

Financial disclosure for the year ended 31 December 2012 (Unaudited)

截至2012年12月31日之主要財務資料披露報表 (未經審計)

HONG KONG BRANCH INFORMATION 分行資料(香港分行)

I. INCOME STATEMENT INFORMATION	收益表資料	For the year ended	For the period
		31-12-2012	from
		截至2012年12月31	08-06-2011 (Date
		日止之年度	of commencement
		HKD '000	of business) to 31-
		港幣千元	12-2011
			由2011年6月8日
			(開業日)至2011年
			12月31之年度
			HKD '000
			港幣千元
Interest income	利息收入	294,036	34,315
Interest expense	利息支出	(196,645)	(24,875)
Net interest income	淨利息收入	97,391	9,440
Fees and commission income	服務費及佣金收入	34,164	5,946
Fees and commission expenses	服務費及佣金支出	(1,452)	(261)
Net fees and commission income	淨服務費及佣金收入	32,712	5,685
Gains less (losses) arising from trading in foreign currencies	淨外匯買賣收益/(虧損)	11,090	3,034
Gains less (losses) from trading in interest rate derivatives	淨利率衍生工具收益/(虧損)	1,597	3,074
Others	其他	2,414	33
Other operating income	其他營運收入	15,101	6,141
Net operating income	營業收入淨額	145,204	21,266
Staff and rental expenses	薪酬及租金支出	(88,091)	(48,781)
Other expenses	其他支出	(19,723)	(19,764)
Operating expenses	營運支出	(107,814)	(68,545)
Charge for allowances for impaired loans and receivables	貸款及其他帳項減值準備	(28,444)	(8,855)
Gains less (losses) from the disposal of property, plant and equipment	出售物業、工業裝置及設備的收益減虧損	(248)	-
Profit / (Loss) before taxation	稅前盈利 / (虧損)	8,698	(56,134)
Taxation credit	稅項	6,000	-
Profit/(Loss) after taxation	除稅後盈利 / (虧損)	14,698	(56,134)

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II. BALANCE SHEET INFORMATION	資產負債表資料	31-12-2012 HKD '000 港幣千元	30-06-2012 HKD '000 港幣千元
Assets	資產		
Cash and balances with banks	庫存現金及短期資金	542,798	1,529,080
Placements with banks maturing between one and twelve months	存放於銀行同業款項 (1 至 12 個月內到期)	1,399,531	-
Amounts due from Head Office and overseas offices	總行及海外分行欠款	2,152,350	4,009,681
Trade bills	貿易匯票	3,520,820	1,421,752
Certificates of deposit held	持有的存款證	2,107,034	1,210,580
Gross loans and advances to customers	總客戶貸款及放款	7,460,108	4,541,347
Accrued interest and other accounts	應計利息及其他賬目	8,691	6,579
Less: Impairment allowance - collectively assessed for loans and advances to customers	綜合減值準備(為客戶貸款及放款)	(37,300)	(22,734)
Less: Impairment allowance - individually assessed for loans and advances to customers	個別減值準備(為客戶貸款及放款)	-	-
Net loans and advances to customers and other accounts	淨客戶貸款、放款及其他賬項	7,431,499	4,525,192
Investment securities	投資證券	1,563,239	1,398,519
Fixed assets	固定資產	16,011	16,535
Other assets	其他資產	52,150	142,684
Total assets	總資產	18,785,432	14,254,023
Liabilities	負債		
Deposits and balances from banks	銀行同業的存款及結餘	4,625,067	6,484,971
Demand deposits and current accounts	活期存款及往來帳戶	110,831	6,279
Savings deposits	儲蓄存款	953,546	89,936
Time, call and notice deposits	定期存款及通知存款	8,566,713	4,348,516
Deposits from customers	客戶存款	9,631,090	4,444,731
Amounts due to Head Office and overseas offices	總行及海外分行存款	623,325	274,582
Certificates of deposit issued	已發行的存款證	3,708,261	2,962,042
Other liabilities	其他賬項	197,689	87,697
Total liabilities	總負債	18,785,432	14,254,023

