hui Xian Real Estate Investment Trust, a real estate investment trust listed on the SEHK. He is a director of certain substantial shareholders of the Company within the meaning of Part XV of the SFO, and a director of certain companies controlled by certain substantial shareholders of the Company. He holds a Bachelor of Arts degree in Economics and a Master of Science degree in Business Administration.

FOK Kin Ning, Canning

aged 67, has been an Executive Director and Deputy Chairman of the Company since March 1997 and a member of the Nomination Committee of the Company since January 2019. He is currently the Group Co-Managing Director of CK Hutchison Holdings Limited. Mr. Fok is also the Chairman of Hutchison Telecommunications Hong Kong Holdings Limited, Hutchison Telecommunications (Australia) Limited, Hutchison Port Holdings Management Pte. Limited ("HPHM") as the trustee-manager of Hutchison Port Holdings Trust, Power Assets Holdings Limited, HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments, and HK Electric Investments Limited and Co-Chairman of Husky Energy Inc. Except for HPHM and HKEIM, all the companies/business trust/investment trust mentioned above are listed in Hong Kong or overseas. Mr. Fok is a director of certain substantial shareholders of the Company within the meaning of Part XV of the SFO, and a director of certain companies controlled by certain substantial shareholders of the Company. He holds a Bachelor of Arts degree and a Diploma in Financial Management, and is a fellow of Chartered Accountants Australia and New Zealand.

BOARD AND KEY PERSONNEL

DIRECTORS' BIOGRAPHICAL INFORMATION (CONT'D)

Andrew John HUNTER

aged 60, has been an Executive Director of the Company since December 2006, Deputy Managing Director of the Company since May 2010 and a member of the Nomination Committee of the Company since January 2019. He acted as the Chief Operating Officer of the Company from December 2006 to May 2010. Mr. Hunter is also an Executive Director of Power Assets Holdings Limited, a listed company. Prior to the appointment to the board of Power Assets Holdings Limited in 1999, Mr. Hunter was the Finance Director of the Hutchison Property Group. He is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. He holds a Master of Arts degree and a Master's degree in Business Administration. He is a member of the Institute of Chartered Accountants of Scotland and of the Hong Kong Institute of Certified Public Accountants. He has over 36 years of experience in accounting and financial management.

CHAN Loi Shun

aged 56, has been an Executive Director of the Company since January 2011, Chief Financial Officer of the Company since January 2006 and a member of the Nomination Committee of the Company since January 2019. He joined Hutchison Whampoa Limited ("HWL") in January 1992 and has been with the CK Group since May 1994. Mr. Chan is also an Executive Director of Power Assets Holdings Limited, HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments, and HK Electric Investments Limited. Except for HWL and HKEIM, all the companies/investment trust mentioned above are listed in Hong Kong. Mr. Chan is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. Mr. Chan is a fellow of the Hong Kong Institute of Certified Public Accountants, a fellow of the Association of Chartered Certified Accountants and also a member of the Institute of Certified Management Accountants (Australia).

CHEN Tsien Hua

aged 56, has been an Executive Director of the Company since January 2017, a member of the Nomination Committee of the Company since January 2019 and the Head of Business Development of the Company since 2005. She joined Hutchison Whampoa Limited in August 1992 and has been with the Company since July 1996. Ms. Chen holds a Bachelor's degree in Social Sciences and a Master's degree in Business Administration.

Frank John SIXT

aged 67, has been an Executive Director of the Company since its incorporation in May 1996 and a member of the Nomination Committee of the Company since January 2019. Mr. Sixt is the Group Finance Director and Deputy Managing Director of CK Hutchison Holdings Limited. He is also the Non-executive Chairman of TOM Group Limited, a Director of Hutchison Telecommunications (Australia) Limited and Husky Energy Inc., and an Alternate Director of Hutchison Telecommunications (Australia) Limited, HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments, and HK Electric Investments Limited. Except for HKEIM, all the companies/investment trust mentioned above are listed in Hong Kong or overseas. Mr. Sixt is a director of certain substantial shareholders of the Company within the meaning of Part XV of the SFO, and a director of certain companies controlled by certain substantial shareholders of the Company. He holds a Master's degree in Arts and a Bachelor's degree in Civil Law, and is a member of the Bar and of the Law Society of the Provinces of Quebec and Ontario, Canada.

CHEONG Ying Chew, Henry

aged 71, has been an Independent Non-executive Director of the Company since its incorporation in May 1996. He has been a member of the Audit Committee of the Company since December 1998 and acted as the Chairman of the Audit Committee of the Company from December 1998 to December 2006. Mr. Cheong has been a member of the Remuneration Committee of the Company since January 2005 and the Chairman of the Remuneration Committee of the Company since January 2012. He has been a member of the Nomination Committee of the Company since January 2019. He is also an Independent Non-executive Director of CK Asset Holdings Limited, Hutchison Telecommunications Hong Kong Holdings Limited, TOM Group Limited, CNNC International Limited, New World Department Store China Limited, Greenland Hong Kong Holdings Limited and Skyworth Digital Holdings Limited, and an Independent Director of BTS Group Holdings Public Company Limited. Mr. Cheong is an Executive Director and Deputy Chairman of Worldsec Limited. He is also an Alternate Director to Dr. Wong Yick Ming, Rosanna, an Independent Non-executive Director of Hutchison Telecommunications Hong Kong Holdings Limited. All the companies mentioned above are listed companies. He is a director of certain companies controlled by certain substantial shareholders of the Company within the meaning of Part XV of the SFO. He holds a Bachelor of Science degree in Mathematics and a Master of Science degree in Operational Research and Management.

KWOK Eva Lee

aged 77, has been an Independent Non-executive Director and a member of the Audit Committee of the Company since September 2004, and a member of the Nomination Committee of the Company since January 2019. She is also an Independent Non-executive Director of CK Life Sciences Int'l., (Holdings) Inc. and a Director of Li Ka Shing (Canada) Foundation ("LKS Canada Foundation"). She currently serves as Chair and Chief Executive Officer of Amara Holdings Inc. ("Amara"). Mrs. Kwok also acts as an Independent Director for Husky Energy Inc. Mrs. Kwok currently acts as the Chairman of the Remuneration Committee of CK Life Sciences Int'l., (Holdings) Inc. Mrs. Kwok also sits on the Compensation Committee and Corporate Governance Committee of Husky Energy Inc., and the Audit Committee and Nomination Committee of CK Life Sciences Int'l., (Holdings) Inc. Except for LKS Canada Foundation and Amara, all the companies mentioned above are listed companies. She is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. In addition, she was an Independent Director of Bank of Montreal, a listed company, and previously sat on the Audit Committee and Pension Fund Society of the Bank of Montreal, the Nominating and Governance Committee of Shoppers Drug Mart Corporation, the Independent Committee of Directors and Human Resources Committee of Telesystems International Wireless (TIW) Inc., the Independent Committee of Directors and the Corporate Governance Committee of Fletcher Challenge Canada Ltd., the Audit and Corporate Governance Committees of Clarica Life Insurance Company, the Corporate Governance Committee of Air Canada, the Innovation Saskatchewan (IS) Board of Directors and the Saskatchewan-Asia Advisory Council of Saskatchewan.

BOARD AND KEY PERSONNEL

DIRECTORS' BIOGRAPHICAL INFORMATION (CONT'D)

SNG Sow-mei alias POON Sow Mei

aged 77, has been an Independent Non-executive Director and a member of the Audit Committee of the Company since September 2004, and a member of the Nomination Committee of the Company since January 2019. She is an Independent Non-executive Director and the Lead Independent Director of Hutchison Port Holdings Management Pte. Limited as the trustee-manager of Hutchison Port Holdings Trust, a business trust listed on the Singapore Exchange Securities Trading Limited ("SGX-ST"), and an Independent Non-executive Director of ARA Asset Management (Prosperity) Limited, which manages Prosperity Real Estate Investment Trust, a real estate investment trust listed on the SEHK. Mrs. Sng is also a member of the Audit Committee of HPHM and ARA Asset Management (Prosperity) Limited. Mrs. Sng is a director of a company controlled by certain substantial shareholders of the Company within the meaning of Part XV of the SFO. Mrs. Sng was previously an Independent Director and a member of the Audit Committee of ARA Trust Management (Suntec) Limited, which manages Suntec Real Estate Investment Trust, a real estate investment trust listed on SGX-ST, and an Independent Non-executive Director and a member of the Audit Committee of ARA Asset Management (Fortune) Limited, which manages Fortune Real Estate Investment Trust, a real estate investment trust listed on the SEHK and SGX-ST. Mrs. Sng was also previously a Director of INFA Systems Ltd. and the Senior Consultant (International Business) of Singapore Technologies Electronics Ltd. Prior to her appointment with Singapore Technologies Pte Ltd. where Mrs. Sng was the Director, Special Projects (North East Asia) in 2000 and a Consultant in 2001, Mrs. Sng was the Managing Director of CapitaLand Hong Kong Ltd. for investments in Hong Kong and the region including Japan and Taiwan. In Hong Kong from 1983 to 1997, Mrs. Sng was the Centre Director and then as Regional Director of the Singapore Economic Development Board and Trade Development Board respectively. Mrs. Sng was Singapore's Trade Commissioner in Hong Kong from 1990 to 1997. Mrs. Sng holds a Bachelor of Arts degree from the Nanyang University in Singapore and has wide experience in various fields of industrial investment, business development, strategic and financial management, especially in property investment and management. In 1996, Mrs. Sng was conferred the title of PPA(P) – Pingat Pentadbiran Awam (Perak), the Singapore Public Administration Medal (Silver) by the Republic of Singapore.

Colin Stevens RUSSEL

aged 78, has been an Independent Non-executive Director and a member of the Remuneration Committee of the Company since January 2005. He has been a member of the Audit Committee of the Company since January 2005 and the Chairman of the Audit Committee of the Company since January 2007. He has been a member of the Nomination Committee of the Company since January 2019. He is also an Independent Non-executive Director of CK Asset Holdings Limited, CK Life Sciences Int'l., (Holdings) Inc. and Husky Energy Inc. All the companies mentioned above are listed companies. Mr. Russel is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. Mr. Russel is the founder and Managing Director of Emerging Markets Advisory Services Ltd., a company which provides advisory services to organisations on business strategy and planning, market development, competitive positioning and risk management. He is also Managing Director of EMAS (HK) Limited. He was the Canadian Ambassador to Venezuela, Consul General for Canada in Hong Kong, Director for China of the Department of Foreign Affairs, Ottawa, Director for East Asia Trade in Ottawa, Senior Trade Commissioner for Canada in Hong Kong, Director for Japan Trade in Ottawa, and was in the Trade Commissioner Service for Canada in Spain, Hong Kong, Morocco, the Philippines, London and India. He was Project Manager for RCA Ltd in Liberia, Nigeria, Mexico and India and electronic equipment development engineer in Canada with RCA Ltd and in Britain with Associated Electrical Industries. Mr. Russel received his Bachelor's degree in electronics engineering and Master's degree in Business Administration from McGill University, Canada. He is a Qualified Commercial Mediator.

LAN Hong Tsung, David

aged 78, has been an Independent Non-executive Director and a member of the Audit Committee of the Company since February 2005, and a member of the Nomination Committee of the Company since January 2019. He is also an Independent Non-executive Director of Hutchison Telecommunications Hong Kong Holdings Limited, SJM Holdings Limited and Cinda Financial Holdings Co., Limited ("CFHCL"). Except for CFHCL, all the companies mentioned above are listed companies. Dr. Lan is also an Independent Non-executive Director of ARA Asset Management (Prosperity) Limited, which manages Prosperity Real Estate Investment Trust, a real estate investment trust listed on the SEHK. Dr. Lan was previously an Independent Non-executive Director of ARA Asset Management (Fortune) Limited, which manages Fortune Real Estate Investment Trust, a real estate investment trust listed on the SEHK and SGX-ST. He is currently the Chairman of David H T Lan Consultants Ltd., Supervisor of Nanyang Commercial Bank (China), Limited and holds directorship at Nanyang Commercial Bank Ltd. and International Probono Legal Services Association Limited. He is also a Senior Advisor of Mitsui & Company (Hong Kong) Limited and the President of the International Institute of Management. He is a director of a company controlled by certain substantial shareholders of the Company within the meaning of Part XV of the SFO. Dr. Lan was the Secretary for Home Affairs of the HKSAR Government till his retirement in July 2000. He had served as civil servant in various capacities for 39 years and was awarded the Gold Bauhinia Star Medal on 1st July, 2000. He was appointed as the 10th and 11th National Committee Member of the Chinese People's Political Consultative Conference of the People's Republic of China. Dr. Lan is a Chartered Secretary and a Fellow Member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators. He received his Bachelor of Arts degree from the University of London and completed the Advanced Management Program of the Harvard Business School, Boston. He was also a Fellow at Queen Elizabeth House, University of Oxford. Dr. Lan was conferred with Doctor of Business Administration, honoris causa by University of the West of England, Bristol, Doctor of Humanities, honoris causa by Don Honorio Ventura Technological State University, and holder of Visiting Professorship Awards of Bulacan State University and Tarlac State University.

Barrie COOK

aged 76, acted as an Executive Director of the Company from 2000 to September 2003 and a Non-executive Director of the Company from October 2003 to December 2011, and has been an Independent Non-executive Director of the Company since January 2012 and a member of the Nomination Committee of the Company since January 2019. He is the Honorary Chairman of the Hong Kong Construction Materials Association. Mr. Cook is a past Chairman of the East Asian Cement Forum, the Hong Kong Cement Association and the Waste Reduction Committee of the HKSAR Government. He was previously a member of the Advisory Council on the Environment and the Council for Sustainable Development of the HKSAR Government, and was the Convenor of the Hong Kong Business Coalition on the Environment. Mr. Cook was very active in community affairs through his work with the Hong Kong General Chamber of Commerce ("HKGCC") and was a past Chairman of the HKGCC's Environment and Arab/Africa Committees. Mr. Cook holds a Bachelor of Science Degree in Civil Engineering from University of Durham and a Diploma in Traffic Engineering from the Institution of Highway Engineers in the United Kingdom. He is a Chartered Civil Engineer of the United Kingdom and a Fellow of the Chartered Management Institute of the United Kingdom. He was previously a Member of the Institution of Highway Engineers of the United Kingdom and the Hong Kong Institution of Engineers.

DIRECTORS' BIOGRAPHICAL INFORMATION (CONT'D)

Paul Joseph TIGHE

aged 62, has been an Independent Non-executive Director of the Company since April 2017, a member of the Nomination Committee of the Company since January 2019 and a member of the Audit Committee of the Company since March 2019. He is a former career diplomat with Australia's Department of Foreign Affairs and Trade. He has around 37 years of experience in government and public policy, including 28 years as a diplomat. He has served as Australian Consul-General to Hong Kong and Macau (from 2011 to 2016), Australian Ambassador to Greece, Bulgaria and Albania (from 2005 to 2008), Deputy Head of Mission and Permanent Representative to the United Nations' Economic and Social Commission for Asia and the Pacific at the Australian Embassy in Bangkok (from 1998 to 2001) and as Counsellor in the Australian Delegation to the Organisation for Economic Co-operation and Development in Paris (from 1991 to 1995). In between overseas assignments, Mr. Tighe has held several positions at the headquarters of the Department of Foreign Affairs and Trade in Canberra, including as head of the Department's Trade and Economic Policy Division, head of the Diplomatic Security, Information Management and Services Division, head of the Agriculture and Resources Branch and Director of the International Economic Analysis Section. Before joining the Department of Foreign Affairs and Trade, Mr. Tighe worked in the Overseas Economic Relations Division of the Australian Treasury (from 1986 to 1988), in the Secretariat of the Organisation for Economic Co-operation and Development in Paris (from 1984 to 1986) and in the Australian Industries Assistance Commission (from 1980 to 1984). He holds a Bachelor of Science degree from the University of New South Wales.

LEE Pui Ling, Angelina

aged 70, acted as an Independent Non-executive Director of the Company from May 1996 to September 2004, has been a Non-executive Director of the Company since September 2004 and a member of the Nomination Committee of the Company since January 2019. She is a practising solicitor, has a Bachelor of Laws degree and is a Fellow of the Institute of Chartered Accountants in England and Wales. Mrs. Lee was a Member of the Exchange Fund Advisory Committee of the Hong Kong Monetary Authority, a non-executive director of the Securities and Futures Commission and a non-executive director of the Mandatory Provident Fund Schemes Authority. She is also a Non-executive Director of TOM Group Limited and Henderson Land Development Company Limited, and an Independent Non-executive Director of Great Eagle Holdings Limited. All the companies mentioned above are listed companies. Mrs. Lee is a director of a company controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO.

George Colin MAGNUS

aged 83, acted as an Executive Director and Deputy Chairman of the Company from May 1996 to October 2005, has been a Non-executive Director of the Company since November 2005 and a member of the Nomination Committee of the Company since January 2019. He is also a Non-executive Director of CK Hutchison Holdings Limited, a Director of Husky Energy Inc., and an Independent Non-executive Director of HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments, and HK Electric Investments Limited. He acted as an Executive Director of Cheung Kong (Holdings) Limited ("CKH") since 1980 and Deputy Chairman since 1985 until he retired from these offices in October 2005. He has been a Non-executive Director of CKH since November 2005 until his resignation in June 2015. He has been an Executive Director of Hutchison Whampoa Limited since 1980 and was re-designated as a Non-executive Director since November 2005 until his resignation in June 2015. He served as Deputy Chairman of HWL from 1984 to 1993. Mr. Magnus was previously the Chairman of Power Assets Holdings Limited (formerly known as Hongkong Electric Holdings Limited) from 1993 to 2005, a Non-executive Director from 2005 to 2012 and an Independent Non-executive Director until January 2014. Except for HKEIM, CKH and HWL, all the companies/investment trust mentioned above are listed in Hong Kong or overseas. He is a director of a substantial shareholder of the Company within the meaning of Part XV of the SFO, and a director of a company controlled by a substantial shareholder of the Company. He holds a Master's degree in Economics.

WOO Mo Fong, Susan (alias CHOW WOO Mo Fong, Susan)

aged 65, acted as an Executive Director of the Company from March 1997 to July 2016 and an Alternate Director to Mr. Frank John Sixt, an Executive Director of the Company, from May 2006 to July 2016, and has been an Alternate Director to Mr. Fok Kin Ning, Canning, Deputy Chairman of the Company, since May 2006. Mrs. Chow is a Non-executive Director of CK Hutchison Holdings Limited and an Alternate Director of HK Electric Investments Manager Limited as the trustee-manager of HK Electric Investments, and HK Electric Investments Limited. Except for HKEIM, all the companies/investment trust mentioned above are listed in Hong Kong or overseas. She is a director of a substantial shareholder of the Company within the meaning of Part XV of the SFO. She is a qualified solicitor and holds a Bachelor's degree in Business Administration.

MAN Ka Keung, Simon

aged 61, has been an Alternate Director to Mr. Ip Tak Chuen, Edmond, Deputy Chairman of the Company, since February 2008. He joined the CK Group in December 1987. He is Executive Committee Member and General Manager of Accounts Department of CK Asset Holdings Limited, a listed company. He is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. He has over 38 years of experience in accounting, auditing, tax and finance. He holds a Bachelor's degree in Economics and is a member of Chartered Accountants Australia and New Zealand.

Eirene YEUNG

aged 58, Alternate Director to Mr. Kam Hing Lam, the Group Managing Director of the Company, and the Company Secretary of the Company. She is also Executive Committee Member and Company Secretary, and General Manager of Company Secretarial Department of CK Asset Holdings Limited. She is also the Company Secretary of CK Life Sciences Int'l., (Holdings) Inc. All the companies mentioned above are listed companies. Ms. Yeung is a Non-executive Director of ARA Asset Management (Fortune) Limited, the manager of Fortune Real Estate Investment Trust (listed in Hong Kong and Singapore). She is a director of certain companies controlled by a substantial shareholder of the Company within the meaning of Part XV of the SFO. Ms. Yeung joined the CK Group in August 1994. She is a solicitor of the High Court of the HKSAR and a non-practising solicitor of the Senior Courts of England and Wales. She is also a fellow member of The Hong Kong Institute of Chartered Secretaries and The Institute of Chartered Secretaries and Administrators.

BOARD AND KEY PERSONNEL

KEY PERSONNEL'S BIOGRAPHICAL INFORMATION

HONG KONG

CHAN Kee Ham, Ivan

aged 56, Chief Planning and Investment Officer, has been with the Company since September 1999. He is also the Chief Financial Officer of Power Assets Holdings Limited. He has over 30 years of experience in investment, banking and finance. He holds a Bachelor's degree in Science, a Bachelor's degree in Chinese Law and a Master's degree in Business Administration.

CHIU Yue Seng

aged 42, Head of Corporate Finance, joined the Company in January 2017. He has over 18 years of experience in investment banking and finance. He holds a Bachelor of Arts degree and a Master's degree in Business Administration.

Donald William JOHNSTON

aged 76, Executive Director of Anderson Asia (Holdings) Limited, Green Island Cement (Holdings) Limited and Green Island International Limited, has been with the CK Group since 1988. He holds a Bachelor's degree in Civil Engineering and a Master's degree in Business Administration and is a Chartered Professional Engineer (Retired). He is a member of the Institute of Engineers (Australia) and a fellow of the Institute of Quarrying.

LUK Sai Hong, Victor

aged 55, Group General Counsel, has been with the Company since July 1998. He has over 28 years of experience in the legal field. He holds a Bachelor's degree in Social Science. He was admitted as solicitor of the Supreme Court in England in 1992 and was admitted as solicitor in Hong Kong in 1993. He is a solicitor of the High Court of the HKSAR and is a member of The Law Society of Hong Kong.

LUN Pak Lam

aged 61, Head of China Infrastructure, joined Hutchison Whampoa Limited and Cheung Kong (Holdings) Limited in May 1993 and June 1994 respectively and has been with the Company since July 1996. He holds a Bachelor's and a Master's degree in Engineering, a Master of Finance degree in Investment Management and a Master of Science degree in Financial Analysis.

Duncan Nicholas MACRAE

aged 48, Head of International Business, joined the Company in February 2011. He has over 25 years of experience in the infrastructure investment field. He holds Bachelor's and Master's degrees in Philosophy, Politics & Economics, and is a member of the Institute of Directors, UK.

TONG BARNES Wai Che, Wendy

aged 58, Chief Corporate Affairs Officer, joined the CK Group in March 1999. She is also the Chief Corporate Affairs Officer of CK Asset Holdings Limited and CK Life Sciences Int'l., (Holdings) Inc. and the Deputy Chief Executive Officer of Hui Xian Asset Management Limited. She holds a Bachelor's degree in Business Administration.

TSANG Pak Chung, Eddy

aged 61, Chief Executive Officer of CK Infrastructure Materials. He is also an Executive Director of Green Island Cement (Holdings) Limited, Green Island International Limited and Anderson Asia (Holdings) Limited. He joined the CK Group in January 2005. He is a member of Chartered Accountants Australia and New Zealand, the Hong Kong Institute of Certified Public Accountants and the Institute of Chartered Secretaries and Administrators. He holds a Bachelor's degree in Economics and a Master's degree in Commerce.

YIP Cheung, Lawrence

aged 55, Head of Internal Audit, has been with the Company since November 1997. He holds a Master's degree in Business Administration. He is a fellow of the Hong Kong Institute of Certified Public Accountants, a fellow of the Association of Chartered Certified Accountants and a fellow of the Institute of Chartered Accountants in England and Wales.

KEY PERSONNEL'S BIOGRAPHICAL INFORMATION (CONT'D)

OVERSEAS

Christopher AUGHTON

aged 48, has been Chief Executive Officer of Enviro (NZ) Limited ("EnviroNZ") since January 2018. His career spans management and board positions at a variety of international organisations, as well as senior advisory roles in corporate finance and private equity. Prior to joining EnviroNZ, Mr. Aughton was Chief Executive Officer of a multi-national healthcare group headquartered in Sydney, Australia. He had also previously served as Director of Enviro Waste Services Limited (a wholly owned subsidiary of EnviroNZ) from 2007 to 2013. Mr. Aughton holds a Bachelor's degree in Science and a Bachelor's degree in Commerce.

Graham Winston EDWARDS

aged 65, has been Chief Executive of Wales & West Utilities Limited since business start-up in 2005. Mr. Edwards has significant senior management experience across the utility sector – prior to Wales & West Utilities, he worked in the electricity and water sectors, where he held senior posts in human resources, operations, and business leadership roles with full P&L responsibility. He has also spent many years in the manufacturing sector with global automotive and consumer goods companies. Mr. Edwards has a Master's degree in Business Administration, and is a Fellow of both the Institute of Directors and the Chartered Institute of Personnel and Development. He is a Vice President of the Institute of Customer Services and a board member of Dwr Cymru Welsh Water and the University of South Wales. He is a previous Wales Chair of both the Confederation of British Industry and Business in the Community.

Derek David GOODMANSON

aged 52, is Chief Executive Officer of Canadian Power Holdings Inc. (formerly Stanley Power Inc.). He joined the company as Technical and Commercial Director in 2011, and was promoted to his current position in 2012. Mr. Goodmanson has over 25 years of experience in engineering, maintenance, project management, operations, and commercial management in the power industry, having held a number of key leadership roles in the power generation and transmission sectors throughout Canada. He holds a Bachelor of Mechanical Engineering degree, and is a Registered Professional Engineer in Canada. He also completed the Ivey Executive Development Programme.

James Christopher HARMAN

aged 50, is Chief Executive Officer of Energy Developments Pty Limited ("EDL"). Before joining EDL in 2016, Mr. Harman had over 20 years of experience in the mining industry in the United Kingdom and Australia, and has extensive international leadership and business development experience. Prior to his current position, he was Group Head of Business Development of a top-tier mining company. He holds a Bachelor's degree in Commerce and a Master's degree in Laws.

Mark John HORSLEY

aged 59, has been Chief Executive Officer of Northern Gas Networks Limited since 2011. He has more than 40 years of experience in the energy sector. Mr. Horsley has held a number of senior appointments in the industry, which include an international built asset consultancy and power companies. Mr. Horsley held the post of Chairman of the UK Energy Networks Association from 2004 to 2006 and was Chairman of the Energy Innovation Centre from 2014 to 2017.

Mary KENNY

aged 53, is Chief Executive Officer of Eversholt Rail. Ms. Kenny was first involved in Eversholt Rail in 1997 as part of the due diligence team of the bank which acquired Eversholt Leasing (now known as Eversholt Rail). Subsequently she worked in Eversholt Rail as Commercial Manager until 2001, before returning to banking where she held various finance roles around the asset and structured finance portfolio. In 2007, Ms. Kenny rejoined Eversholt Rail as Head of Finance and Chief Operating Officer before being promoted to her current position in 2008. During her time with Eversholt Rail, she has overseen a number of significant investment programmes in addition to operational and ownership changes. Ms. Kenny has a degree in Business and is a qualified Chartered Management Accountant.

Yves Willy André LUCA

aged 53, has been Chief Executive Officer of AVR-Afvalverwerking B.V. ("AVR") since 2013, where he managed the acquisition by a consortium led by the Group and the transition of AVR. Mr. Luca has 23 years of experience in the waste management industry, where he held several regional and national executive positions, as well as directorships in both managing board and group board in Europe's leading waste service, raw materials and energy provider group. Over the years, he has been responsible for waste collection operations, recycling activities and energy-from-waste activities in Belgium and Eastern Europe. Mr. Luca holds a Master's degree in Applied Economic Science.

Arnaldo Navarro MACHADO

aged 73, is Chief Executive Officer of Iberwind. Mr. Machado has held the position since 2009 before Iberwind was acquired by a consortium led by the Group in 2015. Prior to his current role, he held a number of senior management roles the past 30 years and has served on the boards of many different corporations in a wide range of industries including energy, shipping, engineering, breweries and technology. Mr. Machado holds a Bachelor's degree in Naval Engineering.

Carlo MARRELLO

aged 54, is Chief Executive Officer of Park'N Fly. He joined the company in 2014. Mr. Marrello has over 25 years of experience in executive management, consulting, sales, and operations in both the financial and commercial logistics industries. He has a Bachelor's degree, and has previously held a number of senior appointments, which include the Global Head of Commodities Logistics at a leading bank in Canada.

BOARD AND KEY PERSONNEL

KEY PERSONNEL'S BIOGRAPHICAL INFORMATION (CONT'D)

OVERSEAS (CONT'D)

Stuart Michael MAYER

aged 52, is General Manager of Seabank Power Limited. He joined the company as Commercial Financial Controller in 2001, and was promoted to his current position in 2007. Mr. Mayer held a variety of commercial and financial roles in the civil and military aero engine sectors in the United Kingdom and overseas. Mr. Mayer is a Chartered Management Accountant with over 25 years of experience in engineering and utilities.

Heidi MOTTRAM

aged 54, is Chief Executive Officer of the Northumbrian Water Group Limited and Northumbrian Water Limited Boards. Ms. Mottram has held the positions since 2010 before Northumbrian Water's acquisition by a consortium led by the Group in October 2011. Prior to her current position, Ms. Mottram has held a number of senior management roles in the rail and transport sector, and she was awarded an OBE in the New Year Honours List 2010 for services to the rail industry. Ms. Mottram is currently a board member of the Confederation of British Industry and the North East Local Enterprise Partnership, and a Vice-Chair of Newcastle University Council. In 2016, she was selected to be the Prince of Wales' Business Ambassador to the North East, in conjunction with Business in the Community. In the same year, Ms. Mottram was also named North East Business Executive of the Year for her contribution to business in the North East of England. In 2018, Ms. Mottram was awarded a CBE in the Queen's Birthday Honours List for her contribution to the water industry and business community.

Sean O'BRIEN

aged 52, is President and Chief Executive Officer of Reliance Home Comfort. Mr. O'Brien has over 20 years of senior leadership experience in sales, general management, marketing and business development, with an emphasis on fostering a high performance culture. Prior to his current role, he was President of Canada's largest industrial supplies distribution company. In 2016 he was recognised as Canada's Most Admired CEO and in 2017 won Glassdoor Highest Rated CEO of the Year Award. Mr. O'Brien holds a Bachelor's degree in Social Studies.

Richard Clive PEARSON

aged 73, has been Chairman of Wellington Electricity Distribution Network Limited and its subsidiary companies since the organisation's establishment in 2008. He was also appointed Chairman of Enviro (NZ) Limited in 2013. Prior to his current positions, Mr. Pearson worked for Hutchison Whampoa Group (now known as CK Hutchison Holdings) from 1975 to 2007, holding various senior roles in Hutchison Port Holdings Group, including Managing Director – Europe Division from 2005 to 2007, President of ECT Rotterdam from 2002 to 2004, as well as Managing Director of Hongkong International Terminals Ltd from 1996 to 1998. He is currently a Director of Employers and Manufacturers Association NZ. Mr. Pearson holds a Bachelor's degree in Commerce and is a member of the New Zealand Society of Accountants.

Duane RAE

aged 55, has been Chief Executive Officer of Husky Midstream General Partnership (a subsidiary of Canadian Midstream Assets) since May 2017. He is an experienced executive with broad-based technical, financial, commercial, and regulatory experience in the upstream and midstream energy sectors in Canada and the United States. Before joining Husky Midstream, Mr. Rae was President of the liquids pipelines business unit of a major North American energy infrastructure company. Mr. Rae holds a Bachelor of Science degree in Mechanical Engineering and a Master's degree in Business Administration.

Timothy Hugh ROURKE

aged 47, is Chief Executive Officer of Victoria Power Networks Pty Ltd. (formerly CHEDHA Holdings Pty Ltd.) and its subsidiaries, including CitiPower I Pty Ltd. and Powercor Australia Limited. He is also the Chief Executive Officer of United Energy Limited. Prior to joining Victoria Power Networks in April 2013, Mr. Rourke was Chief Executive Officer of an energy infrastructure business operating in Australia and New Zealand. Previous experience included senior executive roles with a number of Australian based energy and infrastructure companies. Before entering the energy sector, he worked for a multi-national mining company and an international accounting and consultancy firm. Mr. Rourke is Chair of Energy Networks Australia, the national industry association representing electricity and gas distribution business. He holds a Bachelor of Commerce degree.

Basil SCARSELLA

aged 63, has been Chief Executive Officer of UK Power Networks Holdings Limited since its establishment in late 2010. Prior to his current appointment, Mr. Scarsella held a number of senior positions in the Group's businesses, including Chief Executive Officer of Northern Gas Networks Limited in the United Kingdom from 2005 to 2010, and Chief Executive Officer of SA Power Networks (formerly ETSA Utilities) in Australia from 1998 to 2005. Before SA Power Networks was acquired by the Group, he worked in ETSA Utilities and other energy companies in Australia. Mr. Scarsella has a degree in Economics and is a Certified Practising Accountant. He is a Life Member of Football Australia and received the Australian Sports Medal in 2000, and in 2003 became a Member of the Order of Australia (AM) for his services to sport. Mr. Scarsella was the Chairman of the Energy Networks Association in the United Kingdom from 2014 to 2017.

Greg Donald SKELTON

aged 54, is Chief Executive Officer of Wellington Electricity Lines Limited. He has been with the company since its formation in 2009. Mr. Skelton has over 30 years of experience in the fields of production engineering, electrical engineering and business management. He holds a Bachelor's degree in Electrical Engineering, a Master's degree in Business Administration, and is a Fellow of the Institute of Professional Engineers of New Zealand.

BOARD AND KEY PERSONNEL

KEY PERSONNEL'S BIOGRAPHICAL INFORMATION (CONT'D)

OVERSEAS (CONT'D)

Robert STOBBE

aged 62, has been Chief Executive Officer of SA Power Networks (formerly ETSA Utilities) since 2010. He has held senior executive positions from 1999 to 2008 at various businesses of the Group including Northern Gas Networks Limited in the United Kingdom; as well as Powercor Australia Limited, CitiPower I Pty Ltd., and SA Power Networks in Australia. Before returning to SA Power Networks to assume his current position, he held leadership roles in rail and infrastructure investment corporations. Mr. Stobbe holds directorships in charitable organisations including Asthma Australia, Operation Flinders Foundation, as well as the James Brown Memorial Trust. He is also a Director of Business SA and Energy Networks Australia. Mr. Stobbe has a Bachelor of Business (Accounting) degree and is a Fellow of CPA Australia. He is a Member of the Australian Institute of Company Directors.

Peter Peace TULLOCH

aged 75, has been Chairman of SA Power Networks (formerly ETSA Utilities), Victoria Power Networks Pty Ltd. (formerly CHEDHA Holdings Pty Ltd.), as well as its subsidiaries, CitiPower I Pty Ltd. and Powercor Australia Limited since 2005. He was appointed Chairman of Australian Gas Networks Limited (formerly Envestra) in late 2014, and he is also a Non-executive Director of CK Life Sciences Int'l., (Holdings) Inc. Mr. Tulloch has over 30 years of banking experience in Asia. He was educated in Scotland and is a Fellow of the Institute of Canadian Bankers.

Benjamin Hollis WILSON

aged 44, is Chief Executive Officer of Australian Gas Networks Limited ("AGN") (formerly Envestra), Multinet Gas Limited, Dampier Bunbury Pipeline and DBP Development Group. He joined the company in March 2015. Before joining AGN, Mr. Wilson was Director of Strategy & Regulation and Chief Financial Officer of UK Power Networks, with responsibility for treasury, long-term business planning, regulation, innovation, and business transformation. Prior to joining UK Power Networks in 2011, Mr. Wilson was an investment banker for 15 years in London and Hong Kong, covering utilities and natural resources financings, mergers and acquisitions and privatisations in Europe, Asia and Latin America. He is a Director and Deputy Chair of Energy Networks Australia, Chairman of the ENA Gas Committee, and a former Director of the Energy Supply Association of Australia. Mr. Wilson holds a Bachelor's degree in Natural Sciences.

Thomas ZINNOECKER

aged 57, is Chief Executive Officer of ista. He has over 20 years of experience in the real estate industry in Germany during which he held a variety of management positions, 15 years of them as Chief Executive Officer. Prior to joining ista, he was Deputy Chief Executive Officer of Germany's largest housing company, and had been Chief Executive Officer of large real estate companies for 11 years. Mr. Zinnoecker holds a Master's degree in Business Administration.

REPORT OF THE DIRECTORS

The Directors are pleased to present shareholders their report together with the audited financial statements of the Group for the year ended 31st December, 2018.

PRINCIPAL ACTIVITIES

The Group's principal activities during the year are development, investment and operation of infrastructure businesses in Hong Kong, Mainland China, the United Kingdom, Continental Europe, Australia, New Zealand and Canada.

BUSINESS REVIEW

A fair review of the Group's business, and an indication of likely future development in the Group's business are provided in the Business Review, Chairman's Letter and Group Managing Director's Report on pages 24 to 51, pages 6 to 11 and pages 12 to 18 of this Annual Report respectively. An analysis of the Group's performance using financial key performance indicators is set out in the Ten-year Financial Summary on page 5 and Financial Review on pages 52 to 53. A description of the principal risks and uncertainties facing the Group can be found in the Risk Factors on pages 195 to 200. In addition, particulars of important events affecting the Group that have occurred since the end of the year 2018, if any, are set out in the Chairman's Letter on pages 6 to 11 and in Note 39 to the Consolidated Financial Statements on page 150. A discussion on the Group's policies and performance about the environment and an account of the relationships with its key stakeholders are included in the Environmental, Social and Governance Report on pages 183 to 194 of this Annual Report. The above discussions form part of the Report of the Directors.

Many of the Group's businesses and investments in relation to energy, transportation, water, waste management and infrastructure in different parts of the world are subject to local laws and legislations including, for instance, Gas Act 1986 (and associated regulations) and Electricity Safety, Quality and Continuity Regulations in the United Kingdom, National Gas Law and National Electricity (Victoria) Act 2005 in Australia, European Union Energy Efficiency Directive (Directive 2012/27/EU), Consumer Protection Act, 2002 (Ontario) and Canadian Environmental Protection Act 1999 in Canada. Each of such businesses is required to work within the ambit of its operating licence(s) in the jurisdictions where it operates and ensures that its local operations comply with relevant laws and regulations that have significant impact on the operation(s) through performing regular audits, completing regular internal compliance reports and putting in place regulatory compliance guideline and procedure. Further information about laws and regulations affecting the businesses of the Group can be found in the Environmental, Social and Governance Report on pages 183 to 194 of the Annual Report.

RESULTS AND DIVIDENDS

Results of the Group for the year ended 31st December, 2018 are set out in the Consolidated Income Statement on page 87.

The Directors recommend the payment of a final dividend of HK$1.75 per share which, together with the interim dividend of HK$0.68 per share paid on 6th September, 2018, makes the total dividend of HK$2.43 per share for the year.

GROUP FINANCIAL SUMMARY

Results, assets and liabilities of the Group for the last ten years are summarised on page 5.

DIRECTORS

The Directors of the Company in office at the date of this Annual Report are listed on page 210 and their biographical information is set out on pages 54 to 61.

In accordance with the Company's Bye-laws, the Directors of the Company (including Non-executive Directors) shall be subject to retirement by rotation at each annual general meeting. Accordingly, Mr. Kam Hing Lam, Mr. Ip Tak Chuen, Edmond, Mr. Frank John Sixt, Mrs. Kwok Eva Lee, Mr. Lan Hong Tsung, David and Mr. George Colin Magnus will retire by rotation and, being eligible, offer themselves for re-election at the forthcoming annual general meeting.

Each of the Independent Non-executive Directors had made an annual confirmation of independence pursuant to Rule 3.13 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Listing Rules"). The Company considered that all Independent Non-executive Directors meet the independence guidelines set out in Rule 3.13 of the Listing Rules and are independent in accordance with the terms of the guidelines.

ARRANGEMENT TO PURCHASE SHARES OR DEBENTURES

At no time during the year was the Company, its parent company, subsidiary or fellow subsidiary a party to any arrangements which enabled any Director to acquire benefits by means of the acquisition of shares in or debentures of the Company or of any other body corporate.

DIRECTORS' INTERESTS IN TRANSACTIONS, ARRANGEMENTS OR CONTRACTS

Save for otherwise disclosed under the section headed "Connected Transaction", there were no other transactions, arrangements or contracts of significance in relation to the businesses of the Company and its subsidiaries to which the Company or a specified undertaking of the Company was a party and in which a Director of the Company or his/her connected entity had a material interest, whether directly or indirectly, subsisted at any time during the year 2018 and as at the date of this Annual Report.

DIRECTORS' SERVICE CONTRACTS

None of the Directors of the Company has a service contract with the Company which is not determinable by the Company within one year without payment of compensation (other than statutory compensation).

