

KW 嘉華國際集團有限公司

K. WAH INTERNATIONAL HOLDINGS LIMITED

於百慕達註冊成立之有限公司 Incorporated in Bermuda with limited liability

Stock code 股份代號 00173

Delivering Value with
Distinctive Quality

建優創值 力臻恆遠



INTERIM
REPORT
2023
中期報告



OUR MISSION

It is our mission to focus on customer needs and pursue the spirit of excellence with quality products and services through our commitment to research, design and value creation. With vision, perseverance and teamwork, we strive to provide shareholders with the best return on their investment.



CORPORATE PROFILE

K. Wah International Holdings Limited ("KWIH" or "the Group", stock code: 00173) is the listed property arm of K. Wah Group. With a strong foothold established in Hong Kong, KWIH has grown and prospered into a leading integrated developer and investor of exquisite and niche projects, with a strategic focus on Hong Kong, the Yangtze River Delta and Pearl River Delta regions.

Committed to delivering premium projects built to an uncompromising standard of quality, our portfolio of large-scale residential communities and comprehensive development undertakings such as premium residential developments, Grade-A office towers, hotel, serviced apartments and retail premises are truly one-of-a-kind. Each of our properties boasts a perfect interplay of superb design, delicate craftsmanship, top-notch facilities and innovative features, thanks to a team of seasoned professionals. That is also why we are honoured with a host of international accolades, besides earning a reputed name for impeccable living.

Cresleigh Property, the property management arm of the Group, delivers exceptional hotel serviced property management services guided by advanced and international standards in general to premium residential buildings, commercial facilities, office towers and real estate complexes.

Sharing the common vision of excellence and sustainability, we go beyond both in the projects we develop and the communities we help grow and cultivate. We have always been a trend-setter pioneering unique and sophisticated lifestyle, embracing customers' needs and creating added value in the projects we undertake as a premier brand.

Taking pride in our track record and strong financial capability, guided by the spirit of prudence and excellence, we will continue to adopt a progressive strategy with a disciplined approach in land acquisition, in strive for setting ever higher standards of quality living spaces and delivering long term shareholder value.

企業使命

秉承以客為本及追求卓越之精神，不斷透過研究、設計及創造價值，恪守不屈不撓、群策群力及具遠見之經營理念，為客戶提供優質產品及服務，並為股東帶來理想投資回報。

公司簡介

嘉華國際集團有限公司（「嘉華國際」或「集團」；股份代號：00173）為嘉華集團旗下之房地產業務旗艦，創立並紮根於香港，至今已發展成以香港、長三角及珠三角地區為策略據點之綜合發展商及投資者，所開發之項目均以品質優異見稱。

嘉華國際擅長於開發優質物業，由旗下專業團隊所拓展之項目涵蓋大型住宅社區、綜合城市發展項目，其中包括優質住宅、甲級寫字樓、酒店、服務式公寓及特色商舖，物業皆匠心獨運，揉合特色設計、精湛技術、頂尖設備及創新元素於一身，多年來物業質素備受市場認同，建築及設計屢獲國際殊榮。

集團旗下的嘉英物業以先進的管理理念和國際高端精品酒店的營運模式，為物業提供專業及優質的管理服務，其服務類型涵蓋主流及高端住宅、商業設施、寫字樓和房地產綜合體。

集團以締造理想和諧的生活國度為發展宗旨，因地制宜，不僅用心傳承「嘉華」的優質品牌內涵，更以臻善創新的意念打造別樹一幟的物業，塑造現代生活新標準，切合家需要的同時，亦為物業注入長遠價值。

憑藉資深經驗及雄厚財政實力，嘉華國際將繼續以審慎進取的策略，物色具潛力的土地，竭誠為客戶打造優質的生活空間，為股東帶來長遠而持續的回報。



Company website

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K. SUMMIT
HONG KONG

KSUMMIT 嘉峯匯

Corporate Information

CHAIRMAN & MANAGING DIRECTOR

Dr. Lui Che-woo, *GBM, MBE, JP, LLD, DSSc, DBA*

EXECUTIVE DIRECTORS

Mr. Francis Lui Yiu Tung

Mrs. Paddy Tang Lui Wai Yu, *BBS, JP*

Mr. Alexander Lui Yiu Wah

NON-EXECUTIVE DIRECTOR

Dr. Moses Cheng Mo Chi, *GBM, GBS, OBE, JP*

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. Wong Kwai Lam

Mr. Nip Yun Wing

Mr. Cheung Kin Sang⁽¹⁾

Dr. William Yip Shue Lam⁽²⁾, *LLD*

AUDIT COMMITTEE

Mr. Nip Yun Wing⁽³⁾ (*Chairman*)

Dr. William Yip Shue Lam⁽²⁾, *LLD (ex-Chairman)*

Dr. Moses Cheng Mo Chi, *GBM, GBS, OBE, JP*

Mr. Cheung Kin Sang⁽⁴⁾

REMUNERATION COMMITTEE

Mr. Wong Kwai Lam⁽³⁾ (*Chairman*)

Dr. William Yip Shue Lam⁽²⁾, *LLD (ex-Chairman)*

Dr. Lui Che-woo, *GBM, MBE, JP, LLD, DSSc, DBA*

Mr. Nip Yun Wing⁽⁴⁾

NOMINATION COMMITTEE

Dr. Lui Che-woo, *GBM, MBE, JP, LLD, DSSc, DBA (Chairman)*

Mr. Wong Kwai Lam

Mr. Cheung Kin Sang⁽⁴⁾

Dr. William Yip Shue Lam⁽²⁾, *LLD*

COMPANY SECRETARY

Ms. Miranda Tse

INDEPENDENT AUDITOR

PricewaterhouseCoopers

Certified Public Accountants and

Registered Public Interest Entity Auditor

REGISTERED OFFICE

Victoria Place, 5th Floor

31 Victoria Street

Hamilton HM 10

Bermuda

PRINCIPAL PLACE OF BUSINESS IN HONG KONG

29th Floor, K. Wah Centre

191 Java Road

North Point

Hong Kong

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE

MUFG Fund Services (Bermuda) Limited

4th floor North

Cedar House

41 Cedar Avenue

Hamilton HM 12

Bermuda

HONG KONG BRANCH SHARE REGISTRAR AND TRANSFER OFFICE

Computershare Hong Kong Investor Services Limited

Shops 1712–1716

17th Floor, Hopewell Centre

183 Queen's Road East

Wanchai

Hong Kong

WEBSITE ADDRESS

<http://www.kwih.com>

SHARE LISTING

The Stock Exchange of Hong Kong Limited

("HK Stock Exchange")

STOCK CODE

HK Stock Exchange : 00173

Bloomberg : 173 HK

Reuters : 0173.HK

Notes:

(1) appointment with effect from 1 April 2023

(2) retired with effect from the conclusion of the Annual General Meeting held on 7 June 2023 ("2023 AGM") and ceased to act as the chairman of each of the Audit Committee and the Remuneration Committee and a member of the Nomination Committee

(3) appointed as the Chairman with effect from the conclusion of the 2023 AGM

(4) appointment with effect from the conclusion of the 2023 AGM



Interim Results Highlights and Interim Dividend

INTERIM RESULTS HIGHLIGHTS

The board of directors (“Board”) of K. Wah International Holdings Limited (“Company”) is pleased to announce the unaudited interim results of the Company and its subsidiaries (together the “Group”) as follows:

- Revenue of the Group was HK\$3,100 million, whereas profit attributable to equity holders was HK\$482 million.
- Attributable contracted sales of the Group for the Period amounted to HK\$4 billion.
- As of 30 June 2023, the Group had attributable contracted sales of HK\$18.6 billion in total yet to be recognised.
- Earnings per share was 15.4 HK cents and an interim dividend per share of 7 HK cents was declared.
- As of 30 June 2023, net asset value per share was HK\$13.8.
- The Group, with its financial resources, will continue to assess any opportunities, where appropriate, to replenish its landbank in Hong Kong, and The Pearl River and Yangtze River Deltas, on a disciplined basis and in a cautious manner.

INTERIM DIVIDEND

The Board has declared an interim cash dividend for the six months ended 30 June 2023 of 7 HK cents per share, totaling HK\$219,303,000, payable on 26 October 2023 to the shareholders whose names appear on the registers of members of the Company at the close of business on 19 September 2023 (2022: 7 HK cents per share, totaling HK\$219,303,000). It is expected that the dividend warrants will be posted to those entitled on 26 October 2023.



Management Discussion and Analysis

BUSINESS REVIEW

Operating Results

The revenue of the Group for the six months ended 30 June 2023 ("Period") was HK\$3,100 million, mainly derived from the property sales of K. Summit and Solaria in Hong Kong, VETTA in Suzhou and Cosmo in Guangzhou; and the rental income of Shanghai K. Wah Centre. The decrease in revenue was mainly due to less pre-sold properties delivered to buyers in the Period comparing to the same period last year. The attributable revenue of the Group (comprising the revenue of the Group and attributable revenue from joint ventures and associated companies of HK\$921 million) was HK\$4,021 million for the Period.

