



**HUTCHISON PORT HOLDINGS MANAGEMENT PTE. LIMITED**

(A limited liability company incorporated in the Republic of Singapore under the Companies Act 1967 of Singapore)  
(Company registration number: 201100749W)

**ANNUAL REPORT**  
FOR THE YEAR ENDED 31 DECEMBER 2022

# GENERAL INFORMATION

## DIRECTORS

Mr. FOK Kin Ning, Canning (Chairman)  
Ms. Edith SHIH  
Mr. IP Sing Chi  
Ms. LEE Tung Wan, Diana  
Mr. CHAN Tze Leung, Robert  
Dr. FONG Chi Wai, Alex  
Mr. Graeme Allan JACK  
Mrs. SNG Sow-Mei (alias Poon Sow Mei)  
Mr. WONG Kwai Lam

## COMPANY SECRETARY

Ms. WONG Yoen Har

## REGISTERED OFFICE

1 Harbourfront Avenue  
#14-07, Keppel Bay Tower  
Singapore 098632

## AUDITOR

PricewaterhouseCoopers LLP

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# DIRECTORS' STATEMENT

The directors of Hutchison Port Holdings Management Pte. Limited (the "Company") present their statement to the members, together with the audited financial statements of the Company for the year ended 31 December 2022.

In the opinion of the directors,

- (a) the financial statements as set out on pages 6 to 20 are drawn up so as to give a true and fair view of the financial position of the Company as at 31 December 2022 and the financial performance, cash flows and changes in equity of the Company for the financial year covered by the financial statements; and
- (b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

## Directors

The directors of the Company in office at the date of this statement are as follows:

Mr. Fok Kin Ning, Canning (Chairman)  
 Ms. Edith Shih  
 Mr. Ip Sing Chi  
 Ms. Lee Tung Wan, Diana  
 Mr. Chan Tze Leung, Robert  
 Dr. Fong Chi Wai, Alex  
 Mr. Graeme Allan Jack  
 Mrs. Sng Sow-Mei (alias Poon Sow Mei)  
 Mr. Wong Kwai Lam

## Arrangements to enable directors to acquire shares and debentures

Neither at the end of nor at any time during the year was the Company a party to any arrangement whose object was to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

## Directors' interests in shares or debentures

According to the Register of Directors' Shareholdings kept by the Company under Section 164 of the Companies Act 1967 of Singapore, none of the directors holding office at the end of the year (or during the year) had any interest in shares in, or debentures of, the Company or its related corporations, except as follows:

	Holdings registered in name of director		Holdings in which a director is deemed to have an interest	
	At 31.12.2022	At 1.1.2022	At 31.12.2022	At 1.1.2022
<b>Hutchison Telecommunications (Australia) Limited</b>				
<b>- Number of ordinary shares</b>				
Mr. Fok Kin Ning, Canning	100,000	100,000	5,000,000	5,000,000
<b>Hutchison Telecommunications Hong Kong Holdings Limited</b>				
<b>- Number of ordinary shares</b>				
Mr. Fok Kin Ning, Canning	-	-	1,202,380	1,202,380

## DIRECTORS' STATEMENT

**Directors' interests in shares or debentures (Continued)**

	Holdings registered in name of director		Holdings in which a director is deemed to have an interest	
	At 31.12.2022	At 1.1.2022	At 31.12.2022	At 1.1.2022
<b>Hutchison Whampoa International (11) Limited</b> <b>- 4.625% Notes due 2022</b>				
Ms. Edith Shih	-	A nominal amount of US\$250,000	-	-
<b>CK Hutchison Holdings Limited ("CKHH")</b> <b>- Number of ordinary shares</b>				
Mr. Fok Kin Ning, Canning	-	-	6,011,438	6,011,438
Ms. Edith Shih	187,125	187,125	5,062	5,062

**Share options**

There were no share options granted during the year to anyone to take up unissued shares of the Company.

No shares have been issued during the year by virtue of the exercise of share options to take up unissued shares of the Company.

There were no unissued shares of the Company under share option at the end of the year.

**Independent auditor**

The independent auditor, PricewaterhouseCoopers LLP, has expressed its willingness to accept re-appointment.