PERMITTED INDEMNITY PROVISION

The Company's Bye-laws provides that the Directors shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which may incur or sustain by or by reason of any act done, concurred in or omitted in or about the execution of their duty in their offices, provided that this indemnity shall not extend to any matter in respect of any wilful negligence, wilful default, fraud or dishonesty which may attach to the Directors concerned. A Directors Liability Insurance is in place to protect the Directors against potential costs and liabilities arising from claims brought against the Directors.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES

As at 31st December, 2018, the interests or short positions of the Directors and chief executives of the Company in the shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) which were notified to the Company and The Stock Exchange of Hong Kong Limited ("Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required, pursuant to the Model Code for Securities Transactions by Directors adopted by the Company (the "Model Code"), to be notified to the Company and the Stock Exchange, were as follows:

(1) Long Positions in Shares

			Number of Ordinary Shares/Share Stapled Units					
Name of Company	Name of Director	Capacity	Personal Interests	Family Interests	Corporate Interests	Other Interests	Total	Approximate % of Shareholding
Company	Li Tzar Kuoi, Victor	Interest of child or spouse & beneficiary of trusts	–	227,000	–	5,428,000 (Note 1)	5,655,000	0.21%
	Kam Hing Lam	Beneficial owner	100,000	–	–	–	100,000	0.003%
CK Hutchison Holdings Limited	Li Tzar Kuoi, Victor	Beneficial Owner, Interest of child or spouse, interest of controlled corporations & beneficiary of trusts	220,000	405,200	2,572,350 (Note 3)	1,160,195,710 (Note 2)	1,163,393,260	30.16%
	Kam Hing Lam	Beneficial owner & interest of child or spouse	51,040	57,360	–	–	108,400	0.002%
	Fok Kin Ning, Canning	Interest of controlled corporation	–	–	5,111,438 (Note 8)	–	5,111,438	0.13%
	Frank John Sixt	Beneficial owner	136,800	–	–	–	136,800	0.003%
	Lan Hong Tsung, David	Beneficial owner	13,680	–	–	–	13,680	0.0003%
	Lee Pui Ling, Angelina	Beneficial owner	111,334	–	–	–	111,334	0.002%
	George Colin Magnus	Beneficial owner, interest of child or spouse & founder & beneficiary of a discretionary trust	85,361	16,771	–	833,868 (Note 9)	936,000	0.02%
	Chow Woo Mo Fong, Susan	Beneficial owner	129,960	–	–	–	129,960	0.003%
	Man Ka Keung, Simon	Beneficial owner & interest of child or spouse	9,895 (Note 10)	11,895 (Note 10)	–	–	11,895	0.0003%
Power Assets Holdings Limited	Kam Hing Lam	Interest of child or spouse	–	100,000	–	–	100,000	0.004%
	Lee Pui Ling, Angelina	Beneficial owner	8,800	–	–	–	8,800	0.0004%

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (CONT'D)

(1) Long Positions in Shares (Cont'd)

Name of Company	Name of Director	Capacity	Number of Ordinary Shares/Share Stapled Units: Personal Interests	Family Interests	Corporate Interests	Other Interests	Total	Approximate % of Shareholding
HK Electric Investments and HK Electric Investments Limited	Li Tzar Kuoi, Victor	Interest of controlled corporations	–	–	7,870,000 (Note 5)	–	7,870,000	0.08%
	Kam Hing Lam	Interest of child or spouse	–	1,025,000	–	–	1,025,000	0.01%
	Fok Kin Ning, Canning	Interest of controlled corporation	–	–	2,000,000 (Note 8)	–	2,000,000	0.02%
	Lee Pui Ling, Angelina	Beneficial owner	2,000	–	–	–	2,000	0.00002%
Hutchison Telecommunications (Australia) Limited	Fok Kin Ning, Canning	Beneficial owner & interest of controlled corporation	4,100,000	–	1,000,000 (Note 8)	–	5,100,000	0.037%
	Frank John Sixt	Beneficial owner	1,000,000	–	–	–	1,000,000	0.007%
Hutchison Telecommunications Hong Kong Holdings Limited	Li Tzar Kuoi, Victor	Interest of child or, spouse, interest of controlled corporations & beneficiary of trusts	–	192,000	2,764,796 (Note 7)	153,280 (Note 6)	3,110,076	0.06%
	Fok Kin Ning, Canning	Interest of controlled corporation	–	–	1,202,380 (Note 8)	–	1,202,380	0.025%
	George Colin Magnus	Beneficial owner & interest of child or spouse	13,201	132	–	–	13,333	0.0003%
	Chow Woo Mo Fong, Susan	Beneficial owner	250,000	–	–	–	250,000	0.005%
Hutchison China MediTech Limited	Fok Kin Ning, Canning	Interest of child or spouse	–	26,740	–	–	26,740	0.04%

(2) Long Positions in Underlying Shares

Name of Company	Name of Director	Capacity	Number of Underlying Shares: Personal Interests	Family Interests	Corporate Interests	Other Interests	Total
Hutchison Telecommunications Hong Kong Holdings Limited	Frank John Sixt	Beneficial owner	255,000 (Note 11)	–	–	–	255,000

(3) Long Positions in Debentures

Name of Company	Name of Director	Capacity	Amount of Debentures: Personal Interests	Family Interests	Corporate Interests	Other Interests	Total
Hutchison Whampoa International (09) Limited	Li Tzar Kuoi, Victor	Interest of controlled corporation	–	–	US$45,792,000 7.625% Notes due 2019 (Note 4)	–	US$45,792,000 7.625% Notes due 2019
CK Hutchison Capital Securities (17) Limited	Li Tzar Kuoi, Victor	Interest of controlled corporation	–	–	US$38,000,000 Subordinated Guaranteed Perpetual Capital Securities (Note 4)	–	US$38,000,000 Subordinated Guaranteed Perpetual Capital Securities

Notes:

1. The discretionary beneficiaries of each of The Li Ka-Shing Unity Discretionary Trust ("DT1") and another discretionary trust ("DT2") are, inter alia, Mr. Li Tzar Kuoi, Victor, his wife and children, and Mr. Li Tzar Kai, Richard. Each of the trustees of DT1 and DT2 holds units in The Li Ka-Shing Unity Trust ("UT1") but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust. Li Ka-Shing Unity Trustee Company Limited ("TUT1") as trustee of UT1 holds a total of 5,428,000 shares of the Company.

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

   By virtue of the above and as a director of the Company and a discretionary beneficiary of each of DT1 and DT2, Mr. Li Tzar Kuoi, Victor is taken to have a duty of disclosure in relation to the shares of the Company held by TUT1 as trustee of UT1 under the SFO.

2. The 1,160,195,710 shares in CK Hutchison Holdings Limited ("CK Hutchison") comprise:

   (a) 1,003,380,744 shares held by TUT1 as trustee of UT1 together with certain companies which TUT1 as trustee of UT1 is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings ("TUT1 related companies"). By virtue of being a director of the Company and a discretionary beneficiary of each of DT1 and DT2 as described in Note 1 above, Mr. Li Tzar Kuoi, Victor is taken to have a duty of disclosure in relation to the said shares of CK Hutchison held by TUT1 as trustee of UT1 and TUT1 related companies under the SFO.

   (b) 72,387,720 shares held by Li Ka-Shing Castle Trustee Company Limited ("TUT3") as trustee of The Li Ka-Shing Castle Trust ("UT3") together with certain companies which TUT3 as trustee of UT3 is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings ("TUT3 related companies"). The discretionary beneficiaries of each of the two discretionary trusts ("DT3" and "DT4") are, inter alia, Mr. Li Tzar Kuoi, Victor, his wife and children, and Mr. Li Tzar Kai, Richard. Each of the trustees of DT3 and DT4 holds units in UT3 but is not entitled to any interest or share in any particular property comprising the trust assets of the said unit trust.

DIRECTORS' INTERESTS AND SHORT POSITIONS IN SHARES, UNDERLYING SHARES AND DEBENTURES (CONT'D)

Notes (Cont'd):

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

By virtue of the above and as a director of the Company and a discretionary beneficiary of each of DT3 and DT4, Mr. Li Tzar Kuoi, Victor is also taken to have a duty of disclosure in relation to the said 72,387,720 shares of CK Hutchison held by TUT3 as trustee of UT3 and TUT3 related companies under the SFO.

(c) 84,427,246 shares held by a company controlled by Li Ka-Shing Castle Trustee Corporation Limited as trustee of DT3.

3. The 2,572,350 shares in CK Hutchison comprise:

   (a) 2,272,350 shares held by certain companies in which Mr. Li Tzar Kuoi, Victor is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings.

   (b) 300,000 shares held by Li Ka Shing Foundation Limited ("LKSF"). By virtue of the terms of the constituent documents of LKSF, Mr. Li Tzar Kuoi, Victor may be regarded as having the ability to exercise or control the exercise of one-third or more of the voting power at general meetings of LKSF.

4. Such interests are held by certain companies of which Mr. Li Tzar Kuoi, Victor is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings.

5. The 7,870,000 share stapled units in HK Electric Investments and HK Electric Investments Limited comprise:

   (a) 2,700,000 share stapled units held by a wholly-owned subsidiary of Li Ka Shing (Overseas) Foundation ("LKSOF"). By virtue of the terms of the constituent documents of LKSOF, Mr. Li Tzar Kuoi, Victor may be regarded as having the ability to exercise or control the exercise of one-third or more of the voting power at general meetings of LKSOF.

   (b) 5,170,000 share stapled units held by LKSF. By virtue of the terms of the constituent documents of LKSF, Mr. Li Tzar Kuoi, Victor may be regarded as having the ability to exercise or control the exercise of one-third or more of the voting power at general meetings of LKSF.

6. 153,280 shares in Hutchison Telecommunications Hong Kong Holdings Limited ("HTHK") are held by TUT3 as trustee of UT3. By virtue of being a director of the Company and discretionary beneficiary of each of DT3 and DT4 as described in Note 2(b) above, Mr. Li Tzar Kuoi, Victor is taken to have a duty of disclosure in relation to the said 153,280 shares of HTHK held by TUT3 as trustee of UT3 under the SFO.

7. The 2,764,796 shares in HTHK comprise:

   (a) 2,519,250 shares held by certain companies in which Mr. Li Tzar Kuoi, Victor is entitled to exercise or control the exercise of one-third or more of the voting power at their general meetings.

   (b) 245,546 shares held by LKSOF. By virtue of the terms of the constituent documents of LKSOF, Mr. Li Tzar Kuoi, Victor may be regarded as having the ability to exercise or control the exercise of one-third or more of the voting power at general meetings of LKSOF.

8. Such interests are held by a company which is equally owned by Mr. Fok Kin Ning, Canning and his wife.

9. Such interests comprise 184,000 shares held by a company controlled by a trust under which Mr. George Colin Magnus is a discretionary beneficiary and 649,868 shares indirectly held by a trust of which Mr. George Colin Magnus is the settlor and a discretionary beneficiary.

10. Such 9,895 shares are jointly held by Mr. Man Ka Keung, Simon and his wife, the remaining 2,000 shares are held by his wife.

11. Such underlying shares are derived from the 17,000 American Depositary Shares (each representing 15 ordinary shares) in HTHK beneficially owned by Mr. Frank John Sixt.

Save as disclosed above, none of the Directors or chief executives of the Company had, as at 31st December, 2018, 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 would have to be notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests or short positions which they were taken or deemed to have under such provisions of the SFO), or which were recorded in the register required to be kept by the Company under Section 352 of the SFO, or which were required to be notified to the Company and the Stock Exchange pursuant to the Model Code.

INTERESTS AND SHORT POSITIONS OF SHAREHOLDERS

So far as is known to any Director or chief executive of the Company, as at 31st December, 2018, shareholders (other than Directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO were as follows:

Long Positions of Substantial Shareholders in the Shares of the Company

Name	Capacity	Number of Ordinary Shares	Total	Approximate % of Shareholding
Hutchison Infrastructure Holdings Limited	(1) Beneficial owner	1,906,681,945 (Note i)	2,037,747,042	76.87%
	(2) Interest of controlled corporation	131,065,097 (Note iv)		
CK Hutchison Global Investments Limited	(1) Interest of controlled corporations	1,906,681,945 (Note ii)	2,037,747,042	76.87%
	(2) Interest of controlled corporation	131,065,097 (Note iv)		
CK Hutchison Holdings Limited	(1) Interest of controlled corporations	1,906,681,945 (Note iii)	2,037,747,042	76.87%
	(2) Interest of controlled corporation	131,065,097 (Note iv)		

Notes:

i. 1,906,681,945 shares of the Company are held by Hutchison Infrastructure Holdings Limited ("HIHL"), an indirect subsidiary of CK Hutchison Global Investments Limited ("CK Global"). Its interests are duplicated in the interests of CK Global in the Company described in Note ii below.

ii. CK Global is deemed to be interested in the 1,906,681,945 shares of the Company referred to in Note i above as certain subsidiaries of CK Global are entitled to exercise or control the exercise of more than one-third of the voting power at general meetings of HIHL.

iii. CK Hutchison Holdings Limited ("CK Hutchison") is deemed to be interested in the 1,906,681,945 shares of the Company referred to in Note ii above as CK Hutchison is entitled to exercise or control the exercise of more than one-third of the voting power at general meetings of CK Global.

iv. The 131,065,097 shares are held by OVPH Limited ("OVPH") by virtue of the US$1,200,000,000 5.875% Guaranteed Perpetual Capital Securities (the "Perpetual Securities") issued on 2nd March, 2016. The Perpetual Securities were issued by OVPH and guaranteed by the Company. A swap agreement was entered into between the Company and OVPH under which OVPH is obliged to act in accordance with directions from the Company on certain matters. As a result, the Company is deemed by virtue of section 316(2) of the SFO to be interested in such voting shares as OVPH is interested. HIHL, CK Global and CK Hutchison are in turn deemed to be interested in the same 131,065,097 shares of the Company held by OVPH for the reasons set out in Notes ii and iii above.

Save as disclosed above, as at 31st December, 2018, the Company had not been notified by any persons (other than Directors or chief executives of the Company) who had interests or short positions in the shares or underlying shares of the Company which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

CONNECTED TRANSACTION

On 31st August, 2018, Henley Riches Limited ("Henley"), an indirect wholly-owned subsidiary of CK Hutchison Holdings Limited ("CKHH") and CKHH (as guarantor of Henley) entered into an economic benefits agreement with Success Ally Global Limited ("Success Ally"), an indirect wholly-owned subsidiary of the Company ("Economic Benefits Agreement"), pursuant to which, Henley would, with effect from the date on which the relevant consideration is actually received by Henley ("Effective Date"), on an on-going basis, pay Success Ally economic benefits amounts in consideration for the payment of approximately US$917.20 million (approximately HK$7,200 million) to Henley. The economic benefits amount payable by Henley to Success Ally under the Economic Benefits Agreement refers to the sums equal to 30% of the economic benefits, comprising amounts including dividends and other distributions declared by Cheung Kong (Infrastructure Investment) Limited ("CKII"), a wholly-owned subsidiary of Cheung Kong (Holdings) Limited ("CKH"), which in turn a wholly-owned subsidiary of CKHH, to CKH and other proceeds or payments (including interest payments) received by CKH from CKII from and including the Effective Date. The Economic Benefits Agreement thereby allows Success Ally to earn a reasonable return based on the performance of the portfolio of infrastructure assets which comprise the relevant businesses of (a) Park'N Fly, the largest off-airport car park provider in Canada, of which CKII holds an indirect interest of 50%, (b) Northumbrian Water, one of the 10 regulated water and sewerage companies in England and Wales, of which CKII holds an indirect interest of 40%, (c) Australian Gas Networks, one of Australia's largest distributors of natural gas, of which CKII holds an indirect interest of 27.51%, (d) Wales & West Gas Networks, a gas distribution network that serves Wales and the South West of England, of which CKII holds an indirect interest of 30%, (e) UK Rails, one of the three major rolling stock operating companies in the United Kingdom, of which CKII holds an indirect interest of 50% and (f) Dutch Enviro Energy, the largest energy-from-waste company in the Netherlands, of which CKII holds an indirect interest of 35%, owned by CKII. CKHH has unconditionally and irrevocably guaranteed to Success Ally the due and punctual performance by Henley of its obligations, covenants and undertakings under the Economic Benefits Agreement (including the payment obligation of Henley in respect of the economic benefits amount). CKHH held approximately 71.93% of the issued share capital of the Company as at 31st August, 2018. As CKHH is a substantial shareholder of the Company, CKHH is a connected person of the Company under the Listing Rules. The entering into the Economic Benefits Agreement constitutes a connected transaction for the Company under the Listing Rules. The above transaction was subject to the announcement and reporting requirements but was exempted from the independent shareholders' approval requirements under the Listing Rules. Mr. Victor T K Li, being a director of the Company, had voluntarily abstained from voting on the board resolutions of the Company approving the Economic Benefits Agreement.

MAJOR CUSTOMERS AND SUPPLIERS

During the year, the Group's five largest customers accounted for less than 30 per cent of the Group's sales of goods or services and the Group's five largest suppliers accounted for less than 30 per cent of the Group's purchases.

DIRECTORS' INTERESTS IN COMPETING BUSINESSES

During the year, the interests of Directors in the businesses which compete or are likely to compete, either directly or indirectly, with the businesses of the Group (the "Competing Business") as required to be disclosed pursuant to the Listing Rules were as follows:

(a) Core Business Activities of the Group

(1) Development, investment and operation of energy infrastructure;
(2) Development, investment and operation of transportation infrastructure;
(3) Development, investment and operation of water infrastructure;
(4) Development, investment and operation of waste management and waste-to-energy businesses;
(5) Development, investment and operation of household infrastructure;
(6) Development, investment and operation and commercialisation of infrastructure related business;
(7) Investment holding and project management; and
(8) Securities investment.

(b) Interests in Competing Business

Name of Director	Name of Company	Nature of Interest	Competing Business (Note)
Victor T K Li	CK Asset Holdings Limited	Chairman* and Managing Director	(1), (2) & (5)
	CK Hutchison Holdings Limited	Chairman** and Group Co-Managing Director	(1), (2), (3), (4) & (7)
	Power Assets Holdings Limited	Non-executive Director	(1), (4), (7) & (8)
	HK Electric Investments and HK Electric Investments Limited	Non-executive Director and Deputy Chairman	(1) & (7)
	CK Life Sciences Int'l., (Holdings) Inc.	Chairman	(8)
	Husky Energy Inc.	Co-Chairman	(1)
Kam Hing Lam	CK Asset Holdings Limited	Deputy Managing Director	(1), (2) & (5)
	CK Hutchison Holdings Limited	Deputy Managing Director	(1), (2), (3), (4) & (7)
	CK Life Sciences Int'l., (Holdings) Inc.	President and Chief Executive Officer	(8)
Ip Tak Chuen, Edmond	CK Asset Holdings Limited	Deputy Managing Director	(1), (2) & (5)
	CK Hutchison Holdings Limited	Deputy Managing Director	(1), (2), (3), (4) & (7)
	CK Life Sciences Int'l., (Holdings) Inc.	Senior Vice President and Chief Investment Officer	(8)

Name of Director	Name of Company	Nature of Interest	Competing Business (Note)
Fok Kin Ning, Canning	CK Hutchison Holdings Limited	Group Co-Managing Director	(1), (2), (3), (4) & (7)
	Power Assets Holdings Limited	Chairman	(1), (4), (7) & (8)
	HK Electric Investments and HK Electric Investments Limited	Chairman	(1) & (7)
	Hutchison Telecommunications Hong Kong Holdings Limited	Chairman	(7)
	Husky Energy Inc.	Co-Chairman	(1)
Andrew John Hunter	Power Assets Holdings Limited	Executive Director	(1), (4), (7) & (8)
Chan Loi Shun	Power Assets Holdings Limited	Executive Director	(1), (4), (7) & (8)
	HK Electric Investments and HK Electric Investments Limited	Executive Director	(1) & (7)
Frank John Sixt	CK Hutchison Holdings Limited	Group Finance Director and Deputy Managing Director	(1), (2), (3), (4) & (7)
	HK Electric Investments and HK Electric Investments Limited	Alternate Director	(1) & (7)
	TOM Group Limited	Non-executive Chairman	(7) & (8)
	Husky Energy Inc.	Director	(1)
Lee Pui Ling, Angelina	TOM Group Limited	Non-executive Director	(7) & (8)
	Henderson Land Development Company Limited	Non-executive Director	(1), (2) & (7)
George Colin Magnus	CK Hutchison Holdings Limited	Non-executive Director	(1), (2), (3), (4) & (7)
	Huksy Energy Inc.	Director	(1)
Chow Woo Mo Fong, Susan	CK Hutchison Holdings Limited	Non-executive Director	(1), (2), (3), (4) & (7)
	HK Electric Investments and HK Electric Investments Limited	Alternate Director	(1) & (7)
Man Ka Keung, Simon	Vermillion Aviation Holdings Limited	Director	(2)
Eirene Yeung	Accipiter Holdings Designated Activity Company	Director	(2)

Note: Such businesses may be conducted through subsidiaries, associated companies or by way of other forms of investments.

* With effect from the conclusion of the annual general meeting of CK Asset Holdings Limited held on 10th May, 2018, Mr. Victor T K Li succeeded as Chairman of CK Asset Holdings Limited.

** With effect from the conclusion of the annual general meeting of CK Hutchison Holdings Limited held on 10th May, 2018, Mr. Victor T K Li succeeded as Chairman of CK Hutchison Holdings Limited.

Save as disclosed above, none of the Directors is interested in any business apart from the Group's businesses which competes or is likely to compete, either directly or indirectly, with businesses of the Group.

PRE-EMPTIVE RIGHTS

There are no provisions for pre-emptive rights under the Company's Bye-laws and there are no restrictions against such rights under the laws of Bermuda.

PURCHASE, SALE OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

During the year ended 31st December, 2018, neither the Company nor any of its subsidiaries had purchased, sold or redeemed any of the Company's listed securities.

EQUITY-LINKED AGREEMENTS

For the year ended 31st December, 2018, the Company has not entered into any equity-linked agreement, and there did not subsist any equity-linked agreement entered into by the Company as at 31st December, 2018.

MANAGEMENT CONTRACTS

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

PUBLIC FLOAT

As announced by the Company on 8th January, 1997 and 17th February, 1997, the Stock Exchange granted a waiver from strict compliance with Rule 8.08 of the Listing Rules to the Company on 9th January, 1997 subject to approximately not less than 15.2 per cent of the issued share capital of the Company being held in public hands. Based on information available and within the knowledge of the Directors, the obligation has been complied with.

DONATIONS

Donations made by the Group during the year amounted to HK$1,583,000.

DISCLOSURE UNDER CHAPTER 13 OF THE LISTING RULES

The following information is disclosed in accordance with Rule 13.22 of Chapter 13 of the Listing Rules:

As at 31st December, 2018, the Group's financial assistance to certain affiliated companies exceeded the assets ratio of 8 per cent. A combined statement of financial position of the affiliated companies as at 31st December, 2018 is set out below:

HK$ million	
Non-current assets	586,219
Current assets	27,663
Current liabilities	(71,302)
Non-current liabilities	(410,986)
Net assets	131,594
Share capital	54,266
Reserves	77,338
Non-controlling interests	(10)
Total equity	131,594

As at 31st December, 2018, the consolidated attributable interest of the Group in these affiliated companies amounted to HK$93,621 million.

AUDIT COMMITTEE

The Group's annual report for the year ended 31st December, 2018 has been reviewed by the audit committee of the Company ("Audit Committee"). Information on the work of Audit Committee and its composition are set out in the Code Provision C.3 of the Corporate Governance Report on pages 171 to 173.

AUDITOR

The financial statements for the year have been audited by Messrs. Deloitte Touche Tohmatsu who retire and offer themselves for re-appointment at the 2019 annual general meeting.

On behalf of the Board
VICTOR T K LI
Chairman

20th March, 2019

Deloitte. 德勤

TO THE MEMBERS OF CK INFRASTRUCTURE HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)

OPINION

We have audited the consolidated financial statements of CK Infrastructure Holdings Limited (the "Company") and its subsidiaries (collectively referred to as the "Group") set out on pages 87 to 155, which comprise the consolidated statement of financial position as at 31st December, 2018, and the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31st December, 2018, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

KEY AUDIT MATTERS (CONT'D)

Valuation of interests in associates and joint ventures

Key audit matter	How our audit addressed the key audit matter
We identified the valuation of interests in associates and joint ventures as a key audit matter due to the significance of the Group's interests in associates and joint ventures in the context of the Group's consolidated financial statements, combined with the judgements involved in management's impairment assessment of the interests in associates and joint ventures, in particular, the future prospects of each associate and joint venture. As at 31st December, 2018, the carrying amounts of interests in associates and joint ventures amounted to HK$38,191 million and HK$95,892 million, respectively, which represented approximately 24% and 61% of the Group's total assets, respectively. As disclosed in note 4(e) to the consolidated financial statements, interests in associates and joint ventures are carried in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of profit or loss and other comprehensive income of the associates and joint ventures, less impairment in the values of individual investments. As such, the Group is required to assess at the end of each reporting period whether there is any indication that the carrying amounts of interests in associates and joint ventures may be impaired. For those associates and joint ventures in which such indication exists, the Group assessed the carrying amounts for impairment. As disclosed in notes 18 and 19 to the consolidated financial statements, no further impairment of interests in associates and joint ventures was considered to be necessary by the management as at 31st December, 2018.	Our procedures in relation to the valuation of interests in associates and joint ventures included: • Assessing the appropriateness of the management's accounting for interests in associates and joint ventures; • Understanding the management's process for identifying the existence of impairment indicators in respect of the interests in associates and joint ventures and evaluating the effectiveness of such process; • Where indicators of impairment have been identified, assessing the reasonableness of the recoverable amount of each of the relevant associates and joint ventures and obtaining an understanding from the management of their financial position and future prospects; • Assessing the reasonableness of key inputs and assumptions used by management in their estimation of recoverable amounts, including projections of cash flows, growth rates and discount rates applied; and comparing cash flow projections to supporting evidence, such as approved budgets, and evaluating the reasonableness of these budgets with reference to the future prospects of the associates and joint ventures as well as our knowledge of the industry and business; and • Performing sensitivity analysis on the key inputs to evaluate the magnitude of their impacts on the calculations of the recoverable amounts of those associates and joint ventures and assessing the sufficiency of provision for impairment loss made against interests in joint ventures by comparing the recoverable amounts of the relevant joint ventures against carrying amounts of the interests in the relevant joint ventures.

KEY AUDIT MATTERS (CONT'D)

Hedge accounting and the related disclosures for currency derivatives

Key audit matter	How our audit addressed the key audit matter
We identified the hedge accounting for currency derivatives and the adequacy of the related disclosures as a key audit matter because the evaluation of hedge effectiveness involved management's judgement and estimation. Besides, the changes in fair values of these currency derivatives also had a significant impact on the consolidated financial statements. As disclosed in note 5(a) to the consolidated financial statements, the Group was exposed to currency risk primarily arising from foreign investments. As further disclosed in note 21 to the consolidated financial statements, the Group utilised currency derivatives to hedge these investments during the year ended 31st December, 2018. These currency derivatives which were designated and effective as net investment hedges, gave rise to assets of HK$3,015 million and liabilities of HK$51 million as at 31st December, 2018 and the fair value changes of these currency derivatives have been deferred in equity at 31st December, 2018.	Our procedures in relation to the hedge accounting and the related disclosures for currency derivatives included: • Obtaining an understanding of and assessing the design and implementation of the management's controls over the valuation of currency derivatives and hedge accounting; • Inspecting the hedge documentations and contracts and evaluating the management's assessment of hedge effectiveness, on a sample basis, to evaluate the accounting for these currency derivatives in accordance with the requirements of Hong Kong Financial Reporting Standards 9 Financial Instruments ("HKFRS 9"); • Obtaining confirmations directly from contract counterparties to verify the existence of each currency derivative held at 31st December, 2018; • Reperforming mark-to-market valuations on a sample basis with the involvement of our financial instruments valuation specialists, to evaluate whether the fair values of the currency derivatives had been reasonably calculated by the management; and • Assessing the adequacy of the disclosures in respect of the currency derivatives and hedge accounting in accordance with the disclosure requirements of HKFRS 7 Financial Instruments: Disclosures, HKFRS 13 Fair Value Measurement and HKFRS 9.

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF DIRECTORS AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion solely to you, as a body, in accordance with Section 90 of Bermuda Companies Act, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONT'D)

As part of an audit in accordance with HKSAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONT'D)

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in the independent auditor's report is Keung To Wai, David.

Deloitte Touche Tohmatsu
Certified Public Accountants
Hong Kong
20th March, 2019

CONSOLIDATED INCOME STATEMENT

for the year ended 31st December

HK$ million	Notes	2018	2017
Turnover	7	**37,923**	31,642
Sales and interest income from infrastructure investments	7	**7,149**	6,016
Other income	8	**386**	792
Operating costs	9	**(3,923)**	(4,083)
Finance costs	10	**(502)**	(648)
Exchange (loss)/gain		**(51)**	120
Share of results of associates		**3,405**	3,693
Share of results of joint ventures		**4,894**	5,038
Profit before taxation	11	**11,358**	10,928
Taxation	12(a)	**(105)**	(72)
Profit for the year	13	**11,253**	10,856
Attributable to:			
Shareholders of the Company		**10,443**	10,256
Owners of perpetual capital securities		**796**	626
Non-controlling interests		**14**	(26)
		11,253	10,856
Earnings per share	14	**HK$4.14**	HK$4.07

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the year ended 31st December

HK$ million	2018	2017
Profit for the year	**11,253**	10,856
Other comprehensive (expense)/income		
Items that may be reclassified subsequently to profit or loss:		
Gain from fair value changes of derivatives designated as effective cash flow hedges	**43**	19
Gain/(Loss) from fair value changes of derivatives designated as effective net investment hedges	**2,984**	(3,429)
Exchange differences on translation of financial statements of foreign operations	**(4,202)**	4,703
Share of other comprehensive (expense)/income of associates	**(783)**	402
Share of other comprehensive income of joint ventures	**66**	89
Reserves released upon disposal of an associate	**–**	44
Income tax relating to components of other comprehensive income	**62**	31
	(1,830)	1,859
Items that will not be reclassified to profit or loss:		
Actuarial gain of defined benefit retirement plan	**5**	19
Share of other comprehensive income of associates	**263**	42
Share of other comprehensive income of joint ventures	**711**	630
Income tax relating to components of other comprehensive income	**(173)**	(119)
	806	572
Other comprehensive (expense)/income for the year	**(1,024)**	2,431
Total comprehensive income for the year	**10,229**	13,287
Attributable to:		
Shareholders of the Company	**9,421**	12,681
Owners of perpetual capital securities	**796**	626
Non-controlling interests	**12**	(20)
	10,229	13,287

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31st December

HK$ million	Notes	2018	2017
Property, plant and equipment	16	**2,508**	2,462
Investment properties	17	**382**	360
Interests in associates	18	**38,191**	43,108
Interests in joint ventures	19	**95,892**	98,462
Other financial assets	20	**7,821**	702
Derivative financial instruments	21	**2,448**	1,253
Goodwill and intangible assets	22	**2,556**	2,569
Deferred tax assets	28	**12**	7
Other non-current assets		**–**	136
Total non-current assets		**149,810**	149,059
Inventories	23	**170**	170
Derivative financial instruments	21	**567**	–
Debtors and prepayments	24	**1,133**	804
Bank balances and deposits	25	**6,090**	9,781
Total current assets		**7,960**	10,755
Bank and other loans	26	**1,442**	10,896
Derivative financial instruments	21	**14**	417
Creditors and accruals	27	**4,703**	4,242
Taxation		**128**	114
Total current liabilities		**6,287**	15,669
Net current assets/(liabilities)		**1,673**	(4,914)
Total assets less current liabilities		**151,483**	144,145
Bank and other loans	26	**28,697**	24,140
Derivative financial instruments	21	**396**	1,287
Deferred tax liabilities	28	**463**	468
Other non-current liabilities		**23**	58
Total non-current liabilities		**29,579**	25,953
Net assets		**121,904**	118,192
Representing:			
Share capital	30	**2,651**	2,651
Reserves		**104,522**	100,822
Equity attributable to shareholders of the Company		**107,173**	103,473
Perpetual capital securities	31	**14,701**	14,701
Non-controlling interests		**30**	18
Total equity		**121,904**	118,192

VICTOR T K LI
Director

IP TAK CHUEN, EDMOND
Director

20th March, 2019

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31st December

	Attributable to shareholders of the Company											
HK$ million	Share capital	Share premium	Treasury shares	Contributed surplus	Property revaluation reserve	Hedging reserve	Exchange translation reserve	Retained profits	Sub-total	Perpetual capital securities	Non-controlling interests	Total
At 1st January, 2017	2,651	25,299	(9,245)	6,062	68	(2,748)	(8,865)	83,383	96,605	9,544	38	106,187
Profit/(loss) for the year	–	–	–	–	–	–	–	10,256	10,256	626	(26)	10,856
Gain from fair value changes of derivatives designated as effective cash flow hedges	–	–	–	–	–	19	–	–	19	–	–	19
Loss from fair value changes of derivatives designated as effective net investment hedges	–	–	–	–	–	–	(3,429)	–	(3,429)	–	–	(3,429)
Exchange differences on translation of financial statements of foreign operations	–	–	–	–	–	–	4,697	–	4,697	–	6	4,703
Share of other comprehensive (expense)/income of associates	–	–	–	–	–	(264)	666	42	444	–	–	444
Share of other comprehensive income of joint ventures	–	–	–	–	–	89	–	630	719	–	–	719
Reserves released upon disposal of an associate	–	–	–	–	–	12	32	–	44	–	–	44
Actuarial gain of defined benefit retirement plan	–	–	–	–	–	–	–	19	19	–	–	19
Income tax relating to components of other comprehensive income	–	–	–	–	–	31	–	(119)	(88)	–	–	(88)
Total comprehensive (expense)/ income for the year	–	–	–	–	–	(113)	1,966	10,828	12,681	626	(20)	13,287
Final dividend paid for the year 2016	–	–	–	–	–	–	–	(4,107)	(4,107)	–	–	(4,107)
Interim dividend paid	–	–	–	–	–	–	–	(1,688)	(1,688)	–	–	(1,688)
Distribution paid on perpetual capital securities	–	–	–	–	–	–	–	–	–	(550)	–	(550)
Issue of perpetual capital securities (note 31)	–	–	–	–	–	–	–	–	–	5,081	–	5,081
Direct costs for issue of perpetual capital securities	–	–	–	–	–	–	–	(18)	(18)	–	–	(18)
At 31st December, 2017	2,651	25,299	(9,245)	6,062	68	(2,861)	(6,899)	88,398	103,473	14,701	18	118,192
Opening adjustments arising from adoption of HKFRS 9 and HKFRS 15	–	–	–	–	–	–	–	301	301	–	–	301
At 1st January, 2018 (as restated)	2,651	25,299	(9,245)	6,062	68	(2,861)	(6,899)	88,699	103,774	14,701	18	118,493
Profit for the year	–	–	–	–	–	–	–	10,443	10,443	796	14	11,253
Gain from fair value changes of derivatives designated as effective cash flow hedges	–	–	–	–	–	43	–	–	43	–	–	43
Gain from fair value changes of derivatives designated as effective net investment hedges	–	–	–	–	–	–	2,984	–	2,984	–	–	2,984
Exchange differences on translation of financial statements of foreign operations	–	–	–	–	–	–	(4,200)	–	(4,200)	–	(2)	(4,202)
Share of other comprehensive (expense)/income of associates	–	–	–	–	–	(222)	(561)	263	(520)	–	–	(520)
Share of other comprehensive income of joint ventures	–	–	–	–	–	66	–	711	777	–	–	777
Actuarial gain of defined benefit retirement plan	–	–	–	–	–	–	–	5	5	–	–	5
Income tax relating to components of other comprehensive income	–	–	–	–	–	62	–	(173)	(111)	–	–	(111)
Total comprehensive (expense)/ income for the year	–	–	–	–	–	(51)	(1,777)	11,249	9,421	796	12	10,229
Final dividend paid for the year 2017	–	–	–	–	–	–	–	(4,309)	(4,309)	–	–	(4,309)
Interim dividend paid	–	–	–	–	–	–	–	(1,713)	(1,713)	–	–	(1,713)
Distribution paid on perpetual capital securities	–	–	–	–	–	–	–	–	–	(796)	–	(796)
At 31st December, 2018	**2,651**	**25,299**	**(9,245)**	**6,062**	**68**	**(2,912)**	**(8,676)**	**93,926**	**107,173**	**14,701**	**30**	**121,904**

CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 31st December

HK$ million	Notes	2018	2017
OPERATING ACTIVITIES			
Cash from operations	33 (a)	**3,994**	3,000
Income taxes paid		**(112)**	(31)
Net cash from operating activities		**3,882**	2,969
INVESTING ACTIVITIES			
Purchases of property, plant and equipment		**(323)**	(254)
Disposals of property, plant and equipment		**4**	29
Addition to financial assets		**(7,154)**	–
Additions to intangible assets		**(100)**	(6)
Advances to associates		**(9)**	(28)
Return of capital from an associate		**–**	105
Repayment from an associate		**263**	125
Investments in joint ventures		**(1,157)**	(36,014)
Advances to joint ventures		**(1)**	(10)
Return of capital from a joint venture		**44**	–
Repayment from joint ventures		**1,422**	86
Disposal of an associate		**–**	1,235
Disposal of a joint venture		**–**	23
Dividends received from associates		**7,241**	12,784
Dividends received from joint ventures		**2,434**	2,305
Interest received		**133**	102
Net cash received/(paid) on hedging instruments		**322**	(242)
Net cash flows from/(utilised in) investing activities		**3,119**	(19,760)
Net cash flows before financing activities		**7,001**	(16,791)
FINANCING ACTIVITIES			
New bank loans and bonds	33 (b)	**7,480**	27,988
Repayments of bank and other loans	33 (b)	**(10,778)**	(11,230)
Finance costs paid		**(576)**	(694)
Dividends paid		**(6,022)**	(5,795)
Distribution paid on perpetual capital securities		**(796)**	(550)
Issue of perpetual capital securities		**–**	5,081
Direct costs for issue of perpetual capital securities		**–**	(18)
Net cash (utilised in)/from financing activities		**(10,692)**	14,782
Net decrease in cash and cash equivalents		**(3,691)**	(2,009)
Cash and cash equivalents at 1st January		**9,781**	11,790
Cash and cash equivalents at 31st December	25	**6,090**	9,781

1. GENERAL

The Company is a limited liability company incorporated in Bermuda and its shares are listed on The Stock Exchange of Hong Kong Limited ("Hong Kong Stock Exchange"). The addresses of its registered office and principal place of business are disclosed in the section headed "Corporate Information" of the Group's Annual Report. The Company's ultimate holding company is CK Hutchison Holdings Limited, a company incorporated in the Cayman Islands with limited liability, the shares of which are listed on Hong Kong Stock Exchange.

The consolidated financial statements are presented in Hong Kong dollars, which is the same as the functional currency of the Company.

The Group's principal activities are the development, investment and operation of infrastructure businesses in Hong Kong, Mainland China, the United Kingdom, Continental Europe, Australia, New Zealand and Canada.

2. CHANGES IN ACCOUNTING POLICIES

In the current year, the Group has adopted a number of revised Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") that are effective to the Group for accounting periods beginning on or after 1st January, 2018. Except as described below, the adoption of those revised HKFRSs has no material impact on the Group's results and financial position for the current or prior years and does not result in any significant change in accounting policies of the Group.

(a) HKFRS 9 "Financial Instruments"

In the current year, the Group has adopted HKFRS 9 "Financial Instruments". HKFRS 9 is effective for the accounting periods beginning on or after 1st January, 2018. The Group applied the transition provisions set out in HKFRS 9 to adjust the retained profits or other reserves as at 1st January, 2018, without restating comparative information retrospectively by applying the classification and measurement requirements (including impairment) to instruments that have not been derecognised as at 1st January, 2018 (date of initial application) and has not applied the requirements to instruments that have already been derecognised as at 1st January, 2018. In addition, the Group applied the hedge accounting prospectively. Except for the share of impacts on associates and joint ventures as explained in note 3, the principal effects resulting from the application of HKFRS 9 on the Group's assets or liabilities are summarised below:

Classification and measurement of financial assets and financial liabilities

HKFRS 9 introduces a new classification and measurement approach for financial assets that reflects the business model in which assets are managed, and their cash flow characteristics. It also introduces the new requirements on the accounting for financial liabilities that are designated at fair value through profit or loss.