Profit attributable to equity holders of the Company was HK\$482 million, while underlying profit of the Group (before the net of tax fair value change and disposal gain of investment properties) was HK\$462 million for the Period.

The total comprehensive loss attributable to equity holders of the Company for the Period was HK\$700 million after accounting for the fair value change on the non-current investment of an interest in Galaxy Entertainment Group Limited ("GEG") and exchange differences arising from translation of the Group's RMB denominated net assets as of the Period end.

Attributable contracted sales of the Group (comprised of contracted sales of the Group and attributable contracted sales from joint ventures and associated companies) for the Period amounted to approximately HK\$4 billion, mainly derived from K. Summit and Grand Victoria in Hong Kong, Sierra in Nanjing and VETTA in Suzhou.

As of 30 June 2023, the Group had unrecognised attributable contracted sales amounted to approximately HK\$18.6 billion, expected to be accounted for from the second half of 2023 onwards.

Operation Review

Hong Kong

While market sentiment has been affected by interest rate hikes, Grand Victoria, our joint venture project in South West Kowloon, recorded attributable contracted sales of around HK\$1 billion during the Period. We also captured the market demand for high-end properties and successfully sold 6 special units of K. Summit, with contracted sales amounted to over HK\$0.6 billion, leaving the completed project with only 4 special units available for sale.

The handover of sold units for Grand Victoria Phase I commenced in June following the issuance of the certificate of compliance, with the corresponding sales recognised in the Period. Certificates of compliance for Phases II and III were both obtained in July and the handover of the sold units is progressing. Construction work of other projects under development has progressed as scheduled. Pre-sale consent for our joint venture project in the Kai Tak Development Area 4A Site 2 was granted in July. The sale launch of which and of another joint venture project there, KT Marina, will be subject to market condition.

Occupancy of the Group's investment properties remained stable during the Period, with a mild increase in rental revenue of our retail shops amid the improving retail and food and beverage markets following the abolishment of social distancing measures. Our premium dining and shopping arcade J SENSES, and the commercial complex at Twin Peaks and K. Summit were all leased out, while Chantilly achieved an average occupancy of 65%.

Mainland

During the Period, upon obtaining the presale consent, we launched sales of a residential block of our well-received project Sierra in Nanjing, with the majority of the units sold on the launch day. Together with the sales of the remaining unsold units that were previously launched, Sierra generated contracted sales of around RMB1 billion in the Period. As of the Period end, 10 out of 11 residential blocks of Sierra had been launched for sale with 96% sold, generating total contracted sales of around RMB5 billion for the Group. Completion of Sierra is expected in 2024. In addition, the Group continued to market the remaining units of various launched projects.

The handover of sold units to buyers for VETTA in Suzhou and Cosmo in Guangzhou commenced following the completion of the projects in late last year, with the corresponding sales revenue recognised in the Period. The development of Bayview in Dongguan was also fully completed in March with the sold units handed over to buyers. Subsequent to the Period end, all sold units of Navale in Shanghai were handed over to buyers smoothly in July, following the project's completion. The development of our commercial project, WYSH in Shanghai, was also completed in July. Pre-leasing of WYSH was well received with soft opening expected by the year end. Construction of the Group's other projects has progressed as scheduled.

The Group's leasing performance continued to be satisfactory during the Period. Our prime office building, Shanghai K. Wah Centre, maintained an average occupancy of 90% while our serviced apartments in Jing An and Xu Hui, Shanghai achieved overall occupancy of around 90%. Palace Lane and EDGE, both in Shanghai, were fully let and other commercial facilities continued to achieve satisfactory occupancy. A number of rental units were disposed during the Period while the Group maintained its strategy to enlarge its recurring income base.

Investment in GEG

The Group maintains the investment of 162 million shares, or an approximate 3.72% interest, in GEG carried at fair market value. As of 30 June 2023, the share price of GEG was HK\$49.7 as compared with HK\$51.6 as of 31 December 2022. The change in fair value of approximately HK\$0.3 billion was directly recorded in reserve. A special dividend of HK\$0.2 per share was just declared.

MARKET REVIEW AND OUTLOOK

Global, Mainland and Hong Kong

In early January 2023, the Central Government pivoted from its zero-COVID policy and the Mainland re-opened its borders to the world. It was initially expected to be a strong catalyst to re-activate the economic activities of the Mainland, which could also boost global economic growth, and of Hong Kong. Nevertheless, the Mainland and Hong Kong economic momentum weakened going into the second quarter. On the other hand, despite escalating tensions between China and the United States ("US"), and the ongoing Russia-Ukraine conflict during the Period, inflation in major Western countries resulting from the disrupted global supply chain, and energy and food supplies became more under control amid their interest rate hikes. The US also demonstrated its economic resilience.



Management Discussion and Analysis

Hong Kong property market

Excited by the Mainland re-opening its borders to Hong Kong and the world, and amid expected pent-up demand, primary property market transactions increased by 31% year-on-year and a government index tracking private domestic prices also rose 4.3% in the Period. Nevertheless, despite the government relaxing measures on certain loan-to-value ratios on mortgages, the longer than expected US interest rate hike cycle with interest rate up to a record high since 2001 and the rise in Hong Kong mortgage rates caused both transactions and transaction prices to adjust downwards from May. While in 2022 the Group successfully launched the sale of two development projects at MTR stations, Grand Mayfair and Villa Garda, the Group managed to sell certain luxury units in K. Summit, a premium residential project in the Kai Tak Development Area in the Period. A unit in Chantilly was also sold in July for about HK\$120 million, reflecting the market's acknowledgment of the quality and value of the Group's property projects.

Mainland property market

Despite the Mainland recording a 6.3% GDP growth in the second quarter, export growth turned negative in the Period, while domestic consumption remained slow amid the weak consumption and investment confidence. Worries over job security also dampened buyers' appetite for homes despite the Central Government relaxing restrictive administrative measures on controlling demand, cutting mortgage interest rates and providing more liquidity to property buyers and developers. The debt crisis of financially over-leveraged Mainland developers also continued to adversely affect the property market in the Period. The Group took the opportunity in 2022 to launch for sale its residential project, Navale, Pudong, the residential portion of the joint venture project, Imperial Mansion, Hongkou, both in Shanghai, and Sierra, the residential portion of its large comprehensive development in Nanjing. All of them received overwhelming responses with the launched units already largely sold out. The Group managed to launch the sale of another block at Sierra in March upon obtaining the pre-sale consent which was around 90% taken up on the launch date, evidencing the project's market recognition in Nanjing.

Land bank replenishment

The Group participated in a number of land auctions or tenders in the Period. In June, the Group solely acquired a block of building on King's Road, Hong Kong, which is planned to be redeveloped into a premium residential project. The Group will continuously monitor the land market and continue to exercise discipline and sound judgment in evaluating land replenishment opportunities in both Hong Kong and the Mainland.

Conclusion

Despite all the uncertainties in the Mainland and globally, the Mainland's economic growth remains resilient. The International Monetary Fund projected the Mainland's GDP will grow by 5.2% in 2023 and the Mainland's economy set to contribute a quarter of global growth while the Central Government official growth target is set at approximately 5%. The Central Government also explicitly stated the need to "adjust and optimise" its property-related policies in a timely manner. Growth momentum is expected to pick up with the impacts of the stimuli/supportive measures implemented to take effect and further measures to be implemented by the Central Government in the second half which are expected to uplift consumption and investment confidence.

In Hong Kong, GDP grew by 2.9% and 1.5% in the first and second quarter respectively with the revised target of 4–5% set for 2023. Proactive campaigns have been launched globally to attract talents and investments into Hong Kong for its longer term economic growth momentum as well as tourists supporting its tourism and retail sectors. Interest rates in Hong Kong remain high at the moment but are expected to peak and will fall in 2024, in line with US interest rate movement. Underlying property user demand in Hong Kong and also the new demand brought by the talents under the Top Talent Pass Scheme coming to Hong Kong, and overseas investors together ensure a stable property market.

Land markets in both the Mainland and Hong Kong remained soft. On the back of its extensive experience garnered over the years, the Group will continue to develop more premium projects according to the philosophies of “K. Wah Plus” and the persistence in delivering impeccable quality projects. Regardless, the Group will adhere to our prudent strategy and be cautious in replenishing our land bank, taking into account the strength of market sales rebound. Overall, the economies of both the Mainland and Hong Kong are expected to be resilient.

Despite all the prevailing challenges, the Group will continue to focus on developing premium projects in Hong Kong and tier-1 or 2 cities in the Mainland targeting upgraders and is well positioned to prudently capture any opportunities in Hong Kong and the Mainland. Meanwhile, all initiatives undertaken by the Hong Kong Government are believed to be enhancing its economic activities. The integrated development of Hong Kong with Shenzhen as well as with other cities in the Guangdong-Hong Kong-Macao Greater Bay Area, is also creating more opportunities. The Group will capitalise on its solid financial strengths and prudent land replenishment strategy to grasp any opportunities for premium development in Hong Kong, the Yangtze River Delta and Pearl River Delta regions.

REVIEW OF FINANCE

Financial Position

The financial position of the Group remained satisfactory. As of 30 June 2023, total funds employed (being total equity and total borrowings) were HK\$61 billion (31 December 2022: HK\$62 billion). The number of issued shares of the Company was 3,132,894,615 as of 30 June 2023, without any movement since last year end.