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III. ADDITIONAL BALANCE SHEET INFORMATION

資產負債表額外資料

1) Overdue and rescheduled loans and advances 逾期及重組貸款

At 31 December 2012 and 30 June 2012, there were no overdue and rescheduled loans and advances to customers and banks. 於2012年12月31日及2012年6月30日，在客戶貸款及同業貸款中並無任何逾期貸款及重組貸款。

2) Impaired loans and advances 減值貸款

At 31 December 2012 and 30 June 2012, there were no impaired loans and advances to customers and banks. The Head Office did not provide any impairment allowance which were allocated for the exposures maintained at the Branch. 於2012年12月31日及2012年6月30日，在客戶貸款及同業貸款中並無任何減值貸款。而總行並無就香港分行的貸款作出減值準備。

3) Repossessed assets 收回資產

Reposessed collateral assets are reported as "assets held for sale" under other assets and the relevant loans are derecognized. The reposessed collateral assets are recognised at lower of carrying amount and net realizable value. 於2012年12月31日及2012年6月30日，香港分行並無任何收回資產。

At 31 December 2012 and 30 June 2012, the Branch did not have any reposessed assets. 收回資產會被視為「待售資產」項目並計入其他資產項下，而相關的貸款會被終止確認。期末，收回資產取其賬面淨值或可變現淨值兩者中之較低數額確認。

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III. ADDITIONAL BALANCE SHEET INFORMATION (CONTINUED)

資產負債表額外資料(續)

4) Analysis of gross amount of advances to customers		31-12-2012		30-06-2012	
		HKD '000	% covered by collateral	HKD '000	% covered by collateral
客戶貸款分析		港幣千元	抵押品覆 蓋率	港幣千元	抵押品覆 蓋率
a) Breakdown by industry sectors	按行業分類之分析				
Loans and advances for use in Hong Kong	用於香港的客戶貸款及放款				
Industrial, commercial and financial	工商金融				
Property development	物業發展	2,981,500	3.07%	860,000	0.00%
Financial concerns	金融企業	866,609	0.00%	77,560	0.00%
Wholesale and retail trade	批發及零售業	541,451	88.39%	1,229,884	52.60%
Manufacturing	製造業	652,668	54.29%	349,017	100.00%
Transport and transport equipment	運輸及運輸設備	1,213,129	46.00%	1,242,130	59.90%
Information technology	資訊科技	7,751	100.00%	7,756	100.00%
Others	其他	1,197,000	58.23%	775,000	100.00%
Individual	個人				
Loans for the purchase of other residential properties	購買其他住宅物業的貸款	-		-	
Loans and advances for use in Hong Kong	用於香港的貸款	7,460,108		4,541,347	
Trade finance	貿易融資	-		-	
Loans and advances for use outside Hong Kong	其他在香港以外地區使用的貸款	-		-	
Advances to customers	總客戶貸款	7,460,108		4,541,347	
b) Breakdown by geographical areas:	按地區劃分:				

Loans and advances to customers by geographical areas are classified according to the location of the counterparties after taking into account the transfer of risk. In general, a transfer of risk arises if the loans or advances of a customer are guaranteed by a party in a country which is different from that of the customer.

客戶貸款之地區分類是依照交易對手所在地而區分，並已顧及轉移風險因素。一般而言，有關貸款及放款的債權獲得非交易對手所在地的一方擔保，風險便確認為由一個國家轉移到另一個國家。

		31-12-2012	30-06-2012
		HKD '000	HKD '000
		港幣千元	港幣千元
Hong Kong	香港	5,298,539	2,108,006
China	中國	2,161,569	2,433,341
Advances to customers	總客戶貸款	7,460,108	4,541,347

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III. ADDITIONAL BALANCE SHEET INFORMATION (CONTINUED)
 資產負債表額外資料(續)

5) Cross-border claims 跨國債權

Cross-border claims by geographical areas are classified according to the location of the counterparties after taking into account the transfer of risk. In general, risk transfer applies when the claim is guaranteed by a party in a country which is different from that of the counterparty or if the claim is on an overseas branch of a bank whose head office is located in another country.