On behalf of the directors

**Ip Sing Chi**  
Director

**Lee Tung Wan, Diana**  
Director

7 February 2023

# INDEPENDENT AUDITOR'S REPORT

To the Members of Hutchison Port Holdings Management Pte. Limited

## Report on the Audit of the Financial Statements

### Our opinion

In our opinion, the accompanying financial statements of Hutchison Port Holdings Management Pte. Limited (the "Company") are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at 31 December 2022 and of the financial performance, cash flows and changes in equity of the Company for the year ended on that date.

#### *What we have audited*

The financial statements of the Company comprise:

- the statement of comprehensive income for the year ended;
- the statement of financial position as at 31 December 2022;
- the statement of cash flows for the year then ended;
- the statement of changes in equity for the year then ended; and
- the notes to the financial statements, including a summary of significant accounting policies.

### Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### *Independence*

We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.

### Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement included in pages 1 to 2 but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, 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.

## INDEPENDENT AUDITOR'S REPORT

To the Members of Hutchison Port Holdings Management Pte. Limited

### **Responsibilities of Management and Directors for the Financial Statements**

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSS, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company'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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the 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. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SSAs 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 financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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 Company'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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors 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.

## INDEPENDENT AUDITOR'S REPORT

To the Members of Hutchison Port Holdings Management Pte. Limited

### **Report on Other Legal and Regulatory Requirements**

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

PricewaterhouseCoopers LLP  
Public Accountants and Chartered Accountants  
Singapore, 7 February 2023

# STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2022

	Note	2022 HK\$'000	2021 HK\$'000
Revenue and other income	3	46,975	28,686
Staff costs		(1,686)	(1,715)
Depreciation		(174)	(171)
Other operating expenses		(5,343)	(5,189)
Other non-operating income	4	3	4
Total operating expenses		<u>(7,200)</u>	<u>(7,071)</u>
Operating profit		39,775	21,615
Finance costs	5	(6)	(5)
Profit before tax	4	39,769	21,610
Tax	6	(6,624)	(3,728)
Profit and total comprehensive income for the year		<u>33,145</u>	<u>17,882</u>
Dividend	7	<u>18,000</u>	<u>14,000</u>



# STATEMENT OF FINANCIAL POSITION

At 31 December 2022

	Note	2022 HK\$'000	2021 HK\$'000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets	9	-	-
Right-of-use assets	8	418	57
		<u>418</u>	<u>57</u>
<b>Current assets</b>			
Cash and cash equivalents	10	13,153	11,275
Trade and other receivables	11	32,855	16,480
		<u>46,008</u>	<u>27,755</u>
<b>Current liabilities</b>			
Trade and other payables	12	5,181	5,017
Lease liabilities	13	178	59
Current tax liabilities		6,544	3,600
		<u>11,903</u>	<u>8,676</u>
<b>Net current assets</b>		<u>34,105</u>	<u>19,079</u>
<b>Total assets less current liabilities</b>		<u>34,523</u>	<u>19,136</u>
<b>Non-current liability</b>			
Lease liabilities	13	242	-
<b>Net assets</b>		<u>34,281</u>	<u>19,136</u>
<b>EQUITY</b>			
Share capital	14	100	100
Retained profits		34,181	19,036
<b>Total equity</b>		<u>34,281</u>	<u>19,136</u>

# STATEMENT OF CASH FLOWS

For the year ended 31 December 2022

	Note	2022 HK\$'000	2021 HK\$'000
<b>Operating activities</b>			
Net cash from operations	15(a)	23,712	17,719
Interest and other finance costs paid	15(b)	(6)	(5)
Tax paid		(3,655)	(3,027)
<b>Net cash from operating activities</b>		<u>20,051</u>	<u>14,687</u>
<b>Financing activities</b>			
Dividend paid	7	(18,000)	(14,000)
Principal elements of lease payments	15(b)	(173)	(175)
<b>Cash used in financing activities</b>		<u>(18,173)</u>	<u>(14,175)</u>
Net changes in cash and cash equivalents		1,878	512
Cash and cash equivalents at beginning of the year		11,275	10,763
Cash and cash equivalents at end of the year		<u>13,153</u>	<u>11,275</u>

# STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2022

	Share capital HK\$'000	Retained profits HK\$'000	Total HK\$'000
<b>2022</b>			
Balance at 1 January 2022	100	19,036	19,136
Profit and total comprehensive income for the year	-	33,145	33,145
Transactions with owners:			
Dividend (Note 7)	-	(18,000)	(18,000)
Balance at 31 December 2022	100	34,181	34,281
<b>2021</b>			
Balance at 1 January 2021	100	15,154	15,254
Profit and total comprehensive income for the year	-	17,882	17,882
Transactions with owners:			
Dividend (Note 7)	-	(14,000)	(14,000)
Balance at 31 December 2021	100	19,036	19,136