Group Liquidity, Financial Resources and Gearing Ratio

The Group monitors its liquidity requirements on a short-to-medium-term rolling basis and arranges refinancing of the Group’s borrowings when appropriate. As of 30 June 2023, the Group’s borrowings amounted to HK\$15,037 million (31 December 2022: HK\$14,939 million) and 33% will be repayable within one year. The maturity profile of the borrowings is spread over a period of up to five years except for an amount of HK\$27 million which is due after five years. The average interest rate for the Group during the Period increased to 4.1% from last year’s average of 2.6% amid market rates hiking.

As of 30 June 2023, the Group had available undrawn banking facilities totaling HK\$16,376 million (31 December 2022: HK\$19,074 million), comprising HK\$14,019 million (31 December 2022: HK\$15,804 million) for working capital and HK\$2,357 million (31 December 2022: HK\$3,270 million) for project facility purposes.

As of 30 June 2023, the Group’s cash and bank deposits were HK\$8,569 million (31 December 2022: HK\$8,660 million), with approximately 83% held in Renminbi. The gearing ratio, defined as the ratio of total borrowings less cash and bank deposits to total equity, increased slightly from 13% as of last year end to 14% as of the Period end.

Management Discussion and Analysis

Treasury Policies

In order to minimise risk, the Group continues to adopt a prudent approach regarding foreign exchange exposure. Forward foreign exchange contracts are utilised when considered appropriate and when attractive pricing opportunities arise to mitigate foreign exchange exposures. Interest rate swap contracts are also utilised as appropriate to mitigate the impact of any undue interest rate fluctuations on the Group's operations in the medium and longer term. Accordingly, interest rate swap contracts were executed with a total amount of HK\$2.0 billion for five years outstanding as of the Period end (31 December 2022: HK\$2.5 billion for three years or five years).

Of the Group's bank loans of HK\$15,037 million as of 30 June 2023, approximately 93% was denominated in Hong Kong dollars, with the remainder in Renminbi. Approximately 87% of such borrowings were on a floating rate basis, with the remainder on a fixed rate basis.

Charges on Group Assets

As of 30 June 2023, certain subsidiaries of the Group pledged assets (comprising investment properties and development properties) with aggregate carrying values of HK\$4,839 million (31 December 2022: HK\$4,921 million) to banks in order to secure the Group's borrowing facilities.

Guarantees

As of 30 June 2023, the Group has executed guarantees in favour of banks in respect of facilities granted to certain joint ventures and associated companies, amounting to HK\$8,314 million (31 December 2022: HK\$9,096 million) and HK\$2,664 million (31 December 2022: HK\$2,664 million) respectively, of which facilities totaling HK\$5,401 million (31 December 2022: HK\$5,520 million) and HK\$1,467 million (31 December 2022: HK\$1,347 million) respectively have been utilised. In addition, the Group provided guarantees amounting to HK\$1,519 million (31 December 2022: HK\$1,697 million) in respect of mortgage facilities granted by banks relating to mortgage loans arranged for purchasers of the Group's properties.

As of 30 June 2023, the Company has executed guarantees in favour of banks in respect of facilities granted to certain subsidiaries, joint ventures and associated companies, amounting to HK\$28,605 million (31 December 2022: HK\$30,698 million), HK\$7,782 million (31 December 2022: HK\$8,411 million) and HK\$2,664 million (31 December 2022: HK\$2,664 million) respectively. Of these, facilities totaling HK\$14,611 million (31 December 2022: HK\$14,548 million), HK\$5,329 million (31 December 2022: HK\$5,453 million) and HK\$1,467 million (31 December 2022: HK\$1,347 million) respectively have been utilised.

EMPLOYEES AND REMUNERATION POLICY

As of 30 June 2023, the Group, excluding its associated companies and joint ventures, employs 945 employees in Hong Kong and the Mainland. Employees cost, excluding Directors' emoluments, amounted to approximately HK\$256 million for the Period under review.

The Group believes its long-term growth and success depend upon the quality, performance and commitment of its employees. The Group's remuneration policy aims to offer competitive remuneration packages to attract, retain and motivate talents. With result-driven incentive programmes which are built upon our established performance management framework, the Group believes the remuneration packages of its employees are fair, reasonable and competitive in relation to comparable organisations with similar business interests.

The Group has put in place a share option scheme for its executives and employees since 1989 for the purposes of providing competitive remuneration package as well as retaining talents in the long term. The Group puts emphasis on employees' training and development opportunities which form an important component of the Group's human resources strategy. Training and development programmes are provided through internal and external resources in each year to address the needs of our employees for the sustainable development of our businesses.

Report on Review of Interim Financial Information



羅兵咸永道

**TO THE BOARD OF DIRECTORS OF
K. WAH INTERNATIONAL HOLDINGS LIMITED**

(incorporated in Bermuda with limited liability)

INTRODUCTION

We have reviewed the interim financial information set out on pages 10 to 26, which comprises the interim condensed consolidated balance sheet of K. Wah International Holdings Limited (the "Company") and its subsidiaries (together, the "Group") as at 30 June 2023 and the interim condensed consolidated profit and loss statement, the interim condensed consolidated statement of comprehensive income, the interim condensed consolidated statement of changes in equity and the interim condensed consolidated cash flow statement for the six-month period then ended, and selected explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

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

PricewaterhouseCoopers

Certified Public Accountants

22/F, Prince's Building

Central, Hong Kong

23 August 2023

Condensed Consolidated Profit and Loss Statement (unaudited)

	Note	For the six months ended 30 June	
		2023 HK\$'000	2022 HK\$'000
Revenue	6	3,100,250	5,391,730
Cost of sales		(2,015,358)	(3,686,276)
Gross profit		1,084,892	1,705,454
Other operating income		293,798	261,174
Other net gains		90,131	126,324
Change in fair value of investment properties		(48,105)	25,329
Other operating expenses		(195,600)	(324,721)
Administrative expenses		(323,109)	(336,768)
Finance costs	7	(71,791)	(30,135)
Share of losses of joint ventures		(6,538)	(16,225)
Share of profits of associated companies		1,860	18,210
Profit before taxation	8	825,538	1,428,642
Taxation charge	9	(314,936)	(318,915)
Profit for the period		510,602	1,109,727
Attributable to:			
Equity holders of the Company		481,907	1,081,087
Non-controlling interests		28,695	28,640
		510,602	1,109,727
Earnings per share	10	HK cents	HK cents
Basic		15.38	34.51
Diluted		15.38	34.51

Condensed Consolidated Statement of Comprehensive Income (unaudited)

	For the six months ended 30 June	
	2023 HK\$'000	2022 HK\$'000
Profit for the period	510,602	1,109,727
Other comprehensive (loss)/income:		
<i>Items that will not be reclassified to profit and loss:</i>		
Change in fair value of financial assets at fair value through other comprehensive income	(308,720)	1,039,898
Exchange differences arising from translation — non-controlling interests	(81,690)	(58,457)
<i>Item that may be reclassified to profit and loss:</i>		
Exchange differences arising from translation — subsidiaries	(864,442)	(1,341,715)
— joint ventures and associated companies	(8,419)	(15,317)
Other comprehensive loss for the period	(1,263,271)	(375,591)
Total comprehensive (loss)/income for the period	(752,669)	734,136
Total comprehensive (loss)/income attributable to:		
Equity holders of the Company	(699,674)	763,953
Non-controlling interests	(52,995)	(29,817)
	(752,669)	734,136

Condensed Consolidated Balance Sheet

As at 30 June 2023

	Note	(unaudited) 30 June 2023 HK\$'000	(audited) 31 December 2022 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment		297,249	312,569
Investment properties		16,036,665	15,852,360
Right-of-use assets		16,971	19,426
Joint ventures		11,429,852	11,199,768
Associated companies		2,643,363	2,604,180
Financial assets at fair value through other comprehensive income		8,075,457	8,384,177
Deferred taxation assets		133,884	138,360
Derivative financial instruments		104,025	109,982
Land deposit		–	4,175,529
Other non-current assets		1,814,336	1,770,513
		40,551,802	44,566,864
Current assets			
Development properties		23,536,367	21,815,375
Inventories		1,091	1,383
Amounts due from joint ventures		58,387	61,088
Debtors and prepayments	13	587,541	482,144
Tender deposits		50,000	100,000
Derivative financial instruments		–	2,843
Financial assets at fair value through profit or loss		720,899	157,837
Taxes recoverable		842,823	788,011
Cash and cash equivalents and restricted cash	14	8,568,540	8,660,364
		34,365,648	32,069,045
Total assets		74,917,450	76,635,909
EQUITY			
Share capital	15	313,289	313,289
Reserves		42,843,195	43,542,869
Shareholders' funds		43,156,484	43,856,158
Non-controlling interests		2,725,323	2,786,713
Total equity		45,881,807	46,642,871
LIABILITIES			
Non-current liabilities			
Borrowings	16	10,137,077	12,244,037
Lease liabilities		2,991	4,956
Deferred taxation liabilities		2,665,673	2,679,471
		12,805,741	14,928,464
Current liabilities			
Amounts due to joint ventures		1,413,091	1,351,276
Amounts due to associated companies		73,115	63,873
Creditors, accruals and other liabilities	17	1,771,970	2,422,933
Pre-sales deposits		7,394,529	7,496,706
Current portion of borrowings	16	4,899,750	2,694,892
Taxes payable		677,447	1,034,894
		16,229,902	15,064,574
Total liabilities		29,035,643	29,993,038
Total equity and liabilities		74,917,450	76,635,909
Net current assets		18,135,746	17,004,471
Total assets less current liabilities		58,687,548	61,571,335