Prior to 1st January, 2018, the Group's investments in securities were classified as either "available-for-sale financial assets" or "financial assets at fair value through profit or loss". From 1st January, 2018 onwards, the equity securities and debt securities previously classified as "available-for-sale financial assets" are classified as "financial assets at fair value through profit or loss" and "financial assets at amortised cost", respectively, according to the business model and cash flow characteristics. All other financial assets continue to be measured on the same basis as are measured under Hong Kong Accounting Standard ("HKAS") 39 "Financial Instruments: Recognition and Measurement".

2. CHANGES IN ACCOUNTING POLICIES (CONT'D)

(a) HKFRS 9 "Financial Instruments" (Cont'd)

Impairment of financial assets

HKFRS 9 replaces the "incurred loss" impairment model in HKAS 39 with a forward-looking "expected credit loss" model. The Group applies simplified approach to recognise lifetime expected losses for all trade debtors, and 12-months expected credit losses for investments in debt securities and other financial instruments. The credit losses calculated pursuant to the new requirements are not significantly different from the amount recognised under HKAS 39. Therefore, the Group considered no adjustment is necessary.

Hedge accounting

The Group has elected to use a more principles-based approach on hedge accounting which is introduced by HKFRS 9. HKFRS 9 requires the Group to ensure that hedge accounting relationships are aligned with its risk management objectives and strategy. The foreign currency forward contracts, cross currency swaps and interest rate swaps stated as at 31st December, 2017 continue to be qualified as net investment hedges or cash flow hedges under HKFRS 9 and no adjustment is considered necessary.

(b) HKFRS 15 "Revenue from Contracts with Customers"

HKFRS 15 "Revenue from Contracts with Customers" establishes a single comprehensive model in accounting for revenue arising from contracts with customers which are recognised when a performance obligation is satisfied. It replaces existing revenue recognition guidance, including HKAS 18 "Revenue", HKAS 11 "Construction Contracts" and the related Interpretations.

The Group has elected to adopt HKFRS 15 using the modified retrospective approach, with the effect of initially applying this standard recognised at the date of initial application. Accordingly, the information presented for 2017 has not been restated. Except for the share of impacts on associates and joint ventures as explained in note 3, the application of HKFRS 15 does not have a material impact on the timing and amounts of revenue recognition of the Group.

The Group has not early adopted the following new and revised HKFRSs issued by HKICPA that have been issued but are not yet effective. The Group is continuing to assess the implication of the adoption of these standards. Except for the adoption of HKFRS 16 "Leases", the Directors anticipate that the adoption of the other new and revised HKFRSs listed below will have no material impact on the results and financial position of the Group.

2. CHANGES IN ACCOUNTING POLICIES (CONT'D)

HKFRS 16	Leases
HKFRS 17	Insurance Contracts
HK (IFRIC)-Int 23	Uncertainty over Income Tax Treatments
HKFRS 3 (Amendments)	Definition of a Business
HKFRS 9 (Amendments)	Prepayment Features with Negative Compensation
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture
HKAS 1 and HKAS 8 (Amendments)	Definition of Material
HKAS 19 (Amendments)	Plan Amendment, Curtailment or Settlement
HKAS 28 (Amendments)	Long-term Interests in Associates and Joint Ventures
HKFRSs (Amendments)	Annual Improvements to HKFRSs 2015-2017 Cycle

Based on preliminary assessment, the Group has the following updates:

HKFRS 16 "Leases"

HKFRS 16 introduces a comprehensive model for the identification of lease arrangements and accounting treatments for both lessors and lessees. HKFRS 16 will supersede HKAS 17 "Leases" and the related interpretations when it becomes effective.

Prior to 1st January, 2019, lease and service contracts were classified as operating leases or finance leases. From 1st January, 2019 onwards, HKFRS 16 distinguishes lease and service contracts on the basis of whether an identified asset is controlled by a customer. Distinctions of operating leases and finance leases are removed for lessee accounting, and is replaced by a model where a right-of-use asset and a corresponding liability have to be recognised for all leases by lessees, except for short-term leases and leases of low value assets.

The right-of-use asset is initially measured at cost and subsequently measured at cost less accumulated depreciation and impairment losses, adjusted for any remeasurement of the lease liability. The lease liability is initially measured at the present value of the lease payments that are not paid at the date. Subsequently, the lease liability is adjusted for interest calculated by effective interest rate and lease payments, as well as the impact of lease modifications.

For the classification of cash flows, the Group currently presents upfront prepaid lease payments as investing cash flows in relation to leasehold lands for owned use and those classified as investment properties while other operating lease payments are presented as operating cash flows. Upon application of HKFRS 16, lease payments in relation to lease liability will be allocated into a principal and an interest portion which will be presented as financing cash flows.

As at 31st December, 2018, the Group has non-cancellable operating lease commitments. A preliminary assessment indicates that these arrangements will meet the definition of a lease. Upon application of HKFRS 16, the Group will recognise a right-of-use asset and a corresponding liability in respect of all these leases unless they qualify for low value or short-term leases.

Expanded disclosure requirements, other certain changes in measurement, classification and presentation are also introduced. These are expected to change the nature and extent of the Group's disclosure about its leases.

3. SUMMARY OF EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES

Consolidated Statement of Financial Position items

HK$ million	31/12/2017	Effects of adopting HKFRS 9*	Effects of adopting HKFRS 15^	1/1/2018
Interests in associates	43,108	90	–	43,198
Interests in joint ventures	98,462	–	211	98,673
Retained profits	88,398	90	211	88,699

Notes:

* The effects are in relation to the changes in classification and measurement of financial assets of an associate.

^ The effects are in relation to change in revenue recognition of certain sub-metering, maintenance contracts and construction service contracts of joint ventures.

Consolidated Income Statement and Consolidated Statement of Comprehensive Income items

For the year ended 31st December 2018

HK$ million	As reported	Effects of adopting HKFRS 9	Effects of adopting HKFRS 15	Without adoption of HKFRS 9 & 15
Share of results of associates	3,405	(31)	1	3,375
Share of results of joint ventures	4,894	(4)	(10)	4,880
Share of other comprehensive income/(expense) of associates and joint ventures	257	(8)	–	249
Income tax relating to components of other comprehensive income	(111)	3	–	(108)

3. SUMMARY OF EFFECTS OF THE CHANGES IN ACCOUNTING POLICIES (CONT'D)

The following table illustrates the classification of financial assets under HKFRS 9 and HKAS 39 at the date of initial application, 1st January, 2018.

Analysis of financial assets items

HK$ million	Original classification under HKAS 39	Original carrying amount under HKAS 39	New classification under HKFRS 9	New carrying amount under HKFRS 9
Financial assets				
Investment in securities	Available-for-sale financial assets, at cost	477	Financial assets at fair value through profit or loss*	477
	Available-for-sale financial assets, at fair value	179	Financial assets at amortised cost^	179
	Financial assets at fair value through profit or loss	46	Financial assets at fair value through profit or loss	46
Derivatives financial instruments	Hedging instruments at fair value	1,253	Hedging instruments at fair value	1,253
Bank balances and deposits	Loans and receivables	9,781	Financial assets at amortised cost	9,781
Debtors and other receivables	Loans and receivables	696	Financial assets at amortised cost	696
Total financial assets		**12,432**		**12,432**

Notes:

* reclassified at the date of initial application as financial assets measured at fair value through profit or loss.

^ reclassified at the date of initial application as financial assets measured at amortised cost, according to the Group's business model to hold this investment for collection of contractual cash flows, which represent solely payment of principal and interest on the principal amount outstanding.

4. PRINCIPAL ACCOUNTING POLICIES

The consolidated financial statements have been prepared in accordance with HKFRSs issued by the HKICPA. In addition, the consolidated financial statements include applicable disclosures required by the Rules Governing the Listing of Securities on Hong Kong Stock Exchange and by the Hong Kong Companies Ordinance.

The consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments, which are measured at fair values, as explained in the principal accounting policies set out below.

(a) Basis of Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to the year together with the Group's interests in associates and joint ventures on the basis set out in (e) below.

The results of subsidiaries, share of results of associates and joint ventures acquired or disposed of during the year are included in the consolidated income statement from the date the Group gains control/exercises significant influences/gains joint control until the date when the Group ceases to control/ceases to exercise significant influences/ceases to joint control, as appropriate.

(b) Goodwill

In relation to business combination that took place on or after 1st January, 2010, goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the subsidiaries, and the fair value of the Group's previously held equity interests in the subsidiaries (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

Goodwill recognised prior to 1st January, 2010 was measured as the excess of costs of acquisition over the net fair value of the Group's share of the identifiable assets, liabilities and contingent liabilities of the subsidiaries, associates and joint ventures acquired.

Goodwill is recognised as an asset less any identified impairment loss. Goodwill recognised in reserves prior to 1st January, 2001 continues to be held in the reserves and are transferred to retained profits when the business to which the goodwill relates is disposed of or becomes impaired.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units that is expected to benefit from the synergies of the business acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of a subsidiary, associate, joint venture or relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the gain or loss on disposal.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(c) Intangible Assets

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at their fair value at the acquisition date. Subsequent to initial recognition, intangible assets acquired in a business combination are carried at cost less accumulated amortisation and accumulated impairment losses, on the same basis that are acquired separately.

Amortisation of intangible assets is provided over their estimated useful lives using the straight-line method, at the following rates per annum:

Brand name and trademarks	Indefinite useful lives
Customer contracts	Over the contract lives
Resource consents (excluding landfills)	4% or over the contract lives
Computer software	33% or over the license period
Operation license	7%
Others	Over the contract lives

The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired through business combination are carried at cost less accumulated impairment losses.

The useful life of the resource consents for the landfills is dependent on the total capacity of the landfills, the level of tonnage of waste, the compacting rate and other variable. As such the landfills useful life is reassessed annually and the amortisation rate of the landfills resource consents is adjusted accordingly.

The carrying amount of intangible assets with indefinite useful life is tested for impairment annually. The carrying amount of intangible assets with finite useful life is reviewed for indications of impairment at the end of each reporting period. An impairment loss is recognised in profit or loss if the carrying amount of an asset, or the cash-generating unit to which it belongs, exceeds its recoverable amount. An impairment loss is reversed if there has been a favourable change in the estimates used to determine the recoverable amount.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected. Gains and losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(d) Subsidiaries

A subsidiary is an entity that is controlled by the Company. The Company controls an entity when it has power over the investees; it is exposed, or has rights, to variable returns from its involvement with the entity; and has the ability to affect those returns through its power over the entity.

The acquisition of a subsidiary is accounted for using the acquisition method. The cost of the acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. After 1st January, 2010, acquisition-related costs are generally recognised in profit or loss as incurred.

Prior to 1st January, 2010, any costs directly attributable to business combination were included as part of the cost of the acquisition.

The acquiree's identifiable assets, liabilities and contingent liabilities, where appropriate, are recognised at their fair values at the acquisition date.

(e) Associates and Joint Ventures

An associate is a company, other than a subsidiary or joint venture, in which the Group has a long-term equity interest and over which the Group is in a position to exercise significant influence over its management, including participation in the financial and operating policy decisions.

A joint venture is a contractual arrangement whereby the venturers agree to share control of the arrangement which exists only when the decisions about the relevant activities require unanimous consent of the parties sharing control, and have rights to the net assets of the arrangement.

The results and assets and liabilities of associates/joint ventures are incorporated in the Group's consolidated financial statements using the equity method of accounting. Under the equity method, investments in associates/joint ventures are carried in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of profit or loss and other comprehensive income of the associate or joint venture. Changes in net assets of the associate/joint venture other than profit or loss and other comprehensive income are not accounted for unless such changes resulted in changes in ownership interest held by the Group.

Losses of an associate/joint venture in excess of the Group's interest in that associate/joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate/joint venture) are not recognised.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(f) Property, Plant and Equipment

Property, plant and equipment, other than freehold land, are stated at cost less accumulated depreciation and any impairment losses. The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Freehold land is not depreciated. Depreciation of property, plant and equipment is provided to write off their depreciable amounts over their estimated useful lives using the straight-line method, at the following rates per annum:

Leasehold land	over the unexpired lease term
Buildings	2% to 3% or over the unexpired lease terms of the land, whichever is the higher
Mains, pipes, other plant and machinery	3% to 26% or over the expected useful lives
Furniture, fixtures and others	3% to 33% or over the expected useful lives

When an asset is disposed of or retired, any gain or loss, representing the difference between the carrying value and the sales proceeds, if any, is included in the consolidated income statement.

(g) Investment Properties

Investment properties, which are properties held to earn rentals and/or for capital appreciation, are stated at its fair value at the end of the reporting period. Gains or losses arising from changes in the fair values of investment properties are recognised in the consolidated income statement for the period in which they arise.

(h) Inventories

Inventories are stated at the lower of cost, computed on a weighted-average or a first-in first-out basis as appropriate, and net realisable value. Cost includes cost of purchase and where applicable, cost of conversion and other costs that have been incurred in bringing the inventories to their present location and condition. Net realisable value is determined on the basis of anticipated sales proceeds less estimated costs to completion and selling expenses.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(i) Financial Instruments

Investments in securities

Prior to 1st January, 2018, the Group's investments in securities were classified as either available-for-sale financial assets, which were measured at fair value or at cost less accumulated impairment losses when the fair value could not be measured reliably, or financial assets at fair value through profit or loss which were measured at fair value.

The Group designated the securities intended to be held for long term strategic purposes as available-for-sale financial assets. Gains and losses arising from changes in fair values of these assets were dealt with as movements in investment revaluation reserve, until the assets were disposed of or were determined to be impaired, at which time the cumulative gains or losses previously recognised in the reserve were included in the consolidated income statement for the period. When a significant or prolonged decline in the fair value of an available-for-sale financial asset had been identified, the cumulative loss that had been recognised directly in equity should be removed from equity and recognised in the consolidated income statement even though the financial asset had not been disposed of.

From 1st January, 2018 onwards, the equity securities and debt securities previously classified as "available-for-sale financial assets" are classified as "financial assets at fair value through profit or loss" and "financial assets at amortised cost", respectively, according to the business model.

Financial assets at fair value through profit or loss are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit and loss. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Interest income from investments in debt securities are recognised when the Group's right to receive payment is established.

Other investments

From 1st January, 2018 onwards, other investments are classified as financial assets at fair value through profit and loss in accordance with HKFRS 9.

Derivative financial instruments and hedge accounting

Derivative financial instruments are initially measured at fair values on the dates at which the contracts are entered into, and are remeasured to their fair values at subsequent reporting dates.

Hedging accounting relationships are aligned with the Group's risk management objectives and strategy.

Changes in the fair values of derivative financial instruments that are designated as effective in hedging future cash flows are recognised directly in hedging reserve. Amount deferred in the equity are recycled in profit or loss in the periods when the hedged item is recognised in profit or loss. Any ineffective portion is recognised immediately in the consolidated income statement.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(i) Financial Instruments (Cont'd)

Derivative financial instruments and hedge accounting (Cont'd)

Changes in fair values of derivative financial instruments that are designated and qualify as net investment hedges are recognised directly in exchange translation reserve. Any ineffective portion is recognised immediately in the consolidated income statement.

Changes in the fair values of derivative financial instruments that do not qualify for hedge accounting are recognised in the consolidated income statement.

The Group discontinues hedge accounting prospectively only when the hedging relationship ceases to meet the qualifying criteria, including instances when the hedging instrument expires or is sold, terminated or exercised. Discountinuing hedge accounting can either affect a hedging relationship in its entirety or only a part of it, in which case hedge accounting continues for the remainder of the hedging relationship. Any cumulative gain or loss deferred in equity at that time remains in equity and is recognised when the hedged risk associated with the hedged item is ultimately recognised in profit or loss. The cumulative gain or loss that was deferred in equity is recognised immediately in profit or loss when a forecast transaction is no longer expected to occur in relation to hedging of a forecast transaction.

Debtors

Prior to 1st January, 2018, debtors were classified as loans and receivables in accordance with HKAS 39, and were initially measured at fair value and subsequently measured at amortised cost using the effective interest method.

From 1st January, 2018 onwards, debtors are classified as financial assets at amortised cost in accordance with HKFRS 9, and subsequently measured at amortised cost using the effective interest method.

Appropriate allowances for expected credit loss are recognised in the consolidated income statement to reflect the initial expected credit losses and the changes in credit risk since initial recognition.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Bank and other loans

Interest-bearing bank and other loans are initially measured at fair values, and are subsequently measured at amortised cost, using the effective interest method.

Creditors

Creditors are initially measured at fair value and subsequently measured at amortised cost, using the effective interest method.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(i) Financial Instruments (Cont'd)

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Perpetual capital securities issued by the Group are classified as equity instruments and are initially recorded at the proceeds received.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument. Financial guarantee contract liabilities are recognised when it is probable and measured initially at their fair values. It is subsequently measured at the higher of the amount initially recognised and the amount of the expected loss determined in accordance with HKFRS 9.

Fair value

Fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices. Fair value of derivative financial instruments and certain financial assets not traded on active liquid markets are determined with reference to fair value estimated by independent professionals or the present value of the estimated future cash flows discounted at the effective interest rate.

Impairment

The Group recognises a loss allowance for expected credit loss on financial assets, financial guarantee and loan commitments which are subject to impairment under HKFRS 9. The amount of expected credit loss is updated at each reporting date to reflect changes in credit risk since initial recognition.

Lifetime expected credit loss represents the expected credit loss that will result from all possible default events over the expected life of the relevant instrument. In contrast, 12-month expected credit loss represents the portion of lifetime expected credit loss that is expected to result from default events that are possible within 12 months after the reporting date.

The Group recognises lifetime expected credit loss for trade receivables. For all other financial instruments, the Group measures the loss allowance equal to 12-month expected credit loss, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime expected credit loss.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(i) Financial Instruments (Cont'd)

Impairment (Cont'd)

In assessing whether the credit risk has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort.

(j) Revenue Recognition

Sales of goods

Prior to 1st January, 2018, revenue from sales of goods was recognised at the time when the goods were delivered or title to the goods passes to the customers.

From 1st January, 2018 onwards, revenue from sales of goods is recognised when a performance obligation is satisfied, which can be recognised at a point of time, based on the timing of control of the goods underlying the particular performance obligation being transferred to the customer.

Revenue is measured at the fair value of the consideration received or receivable and is arrived at after deduction of any sales returns and discounts and taxes.

Sales of services

Prior to 1st January, 2018, sales of services including waste collection, commercial refuse and recycling services together with refuse transfer station operations and landfill operations were recognised in the accounting period in which the services were rendered, by reference to completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be provided.

From 1st January, 2018 onwards, revenue from sales of services is recognised when a performance obligation is satisfied, which is recognised at a point of time, based on the timing of control of the services underlying the particular performance obligation being transferred to the customer.

Interest income

Interest income from a financial asset excluding financial assets at fair value through profit or loss is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(k) Foreign Currencies

The individual financial statements of each group entity is prepared and presented in the currency of the primary economic environment in which the entity operates ("functional currency"). For the purpose of the consolidated financial statements, the result and financial position of each entity are presented in Hong Kong dollars, which is the functional currency of the Company and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency ("foreign currencies") are recorded at the rates of exchange prevailing on the dates of the transactions. At the end of the reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was measured. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are included in the consolidated income statement for the year, except for exchange differences arising on a monetary item that forms part of the Group's net investment in a foreign operation, in which case, such exchange differences are recognised directly in other comprehensive income. Exchange differences arising on the retranslation of non-monetary items carried at fair values are included in the consolidated income statement for the year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in other comprehensive income and accumulated in equity.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Hong Kong dollars using exchange rates prevailing at the end of the reporting period. Income and expense items are translated at the average exchange rates for the year, unless exchange rates fluctuated significantly during that year, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are classified as other comprehensive income and included in the Group's exchange translation reserve. Such translation differences are recognised in the consolidated income statement in the year in which the foreign operation is disposed of.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of the reporting period. Exchange differences arising are recognised in the exchange translation reserve.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(l) Taxation

Hong Kong profits tax is provided for at the prevailing tax rate on the estimated assessable profits less available tax relief for losses brought forward of each individual company comprising the Group. Overseas tax is provided for at the applicable local tax rates on the estimated assessable profits less available tax losses of the individual company concerned.

Deferred tax is provided for all temporary differences arising between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit of the corresponding year. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from initial recognition of goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries, associates and joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of the reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the year when the liability is settled or the asset is realised. Deferred tax is charged or credited in the income statement, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

(m) Operating Leases

Leases where substantially all the risks and rewards of ownership of assets remain with the lessors are accounted for as operating leases. Rentals payable under operating leases are recorded in the consolidated income statement on a straight-line basis over the respective lease terms.

(n) Finance Leases

Leases that transfer substantially all the risks and rewards of ownership of the leased assets to the lessees are accounted for as finance leases.

Assets held under finance leases are recognised as assets at their fair values or, if lower, at the present value of the minimum lease payment at the dates of inception. The corresponding liabilities to the lessor are shown within bank and other loans in the consolidated statement of financial position as obligations under finance leases. Finance costs are charged to the consolidated income statement over the terms of the relevant leases so as to produce a constant periodic rate of charge on the remaining balance of the obligations for each accounting period.

4. PRINCIPAL ACCOUNTING POLICIES (CONT'D)

(o) Employee Retirement Benefits

The Group operates defined contribution and defined benefit retirement plans for its employees.

The costs of defined contribution plans are charged to the consolidated income statement as an expense when employees have rendered service entitling them to the contributions.

The cost of providing retirement benefits under the Group's defined benefit retirement plans is determined using the projected unit credit method, with actuarial valuations being carried out annually. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the consolidated statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a planned amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. The amount recognised in the consolidated statement of financial position represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of available refunds and reductions in future contributions to the plans.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's major financial instruments include other financial assets, derivative financial instruments, bank balances and deposits, bank and other loans, and debtors and creditors. Details of these financial instruments are disclosed in the respective notes. The risks associated with these financial instruments and the policies on how to mitigate these risks are set out below. The management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

(a) Currency Risk

The Group is exposed to currency risk primarily arising from foreign investments and borrowings denominated in currencies other than the functional currency of individual subsidiaries, which accounted for 25 per cent of the Group's borrowings (2017: 22 per cent). The Group generally hedges those investments with the appropriate level of borrowings denominated in the local currencies of relevant countries. The Group also entered into currency derivatives to hedge most foreign investments financed by internal resources. Given this, the management considers that the net exposure to currency risk is kept to an appropriate level. Details of the currency derivatives entered into by the Group at the end of the reporting period are set out in note 21.

The Group is also exposed to currency risk arising from bank deposits denominated in foreign currencies, which accounted for 61 per cent of the Group's bank balances and deposits at the end of the reporting period (2017: 90 per cent). Those bank balances and deposits are mainly denominated in United States dollars, Australian dollars, Pounds sterling, Canadian dollars, New Zealand dollars and Euros. The management maintains the portfolio of bank deposits denominated in different currencies and the exposure to currency risk is kept to an appropriate level.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(a) Currency Risk (Cont'd)

Sensitivity analysis

The following table indicates the approximate change in the Group's profit for the year and other comprehensive income in response to a 5 per cent strengthening in foreign currencies (except for United States dollars) against Hong Kong dollars to which the Group has significant exposure related to monetary financial assets and liabilities and derivative financial instruments in existence at the end of the reporting period:

HK$ million	2018 Effect on profit for the year increase/ (decrease)	2018 Effect on other comprehensive income increase/ (decrease)	2017 Effect on profit for the year increase/ (decrease)	2017 Effect on other comprehensive income increase/ (decrease)
Australian dollars	**53**	**(452)**	46	(263)
Pounds sterling	**42**	**(1,160)**	53	(1,217)
Japanese yen	**(105)**	**–**	(104)	–
Canadian dollars	**4**	**(327)**	11	(291)
New Zealand dollars	**2**	**(73)**	2	(76)
Euros	**4**	**(526)**	3	(400)

A 5 per cent weakening in the above foreign currencies against Hong Kong dollars would have had an equal but opposite effect on the Group's profit for the year and other comprehensive income.

The sensitivity analysis has been determined assuming that the change in foreign exchange rates had occurred at the end of the reporting period and had been applied to each of the Group's entities exposure to currency risk for both monetary financial assets and liabilities and derivative financial instruments in existence at that date, and that all other variables, in particular interest rates, remain constant.

The stated changes represent management's assessment of reasonably possible changes in foreign exchange rates over the period until the end of the next reporting period. In this respect, the management does not expect any significant movements in the pegged rate of 7.8 between the United States dollars and Hong Kong dollars. It is also assumed that such pegged rate would be materially unaffected by any changes in movement in value of the United States dollars against other currencies.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(b) Interest Rate Risk

The Group's interest rate risk relates primarily to floating rate borrowings and deposits. In relation to these floating rate borrowings, the management aims at keeping borrowings at fixed rates at appropriate level by entering into interest rate swaps. In order to achieve this result, the Group entered into interest rate swaps to hedge against certain exposures to changes in interest rates of the borrowings. The management adopts a policy of ensuring that all the material borrowings of the Group are effectively on a fixed rate basis, either through the contractual terms of the loan facilities agreements or through the use of interest rate swaps.

Details of the Group's interest rate swaps and borrowings entered into by the Group at the end of the reporting period are set out in notes 21 and 26, respectively.

Sensitivity analysis

At 31st December, 2018, it is estimated that a general increase of 100 basis points in interest rates, with all other variables held constant, would decrease the Group's profit for the year by HK$41 million (2017: increase by HK$1 million). Other comprehensive income would increase by HK$223 million (2017: HK$14 million) in response to the general increase in interest rates. A decrease of 100 basis points in interest rate would have had an equal but opposite effect on the Group's profit for the year and other comprehensive income.

The sensitivity analysis above has been determined assuming that the change in interest rates had occurred at the end of the reporting period and had been applied to the exposure to interest rate risk for both derivative and non-derivative financial instruments in existence at that date. The 100 basis point increase represents management's assessment of a reasonably possible change in interest rates over the period until the end of the next reporting period.

(c) Credit Risk

The Group's credit risk is primarily attributable to debt securities investments, derivative financial instruments entered into for hedging purposes, bank balances and deposits, trade debtors and other receivables.

In respect of trade debtors and other receivables, local management teams of subsidiaries are responsible for monitoring the procedures to ensure that follow-up actions are taken to recover overdue debts of the subsidiaries. In addition, the teams perform impairment assessment under expected credit loss model upon application of HKFRS 9 based on provision matrix or individual assessment on each debt at the end of the reporting period in relation to waste management services and sales of infrastructure materials to ensure that adequate impairment losses are made. Normally, the Group does not obtain collateral covering the outstanding balances.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(c) Credit Risk (Cont'd)

The Group recognises lifetime expected credit loss for trade receivables. For all other financial instruments, the Group measures the loss allowance equal to 12-month expected credit loss, unless when there has been a significant increase in credit risk since initial recognition, the Group recognises lifetime expected credit loss.

The estimated loss rates are estimated based on historically observed default rates over the expected life of the debtors and are adjusted for forward-looking information that is available without undue cost or effort.

Debt securities investments are normally liquid securities for long term strategic purposes. Transactions involving derivative financial instruments and liquid funds are also with banks or financial institutions of high credit standing.

The Group's maximum exposure to credit risk in the event of the counterparties' failure to perform their obligations at the end of the reporting period in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the consolidated statement of financial position. Except for the guarantees given by the Group as set out in note 36, the Group does not provide any other guarantees which would expose the Group to credit risk. The maximum exposure to credit risk in respect of these guarantees at the end of the reporting period is disclosed in note 36.

Further quantitative disclosures in respect of the Group's exposure to credit risk arising from trade debtors and other receivables are set out in note 24.

The Group has no significant concentration of credit risk, with exposure spread over a number of counterparties and customers.

(d) Liquidity Risk

The Group's treasury activities are centralised to achieve better risk control and minimise the cost of funds. Cash is generally placed in short-term deposits mostly denominated in United States dollars, Hong Kong dollars, Australian dollars, Pounds sterling, Canadian dollars, New Zealand dollars and Euros. The management aims to maintain a balance between continuity of adequate funding and the flexibility through the use of bank and other borrowings. The Group's liquidity and financing requirements are reviewed regularly to mitigate the effects of fluctuations in cash flows. The management will consider new financing while maintaining appropriate gearing for new investments and refinancing of existing debts.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(d) Liquidity Risk (Cont'd)

The following table details the remaining contractual maturities at the end of the reporting period of the Group's non-derivative financial liabilities and derivative financial assets and liabilities, which are based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on rates current at the end of the reporting period) and the earliest date the Group can be required to pay:

HK$ million	2018 Carrying amount	2018 Total contractual undiscounted cash outflows	2018 Within 1 year or on demand	2018 More than 1 year but less than 2 years	2018 More than 2 years but less than 5 years	2018 More than 5 years	2017 Carrying amount	2017 Total contractual undiscounted cash outflows	2017 Within 1 year or on demand	2017 More than 1 year but less than 2 years	2017 More than 2 years but less than 5 years	2017 More than 5 years
Unsecured bank loans	22,007	23,644	519	4,895	18,230	–	26,648	27,975	11,304	320	16,351	–
Secured bank loans	1,228	1,242	1,242	–	–	–	1,284	1,372	61	1,311	–	–
Obligations under finance leases	14	14	4	4	6	–	24	24	10	4	10	–
Unsecured notes and bonds	6,890	7,523	305	91	275	6,852	7,080	7,823	97	307	281	7,138
Trade creditors	228	228	228	–	–	–	211	211	211	–	–	–
Amount due to a joint venture	–	–	–	–	–	–	1	1	1	–	–	–
Other payables and accruals	705	705	682	–	–	23	514	514	491	–	–	23
	31,072	33,356	2,980	4,990	18,511	6,875	35,762	37,920	12,175	1,942	16,642	7,161
Derivatives settled gross:												
Currency derivatives held as net investment hedging instruments:												
– outflow		50,574	15,982	9,998	10,753	13,841		53,192	17,135	1,048	21,137	13,872
– inflow		(54,623)	(16,527)	(11,790)	(11,821)	(14,485)		(54,775)	(16,951)	(1,248)	(22,892)	(13,684)
		(4,049)	(545)	(1,792)	(1,068)	(644)		(1,583)	184	(200)	(1,755)	188

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(e) Other Price Risk

The Group is exposed to other price risk through its investments in securities and other investments as set out in note 20. The management manages this exposure by maintaining a portfolio of investments with different risks. For strategic purposes, the Group holds primarily equity or debt instruments operating in energy sector.

Sensitivity analysis

At 31st December, 2018, it is estimated that a 5 per cent decrease in the prices of the respective instruments, with all other variables held constant, would decrease the Group's profit for the year by HK$383 million (2017: HK$2 million). A 5 per cent decrease in the prices will have no impact on other comprehensive income (2017: decrease by HK$9 million). A 5 per cent increase in prices would have had an equal but opposite effect on the Group's profit for the year and other comprehensive income.

The sensitivity analysis above has been determined assuming that the change in prices had occurred at the end of the reporting period and had been applied to the exposure to price risk for the Group's investments in securities and other investments at fair value in existence at that date (as set out in note 20). The 5 per cent decrease in prices represents management's assessment of a reasonably possible change in the prices of those instruments over the period until the end of the next reporting period.

(f) Fair Value

Except for certain investments in securities which are stated at cost, the carrying values of all financial assets and financial liabilities approximate to their fair values.

The fair value of the Group's financial instruments and non-financial instruments are grouped into Level 1 to 3 with reference to the observability and significance of the inputs used in the valuation technique as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable for asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

At 31st December, 2018, investment properties amounting to HK$382 million (2017: HK$ 360 million) and unlisted investment in securities amounting to HK$497 million (2017: HK$225 million) were measured at fair value based on value inputs, other than quoted prices, that are observable either directly or indirectly. Other investments amounting to HK$7,154 million (2017: nil) were measured at fair value based on value inputs that are not observable market data but change of these value inputs to reasonable possible alternatives would not have material effect on the Group's results and financial position.

Derivative financial instruments were measured at fair value based on value inputs, other than quoted prices, that are observable either directly or indirectly.

5. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

(g) Offsetting Financial Assets and Financial Liabilities

The following tables set out the carrying amounts of financial assets and financial liabilities that are subject to enforceable master netting arrangements or similar agreements, irrespective of whether they are offset in the Group's consolidated statement of financial position.

As at 31st December, 2018 HK$ million	Gross amounts of recognised financial assets/ (liabilities)	Gross amounts offset in the consolidated statement of financial position	Net amounts presented in the consolidated statement of financial position	Related amounts not offset in the consolidated statement of financial position		Net amounts
				Financial assets/ (liabilities)	Cash collateral pledged/ (received)	
Financial asset						
Derivative financial instruments	1,052	–	1,052	(6)	–	1,046
Financial liability						
Derivative financial instruments	(6)	–	(6)	6	–	–

As at 31st December, 2017 HK$ million	Gross amounts of recognised financial assets/ (liabilities)	Gross amounts offset in the consolidated statement of financial position	Net amounts presented in the consolidated statement of financial position	Related amounts not offset in the consolidated statement of financial position		Net amounts
				Financial assets/ (liabilities)	Cash collateral pledged/ (received)	
Financial asset						
Derivative financial instruments	487	–	487	(275)	–	212
Financial liability						
Derivative financial instruments	(275)	–	(275)	275	–	–

6. CRITICAL ACCOUNTING JUDGMENTS AND ESTIMATES

Significant estimates and assumptions concerning the future may be required in selecting and applying the appropriate accounting methods and policies in the financial statements. The Group bases its estimates and judgments on historical experience and various other assumptions that it believes are reasonable under various circumstances. Actual results may differ from these estimates and judgments under different assumptions and conditions.

(a) Impairment testing of goodwill

Goodwill are tested for impairment annually or more frequently when there is any indication of impairment which required the Group to estimate the value in use of the relevant cash-generating unit. The value in use calculation requires the Group to estimate the future cash flows expected to arise from the relevant cash-generating unit and a suitable discount rate is used in order to calculate the present value. The carrying value of goodwill as at 31st December, 2018 is HK$905 million (2017: HK$934 million). Details of the impairment testing of goodwill are disclosed in note 22.

(b) Impairment testing of intangible assets

Impairment testing of intangible assets requires significant judgment and estimate. Intangible assets with indefinite useful lives are tested for impairment annually and intangible assets with definite useful lives are tested for impairment if there is any indication that the carrying value of these assets may not be recoverable and the assets are subject to an impairment loss. The recoverable amount is the higher of an asset's fair value less costs of disposals and value in use. The value in use calculation requires the Group to estimate the future cash flows expected to arise from the relevant cash-generating unit and a suitable discount rate is used in order to calculate the present value. The carrying value of intangible assets as at 31st December, 2018 is HK$1,651 million (2017: HK$1,635 million).

7. TURNOVER

Turnover represents net sales of infrastructure materials, interest income from loans granted to associates and joint ventures, sales of waste management services and share of turnover of joint ventures. The turnover were substantially recognised at a point of time.

Turnover comprises both sales and interest income from infrastructure investments and share of turnover of joint ventures as follows:

HK$ million	2018	2017
Sales of infrastructure materials	2,272	1,985
Interest income from loans granted to associates	332	377
Interest income from loans granted to joint ventures	3,045	2,204
Sales of waste management services	1,500	1,450
Sales and interest income from infrastructure investments	7,149	6,016
Share of turnover of joint ventures	30,774	25,626
Turnover	37,923	31,642

8. OTHER INCOME

Other income includes the following:

HK$ million	2018	2017
Gain on disposal of an associate	–	383
Bank interest income	136	97
Change in fair values of investment properties	22	16

9. OPERATING COSTS

Operating costs include the following:

HK$ million	2018	2017
Depreciation of property, plant and equipment	195	202
Amortisation of intangible assets	32	29
Cost of inventories sold	1,943	1,790
Cost of services provided	873	824

10. FINANCE COSTS

HK$ million	2018	2017
Interest and other finance costs on		
Bank borrowings	696	625
Notes and bonds	103	100
Others	(297)	(77)
Total	502	648

11. PROFIT BEFORE TAXATION

HK$ million	2018	2017
Profit before taxation is arrived at after charging:		
Staff costs	790	770
Operating lease rental for land and buildings	57	55
Directors' emoluments (note 34)	111	107
Auditor's remuneration	8	7

12. TAXATION

(a) Taxation is provided for at the applicable tax rates on the estimated assessable profits less available tax losses. Deferred taxation is provided on temporary differences under the liability method using tax rates applicable to the Group's operations in different countries.

HK$ million	2018	2017
Current taxation – Hong Kong	–	–
Current taxation – outside Hong Kong	95	71
Deferred taxation (note 28)	10	1
Total	105	72

(b) Reconciliation between tax charge and accounting profit at Hong Kong profits tax rate:

HK$ million	2018	2017
Profit before taxation	11,358	10,928
Less: Share of results of associates	(3,405)	(3,693)
Share of results of joint ventures	(4,894)	(5,038)
	3,059	2,197
Tax at 16.5% (2017: 16.5%)	505	363
Tax impact on:		
Different domestic rates of subsidiaries operating in other tax jurisdictions	(237)	(142)
Income not subject to tax	(282)	(244)
Expenses not deductible for tax purpose	98	75
Tax losses and other temporary differences not recognised	15	11
Others	6	9
Tax charge	105	72

13. PROFIT FOR THE YEAR AND SEGMENT INFORMATION

for the year ended 31st December

	Investment in Power Assets Holdings Limited		Infrastructure Investments: United Kingdom		Infrastructure Investments: Australia		Infrastructure Investments: Continental Europe		Infrastructure Investments: Hong Kong and Mainland China		Infrastructure Investments: Canada		Infrastructure Investments: New Zealand		Total before unallocated items		Unallocated items		Consolidated	
HK$ million	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
Turnover	–	–	18,405	17,397	6,741	5,240	5,238	2,368	3,319	3,288	2,093	1,251	2,127	2,098	37,923	31,642	–	–	37,923	31,642
Sales and interest income from infrastructure investments	–	–	1,562	1,457	789	671	731	274	2,272	1,985	243	124	1,552	1,505	7,149	6,016	–	–	7,149	6,016
Bank interest income	–	–	–	1	–	–	–	–	33	38	–	–	1	1	34	40	102	57	136	97
Other income	–	–	–	25	–	62	–	–	144	182	–	–	6	2	150	271	100	18	250	289
Change in fair value of derivative financial instruments	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	10	(10)	10	(10)
Depreciation and amortisation	–	–	–	–	–	–	–	–	(81)	(84)	–	–	(145)	(146)	(226)	(230)	(1)	(1)	(227)	(231)
Other operating expenses	–	–	–	–	(2)	–	–	–	(2,057)	(1,920)	–	–	(1,168)	(1,100)	(3,227)	(3,020)	(479)	(822)	(3,706)	(3,842)
Finance costs	–	–	–	–	–	–	–	–	–	–	–	–	(70)	(71)	(70)	(71)	(432)	(577)	(502)	(648)
Exchange gain/(loss)	–	–	–	–	–	–	–	–	1	(12)	–	–	–	–	1	(12)	(52)	132	(51)	120
Gain on disposal of an associate	–	383	–	–	–	–	–	–	–	–	–	–	–	–	–	383	–	–	–	383
Gain on disposal of a joint venture	–	–	–	–	–	–	–	–	–	23	–	–	–	–	–	23	–	–	–	23
Share of results of associates and joint ventures	2,903	3,214	3,713	3,779	1,279	1,206	139	138	151	250	100	141	14	3	8,299	8,731	–	–	8,299	8,731
Profit/(Loss) before taxation	2,903	3,597	5,275	5,262	2,066	1,939	870	412	463	462	343	265	190	194	12,110	12,131	(752)	(1,203)	11,358	10,928
Taxation	–	–	–	11	–	–	–	–	(60)	(20)	(8)	(24)	(18)	(23)	(86)	(56)	(19)	(16)	(105)	(72)
Profit/(Loss) for the year	2,903	3,597	5,275	5,273	2,066	1,939	870	412	403	442	335	241	172	171	12,024	12,075	(771)	(1,219)	11,253	10,856
Attributable to:																				
Shareholders of the Company	2,903	3,597	5,275	5,273	2,066	1,939	870	412	389	468	335	241	172	171	12,010	12,101	(1,567)	(1,845)	10,443	10,256
Owners of perpetual capital securities	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	796	626	796	626
Non-controlling interests	–	–	–	–	–	–	–	–	14	(26)	–	–	–	–	14	(26)	–	–	14	(26)
	2,903	3,597	5,275	5,273	2,066	1,939	870	412	403	442	335	241	172	171	12,024	12,075	(771)	(1,219)	11,253	10,856

13. PROFIT FOR THE YEAR AND SEGMENT INFORMATION (CONT'D)

for the year ended 31st December

	Investment in Power Assets Holdings Limited		Infrastructure Investments: United Kingdom		Infrastructure Investments: Australia		Infrastructure Investments: Continental Europe		Infrastructure Investments: Hong Kong and Mainland China		Infrastructure Investments: Canada		Infrastructure Investments: New Zealand		Total before unallocated items		Unallocated items		Consolidated	
HK$ million	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017	2018	2017
Other information																				
Expenditure for segment non-current assets:																				
– Additions to property, plant and equipment	**–**	–	**–**	–	**–**	–	**–**	–	**152**	4	**–**	–	**171**	249	**323**	253	**–**	1	**323**	254
– Additions to intangible assets	**–**	–	**–**	–	**–**	–	**–**	–	**91**	–	**–**	–	**9**	6	**100**	6	**–**	–	**100**	6
– Investments in joint ventures	**–**	–	**387**	–	**33**	17,274	**–**	14,237	**–**	–	**112**	4,503	**625**	–	**1,157**	36,014	**–**	–	**1,157**	36,014
as at 31st December																				
Assets																				
Interests in associates and joint ventures	**31,765**	36,264	**47,111**	46,743	**29,311**	31,475	**16,824**	17,618	**834**	787	**7,255**	7,671	**983**	1,012	**134,083**	141,570	**–**	–	**134,083**	141,570
Property, plant and equipment and investment properties	**–**	–	**–**	–	**–**	–	**–**	–	**1,850**	1,806	**–**	–	**1,039**	1,014	**2,889**	2,820	**1**	2	**2,890**	2,822
Other segment assets	**–**	–	**627**	1,339	**–**	–	**–**	–	**2,675**	1,613	**6**	4	**2,722**	2,803	**6,030**	5,759	**–**	–	**6,030**	5,759
Unallocated corporate assets	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**14,767**	9,663	**14,767**	9,663
Total assets	**31,765**	36,264	**47,738**	48,082	**29,311**	31,475	**16,824**	17,618	**5,359**	4,206	**7,261**	7,675	**4,744**	4,829	**143,002**	150,149	**14,768**	9,665	**157,770**	159,814
Liabilities																				
Segment liabilities	**–**	–	**–**	–	**–**	–	**–**	–	**852**	673	**10**	23	**1,940**	1,950	**2,802**	2,646	**–**	–	**2,802**	2,646
Unallocated corporate liabilities	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**33,064**	38,976	**33,064**	38,976
Total liabilities	**–**	–	**–**	–	**–**	–	**–**	–	**852**	673	**10**	23	**1,940**	1,950	**2,802**	2,646	**33,064**	38,976	**35,866**	41,622

13. PROFIT FOR THE YEAR AND SEGMENT INFORMATION (CONT'D)

Segment profit attributable to shareholders of the Company represents the profit earned by each segment after the profit attributable to owners of perpetual capital securities and non-controlling interests without allocation of gains or losses from treasury activities, corporate overheads and other expenses of the Group's head office.