# NOTES TO THE FINANCIAL STATEMENTS

## 1 General information

Hutchison Port Holdings Management Pte. Limited (the “Company”) is a limited liability company incorporated in the Republic of Singapore on 7 January 2011 under the Companies Act 1967 of Singapore. The Company’s immediate holding company is CK Hutchison Global Investments Limited, its ultimate holding company is CK Hutchison Holdings Limited, which is incorporated in Cayman Islands and its shares are listed on The Stock Exchange of Hong Kong Limited.

The Company acts as the Trustee-Manager of Hutchison Port Holdings Trust (“HPH Trust”) and has dual responsibilities in safeguarding the interests of unitholders and managing the business of HPH Trust.

The registered office address of the Company is at 1 Harbourfront Avenue, #14-07, Keppel Bay Tower, Singapore 098632.

## 2 Basis of preparation and significant accounting policies

The financial statements have been prepared in accordance with Singapore Financial Reporting Standards (“FRS”). The financial statements have been prepared under the historical cost convention except as disclosed in the accounting policies set out in note 2.

The preparation of financial statements in conformity with FRS requires management to exercise its judgement in the process of applying the accounting policies of the Company. It also requires the use of certain critical accounting estimates and assumptions. However, there are no areas involving a higher degree of judgements or complexity, or areas where estimates and assumptions are significant to the financial statements.

### Adoption of standards and amendments to existing standards

The Company has adopted all of the new and revised standards, amendments and interpretations issued by the Accounting Standards Council that are relevant to the Company’s operations and mandatory for annual period beginning 1 January 2022. The effect of the adoption of these new and revised standards, amendments and interpretations was not material to the Company’s results or financial position.

### Standards and amendments which are not yet effective

At the date of authorisation of the financial statements, the following standards and amendments were in issue and relevant to the Company but not yet effective and have not been early adopted by the Company:

Amendments to FRS 1 <sup>(1)</sup>	Classification of Liabilities as Current or Non-current and Classification of Liabilities as Current or Non-current – Deferral of Effective Date
Amendments to FRS 1 (Revised) <sup>(1)</sup>	Presentation of Financial Statements
Amendments to FRS Practice Statement 2 <sup>(1)</sup>	Making Materiality Judgements
Amendments to FRS 8 <sup>(1)</sup>	Accounting Policies, Changes in Accounting Estimates and Errors
Amendments to FRS 12 <sup>(1)</sup>	Income Taxes
Amendments to FRS 116 <sup>(2)</sup>	Lease Liability in a Sale and Leaseback
Amendments to FRS 1 <sup>(2)</sup>	Non-current Liabilities with Covenants
Amendments to FRS 110 and FRS 28 <sup>(3)</sup>	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

(1) Effective for annual periods beginning 1 January 2023

(2) Effective for annual periods beginning 1 January 2024

(3) New effective date to be determined

## NOTES TO THE FINANCIAL STATEMENTS

**2 Basis of preparation and significant accounting policies (Continued)**Standards and amendments which are not yet effective (Continued)

The Company is assessing the full impact of these new or revised FRS. Certain of them may give rise to change in presentation, disclosure and measurements of certain items in the financial statements. They are not expected to have material impact to the Company.

**(a) Fixed assets**

Fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation of fixed assets is provided at rates calculated to write off their costs to their residual values over their estimated useful lives on a straight line basis as follows:

Furniture and fixtures	Over the lease term of office premise
Computer equipment	5 years

The gain or loss on disposal or retirement of a fixed asset is the difference between the net sales proceeds and the carrying amount of the relevant asset, and is recognised in the income statement.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

**(b) Asset impairment**Impairment of financial assets

The Company applies the expected credit loss ("ECL") model to assess impairment of financial assets classified at amortised cost, debt instruments measured at fair value through other comprehensive income. The impairment methodology to be applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Company applies the simplified approach permitted by FRS 109, which requires lifetime expected losses for amounts due from customers to be recognised from initial recognition of the trade receivables.

As debt instruments at amortised cost are considered to have low credit risk, the impairment provision applied is to recognise 12-month ECL.