Condensed Consolidated Cash Flow Statement (unaudited)

	Note	For the six months ended 30 June	
		2023 HK\$'000	2022 HK\$'000
Net cash generated from operating activities		1,698,697	773,550
Cash flows from investing activities			
Additions to investment properties		(148,277)	(70,135)
Net changes in balances with joint ventures		(177,928)	721,341
Net changes in balances with associated companies		(29,030)	404,103
(Additions to)/disposal of financial assets at fair value through profit or loss		(582,874)	904,934
Proceeds from disposal of investment properties		148,941	–
Dividends received from associated companies		600	88,250
Others		(39,948)	88,383
Net cash (used in)/from investing activities		(828,516)	2,136,876
Cash flows from financing activities			
New bank loans		7,264,729	6,789,875
Repayments of bank loans		(7,149,263)	(10,761,737)
Principal elements of lease liabilities		(1,909)	(3,080)
Capital contribution from non-controlling interests		22,499	2,105
Repayment of capital to non-controlling interests		(30,894)	(58,560)
Issues of new shares		–	7,437
Net cash from/(used in) financing activities		105,162	(4,023,960)
Net increase/(decrease) in cash and cash equivalents		975,343	(1,113,534)
Cash and cash equivalents at beginning of the period		6,830,985	8,136,563
Changes in exchange rates		(198,975)	(251,781)
Cash and cash equivalents at end of the period	14	7,607,353	6,771,248

Condensed Consolidated Statement of Changes in Equity (unaudited)

For the six months ended 30 June 2023

	Share capital HK\$'000	Other reserves HK\$'000	Retained earnings HK\$'000	Shareholders' funds HK\$'000	Non- controlling interests HK\$'000	Total HK\$'000
At 1 January 2023	313,289	8,618,625	34,924,244	43,856,158	2,786,713	46,642,871
Comprehensive income						
Profit for the period	-	-	481,907	481,907	28,695	510,602
Other comprehensive loss						
Other comprehensive loss for the period	-	(1,181,581)	-	(1,181,581)	(81,690)	(1,263,271)
Transactions with equity holders						
Lapse of share options	-	(1,128)	1,128	-	-	-
Capital contribution from non-controlling interests	-	-	-	-	22,499	22,499
Repayment of capital to non-controlling interests	-	-	-	-	(30,894)	(30,894)
At 30 June 2023	313,289	7,435,916	35,407,279	43,156,484	2,725,323	45,881,807
At 1 January 2022	313,023	9,380,198	34,205,795	43,899,016	1,316,418	45,215,434
Comprehensive income						
Profit for the period	-	-	1,081,087	1,081,087	28,640	1,109,727
Other comprehensive loss						
Other comprehensive loss for the period	-	(317,134)	-	(317,134)	(58,457)	(375,591)
Transactions with equity holders						
Issue of shares upon exercise of share options	266	7,171	-	7,437	-	7,437
Lapse of share options	-	(3,577)	3,577	-	-	-
Capital contribution from non-controlling interests	-	-	-	-	2,105	2,105
Repayment of capital to non-controlling interests	-	-	-	-	(58,560)	(58,560)
At 30 June 2022	313,289	9,066,658	35,290,459	44,670,406	1,230,146	45,900,552

Notes to the Interim Financial Information

1 GENERAL INFORMATION

K. Wah International Holdings Limited (the “Company”) is a limited liability company incorporated in Bermuda and has its primary listing on the Main Board of The Stock Exchange of Hong Kong Limited. The address of its registered office is Victoria Place, 5th Floor, 31 Victoria Street, Hamilton HM 10, Bermuda and its principal place of business in Hong Kong is 29th Floor, K. Wah Centre, 191 Java Road, North Point, Hong Kong.

The principal activities of the Company and its subsidiaries (together the “Group”) are property development and investment in Hong Kong and the Mainland.

This interim financial information is presented in Hong Kong dollars, unless otherwise stated. This interim financial information was approved for issue by the Board of Directors on 23 August 2023.

This interim financial information has not been audited.

2 BASIS OF PREPARATION

The interim financial information for the six months ended 30 June 2023 has been prepared under the historical cost convention, as modified by the revaluation of investment properties and certain financial assets (financial assets at fair value through other comprehensive income, derivative financial instruments and financial assets at fair value through profit or loss) which are carried at fair values, and in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants. The interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2022 which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

The accounting policies and methods of computation used in the preparation of the interim financial information are consistent with those used in the annual financial statements for the year ended 31 December 2022, except as stated below.

The adoption of new standard, amendments to standards and practice statement

In 2023, the Group adopted the following new standard, amendments to standards and practice statement, which are relevant to its operations.

HKAS 1 and HKFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies
HKAS 8 (Amendment)	Definition of Accounting Estimates
HKAS 12 (Amendment)	Deferred Tax related to Assets and Liabilities Arising from a Single Transaction
HKAS 12 (Amendment)	International Tax Reform — Pillar Two Model Rules
HKFRS 17 and HKFRS 17 (Amendment)	Insurance Contracts

The above new standard, amendments to standards and practice statement did not have significant impact on the Group’s accounting policies and did not require retrospective adjustments.

2 BASIS OF PREPARATION (cont'd)

Amendments to standards and interpretation that are not yet effective

		Effective for accounting periods beginning on or after
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined
HKAS 1 (Amendment)	Classification of Liabilities as Current or Non-current	1 January 2024
HKAS 1 (Amendment)	Non-current Liabilities with Covenants	1 January 2024
HKAS 7 and HKFRS 7 (Amendments)	Supplier Finance Arrangements	1 January 2024
HKFRS 16 (Amendment)	Lease Liability in a Sale and Leaseback	1 January 2024
Hong Kong Interpretation 5 (2020)	Presentation of Financial Statements — Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2024

The Group will adopt the above amendments to standards and interpretation as and when they become effective. The Group has performed a preliminary assessment of the likely impact and anticipates that the application of these amendments to standards and interpretation will have no material impact on the results and the financial position of the Group. The Group will continue to assess the impact in more details.

3 CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

In preparing the interim financial information, the critical accounting estimates and judgments made by management in applying the Group's accounting policies and the key sources of estimation uncertainty are consistent with those used in the annual financial statements for the year ended 31 December 2022.

4 FINANCIAL RISK MANAGEMENT

(a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk.

The interim financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements for the year ended 31 December 2022.

There have been no material changes in the Group's financial risk management structure, policies and procedures since year ended 31 December 2022.

4 FINANCIAL RISK MANAGEMENT (cont'd)

(b) Liquidity risk

Compared to year end, there was no material change in the contractual undiscounted cash outflows for financial liabilities.

(c) Estimates of fair value of financial instruments

During the period, there were no significant changes in the business or economic circumstances that affect the fair value of the Group's financial assets and financial liabilities.

The disclosure of fair value measurements of financial instruments carried at fair value by level in the following fair value measurement hierarchy:

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

At 30 June 2023 and 31 December 2022, the Group had no Level 3 financial instruments, the only Level 1 financial instrument that is measured at fair value represented the financial assets at fair value through other comprehensive income and Level 2 financial instruments that are measured at fair value represented the financial assets at fair value through profit or loss and derivative financial instruments.

During the period, there were no transfers of financial assets or financial liabilities between the levels in the hierarchy.

During the period, there were no reclassifications of financial assets.

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price; the appropriate quoted market price for financial liabilities is the current ask price.

In assessing the fair value of non-trading securities and other financial assets that are not traded in an active market, the Group uses a variety of methods and makes assumptions that are based on market conditions existing at the balance sheet date.

(d) Estimates of fair value of investment properties

The valuation processes and techniques of the Group are consistent with those used in the annual financial statements for the year ended 31 December 2022, which were based on the economic, market and other conditions as they exist on, and information available to management as of 30 June 2023.

5 SEGMENT INFORMATION

The Group is principally engaged in property development and investment in Hong Kong and the Mainland. In accordance with the internal financial reporting of the Group provided to the chief operating decision-maker for the purposes of allocating resources, assessing performance of the operating segments and making strategic decisions, the reportable operating segments are property development and property investment. The Group regards the Board of Directors as the chief operating decision-maker.

The results of the operating segments represent the adjusted earnings before interest, tax, depreciation, amortisation and certain items (the "Adjusted EBITDA"). Certain items include other operating income/expenses, other net gains/losses and change in fair value of investment properties. The Adjusted EBITDA excludes the share of results of joint ventures and associated companies. There are no sales or trading transactions between the operating segments. Others represent corporate level activities including central treasury management, hotel operation and administrative function.