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to reportable segments other than financial assets of the Group's head office; and
- all liabilities are allocated to reportable segments other than financial and other liabilities of the Group's head office.

14. EARNINGS PER SHARE

The calculation of earnings per share is based on the profit attributable to shareholders of the Company of HK$10,443 million (2017: HK$10,256 million) and on 2,519,610,945 shares (2017: 2,519,610,945 shares) in issue during the year.

The 131,065,097 shares issued in connection with the issue of perpetual capital securities in March 2016 (note 31) were excluded from the calculation of earnings per share since these shares are disregarded for the purpose of determining the number of shares held by the public.

15. DIVIDENDS

(a)

HK$ million	2018	2017
Interim dividend paid of HK$0.68 per share (2017: HK$0.67 per share)	**1,713**	1,688
Proposed final dividend of HK$1.75 per share (2017: HK$1.71 per share)	**4,410**	4,309
Total	**6,123**	5,997

During the year, dividends of HK$6,123 million (2017: HK$5,997 million) are stated after elimination of HK$318 million (2017: HK$312 million) paid/proposed for the shares issued in connection with the issue of perpetual capital securities (note 31).

(b)

HK$ million	2018	2017
Final dividend in respect of the previous financial year, approved and paid during the year, of HK$1.71 per share (2017: HK$1.63 per share)	**4,309**	4,107

Final dividend in respect of the previous financial year, approved and paid during the year ended 31st December, 2018, is stated after elimination of HK$224 million (2017: HK$214 million) for the shares issued in connection with the issue of perpetual capital securities (note 31).

16. PROPERTY, PLANT AND EQUIPMENT

HK$ million	Medium term leasehold land in Hong Kong	Medium term leasehold land outside Hong Kong	Freehold land outside Hong Kong	Buildings	Mains, pipes, other plant and machinery	Furniture, fixtures and others	Total
Cost							
At 1st January, 2017	393	103	170	1,332	2,876	68	4,942
Transfer between categories	–	–	–	(13)	13	–	–
Additions	–	–	22	1	229	2	254
Disposals	–	–	–	(1)	(176)	(5)	(182)
Exchange translation differences	–	6	2	58	87	3	156
At 31st December, 2017	393	109	194	1,377	3,029	68	5,170
Additions	–	42	23	46	210	2	323
Disposals	–	–	–	–	(98)	(2)	(100)
Exchange translation differences	–	(4)	(7)	(39)	(100)	(2)	(152)
At 31st December, 2018	393	147	210	1,384	3,041	66	5,241
Accumulated depreciation							
At 1st January, 2017	194	46	–	653	1,608	37	2,538
Transfer between categories	–	–	–	(6)	6	–	–
Charge for the year	7	2	–	22	163	8	202
Disposals	–	–	–	(1)	(98)	(5)	(104)
Exchange translation differences	–	3	–	20	47	2	72
At 31st December, 2017	201	51	–	688	1,726	42	2,708
Charge for the year	6	3	–	22	157	7	195
Disposals	–	–	–	–	(96)	(2)	(98)
Exchange translation differences	–	(2)	–	(16)	(53)	(1)	(72)
At 31st December, 2018	207	52	–	694	1,734	46	2,733
Carrying value							
At 31st December, 2018	**186**	**95**	**210**	**690**	**1,307**	**20**	**2,508**
At 31st December, 2017	192	58	194	689	1,303	26	2,462

The carrying value of the Group's mains, pipes, other plant and machinery includes an amount of HK$13 million (2017: HK$23 million) in respect of assets held under finance leases.

17. INVESTMENT PROPERTIES

HK$ million	
Medium term leases in Hong Kong, at fair value	
At 1st January, 2017	344
Change in fair values	16
At 31st December, 2017	360
Change in fair values	22
At 31st December, 2018	**382**

The fair values of the Group's investment properties at 31st December, 2018 and 2017 are determined based on a valuation carried out by Mr. K. B. Wong for and on behalf of DTZ Debenham Tie Leung Limited, independent qualified professional valuers not connected with the Group. Mr. K. B. Wong is a member of the Hong Kong Institute of Surveyors. The valuation which reflects the highest and best use was arrived at by reference to comparable market transactions and also taking reference of capitalising the rental income derived from the existing tenancies with due provision for the reversionary income potential of the properties.

18. INTERESTS IN ASSOCIATES

HK$ million	2018	2017
Investment costs		
– Listed in Hong Kong	**8,495**	8,495
– Unlisted	**730**	730
Share of post-acquisition reserves	**25,855**	30,295
	35,080	39,520
Amounts due by unlisted associates (note 37)	**3,111**	3,588
	38,191	43,108
Market value of investment in a listed associate	**44,054**	53,505

Included in the amounts due by unlisted associates are subordinated loans of HK$2,946 million (2017: HK$3,444 million). The rights in respect of these loans are subordinated to the rights of any other lenders to the associates.

18. INTERESTS IN ASSOCIATES (CONT'D)

Summarised financial information of Power Assets Holdings Limited ("Power Assets"), the only material associate, are adjusted for any differences in accounting policies, and reconciled to the carrying amounts in the consolidated financial statements, are disclosed below.

(a) Financial information of the material associate as at 31st December

	Power Assets	
HK$ million	**2018**	2017
Current assets	**5,475**	25,574
Non-current assets	**85,962**	81,248
Current liabilities	**(4,072)**	(6,832)
Non-current liabilities	**(3,808)**	(4,589)
Equity	**83,557**	95,401
Reconciled to the Group's interests in the material associate		
Group's effective interest	**38.01%**	38.01%
Group's shares of net assets of the material associate and its carrying amount in the consolidated financial statements	**31,765**	36,264

(b) Financial information of the material associate for the year ended 31st December

	Power Assets	
HK$ million	**2018**	2017
Turnover	**1,555**	1,420
Profit for the year	**7,636**	8,319
Other comprehensive (expense)/income	**(1,113)**	1,482
Total comprehensive income	**6,523**	9,801
Dividend received from the material associate	**7,139**	12,685

18. INTERESTS IN ASSOCIATES (CONT'D)

(c) Aggregate information of associates that are not individually material

HK$ million	2018	2017
Aggregate carrying amount of individually insignificant associates in the consolidated financial statements	**3,315**	3,256
Aggregate amounts of the Group's share of those associates'		
Profit for the year	**502**	479
Other comprehensive expense	**(80)**	(91)
Total comprehensive income	**422**	388

Particulars of the principal associates are set out in Appendix 2 on pages 152 and 153.

19. INTERESTS IN JOINT VENTURES

HK$ million	2018	2017
Investment costs	**45,963**	44,849
Share of post-acquisition reserves	**8,598**	9,693
	54,561	54,542
Impairment losses	**(141)**	(141)
	54,420	54,401
Amounts due by joint ventures (note 37)	**41,472**	44,061
	95,892	98,462

Included in the amounts due by joint ventures are subordinated loans of HK$27,082 million (2017: HK$27,161 million). The rights in respect of these loans are subordinated to the rights of any other lenders to the joint ventures.

The Directors reviewed certain joint ventures' operations and financial positions as at 31st December, 2018 and no further impairment loss is considered necessary for the year (2017: nil).

19. INTERESTS IN JOINT VENTURES (CONT'D)

Summarised financial information of CK William UK Holdings Limited ("CK William") (which privatised DUET Group in 2017) and UK Power Networks Holdings Limited ("UK Power Networks"), the material joint ventures, adjusted for any differences in accounting policies, and a reconciliation to the carrying amount in the consolidated financial statements, are disclosed below.

(a) Financial information of the material joint ventures as at 31st December

	CK William		UK Power Networks	
HK$ million	**2018**	2017	**2018**	2017
Current assets	**2,800**	4,365	**3,961**	3,441
Non-current assets	**88,388**	91,858	**122,879**	123,654
Current liabilities	**(9,046)**	(8,435)	**(7,789)**	(8,139)
Non-current liabilities	**(62,854)**	(66,588)	**(67,850)**	(70,370)
Equity	**19,288**	21,200	**51,201**	48,586
Reconciled to the Group's interest in the joint ventures				
Group's effective interest	**40%**	40%	**40%**	40%
Group's share of net assets of the joint ventures	**7,715**	8,480	**20,480**	19,434
Consolidation adjustments at Group level and non-controlling interests	**611**	397	**118**	124
Carrying amount of the joint ventures in the consolidated financial statements	**8,326**	8,877	**20,598**	19,558
Included in the above assets and liabilities:				
Cash and cash equivalents	**512**	2,022	**979**	783
Current financial liabilities (excluding trade and other payables and provisions)	**(5,692)**	(4,756)	**(894)**	(901)
Non-current financial liabilities (excluding trade and other payables and provisions)	**(55,028)**	(60,874)	**(55,207)**	(55,160)

19. INTERESTS IN JOINT VENTURES (CONT'D)

(b) Financial information of the material joint ventures for the year ended 31st December

HK$ million	CK William 2018	CK William 2017	UK Power Networks 2018	UK Power Networks 2017
Turnover	**10,936**	7,277	**18,623**	17,531
Profit for the year	**810**	676	**7,173**	6,846
Other comprehensive (expense)/ income	**(291)**	128	**971**	(783)
Total comprehensive income	**519**	804	**8,144**	6,063
Dividend received from the joint ventures	**116**	–	**1,014**	549
Included in the above profit:				
Depreciation and amortisation	**(2,804)**	(1,800)	**(2,592)**	(2,346)
Interest income	**14**	11	**302**	293
Interest expense	**(2,771)**	(1,260)	**(2,771)**	(2,494)
Income tax expense	**(585)**	(231)	**(1,585)**	(1,646)

(c) Aggregate information of joint ventures that are not individually material

HK$ million	2018	2017
Aggregate carrying amount of individually immaterial joint ventures in the consolidated financial statements	**25,496**	25,966
Aggregate amounts of the Group's share of those joint ventures'		
Profit for the year	**1,701**	2,029
Other comprehensive income	**377**	818
Total comprehensive income	**2,078**	2,847

Particulars of the principal joint ventures are set out in Appendix 3 on pages 154 and 155.

20. OTHER FINANCIAL ASSETS

HK$ million	2018	2017
Financial assets at fair value through profit or loss		
Equity securities, unlisted	497	46
Other investments[#]	7,154	–
Available-for-sale financial assets		
Equity securities, unlisted, at cost	–	477
Debt securities, unlisted, at fair value	–	179
Financial assets at amortised cost		
Debt securities, unlisted	170	–
Total	7,821	702

[#] Other investments represent the investments under the agreement with CK Hutchison Holdings Limited and its wholly-owned subsidiary dated 31st August, 2018. Further details are set out in the Company's announcement dated 31st August, 2018.

21. DERIVATIVE FINANCIAL INSTRUMENTS

	2018		2017	
HK$ million	Assets	Liabilities	Assets	Liabilities
Forward foreign exchange contracts	2,588	(6)	1,253	(488)
Cross currency swaps	427	(45)	–	(803)
Interest rate swaps	–	(359)	–	(413)
	3,015	(410)	1,253	(1,704)
Portion classified as:				
Non-current	2,448	(396)	1,253	(1,287)
Current	567	(14)	–	(417)
	3,015	(410)	1,253	(1,704)

21. DERIVATIVE FINANCIAL INSTRUMENTS (CONT'D)

Currency Derivatives

During the current year, the Group utilised currency derivatives to hedge long-term foreign investments. The Group is a party to a variety of forward foreign exchange contracts and cross currency swaps in the management of its exchange rate exposures. No material cash flow is expected to occur in the coming year.

The following contracts are outstanding as at the end of the reporting period and the major terms of these contracts are as follows:

As at 31st December, 2018 Notional amount	Maturity
Sell GBP 1,261.4 million^	2019
Sell NZD 280.0 million^	2019
Sell AUD 159.3 million^	2019
Sell CAD 184.2 million^	2019
Sell EUR 200.0 million^	2020
Sell GBP 760.0 million^	2020
Sell CAD 114.9 million^	2020
Sell GBP 250.4 million^	2021
Sell CAD 100.0 million^	2021
Sell EUR 515.0 million^	2022
Sell GBP 76.0 million^	2022
Sell CAD 400.0 million^	2022
Sell EUR 450.0 million^	2024
Sell CAD 200.0 million^	2024
Sell CAD 132.5 million^	2025
Sell AUD 1,414.8 million^	2027

^ designated as hedging instrument in accordance with HKFRS 9

21. DERIVATIVE FINANCIAL INSTRUMENTS (CONT'D)

Currency Derivatives (Cont'd)

As at 31st December, 2017 Notional amount	Maturity
Sell GBP 1,161.4 million*	2018
Sell AUD 159.3 million*	2018
Sell NZD 280.0 million*	2018
Sell CAD 416.7 million*	2018
Sell GBP 100.0 million*	2019
Sell EUR 200.0 million*	2020
Sell GBP 760.0 million*	2020
Sell CAD 114.9 million*	2020
Sell GBP 250.4 million*	2021
Sell EUR 515.0 million*	2022
Sell GBP 76.0 million*	2022
Sell CAD 400.0 million*	2022
Sell EUR 450.0 million*	2024
Sell CAD 200.0 million*	2024
Sell AUD 1,414.8 million*	2027

* designated as hedging instrument in accordance with HKAS 39

The fair values of the above currency derivatives that are designated and effective as net investment hedges totalling HK$2,964 million (net assets to the Group) (2017: HK$38 million (net liabilities to the Group)) have been deferred in equity at 31st December, 2018.

None of above currency derivatives is designated and effective as cash flow hedges and fair value hedges at 31st December, 2018 and 2017.

21. DERIVATIVE FINANCIAL INSTRUMENTS (CONT'D)

Interest Rate Swaps

During the current year, the Group utilised interest rate swaps to manage its exposure to interest rate movements on its bank borrowings by swapping a proportion of those borrowings from floating rates to fixed rates. The notional principal amounts of the interest rate swap contracts outstanding as at 31st December, 2018 and the major terms of these contracts are as follows:

As at 31st December, 2018 HK$ million	Floating interest rate	Weighted average fixed interest rate	Notional principal amount
Contracts maturing in 2019	BKBM*	3.48%	792
Contracts maturing in 2022	LIBOR*	1.89%	5,952
Contracts maturing in 2025	BBSW*	2.70%	2,835

As at 31st December, 2017 HK$ million	Floating interest rate	Weighted average fixed interest rate	Notional principal amount
Contract maturing in 2018	EURIBOR*	2.00%	1,824
Contracts maturing in 2019	BKBM*	3.48%	818
Contracts maturing in 2022	LIBOR*	1.89%	6,288
Contracts maturing in 2025	BBSW*	2.70%	3,054

* BBSW – Australian Bank Bill Swap Reference Rate
EURIBOR – Euro Interbank Offered Rate
BKBM – New Zealand Bank Bill Reference Rate
LIBOR – London Interbank Offered Rate

The fair values of the above interest rate swaps that are designated and effective as cash flow hedges totalling HK$189 million (2017: HK$232 million) (net liabilities to the Group) have been deferred in equity at 31st December, 2018.

22. GOODWILL AND INTANGIBLE ASSETS

HK$ million	2018	2017
Goodwill	905	934
Intangible assets	1,651	1,635
Total	**2,556**	2,569

Goodwill

HK$ million	2018	2017
At 1st January	934	920
Exchange difference	(29)	14
At 31st December	**905**	934

For the purpose of impairment test, the recoverable amount of the cash-generating units is determined based on value in use calculations.

The Group prepared its cash flow projections of each cash-generating unit based on the latest approved budget plus extrapolated cash flows for the subsequent 4 years (2017: 4 years) except for a landfill where the whole life model is used. Cash flow projections for each cash-generating unit are based on the expected terminal growth rate of 3 per cent (2017: 3 per cent). The Group considers that cash flow projections of 5 years (2017: 5 years) are appropriate as they entered long-term contracts with customers.

The model uses a terminal value which is equal to eight to ten times of earnings before interest, taxation, depreciation and amortisation and discount rate of 7.6 per cent to 13.7 per cent (2017: 7.8 per cent to 13.9 per cent). The impairment test of its assets is then assessed using the value in use for each cash-generating unit. Based on impairment tests prepared, there is no impairment for goodwill as at 31st December, 2018 and 2017.

22. GOODWILL AND INTANGIBLE ASSETS (CONT'D)

Intangible Assets

HK$ million	Brand name and trademarks	Customer contracts	Resource consents	Computer software	Operation license	Others	Total
Cost							
At 1st January, 2017	127	58	1,488	53	–	12	1,738
Additions	–	1	–	4	–	1	6
Disposal	–	–	(5)	–	–	–	(5)
Exchange translation differences	2	1	22	1	–	–	26
At 31st December, 2017	129	60	1,505	58	–	13	1,765
Additions	–	–	–	9	91	–	100
Exchange translation differences	(4)	(2)	(46)	(3)	–	(1)	(56)
At 31st December, 2018	125	58	1,459	64	91	12	1,809
Accumulated amortisation							
At 1st January, 2017	–	24	63	7	–	10	104
Charge for the year	–	7	16	5	–	1	29
Disposal	–	–	(5)	–	–	–	(5)
Exchange translation differences	–	1	1	–	–	–	2
At 31st December, 2017	–	32	75	12	–	11	130
Charge for the year	–	6	18	6	1	1	32
Exchange translation differences	–	(1)	(2)	–	–	(1)	(4)
At 31st December, 2018	–	37	91	18	1	11	158
Carrying value							
At 31st December, 2018	**125**	**21**	**1,368**	**46**	**90**	**1**	**1,651**
At 31st December, 2017	129	28	1,430	46	–	2	1,635

For brand name and trademarks of the Group that are regarded to have indefinite useful lives, there is no foreseeable limit to the period over which these assets are expected to generate cash flows for the Group.

For other intangible assets of the Group that are regarded to have finite useful lives, they are amortised on a straight-line basis according to their legal lives or contract lives.

23. INVENTORIES

HK$ million	2018	2017
Raw materials	65	49
Work-in-progress	39	41
Stores, spare parts and supplies	43	56
Finished goods	23	24
Total	**170**	170

24. DEBTORS AND PREPAYMENTS

HK$ million	2018	2017
Trade debtors	274	286
Prepayments, deposits and other receivables	859	518
Total	**1,133**	804

The aging analysis of the Group's trade debtors is as follows:

HK$ million	2018	2017
Current	173	178
Less than 1 month past due	81	85
1 to 3 months past due	15	13
More than 3 months but less than 12 months past due	10	14
More than 12 months past due	8	21
Amount past due	114	133
Loss allowance	(13)	(25)
Total after allowance	**274**	286

Trade with customers is carried out largely on credit, except for new customers, residential customers of waste management services and customers with unsatisfactory payment records, where payment in advance is normally required. Invoices are normally due within 1 month of issuance, except for certain well-established customers, where the terms are extended to 2 months, and certain customers with disputed items, where the terms are negotiated individually. Each customer has a maximum credit limit, which was granted and approved by senior management in accordance with the laid-down credit review policy and procedures.

24. DEBTORS AND PREPAYMENTS (CONT'D)

During the year ended 31st December, 2018, the Group measured the loss allowance based on provision matrix or individual assessment under the expected credit loss model.

The Group used average loss rates ranging from 0.1% to 24.0% for provision matrix assessment. The average loss rates were estimated based on historically observed default rates of the debtors and were adjusted for any forward-looking information that was available without undue cost or effort.

The movement in the loss allowance during the year is as follows:

HK$ million	2018	2017
At 1st January	25	25
Impairment loss recognised	1	1
Impairment loss written back	(5)	(2)
Uncollective amounts written off	(7)	–
Exchange translation differences	(1)	1
At 31st December	**13**	25

25. BANK BALANCES AND DEPOSITS

Bank balances and deposits carry average effective interest rate at 1.84 per cent (2017: 0.93 per cent) per annum.

26. BANK AND OTHER LOANS

HK$ million	2018	2017
Unsecured bank loans repayable:		
Within 1 year	–	10,886
In the 2nd year	4,424	–
In the 3rd to 5th year, inclusive	17,583	15,762
	22,007	26,648
Obligations under finance leases repayable:		
Within 1 year	4	10
In the 2nd year	4	4
In the 3rd to 5th year, inclusive	6	10
	14	24
Unsecured notes and bonds repayable:		
Within 1 year	210	–
In the 2nd year	–	211
In the 3rd to 5th year, inclusive	–	–
After 5 years	6,680	6,869
	6,890	7,080
Secured bank loans repayable:		
Within 1 year	1,228	–
In the 2nd year	–	1,284
	1,228	1,284
Total	30,139	35,036
Portion classified as:		
Current liabilities	1,442	10,896
Non-current liabilities	28,697	24,140
Total	30,139	35,036

26. BANK AND OTHER LOANS (CONT'D)

The carrying amounts of the Group's borrowings are denominated in the following currencies:

	Bank loans		Finance leases		Notes		Bonds		Total	
HK$ million	**2018**	2017	**2018**	2017	**2018**	2017	**2018**	2017	**2018**	2017
GBP	**2,976**	3,144	**–**	–	**–**	–	**–**	–	**2,976**	3,144
AUD	**15,108**	16,276	**–**	–	**–**	–	**–**	–	**15,108**	16,276
JPY	**840**	842	**–**	–	**1,260**	1,264	**–**	–	**2,100**	2,106
EUR	**895**	926	**–**	–	**–**	–	**5,370**	5,556	**6,265**	6,482
NZD	**1,228**	1,284	**14**	24	**–**	–	**–**	–	**1,242**	1,308
USD	**8**	5,460	**–**	–	**–**	–	**–**	–	**8**	5,460
HKD	**2,180**	–	**–**	–	**260**	260	**–**	–	**2,440**	260
Total	**23,235**	27,932	**14**	24	**1,520**	1,524	**5,370**	5,556	**30,139**	35,036

The average effective interest rates of the Group's bank loans and finance leases are 2.40 per cent (2017: 2.41 per cent) per annum and 7.22 per cent (2017: 7.41 per cent) per annum, respectively.

The Group's notes and bonds of HK$6,890 million (2017: HK$7,080 million) were arranged at fixed interest rate and exposed the Group to fair value interest rate risk. Other borrowings were arranged at floating rates, thus exposed the Group to cash flow interest rate risk.

Bank loans carried interest at floating rate, which was determined with reference to BBSY*, LIBOR, USD LIBOR, EURIBOR, BKBM or British Bankers Association Interest Settlement Rate for Yen deposit plus an average margin less than 2 per cent (2017: 2 per cent) per annum.

Fixed rate notes, bonds and finance leases carried interest ranging from 1.00 per cent to 5.82 per cent (2017: 1.00 per cent to 11.00 per cent) per annum.

The shares of a subsidiary were pledged to secure bank borrowings totalling HK$1,228 million (2017: HK$1,284 million) granted to the Group.

* BBSY – Australian Bank Bill Swap Bid Rate

26. BANK AND OTHER LOANS (CONT'D)

Details of the present value of the minimum finance lease payments are shown below:

HK$ million	2018	2017
Minimum lease payments:		
Within 1 year	4	10
In the 2nd year	4	4
In the 3rd to 5th year, inclusive	6	10
	14	24
Less: Future finance charges	–	–
Present value of lease payments	14	24
Less: Amount due for settlement within 12 months	(4)	(10)
Amount due for settlement after 12 months	10	14

At 31st December, 2018, the remaining weighted average lease term was 2.47 years (2017: 2.75 years). All leases are denominated in NZD on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The Group's obligations under finance leases are secured by the lessors' charge over the leased assets (note 16).

27. CREDITORS AND ACCRUALS

HK$ million	2018	2017
Trade creditors	228	211
Other payables and accruals	4,475	4,031
Total	4,703	4,242

The aging analysis of the Group's trade creditors is as follows:

HK$ million	2018	2017
Current	171	142
1 month	32	30
2 to 3 months	7	9
Over 3 months	18	30
Total	228	211

28. DEFERRED TAX ASSETS/LIABILITIES

HK$ million	2018	2017
Deferred tax assets	**(12)**	(7)
Deferred tax liabilities	**463**	468
Total	**451**	461

The followings are the major deferred tax (assets)/liabilities recognised by the Group and movements thereon during the current and prior years:

HK$ million	Accelerated tax depreciation	Tax losses	Fair value arising from business combination	Others	Total
At 1st January, 2017	101	(24)	403	(28)	452
Charge/(Credit) to profit for the year	4	(14)	(1)	12	1
Charge to other comprehensive income for the year	–	–	–	4	4
Exchange translation differences	2	(2)	6	1	7
Others	(26)	34	–	(11)	(3)
At 31st December, 2017	81	(6)	408	(22)	461
Charge to profit for the year	7	–	–	3	10
Exchange translation differences	(2)	–	(13)	1	(14)
Others	–	–	–	(6)	(6)
At 31st December, 2018	**86**	**(6)**	**395**	**(24)**	**451**

28. DEFERRED TAX ASSETS/LIABILITIES (CONT'D)

Apart from the unused tax losses of which the deferred tax assets were recognised as presented above, the Group had unused tax losses and other unused tax credits totalling HK$1,464 million (2017: HK$1,410 million) at 31st December, 2018. No deferred tax asset has been recognised in respect of these tax losses and tax credits due to the unpredictability of future profit streams to utilise the available tax losses and tax credits.

An analysis of the expiry dates of the tax losses and tax credits is as follows:

HK$ million	**2018**	2017
Within 1 year	**19**	27
In the 2nd year	**84**	20
In the 3rd to 5th year, inclusive	**106**	200
No expiry date	**1,255**	1,163
Total	**1,464**	1,410

29. RETIREMENT PLANS

(a) Defined Contribution Retirement Plans

The Group provides defined contribution retirement plans for its eligible employees except for a defined benefit plan for the employees of certain subsidiaries as detailed in (b) below.

Contributions to the defined contribution plans in Hong Kong are made by either the employer only at 10 per cent of the employees' monthly basic salaries or by both the employer and the employees each at 10 or 15 per cent of the employees' monthly basic salaries. The Company and its Hong Kong subsidiaries also participate in master trust Mandatory Provident Fund ("MPF") schemes operated by independent service providers. Mandatory contributions to these MPF schemes are made by both the employers and employees at 5 per cent of the employees' monthly relevant income each capped at HK$30,000.

Contribution to the defined contribution plans in New Zealand are made by either the employer only at 9 per cent of the employees' monthly basic salaries or by both the employer and employees each at 4 to 9 per cent of the employees' monthly basic salaries.

29. RETIREMENT PLANS (CONT'D)

(a) Defined Contribution Retirement Plans (Cont'd)

As the Group's retirement plans in Hong Kong, including the defined benefit plan mentioned in (b) below, are all MPF-exempted recognised occupational retirement schemes ("ORSO schemes"), except for certain subsidiaries of which the new Hong Kong employees have to join the MPF schemes, the Group offers an option to its new Hong Kong employees to elect between the ORSO schemes and the MPF schemes.

The Group's costs in respect of defined contribution plans for the year amounted to HK$25 million (2017: HK$25 million). Forfeited contributions and earnings for the year under the defined contribution plans amounting to HK$2 million were used to reduce the existing level of contributions (2017: HK$1 million). At 31st December, 2018, there were no forfeited contributions and earnings available to the Group to reduce its contributions to the defined contribution plans in future years (2017: nil).

(b) Defined Benefit Retirement Plan operating in Hong Kong

Certain subsidiaries of the Group operated a defined benefit retirement plan in Hong Kong for their eligible employees. Contributions to the defined benefit plan were made by the employees at either 5 or 7 per cent of the employees' salaries and contributions made by the employer were based on the recommendations of an independent actuary according to a periodic actuarial valuation of the plan.

The plan exposed the Group to actuarial risks, such as interest rate risk, investment risk, longevity risk and salary risk.

As at 1st April, 2018, the defined benefit plan was terminated with the transfer value being determined for each member as at 31st March, 2018. Each member's transfer value had been paid from the defined benefit plan and transferred to the Group's MPF Schemes, and the remaining assets of the defined benefit plan were refunded to the Group.

Actuarial valuation of the defined benefit plan according to HKAS 19 "Employee Benefits" was carried out at 31st March, 2018, by Ms. Phoebe W. Y. Shair of Towers Watson Hong Kong Limited, who is a Fellow of the Society of Actuaries. The present value of the defined benefit obligations, the related current service cost and past service cost, if any, were measured using the Projected Unit Credit Method. The principal actuarial assumptions used were as follows:

	2018	2017
Discount rate at 31st December	**–**	1.70% per annum
Discount rate at 31st March	**1.60% per annum**	–
Expected rate of salary increase	**4.00% per annum**	4.00% per annum

29. RETIREMENT PLANS (CONT'D)

(b) Defined Benefit Retirement Plan operating in Hong Kong (Cont'd)

The following amounts in respect of the defined benefit plan have been debited to the consolidated income statement under operating costs:

HK$ million	2018	2017
Current service cost (net of employee contributions)	–	3
Net amount debited to the consolidated income statement	–	3

The actual return on plan assets for the period ended 31st March, 2018 was a gain of HK$2 million (for the year ended 31st December 2017: HK$15 million).

The amount included in the consolidated statement of financial position at the end of the reporting period arising from the Group's obligations in respect of its defined benefit plan in Hong Kong is as follows:

HK$ million	2018	2017
Present value of defined benefit obligations	–	62
Fair value of plan assets	–	(65)
Employee retirement benefit assets classified as other non-current liabilities included in the consolidated statement of financial position	–	(3)

Changes in the present value of the defined benefit obligations are as follows:

HK$ million	2018	2017
At 1st January	62	93
Current service cost (net of employee contributions)	–	3
Actual benefits paid	(16)	(31)
Actual employee contributions	–	1
Actuarial gain on experience	(3)	–
Actuarial gain on financial assumptions	–	(3)
Actuarial gain on demographic assumptions	–	(1)
Curtailments	(4)	–
Settlements	(39)	–
At 31st December	–	62

29. RETIREMENT PLANS (CONT'D)

(b) Defined Benefit Retirement Plan operating in Hong Kong (Cont'd)

Changes in the fair value of the plan assets are as follows:

HK$ million	2018	2017
At 1st January	65	79
Return on plan assets greater than discount rate	2	15
Actual company contributions	–	1
Actual employee contributions	–	1
Actual benefits paid	(16)	(31)
Settlements	(39)	–
Surplus refunded to the employer	(12)	–
At 31st December	–	65

Major categories of the plan assets at the end of the reporting period are analysed as follows:

As at 31st December	2018	2017
Equity instruments	–	64%
Debt instruments	–	36%
Total	–	100%

All the equity instruments and debt instruments had quoted prices in active markets.

The Group recognised net actuarial gain on defined benefit obligations amounting to HK$3 million (2017: HK$4 million) directly through other comprehensive income. Return on plan assets greater than discount rate amounting to HK$2 million (2017: HK$15 million) was recognised through other comprehensive income in 2018.

30. SHARE CAPITAL

	Number of Shares		Amount	
	2018	2017	**2018 HK$ million**	2017 HK$ million
Authorised:				
Ordinary shares of HK$1 each	**4,000,000,000**	4,000,000,000	**4,000**	4,000
Issued and fully paid:				
Ordinary shares of HK$1 each	**2,650,676,042**	2,650,676,042	**2,651**	2,651

31. PERPETUAL CAPITAL SECURITIES

On 1st March, 2016, OVPH Limited (the "Issuer") issued US$1,200 million perpetual capital securities which are guaranteed by the Company and listed on Hong Kong Stock Exchange at an issue price of 100 per cent. Distribution is payable semi-annually in arrear based on a fixed rate, which is 5.875 per cent per annum. Distribution by the Issuer may be deferred at its sole discretion. These perpetual capital securities have no fixed maturity and are redeemable in whole, but not in part, at the Issuer's option on 1st March, 2021, or any distribution payment date falling thereafter at their principal amounts together with any accrued, unpaid or deferred distributions. While any distributions are unpaid or deferred, the Company will not declare, pay dividends or make distributions or similar periodic payments in respect of, or repurchase, redeem or otherwise acquire any securities of lower or equal rank.

On 2nd March, 2016, the Company issued 131,065,097 new ordinary shares to the Issuer for a consideration of approximately US$1,200 million (equivalent to approximately HK$9,360 million). The net proceeds for the shares issued were approximately HK$9,245 million. The shares were issued in connection with the issue of the above perpetual capital securities. A swap agreement dated 1st March, 2016 was entered into between the Company and the Issuer under which the Issuer is obliged to act in accordance with directions from the Company on certain matters. As a result, these shares were accounted for as treasury shares.

On 23rd August, 2017, the Group issued US$500 million 4.85 per cent guaranteed perpetual capital securities at an issue price of 100 per cent. These perpetual capital securities were issued for general corporate funding purposes. Distributions on these perpetual capital securities are paid semi-annually in arrears from 23rd August, 2017 and may be deferred at the discretion of the Group. These perpetual capital securities have no fixed maturity and are redeemable at the Group's option on or after 23rd August, 2022 at their principal amounts together with any accrued, unpaid or deferred distributions. While any distributions are unpaid or deferred, the Company will not declare, pay dividends or make distributions or similar periodic payments in respect of, or repurchase, redeem or otherwise acquire any securities of lower or equal rank.

31. PERPETUAL CAPITAL SECURITIES (CONT'D)

On 3rd November, 2017, the Group issued US$150 million 4.85 per cent guaranteed perpetual capital securities at an issue price of 100 per cent plus an amount corresponding to accrued distribution from and including 23rd August, 2017 to, but excluding 3rd November, 2017. The perpetual capital securities were issued for general corporate funding purposes. Distributions on these perpetual capital securities are paid from 23rd August, 2017 and may be deferred at the discretion of the Group. These perpetual capital securities have no fixed maturity and are redeemable at the Group's option on or after 23rd August, 2022 at their principal amounts together with any accrued, unpaid or deferred distributions. While any distributions are unpaid or deferred, the Company will not declare, pay dividends or make distributions or similar periodic payments in respect of, or repurchase, redeem or otherwise acquire any securities of lower or equal rank.

32. CAPITAL MANAGEMENT

The Group's primary objectives when managing capital are to safeguard the Group's ability to continue as a going concern, so that it can expand and generate attractive and predictable returns for shareholders and benefits for other stakeholders, by establishing and maintaining a quality investment portfolio with stable earnings and appropriate level of risks that the management are comfortable with.

The capital structure of the Group consists of debts, which includes bank borrowings, notes, bonds and obligations under finance leases as detailed in note 26, bank balances and deposits, equity attributable to shareholders of the Company, comprising issued share capital and reserves, and perpetual capital securities as detailed in the consolidated statement of changes in equity.

The management actively and regularly reviews and manages the Group's capital structure to maintain a balance between high shareholders' returns and strong capital position, and makes adjustments to the capital structure in light of changes in the global market conditions.

The Group maintained a low net debt to net total capital ratio of 16.5 per cent (2017: 17.6 per cent) as at 31st December, 2018. The management targets to maintain a solid capital position to pursue more new investment opportunities. The Group's overall strategy remains unchanged from 2017.

The net debt to net total capital ratios at 31st December, 2018 and 2017 were as follows:

HK$ million	**2018**	2017
Total debts	**30,139**	35,036
Bank balances and deposits	**(6,090)**	(9,781)
Net debt	**24,049**	25,255
Net total capital	**145,953**	143,447
Net debt to net total capital ratio	**16.5%**	17.6%

During the current year, the Company acted as the guarantor in respect of certain loan facilities granted to its subsidiaries, and fully complied with the capital requirements under the loan facility agreements.

33. NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Cash from Operations

HK$ million	2018	2017
Profit before taxation	11,358	10,928
Share of results of associates	(3,405)	(3,693)
Share of results of joint ventures	(4,894)	(5,038)
Interest income from loans granted to associates	(332)	(377)
Interest income from loans granted to joint ventures	(3,045)	(2,204)
Bank interest income	(136)	(97)
Finance costs	502	648
Depreciation of property, plant and equipment	195	202
Amortisation of intangible assets	32	29
Change in fair values of investment properties	(22)	(16)
Gain on disposal of property, plant and equipment	(2)	(14)
Gain on disposal of an associate	–	(383)
Gain on disposal of a joint venture	–	(23)
Change in fair value of derivative financial instruments	(10)	10
Pension costs of defined benefit retirement plans	–	3
Curtailments of defined benefit retirement plans	(4)	–
Unrealised exchange (gain)/loss	(6)	57
Returns received from joint ventures	94	253
Interest received from associates	346	376
Interest received from joint ventures	2,982	2,099
Contributions to defined benefit retirement plans	–	(1)
Others	(71)	(126)
Operating cash flows before changes in working capital	3,582	2,633
Increase in inventories	–	(31)
Increase in debtors and prepayments	(363)	(63)
Increase in creditors and accruals	508	311
Exchange translation differences	267	150
Cash from operations	**3,994**	**3,000**

33. NOTES TO CONSOLIDATED STATEMENT OF CASH FLOWS (CONT'D)

(b) Reconciliation of liabilities arising from financial activities

HK$ million	Unsecured bank loans	Secured bank loans	Obligations under finance leases	Unsecured notes and bonds	Total
At 1st January, 2017	11,842	1,154	34	3,815	16,845
Financing cash flows	13,479	113	(10)	3,176	16,758
Exchange gain	1,327	17	–	89	1,433
At 31st December, 2017	26,648	1,284	24	7,080	35,036
Financing cash flows	(3,272)	(16)	(10)	–	(3,298)
Exchange loss	(1,369)	(40)	–	(190)	(1,599)
At 31st December, 2018	**22,007**	**1,228**	**14**	**6,890**	**30,139**

34. EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS

Directors' emoluments comprise payments to the Company's directors by the Group in connection with the management of the affairs of the Group. The independent non-executive directors ("INED") receive an annual director's fee of HK$75,000 each; and for those acting as the audit committee members ("ACM") and remuneration committee members ("RCM"), additional annual fee of HK$80,000 each is paid for the former and HK$25,000 each is paid for the latter. The emoluments of each of the Company's directors for the current year, excluding emoluments received from the Group's associates, are as follows:

HK$ million	Fees	Basic Salaries, Allowances and Other Benefits	Bonuses	Provident Fund Contributions	Inducement or Compensation Fees	**Total Emoluments 2018**	Total Emoluments 2017
Victor T K Li [(1)]	0.075	–	33.236	–	–	**33.311**	32.343
Kam Hing Lam	0.075	4.200	11.697	–	–	**15.972**	15.631
Ip Tak Chuen, Edmond	0.075	1.800	11.697	–	–	**13.572**	13.231
Fok Kin Ning, Canning [(1)]	0.075	–	–	–	–	**0.075**	0.075
Andrew John Hunter [(1)]	0.075	12.111	14.193	1.210	–	**27.589**	25.920
Chan Loi Shun [(1 and 2)]	0.075	6.571	3.167	0.655	–	**10.468**	10.022
Chen Tsien Hua [(3)]	0.075	5.283	2.545	0.526	–	**8.429**	8.211
Frank John Sixt	0.075	–	–	–	–	**0.075**	0.075
Cheong Ying Chew, Henry [(4)]	0.180	–	–	–	–	**0.180**	0.180
Kwok Eva Lee [(4)]	0.155	–	–	–	–	**0.155**	0.155
Sng Sow-Mei [(4)]	0.155	–	–	–	–	**0.155**	0.155
Colin Stevens Russel [(4)]	0.180	–	–	–	–	**0.180**	0.180
Lan Hong Tsung, David [(4)]	0.155	–	–	–	–	**0.155**	0.155
Barrie Cook	0.075	–	–	–	–	**0.075**	0.075
Paul Joseph Tighe [(3)]	0.075	–	–	–	–	**0.075**	0.052
Lee Pui Ling, Angelina	0.075	–	–	–	–	**0.075**	0.075
George Colin Magnus	0.075	–	–	–	–	**0.075**	0.075
Total for the year 2018	**1.725**	**29.965**	**76.535**	**2.391**	**–**	**110.616**	
Total for the year 2017	1.702	28.819	73.812	2.277	–		106.610

Notes:

(1) During the year, Mr. Victor T K Li, Mr. Andrew John Hunter and Mr. Chan Loi Shun each received directors' fees of HK$70,000 (2017: HK$70,000), Mr. Fok Kin Ning, Canning received director's fees of HK$120,000 (2017: HK$120,000) from Power Assets. The directors' fees totalling HK$330,000 (2017: HK$330,000) were then paid back to the Company.

(2) During the year, the directors' emoluments in the sum of HK$5,072,520 (2017: HK$4,696,800) received by Mr. Chan Loi Shun from Power Assets were paid back to the Company.

34. EMOLUMENTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS (CONT'D)

Notes (Cont'd):

(3) Ms. Chen Tsien Hua and Mr. Paul Joseph Tighe have been appointed as directors of the Company with effect from 1st January, 2017 and 21st April, 2017, respectively.

(4) INED, ACM and RCM – During the year, Mr. Cheong Ying Chew, Henry, Mrs. Kwok Eva Lee, Mr. Lan Hong Tsung, David, Mr. Colin Stevens Russel and Mrs. Sng Sow-Mei have acted as INED and ACM of the Company. Mr. Cheong Ying Chew, Henry and Mr. Colin Stevens Russel have acted as RCM of the Company during the year. The total emoluments paid to these INED, ACM and RCM during the year were HK$825,000 (2017: HK$825,000).

Of the 5 individuals with the highest emoluments in the Group, all (2017: all) are directors whose emoluments are disclosed above.

35. COMMITMENTS

(a) The Group's capital commitments outstanding at 31st December and not provided for in the consolidated financial statements are as follows:

	Contracted but not provided for	
HK$ million	2018	2017
Investment in a joint venture	334	464
Plant and machinery	64	40
Total	398	504

(b) At 31st December, the Group had outstanding commitments under non-cancellable operating leases in respect of land and buildings and other assets, which fall due as follows:

HK$ million	2018	2017
Within 1 year	56	59
In the 2nd to 5th year, inclusive	121	144
Over 5 years	119	132
Total	296	335

36. CONTINGENT LIABILITIES

The contingent liabilities of the Group are as follows:

HK$ million	2018	2017
Guarantee in respect of bank loan drawn by a joint venture	1,136	1,312
Other guarantees given in respect of a joint venture	529	760
Performance bond indemnities	89	92
Total	1,754	2,164

37. MATERIAL RELATED PARTY TRANSACTIONS

During the year, the Group advanced HK$9 million (2017: HK$28 million) to its unlisted associates. The Group received return of capital of HK$ nil (2017: HK$105 million) and repayment of HK$263 million (2017: HK$125 million) from an unlisted associate during the year. The total outstanding loan balances as at 31st December, 2018 amounted to HK$3,111 million (2017: HK$3,588 million), of which HK$2,946 million (2017: HK$3,444 million) at fixed rates ranging from 10.85 per cent to 11.19 per cent (2017: from 10.85 per cent to 11.19 per cent) per annum and HK$165 million (2017: HK$144 million) was interest-free. The average effective interest rate of the loan granted to associates is 11.03 per cent (2017: 11.02 per cent) per annum. As stated in note 7, interest income from loans granted to associates during the year amounted to HK$332 million (2017: HK$377 million). Except for a loan of HK$94 million (2017: HK$94 million) which was repayable within three years (2017: four years), the loans had no fixed terms of repayment.

During the year, the Group advanced HK$1 million (2017: HK$10 million) to its joint ventures. The Group received return of capital of HK$44 million (2017: nil) and repayments of HK$1,422 million (2017: HK$86 million) from its joint ventures. The total outstanding loan balances as at 31st December, 2018 amounted to HK$41,472 million (2017: HK$44,061 million), of which HK$18,131 million (2017: HK$18,510 million) bore interest with reference to London Interbank Offered Rate, Australian Bank Bill Swap Reference Rate and return from joint ventures, and HK$22,934 million (2017: HK$25,139 million) at fixed rate ranging from 4.9 per cent to 14 per cent (2017: from 4.9 per cent to 14 per cent) per annum, and HK$407 million (2017: HK$412 million) was interest-free. The average effective interest rate of the loan granted to joint ventures is 7.28 per cent (2017: 7.64 per cent) per annum. As stated in note 7, interest income from loans granted to joint ventures during the year amounted to HK$3,045 million (2017: HK$2,204 million). The loans had no fixed terms of repayment.

Moreover, the Group's sales and purchases of infrastructure materials to/from a joint venture for the current year amounted to HK$357 million (2017: HK$401 million) and HK$ nil (2017: HK$1 million), respectively. The Group also received income and incurred operating costs from sales of waste management services from/to its joint ventures amounted to HK$100 million (2017: HK$91 million) and HK$51 million (2017: HK$50 million), respectively for the current year.

The emoluments of key management have been presented in note 34 above.

The above related party transactions made during the year did not constitute connected transactions or continuing connected transactions.

38. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY

(a) Statement of Financial Position of the Company

as at 31st December

HK$ million	2018	2017
Property, plant and equipment	1	2
Unlisted investments in subsidiaries	50,638	49,429
Total non-current assets	50,639	49,431
Amounts due from subsidiaries	55,598	52,105
Amount due from a joint venture	2	2
Prepayments, deposits and other receivables	45	98
Bank balances	18	15
Total current assets	55,663	52,220
Amounts due to subsidiaries	51,511	46,602
Other payables and accruals	302	289
Total current liabilities	51,813	46,891
Net current assets	3,850	5,329
Net assets	54,489	54,760
Representing:		
Share capital	2,651	2,651
Reserves	51,838	52,109
Total equity	54,489	54,760

38. STATEMENT OF FINANCIAL POSITION AND RESERVES OF THE COMPANY (CONT'D)

(b) Movements in the Company's Equity

HK$ million	Share capital	Share premium	Retained profits	Total
At 1st January, 2017	2,651	25,267	27,099	55,017
Profit for the year	–	–	5,840	5,840
Final dividend paid for the year 2016	–	–	(4,321)	(4,321)
Interim dividend paid	–	–	(1,776)	(1,776)
At 31st December, 2017	2,651	25,267	26,842	54,760
Profit for the year	–	–	6,064	6,064
Final dividend paid for the year 2017	–	–	(4,533)	(4,533)
Interim dividend paid	–	–	(1,802)	(1,802)
At 31st December, 2018	**2,651**	**25,267**	**26,571**	**54,489**

39. EVENT AFTER THE REPORTING PERIOD

In January 2019, the Group entered into a placing agreement with a placing agent to sell an aggregate of 43,800,000 shares in Power Assets at a price of HK$52.93 per share. After completion, the Group currently holds approximately 35.96% of Power Assets' issued share capital.

40. COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current year's presentation.

41. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements set out on pages 87 to 155 were approved by the Board of Directors on 20th March, 2019.

PRINCIPAL SUBSIDIARIES

APPENDIX 1

The table below shows the subsidiaries as at 31st December, 2018 which, in the opinion of the Directors, principally affected the results or assets of the Group. To give details of all the subsidiaries would, in the opinion of the Directors, result in particulars of excessive length.

Name	Place of incorporation/ principal place of business	Issued share capital	Proportion of nominal value of issued capital held by the Group (per cent)	Principal activities
Anderson Asia (Holdings) Limited	Hong Kong	HK$1 ordinary HK$60,291,765 Non-voting deferred	100	Investment holding
Anderson Asphalt Limited	Hong Kong	HK$30,300,000	100	Production and laying of asphalt and investment holding
Cheung Kong China Infrastructure Limited	Hong Kong	HK$2	100	China infrastructure investment holding
China Cement Company (International) Limited	Hong Kong	HK$1,000,000	70	Investment holding
Green Island Cement Company, Limited	Hong Kong	HK$306,694,931	100	Manufacturing, sale and distribution of cement and property investment
Green Island Cement (Holdings) Limited	Hong Kong	HK$722,027,503	100	Investment holding
Cheung Kong Infrastructure Finance (BVI) Limited	British Virgin Islands/ Hong Kong	US$1	100	Financing
Daredon Assets Limited	British Virgin Islands/ Hong Kong	US$1	100	Financing
Cheung Kong Infrastructure Finance (Australia) Pty Ltd	Australia	A$63,840,181	100	Financing
Enviro Waste Services Limited	New Zealand	NZ$84,768,736	100	Waste management services

Note: The shares of all the above subsidiaries are indirectly held by the Company.

PRINCIPAL ASSOCIATES

APPENDIX 2

The table below shows the associates as at 31st December, 2018 which, in the opinion of the Directors, principally affected the results or assets of the Group. To give details of all the associates would, in the opinion of the Directors, result in particulars of excessive length.

Name	Place of incorporation/ principal place of business	Issued share capital	Percentage of equity attributable to the Group	Principal activities
Power Assets Holdings Limited (note 1)	Hong Kong	HK$6,610,008,417	38	Investment in energy and utility-related businesses
SA Power Networks Partnership (note 2)	Australia	N/A	23	Electricity distribution
Victoria Power Networks Pty Limited (note 3)	Australia	A$315,498,640	23	Electricity distribution

Notes:

1. The associate is listed on Hong Kong Stock Exchange.

2. SA Power Networks Partnership, an unincorporated body, is formed by the following companies:

   CKI Utilities Development Limited
   PAI Utilities Development Limited
   Spark Infrastructure SA (No.1) Pty Ltd
   Spark Infrastructure SA (No.2) Pty Ltd
   Spark Infrastructure SA (No.3) Pty Ltd

   CKI Utilities Development Limited and PAI Utilities Development Limited, both of which are associates of the Group, together own a 51 per cent interest in SA Power Networks Partnership.

   The partnership operates and manages the electricity distribution business in the State of South Australia of Australia.

3. Victoria Power Networks Pty Limited owns 100 per cent interests in the following companies:

   Powercor Australia Ltd
   CitiPower Pty Ltd
   The CitiPower Trust

   Powercor Australia Ltd and The CitiPower Trust each operates and manages an electricity distribution business in the State of Victoria of Australia.

PRINCIPAL JOINT VENTURES

APPENDIX 3

The table below shows the joint ventures as at 31st December, 2018 which, in the opinion of the Directors, principally affected the results or assets of the Group. To give details of all the joint ventures would, in the opinion of the Directors, result in particulars of excessive length.

Name	Place of incorporation/ principal place of business	Issued share capital	Percentage of equity attributable to the Group	Principal activities
UK Power Networks Holdings Limited	United Kingdom	£6,000,000 A ordinary £4,000,000 B ordinary £360,000,000 A preference £240,000,000 B preference	40	Electricity distribution
Northumbrian Water Group Limited	United Kingdom	£19 A ordinary £142 B ordinary	40	Water supply, sewerage and waste water businesses
Northern Gas Networks Holdings Limited	United Kingdom	£71,670,979 ordinary £1 special	47	Gas distribution
Wales & West Gas Networks (Holdings) Limited	United Kingdom	£29,027	30	Gas distribution
Electricity First Limited	United Kingdom	£1,004	50	Electricity generation
Eversholt UK Rails Limited	United Kingdom	£102	50	Leasing of rolling stock
CK William UK Holdings Limited (note 1 & 2)	United Kingdom	£2,049,000,000	40	Investment holding
Australian Gas Networks Limited	Australia	A$879,082,753	45	Gas distribution
Canadian Power Holdings Inc.	Canada	C$147,000,000 ordinary	50	Electricity generation
1822604 Alberta Ltd.	Canada	C$1	50	Off-airport parking operation

APPENDIX 3 (CONT'D)

Name	Place of incorporation/ principal place of business	Issued share capital	Percentage of equity attributable to the Group	Principal activities
Husky Midstream Limited Partnership	Canada	C$1,153,845,000 class A units C$621,301,154 class B units C$1,776,923 general partnership interest	16	Oil pipelines, storage facilities and anciliary assets operation
CKP (Canada) Holdings Limited	Canada	C$1,143,862,830	25	Water heater and HVAC (heating, ventilation and air conditioning) rentals, sales and services
Wellington Electricity Distribution Network Limited	New Zealand	NZ$406,500,100	50	Electricity distribution
Trionista TopCo GmbH	Germany	€25,000	35	Sub-metering and related services
AVR-Afvalverwerking B.V.	The Netherlands	€1	35	Producing energy from waste
Iberwind – Desenvolvimento e Projectos, S.A.	Portugal	€50,000	50	Generation and sale of wind energy

Notes:

1. CK William UK Holdings Limited owns 100 per cent interests in the following companies:

   Energy Developments Pty Limited
   Multinet Group Holdings Pty Limited
   DBNGP Holdings Pty Limited

   Energy Developments Pty Limited owns and operates an energy generation business mainly in Australia. Multinet Group Holdings Pty Limited and DBNGP Holdings Pty Limited operate natural gas distribution businesses in Australia.

2. CK William UK Holdings Limited owns 66 per cent interests in United Energy Distribution Holdings Pty Limited, which operates an energy distribution business in Australia.

SCHEDULE OF MAJOR PROPERTIES

APPENDIX 4

Location	Lot Number	Group's Interest (per cent)	Approximate floor/site area attributable to the Group (sq. m.)	Existing Usage	Lease Term
14-18 Tsing Tim Street, Tsing Yi	TYTL 98	100	3,355	I	Medium
TMTL 201 Tap Shek Kok	TMTL 201	100	152,855	I	Medium
Certain units of Harbour Centre Tower 2, 8 Hok Cheung Street, Hunghom	KML 113	100	5,528	C	Medium

I: Industrial   C: Commercial

CORPORATE GOVERNANCE REPORT

The Board of Directors ("Board") and the management of the Company are committed to the maintenance of good corporate governance practices and procedures. The Company believes that good corporate governance provides a framework that is essential for effective management, a healthy corporate culture, successful business growth and enhancing shareholders' value. The corporate governance principles of the Company emphasize a quality Board, sound internal controls, and transparency and accountability to all shareholders.

The Company had applied the principles and complied with all code provisions (except as stated below) and, where applicable, the recommended best practices of the Corporate Governance Code ("CG Code") as set out in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules") throughout the year ended 31st December, 2018. In respect of code provisions A.5.1 to A.5.4 of the CG Code, the Company did not have a nomination committee during the year 2018. During the year, the full Board was responsible for reviewing the structure, size and composition of the Board and the appointment of new Directors from time to time to ensure that it had a balanced and diversified composition of skills and experience appropriate for the requirements of the businesses of the Company, and the Board as a whole was also responsible for reviewing the succession plan for the Directors, in particular the positions of Chairman of the Board (the "Chairman") and Group Managing Director.

Key corporate governance principles and corporate governance practices of the Company are summarised below:

I. CODE PROVISIONS

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.	**DIRECTORS**		
A.1	**THE BOARD** *Corporate Governance Principle* *The Board should assume responsibility for leadership and control of the Company; and is collectively responsible for directing and supervising the Company's affairs.* *The Board should regularly review the contribution required from a Director to perform his responsibilities to the Company, and whether he is spending sufficient time performing them.*		
A.1.1	Regular board meetings should be held at least four times a year involving active participation, either in person or through electronic means of communication, of majority of directors.	C	• The Board meets regularly and held meetings in March, May, July and October of 2018. • Directors' attendance records in 2018 are as follows: **Members of the Board** — **Attendance** **Executive Directors** Victor T K Li *(Chairman)* 4/4 KAM Hing Lam *(Group Managing Director)* 3/4 IP Tak Chuen, Edmond *(Deputy Chairman)* 4/4 FOK Kin Ning, Canning *(Deputy Chairman)* 3/4 Andrew John HUNTER *(Deputy Managing Director)* 4/4 CHAN Loi Shun *(Chief Financial Officer)* 4/4 CHEN Tsien Hua 4/4 Frank John SIXT 4/4 **Independent Non-executive Directors** CHEONG Ying Chew, Henry 4/4 KWOK Eva Lee 4/4 SNG Sow-mei alias POON Sow Mei 4/4 Colin Stevens RUSSEL 4/4 LAN Hong Tsung, David 4/4 Barrie COOK 4/4 Paul Joseph TIGHE 4/4 **Non-executive Directors** LEE Pui Ling, Angelina 4/4 George Colin MAGNUS 4/4 • The Directors may attend meetings in person, by phone or through other means of electronic communication or by their alternate directors (if applicable) in accordance with the Company's Bye-laws. An updated and consolidated version of the Company's Memorandum of Association and Bye-laws (both English and Chinese versions) are available on the websites of the Company and Hong Kong Exchanges and Clearing Limited ("HKEx"). There were no significant changes in the Company's constitutional documents during the year 2018.
A.1.2	All directors are given an opportunity to include matters in the agenda for regular board meetings.	C	• All Directors are consulted as to whether they may wish to include any matter in the agenda before the agenda for each regular Board meeting is issued.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.1.3	– At least 14 days notice for regular board meetings – Reasonable notice for other board meetings	C C	• Regular Board meetings in a particular year are usually scheduled towards the end of the immediately preceding year to give all Directors adequate time to plan their schedules to attend the meetings. • At least 14 days formal notice would be given before each regular meeting. • According to the Company's Bye-laws, any Director may waive notice of any meeting.
A.1.4	Minutes of board meetings and meetings of board committees should be kept by a duly appointed secretary of the meeting and should be open for inspection at any reasonable time on reasonable notice by any director.	C	• The Company Secretary prepares written resolutions or minutes and keeps records of substantive matters discussed and decisions resolved at all Board and Board Committee meetings. • Board and Board Committee minutes are sent to all Directors/Board Committee members within a reasonable time after each Board and Board Committee meeting. • Board and Board Committee minutes/resolutions are available for inspection by Directors/Board Committee members.
A.1.5	– Minutes of board meetings and meetings of board committees should record in sufficient detail the matters considered and decisions reached. – Draft and final versions of minutes for all directors to comment and to keep records within a reasonable time after the board meeting	C C	• Minutes record in sufficient detail the matters considered by the Board/Board Committees and decisions reached. • Directors are given an opportunity to comment on draft Board minutes. • Final version of Board minutes is placed on record within a reasonable time after the Board meeting.
A.1.6	– A procedure agreed by the board to enable directors, upon reasonable request, to seek independent professional advice in appropriate circumstances, at the company's expense – The board should resolve to provide separate independent professional advice to directors to assist them perform their duties to the company.	C C	• Directors have been advised that the Company Secretary can arrange independent professional advice at the expense of the Company should such advice be considered necessary by any Director.
A.1.7	– If a substantial shareholder or a director has a conflict of interest in a matter to be considered by the board which the board has determined to be material, the matter should be dealt with by a physical board meeting rather than a written resolution. – Independent non-executive directors who, and whose close associates, have no material interest in the transaction should be present at that board meeting.	C C	• Important matters are usually dealt with by way of written resolutions so that all Directors (including Independent Non-executive Directors) can note and comment, as appropriate, the matters before approval is granted. • Director must declare his/her interest in the matters to be passed in the resolution, if applicable. • If a substantial shareholder or a Director has a conflict of interest in a matter to be considered by the Board which the Board has determined to be material, the matter will be dealt with in accordance with applicable rules and regulations and, if appropriate, an independent Board committee will be set up to deal with the matter.
A.1.8	Arrange appropriate insurance cover in respect of legal action against the directors	C	• The Company has arranged appropriate Directors and Officers liability insurance coverage for its Directors and officers since 1996 including the year 2018/2019.
A.2	**CHAIRMAN AND CHIEF EXECUTIVE** *Corporate Governance Principle* *There should be a clear division of responsibilities between the Chairman and the Group Managing Director of the Company to ensure a balance of power and authority.*		

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.2.1	– Separate roles of chairman and chief executive not to be performed by the same individual – Division of responsibilities between the chairman and chief executive should be clearly established and set out in writing.	C C	• The positions of Chairman and Group Managing Director are currently held by separate individuals. • The Chairman determines the broad strategic direction of the Group in consultation with the Board and is responsible for the high-level oversight of management. • The Group Managing Director, with the support of the Executive Directors, is responsible for strategic planning of different business functions and day-to-day management and operation of the Group.
A.2.2	The chairman should ensure that all directors are properly briefed on issues arising at board meetings.	C	• With the support of the Executive Directors and the Company Secretary, the Chairman seeks to ensure that all Directors are properly briefed on issues arising at Board meetings and receive adequate and reliable information on a timely basis. • In addition to regular Board meetings, the Chairman met with the Non-executive Directors (including the Independent Non-executive Directors) without the presence of the Executive Directors in May and October of 2018. Attendance records of the meetings are as follows: **Attendance** **Chairman** Victor T K Li 2/2 **Independent Non-executive Directors** CHEONG Ying Chew, Henry 2/2 KWOK Eva Lee 2/2 SNG Sow-mei alias POON Sow Mei 2/2 Colin Stevens RUSSEL 2/2 LAN Hong Tsung, David 2/2 Barrie COOK 2/2 Paul Joseph TIGHE 2/2 **Non-executive Directors** LEE Pui Ling, Angelina 2/2 George Colin MAGNUS 2/2
A.2.3	The chairman should be responsible for ensuring that directors receive, in a timely manner, adequate information which must be accurate, clear, complete and reliable.	C	• The Board papers including supporting analysis and related background information are normally sent to the Directors at least three days before Board meetings. • Communications between Non-executive Directors (including Independent Non-executive Directors) on the one hand, and the Company Secretary as co-ordinator for the other business units of the Group on the other, is a dynamic and interactive process to ensure that queries raised and clarification sought by the Directors are dealt with and further supporting information and/or documentation is provided as appropriate.
A.2.4	– The chairman to provide leadership for the board – The chairman should ensure that the board works effectively and performs its responsibilities, and that all key and appropriate issues are discussed by it in a timely manner. – The chairman should be primarily responsible for drawing up and approving the agenda for each board meeting. He should take into account, where appropriate, any matters proposed by the other directors for inclusion in the agenda. The chairman may delegate this responsibility to a designated director or the company secretary.	C C C	• The Chairman is an Executive Director who is responsible for the leadership and effective running of the Board. • The Chairman determines the broad strategic direction of the Group in consultation with the Board and is responsible for the high-level oversight of management. • The Board meets regularly and held meetings in March, May, July and October of 2018. • With the support of the Executive Directors and the Company Secretary, the Chairman ensures that all Directors are properly briefed on all key and appropriate issues in a timely manner. • The Company Secretary assists the Chairman in preparing the agenda for each Board meeting and ensures that, where applicable, matters proposed by other Directors are included in the agenda; and that all applicable rules and regulations are followed.
A.2.5	The chairman should take primary responsibility for ensuring that good corporate governance practices and procedures are established.	C	• The Board as a whole and the management of the Company are committed to the maintenance of good corporate governance practices and procedures.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.2.6	– The chairman should encourage all directors to make a full and active contribution to the board's affairs and take the lead to ensure that it acts in the best interests of the company. – The chairman should encourage directors with different views to voice their concerns, allow sufficient time for discussion of issues and ensure that board decisions fairly reflect board consensus.	C C	• Please refer to A.2.3 and A.2.4 above for the details.
A.2.7	The chairman should at least annually hold meetings with the non-executive directors (including independent non-executive directors) without the executive directors present.	C	• In addition to regular Board meetings, the Chairman met with the Non-executive Directors (including the Independent Non-executive Directors) without the presence of the Executive Directors in May and October of 2018. Please refer to A.2.2 above for the attendance records.
A.2.8	The chairman should ensure that appropriate steps are taken to provide effective communication with shareholders and that their views are communicated to the board as a whole.	C	• The Company establishes different communication channels with shareholders and investors, including (i) printed copies of corporate communications (including but not limited to annual reports, interim reports, notices of meetings, circulars and proxy forms) required under the Listing Rules, and shareholders can choose to receive such documents using electronic means through the Company's website; (ii) the annual general meeting provides a forum for shareholders to raise comments and exchange views with the Board; (iii) updated and key information on the Group is available on the website of the Company; (iv) the Company's website offers a communication channel between the Company and its shareholders and stakeholders; (v) press conferences and briefing meetings with analysts are arranged from time to time, where applicable, to update on the performance of the Group; (vi) the Company's Branch Share Registrar deals with shareholders for share registration and related matters; and (vii) the Corporate Affairs Department of the Company handles enquiries from shareholders and investors generally. • In March 2012, the Board has established a shareholders communication policy and has made it available on the Company's website. The policy is subject to review on a regular basis to ensure its effectiveness.
A.2.9	The chairman should promote a culture of openness and debate by facilitating the effective contribution of non-executive directors in particular and ensuring constructive relations between executive and non-executive directors.	C	• The Chairman promotes a culture of openness and actively encourages Directors with different views to voice their opinion and be fully engaged in the Board's affairs so as to contribute to the Board's functions.
A.3	**BOARD COMPOSITION** *Corporate Governance Principle* *The Board should have a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business and should include a balanced composition of Executive and Non-executive Directors so that independent judgement can effectively be exercised.*		
A.3.1	Independent non-executive directors should be identified in all corporate communications that disclose the names of directors.	C	• The composition of the Board, by category and position of Directors including the names of the Chairman, the Executive Directors, the Non-executive Directors and the Independent Non-executive Directors, is disclosed in all corporate communications. • The Board consists of a total of seventeen Directors, comprising eight Executive Directors, two Non-executive Directors and seven Independent Non-executive Directors. Three Alternate Directors were appointed. More than one Independent Non-executive Directors have appropriate professional qualifications, or accounting or related financial management expertise. • Details of the composition of the Board are set out on page 210. • The Directors' biographical information and the relationships among the Directors are set out on pages 54 to 61. • Review of the Board composition is made regularly to ensure that it has a balance of expertise, skills and experience appropriate for the requirements of the business of the Company.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.3.2	The company should maintain on its website and on HKEx's website an updated list of its directors identifying their role and function and whether they are independent non-executive directors.	C	• The Company maintains on its website an updated list of its Directors identifying their respective roles and functions together with their biographical information, and whether they are independent non-executive directors. Since March 2012, the updated list of Directors has been posted on the website of HKEx which has been revised from time to time. The Company has also posted on its website and/or the website of HKEx the Terms of Reference of its Board Committees to enable the shareholders to understand the roles played by those Independent Non-executive Directors who serve on the relevant Board Committees.
A.4	**APPOINTMENTS, RE-ELECTION AND REMOVAL** *Corporate Governance Principle* *There should be a formal, considered and transparent procedure for the appointment of new Directors and plans in place for orderly succession for appointments. All Directors should be subject to re-election at regular intervals.*		
A.4.1	Non-executive directors should be appointed for a specific term, subject to re-election.	C	• All Directors (including Non-executive Directors) are subject to retirement by rotation once every three years and are subject to re-election in accordance with the Company's Bye-laws and the CG Code.
A.4.2	– All directors appointed to fill a casual vacancy should be subject to election by shareholders at the first general meeting after appointment. – Every director, including those appointed for a specific term, should be subject to retirement by rotation at least once every three years.	C C	• In accordance with the Company's Bye-laws, newly appointed Directors are required to offer themselves for re-election at the next following general meeting (in the case of filling a casual vacancy) or at the next following annual general meeting (in the case of an addition to the existing Board) following their appointment. • The Board as a whole was responsible for the appointment of new Directors and Directors' nomination for re-election by shareholders at the general meeting of the Company. Under the Company's Bye-laws, the Board may from time to time appoint a Director either to fill a casual vacancy or as an addition to the existing Board. Any such new Director shall hold office until the next following general meeting of the Company (in the case of filling a casual vacancy) or until the next following annual general meeting of the Company (in the case of an addition to the existing Board) and shall then be eligible for re-election at the same general meeting. • All Directors (including Non-executive Directors) are subject to retirement by rotation once every three years and are subject to re-election in accordance with the Company's Bye-laws and the CG Code. • The structure, size and composition of the Board are reviewed from time to time to ensure the Board has a balanced and diversified composition of skills and experience appropriate for the requirements of the businesses of the Company. The independence of the Independent Non-executive Directors is assessed according to the relevant rules and requirements under the Listing Rules. • Each of the Independent Non-executive Directors makes an annual confirmation of independence pursuant to the requirements of the Listing Rules. The Company is of the view that all Independent Non-executive Directors meet the independence guidelines set out in the relevant requirements of the Listing Rules and are independent in accordance with the terms of the guidelines. • The Company has published on its website the procedures for shareholders to propose a person for election as a Director.
A.4.3	– If an independent non-executive director serves more than 9 years, his further appointment should be subject to a separate resolution to be approved by shareholders. – The papers to shareholders accompanying that resolution should include the reasons why the board believes he is still independent and should be re-elected.	C C	• Each Independent Non-executive Director who is subject to retirement by rotation will be appointed by a separate resolution in the Company's annual general meeting. Each Independent Non-executive Director who is eligible for re-election at the annual general meeting will make a confirmation of independence pursuant to Rule 3.13 of the Listing Rules. • The Company has expressed the view in its circular for 2019 Annual General Meeting that each Independent Non-executive Director who is eligible for re-election has met the independence guidelines set out in Rule 3.13 of the Listing Rules and is independent in accordance with the terms of the guidelines. In respect of an Independent Non-executive Director who has served more than nine years, the Company has expressed its view in the circular for the 2019 Annual General Meeting as regards such Director's independence. In accordance with the CG Code, the Company has to include its own recommendation in the circular to explain why a particular candidate should be re-elected. As their relevant credentials have been included in the circular for the shareholders' information, the Company opines that it is more important for the shareholders themselves to make their own independent decision on whether to approve a particular re-election or not.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.5	**NOMINATION COMMITTEE** *Corporate Governance Principle* *In carrying out its responsibilities, the nomination committee should give adequate consideration to the principles under Sections A.3 and A.4 in the CG Code.*		
A.5.1 – A.5.4	– The company should establish a nomination committee which is chaired by the chairman of the board or an independent non-executive director and comprises a majority of independent non-executive directors. – The nomination committee should be established with specific written terms of reference which deal clearly with its authority and duties. – It should perform the following duties:– (a) review the structure, size and composition (including the skills, knowledge and experience) of the board at least annually and make recommendations on any proposed changes to the board to complement the company's corporate strategy; (b) identify individuals suitably qualified to become board members and select or make recommendations to the board on the selection of individuals nominated for directorships; (c) assess the independence of independent non-executive directors; and (d) make recommendations to the board on the appointment or re-appointment of directors and succession planning for directors, in particular the chairman and the chief executive. – The nomination committee should make available its terms of reference explaining its role and the authority delegated to it by the board by including them on HKEx's website and the company's website. – The company should provide the nomination committee sufficient resources to perform its duties. Where necessary, the nomination committee should seek independent professional advice, at the company's expense, to perform its responsibilities.	E	• The Company did not have a nomination committee during the year 2018. The Board as a whole was responsible for the appointment of new Directors and the nomination of Directors for re-election by shareholders at the general meeting of the Company. Under the Company's Bye-laws, the Board may from time to time appoint a Director either to fill a casual vacancy or as an addition to the existing Board. Any such new Director shall hold office until the next following general meeting of the Company (in the case of filling a casual vacancy) or until the next following annual general meeting of the Company (in the case of an addition to the existing Board) and shall then be eligible for re-election at the same general meeting. • During the year, the full Board was responsible for reviewing the structure, size and composition of the Board from time to time to ensure that it has a balanced and diversified composition of skills and experience appropriate for the requirements of the businesses of the Company, and the Board as a whole was also responsible for reviewing the succession plan for the Directors, in particular the positions of Chairman and Group Managing Director. • The Company adopts a formal, considered and transparent procedure for the appointment of new Directors. Before a prospective Director's name is formally proposed, the opinions of the existing Directors (including the Independent Non-executive Directors) are sought. After considering the proposal for the appointment of a new Director, the Board as a whole will make the final decision. • The Board as a whole was responsible for assessing the independence of the Independent Non-executive Directors according to the relevant rules and requirements under the Listing Rules. The Company is of the view that all Independent Non-executive Directors meet the independence guidelines set out in the relevant requirements of the Listing Rules and are independent in accordance with the terms of the guidelines. • The Company established its nomination committee ("Nomination Committee") on 1st January, 2019 which comprises all Directors of the Company, and the Chairman of the Board is the Chairman of the Nomination Committee. When the need to select, nominate or re-elect Directors arises, a sub-committee will be established comprising members from the Nomination Committee in compliance with the requirements under the Listing Rules in relation to the composition of the Nomination Committee. The terms of reference of the Nomination Committee (both English and Chinese versions) are posted on the websites of the Company and HKEx. Also, a Director Nomination Policy was adopted with effect from January 2019.
A.5.5	Where the board proposes a resolution to elect an individual as an independent non-executive director at the general meeting, it should set out in the circular to shareholders and/or explanatory statement accompanying the notice of the relevant general meeting why they believe he should be elected and the reasons why they consider him to be independent.	C	• Please refer to A.4.3 above for the details.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.5.6	The nomination committee (or the board) should have a policy concerning diversity of board members, and should disclose the policy or a summary of the policy in the Corporate Governance Report.	C	• In August 2013, the Company has established a policy concerning diversity of Board members ("Board Diversity Policy") and has made it available on the Company's website. • In the Board Diversity Policy:- 1. The Company recognises the benefits of having a Board that has a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's businesses. 2. The Company maintains that appointments to the Board should be based on merit that complements and expands the skills and experience of the Board as a whole, and after due regard to factors which include but not limited to gender, age, cultural and educational background, and/or professional experience, and any other factors that the Board may consider relevant and applicable from time to time towards achieving a diverse Board. 3. The full Board of the Company is responsible for reviewing the structure, size and composition of the Board and the appointment of new directors of the Company from time to time to ensure that it has a balanced composition of skills and experience appropriate to the requirements of the Company's businesses, with due regard to the benefits of diversity on the Board. The Board as a whole is also responsible for reviewing the succession plan for the directors of the Company, in particular, for the Chairman and the Group Managing Director. • Selection of Board members is based on a range of diversity perspectives, including but not limited to gender, age, cultural and educational background, ethnicity, professional experience, skills, knowledge and other factors that the Board may consider relevant and applicable from time to time. The ultimate decision is based on merit and contribution that the selected Board members could bring to the Board. • The Board has, from time to time, reviewed and monitored the implementation of the policy to ensure its effectiveness. It will at appropriate time set measurable objectives for achieving diversity on the Board. • The Board Diversity Policy has been modified since January 2019 to follow closely the requirements of the Listing Rules. • In January 2019, the Company has also established a Director Nomination Policy setting out the approach and procedures adopted for the nomination and selection of directors and has made it available on the Company's website.
A.6	**RESPONSIBILITIES OF DIRECTORS** *Corporate Governance Principle* *Every Director must always know his responsibilities as a Director of the Company and its conduct, business activities and development.*		
A.6.1	Every newly appointed director of the company should receive a comprehensive, formal and tailored induction on appointment. Subsequently he should receive any briefing and professional development necessary to ensure that he has a proper understanding of the company's operations and business and is fully aware of his responsibilities under statute and common law, the Listing Rules, legal and other regulatory requirements and the company's business and governance policies.	C	• The Company Secretary and key officers of the Company Secretarial Department liaise closely with newly appointed Directors both immediately before and after his/her appointment to acquaint them with the duties and responsibilities as a Director of the Company and the business operation of the Company. • A package, which has been compiled and reviewed by the Company's legal advisers, setting out the duties and responsibilities of directors under the Listing Rules and relevant regulatory requirements is provided to each newly appointed Director. Further information package comprising the latest developments in laws, rules and regulations relating to the duties and responsibilities of directors will be forwarded to each Director from time to time for his/her information and ready reference. Guidelines for directors have also been forwarded to each Director for his/her information and ready reference. • During the year, the Company had arranged at the cost of the Company, Directors' seminar sessions conducted by qualified professionals experienced on topics relating to the roles, functions and duties of the Directors. Attendance certificates would be issued to Directors who had attended the seminar sessions and requested the said certificates. • In addition, the Company has from time to time provided information and briefings to Directors on the latest developments in the laws, rules and regulations relating to Directors' duties and responsibilities. The Company had also, on an individual basis, advised Directors on queries raised or issues which arise in the performance of their duties as directors.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.6.2	The functions of non-executive directors include: – bring independent judgement on issues of strategy, policy, performance, accountability, resources, key appointments and standards of conduct at board meetings – take the lead on potential conflicts of interests – serve on the audit, remuneration, nomination and other governance committees, if invited – scrutinise the company's performance in achieving agreed corporate goals and objectives, and monitoring performance reporting	 C C C C	• The Non-executive Directors exercise their independent judgement and advise on the future business direction and strategic plans of the Company. • The Non-executive Directors review the financial information and operational performance of the Company on a regular basis. • The Independent Non-executive Directors are invited to serve on the Audit Committee and Remuneration Committee of the Company. • All Non-executive Directors are also invited to serve as members of the Nomination Committee of the Company with effect from 1st January, 2019.
A.6.3	Every director should ensure that he can give sufficient time and attention to the company's affairs and should not accept the appointment if he cannot do so.	C	• There is satisfactory attendance at Board meetings during the year. Please refer to A.1.1 above for the attendance records. • Every Executive Director has hands-on knowledge and expertise in the areas and operation in which he/she is charged with. Appropriate attention to the affairs of the Company is measured in terms of time as well as the quality of such attention and the ability of the Directors to contribute with reference to his/her area of knowledge and expertise, and his/her global perspective.
A.6.4	Board should establish written guidelines no less exacting than the Model Code for relevant employees.	C	• The Company had adopted the model code for securities transactions by directors of listed issuers ("Model Code") set out in Appendix 10 to the Listing Rules as its own code of conduct regarding Directors' securities transactions effective from 31st March, 2004. The Model Code has been revised and adopted by the Company from time to time to comply with the new requirements set out in Appendix 10 to the Listing Rules. • Confirmation has been received from all Directors that they complied with the required standards set out in the Model Code for the year ended 31st December, 2018. • Written guidelines on no less exacting terms than the Model Code relating to securities transactions for employees are set out in the Employee Handbook of the Company. • Since December 2011, the Company has established a policy on handling of confidential and price-sensitive information, and securities dealing for all employees of the Group to comply with when they are in possession of confidential or unpublished price-sensitive information in relation to the Group. Such policy has since been revised to comply with the requirements set out in Part XIVA of the Securities and Futures Ordinance. The policy has been further revised in July 2015 and such revised policy has been posted on the Company's intranet and disseminated to all employees of the Company.
A.6.5	All directors should participate in continuous professional development to develop and refresh their knowledge and skills. This is to ensure that their contribution to the board remains informed and relevant. The company should be responsible for arranging and funding suitable training, placing an appropriate emphasis on the roles, functions and duties of a listed company director.	C	• A package, which has been compiled and reviewed by the Company's legal advisers, setting out the duties and responsibilities of directors under the Listing Rules and relevant regulatory requirements is provided to each newly appointed Director. Further information package comprising the latest developments in laws, rules and regulations relating to the duties and responsibilities of directors will be forwarded to each Director from time to time for his/her information and ready reference. Guidelines for directors have also been forwarded to each Director for his/her information and ready reference. • In addition, the Company has from time to time provided information and briefings to Directors on the latest developments in the laws, rules and regulations relating to Directors' duties and responsibilities. The Company had also, on an individual basis, advised Directors on queries raised or issues which arise in the performance of their duties as directors. • The Directors have provided to the Company their records of continuous professional development during the year 2018.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.6.5 (Cont'd)			• During the year, the Company had arranged at the cost of the Company, Directors' seminar sessions conducted by qualified professionals experienced on topics relating to the roles, functions and duties of the Directors. Attendance certificates would be issued to Directors who had attended the seminar sessions and requested the said certificates. Directors have also participated in continuous professional training organised by professional bodies and/or government authorities. • The Directors' knowledge and skills are continuously developed and refreshed by, inter alia, the following means: (1) Reading memoranda issued or materials provided (for example, in-house directors' seminar) from time to time by the Company to Directors, and as applicable, briefings and reports by the Company Secretary, as regards legal and regulatory changes and matters of relevance to the Directors in the discharge of their duties with the latest developments in public consultations, laws, rules and regulations relating to the duties and responsibilities of directors and corporate governance; (2) Participation in continuous professional training seminars/conferences/courses/workshops on subjects relating to directors' duties and corporate governance, etc. organised by the Company and/or professional bodies and/or government authorities; and (3) Reading news/journal/magazine/other reading materials as regards legal and regulatory changes and matters of relevance to the Directors in the discharge of their duties. • Records of the Directors' training during 2018 are as follows: **Members of the Board** — **Training received** **Executive Directors** Victor T K Li *(Chairman)* — (1), (2) & (3) KAM Hing Lam *(Group Managing Director)* — (1), (2) & (3) IP Tak Chuen, Edmond *(Deputy Chairman)* — (1), (2) & (3) FOK Kin Ning, Canning *(Deputy Chairman)* — (1) & (3) Andrew John HUNTER *(Deputy Managing Director)* — (1) & (3) CHAN Loi Shun *(Chief Financial Officer)* — (1), (2) & (3) CHEN Tsien Hua — (1), (2) & (3) Frank John SIXT — (1), (2) & (3) **Independent Non-executive Directors** CHEONG Ying Chew, Henry — (1), (2) & (3) KWOK Eva Lee — (1), (2) & (3) SNG Sow-mei alias POON Sow Mei — (1), (2) & (3) Colin Stevens RUSSEL — (1), (2) & (3) LAN Hong Tsung, David — (1), (2) & (3) Barrie COOK — (1) & (3) Paul Joseph TIGHE — (1), (2) & (3) **Non-executive Directors** LEE Pui Ling, Angelina — (1) & (3) George Colin MAGNUS — (1) & (3)
A.6.6	Each director should disclose to the company at the time of his appointment, and in a timely manner for any change, the number and nature of offices held in public companies or organisations and other significant commitments. The identity of the public companies or organisations and an indication of the time involved should also be disclosed. The board should determine for itself how frequently this disclosure should be made.	C	• The Directors have disclosed to the Company at the time of their appointment and from time to time thereafter the number and nature of offices held in public companies or organisations and other significant commitments, identifying the public companies or organisations involved.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.6.7	Independent non-executive directors and other non-executive directors, as equal board members, should give the board and any committees on which they serve the benefit of their skills, expertise and varied backgrounds and qualifications through regular attendance and active participation. They should also attend general meetings and develop a balanced understanding of the views of shareholders.	C	• There is satisfactory attendance at Board meetings, Board Committee meetings, the meetings between the Chairman and the Non-executive Directors (including the Independent Non-executive Directors) and the general meetings during the year. Please refer to A.1.1, A.2.2, B.1.2, C.3.1 and E.1.2 for the attendance records. • Extent of participation and contribution should be viewed both quantitatively and qualitatively.
A.6.8	Independent non-executive directors and other non-executive directors should make a positive contribution to the development of the company's strategy and policies through independent, constructive and informed comments.	C	• Please refer to A.6.7 above.
A.7	**SUPPLY OF AND ACCESS TO INFORMATION** *Corporate Governance Principle* *Directors should be provided in a timely manner with appropriate information in the form and quality to enable them to make an informed decision and perform their duties and responsibilities.*		
A.7.1	– Send agenda and full board papers to all directors at least 3 days before a regular board or board committee meeting – As far as practicable for other board or board committee meetings	C C	• Board/Board Committee papers are circulated not less than three days before the regular Board/Board Committee meetings to enable the Directors/Board Committee members to make informed decisions on matters to be raised at the Board/Board Committee meetings.
A.7.2	– Management has an obligation to supply the board and its committees with adequate and reliable information in a timely manner to enable it to make informed decisions. – The board and individual directors should have separate and independent access to the company's senior management for making further enquiries where necessary.	C C	• The Company Secretary and the Chief Financial Officer attend all regular Board meetings to advise on corporate governance, statutory compliance, and accounting and financial matters, as appropriate. • Communications between Directors on the one hand, and the Company Secretary, who acts as co-ordinator for the other business units of the Group on the other, is a dynamic and interactive process to ensure that queries raised and clarification sought by the Directors are dealt with and that further supporting information is provided as appropriate.
A.7.3	– All directors are entitled to have access to board papers and related materials. – Queries raised by directors should receive a prompt and full response, if possible.	C C	• Please see A.7.1 and A.7.2 above.
B.	**REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT AND BOARD EVALUATION**		
B.1	**THE LEVEL AND MAKE-UP OF REMUNERATION AND DISCLOSURE** *Corporate Governance Principle* *The Company should disclose its Director's remuneration policy and other remuneration related matters. The procedure for setting policy on Executive Directors' remuneration and all Directors' remuneration packages should be formal and transparent.*		