Cross-border amounting to 10% or more of the aggregate cross-border claims are disclosed as follows:

跨國債權之地區分類，是依照交易對手所在地而區分，經計算風險轉移之因素後而劃定。在一般情況下，若有關債權之擔保人所在地有異於該交易對手，則風險轉移至擔保人之所在地區，或該債權的履行對象是某銀行之海外分行，而該銀行的總部並非設於交易對手之所在地，則風險轉移至銀行總部所在地。

跨境債權，其金額大於總跨境債權的10%，披露如下：

		Equivalent in millions of HKD 相等於百萬港元			
		Public Sector			Total 總額
		Banks 銀行	Entities 公共事業	Others 其他	
As at 31 December 2012	於2012年12月31日				
Asia Pacific excluding Hong Kong	不包括香港在內的亞太區	3,484	-	2,569	6,053
of which China	其中中國	3,416	-	2,569	5,985
As at 30 June 2012	於2012年6月30日				
Asia Pacific excluding Hong Kong	不包括香港在內的亞太區	1,116	-	2,679	3,795
of which China	其中中國	1,116	-	2,679	3,795

6) Currency risk 貨幣風險

Net foreign currency positions amounting to 10% or more of the net position in all foreign currencies are disclosed as follows:
 外匯風險淨額，其金額大於所有外幣的風險淨額的10%，披露如下：

		Equivalent in millions of HKD 相等於百萬港元			
		31-12-2012		30-06-2012	
		CNY 人民幣	USD 美元	CNY 人民幣	USD 美元
Spot assets	現貨資產	7,170	4,576	2,819	6,665
Spot liabilities	現貨負債	(6,915)	(5,929)	(2,555)	(4,182)
Forward purchases	遠期買入	66	1,574	751	989
Forward sales	遠期賣出	(315)	(220)	(992)	(3,439)
Net long position	長盤淨額	6	1	23	33

At 31 December 2012 and 30 June 2012, there is no structural and option position.
 於2012年12月31日及2012年6月30日，本分行均無結構性倉盤及外匯期權盤。

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III. ADDITIONAL BALANCE SHEET INFORMATION (CONTINUED)

資產負債表額外資料(續)

7) Non-bank Mainland exposures		對非銀行內地機構的風險額:			
		HKD '000 港幣千元			
Types of counterparties	機構類別	On-balance sheet exposures 資產負債表 內的風險額	Off-balance sheet exposures 資產負債表 外的風險額	Total exposures 總風險額	Individual impairment allowance 個別評估之 減值準備
At 31 December 2012		於2012年12月31日			
Mainland entities	內地公司	3,320,890	463,266	3,784,156	-
Companies and individuals outside Mainland where the credit is granted for use in Mainland	中國境外公司及個人用於 境內的信貸	-	331,783	331,783	-
Other counterparties the exposures to whom are considered to be non-bank Mainland exposures	其他非銀行的中國內地風 險暴露	1,303,193	80,979	1,384,172	-
Total	總額	4,624,083	876,028	5,500,111	-
At 30 June 2012		於2012年6月30日			
Mainland entities	內地公司	1,993,729	200,000	2,193,729	-
Companies and individuals outside Mainland where the credit is granted for use in Mainland	中國境外公司及個人用於 境內的信貸	-	231,924	231,924	-
Other counterparties the exposures to whom are considered to be non-bank Mainland exposures	其他非銀行的中國內地風 險暴露	1,406,163	-	1,406,163	-
Total	總額	3,399,892	431,924	3,831,816	-