Segment assets represent total assets excluding joint ventures, associated companies and other assets. Other assets mainly include financial assets at fair value through other comprehensive income, hotel building, inventories and other non-operating assets held by the corporate office.

5 SEGMENT INFORMATION (cont'd)

	Property development		Property investment	Others	Total
	Hong Kong HK\$'000	Mainland HK\$'000	HK\$'000	HK\$'000	HK\$'000
Six months ended 30 June 2023					
Revenue from contracts with customers:					
— Recognised at a point in time	601,285	2,133,705	—	—	2,734,990
— Recognised over time	—	—	—	40,375	40,375
Revenue from other sources:					
— Rental income	—	—	324,885	—	324,885
Revenue	601,285	2,133,705	324,885	40,375	3,100,250
Adjusted EBITDA	303,526	354,761	253,187	(135,487)	775,987
Other income and expenses/gains, net					188,329
Depreciation and amortisation					(14,204)
Change in fair value of investment properties			(48,105)		(48,105)
Finance costs					(71,791)
Share of profits/(losses) of joint ventures	21,295	(27,833)			(6,538)
Share of profits of associated companies	1,516	344			1,860
Profit before taxation					825,538
Taxation charge					(314,936)
Profit for the period					510,602
As at 30 June 2023					
Segment assets	5,633,266	30,065,087	16,571,080	—	52,269,433
Other assets	—	—	—	8,516,415	8,516,415
Joint ventures	10,044,016	1,444,223	—	—	11,488,239
Associated companies	2,615,168	28,195	—	—	2,643,363
Total assets	18,292,450	31,537,505	16,571,080	8,516,415	74,917,450
Total liabilities	6,669,843	19,424,548	2,897,620	43,632	29,035,643
Six months ended 30 June 2022					
Revenue from contracts with customers:					
— Recognised at a point in time	3,427,392	1,624,612	—	—	5,052,004
— Recognised over time	—	—	—	21,962	21,962
Revenue from other sources:					
— Rental income	—	—	317,764	—	317,764
Revenue	3,427,392	1,624,612	317,764	21,962	5,391,730
Adjusted EBITDA	1,108,812	173,574	261,335	(158,726)	1,384,995
Other income and expenses/gains, net					62,777
Depreciation and amortisation					(16,309)
Change in fair value of investment properties			25,329		25,329
Finance costs					(30,135)
Share of (losses)/profits of joint ventures	(17,639)	1,414			(16,225)
Share of (losses)/profits of associated companies	(5,944)	24,154			18,210
Profit before taxation					1,428,642
Taxation charge					(318,915)
Profit for the period					1,109,727
As at 31 December 2022					
Segment assets	6,070,013	31,649,233	16,209,817	—	53,929,063
Other assets	—	—	—	8,841,810	8,841,810
Joint ventures	9,747,344	1,513,512	—	—	11,260,856
Associated companies	2,575,421	28,759	—	—	2,604,180
Total assets	18,392,778	33,191,504	16,209,817	8,841,810	76,635,909
Total liabilities	6,942,195	20,042,357	2,957,697	50,789	29,993,038
Additions to non-current assets					
Six months ended 30 June 2023	—	4,063	718,530	265	722,858
Six months ended 30 June 2022	131	6,849	70,427	48	77,455

5 SEGMENT INFORMATION (cont'd)

Geographical segment information

The Group operates in two (2022: two) main geographical areas: Hong Kong and the Mainland. The revenue for the six months ended 30 June 2023 and 2022 and total non-current assets (other than joint ventures, associated companies, financial assets at fair value through other comprehensive income, deferred taxation assets, derivative financial instruments, land deposit and other non-current assets) as at 30 June 2023 and 31 December 2022 by geographical area are as follows:

	2023 HK\$'000	2022 HK\$'000
Revenue		
Hong Kong	647,177	3,470,967
Mainland	2,453,073	1,920,763
	3,100,250	5,391,730
	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Non-current assets		
Hong Kong	2,877,083	2,897,843
Mainland	13,473,802	13,286,512
	16,350,885	16,184,355

6 REVENUE

	2023 HK\$'000	2022 HK\$'000
Sales of properties	2,734,990	5,052,004
Rental income	324,885	317,764
Hotel operations	40,375	21,962
	3,100,250	5,391,730

7 FINANCE COSTS

	2023 HK\$'000	2022 HK\$'000
Interest expenses		
Bank loans, overdrafts and others	380,787	175,753
Lease liabilities	152	539
	380,939	176,292
Capitalised as cost of properties under development	(309,148)	(146,157)
	71,791	30,135

8 PROFIT BEFORE TAXATION

	2023 HK\$'000	2022 HK\$'000
Profit before taxation is stated after crediting:		
Interest income from banks	80,949	56,953
Interest income from joint ventures and associated companies	116,155	53,601
Interest income from mortgage loans and others	28,019	28,678
Dividend income from financial assets at fair value through other comprehensive income	–	48,745
Gain on disposal of investment properties (note)	91,272	–
Net gains on settlement of derivative financial instruments	24,810	–
Net fair value gains on derivative financial instruments	–	103,074
Net fair value gains on financial assets at fair value through profit or loss	6,384	9,259
Net exchange gains	–	31,162
and after charging:		
Cost of properties sold	1,958,933	3,631,540
Selling and marketing expenses	131,379	263,563
Depreciation for property, plant and equipment (net of amount capitalised under properties under development of HK\$220,000 (2022: HK\$237,000))	12,284	13,035
Depreciation for right-of-use assets	1,920	3,274
Lease expenses	4,160	4,239
Net losses on settlement of derivative financial instruments	–	17,155
Net fair value losses on derivative financial instruments	8,800	–
Net exchange losses	23,492	–

Note: A number of rental units were disposed during the period.

9 TAXATION CHARGE

	2023	2022
	HK\$'000	HK\$'000
Current		
Hong Kong profits tax	39,891	153,316
Mainland		
— Income tax	114,415	114,651
— Land appreciation tax	116,331	31,364
Over-provision in previous years	(10)	(18)
Deferred	44,309	19,602
	314,936	318,915

Hong Kong profits tax has been provided at the rate of 16.5% (2022: 16.5%) on the estimated assessable profits for the period after setting off available tax losses brought forward. Taxation assessable on profits generated for the period in the Mainland has been provided at the rate of 25% (2022: 25%). There is no income tax provided on other comprehensive income.

Land appreciation tax in the Mainland is normally provided at statutory progressive rates ranging from 30% to 60% on the appreciation of land value, being the proceeds of sales of properties less deductible expenditures including lease charges of land use rights and all property development expenditures, and is included in the profit and loss statement as taxation charge.

10 EARNINGS PER SHARE

The calculation of basic and diluted earnings per share for the period is based on the following:

	2023	2022
	HK\$'000	HK\$'000
Profit attributable to equity holders of the Company	481,907	1,081,087
	Number of shares	
	2023	2022
Weighted average number of shares for calculating basic earnings per share	3,132,894,615	3,132,451,282
Effect of dilutive potential ordinary shares — Share options	—	—
Weighted average number of shares for calculating diluted earnings per share	3,132,894,615	3,132,451,282

11 DIVIDEND

The Board of Directors has declared an interim cash dividend of HK\$219,303,000 (being 7 HK cents per share) (2022: 7 HK cents per share, totaling HK\$219,303,000). This dividend will be accounted for as an appropriation of retained earnings in the year ending 31 December 2023.

12 CAPITAL EXPENDITURE

For the six months ended 30 June 2023, the Group incurred HK\$4.3 million (2022: HK\$1.3 million) on property, plant and equipment.

13 DEBTORS AND PREPAYMENTS

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Trade debtors	15,685	15,362
Other debtors	205,720	208,345
Prepayments and other deposits	178,031	52,681
Sales commissions	19,836	33,450
Sales taxes	168,269	172,306
	587,541	482,144

Trade debtors mainly comprise rental receivables. Rental from tenants is due and payable in advance.

The aging analysis of the trade debtors of the Group based on the date of invoices and net of provision for bad and doubtful debts is as follows:

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Within one month	5,332	4,926
Two to three months	4,121	8,624
Four to six months	2,587	752
Over six months	3,645	1,060
	15,685	15,362

14 CASH AND CASH EQUIVALENTS AND RESTRICTED CASH

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Cash at bank and in hand	4,748,955	5,059,268
Short-term and other bank deposits	2,858,398	1,771,717
Cash and cash equivalents	7,607,353	6,830,985
Short-term bank deposits maturing after three months	6,505	–
Restricted cash	954,682	1,829,379
Total cash and bank deposits	8,568,540	8,660,364

15 SHARE CAPITAL

	2023		2022	
	Shares of HK\$0.10 each Number of shares	HK\$'000	Shares of HK\$0.10 each Number of shares	HK\$'000
Authorised:				
At 1 January and 30 June	5,000,000,000	500,000	5,000,000,000	500,000
Issued and fully paid:				
At 1 January	3,132,894,615	313,289	3,130,234,615	313,023
Share options exercised	–	–	2,660,000	266
At 30 June	3,132,894,615	313,289	3,132,894,615	313,289

The Company operates a share option scheme under which options to subscribe for shares in the Company may be granted to employees, senior executives or Directors or consultants of the Company or its affiliates, and other qualifying grantees. During the period, no share options were exercised (2022: share options to subscribe for 2,660,000 shares were exercised).