<table>
<tr><th>Code Ref.</th><th>Code Provisions</th><th>Comply (“C”)/
Explain (“E”)</th><th>Corporate Governance Practices</th></tr>
<tr><td>B.1.1</td><td>The remuneration committee should consult the chairman and/or chief executive about their remuneration proposals for other executive directors and should have access to independent professional advice if necessary.</td><td>C</td><td>• The Remuneration Committee has consulted the Chairman and/or the Group Managing Director about proposals relating to the remuneration packages and other human resources issues of the Directors and senior management, including, without limitation, succession plan and key personnel movements as well as policies for recruiting and retaining qualified personnel.
• The emoluments of Directors have been determined with reference to the skills, knowledge, involvement in the Company’s affairs and the performance of each Director, and to the profitability of the Company and prevailing market conditions during the year.
• To enable them to better advise on the Group’s future remuneration policy and related strategies, the Remuneration Committee has been advised of the Group’s existing remuneration policy and succession plan, including the corporate philosophy in formulating employees’ remuneration packages, and market trends and related information.
• The Remuneration Committee is satisfied that there is in place a clear system for determining remuneration, which is reasonable and has been followed consistently in its application.</td></tr>
<tr><td>B.1.2</td><td>The remuneration committee’s terms of reference should include:
– recommend to the board on the company’s policy and structure for all directors’ and senior management remuneration and on the establishment of a formal and transparent procedure for developing remuneration policy
– review and approve the management’s remuneration proposals with reference to the board’s corporate goals and objectives
– either to determine, with delegated responsibility, or to make recommendations to the board on the remuneration packages of individual executive directors and senior management
– recommend to the board on the remuneration of non-executive directors
– consider salaries paid by comparable companies, time commitment and responsibilities and employment conditions elsewhere in the group
– review and approve compensation payable on loss or termination of office or appointment
– review and approve compensation arrangements relating to dismissal or removal of directors for misconduct
– ensure that no director or any of his associates is involved in deciding his own remuneration</td><td>C</td><td>• The Company established its Remuneration Committee (“Remuneration Committee”) on 1st January, 2005. A majority of the members are Independent Non-executive Directors.
• The Remuneration Committee comprises the Chairman, Mr. Victor T K Li, and two Independent Non-executive Directors, namely, Mr. Cheong Ying Chew, Henry (Chairman of the Remuneration Committee) and Mr. Colin Stevens Russel.
• The terms of reference of the Remuneration Committee (both English and Chinese versions) follow closely the requirements of the CG Code. The same as modified from time to time and adopted by the Board, are posted on the websites of the Company and HKEx.
• The Remuneration Committee, with delegated responsibility, determines the remuneration packages of individual Executive Directors and senior management, and reviews the remuneration of Non-executive Directors.
• Since the publication of the Annual Report 2017 in April 2018, meeting of the Remuneration Committee was held in January 2019. Attendance record of the members of the Remuneration Committee is as follows:
<table><tr><th>Members of the Remuneration Committee</th><th>Attendance</th></tr><tr><td>CHEONG Ying Chew, Henry
(Chairman of the Remuneration Committee)</td><td>1/1</td></tr><tr><td>Victor T K Li</td><td>1/1</td></tr><tr><td>Colin Stevens RUSSEL</td><td>1/1</td></tr></table>• The following is a summary of the work of the Remuneration Committee during the said meeting:
1. Review the remuneration policy for 2018/2019;
2. Recommend to the Board the Company’s policy and structure for the remuneration of Directors and the management;
3. Review the remuneration packages of Executive Directors and the management with reference to the established system of the Company for determining the remuneration review;
4. Review and approve the remuneration of Non-executive Directors; and
5. Review the annual bonus policy.
• No Director or any of his/her associates was involved in deciding his/her own remuneration at the meeting of the Remuneration Committee held in January 2019.</td></tr>
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Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
B.1.3	The remuneration committee should make available its terms of reference, explaining its role and the authority delegated to it by the board by including them on HKEx's website and the company's website.	C	• The terms of reference of the Remuneration Committee are posted on the websites of the Company and HKEx. • The principal responsibilities of the Remuneration Committee include making recommendations to the Board on the Company's policy and structure for the remuneration of Directors and the management, and reviewing the remuneration packages of all Executive Directors and the management with reference to the corporate goals and objectives of the Board resolved from time to time.
B.1.4	The remuneration committee should be provided with sufficient resources to perform its duties.	C	• The Human Resources Department provides administrative support and implements the approved remuneration packages and other human resources related decisions approved by the Remuneration Committee.
B.1.5	The company should disclose details of any remuneration payable to members of senior management by band in the annual reports.	C	• The Board has resolved that the senior management of the Company comprises only the Executive Directors of the Company. Please refer to note 34 in the Notes to the Consolidated Financial Statements for details of the remuneration payable to the Directors.
C.	**ACCOUNTABILITY AND AUDIT**		
C.1	**FINANCIAL REPORTING** *Corporate Governance Principle* *The Board should present a balanced, clear and comprehensible assessment of the Company's performance, position and prospects.*		
C.1.1	Management should provide sufficient explanation and information to the board to enable it to make an informed assessment of financial and other information put before it for approval.	C	• Directors are provided with a review of the Group's major business activities and key financial information on a quarterly basis.
C.1.2	Management should provide all members of the board with monthly updates giving a balanced and understandable assessment of the company's performance, position and prospects in sufficient detail to enable the board as a whole and each director to discharge their duties.	C	• Monthly updates had been provided to all members of the Board since April 2012, the effective date of code provision C.1.2, for the purpose of providing a balance and understandable assessment of the Company's performance, position and prospects in sufficient detail and to enable the Board as a whole and each Director to discharge their duties.
C.1.3	– The directors should acknowledge in the Corporate Governance Report their responsibility for preparing the accounts. – There should be a statement by the auditors about their reporting responsibilities in the auditor's report on the financial statements. – Unless it is inappropriate to assume that the company will continue in business, the directors should prepare the accounts on a going concern basis, with supporting assumptions or qualifications as necessary. – Where the directors are aware of material uncertainties relating to events or conditions that may cast significant doubt on the company's ability to continue as a going concern, they should be clearly and prominently disclosed and discussed at length in the Corporate Governance Report.	C C C N/A	• The Directors acknowledged in writing on an annual basis their responsibility for preparing the financial statements of the Group. • Directors are not aware of material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern as referred to in C.1.3 of the CG Code. • With the assistance of the Company's Finance and Accounting Department which is under the supervision of the Chief Financial Officer who is a professional accountant, the Directors ensure the preparation of the financial statements of the Group are in accordance with statutory requirements and applicable accounting standards. • The Directors also ensure the publication of the financial statements of the Group is in a timely manner. • The statement by the auditor of the Company regarding its reporting responsibilities on the financial statements of the Group is set out in the Independent Auditor's Report on pages 81 to 86.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.1.4	The directors should include in the separate statement containing a discussion and analysis of the group's performance in the annual report, an explanation of the basis on which the company generates or preserves value over the longer term (the business model) and the strategy for delivering the company's objectives.	C	• The Board has included the separate statement containing a discussion and analysis of the Group's Long Term Development Strategy in the Annual Report 2018.
C.1.5	The board should present a balanced, clear and understandable assessment in annual and interim reports and other financial disclosures required by the Listing Rules. It should also do so for reports to regulators and information disclosed under statutory requirements.	C	• The Board aims to present a clear, balanced and understandable assessment of the Group's performance and position in all shareholder communications. • The Board is aware of and updated with the requirements under the applicable rules and regulations about timely disclosure of inside information or matters regarding the Company and will authorise the publication of such announcements as and when the occasion arises. The Company Secretary and key officers of the Company Secretarial Department work closely and in consultation with legal advisers to review the materiality and sensitivity of transactions and proposed transactions and advise the Board accordingly.
C.2	**RISK MANAGEMENT AND INTERNAL CONTROL** *Corporate Governance Principle* *The Board is responsible for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and ensuring that the Company establishes and maintains appropriate and effective risk management and internal control systems. The Board should oversee management in the design, implementation and monitoring of the risk management and internal control systems, and management should provide a confirmation to the Board on the effectiveness of these systems.*		
C.2.1	The board should oversee the group's risk management and internal control systems on an ongoing basis, ensure that a review of the effectiveness of the company's and its subsidiaries' risk management and internal control systems has been conducted at least annually and report to shareholders that it has done so in its Corporate Governance Report. The review should cover all material controls, including financial, operational and compliance controls.	C	• The Board is responsible for maintaining sound and effective risk management and internal control systems, which include the development of necessary policies and procedures. Such systems are reviewed twice a year to ensure they are operating effectively on an ongoing basis. The Group maintains an enterprise risk management framework to identify, assess, manage, monitor and control current and emerging risks. • Risk management and internal control systems are designed to help the achievement of business objectives in the following categories: (1) Alignment with and supportive of the Group's strategies; (2) Effectiveness and efficiency of operations which include safeguarding assets against unauthorised user or disposition; (3) Reliability of financial and operational reporting; and (4) Compliance with applicable laws, regulations, and internal controls and procedures.
C.2.2	The board's annual review should, in particular, ensure the adequacy of resources, staff qualifications and experience, training programmes and budget of the company's accounting, internal audit and financial reporting functions.	C	• The Board, through the Audit Committee, reviewed the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting, internal audit and financial reporting functions at the Board meeting held in March 2019 and noted that the Company has been in compliance with the Code Provision for the year 2018. Please also refer to C.3.3 below.
C.2.3	The board's annual review should, in particular, consider:		
	(a) the changes, since the last annual review, in the nature and extent of significant risks, and the company's ability to respond to changes in its business and the external environment;	C	• The Board, through the Audit Committee, regularly reviews the significant risks and decisions that could have a material impact on the Group. These reviews consider the level of risk that the Group is prepared to take in pursuit of the business strategy and the effectiveness of the management controls in place to mitigate the risk exposure. They also regularly review the effectiveness of any remedial actions taken during the reporting period in order to respond to changes in its business and the external environment.
	(b) the scope and quality of management's ongoing monitoring of risks and of the internal control systems, and where applicable, the work of its internal audit function and other assurance providers;	C	• The Audit Committee, on behalf of the Board, regularly reviews the scope and quality of the risk management framework and effectiveness of the internal control systems. The Audit Committee evaluates the internal audit function on an ongoing basis by reviewing internal audit resources, plans, budgets and its work. The Audit Committee also carries out a review of the reports from the external auditors, Messrs. Deloitte Touche Tohmatsu ("Deloitte"), regarding the internal controls and relevant financial reporting matters in the Company.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.2.3 (Cont'd)	(c) the extent and frequency of communication of monitoring results to the board (or board committee(s)) which enables it to assess control of the company and the effectiveness of risk management;	C	• The Group's risk management and internal control systems are reviewed twice a year by the management. Each business unit has to perform risk assessment where the risks associated with achieving the business objectives are identified and analysed. It also includes a review of the control mechanism for each risk and action plan is put in place to address the areas for improvement. The Chief Executive Officer and Chief Financial Officer of each business unit need to provide a formal confirmation to acknowledge review of their control systems and highlight any weaknesses. Such confirmations are reviewed by the Audit Committee, through Internal Audit, and submitted to the Board for its assessment.
	(d) significant control failings or weaknesses that have been identified during the period. Also, the extent to which they have resulted in unforeseen outcomes or contingencies that have had, could have had, or may in the future have, a material impact on the company's financial performance or condition; and	C	• No significant control failings or weaknesses had been identified during the reporting period. The Board is not aware of any material unforeseen outcomes or contingencies that may in the future have a material impact on the Company's financial performance or condition.
	(e) the effectiveness of the company's processes for financial reporting and Listing Rule compliance.	C	• The Board has conducted a review of the effectiveness of the Group's risk management and internal control systems, including all material financial, operational and compliance controls, and concluded that they are adequate and effective.
C.2.4	The company should disclose, in the Corporate Governance Report, a narrative statement on how it has complied with the risk management and internal control code provisions during the reporting period. In particular, the company should disclose:	C	• The Company has complied with the code provisions on risk management and internal controls during the reporting period.
	(a) the process used to identify, evaluate and manage significant risks;	C	• The Group has in place an Enterprise Risk Management framework which is consistent with the COSO (Committee of Sponsoring Organisations of the Treadway Commission) framework. The framework supports the Group to identify, evaluate and manage significant risks.
	(b) the main features of the risk management and internal control systems;	C	• The Group adopts a "top-down and bottom-up" approach to manage risk exposures which works as follows: Managing Risk from Top-down: *The Board and Audit Committee* (1) Assess and determine the nature and extent of the risks that the Group is willing to accept in pursuit of its strategic and business objectives; and (2) Ensure appropriate and effective risk management and internal control systems are in place. *Senior Management* (1) Oversee the Group's risk profile and evaluate if major risks are appropriately mitigated; and (2) Review and confirm the effectiveness of the risk management processes. Managing Risk from Bottom-up: *Risk and Control Monitoring Functions* (1) Establish relevant policies and procedures for the Group; and (2) Monitor business units in the implementation of effective risk management and internal control systems. *Operational Level* (1) Identify, assess, mitigate and report the risks; and (2) Provision of reports and data relating to emerging risks to the Board, through the Audit Committee;

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.2.4 (Cont'd)			• Through this "top-down and bottom-up" risk review process, the risks identified in each business unit will be presented in the Group Risk Register, where they are considered significant on a group level. This Register, of which the content is confirmed by the Group Managing Director and the Chief Financial Officer, forms part of the Risk Management Report for review and approval by the Audit Committee every half-yearly. The Audit Committee, on behalf of the Board, reviews the Report to ensure that all the significant risks are identified and appropriately managed. • Pages 195 to 200 of the Annual Report also provide a description of the Group's risk factors which could affect the Group's financial condition or results of operations to differ materially from expected or historical results.
	(c) an acknowledgement by the board that it is responsible for the risk management and internal control systems and reviewing their effectiveness. It should also explain that such systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement or loss;	C	• Both risk management and internal control systems are designed to manage rather than eliminate risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material errors, losses or fraud. The concept of reasonable assurance recognises that the cost of control procedure should not exceed the expected benefits.
	(d) the process used to review the effectiveness of the risk management and internal control systems and to resolve material internal control defects; and	C	• Please refer to C.2.3 above
	(e) the procedures and internal controls for the handling and dissemination of inside information.	C	• Regarding the procedures and internal controls for handling inside information, the Group: (1) is well aware of its statutory and regulatory obligations to announce any inside information; (2) has implemented policy and procedure which strictly prohibit unauthorised use of confidential information and insider trading, and has communicated to all staff; and (3) requires that only Directors and delegated officers can act as the Group's spokesperson and respond to external enquiries about the Group's affairs.
C.2.5	The company should have an internal audit function. The company without an internal audit function should review the need for one on an annual basis and should disclose the reasons for the absence of such a function in the Corporate Governance Report.	C	• Internal Audit, reporting directly to the Audit Committee and the Group Managing Director, performs independent assessment of the risk management and internal control systems. Using a risk based methodology, Internal Audit prepares its audit plan in consultation with, but independent of, management, and it is reviewed by the Audit Committee. The audit work focuses on those areas of the Group's activities with greatest perceived risks. Ad hoc review will also be performed on areas of concern identified by the Audit Committee and management. Management of individual business unit will be informed of the areas for improvement, and Internal Audit is responsible for monitoring the corrective actions.
C.3	**AUDIT COMMITTEE** *Corporate Governance Principle* *The Board should establish formal and transparent arrangements to consider how it will apply financial reporting, risk management and internal control principles and maintain an appropriate relationship with the Company's auditors.*		
C.3.1	– Full minutes of audit committee meetings should be kept by a duly appointed secretary of the meeting. – Draft and final versions of minutes should be sent to all committee members for their comment and records within a reasonable time after the meeting.	C C	• Minutes drafted by the Company Secretary are circulated to members of the Audit Committee within a reasonable time after each meeting. • Audit Committee meetings were held in March and July of 2018. Attendance records of members of the Audit Committee are as follows: **Members of the Audit Committee** — **Attendance** Colin Stevens RUSSEL *(Chairman of the Audit Committee)* 2/2 CHEONG Ying Chew, Henry 2/2 KWOK Eva Lee 2/2 SNG Sow-mei alias POON Sow Mei 2/2 LAN Hong Tsung, David 2/2 Paul Joseph TIGHE* N/A * Appointed as a member of the Audit Committee with effect from 20th March, 2019.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.3.1 (Cont'd)			• The following is a summary of the work of the Audit Committee during 2018: 1. Review the financial reports for 2017 annual results and 2018 interim results; 2. Review the findings and recommendations of the Group Internal Audit on the work of various business units and divisions/departments; 3. Review the effectiveness of the risk management and internal control systems; 4. Review the external auditor's audit findings; 5. Review the auditor's remuneration; 6. Review the risks of different business units and analysis thereof provided by the relevant business units; 7. Review the control mechanisms for such risks advising on action plans for improvement of the situations; 8. Review the arrangements employees can use, in confidence, to raise concerns about possible improprieties in financial reporting, internal control or other matters; and 9. Perform the corporate governance functions and review the corporate governance policies and practices. • After due and careful consideration of reports from management and the internal and external auditors, the Audit Committee noted that no suspected fraud or irregularities, significant internal control deficiencies, or suspected infringement of laws, rules, or regulations had been found, and concluded at the meeting held on 18th March, 2019 that the internal control system was adequate and effective. • On 18th March, 2019, the Audit Committee met to review the Group's 2018 consolidated financial statements, including the accounting principles and practices adopted by the Group, in conjunction with the Company's external auditor. After review and discussions with the management, internal auditor and external auditor, the Audit Committee endorsed the accounting treatment adopted by the Company, and the Audit Committee had to the best of its ability assured itself that the disclosure of the financial information in the Annual Report 2018 complied with the applicable accounting standards and Appendix 16 to the Listing Rules. The Audit Committee therefore resolved to recommend for the Board's approval the consolidated financial statements for the year ended 31st December, 2018. • The Audit Committee also recommended to the Board the re-appointment of Deloitte as the Company's external auditor for 2019 and that the related resolution shall be put forth for shareholders' consideration and approval at the 2019 annual general meeting. • The Group's Annual Report 2018 has been reviewed by the Audit Committee.
C.3.2	A former partner of existing auditing firm shall not act as a member of the audit committee for 1 year from the date of his ceasing to be a partner of or to have any financial interest in, the firm, whichever is later.	C	• No member of the Audit Committee is a former partner of the existing auditing firm of the Company during the one year after he/she ceases to be a partner of the auditing firm. • The terms of reference of the Audit Committee were revised with effect from 1st January, 2019 to comply with the new requirement under the Listing Rules for prohibiting a former partner of the Company's existing auditing firm from acting as a member of the Audit Committee for a period of two years from the later of (a) the date of his/her ceasing to be a partner of the firm; or (b) the date of his/her ceasing to have any financial interest in the firm.
C.3.3	The audit committee's terms of reference should include: – recommendations to the board on the appointment, reappointment and removal of external auditor and approval of their terms of engagement; – review and monitor external auditor's independence and objectivity and effectiveness of audit process; – review of the company's financial information; and	C	• The terms of reference of the Audit Committee (both English and Chinese versions), which follow closely the requirements of the CG Code and are modified from time to time and adopted by the Board, are posted on the websites of the Company and HKEx.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.3.3 (Cont'd)	– oversight of the company's financial reporting system, risk management and internal control systems, including the adequacy of resources, staff qualifications and experience, training programmes and budget of the company's accounting and financial reporting function.		
C.3.4	The audit committee should make available its terms of reference, explaining its role and the authority delegated to it by the board by including them on HKEx's and the company's website.	C	• The Listing Rules require every listed issuer to establish an audit committee comprising at least three members who must be non-executive directors only, and the majority thereof must be independent non-executive directors, at least one of whom must have appropriate professional qualifications, or accounting or related financial management expertise. The Company established the Audit Committee on 11th December, 1998 with reference to "A Guide for the Formation of an Audit Committee" issued by the Hong Kong Institute of Certified Public Accountants. • In accordance with the requirements of the CG Code, the terms of reference of the Audit Committee are revised from time to time in terms substantially the same as the provisions set out in the CG Code. The latest version of the terms of reference of the Audit Committee is available on the websites of the Company and HKEx. • The principal duties of the Audit Committee include the review and supervision of the Group's financial reporting system, risk management and internal control systems, review of the Group's financial information, review of the relationship with the external auditor of the Company and performance of the corporate governance functions delegated by the Board. Regular meetings have been held by the Audit Committee since its establishment. • During the year 2018, the Audit Committee comprises five Independent Non-executive Directors, namely, Mr. Colin Stevens Russel (Chairman of the Audit Committee), Mr. Cheong Ying Chew, Henry, Mrs. Kwok Eva Lee, Mrs. Sng Sow-mei alias Poon Sow Mei and Mr. Lan Hong Tsung, David. The Audit Committee held two meetings in 2018. Mr. Paul Joseph Tighe was appointed as a member of the Audit Committee with effect from 20th March, 2019.
C.3.5	Where the board disagrees with the audit committee's view on the selection, appointment, resignation or dismissal of the external auditors, the company should include in the Corporate Governance Report a statement from the audit committee explaining its recommendation and also the reason(s) why the board has taken a different view.	N/A	• The Audit Committee recommended to the Board that, subject to shareholders' approval at the forthcoming annual general meeting, Deloitte be re-appointed as the Company's external auditor for 2019. • For the year ended 31st December, 2018, the external auditor of the Company received approximately HK$7.2 million for annual audit services and approximately HK$9.8 million for tax and other services.
C.3.6	The audit committee should be provided with sufficient resources to perform its duties.	C	• The Audit Committee has been advised that the Company Secretary can arrange independent professional advice at the expense of the Company should the seeking of such advice be considered necessary by the Audit Committee.
C.3.7	The terms of reference of the audit committee should also require it: – to review arrangements employees of the company can use, in confidence, to raise concerns about possible improprieties in financial reporting, internal control or other matters. The audit committee should ensure that proper arrangements are in place for fair and independent investigation of these matters and for appropriate follow-up action; and – to act as the key representative body for overseeing the company's relations with the external auditor.	C C	• The terms of reference of the Audit Committee were revised with effect from 1st January, 2012 to include the requirement to review arrangements that employees of the Company can use, in confidence, to raise concerns about possible improprieties in financial reporting, internal control or other matters. • The Company has established the Procedures for Reporting Possible Improprieties in Matters of Financial Reporting, Internal Control or Other Matters for employees and those who deal with the Group to raise concerns, in confidence, with the Audit Committee about possible improprieties in matters of financial reporting, internal control or other matters relating to the Group. Such procedures are included into the Company's Employee Handbook and posted on the Company's website. • The Company has issued an Employee Handbook to its staff, which contains the mechanism for employees to raise any issues they may have to their department heads and to the Human Resources Department for necessary action (whether these relate to their career development or any other grievances and complaints they may have).

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
D.	**DELEGATION BY THE BOARD**		
D.1	**MANAGEMENT FUNCTIONS** *Corporate Governance Principle* *The Company should have a formal schedule of matters specifically reserved for Board approval and those delegated to management.*		
D.1.1	When the board delegates aspects of its management and administration functions to management, it must at the same time give clear directions as to the management's powers, in particular, where management should report back and obtain prior board approval before making decisions or entering into any commitments on the company's behalf.	C	• Executive Directors are in charge of different businesses and functional divisions in accordance with their respective areas of expertise. • Please refer to the Management Structure Chart set out on page 182. • For matters or transactions of a material nature, the same will be referred to the Board for approval. • For matters or transactions of a magnitude requiring disclosure under the Listing Rules or other applicable rules or regulations, appropriate disclosure will be made and where necessary, circular will be prepared and shareholders' approval will be obtained in accordance with the requirements of the applicable rules and regulations.
D.1.2	Formalise functions reserved to the board and those delegated to management and to review those arrangements periodically to ensure that they remain appropriate to the company's needs.	C	• The Board, led by the Chairman, is responsible for the Group's future development directions; overall strategies and policies; evaluation of the performance of the Group and the management; and approval of matters that are of a material or substantial nature. • Under the leadership of the Group Managing Director, management is responsible for the day-to-day operations of the Group.
D.1.3	The company should disclose the respective responsibilities, accountabilities and contributions of the board and management.	C	• Please refer to the Management Structure Chart set out on page 182.
D.1.4	Directors should clearly understand delegation arrangements in place. The company should have formal letters of appointment for directors setting out the key terms and conditions of their appointment.	C	• In February 2012, formal letters of appointment have been issued to all Directors setting out the key terms and conditions of their respective appointment. Each newly appointed Director will also be issued with a letter of appointment.
D.2	**BOARD COMMITTEES** *Corporate Governance Principle* *Board Committees should be formed with specific written terms of reference which deal clearly with their authority and duties.*		
D.2.1	Where board committees are established to deal with matters, the board should give them sufficiently clear terms of reference to enable them to perform their functions properly.	C	• Three Board Committees, namely, Audit Committee, Remuneration Committee and Executive Committee, have been established with specific terms of reference. • Nomination Committee has been established with specific terms of reference with effect from 1st January, 2019.
D.2.2	The terms of reference of board committees should require them to report back to the board on their decisions or recommendations, unless there are legal or regulatory restrictions on their ability to do so (such as a restriction on disclosure due to regulatory requirements).	C	• Board Committees report to the Board of their decisions and recommendations at the Board meetings.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
D.3	**CORPORATE GOVERNANCE FUNCTIONS**		
D.3.1	The terms of reference of the board (or a committee or committees performing this function) should include:– – develop and review the company's policies and practices on corporate governance and make recommendations to the board; – review and monitor the training and continuous professional development of directors and senior management; – review and monitor the company's policies and practices on compliance with legal and regulatory requirements; – develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and directors; and – review the company's compliance with the CG Code and disclosure in the Corporate Governance Report.	C	• The terms of reference of the Audit Committee were revised with effect from 1st January, 2012 to include the following corporate governance functions delegated by the Board: 1. Develop and review the Company's policies and practices on corporate governance and make recommendations to the Board; 2. Review and monitor the training and continuous professional development of Directors and senior management; 3. Review and monitor the Company's policies and practices on compliance with legal and regulatory requirements; 4. Develop, review and monitor the code of conduct and compliance manual (if any) applicable to employees and Directors; and 5. Review the Company's compliance with the CG Code and disclosure in this Corporate Governance Report. • At the Audit Committee's meeting held in March 2019, the Audit Committee was satisfied that the above-mentioned corporate governance functions were adhered to, and members of the Audit Committee had examined the Company's policies and practices on corporate governance and compliance with legal and regulatory requirements including:– (a) Policy on Handling of Confidential Information, Information Disclosure, and Securities Dealing; (b) Procedures for Reporting Possible Improprieties in Matters of Financial Reporting, Internal Control or Other Matters; (c) Shareholders Communication Policy; (d) Media and Public Engagement Policy; (e) Model Code for Securities Transactions by Directors; (f) Board Diversity Policy (updated in January 2019); (g) Director Nomination Policy (with effect from January 2019); and (h) Dividend Policy (with effect from January 2019). • The Company adopted the Dividend Policy with effect from January 2019 whereby the Board is committed to maintaining an optimal capital structure and investment grade credit ratings. This is pursued to deliver returns to shareholders and ensure that adequate capital resources are available for business growth and investment opportunities. Subject to business conditions, market opportunities and maintenance of the Company's strong investment grade credit ratings, the Board aims to deliver a sustainable dividend that is in line with the earnings improvements and long-term growth of the Company.
D.3.2	The board should be responsible for performing the corporate governance duties set out in the terms of reference in D.3.1 or it may delegate the responsibility to a committee or committees.	C	• The board has delegated the responsibility of performing the corporate governance duties to the Audit Committee. To that effect, the terms of reference of the Audit Committee as set out in D.3.1 above were revised with effect from 1st January, 2012 to include the corporate governance functions delegated by the Board.
E.	**COMMUNICATION WITH SHAREHOLDERS**		
E.1	**EFFECTIVE COMMUNICATION** *Corporate Governance Principle* *The Board should be responsible for maintaining an on-going dialogue with shareholders and in particular, use annual general meetings or other general meetings to communicate with them and encourage their participation.*		
E.1.1	For each substantially separate issue at a general meeting, a separate resolution should be proposed by the chairman of that meeting. The company should avoid "bundling" resolutions unless they are interdependent and linked forming one significant proposal. Where the resolutions are "bundled", the company should explain the reasons and material implications in the notice of meeting.	C	• Separate resolutions are proposed at the general meetings of the Company on each substantially separate issue, including the election of individual directors.

<table>
<tr><th>Code Ref.</th><th>Code Provisions</th><th>Comply ("C")/ Explain ("E")</th><th>Corporate Governance Practices</th></tr>
<tr><td>E.1.2</td><td>– The chairman of the board should attend the annual general meeting. He should also invite the chairmen of the audit, remuneration, nomination and any other committees (as appropriate) to attend. In their absence, he should invite another member of the committee to be available to answer questions at the annual general meeting.

– The chairman of the independent board committee (if any) should also be available to answer questions at any general meeting to approve a connected transaction or any other transaction that requires independent shareholders' approval.

– The company's management should ensure the external auditor attend the annual general meeting to answer questions about the conduct of the audit, the preparation and content of the auditor's report, the accounting policies and auditor independence.</td><td>C

C

C</td><td>• In 2018, the Chairman, Chairman of the Audit Committee and Chairman of the Remuneration Committee attended the 2018 annual general meeting and were available to answer questions.

• The Company established an independent board committee on 3rd August, 2018 ("IBC") for advising the independent shareholders in relation to the formation of a joint venture ("JV Transaction") in connection with the proposed acquisition by CKM Australia Bidco Pty Ltd ("Bidco") by way of the trust schemes of all of the stapled securities in issue of APA which are listed on the Australian Securities Exchange ("Acquisition"). The IBC comprised five Independent Non-executive Directors, namely, Mrs. Kwok Eva Lee, Mrs. Sng Sow-mei alias Poon Sow Mei, Mr. Lan Hong Tsung, David, Mr. Barrie Cook and Mr. Paul Joseph Tighe. The Chairman of the IBC was available to answer questions at the special general meeting of the Company held on 30th October, 2018 ("SGM"). On 20th November, 2018, Bidco became aware that one of the condition precedents would not be satisfied and such condition could not be waived. The implementation agreement had been terminated on 20th November, 2018 and the Company did not proceed with the JV Transaction and the Acquisition.

• Directors' attendance records of the 2018 annual general meeting and the SGM are as follows:

<table>
<tr><th>Members of the Board</th><th>Attendance</th></tr>
<tr><td>Executive Directors</td><td></td></tr>
<tr><td>Victor T K Li (Chairman of the Board)</td><td>2/2</td></tr>
<tr><td>KAM Hing Lam</td><td>1/2</td></tr>
<tr><td>IP Tak Chuen, Edmond</td><td>2/2</td></tr>
<tr><td>FOK Kin Ning, Canning</td><td>1/2</td></tr>
<tr><td>Andrew John HUNTER</td><td>2/2</td></tr>
<tr><td>CHAN Loi Shun</td><td>2/2</td></tr>
<tr><td>CHEN Tsien Hua</td><td>2/2</td></tr>
<tr><td>Frank John SIXT</td><td>2/2</td></tr>
<tr><td>Independent Non-executive Directors</td><td></td></tr>
<tr><td>CHEONG Ying Chew, Henry
(Chairman of the Remuneration Committee)</td><td>2/2</td></tr>
<tr><td>KWOK Eva Lee</td><td>2/2</td></tr>
<tr><td>SNG Sow-mei alias POON Sow Mei</td><td>2/2</td></tr>
<tr><td>Colin Stevens RUSSEL (Chairman of the Audit Committee)</td><td>2/2</td></tr>
<tr><td>LAN Hong Tsung, David *</td><td>1/2</td></tr>
<tr><td>Barrie COOK *</td><td>1/2</td></tr>
<tr><td>Paul Joseph TIGHE</td><td>2/2</td></tr>
<tr><td>Non-executive Directors</td><td></td></tr>
<tr><td>LEE Pui Ling, Angelina</td><td>2/2</td></tr>
<tr><td>George Colin MAGNUS *</td><td>1/2</td></tr>
</table>
* Attended the SGM via telephone conference.

• In 2018, the Company's external auditor attended the annual general meeting and was available to answer questions.</td></tr>
<tr><td>E.1.3</td><td>The company should arrange for the notice to shareholders to be sent for annual general meeting at least 20 clear business days before the meeting and to be sent at least 10 clear business days for all other general meetings.</td><td>C</td><td>• The Company's notices to shareholders for the 2018 annual general meeting and the SGM of the Company were sent at least 20 clear business days and at least 10 clear business days before the meeting respectively.</td></tr>
<tr><td>E.1.4</td><td>The board should establish a shareholders' communication policy and review it on a regular basis to ensure its effectiveness.</td><td>C</td><td>• In March 2012, the Board has established a shareholders communication policy and made it available on the Company's website. The policy is subject to review on a regular basis to ensure its effectiveness.