Impairment of other assets

Assets that are subject to depreciation and amortisation are reviewed for impairment to determine whether there is any indication that the carrying values of these assets may not be recoverable and have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss, if any. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Such impairment loss is recognised in profit or loss except where the asset is carried at valuation and the impairment loss does not exceed the revaluation surplus for that asset, in which case it is treated as a revaluation decrease and recognised in other comprehensive income.

**(c) Trade and other receivables**

Trade and other receivables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. Appropriate allowances for estimated irrecoverable amounts are recognised in the income statement based on lifetime ECL.

## NOTES TO THE FINANCIAL STATEMENTS

### **2 Basis of preparation and significant accounting policies (Continued)**

#### **(d) Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and demand deposits with maturity less than three months.

#### **(e) Trade and other payables**

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

#### **(f) Provisions**

Provisions are recognised when it is probable that an outflow of economic benefits will be required to settle a present obligation as a result of past events and a reliable estimate can be made of the amount of the obligation.

#### **(g) Foreign exchange**

##### **(i) Functional and presentation currency**

The financial statements are presented in Hong Kong dollar whereas the functional currency of the Company is in United States dollar. Any exchange differences arising from translation are recognised in other comprehensive income and accumulated under the heading of exchange reserve.

##### **(ii) Transactions and balances**

Transactions in foreign currencies are converted at the rates of exchange ruling at the transaction dates. Monetary assets and liabilities are translated at the rates of exchange ruling at the end of reporting period. Exchange differences are recognised in the profit or loss.

#### **(h) Current tax**

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of reporting period in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### **(i) Revenue recognition**

Revenues are recognised when or as the control of the good or service is transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the good or service may be transferred over time or at a point in time.

Control of the good or service is transferred over time if the Company's performance provides all of the benefits received and consumed simultaneously by the customer.

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the asset.

The progress towards complete satisfaction of the performance obligation is measured based on direct measurements of the value transferred by the Company to the customer.

## NOTES TO THE FINANCIAL STATEMENTS

**2 Basis of preparation and significant accounting policies (Continued)****(i) Revenue recognition (Continued)**

Transaction price of a contract shall be allocated to individual performance obligation (or distinct good or service). The objective when allocating the transaction price is for an entity to allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the entity expects to be entitled in exchange for transferring the promised goods or services to the customer.

Management and service fee income is recognised over time along with the progress when service is rendered.

**(j) Leases**

An arrangement, comprising a transaction or a series of transactions, is or contains a lease if the Company determines that the arrangement conveys a right to control the use of an identified asset for a period of time in exchange for consideration. Such determination is made on an evaluation of the substance of the arrangement, regardless of whether the arrangements take the legal form of a lease.

Assets leased to the Company

Leases are initially recognised as a right-of-use asset and corresponding liability at the date of which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets leased to the Company and the corresponding liabilities are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable;
- variable lease payments that are based on an index or a rate; and
- payments of penalties for terminating the lease, if the lease term reflects the Company, as a lessee, exercising an option to terminate the lease.

The lease payments are discounted using the interest rate implicit in the lease, if that rate can be determined, or the incremental borrowing rate of the respective entities. Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date, less any lease incentive received;
- any initial direct costs; and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in the income statement. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise equipment and small items of office furniture.

**(k) Dividend**

Dividend distribution is recorded as a liability on the date of declaration.

## NOTES TO THE FINANCIAL STATEMENTS

**3 Revenue and other income**

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Revenue		
Management and service fee income	46,838	28,684
Other income		
Interest income	137	2
	<u>46,975</u>	<u>28,686</u>

**4 Profit before tax**

Profit before tax is stated after charging/(crediting) the following:

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Wage, salary and other subsidies	(3)	(4)
Depreciation of right-of-use assets (Note 8)	174	171
Staff costs	1,686	1,715
Directors' fees	5,014	4,849
	<u>5,014</u>	<u>4,849</u>

**5 Finance costs**

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Lease liabilities	6	5
	<u>6</u>	<u>5</u>

**6 Tax**

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Current tax:		
Current tax on profits for the year	6,647	3,584
(Over)/underprovision in prior year	(23)	144
	<u>6,624</u>	<u>3,728</u>



## NOTES TO THE FINANCIAL STATEMENTS

**6 Tax (Continued)**

The tax charge on the Company's profit before tax differs from the theoretical amount that would arise using the Singapore standard rate of income tax as follows:

	<b>2022</b> <b>HK\$'000</b>	<b>2021</b> <b>HK\$'000</b>
Profit before tax	39,769	21,610
Tax calculated at Singapore standard rate of income tax of 17% (2021: 17%)	6,761	3,674
Tax exemption	(99)	(101)
Expenses not deductible for tax purposes	8	11
Income not subject to tax	(23)	-
(Over)/underprovision in prior year	(23)	144
	<u>6,624</u>	<u>3,728</u>

**7 Dividend**

	<b>2022</b> <b>HK\$'000</b>	<b>2021</b> <b>HK\$'000</b>
Interim dividend paid of HK\$1.8 (2021: HK\$1.4) per share	<u>18,000</u>	<u>14,000</u>

**8 Right-of-use assets**

The Company entered into a new lease agreement for office premises in 2022. For this lease, the Company is required to make fixed monthly payments. The Company recognised HK\$535,000 of right-of-use assets and lease liabilities at inception of the lease.

	<b>2022</b> <b>HK\$'000</b>	<b>2021</b> <b>HK\$'000</b>
As at 1 January	57	231
Recognition of right-of-use assets	535	-
Depreciation	(174)	(171)
Exchange difference	-	(3)
As at 31 December	<u>418</u>	<u>57</u>

The total cash outflow for the lease in 2022 was HK\$179,000 (2021: HK\$180,000).

## NOTES TO THE FINANCIAL STATEMENTS

**9 Fixed assets**

	<b>Furniture and fixtures HK\$'000</b>	<b>Computer equipment HK\$'000</b>	<b>Total HK\$'000</b>
<b>2022</b>			
At 1 January 2022 and 31 December 2022			
Cost	124	34	158
Accumulated depreciation	(124)	(34)	(158)
Net book value	-	-	-
<b>2021</b>			
At 1 January 2021 and 31 December 2021			
Cost	124	34	158
Accumulated depreciation	(124)	(34)	(158)
Net book value	-	-	-

**10 Cash and cash equivalents**

	<b>2022 HK\$'000</b>	<b>2021 HK\$'000</b>
Cash at bank	3,538	5,275
Short-term bank deposits	9,615	6,000
	13,153	11,275

Cash and cash equivalents are denominated in the following currencies:

	<b>2022 Percentage</b>	<b>2021 Percentage</b>
Hong Kong dollar	78%	68%
United States dollar	4%	6%
Singapore dollar	18%	26%
	100%	100%

## NOTES TO THE FINANCIAL STATEMENTS

**11 Trade and other receivables**

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Trade receivables from HPH Trust	32,851	16,476
Other receivables	4	4
	<u>32,855</u>	<u>16,480</u>

Trade and other receivables are mainly denominated in United States dollar and Hong Kong dollar and the carrying amounts approximate their fair values.

The maximum exposure to credit risk at the reporting date is the carrying value of trade and other receivables.

**12 Trade and other payables**

Trade and other payables are mainly denominated in United States dollar and the carrying amounts approximate their fair values.

**13 Lease liabilities**

The following detail the remaining contractual maturities at the end of the reporting period of the Company's lease liabilities, which are based on contractual discounted principal cash flows and the earliest date on which the Company can be required to pay:

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Within 1 year	178	59
Within 2 to 5 years	242	-
	<u>420</u>	<u>59</u>

**14 Share capital**

	<b>Number of</b>	<b>HK\$</b>
	<b>Shares</b>	
At 31 December 2021 and 2022	<u>10,000,000</u>	<u>100,001</u>

## NOTES TO THE FINANCIAL STATEMENTS

**15 Notes to statement of cash flows****(a) Reconciliation of operating profit to net cash generated from operations:**

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Operating profit	39,775	21,615
Depreciation (Note 8)	174	171
Foreign exchange gain	(26)	-
Operating profit before working capital changes	39,923	21,786
Increase in trade and other receivables	(16,375)	(4,156)
Increase in trade and other payables	164	89
Net cash from operations	<u>23,712</u>	<u>17,719</u>

**(b) Reconciliation of liabilities arising from financing activities is as follows:**

	<b>Lease liabilities</b>	
	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
As at 1 January	59	237
Increase in lease liabilities from entering into a new lease during the year (Note 8)	535	-
Principal elements of lease payments	(173)	(175)
Interest elements of lease payments	(6)	(5)
Interest expenses on lease liabilities (Note 5)	6	5
Currency translation difference	(1)	(3)
As at 31 December	<u>420</u>	<u>59</u>