The outstanding share options have the following exercise periods and exercise prices per share:

Exercise period	Exercise price HK\$	Number of share options	
		30 June 2023	31 December 2022
17 July 2018 to 16 July 2023	4.760	15,060,000	15,480,000
18 July 2019 to 17 July 2024	4.520	16,950,000	17,428,000
15 July 2021 to 14 July 2026	3.462	22,790,000	23,640,000
		54,800,000	56,548,000

16 BORROWINGS

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Long-term bank loans		
Secured	1,089,899	1,467,372
Unsecured	13,946,928	13,471,557
	15,036,827	14,938,929
Current portion included in current liabilities	(4,899,750)	(2,694,892)
	10,137,077	12,244,037

17 CREDITORS, ACCRUALS AND OTHER LIABILITIES

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Trade creditors	874,258	1,491,086
Other creditors	104,170	93,094
Accrued operating expenses	570,368	615,787
Rental and other deposits received	219,654	219,438
Lease liabilities — current portion	3,520	3,528
	1,771,970	2,422,933

Trade creditors mainly comprise construction cost payables and accrued operating expenses mainly comprise accrued sales commissions, sales taxes and other operating expenses.

The aging analysis of the trade creditors of the Group based on the date of the invoices is as follows:

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Within one month	867,889	1,483,228
Two to three months	2,330	1,904
Four to six months	1,563	2,304
Over six months	2,476	3,650
	874,258	1,491,086

18 COMMITMENTS

	30 June 2023 HK\$'000	31 December 2022 HK\$'000
Contracted but not provided for commitments in respect of		
Property investment	191,840	222,787
Property development		
— subsidiaries	3,052,685	2,498,787
— joint ventures and associated companies	5,083,607	4,352,873
	8,328,132	7,074,447

19 GUARANTEES

The Group has executed the following guarantees in respect of loan facilities granted by banks and financial institutions:

	30 June 2023		31 December 2022	
	Outstanding HK\$'000	Utilised HK\$'000	Outstanding HK\$'000	Utilised HK\$'000
Joint ventures	8,313,932	5,400,823	9,096,232	5,520,277
Associated companies	2,664,050	1,466,890	2,664,050	1,347,330
Properties buyers (note)	1,518,777	1,518,777	1,697,188	1,697,188
	12,496,759	8,386,490	13,457,470	8,564,795

Note: The Group has provided guarantees in respect of mortgage facilities granted by certain banks relating to the mortgage loans arranged for certain purchasers of the Group's properties in the Mainland. Pursuant to the terms of the guarantees, upon default in mortgage payments by these purchasers, the Group is responsible for repaying the outstanding mortgage principals together with accrued interest and penalty owed by the defaulted purchasers to the banks and the Group is entitled to take over the legal title and possession of the related properties. Such guarantees shall terminate upon issuance of the relevant property ownership certificates.

The Group monitors the net realisable values of the relevant properties which are subject to the fluctuation of the property market. As at 30 June 2023, no provision on the above guarantees (31 December 2022: nil) was made.

As at 30 June 2023, the Company has executed guarantees in favour of banks in respect of loan facilities granted to certain subsidiaries, joint ventures and associated companies, amounting to HK\$28,605 million (31 December 2022: HK\$30,698 million), HK\$7,782 million (31 December 2022: HK\$8,411 million) and HK\$2,664 million (31 December 2022: HK\$2,664 million) respectively. Of these, facilities totaling HK\$14,611 million (31 December 2022: HK\$14,548 million), HK\$5,329 million (31 December 2022: HK\$5,453 million) and HK\$1,467 million (31 December 2022: HK\$1,347 million) respectively have been utilised.

20 RELATED PARTY TRANSACTIONS

The following is a summary of significant transactions between the Group and related parties which in the opinion of the Directors were carried out in the normal course of business during the period:

- (a) Key management personnel comprise Executive Directors of the Company and their emoluments amounted to HK\$32,364,000 (2022: HK\$31,466,000).
- (b) Rental income from a related company amounted to HK\$726,000 (2022: HK\$778,000) based on the terms of rental agreement between the parties.
- (c) Rental expense to related companies amounted to HK\$2,867,000 (2022: HK\$2,965,000) based on the terms of master lease agreement between the parties.

Other Information

DIRECTORS' INTERESTS IN SECURITIES AND UNDERLYING SHARES

As of 30 June 2023, the interests and short positions of each director of the Company ("Director") in the ordinary shares of the Company ("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")) (including interests and short positions, if any, which they were taken or deemed to have under such provisions of the SFO), and the details of any right to subscribe for Shares and of the exercise of such rights, as required to be notified to the Company and The Stock Exchange of Hong Kong Limited ("HK Stock Exchange") pursuant to Divisions 7 and 8 of Part XV of the SFO, or as recorded in the register of the Company required to be kept under section 352 of the SFO, or as otherwise required to be notified to the Company and the HK Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers ("Model Code") as set out in Appendix 10 of the Rules Governing the Listing of Securities ("Listing Rules") on the HK Stock Exchange, were as follows:

(a) Shares

Name of Directors	Number of Shares (including Underlying Shares) Held				Total	Approximate % of Issued Share Capital
	Personal Interests	Family Interests	Corporate Interests	Other Interests		
Lui Che-woo	31,005,941	8,317,120 ⁽¹⁾	334,612,213 ⁽²⁾	1,681,776,769 ⁽³⁾	2,055,712,043	65.62
Francis Lui Yiu Tung	11,138,035	–	–	1,681,776,769 ⁽³⁾	1,692,914,804	54.04
Paddy Tang Lui Wai Yu	27,457,605	–	210,000 ⁽⁴⁾	1,681,776,769 ⁽³⁾	1,709,444,374	54.56
Alexander Lui Yiu Wah	17,851,428	–	4,005,183 ⁽⁵⁾	1,681,776,769 ⁽³⁾	1,703,633,380	54.38
Moses Cheng Mo Chi	849,175	–	–	–	849,175	0.03
Wong Kwai Lam	1,040,000	–	–	–	1,040,000	0.03
Nip Yun Wing	160,000	–	–	–	160,000	0.01
Cheung Kin Sang	–	–	–	–	–	–

Unless otherwise stated, all personal interests stated above were held by the respective Directors in the capacity of beneficial owners.

Notes:

- (1) Dr. Lui Che-woo is deemed to be interested in 8,317,120 Shares through the interests of his spouse.
- (2) Such Shares are held by companies which are controlled by Dr. Lui Che-woo.
- (3) Such interests in the Shares are indirectly held by a company which is the trustee of a discretionary family trust established by Dr. Lui Che-woo as settlor. Dr. Lui Che-woo, Mr. Francis Lui Yiu Tung, Mrs. Paddy Tang Lui Wai Yu and Mr. Alexander Lui Yiu Wah are deemed to be interested in those Shares by virtue of being the discretionary beneficiaries of the discretionary family trust.
- (4) Such Shares are held by a company controlled by Mrs. Paddy Tang Lui Wai Yu.
- (5) Such Shares are held by a company controlled by Mr. Alexander Lui Yiu Wah.

(b) Underlying Shares – Share Options

The existing share option scheme of the Company ("2021 Share Option Scheme") was approved and adopted by the shareholders of the Company at its annual general meeting held on 9 June 2021 in replacement of the share option scheme of the Company adopted on 20 June 2011 ("2011 Share Option Scheme") to the effect that no further options of the Company shall be offered or granted under the 2011 Share Option Scheme, but the options which had already been granted and remain outstanding shall continue to be valid and exercisable in accordance with their terms of issue.

Other Information

No option was granted under the 2021 Share Option Scheme since its adoption on 9 June 2021. Accordingly, as of 30 June 2023, there was no option outstanding under the 2021 Share Option Scheme.

As at 1 January 2023 and 30 June 2023, the number of options that could be granted under the mandate limit of the 2021 Share Option Scheme were 312,697,461.

Share options, which are unlisted and physically settled, to subscribe for Shares were beneficially held by certain Directors.