• The particulars of shareholders' rights relating to, inter alia, convening of special general meetings and making enquiries to the Company are as follows:

1. The Company has only one class of shares. All shares have the same voting rights and are entitled to the dividends declared. The Company's Bye-laws set out the rights of shareholders.</td></tr>
</table>

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
E.1.4 (Cont'd)			2. Shareholder(s) holding not less than one-tenth of the paid-up capital of the Company may, in accordance with the requirements and procedures set out in the Companies Act of Bermuda, request the Board to convene a special general meeting pursuant to Bye-law 58 of the Company's Bye-laws. The objects of the meeting must be stated in the related requisition which must be signed by the requisitionist(s) and deposited at the registered office of the Company. 3. (a) Shareholder(s) holding not less than one-twentieth of the total voting rights or (b) not less than 100 shareholders, may at their expense, unless the Company otherwise resolves, propose any resolution at any general meeting under the Companies Act of Bermuda. A written notice to that effect signed by the requisitionists together with a sum reasonably sufficient to meet the expenses in giving effect thereto must be deposited at the registered office of the Company at Clarendon House, Church Street, Hamilton HM11, Bermuda (addressed to the Company Secretary) not less than six weeks before the meeting. The notice shall contain, inter alia, a description of the proposed resolution desired to be put forward at the meeting, the reasons for such proposal and any material interest of the proposing shareholder in such proposal. 4. Pursuant to Bye-law 88 of the Company's Bye-laws, if a shareholder wishes to propose a person other than a retiring Director for election as a Director at any general meeting (including annual general meeting), the shareholder should lodge a written notice at the registered office or the head office of the Company provided that the minimum length of the period, during which such written notice may be given, shall be at least seven days and that the period for lodgment of such written notice shall commence no earlier than the day after the dispatch of the notice of the general meeting appointed for such election and end no later than seven days prior to the date of such general meeting. Such written notice must be accompanied by a notice signed by the person to be proposed of his/her willingness to be elected as a Director. 5. In conducting a poll, subject to any special rights or restrictions as to voting for the time being attached to any shares by or in accordance with the Company's Bye-laws, every shareholder present in person or by proxy or, in the case of a shareholder being a corporation, by its duly authorised representative, shall have one vote for every fully paid share of which he/she/it is the holder. A person entitled to more than one vote on a poll need not use all his/her votes or cast all the votes he/she uses in the same way. 6. Shareholders have the right to receive corporate communications issued by the Company in hard copies or through electronic means in accordance with the manner as specified in Bye-law 160 of the Company's Bye-laws. 7. Shareholders whose shares are held in the Central Clearing and Settlement System (CCASS) may notify the Company from time to time through Hong Kong Securities Clearing Company Limited if they wish to receive the Company's corporate communications. 8. Shareholders and other stakeholders may send their enquiries and concerns, in written form, to the Board by addressing them to the Company Secretary at 12th Floor, Cheung Kong Center, 2 Queen's Road Central, Hong Kong.
E.2	**VOTING BY POLL** *Corporate Governance Principle* *The Company should ensure that shareholders are familiar with the detailed procedures for conducting a poll.*		
E.2.1	The chairman of a meeting should ensure that an explanation is provided of the detailed procedures for conducting a poll and answer any questions from shareholders on voting by poll.	C	• At the 2018 annual general meeting and the SGM, the Chairman of the meeting explained (through the Company Secretary) the detailed procedures for conducting a poll, and answered questions from shareholders. • At the 2018 annual general meeting and the SGM, the Chairman of the meeting exercised his power under the Company's Bye-laws to put each resolution set out in the notices to be voted by way of a poll. • Representatives of the Branch Share Registrar of the Company were appointed as scrutineer to monitor and count the poll votes cast at the 2018 annual general meeting and the SGM. • Since the Company's 2003 annual general meeting, all the resolutions (other than procedural or administrative resolutions) put to vote at the Company's general meetings were taken by poll. • Poll results were posted on the websites of the Company and HKEx.

Code Ref.	Code Provisions	Comply ("C")/ Explain ("E")	Corporate Governance Practices
F.	**COMPANY SECETARY**		
	Corporate Governance Principle *The Company Secretary plays an important role in supporting the Board by ensuring good information flow within the Board and that Board policy and procedures are followed. The Company Secretary is responsible for advising the Board through the Chairman and/or the Group Managing Director on governance matters and should also facilitate induction and professional development of Directors.*		
F.1.1	The company secretary should be an employee of the company and have day-to-day knowledge of the company's affairs.	C	• The Company Secretary of the Company has been appointed from 1996 to 2008 and re-appointed in 2008 and has day-to-day knowledge of the Group's affairs. • The Company Secretary ensures the effective conduct of board meetings and that Board procedures are duly followed. • The Company Secretary prepares written resolutions or minutes and keeps records of substantive matters discussed and decisions resolved at all Board and Board Committee meetings. • The Company Secretary also advises on compliance with all applicable laws, rules and regulations in relation to the investments of the Group and keeps the Board fully abreast of all legislative, regulatory and corporate governance developments.
F.1.2	The board should approve the selection, appointment or dismissal of the company secretary.	C	• The appointment and removal of the Company Secretary is subject to Board approval in accordance with the Company's Bye-laws.
F.1.3	The company secretary should report to the board chairman and/or the chief executive.	C	• The Company Secretary reports to the Board through the Chairman whilst all members of the Board have access to the advice of the Company Secretary.
F.1.4	All directors should have access to the advice and services of the company secretary to ensure that board procedures, and all applicable law, rules and regulations, are followed.	C	• Directors have access to the Company Secretary and key officers of the Company Secretarial Department who are responsible to the Board for ensuring that Board procedures, and all applicable rules and regulations, are followed. • Memoranda are issued to Directors from time to time to update them with legal and regulatory changes and matters of relevance to Directors in the discharge of their duties.

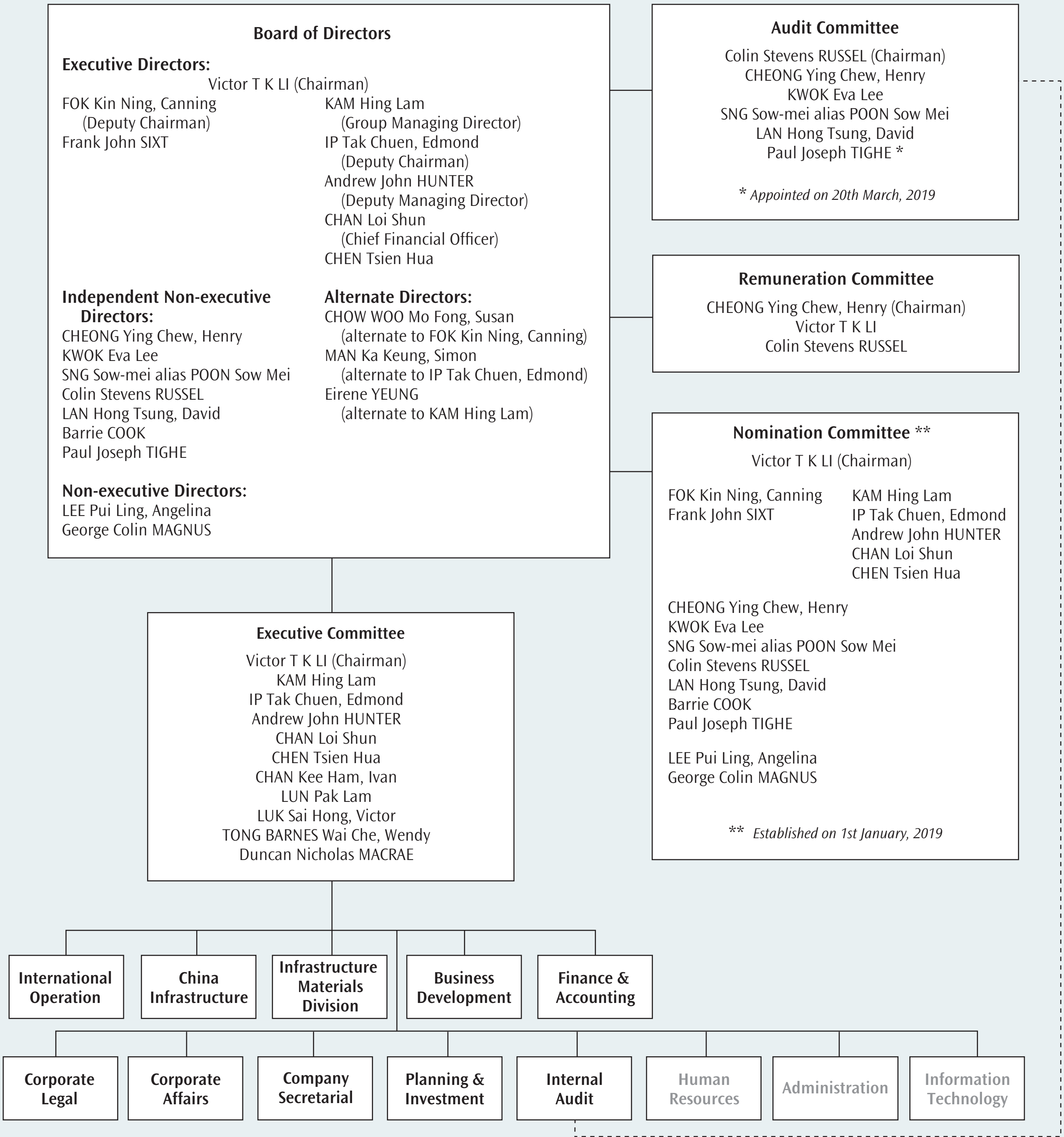
II. RECOMMENDED BEST PRACTICES

Recommended Best Practice Ref.	Recommended Best Practices	Comply ("C")/ Explain ("E")	Corporate Governance Practices
A.	**DIRECTORS**		
A.1	**THE BOARD** *Corporate Governance Principle* *The Board should assume responsibility for leadership and control of the Company; and is collectively responsible for directing and supervising the Company's affairs.* *The Board should regularly review the contribution required from a Director to perform his responsibilities to the Company, and whether he is spending sufficient time performing them.*		
There is no recommended best practice under Section A.1 in the CG Code.			
A.2	**CHAIRMAN AND CHIEF EXECUTIVE** *Corporate Governance Principle* *There should be a clear division of responsibilities between the Chairman and the Group Managing Director of the Company to ensure a balance of power and authority.*		
There is no recommended best practice under Section A.2 in the CG Code.			
A.3	**BOARD COMPOSITION** *Corporate Governance Principle* *The Board should have a balance of skills, experience and diversity of perspectives appropriate to the requirements of the Company's business and should include a balanced composition of Executive and Non-executive Directors so that independent judgement can effectively be exercised.*		
There is no recommended best practice under Section A.3 in the CG Code.			
A.4	**APPOINTMENTS, RE-ELECTION AND REMOVAL** *Corporate Governance Principle* *There should be a formal, considered and transparent procedure for the appointment of new Directors and plans in place for orderly succession for appointments. All Directors should be subject to re-election at regular intervals.*		
There is no recommended best practice under Section A.4 in the CG Code.			
A.5	**NOMINATION COMMITTEE** *Corporate Governance Principle* *In carrying out its responsibilities, the nomination committee should give adequate consideration to the principles under Sections A.3 and A.4 in the CG Code.*		
There is no recommended best practice under Section A.5 in the CG Code.			
A.6	**RESPONSIBILITIES OF DIRECTORS** *Corporate Governance Principle* *Every Director must always know his responsibilities as a Director of the Company and its conduct, business activities and development.*		
There is no recommended best practice under Section A.6 in the CG Code.			
A.7	**SUPPLY OF AND ACCESS TO INFORMATION** *Corporate Governance Principle* *Directors should be provided in a timely manner with appropriate information in the form and quality to enable them to make an informed decision and perform their duties and responsibilities.*		
There is no recommended best practice under Section A.7 in the CG Code.			
B.	**REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT AND BOARD EVALUATION**		
B.1	**THE LEVEL AND MAKE-UP OF REMUNERATION AND DISCLOSURE** *Corporate Governance Principle* *The Company should disclose its Director's remuneration policy and other remuneration related matters. The procedure for setting policy on Executive Directors' remuneration and all Directors' remuneration packages should be formal and transparent.*		

Recommended Best Practice Ref.	Recommended Best Practices	Comply ("C")/ Explain ("E")	Corporate Governance Practices
B.1.6	Where the board resolves to approve any remuneration or compensation arrangements with which the remuneration committee disagrees, the board should disclose the reasons for its resolution in its next Corporate Governance Report.	N/A	• The Board has never approved any remuneration or compensation arrangements which have previously been rejected by the Remuneration Committee.
B.1.7	A significant proportion of executive directors' remuneration should link rewards to corporate and individual performance.	C	• In 2018, a significant proportion of Executive Directors' remuneration has been structured to link rewards to corporate and individual performance. Please refer to note 34 in the Notes to the Consolidated Financial Statements for details of discretionary bonus.
B.1.8	The company should disclose details of any remuneration payable to members of senior management, on an individual and named basis, in the annual reports.	C	• The Board has resolved that the senior management of the Company comprises only the Executive Directors of the Company. Please refer to note 34 in the Notes to the Consolidated Financial Statements for details of the remuneration payable to the Directors.
B.1.9	The board should conduct a regular evaluation of its performance.	E	• The performance of the Board is best reflected by the Company's results and stock price performance during the year.
C.	**ACCOUNTABILITY AND AUDIT**		
C.1	**FINANCIAL REPORTING** *Corporate Governance Principle* *The Board should present a balanced, clear and comprehensible assessment of the Company's performance, position and prospects.*		
C.1.6 – C.1.7	– The company should announce and publish quarterly financial results within 45 days after the end of the relevant quarter. These should disclose sufficient information to enable shareholders to assess the company's performance, financial position and prospects. The company's quarterly financial results should be prepared using the accounting policies of its half-year and annual accounts. – Once the company announces quarterly financial results, it should continue to do so for each of the first 3 and 9 months periods of subsequent financial years. Where it decides not to continuously announce and publish its financial results for a particular quarter, it should announce the reason(s) for this decision.	E	• The Company issued half-yearly financial results within 2 months after the end of the relevant period, and annual financial results within 3 months after the end of the relevant year. In addition, all significant transactions and inside information have been announced and disclosed in accordance with the Listing Rules during the year. The shareholders of the Company are therefore able to assess the performance, financial position and prospects of the Company. The Company does not consider it necessary, nor is it in the interests of the Company and its shareholders, to issue quarterly financial results. This would result in incurring costs disproportionate to any additional benefits to the shareholders. • Please refer to C.1.6 above for details.
C.2	**RISK MANAGEMENT AND INTERNAL CONTROL** *Corporate Governance Principle* *The Board is responsible for evaluating and determining the nature and extent of the risks it is willing to take in achieving the Company's strategic objectives, and ensuring that the Company establishes and maintains appropriate and effective risk management and internal controls systems. The Board should oversee management in the design, implementation and monitoring of the risk management and internal control systems, and management should provide a confirmation to the Board on the effectiveness of these systems.*		
C.2.6	The board may disclose in the Corporate Governance Report that it has received a confirmation from management on the effectiveness of the company's risk management and internal control systems.	C	• The Board confirmed that, through the Audit Committee, it has received a confirmation from the management of the Company and its business units on the effectiveness of the risk management and internal control systems. Please also refer to C.2.3 (c) above.
C.2.7	The board may disclose in the Corporate Governance Report details of any significant areas of concern.	C	• No significant areas of concern regarding the Group's risk management and internal controls were raised by the Board.

Recommended Best Practice Ref.	Recommended Best Practices	Comply ("C")/ Explain ("E")	Corporate Governance Practices
C.3	**AUDIT COMMITTEE** *Corporate Governance Principle* *The Board should establish formal and transparent arrangements to consider how it will apply financial reporting, risk management and internal control principles and maintain an appropriate relationship with the Company's auditors.*		
C.3.8	The audit committee should establish a whistleblowing policy and system for employees and those who deal with the company (e.g. customers and suppliers) to raise concerns, in confidence, with the audit committee about possible improprieties in any matter related to the company.	C	• Please refer to C.3.7 above for the details.
D.	**DELEGATION BY THE BOARD**		
D.1	**MANAGEMENT FUNCTIONS** *Corporate Governance Principle* *The Company should have a formal schedule of matters specifically reserved for Board approval and those delegated to management.*		
There is no recommended best practice under Section D.1 in the CG Code.			
D.2	**BOARD COMMITTEES** *Corporate Governance Principle* *Board Committees should be formed with specific written terms of reference which deal clearly with their authority and duties.*		
There is no recommended best practice under Section D.2 in the CG Code.			
D.3	**CORPORATE GOVERNANCE FUNCTIONS**		
There is no recommended best practice under Section D.3 in the CG Code.			
E.	**COMMUNICATION WITH SHAREHOLDERS**		
E.1	**EFFECTIVE COMMUNICATION** *Corporate Governance Principle* *The Board should be responsible for maintaining an on-going dialogue with shareholders and in particular, use annual general meetings or other general meetings to communicate with them and encourage their participation.*		
There is no recommended best practice under Section E.1 in the CG Code.			
E.2	**VOTING BY POLL** *Corporate Governance Principle* *The Company should ensure that shareholders are familiar with the detailed procedures for conducting a poll.*		
There is no recommended best practice under Section E.2 in the CG Code.			
F.	**COMPANY SECRETARY**		
	Corporate Governance Principle *The Company Secretary plays an important role in supporting the Board by ensuring good information flow within the Board and that Board policy and procedures are followed. The Company Secretary is responsible for advising the Board through the Chairman and/or the Group Managing Director on governance matters and should also facilitate induction and professional development of Directors.*		
There is no recommended best practice under Section F in the CG Code.			

MANAGEMENT STRUCTURE CHART



CK Infrastructure Holdings Limited (the "Company") and its subsidiaries (the "Group") as well as its business units present the Environmental, Social and Governance ("ESG") Report ("Report").

The scope of this Report covers the Group's core businesses, including energy infrastructure, transportation infrastructure, water infrastructure, waste management, waste-to-energy, household infrastructure, as well as infrastructure related businesses. This Report aims to provide an overview of the Group's ESG performance and its representative initiatives for the year ended 31st December, 2018 (the "Reporting Period"), based on the ESG Reporting Guide under Appendix 27 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Reporting Guide").

This Report has been organised into four sections focusing on environment, employment and labour practices, operating practices and the community. Key initiatives undertaken by the respective business units are featured in their relevant sections which the Group believes best demonstrate its commitments in generating sustainable values to its stakeholders.

Approach to ESG and Reporting

The Group's ESG philosophy is to create long-term value for its stakeholders that aligns with the growth and sustainability of its business and the environment it is in. The Group aspires to be a responsible corporate citizen and believes that transparency and accountability are important foundations for building the trust with its stakeholders.

As a leading player in the global infrastructure arena, the Group is cognizant of the significance of effective ESG practices and the importance of integrating ESG systems in key business decision-making. The Group tackles ESG issues both at the Group and business levels. While the Board oversees the direction for the Group's ESG practices, the Group's business units set up individual ESG programmes and regularly measure their performances to identify opportunities for improvement and create sustainable values for the Group's stakeholders. The management will then confirm that appropriate and effective ESG risk management and internal control systems are in place.

Stakeholder Engagement and Materiality Assessment

The Group engages its stakeholders from time to time through on-going communications and collect their views on the ESG aspects that they regard as relevant and important. Its key stakeholders include employees, shareholders, customers, suppliers, the local community, professional institutions, non-governmental organisations and authorities. The Group maintains an open and transparent dialogue with its stakeholders through various channels including meetings, surveys, seminars and workshops. This Report details how the material ESG aspects identified based on the inputs of its key stakeholders are addressed.

For the purpose of meeting the requirements of the Reporting Guide, a working group comprised of members of International Operation, China Infrastructure, Corporate Finance, Business Development, Finance & Accounting, Corporate Legal, Corporate Affairs, Company Secretarial, Planning & Investment, Internal Audit, Information Technology, Administration and Human Resources of the Company, along with designated personnel of Power Assets (including HK Electric), Green Island Cement & Alliance Construction Materials, UK Power Networks, Northumbrian Water, Northern Gas Networks, Wales & West Gas Networks, Seabank Power, UK Rails, SA Power Networks, Victoria Power Networks, Australian Gas Networks, Dampier Bunbury Pipeline, Multinet Gas, Energy Developments, United Energy, Australian Energy Operations, Wellington Electricity, EnviroNZ, Dutch Enviro Energy, Portugal Renewable Energy, ista, Canadian Power, Park'N Fly, Canadian Midstream Assets and Reliance Home Comfort, identifies and assesses material ESG aspects of the Group's operations.

An independent advisor has been retained to provide reporting advisory services to the Company and to assist with the Company's compilation of the Report in accordance with the Reporting Guide. With the assistance of the advisor, information was collected from the relevant parties of the above mentioned business units and departments of the Group. The information so collected was reported in the Report which has been reviewed by the advisor in the process. The management has confirmed that appropriate and effective ESG risk management and internal control systems are in place.

ENVIRONMENT

The Group recognises its responsibility to the environment and the importance of reducing emissions and improving the efficiency in resource use.

Emissions

The Group and its business units strive to minimise impacts to the environment through reducing air and greenhouse gas (GHG) emissions, waste and wastewater discharges.

Air and Greenhouse Gas (GHG) Emissions

Business units of the Group have taken various actions to reduce their air and GHG emissions.

In order to reduce carbon and other air emissions generated by electricity production operations, HK Electric has been working to optimise fuel mix by increasing the use of natural gas. This is to meet the tightening emission allowances set out by the Hong Kong Special Administrative Region Government. HK Electric has continued to meet the stipulated emissions allowances in all categories, and are also working with the government to formulate new and more stringent emissions allowances from 2024 and onwards. In 2018, two new gas-fired generating units (L10 and L11) equipped with Selective Catalytic Reduction ("SCR") systems to reduce nitrogen oxides ("NOx") emission levels were under construction and they are scheduled for commissioning in early 2020 and early 2022. Furthermore, under the HK Electric 2019-2023 Development Plan, one more gas-fired generating unit (L12) equipped with a SCR system is scheduled for construction in 2019 and expected to be commissioned in 2023. With these additional units, the electricity produced from gas-fired generation is expected to rise from 32% in 2018 to about 70% in 2023.

The Group also works to cut its carbon footprint by making its fleet greener and supporting sustainable transport. Alliance Construction Materials in Hong Kong has successfully modernised its entire mixer truck fleet. The percentage of fleet vehicles which are Euro IV or Euro V-compliant has increased from approximately 55% in 2017 to 65% in 2018. A portion of tanker trucks are now also being replaced with EURO VI-compliant vehicles.

A major source of the Group's GHG emissions is the fugitive emissions produced during gas distribution processes. To reduce such emissions, a maintenance programme has been implemented in Canadian Power's Meridian plant. The programme diagnoses leakages from natural gas systems and repairs them on a timely basis to minimise the amount of fugitive GHG released into the atmosphere.

Similarly, Northern Gas Networks in the UK has implemented a reduction programme by replacing old, leak prone metallic pipes with robust plastic pipes on a timely basis, effectively managing gas pipe pressure, and applying monothylene glycol on metallic joints to prevent gas leakage. As a result, Northern Gas Networks has reduced its GHG emissions and gas leakage levels.

Northumbrian Water in the UK continues to deliver on its 2030 plan to reduce emissions by 50% through improved efficiency and greater use of renewable energy such as solar and hydro power. In 2018, its net emissions measured in CO2 equivalence decreased by approximately 12% compared to 2017.

In support of the New Zealand Government's principal climate change policy, the New Zealand Emissions Trading Scheme, EnviroNZ works to curb GHG emissions by converting part of the methane generated from its landfills to electricity. This helps the environment by achieving a higher percentage of landfill gas recovery and aids in electricity generation. Notably, EnviroNZ's Hampton PARRC Landfill generated approximately 45% more electricity in 2018 than in 2017.

In 2018, with more investments in power generation projects, air emissions were inevitably increased.

For air and GHG emissions performance, please refer to table below.

Table 1: Air and GHG emissions performance of the Group's core business units

Environmental KPIs (Note 1)	Unit	2018	2017
NOx emissions (Note 2)	tonne	**9,958**	5,649
SOx emissions (Note 2)	tonne	**674**	668
Particulate matter emissions (Note 2)	tonne	**316**	426
Total GHG emissions	tonne CO_2e	**10,864,931**	9,778,614
Total GHG emissions intensity (Note 3)	tonne CO_2e/HK$ million	**226**	255
Greenhouse gas emissions (Scope 1) (Note 4)	tonne CO_2e	**8,944,665**	7,464,392
Greenhouse gas emissions (Scope 1) intensity	tonne CO_2e/HK$ million	**186**	195
Greenhouse gas emissions (Scope 2) (Note 5)	tonne CO_2e	**1,920,266**	2,314,222
Greenhouse gas emissions (Scope 2) intensity	tonne CO_2e/HK$ million	**40**	60

Notes:

(1) Environmental data are calculated based on the Group's equity interest in the respective Group's core business units for the year ended 31st December, 2017 and 2018 respectively. For the year ended 31st December, 2018, environmental data from Dampier Bunbury Pipeline, Multinet Gas, Energy Developments, United Energy, Reliance Home Comfort and ista are also incorporated based on the Group's equity interest in them.

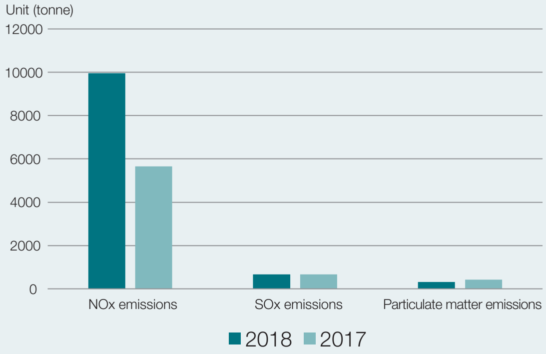
(2) Emission data from gaseous fuel consumption and/or from vehicles.

(3) "Total GHG emissions intensity" equals to "Total GHG emissions" over total revenue in million contributed by the Group's core business units, which is considered to be a more appropriate common intensity basis due to the various nature of Group's core business units.

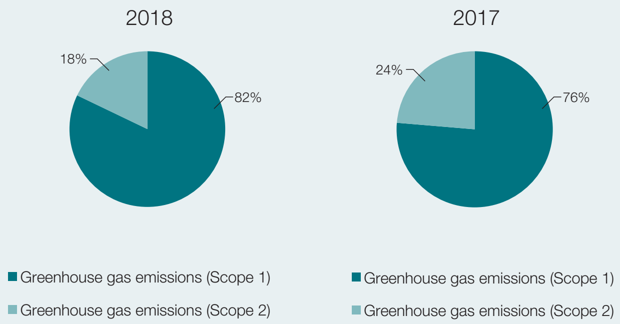
(4) Scope 1 – Direct emissions from operations that are owned or controlled by the Group's core business units.

(5) Scope 2 – "Energy indirect" emissions resulting from the generation of purchased or acquired electricity, heating, cooling and steam consumed within the Group's core business units.

NOx emissions, SOx emissions and Particulate matter emissions performance of the Group's core business units in 2017 and 2018



GHG Emissions distribution of the Group's core business units in 2017 and 2018



Waste

Waste management which includes avoiding, reusing, recycling and reducing waste before final disposal is adopted by businesses within the Group.

Recycling waste into useful materials is a major objective of the Group. HK Electric has been collecting its generation byproducts such as ash and gypsum produced for beneficial industrial use, such as manufacturing of cement. In 2018, about 237,000 tonnes of ash and 69,000 tonnes of gypsum were collected for reuse by third parties.

Northumbrian Water continues to use sewage sludge for energy (biogas) generation in the UK. Biogas produced is either used for electricity generation or converted into biomethane for injection to the UK gas grid. This not only reduces the residual waste produced, but also makes waste suitable as a land fertiliser. In 2018, Northumbrian Water successfully used 100% of sewage sludge to generate energy.

As part of its gas mains replacement programme, Northern Gas Networks in the UK installs plastic gas pipes of varying dimensions with their associated fittings. A certain amount of this plastic pipe is wasted as part of the installation process. To avoid wasted pipes being disposed to landfill, Northern Gas Networks takes part in a plastic pipe waste recycling scheme and have installed dedicated recycling bins in workplaces to encourage recycling of the pipes. Northern Gas Networks successfully recycled 189 tonnes and 151 tonnes of waste plastic pipe during 2018 and 2017.

Wastewater

Businesses within the Group handle wastewater with care. Green Island Cement in Hong Kong has equipped a self-sewage treatment plant to treat and re-use waste water for internal plant irrigation. By effectively managing waste water treatment, no waste water was discharged to the sea in 2018.

Escapes from the sewer system causing flooding often pose environmental and health risks. Northumbrian Water in the UK has taken active steps to reduce sewer flooding through a series of targeted investment. In 2018, internal sewer flooding incidents decreased 12% from 2017 levels. Furthermore, Northumbrian Water has taken active steps over the past years to reduce pollution incidents through targeted actions. Pollution incidents fell by approximately 50% in 2018 compared to 2017.

EnviroNZ in New Zealand has commissioned a reverse osmosis leachate treatment plant at its Hampton PARRC Landfill. This process recovers high quality water from landfill leachate by treating the leachate using reverse osmosis technology, a type of purification technology which removes contaminants to make the treated water fit for reuse or direct discharge to the environment. In 2018, the volume of water so recovered increased by approximately 32% compared to 2017.

For waste treatment performance, please refer to table below.

Table 2: Waste produced by the Group's core business units

Environmental KPIs (Note 6)	Unit	2018	2017
Total hazardous waste produced (Note 7)	tonne	**106,716**	105,728
Total non-hazardous waste produced	tonne	**537,527**	496,761

Notes:

(6) Please refer to Note 1 above.

(7) Hazardous wastes are those defined by relevant national regulations applicable to the relevant Group's core business units.

Use of Resources

The Group and its businesses endeavour to optimise the use of resources, including energy, water and other materials and have initiated their own resource efficiency programmes that align with their respective business natures.

Energy

In Hong Kong, Alliance Construction Materials has an ISO50001-certified energy management system in place to guide target setting to encourage energy saving. As a result, energy consumption has maintained below target levels. Furthermore, Green Island Cement focuses on improving equipment availability and utilisation in order to reduce energy wastage.

In the UK, Wales & West Gas Networks has continued to incorporate energy saving measures to reduce electricity consumption. The number of depots, offices, and stores with LED lighting and active sensors increased from 80% in 2017 to 95% in 2018. As a result, electricity consumption in 2018 measured in CO2 equivalence is down 15% as compared to last year, marking a significant decrease.

To be able to source cleaner alternative energy, SA Power Networks in Australia has installed solar photovoltaics systems on a number of depots and buildings. Portugal Renewable Energy in Portugal and the wind farms in Mainland China continue to contribute to the Group's commitment to a higher ratio of renewable energy in its asset mix.

The Group also makes commitment to decarbonise natural gas networks. In Australia, Australian Gas Networks is working with SA Power Networks to establish Australia's first hydrogen park. Supported by the Government of Australia, the hydrogen park pilot project aims to provide carbon-free hydrogen produced on-site. Hydrogen will be produced from renewable electricity and recycled water using polymer electrolyte membrane ("PEM") electrolysis, which would then be injected into the local gas distribution network in the award-winning innovative Tonsley Innovation District in South Australia. By leveraging off of Australian Gas Network's expertise, the Group aims to showcase an innovative method for delivering zero-carbon hydrogen gas to households. The park is currently under construction, and is scheduled for production in 2020.

In addition, the Group supports renewable energy transmission. Australian Energy Operations constructs, owns and operates reliable transmission links that transports clean, renewable power from windfarms to power grids in Australia.

Table 3: Energy consumption of the Group's core business units

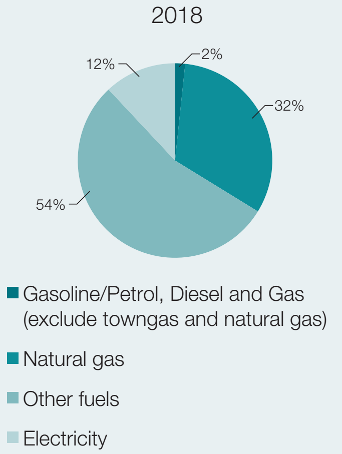
Environmental KPIs (Note 8)	Unit	2018	2017
Total energy consumption	'000 kWh	**32,757,035**	29,905,031
Total energy consumption intensity (Note 9)	kWh/HK$	**0.68**	0.78
Total direct energy consumption	'000 kWh	**28,833,413**	25,442,074
Total direct energy consumption intensity	kWh/HK$	**0.60**	0.66
Gasoline/Petrol	'000 kWh	**32,115**	36,619
Diesel	'000 kWh	**511,323**	464,942
Gas (exclude towngas and natural gas)	'000 kWh	**4,780**	4,235
Natural gas	'000 kWh	**10,514,593**	10,268,616
Other fuels	'000 kWh	**17,770,602**	14,667,662
Total indirect energy consumption (Electricity)	'000 kWh	**3,923,622**	4,462,957
Total indirect energy consumption intensity	kWh/HK$	**0.08**	0.12

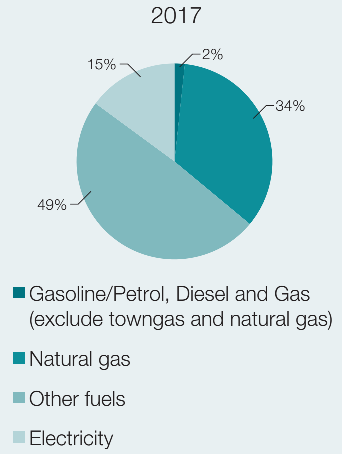
Notes:

(8) Please refer to Note 1 above.

(9) "Total energy consumption intensity" equals to "Total energy consumption" over total revenue contributed by the Group's core business units, which is considered to be a more appropriate common intensity basis due to the various nature of the Group's core business units.

Energy consumption distribution of the Group's core business units in 2017 and 2018





Water

Business units have also worked to conserve water and promote water efficiency through various initiatives in their operations. HK Electric has been collecting rain water and plant processing water for reuse at the Lamma Power Station. In 2018, rain water and plant processing water collected for reuse increased by approximately 10,000 m^3 compared to 2017. Green Island Cement and its subgroups have also recycled wastewater from production and storm water for process cooling, thus minimising the amount of freshwater extracted.

Seabank Power in the UK was able to maintain an increase to the concentration factor of cooling water, effectively optimizing water used for make-up and purging, and reducing the need for chemical treatment.

For water consumption performance, please refer to table below.

Table 4: Water consumption of the Group's core business units

Environmental KPIs (Note 10)	Unit	2018	2017
Water consumption (Note 11)	'000 m^3	**38,835**	38,634
Water consumption intensity (Note 12)	m^3/HK$ million	**807**	1,008

Notes:

(10) Please refer to Note 1 above.

(11) Annual water consumption by taking measurements at the source of water abstraction (direct), or bills or meter readings (indirect).

(12) "Water consumption intensity" equals to "Water consumption" over total revenue in million contributed by the Group's core business units, which is considered to be a more appropriate common intensity basis due to the various nature of the Group's core business units.

Material

In Hong Kong, Anderson Asphalt has reduced asphalt material wastage by selling milled asphalt to subcontractors for material reuse & recycling and by conforming to ISO14001:2015 requirements.

Alliance Construction Materials reuses the reclaimed aggregates from concrete waste with an average of fifteen truckloads per month of being delivered to Tuen Mun Aggregate Depot in Hong Kong for reuse in road base products.

The cement production business of the Group in Hong Kong has increased the use of recycled materials to 62% in 2018. Over one million tonnes of industrial waste materials, such as byproducts from coal-fired power generation, slag from copper smelter, crush rock fines from metallurgy grade limestone production and waste glass, have been recycled as raw materials for the Group's cement manufacturing business at its plants in Hong Kong and Mainland China.

Northern Gas Networks in the UK has promoted the use of recycled aggregates rather than virgin aggregates. A programme has been established to inform and advise employees and contractors on the usage of recycled aggregate. Furthermore, the virgin aggregate usage is a KPI and is recorded internally monthly and externally on an annual basis. As a result, in 2018, virgin aggregate usage was reduced by 16.4% from the 2017 usage level.

Table 5: Packaging material used by the Group's core business units

Environmental KPIs	Unit	2018	2017
Total packaging material used for finished products (Paper) (Note 13)	tonne	**3,387**	4,489

Note:

(13) This KPI is most relevant to the infrastructure related businesses of the Group.

The Environment and Natural Resources

Across the Group, a number of individual operations continue to identify, assess and manage potentially adverse environmental impacts including the protection of important habitats and the natural environment.

Northern Gas Networks in the UK has an innovative land remediation project underway at Redheugh Gas Holder Station which uses only solar power to recover coal tar from nine meters deep below the surface. The project has recovered over 5,100 litres of hazardous coal tar for safe offsite disposal, thereby reducing environmental risks associated with the site. The project won the 'Best in situ treament' category at the 2018 national land remediation awards (Brownfield Briefing Awards) in the UK. Furthermore, in 2018, Northern Gas Networks has completed an additional three land remediation projects, summing up to 12 total projects completed to date.

Canadian Midstream Assets in Canada stewards of the land in our care thoroughly from the planning stage to the asset's retirement. Planning activities would ensure that wildlife and culturally sensitive areas are identified, and actions are then taken to reduce our impact in order to maintain healthy and functioning ecosystems. During operations, construction activities are scheduled to reduce the risk of disturbing an area during sensitive periods to wildlife. If activities have to be conducted at these times, mitigation measures would be implemented. Land would be reclaimed after use to ensure it continuously support ecological functions and land use similar to those that existed before any disturbance. This could include procedures such as addressing potential contamination, re-contouring sites, replacing soil layers and re-establishing appropriate vegetation.

Regulatory Compliance

The Group is not aware of any material non-compliance with laws and regulations relating to air and GHG emissions, discharges into water and land, and generation of hazardous and non-hazardous waste that have a significant impact on the Group during the Reporting Period.

EMPLOYMENT AND LABOUR PRACTICES

The Group together with its core business units have over 30,000 employees round the world. The Group believes people are its most important asset. Recruiting, engaging and retaining talent are fundamental for the Group to remain ahead of its competition. The belief in talent management is demonstrated through the merit-based evaluation mechanism, competitive remuneration and inclusive work environment adopted in business units across the Group. In 2018, the turnover rate of the Group together with its core business units was approximately 9%.

Programmes have been initiated at the business unit level to recruit people from higher education institutions. United Energy in Australia offered a twelve-week Summer Internship Program designed to provide undergraduates the opportunity to attract greater uptake of electrical engineers to the power distribution industry, and promote women participation at non-traditional roles in the sector.

The Group values employees' views and its business units have established various communication channels, such as seminars and workshops, to facilitate open dialogues with the employees, and to exchange views and collect feedback.

To retain talents, Wales & West Gas Networks in the UK administers a flexible benefits scheme that allows employees to choose alternative benefits alongside the standard benefits package; whilst ista in Germany tries to fill management roles from its own ranks wherever possible. In order to identify and develop talented employees, a talent management process was launched in April 2017. It aims to identify and develop employees who have the desire and potential to take up managerial roles. Employees are welcome to apply for the programme themselves.

Business units of the Group have received awards as recognition for their achievements in different areas of employment practice. For awards in the employment practice that have been obtained by business units of the Group during the year, please refer to pages 20 to 23 of this Annual Report.

Health and Safety

The Group recognises the importance of health and safety of employees at work and business units have established individual health and safety management programmes for such purpose.

UK Rails in the UK proactively supported "National Work Life Week" and "On Your Feet Britain Day" to raise awareness of work-life balance. Dampier Bunbury Pipeline, Multinet Gas, Energy Developments, United Energy and Victoria Power Networks in Australia, Wellington Electricity in New Zealand, and ista in Germany also consider employees' requests on flexible working arrangements to balance personal needs with work commitments.

At Reliance Home Comfort in Canada, annual performance KPIs on recordable injuries, includes lost-time and medical-aid injuries, and preventable motor vehicle accidents are established for all locations. Performance are tracked by the health and safety department and reported to the leadership team monthly.

Training and Development

The Group believes in talent investment and strives to realise the potential of employees through development programmes. It hopes to inspire employees to pursue further knowledge and encourage them to undertake learning. Trainings are provided at the business unit level to suit specific business needs and support the day-to-day job functions. In 2018, more than 959,000 training hours were provided to the employees of the Group and its core business units; the percentage of employees trained reached 90%.

The highway toll bridge employees working in Shenshan Highway East Project Company in Mainland China participated in regular training to keep themselves updated with highway regulations. First aid training has also been provided to interested employees of Park'N Fly in Canada.

Labour Standards

The Group adheres to fair employment practices and promotes diversity and equal opportunity in its recruitment and promotion. Employees are hired and selected based on their merits, regardless of their race, colour, sex or religious belief. The Group has zero tolerance for discrimination of any form and will not tolerate any kind of harassment that consists of unwelcome and offensive conduct (whether verbal, physical or visual) which is based upon a person's sex, marital status, disability or otherwise. The Group prohibits the use of child and forced labour in its businesses across the world. Mechanisms have been established by business units to prevent unethical practices.

In the UK, Northumbrian Water, Northern Gas Networks, Wales & West Gas Networks, Seabank Power and UK Rails have published their statement on modern slavery. In addition, they have briefed their teams on slavery and trafficking, and related requirements of the Modern Slavery Act. Northumbrian Water has also launched a responsible procurement supply charter, where contracted suppliers also have to be committed to the relevant Code of Conduct and meet all ethical and statutory obligations.

Regulatory Compliance

The Group is not aware of (i) any material non-compliance with laws and regulations relating to employment and labour practices, occupational health and safety that have a significant impact on the Group; or (ii) any incident that has a significant impact on the Group relating to the use of child or forced labour during the Reporting Period.

OPERATING PRACTICES

Supply Chain Management

Businesses within the Group work with suppliers to make them aware of the Group's commitment to sustainability.

Sourcing Responsibility

The Group supports sustainable procurement and its business units have incorporated environmental and social responsibilities into their procurement processes. Suppliers are required to take into consideration sustainability performance.