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IV. OFF-BALANCE SHEET EXPOSURES	資產負債表外項目	31-12-2012		30-06-2012	
		HKD '000	港幣千元	HKD '000	港幣千元
The contractual or notional amounts	下列每類資產負債表外項目的合約或名義數額：				
1) Contingent liabilities and commitments	或然負債及承諾				
Direct credit substitutes	直接信貸替代項目	331,783		231,924	
Transaction-related contingencies	與交易有關的或然項目	410,274		-	
Trade-related contingencies	與貿易有關的或有項目	293,086		17,381	
Other commitments	其他承諾	5,394,128		3,083,959	
Total	總計	6,429,271		3,333,264	

2) Derivatives	衍生工具	Contract Amount	Fair value assets	Fair value liabilities
		合約金額	公允值資產	公允值負債
At 31 December 2012	於2012年12月31日			
Exchange rate contracts	匯率合約	1,794,553	1,526	2,323
Interest rate contracts	利率合約	443,541	1,925	1,078
Total	總計	2,238,094	3,451	3,401
At 30 June 2012	於2012年6月30日			
Exchange rate contracts	匯率合約	4,429,728	10,495	3,132
Interest rate contracts	利率合約	1,887,466	21,063	17,739
Total	總計	6,317,194	31,558	20,871

None of the above derivatives contracts are subject to the bilateral netting arrangements.

上述合約並無雙邊淨額結算安排。

V. Liquidity	流動資金	For the year ended 31-12-2012	For the period from 08-06-2011 (Date of commencement of business) to 31-12-2011
		截至2012年12月31日止之年度	由2011年6月8日(開業日)至2011年12月31日之年度
Average liquidity ratio	財政年度的平均流動資金比率	58.54%	117.81%

The average liquidity ratio is calculated as the simple average of each calendar month's average liquidity ratio for the year.
 平均流動資金比率是按每個公曆月的平均流動資金比率的算術平均數計算。

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HONG KONG BRANCH INFORMATION

分行資料(香港分行)

VI. DISCLOSURE OF REMUNERATION POLICY

薪酬政策的披露

The Branch Executive Committee ("BEC") is responsible for the design, operation and monitoring of the Branch's remuneration system. With the delegation of Head Office, Senior Management of the Branch can approve the remuneration packages for all local staff except for Senior Management themselves. The remuneration package of Senior Management of the Branch is managed by Head Office.

The major responsibilities for the BEC include:

- to establish appropriate business strategies and effective human resource policies for the Branch;
- to review and assess the performance of all departments and implementation of various policies;
- to regularly exchange views of major issues of Branch development;
- to review the internal control and compliance status of the Branch.

Based on the "Guideline on a Sound Remuneration System" of the Hong Kong Monetary Authority, the existing remuneration framework has the following major characteristics:

- to stress pay-for-performance philosophy which depends on the fulfillment of certain pre-determined performance criteria including both financial and non-financial factors;
- to encourage employee behavior that supports the Branch's risk tolerance, risk management framework and long-term financial soundness;
- to approve payment of performance-based bonus according to our Performance Appraisal Policy. A deferral mechanism is in place. When the bonus amounts reach a certain level under specified criteria, a deferral will be applied subject to a vesting period and pre-defined vesting conditions.

Remuneration for Senior Management and Key Personnel

"Senior Management":

The senior executives delegated by Head Office who are responsible for overseeing of the branch-wise strategy and business development. Members of Senior Management comprises: Chief Executive Officer, Deputy Chief Executive Officer and Assistant Chief Executive Officer.

"Key Personnel":

The employees whose duties or activities in the course of their employment involve the assumption of material risk or the taking on of material exposures on the behalf of the Branch.