Particulars of the movement of the options held by each of the Directors, the employees and consultants of the Company and its affiliates and other qualifying grantees in aggregate under the 2011 Share Option Scheme during the period of six months ended 30 June 2023 were as follows:

Name or category of participants	Date of grant	Number of options			Exercise price per Share (HK\$)	Exercise period
		Held at 1 January 2023	Lapsed during the period	Held at 30 June 2023		
Directors						
Lui Che-woo	17 Jul 2017	2,900,000	–	2,900,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	3,000,000	–	3,000,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	3,100,000	–	3,100,000	3.462	15 Jul 2021–14 Jul 2026
Francis Lui Yiu Tung	17 Jul 2017	1,300,000	–	1,300,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	1,300,000	–	1,300,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	1,300,000	–	1,300,000	3.462	15 Jul 2021–14 Jul 2026
Paddy Tang Lui Wai Yu	17 Jul 2017	2,900,000	–	2,900,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	3,000,000	–	3,000,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	3,100,000	–	3,100,000	3.462	15 Jul 2021–14 Jul 2026
Alexander Lui Yiu Wah	17 Jul 2017	2,900,000	–	2,900,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	3,000,000	–	3,000,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	3,100,000	–	3,100,000	3.462	15 Jul 2021–14 Jul 2026
Moses Cheng Mo Chi	17 Jul 2017	160,000	–	160,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	160,000	–	160,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	160,000	–	160,000	3.462	15 Jul 2021–14 Jul 2026
Wong Kwai Lam	17 Jul 2017	160,000	–	160,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	160,000	–	160,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	160,000	–	160,000	3.462	15 Jul 2021–14 Jul 2026
Nip Yun Wing	15 Jul 2020	160,000	–	160,000	3.462	15 Jul 2021–14 Jul 2026
Cheung Kin Sang ^(a)	–	–	–	–	–	–
Employees^(b)						
(in aggregate)	17 Jul 2017	4,920,000	420,000	4,500,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	6,548,000	478,000	6,070,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	12,400,000	850,000	11,550,000	3.462	15 Jul 2021–14 Jul 2026
Consultants						
(in aggregate)	17 Jul 2017	80,000	–	80,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	100,000	–	100,000	4.520	18 Jul 2019–17 Jul 2024
Other^(c)						
	17 Jul 2017	160,000	–	160,000	4.760	17 Jul 2018–16 Jul 2023
	18 Jul 2018	160,000	–	160,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	160,000	–	160,000	3.462	15 Jul 2021–14 Jul 2026

Notes:

- (a) Mr. Cheung Kin Sang was appointed as an independent non-executive Director of the Company with effect from 1 April 2023.

- (b) Employees include an associate of Directors shown above and the movements in the options held by the associate of Directors during the period were as follows:

Name	Date of grant	Held at 1 January 2023 and at 30 June 2023	Exercise price per Share (HK\$)	Exercise period
Tang Eugene Justin	17 Jul 2017	120,000	4.760	17 Jul 2018–16 Jul 2023
Yue Chung	18 Jul 2018	130,000	4.520	18 Jul 2019–17 Jul 2024
	15 Jul 2020	300,000	3.462	15 Jul 2021–14 Jul 2026

- (c) Following the retirement of Dr. William Yip Shue Lam as an independent non-executive Director of the Company with effect from the conclusion of the annual general meeting of the Company held on 7 June 2023 (“2023 AGM”), all outstanding options granted to him were re-categorised from “Directors” to “Other” during the period. As at the date of this interim report, such unexercised outstanding options lapsed pursuant to the terms and conditions of the 2011 Share Option Scheme.

All the options granted were subject to a one-year vesting period.

No option was granted, exercised or cancelled under the 2011 Share Option Scheme during the period of six months ended 30 June 2023.

As at the date of this interim report, the total number of Shares that could be issued under the 2011 Share Option Scheme, taking into account the options already granted under the 2011 Share Option Scheme was 39,420,000, representing approximately 1.26% of the issued Shares as at the date of this interim report and representing approximately 1.26% of the weighted average number of issued Shares for the period.

All the interests stated above represent long positions.

Dr. Lui Che-woo, Mr. Francis Lui Yiu Tung, Mrs. Paddy Tang Lui Wai Yu and Mr. Alexander Lui Yiu Wah, by virtue of their deemed interests in the Shares as described in Note (3) on page 27 and as Directors of the Company, are deemed to be interested in the issued share capital of every subsidiary, joint venture and associated company of the Company held through the Company under the provision of the SFO.

Save as disclosed above, as of 30 June 2023, none of the Directors had any interests or short positions in the Shares, underlying Shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO).

SUBSTANTIAL SHAREHOLDERS' INTERESTS

As of 30 June 2023, the interests of every person (not being a Director or chief executive of the Company) in the Shares and underlying Shares of the Company as recorded in the register required to be kept by the Company under section 336 of the SFO or as otherwise notified to the Company and the HK Stock Exchange were as follows:

Name of Shareholders	Capacity	Number of Shares Held (Long Position)	Approximate % of Issued Share Capital
HSBC International Trustee Limited	Trustee	1,683,018,737 ⁽¹⁾	53.72
CWL Assets (PTC) Limited	Trustee	1,681,776,769	53.68
Super Focus Company Limited	Beneficial owner	1,120,247,673	35.76
Star II Limited	Interest of controlled corporation	264,752,460	8.45
Favor Right Investments Limited	Beneficial owner	229,857,444	7.34
Lui Che Woo Foundation Limited	Beneficial owner	206,285,639	6.58
Premium Capital Profits Limited	Beneficial owner	184,229,079	5.88

Note:

- (1) HSBC International Trustee Limited is the trustee of the trust established by Dr. Lui Che-woo as the settlor, was interested in 1,681,776,769 Shares of the Company.

Other Information

There was duplication of interests of 1,681,776,769 Shares among Dr. Lui Che-woo, Mr. Francis Lui Yiu Tung, Mrs. Paddy Tang Lui Wai Yu, Mr. Alexander Lui Yiu Wah, HSBC International Trustee Limited and CWL Assets (PTC) Limited. Of these Shares, 1,120,247,673 Shares were interested by Super Focus Company Limited, 66,919,192 Shares were interested by Best Chance Investments Ltd., 229,857,444 Shares were interested by Favor Right Investments Limited, 184,229,079 Shares were interested between Premium Capital Profits Limited and Star II Limited and 80,523,381 Shares were interested between Mark Liaison Limited and Star II Limited.

Save as disclosed above, as of 30 June 2023, the Company had not been notified by any persons 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 Divisions 2 and 3 of Part XV of the SFO.

DISCLOSURE UNDER RULE 13.22 OF THE LISTING RULES

As of 30 June 2023, the Group had given financial assistance and guarantees to financial institutions for the benefit of its affiliated companies. In compliance with the requirements of Rule 13.22 of the Listing Rules, the combined balance sheet of the affiliated companies as at the balance sheet date is disclosed as follows:

	Combined Balance Sheet HK\$'000	Group's Attributable Interest HK\$'000
Non-current assets	2,322,915	657,095
Current assets	102,011,972	27,830,934
Current liabilities	(24,098,649)	(7,557,792)
	80,236,238	20,930,237
Share capital	3,309,262	1,334,403
Reserves	2,220,698	564,976
Amounts due to shareholders	48,432,925	12,232,223
Non-current liabilities	26,273,353	6,798,635
	80,236,238	20,930,237

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

Neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the Company's listed securities during the period of six months ended 30 June 2023.

AUDIT COMMITTEE

The Audit Committee of the Company met on 15 August 2023 to review the Company's accounting principles and practices and to discuss audit strategy, risk management and internal control and financial reporting matters. The Group's unaudited interim results for the six months ended 30 June 2023 have been reviewed by the Audit Committee of the Company and by the Company's Independent Auditor, PricewaterhouseCoopers, in accordance with Hong Kong Standard on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. The report on review of interim financial information by the Auditor has been included in this interim report.

CODE OF CONDUCT FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code as set out in Appendix 10 of the Listing Rules as the Company's Code of Conduct for Securities Transactions by Directors. Having made specific enquiries with all its Directors, the Company confirms that during the period of six months ended 30 June 2023 all its Directors have complied with the required standards as set out in the Model Code.

CORPORATE GOVERNANCE

The Board and the management of the Company are committed to the principles of observing good corporate governance consistent with prudent management and enhancement of shareholders' value. The full Board is entrusted with the overall responsibility of developing and ensuring adherence to the Company's Corporate Governance Policy and the Shareholders Communication Policy. The Company is committed to maintaining high standards of corporate governance and enhancing corporate transparency and accountability.

During the period of six months ended 30 June 2023, the Company had complied with the code provisions ("CPs") set out in the Corporate Governance Code in Appendix 14 to the Listing Rules, apart from the deviations from (i) CP B.2.2 (retirement by rotation of directors). The chairman and the managing director of the Company are not subject to retirement by rotation; and (ii) CP C.2.1 (roles of chairman and managing director). The roles of chairman and managing director of the Company have not been separated.

The Board believes that the underlying rationale to deal with such deviations as mentioned under the section headed "COMPLIANCE WITH APPENDIX 14 OF THE LISTING RULES" in the Corporate Governance Report of its 2022 Annual Report still holds. The Board has taken alternative steps to address such deviations. The Board will continue to review and recommend such steps and actions as appropriate in the circumstances of such deviations.

UPDATE ON DIRECTORS' INFORMATION PURSUANT TO RULE 13.51B(1) OF THE LISTING RULES

Subsequent to the publication of the 2022 Annual Report, the Company was informed of the following changes in Directors' information:

Mr. Wong Kwai Lam *(Independent Non-executive Director)*

Mr. Wong Kwai Lam was appointed as the chairman of the Remuneration Committee of the Company with effect from the conclusion of the 2023 AGM.

Mr. Wong Kwai Lam was also appointed as the chairman of the nomination committee of ARA Asset Management (Prosperity) Limited as the manager of Prosperity Real Estate Investment Trust (a publicly-listed company on the Main Board of the HK Stock Exchange). He has been serving as the chairman of the nominating committee of Hutchison Port Holdings Management Pte. Limited (as the trustee-manager of Hutchison Port Holdings Trust (a company listed in Singapore)) ("HPH Management") since April 2022. In April 2023, he has also been appointed as the Lead Independent Director, the chairman of the audit committee and a member of the remuneration committee of HPH Management.