Seabank Power in the UK reviews its suppliers' background with regard to their compliance with laws and regulations including but not limited to the Modern Slavery Act, General Data Protection Regulation ("GDPR") and Criminal Finances Act.

Engaging Suppliers

Business units of the Group exchange and share knowledge with suppliers about their procurement practices and requirements.

UK Power Networks in the UK has introduced a Supplier Relationship Management ("SRM") framework approach with an active policy reinforcing the importance of health and safety in all aspects of work activity including equipment supply and installation and of seeking and sharing innovation, technological advances and continuous improvement. The SRM framework has been introduced across business units including Victoria Power Networks in Australia. Apart from adopting the SRM, UK Power Networks has undertaken safety stand-down days to pause the normal operations and engage in safety education. Meetings are held to monitor lost-time incidents and other serious incidents. Regular project review and site safety inspections have also been carried out.

Australian Gas Networks in Australia engages its key contractor for distribution and transmission pipeline operations and management services and incentivises them to improve productivity and efficiency in a consistent and sustainable manner.

Product Responsibility

Business units of the Group strive to continuously enhance customer experience of their services and products through seeking feedback from customers to improve their operations.

Product Reliability and Safety

Effort and resources have been dedicated by the Group's business units in upholding safety procedures in the course of their daily operations.

Customer Experience

Business units of the Group provide different ways to communicate and engage with customers and collect customer feedback.

To continue improving customer services standard, many business units of the Group follow the quality standard of ISO 9001, for example, HK Electric, Alliance Construction Materials, Victoria Power Networks, and ista.

Customer Protection

The Group recognises the importance of personal data protection and relevant business units of the Group safeguard data privacy and provide transparency on information relating to their products and services. The relevant business units have established data and privacy protection procedures which have been communicated to employees through internal policy and training. Collected personal data is treated as confidential and kept securely, accessible only by authorised personnel. For instance, Park'N Fly in Canada does not save sensitive customer information such as credit card payment details. In the UK, workshops were delivered at UK Rails to ensure the team's readiness for working alongside the GDPR, which became effective in May 2018. UK Power Networks also provides web-based training to its employees on data protection requirements.

Regulatory Compliance

The Group is not aware of any incidents of material non-compliance with laws and regulations concerning health and safety, advertising, labelling and privacy matters relating to products and services and methods of redress, that have a significant impact on the Group during the Reporting Period.

Anti-Corruption

The Group has zero-tolerance for any forms of bribery, corruption and fraud. Policies and measures against corruption and other malpractices are also adopted by business units across the Group. Monitoring and management control systems have been developed to detect bribery, fraud or other malpractice activities directly at the source. Employees and all other concerned stakeholders are encouraged to raise concerns on suspected cases through the Company's whistle-blowing mechanisms. Reports raised may be investigated internally by the Audit Committee or other departments of the Company delegated by the Audit Committee.

Regulatory Compliance

The Group is not aware of any material breach of laws and regulations relating to bribery, extortion, fraud and money laundering that have a significant impact on the Group during the Reporting Period.

COMMUNITY INVESTMENT

The Group's businesses support the development of communities in which they operate.

Supporting Education

In the Netherlands, plant tours were arranged with the aim of further educating the community on the waste-to-energy process, and Dutch Enviro Energy's role in the community.

In Germany, "ista schools in energy efficiency" project is being implemented nationwide in 2018 to further raise pupils' awareness of climate protection and energy efficiency, thus empowering them to actively shape the energy transition. 100 more schools throughout Germany have been equipped with the climate box that has been specially tailored to the pupils' needs. The box contains learning materials and metering devices with which the pupils themselves can become active in environment protection and understand their personal consumption behavior, and be inspired to take action to save energy, cut costs and reduce CO2 emissions.

Helping the Underprivileged

Wales & West Gas Networks in the UK has extended the existing partnerships with Care & Repair, Fire & Rescue Services, Age Cymru and Warm Wales in areas it has operations in order to improve customers' knowledge of carbon monoxide ("CO"). To better assist disadvantaged, underprivileged customers, these customers were provided with complimentary CO alarms during home safety visits. Surveys were carried out during the year to measure the effectiveness of the initiative on communities. The subsequent results were encouraging. During 2018 over 1,476 surveys were completed and the initiative has contributed to a 49% positive increase in awareness of CO, showing a 8% improvement as compared to last year.

In supporting the vision to be a respected corporate citizen, UK Power Networks have made a commitment to grant up to approximately HK$3,000,000 per annum to benefit communities in the UK through the Communities Matters Programme. Through the initiatives such as Charity Matched Funding, Team Sport Awards, Give As You Earn, Donate A Day volunteering and other charity donations, UK Power Networks have provided a total of approximately HK$3,500,000 funding for local charities and communities this year.

Conserving the Environment

EnviroNZ works in a partnership with Habitat for Humanity Central North Island to divert reusable items from landfill in Taupo, New Zealand. This not only lowers the waste volume to the landfill, but also raises funds to support charity. All funds raised by Habitat for Humanity Central North Island in the region go towards helping people via various programmes including critical home repair, social rental and pensioner housing, and assisted home ownership.

RISK FACTORS

The Group's businesses, financial conditions, results of operations or growth prospects may be affected by risks and uncertainties directly or indirectly pertaining to the Group's businesses. The risk factors set out below are those that could result in the Group's businesses, financial conditions, results of operations or growth prospects differing materially from expected or historical results. Such factors are by no means exhaustive or comprehensive, and there may be other risks in addition to those shown below which are not known to the Group or which may not be material now but could turn out to be material in the future. In addition, this Annual Report does not constitute a recommendation or advice to invest in the shares or other securities of the Company and investors are advised to make their own judgment or consult their own investment advisors before making any investment in the shares or other securities of the Company.

GLOBAL ECONOMY

Increasing trade tensions between the United States and certain major nations, the unclear outcomes of the negotiations of the United Kingdom ("UK") to leave the European Union ("EU"), the fluctuation of the US dollar against major currencies around the world and the continuing geopolitical tensions create uncertainties in the world economy and global financial market. A slowdown in global economic growth could lead to economic contractions in certain markets, commercial and consumer delinquencies, weakened consumer confidence and increased market volatility. The Group is a diversified infrastructure investment company with businesses in Hong Kong, Mainland China, the UK, Continental Europe, Australia, New Zealand and Canada. Any adverse economic conditions in those countries and places in which the Group operates may potentially impact on the Group's businesses, financial conditions or results of operations, asset values and liabilities.

ECONOMIC CONDITIONS AND INTEREST RATES

The industries in which the Group operates are affected by the economic conditions of the various places where the Group's investments or operations are located, the population growth of these places, mark to market value of securities investments, the currency environment and interest rates cycles. There can be no assurance that the combination of the above factors the Group experiences in the future will not adversely affect its financial conditions or results of operations.

In particular, income from finance and treasury operations is dependent upon the capital markets, interest rate and currency environment, and the worldwide economic and market conditions, and therefore there can be no assurance that changes in these conditions will not adversely affect the Group's financial conditions or results of operations. The volatility in the financial markets may also adversely affect the income to be derived by the Group from its finance and treasury activities.

POTENTIAL RISKS IN RELATION TO WITHDRAWAL OF THE UK FROM EU'S MEMBERSHIP ("BREXIT")

The UK voted in 2016 to leave the EU, resulting immediately in financial market volatility and a significant fall in the value of the British pound. There is still considerable uncertainty over the outcome in the ongoing negotiation between the UK Government and the EU in a possible agreement for Brexit and the resulting impact. In any event, Brexit has created significant uncertainty about the future relationship between the UK and EU, including with respect to the laws and regulations that will apply as the UK determines which EU-derived laws to replace or replicate in the event of a withdrawal. These developments, or the perception that any of them could occur, has had a material adverse effect on global economic conditions and the stability of global financial markets.

While the Group's businesses in the UK are either protected by the respective regulated regimes or under long term payment contracts, and are essential services including electricity, water & sewage, gas and transportation, the continuing uncertainties following Brexit could adversely affect the economy of the UK and the strength of the British pound, although the long term implication of Brexit remains to be seen.

A significant and prolonged depreciation of the British pound may affect the Group's reported profit, and its ability to maintain future growth of dividends for shareholders.

CONCENTRATION IN GEOGRAPHICAL MARKETS AND BUSINESS TYPES

The business operation of the Group may be viewed as substantially concentrated in one or more geographical markets or in one particular or more types of business. If and when the Group's operations are exposed to any deterioration in the economic, social and/or political conditions as well as any incidence of social unrest, strike, riot, civil disturbance or disobedience or terrorism in such geographical markets and/or business segments, the adverse circumstances may materially disrupt the Group's operations and, in turn, impact the revenue, profitability and financial conditions of the Group.

HIGHLY COMPETITIVE MARKETS

The Group's waste management, off-airport car park, rolling stock leasing, cement and household infrastructure businesses face significant competition across the markets in which they operate. New market entrants and intensified price competition among existing market players could adversely affect the Group's businesses, financial conditions, results of operations or growth prospects. Competition risks faced by the Group include (a) possible restrictions on the access by the shuttle buses operated by the Group's off-airport car park businesses as imposed by the airport authorities who operates the on-airport car park businesses; (b) the availability of rail link services from city centre to airport which may reduce the usage of the off-airport car park; and (c) significant competition and pricing pressure from other competitors attempting to capture a higher level of market share. Such risks may adversely affect the financial performance of the Group's operation.

INFRASTRUCTURE MARKET

Some of the investments owned by the Group (for example, water, gas and electricity) are subject to regulatory pricing and strict adherence must be made to the licence requirements, codes and guidelines established by the relevant regulatory authorities from time to time. Failure to comply with these licence requirements, codes or guidelines may lead to penalties, or, in extreme circumstances, amendment, suspension or cancellation of the relevant licences by the authorities. Infrastructure projects are capital intensive, and with only a few major players in the market, there can be no assurance of ready buyers on disposal.

The distribution and transmission networks of the Group's utilities investments are also exposed to supply interruptions. If a severe earthquake, storm, flood, fire, sabotage, terrorist attack or other unplanned event interrupts service, the loss of cash flow resulting from the interruption and the cost of recovery from network damage could be considerable and potentially cause poor customer perception and may also lead to claims and litigations. Moreover, some losses from events such as terrorist attacks may not be recoverable. Increases in the number or duration of supply interruptions could result in material increases in the costs associated with the operation of the distribution and transmission networks. The capacity factor (load factor) of the Group's wind farms could also be affected by the wind condition, which could result in the fluctuation of revenues. All of these uncertain factors could have a material adverse effect on the businesses, financial conditions, results of operations or growth prospects of the Group.

CRUDE OIL MARKETS

The Group's investment in Husky Midstream Limited Partnership ("HMLP") comprises oil pipelines, storage facilities and ancillary assets in Canada. Its results of operation and financial conditions may be dependent on the prices received for Husky Energy Inc. ("Husky")'s refined products and crude oil. Lower prices over a prolonged period of time for crude oil could adversely affect the value and quantity of Husky's oil reserve. HMLP also has other customers apart from Husky and their demand for HMLP's services may depend on prices received for their refined products and crude oil. Prices for refined products and crude oil are based on local and global supply and demand as well as availability and costs of transportation. Supply and demand may be affected by a number of factors including, but not limited to, actions taken by the Organisation of the Petroleum Exporting Countries (OPEC), non-OPEC crude oil supply, social and political conditions in oil producing countries, the occurrence of natural disasters, general and specific economic conditions, technological developments, prevailing weather patterns and the availability of alternate sources of energy. In 2016, Husky had a pipeline release at a river crossing in Saskatchewan, Canada. Husky took full responsibility for the incident and worked closely with downstream communities, First Nations and regulatory authorities on the response. A full and thorough investigation was undertaken and Husky is committed to using what it learned from the incident to further improve its operations. If the above events occurred or further occurred, it may adversely affect the Group's financial conditions and results of operations.

CAPITAL EXPENDITURE

A significant amount of capital expenditure is required for the Group to acquire new investments and to maintain the assets of its existing businesses. While the relevant asset companies have their own asset management plans, there is a risk that due to unforeseen events, capital expenditure required for the replacement of assets could exceed budgeted amounts and hence affect the businesses, financial conditions, results of operations or growth prospects of the Group.

CURRENCY FLUCTUATIONS

The Group is a diversified infrastructure investment company with businesses in Hong Kong, Mainland China, the UK, Continental Europe, Australia, New Zealand and Canada, and is exposed to potential currency fluctuations in these countries and places in which the Group operates. The results of the Group are recorded in Hong Kong dollars but its various subsidiaries, associates and joint ventures may receive revenue and incur expenses in other currencies. Any currency fluctuations on translation of the accounts of these subsidiaries, associates and joint ventures and also on the repatriation of earnings, equity investments and loans may therefore impact on the Group's financial conditions or results of operations, asset values and liabilities. The fluctuations in currencies and in particular, the devaluation of the pound sterling arising from Brexit, impact on all businesses in the market that have exposure in the UK and/or to pound sterling. While the Company is not immune from such impact, there is no material change beyond market expectation.

To minimise currency risk exposure in respect of its investments in other countries, the Group generally hedges those investments with (i) currency swaps and (ii) appropriate level of borrowings denominated in the local currencies. The Group has not entered into any speculative derivative transaction.

Although currency exposures have been managed by the Group, a depreciation or fluctuation of the currencies in which the Group conducts operations relative to the Hong Kong dollar could adversely affect the Group's businesses, financial conditions, results of operations or growth prospects.

CYBERSECURITY

With the fast expanding adoption of internet and networking operational technology, cyberattacks around the world are occurring at a higher frequency and intensity. The Group's critical utility and information assets are exposed to attack, damage or unauthorised access in the cyberworld. Cybersecurity risks could have material adverse effect on the operational and business performance, as well as the business reputation of the Group.

Although the Group has not experienced any major damage to its infrastructure projects, assets or activities from cyberattacks to date, there can be no assurance that future cyberattacks or breaches of the Group's cybersecurity will not occur and result in significant impact on the Group's reputation, businesses, financial conditions, results of operations or growth prospects.

STRATEGIC PARTNERS

Some of the businesses of the Group are conducted through non wholly-owned subsidiaries, associates and joint ventures in which the Group shares control (in whole or in part) and strategic alliances had been formed by the Group with other strategic or business partners. There can be no assurance that any of these strategic or business partners will continue their relationships with the Group in the future or that the Group will be able to pursue its stated strategies with respect to its non wholly-owned subsidiaries, associates and joint ventures and the markets in which they operate. Furthermore, the joint venture partners may (a) have economic or business interests or goals that are inconsistent with those of the Group; (b) take actions contrary to the Group's policies or objectives; (c) undergo a change of control; (d) experience financial and other difficulties; or (e) be unable or unwilling to fulfill their obligations under the joint ventures, which may affect the Group's businesses, financial conditions, results of operations or growth prospects.

MERGERS AND ACQUISITIONS

The Group has undertaken merger and acquisition activities in the past and may continue to do so if there are appropriate acquisition opportunities in the market. Although due diligence and detailed analysis are conducted before these activities are undertaken, there can be no assurance that these can fully expose all hidden problems, potential liabilities and unresolved disputes that the target company may have. In addition, valuations and analyses on the target company conducted by the Group and by professionals alike are based on numerous assumptions, and there can be no assurance that those assumptions are correct or appropriate or that they will receive universal recognition. Relevant facts and circumstances used in the analyses could have changed over time, and new facts and circumstances may come to light as to render the previous assumptions and the valuations and analyses based thereon obsolete. Some of these merger and acquisition activities are subject to regulatory approvals in overseas countries and there can be no assurance that such approvals will be obtained, and even if granted, that there will be no burdensome conditions attached to such approvals. The Group may not necessarily be able to successfully integrate the target business into the Group and may not be able to derive any synergy from the acquisition, leading to an increase in costs, time and resources. For merger and acquisition activities undertaken overseas, the Group may also be exposed to different and changing political, social, legal and regulatory requirements at the local, national and international level. The Group may also need to face different cultural issues when dealing with local employees, customers, governmental authorities and pressure groups.

IMPACT OF LOCAL, NATIONAL AND INTERNATIONAL REGULATIONS

The local business risks in different countries and cities in which the Group operates could have a material impact on the businesses, financial conditions, results of operations or growth prospects. The Group has investments in different countries and cities around the world and the Group is, and may increasingly become, exposed to different and changing political, social, legal, tax, regulatory and environmental requirements at the local, national or international level. Also, new guidelines, directives, policies or measures by governments, whether fiscal, tax, regulatory, environmental or other competitive changes, may lead to an increase in additional or unplanned operating expenses and capital expenditures, increase in market capacity, reduction in government subsidies, pose a risk to the overall investment return of the Group's businesses and may delay or prevent the commercial operation of a business with resulting loss of revenue and profit, which may adversely affect the Group's businesses, financial conditions, results of operations or growth prospects.

Political, regulatory and media attention has increased significantly towards privatised companies in countries in which the Group operates. Regulators in some of these countries have warned of increasingly onerous regulatory resets, and some major political parties are promoting policies to bring energy, water and railways back into public ownership, which could potentially have serious and material consequences for the Group if such regulations and policies are enacted. Group companies are responding to these risks by focusing on their core strategies of delivering and outperforming regulatory outputs such as safety, reliability and customer service, at the lowest cost possible; by conveying the positive benefits to customers of the services they provide; and by engaging collaboratively with regulators and politicians to demonstrate the advantages of private ownership.

IMPACT OF NEW ACCOUNTING STANDARDS

The International Accounting Standards Board has from time to time issued a number of new and revised International Financial Reporting Standards ("IFRS"). The International Accounting Standards Board may in the future issue new and revised standards and interpretations. In addition, interpretations on the application of the IFRS will continue to develop. These factors may require the Group to adopt new accounting policies. The adoption of new accounting policies or new IFRS might or could have a significant impact on the Group's financial position or results of operations.

OUTBREAK OF HIGHLY CONTAGIOUS DISEASE

In 2003, there was an outbreak of Severe Acute Respiratory Syndrome ("SARS") in Hong Kong, the Mainland and other places. The SARS outbreak had a significant adverse impact on the economies of the affected areas. The spread of Influenza and other communicable diseases from time to time have also affected many areas of the world. The outbreak of the Ebola virus disease and Zika virus also pose a significant threat to global industries. Additional outbreaks of other epidemic diseases may adversely affect the Group's businesses, financial conditions, results of operations or growth prospects.

CONNECTED TRANSACTIONS

CK Hutchison Holdings Limited ("CK Hutchison") is also listed on The Stock Exchange of Hong Kong Limited. Although the Group believes that its relationship with CK Hutchison provides it with significant business advantages, the relationship results in various connected transactions under the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited ("Listing Rules") and accordingly any transactions entered into between the Group and CK Hutchison, its subsidiaries or associates are connected transactions, which, unless one of the exemptions is available, will be subject to compliance with the applicable requirements of the Listing Rules, including the issuance of announcements, the obtaining of independent shareholders' approval at general meetings and disclosure in annual reports and financial statements. Independent shareholders' approval requirements may also lead to unpredictable outcomes causing disruptions to as well as an increase in the risks of the Group's business activities. Independent shareholders may also take actions that are in conflict with the interests of the Group.

THE GROUP'S FINANCIAL CONDITIONS OR RESULTS OF OPERATIONS ARE AFFECTED BY THOSE OF THE POWER ASSETS GROUP

The Group owns approximately 35.96 per cent of Power Assets Holdings Limited ("Power Assets") which has investments in different countries and places and holds 33.37 per cent of HK Electric Investments, a fixed single investment trust, which in turn holds 100 per cent of The Hongkong Electric Company, Limited whose operations comprise the generation, transmission, distribution and supply of electricity to Hong Kong Island and Lamma Island. Hence the financial conditions and results of operations of Power Assets may be affected by the local market conditions and the economy of Hong Kong as well as the places where its investments are located. The Group's financial conditions and results of operations are materially affected by the financial conditions and results of operations of Power Assets.

NATURAL DISASTERS

Some of the Group's assets and projects, and many of the Group's customers and suppliers are located in areas at risk of damage from earthquakes, floods, drought, fire, frost and similar events and the occurrence of any of these events could disrupt the Group's business and materially and adversely affect the Group's businesses, financial conditions, results of operations or growth prospects.

There can be no assurance that earthquakes, floods, drought or other natural disasters will not occur and result in major damage to the Group's infrastructure projects, assets or facilities or on the general supporting infrastructure facilities in the vicinity, which could adversely affect the Group's businesses, financial conditions, results of operations or growth prospects.

TERRORIST THREAT

The Group is a diversified infrastructure investment company with businesses in Hong Kong, Mainland China, the UK, Continental Europe, Australia, New Zealand and Canada. In recent years, a series of terrorist activities occurred across the globe that resulted in multiple deaths and casualties. There can be no assurance that countries in which the Group operates will not have any political unrest or they will be immune from terrorist threat, and if these events occur, it may have an adverse impact on the Group's businesses, financial conditions, results of operations or growth prospects.

PAST PERFORMANCE AND FORWARD LOOKNG STATEMENTS

The past performance and the results of operations of the Group as contained in this Annual Report are historical in nature and past performance can be no guarantee of future results of the Group. This Annual Report may contain forward-looking statements and opinions that involve risks and uncertainties. Actual results may differ materially from expectations discussed in such forward-looking statements and opinions. Neither the Group nor the directors, employees or agents of the Group assume (a) any obligation to correct or update the forward-looking statements or opinions contained in this Annual Report; and (b) any liability in the event that any of the forward-looking statements or opinions does not materialise or turns out to be incorrect.

PROJECT PROFILES

Investment in
POWER ASSETS

POWER ASSETS HOLDINGS LIMITED
HONG KONG

Power Assets Holdings Limited is a global investor in power and utility-related businesses with investments in electricity generation, transmission and distribution; renewable energy; gas distribution and energy-from-waste

HK OPERATIONS

Business
Owns 33.37% HKEI which supplies electricity to Hong Kong Island and Lamma Island

Installed capacity
3,237 MW

Consumer coverage
More than 570,000 customers

OPERATIONS OUTSIDE HK

Business
Established a strong global presence with investments in the United Kingdom, Australia, New Zealand, Mainland China, the United States, Canada, Thailand, the Netherlands and Portugal, bringing sustainable energy and lighting up the lives of millions around the world

CKI's ownership
35.96%

Infrastructure Investments in
UNITED KINGDOM

UK POWER NETWORKS HOLDINGS LIMITED
THE UNITED KINGDOM

Business
One of the UK's largest power distributors comprises three regional networks with a distribution area that covers London, south east and east of England; and non-regulated business comprising commercial contracts to distribute electricity to a number of privately owned sites

Network length
Approximately 190,000 km

Consumer coverage
Approximately 8.25 million customers

CKI's ownership
40% (another 40% held by Power Assets)

NORTHUMBRIAN WATER GROUP LIMITED
THE UNITED KINGDOM

Business
One of the ten regulated water and sewerage companies in England and Wales. It supplies water and sewerage services in the north east of England and supplies water services to the south east of England

Network length
Water mains – Approximately 26,000 km
Sewers – About 30,000 km
Water treatment works – 64
Sewage treatment works – 437
Water service reservoirs – 354

Consumer coverage
Serves a total population of 4.5 million

CKI's ownership
40%

Infrastructure Investments in

UNITED KINGDOM (CONT'D)

NORTHERN GAS NETWORKS LIMITED

THE UNITED KINGDOM

Business
One of the eight major gas distribution networks in Great Britain

Natural gas distribution network
Approximately 37,000 km

Consumer coverage
Serves a total population of around 6.7 million

CKI's ownership
47.1% (another 41.3% held by Power Assets)

WALES & WEST GAS NETWORKS (HOLDINGS) LIMITED

THE UNITED KINGDOM

Business
A gas distribution network that serves Wales and the south west of England

Natural gas distribution network
35,000 km

Consumer coverage
Serves a total population of 7.5 million

CKI's ownership
30% (another 30% held by Power Assets)

SEABANK POWER LIMITED

BRISTOL, THE UNITED KINGDOM

Business
Owns and operates Seabank Power Station near Bristol. The electricity is sold under a long-term contract to SSE Energy Supply Ltd.

Generation capacity
Approximately 1,150 MW

CKI's ownership
25% (another 25% held by Power Assets)

SOUTHERN WATER SERVICES LIMITED

THE UNITED KINGDOM

Business
Supplies water and waste water services to the south east of England

Length of mains/sewers
Water mains – 13,700 km
Length of sewers – 39,600 km

Consumer coverage
Water – Serves a population of 2.4 million
Recycles wastewater – Serves a population of 2.4 million

CKI's ownership
4.75%

UK RAILS GROUP

THE UNITED KINGDOM

Business
One of the three major rolling stock operation companies in the United Kingdom. It leases a diverse range of rolling stock on long term contracts

CKI's ownership
50%

Infrastructure Investments in

AUSTRALIA

SA POWER NETWORKS
SOUTH AUSTRALIA, AUSTRALIA

Business
Primary electricity distribution business for the state of South Australia

Electricity distribution network
Approximately 178,000 km

Consumer coverage
Approximately 870,000 customers

CKI's ownership
23.07% (another 27.93% held by Power Assets)

POWERCOR AUSTRALIA LIMITED
VICTORIA, AUSTRALIA

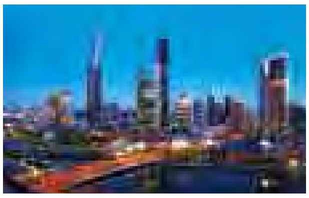
Business
Operates a major electricity distribution network, covering an area of 150,000 sq km in the state of Victoria

Electricity distribution network
Approximately 84,000 km

Consumer coverage
Over 790,000 customers

CKI's ownership
23.07% (another 27.93% held by Power Assets)

CITIPOWER I PTY LTD.
VICTORIA, AUSTRALIA



Business
Operates the electricity distribution network in the CBD and inner suburban areas of Melbourne, Victoria

Electricity distribution network
Approximately 7,400 km

Consumer coverage
Over 330,000 customers

CKI's ownership
23.07% (another 27.93% held by Power Assets)

UNITED ENERGY LIMITED
AUSTRALIA

Business
Operates a major electricity distribution network in the state of Victoria

Electricity distribution network
Approximately 13,000 km

CKI's ownership
26.4% (another 13.2% held by Power Assets)

AUSTRALIAN GAS NETWORKS LIMITED
AUSTRALIA

Business
One of Australia's largest distributors of natural gas

Natural gas distribution network
About 24,000 km

Consumer coverage
Approximately 1.3 million customers

CKI's ownership
Approximately 45% (another 27.5% held by Power Assets)

Infrastructure Investments in
AUSTRALIA (CONT'D)

DAMPIER BUNBURY PIPELINE
AUSTRALIA

Business
Natural gas transmission pipeline connecting the Carnarvon/Browse Basins with Perth

Natural gas pipeline
About 3,080 km

CKI's ownership
40% (another 20% held by Power Assets)

MULTINET GAS LIMITED
AUSTRALIA

Business
Operates a gas distribution network in the state of Victoria

Natural gas distribution network
Approximately 9,866 km

Consumer coverage
Around 700,000 customers

CKI's ownership
40% (another 20% held by Power Assets)

ENERGY DEVELOPMENTS PTY LIMITED
AUSTRALIA

Business
Owns and operates a portfolio of power generation facilities in Australia, North America and Europe, specialising in producing electricity from safe, clean, low greenhouse gas emissions sources such as landfill gas, waste coal mine gas, wind, and solar; and providing energy solutions in remote regions

Generation capacity
Over 990 MW

CKI's ownership
40% (another 20% held by Power Assets)

AUSTRALIAN ENERGY OPERATIONS PTY LTD.
VICTORIA, AUSTRALIA

Business
Operates a transmission link which transports renewable energy from the wind farm to Victoria's power grid

Electricity transmission network
42 km

CKI's ownership
50% (another 50% held by Power Assets)

Infrastructure Investments in

NEW ZEALAND

WELLINGTON ELECTRICITY LINES LIMITED

WELLINGTON, NEW ZEALAND

Business
Operates the electricity distribution network in New Zealand's capital city, Wellington, and the surrounding greater Wellington area

Electricity distribution network
About 4,700 km

Consumer coverage
Approximately 167,000 customers

CKI's ownership
50% (another 50% held by Power Assets)

ENVIRO (NZ) LIMITED

NEW ZEALAND

Business
A diversified, vertically integrated waste management business that has national coverage in New Zealand

Facilities
A network of collection facilities at 18 locations nationwide, 14 transfer stations, 3 landfills and a fleet of over 290 vehicles

Consumer coverage
More than 500,000 commercial and residential customers

CKI's ownership
100%

Infrastructure Investments in

CONTINENTAL EUROPE

ISTA

GERMANY

Business
One of the world's leading fully integrated energy management services providers with strong market positions in European countries such as Germany, Denmark, the Netherlands, France, Italy and Spain

Consumer coverage
Covering over 12 million homes

CKI's ownership
35%

DUTCH ENVIRO ENERGY HOLDINGS B.V.

THE NETHERLANDS

Business
Owns the largest energy-from-waste player in the Netherlands, AVR, which operates 5 waste treatment plants in Rozenburg and Duiven; as well as 4 transfer stations

Capacity (plants)
Energy from Waste – 2,300 kilotonnes per year
Biomass Energy – 140 kilotonnes per year
Liquid Waste – 270 kilotonnes per year
Paper Residue Incineration – 160 kilotonnes per year

Capacity (transfer stations)
1,000 kilotonnes per year

CKI's ownership
35% (another 20% held by Power Assets)

PROJECT PROFILES

Infrastructure Investments in CONTINENTAL EUROPE (CONT'D)

PORTUGAL RENEWABLE ENERGY
PORTUGAL

Business
One of the largest wind energy companies in Portugal

Generation capacity
About 730 MW

CKI's ownership
50% (another 50% held by Power Assets)

Infrastructure Investments in CANADA

RELIANCE HOME COMFORT
CANADA

Business
Principally engaged in the building equipment services sector providing rental water heaters, rental HVAC equipment, comfort protection plans and other services to homeowners primarily in Ontario, Canada

Consumer coverage
Over 1.7 million customers

CKI's ownership
25%

CANADIAN MIDSTREAM ASSETS
CANADA

Business
This business comprises oil pipelines, storage facilities and ancillary assets in Canada

Length of oil pipeline
2,200 km

Storage facilities
2

CKI's ownership
16.25% (another 48.75% held by Power Assets)

CANADIAN POWER HOLDINGS INC.
CANADA

Business
Owns 49.99% share of TransAlta Cogeneration, L.P. which operates five power plants in the provinces of Ontario and Alberta as well as 100% of the Meridian Cogeneration Plant in Saskatchewan

Generation capacity
Six power plants with total gross capacity of 1,368 MW

CKI's ownership
50% (another 50% held by Power Assets)

PARK'N FLY
CANADA

Business
The largest off-airport car park provider in Canada and the only national operator. The company provides parking facilities in Toronto, Vancouver, Montreal, Edmonton, Ottawa, Halifax and Winnipeg

CKI's ownership
50%

Infrastructure Investments in

HONG KONG AND MAINLAND CHINA

SHEN-SHAN HIGHWAY (EASTERN SECTION)

GUANGDONG, CHINA

Location
Lufeng/Shantou, Guangdong Province

Road type
Expressway

Length
140 km

No. of lanes
Dual two-lane

Joint venture contract date
1993

Joint venture expiry date
2028

Total project cost
HK$2,619 million

CKI's investment
HK$877 million

CKI's interest in JV
33.5%

SHANTOU BAY BRIDGE

GUANGDONG, CHINA

Location
Shantou, Guangdong Province

Road type
Bridge

Length
6 km

No. of lanes
Dual three-lane

Joint venture contract date
1993

Joint venture expiry date
2028

Total project cost
HK$665 million

CKI's investment
HK$200 million

CKI's interest in JV
30%

TANGSHAN TANGLE ROAD

HEBEI, CHINA

Location
Tangshan, Hebei Province

Road type
Class 2 highway

Length
100 km

No. of lanes
Dual one-lane

Joint venture contract date
1997

Joint venture expiry date
2019

Total project cost
HK$187 million

CKI's investment
HK$95 million

CKI's interest in JV
51%

CHANGSHA WUJIALING AND WUYILU BRIDGES

HUNAN, CHINA

Location
Changsha, Hunan Province

Road type
Bridge

Length
5 km

No. of lanes
Dual two-lane

Joint venture contract date
1997

Joint venture expiry date
2022

Total project cost
HK$465 million

CKI's investment
HK$206 million

CKI's interest in JV
44.2%

PROJECT PROFILES

Infrastructure Investments in

HONG KONG AND MAINLAND CHINA (CONT'D)

JIANGMEN CHAOLIAN BRIDGE
GUANGDONG, CHINA

Location
Jiangmen, Guangdong Province

Road type
Bridge

Length
2 km

No. of lanes
Dual two-lane

Joint venture contract date
1997

Joint venture expiry date
2027

Total project cost
HK$130 million

CKI's investment
HK$65 million

CKI's interest in JV
50%

PANYU BEIDOU BRIDGE
GUANGDONG, CHINA

Location
Panyu, Guangdong Province

Road type
Bridge

Length
3 km

No. of lanes
Dual three-lane

Joint venture contract date
1999

Joint venture expiry date
2024

Total project cost
HK$164 million

CKI's investment
HK$66 million

CKI's interest in JV
40%

ALLIANCE CONSTRUCTION MATERIALS LIMITED
HONG KONG

CONCRETE DIVISION

Business
Hong Kong's largest concrete producer

Total capacity
4 million cubic meters per year

CKI's ownership
50%

QUARRY DIVISION

Business
1 quarry in China and the exclusive distribution rights for another quarry in China for sales of concrete aggregates in Hong Kong

Total capacity (aggregates)
6 million tonnes per year

CKI's ownership
50%

GREEN ISLAND CEMENT COMPANY LIMITED
HONG KONG

Business
The only fully integrated cement producer in Hong Kong

Total capacity
Clinker – 1.5 million tonnes per year
Cement grinding – 2.5 million tonnes per year

CKI's ownership
100%

Infrastructure Investments in

HONG KONG AND MAINLAND CHINA (CONT'D)

GREEN ISLAND CEMENT (YUNFU) COMPANY LIMITED

GUANGDONG, CHINA

Location
Yunfu, Guangdong Province

Business
Cement production

Total capacity
Clinker – 2 million tonnes per year
Cement grinding – 1.5 million tonnes per year

CKI's ownership
100%

GUANGDONG GITIC GREEN ISLAND CEMENT CO. LTD.

GUANGDONG, CHINA

Location
Yunfu, Guangdong Province

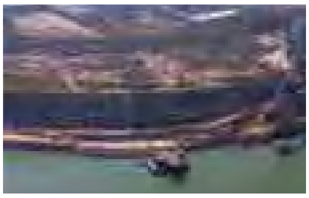
Business
Cement production

Total capacity
Clinker – 1 million tonnes per year
Cement grinding – 1.5 million tonnes per year

CKI's ownership
67%

YUNFU XIANGLI CEMENT COMPANY LIMITED

GUANGDONG, CHINA



Location
Yunfu, Guangdong Province

Business
Cement Production
Jetty

Total capacity
Cement grinding – 1 million tonnes per year
Jetty – Three berths with an annual throughput capacity reaching 3 million tonnes

CKI's ownership
100%

CORPORATE INFORMATION AND KEY DATES

BOARD OF DIRECTORS

Executive Directors

LI Tzar Kuoi, Victor (Chairman)
FOK Kin Ning, Canning (Deputy Chairman)
Frank John SIXT
KAM Hing Lam (Group Managing Director)
IP Tak Chuen, Edmond (Deputy Chairman)
Andrew John HUNTER (Deputy Managing Director)
CHAN Loi Shun (Chief Financial Officer)
CHEN Tsien Hua

Independent Non-executive Directors

CHEONG Ying Chew, Henry
KWOK Eva Lee
SNG Sow-mei alias POON Sow Mei
Colin Stevens RUSSEL
LAN Hong Tsung, David
Barrie COOK
Paul Joseph TIGHE

Non-executive Directors

LEE Pui Ling, Angelina
George Colin MAGNUS

Alternate Directors

WOO Mo Fong, Susan (alias CHOW WOO Mo Fong, Susan)
(alternate to FOK Kin Ning, Canning)
MAN Ka Keung, Simon
(alternate to IP Tak Chuen, Edmond)
Eirene YEUNG
(alternate to KAM Hing Lam)

AUDIT COMMITTEE

Colin Stevens RUSSEL (Chairman)
CHEONG Ying Chew, Henry
KWOK Eva Lee
SNG Sow-mei alias POON Sow Mei
LAN Hong Tsung, David
Paul Joseph TIGHE

REMUNERATION COMMITTEE

CHEONG Ying Chew, Henry (Chairman)
LI Tzar Kuoi, Victor
Colin Stevens RUSSEL

NOMINATION COMMITTEE

LI Tzar Kuoi, Victor (Chairman)
FOK Kin Ning, Canning
Frank John SIXT
KAM Hing Lam
IP Tak Chuen, Edmond
Andrew John HUNTER
CHAN Loi Shun
CHEN Tsien Hua
CHEONG Ying Chew, Henry
KWOK Eva Lee
SNG Sow-mei alias POON Sow Mei
Colin Stevens RUSSEL
LAN Hong Tsung, David
Barrie COOK
Paul Joseph TIGHE
LEE Pui Ling, Angelina
George Colin MAGNUS

COMPANY SECRETARY

Eirene YEUNG

AUTHORISED REPRESENTATIVES

IP Tak Chuen, Edmond
Eirene YEUNG

PRINCIPAL BANKERS

Australia and New Zealand Banking Group Limited
Bank of China (Hong Kong) Limited
BNP Paribas
Canadian Imperial Bank of Commerce
Credit Agricole Corporate and Investment Bank
Mizuho Bank, Ltd.
MUFG Bank, Ltd.
National Australia Bank Limited
The Bank of Nova Scotia
The Hongkong and Shanghai Banking Corporation Limited

AUDITOR

Deloitte Touche Tohmatsu

LEGAL ADVISERS

Woo, Kwan, Lee & Lo

REGISTERED OFFICE
Clarendon House, Church Street,
Hamilton HM11, Bermuda

PRINCIPAL PLACE OF BUSINESS
12th Floor, Cheung Kong Center,
2 Queen's Road Central, Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE
MUFG Fund Services (Bermuda) Limited
The Belvedere Building,
69 Pitts Bay Road,
Pembroke HM08, Bermuda

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE
Computershare Hong Kong Investor Services Limited
Rooms 1712-1716, 17th Floor, Hopewell Centre,
183 Queen's Road East, Hong Kong

STOCK CODES
Stock Exchange of Hong Kong: 1038
Bloomberg: 1038 HK
Reuters: 1038.HK

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www.cki.com.hk

INVESTOR RELATIONS
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Email: contact@cki.com.hk

KEY DATES

Annual Results Announcement	20th March, 2019
Closure of Register of Members (for determination of shareholders who are entitled to attend and vote at Annual General Meeting)	9th May, 2019 to 15th May, 2019 *(both days inclusive)*
Annual General Meeting	15th May, 2019
Record Date (for determination of shareholders who qualify for the Final Dividend)	21st May, 2019
Payment of Final Dividend	31st May, 2019

This annual report 2018 ("Annual Report") is available in both English and Chinese versions. Shareholders who have received either the English or the Chinese version of the Annual Report may request a copy in the other language by writing to the Company c/o the Company's Branch Share Registrar, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Hong Kong or by email to cki.ecom@computershare.com.hk.

The Annual Report (both English and Chinese versions) has been posted on the Company's website at www.cki.com.hk. Shareholders who have chosen (or are deemed to have consented) to read the Company's corporate communications (including but not limited to the Annual Report) published on the Company's website in place of receiving printed copies thereof may request the printed copy of the Annual Report in writing to the Company c/o the Company's Branch Share Registrar or by email to cki.ecom@computershare.com.hk.

Shareholders who have chosen (or are deemed to have consented) to receive the corporate communications using electronic means through the Company's website and who for any reason have difficulty in receiving or gaining access to the Annual Report posted on the Company's website will upon request in writing to the Company c/o the Company's Branch Share Registrar or by email to cki.ecom@computershare.com.hk promptly be sent the Annual Report in printed form free of charge.

Shareholders may at any time choose to change their choice as to the means of receipt (i.e. in printed form or by electronic means through the Company's website) and/or the language of the Company's corporate communications by reasonable prior notice in writing to the Company c/o the Company's Branch Share Registrar or sending a notice to cki.ecom@computershare.com.hk.

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