## NOTES TO THE FINANCIAL STATEMENTS

**16 Related parties transactions**

Significant transactions between the Company and related parties during the year that are carried out in the normal course of business are disclosed below:

## (l) Income from and expense to related parties

	<b>2022</b>	<b>2021</b>
	<b>HK\$'000</b>	<b>HK\$'000</b>
Income:		
Management fees received from HPH Trust (Note a)		
- Base fee	25,809	25,060
- Development fee	21,029	3,552
- Acquisition fee	-	72
	<u>46,838</u>	<u>28,684</u>
Expense:		
Lease payments (Note b)	<u>179</u>	<u>180</u>

## Notes:

- (a) Management fees were charged in accordance with the trust deed dated 25 February 2011, the first supplemental deed dated 28 April 2014 and the second supplemental deed dated 8 June 2020 for HPH Trust (collectively, "Trust Deed"). The base fee was charged at a fixed fee of US\$2,500,000 (equivalent to approximately HK\$19,500,000) per annum which is subject to increase each year from 2012 by such percentage representing the percentage increase in the Hong Kong Composite Consumer Price Index. The base fee for the year ended 31 December 2022 is payable in cash. As the December 2022 figure for the Hong Kong Composite Consumer Price Index is yet to be published as at the date of preparation of these financial statements, the adjustment to the base fee, if required, will be accounted for in the subsequent financial year.

Development fee relates to the development project by Yantian East Port International Container Terminals Limited, a joint venture of HPH Trust, was charged in accordance with the Trust Deed which states that the development fee is payable in arrears for every six months after the commencement of the development project in respect of project costs incurred over the previous six-month period. Pursuant to the Trust Deed,

- (1) where the total project costs incurred in the development project is less than US\$500 million, the Company is entitled to receive a fee of 2.5% of the total project costs incurred (pro-rated to HPH Trust's 39.73% effective interest in the subject development project); and
- (2) where the total project costs incurred in the development project is US\$500 million or more, the Company is entitled to receive a fee of US\$12.5 million plus 1.5% of the total project costs incurred which exceeds US\$500 million (pro-rated to HPH Trust's 39.73% effective interest in the subject development project).

Total project costs incurred since commencement of the project up to 31 December 2022 were less than US\$500 million. Development fees were calculated based on the 2.5% of the project costs incurred for the years ended 31 December 2022 and 2021.

Acquisition fee relates to the acquisition of equity interest of 49.0% in SupplyLINE Logistics Limited by the subsidiary of HPH Trust in 2021. It was charged in accordance with the Trust Deed where the Sponsor (as defined in the Trust Deed) does not have direct or indirect interests of more than 50.0% in the investment acquired. It was calculated based on 1.0% of the Enterprise Value (as defined in the Trust Deed) of the subject investment.

- (b) The Company leases office premises from a related company and was charged at terms pursuant to the relevant agreement.

## NOTES TO THE FINANCIAL STATEMENTS

**16 Related parties transactions (Continued)**

## (II) Key management compensations

Key management includes directors, the Chief Executive Officer and the Chief Financial Officer. The compensation paid or payable to key management for employee services is shown below:

	2022 HK\$'000	2021 HK\$'000
Salaries and directors' fees	6,448	6,314

**17 Financial risk and capital management****(a) Cash management and funding**

The major financial instruments of the Company include cash and cash equivalents, trade and other receivables, trade and other payables and lease liabilities. Details of these financial instruments are disclosed in the respective notes to the financial statements. The risk management programme of the Company is designed to minimise the financial risks of the Company. These risks include credit risk and foreign currency risk.

The management of the Company regularly and closely monitors its overall net cash position and reviews its funding costs and maturity profile.

**(b) Capital management**

The Company's strategy is to ensure optimal returns to shareholders, while maintaining sufficient flexibility to implement growth strategies.

**(c) Credit exposure**

The Company's holdings of cash and cash equivalents and trade and other receivables expose the Company to counterparty credit risk. The Company controls its credit risk to non-performance by its counterparties through regular review and monitoring their credit ratings.

**(d) Foreign currency exposure**

Currency risk arises on financial instruments denominated in a currency that is not the functional currency and being of a monetary nature.

The Company does not have significant foreign currency exposure as Hong Kong dollar is pegged to United States dollar.

**18 Approval of the financial statements**

The financial statements set out on pages 6 to 20 were approved by the Board of Directors of the Company for issue on 7 February 2023.

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