Mr. Nip Yun Wing *(Independent Non-executive Director)*

Mr. Nip Yun Wing was appointed as the chairman of the Audit Committee and a member of the Remuneration Committee of the Company with effect from the conclusion of the 2023 AGM.

Mr. Cheung Kin Sang *(Independent Non-executive Director)*

Mr. Cheung Kin Sang was appointed as a member of each of the Audit Committee and the Nomination Committee of the Company with effect from the conclusion of the 2023 AGM.



Other Information

Since 21 April 2023, Mr. Cheung Kin Sang has also been appointed as an independent non-executive director and a member of the audit committee, the remuneration committee, the nomination committee and the environmental, social and governance committee of Yuexiu Property Company Limited (a public listed company on the Main Board of the HK Stock Exchange).

CHANGES IN THE BOARD

Dr. William Yip Shue Lam retired from acting as an independent non-executive Director of the Company and ceased to act as the chairman of each of the Audit Committee and the Remuneration Committee of the Company and a member of the Nomination Committee of the Company with effect from the conclusion of the 2023 AGM.

CLOSURE OF REGISTERS OF MEMBERS

The registers of members of the Company will be closed from 14 September 2023 to 19 September 2023, both dates inclusive, during which period no transfer of shares will be registered. In order to be qualified for the interim dividend, all transfer documents accompanied by the relevant share certificates must be lodged with the Company's Branch Share Registrar and Transfer Office in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712–1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration no later than 4:30 p.m. on 13 September 2023.

By Order of the Board

K. Wah International Holdings Limited

Miranda Tse

Company Secretary

Hong Kong, 23 August 2023

The information, drawings (including design concept drawings) and/or photos of the developments in Hong Kong (inclusive of the developments under construction) as provided in this Interim Report are for the purpose of the Interim Report of K. Wah International Holdings Limited ("KWIH") (please refer to the sales brochures for details of the respective developments) and are not and do not form part of any advertisement purporting to promote the sale of any residential property, and do not constitute and shall not be construed as constituting any offer, representation, warranty, covenant or contractual term whether expressed or implied (whether related to the development, any residential property in the development, the standard provisions, fittings, finishes and appliances, etc. of any residential property, appearance, view, surrounding environment and facilities, and clubhouse facilities, etc. or not). No publishing or transfer to any third party is allowed without the prior written consent of KWIH and the respective vendors as stated in the sales brochures of the respective developments (each a "Vendor"). For some of such developments or projects, permission for promotional activities and/or pre-sale consent is/are not yet applied for and/or issued and the time of issue of such permissions and pre-sale consents are not certain. All time schedule of sales launch set out herein are of the tentative sale schemes and are for reference only. KWIH and the respective Vendors do not represent or warrant the time of issue of such permissions and/or consents. KWIH and the respective Vendors shall not be liable for any reliance of these information, drawings and/or photos by any party for his/her decision on purchase of any residential property in the respective developments or otherwise.

All photos, images, drawings or sketches in this Interim Report represent artists' impressions of the respective developments or the part of the respective developments concerned only. They are not drawn to scale and/or may have been edited and processed with computerized imaging techniques. In respect of any design concept drawings of the respective residential developments contained in this Interim Report, they are products of computer renderings. Pipes, conduits, air-conditioners, grilles etc. which might exist on the external walls, flat roofs or roofs, etc. of the respective developments, and the surrounding environment and buildings of the respective developments have been simplified or omitted. The respective renderings do not simulate or reflect the actual appearance and the surrounding environment of the respective developments. The respective design concept drawings do not simulate or reflect the view from any part of the respective developments and the present or future condition of the surrounding environment and buildings of the respective developments. The layout, partition, specifications, dimensions, colour, materials, fittings, finishes, appliances, equipment, furniture, household accessories, display, decorations, signs, clubhouse facilities, sculptures, models, artwork, plant, trees, landscape design, lighting features and lightings, etc. shown in the respective design concept drawings might be different from those, if any, to be actually provided in the respective developments and that they might not appear in the part of the developments concerned. The respective Vendors reserve the right to alter, increase and reduce the above items and clubhouse and recreational facilities, which are subject to the agreements for sale and purchase. The respective Vendors reserve the right to alter the building plans and other plans from time to time, which are subject to the final approvals of the relevant Government authorities. The provision of clubhouses and recreational facilities are subject to the terms and conditions of the agreements of sale and purchase and the final approvals of the relevant Government authorities. The opening time and use of different clubhouses and recreational facilities are subject to the relevant laws, land grant conditions, terms of the deed of mutual covenant and the actual conditions of the facilities. The use and operations of some parts of the facilities and/or services may be subject to the consents or permits to be issued by the relevant Government authorities. The respective Vendors reserve the right to amend the use of the facilities and/or services which are shown or not shown or specified in the design concept drawings. Such facilities (including clubhouse and ancillary recreational facilities, etc.) may not be in operation when the respective developments can be occupied. The respective Vendors reserve the rights to alter the clubhouse and recreational facilities and the partition, design, layout and use thereof. Fees may be separately charged on the use of the clubhouse(s) and different recreational facilities. The existing, future or proposed buildings and facilities as shown in this Interim Report (if any) are subject to changes from time to time, and may not be completed or ready for operation when the relevant developments can be occupied, and their physical state after completion may be different from those as stated or shown in this Interim Report, and are for reference only.

本中期報告中關於香港的發展項目(包括在建中的發展項目)的資訊、繪圖(包括設計概念圖)及/或相片乃嘉華國際集團有限公司(「嘉華國際」)為其中期報告而提供的(各該等發展項目的詳情請參閱各該等發展項目的售樓說明書),其本意並非促銷任何住宅物業的廣告或組成廣告的部分,也不構成亦不得詮釋作構成任何不論明示或隱含之要約、陳述、保證、承諾或合約條款(不論與發展項目、發展項目內的住宅物業、其交樓標準、裝置、裝修物料及設備等、外觀、景觀、周邊地區環境及設施,及會所的設施等是否有關)。未得嘉華國際及該等發展項目的售樓書中所列明的賣方(「賣方」)的書面同意不可向第三方發布或轉發。部分的該等發展或該等發展項目未申請及/或未獲批出推廣許可書及/或預售樓花同意書,而該等許可書及/或同意書的發出時間尚未能確定。所載的所有銷售時間表只是銷售計劃的意向,僅供參考。嘉華國際及各相關賣方對該等許可書及/或同意書的發出時間不作陳述或保證。嘉華國際及各相關賣方對任何人士依賴本資訊、繪圖及/或相片而作出購買各該等發展項目中的任何住宅物業或其他的決定不承擔任何責任。本中期報告中所有相片、圖像、繪圖及素描純屬畫家對各該等發展項目或各該等發展項目相關部分之想像。有關相片、圖像、繪圖或素描並非按照比例繪畫及/或可能經過電腦修飾處理。本中期報告所載的各該等住宅物業發展項目設計概念圖乃電腦模擬效果。各該等發展項目外牆、平台、天台等上可能存在之喉管、管線、冷氣機、格柵等及各該等發展項目周邊地區環境及建築物可能經簡化處理或並無顯示。各電腦模擬效果並非模擬亦不反映各該等發展項目內任何部分之實際外觀或各該等發展項目周邊地區環境。各設計概念圖非模擬亦不反映各該等發展項目內任何部分的景觀及現在及將來的周邊地區環境及建築物等的狀況。各設計概念圖所示之布局、間隔、規格、尺寸、顏色、用料、裝置、裝修物料、設備、器材、家具、家居用品、擺設、裝飾、招牌、會所設施、塑像、模型、美術作品、植物、樹木、園林設計、燈飾及照明裝置等可能會與各該等發展項目所實際提供者(如有)不同,亦不一定在各該等發展項目的相關部分出現,各相關賣方保留權利改動及增減任何上述項項及會所及康樂設施,一切以買賣合約為準。各相關賣方保留權利改動建築圖則及其他圖則。建築圖則及其他圖則以有關政府部門最後批准者為準。各會所及康樂設施之提供以買賣合約條款及條件及有關政府部門最後批准者為準。不同會所及康樂設施之開放時間及使用受相關法律、批地文件及公契條款及現場環境狀況限制。部分設施及/或服務的使用或操作可能受制於政府有關部門發出之同意書或許可證。各相關賣方保留修改設計概念圖所顯示的及一切未顯示或列舉的設施及/或服務的用途之權利。各該等設施(包括會所、附屬康樂設施等)於各該等發展項目入伙時未必能即時使用。各相關賣方保留權利更改會所及康樂設施及其間隔、設計、佈局及用途。會所及不同康樂設施可能需要另行收費。本中期報告所顯示之現有、未來或擬建建築物及設施等(如有)可能不時更改,於有關發展項目入伙時亦可能尚未落成或可以啟用,其完成後之狀況與本中期報告所述或所顯示者可能不同,僅供參考。

 嘉華國際集團有限公司
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