本分行的薪酬政策及薪酬福利由分行管理委員會負責制定、執行和監察，由總行審批報備後適用於分行所有員工（高級管理層除外），而高級管理層的薪酬待遇則由總行審批決定。

分行管理委員會的主要職責包括：

- 就分行的業務發展方向制定有效的人力資源管理策略；
- 就整體分行的經營情況與表現作出整體的評價，檢討分行的有關政策執行；
- 定期交流分行重大管理信息及動態；
- 監督及審核分行的合規與內控管理。

按現行本分行的薪酬制度，最重要的特點包括：

- 強調薪酬與分行財務表現狀況、員工績效及風險管理的緊密關係；
- 鼓勵員工與分行目標一致及其支援分行風險承受能力，風險管理框架和長遠財政穩健的行為；
- 根據穩健薪酬的原則，分行的表現花紅是根據遞延機制進行發放。當花紅的金額達到某一數目時，遞延機制則會發揮其作用，將按照既定的歸屬條件、比例及時間進行發放。

「分行高級管理層」：

由總行指定的高級管理人員，負責總體策略或重要業務，成員包括分行行長、副行長及行長助理。

「關鍵人員」：

個人職責和業務活動涉及分行的重大風險承擔，對風險暴露有重大影響的關鍵人員。

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HONG KONG BRANCH INFORMATION

分行資料(香港分行)

VI. DISCLOSURE OF REMUNERATION POLICY (CONTINUED) 薪酬政策的披露(續)

1) Remuneration of the senior management and key personnel

分行高級管理層及關鍵人員之薪酬

		2012	2011
		HKD '000 港幣千元	HKD '000 港幣千元
Number of beneficiaries:	受薪人數:	7	7
Fixed remuneration (Cash): (Note 1)	固定薪酬 (現金) (註1)	15,211	8,796
Variable remuneration (Cash): (Note 2)	浮動薪酬 (現金) (註2)	5,183	4,896
Total	薪酬總額	20,394	13,692
Deferred remuneration (Note 3)	遞延薪酬 (註3)		
Vested	已歸屬	327	-
Unvested	未歸屬	447	327
Total	薪酬總額	774	327
At 1 January	於1月1日	327	-
Awarded	已授予	447	327
Paid Out	已支付	-	-
Reduced through performance adjustment	根據表現調整而減少	-	-
At 31 December	於12月31日	774	327

Note:

1 Employer's voluntary contribution of MPF and payment in lieu are excluded.

2 The part of deferred remuneration is excluded from the variable remuneration.

3 Deferred remuneration is the amount of the performance-based bonus under the deferred remuneration mechanism which is not listed in variable remuneration.

註:

1 固定薪酬不包括僱主自願性強積金(MPF)供款以及代通知金。

2 浮動薪酬是指該年度獲得的浮動現金花紅，不包括遞延薪酬中的部分。

3 遞延薪酬是按照遞延薪酬機制支付及不在浮動薪酬中顯示的浮動現金花紅金額。

2) During the year 2012 and 2011, there were no any new sign-on or severance payments awarded for Senior Management and Key Personnel by the Branch.

於2012及2011年財政年度，分行沒有向高級管理層及關鍵人員發放簽約獎金和遣散費。

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VII. BANK INFORMATION (CONSOLIDATED BASIS)
 銀行資料(綜合數字)

<u>31-12-2012</u>	<u>30-6-2012</u>
CNY Million	CNY Million
百萬人民幣	百萬人民幣

This note represents the consolidated bank information for Shanghai Pudong Development Bank Co., Ltd.
 本附註提供上海浦東發展銀行之綜合資訊。

Consolidated balance sheet items and financial ratios

合併資產負債項目及財務比率

Total assets	資產總額	3,145,707	3,036,432
Total liabilities	負債總額	2,966,048	2,872,537
Total loans and advances	發於貸款及墊款	1,544,553	1,452,437
Total deposits from customers	存款總額	2,134,365	2,061,749
Listed company's shareholders' equity	歸屬於上市公司股東所有者權益	177,497	162,030
Capital adequacy ratio	資本充足率	12.45%	12.21%

The capital adequacy ratio is calculated in accordance with the guidelines issued by the China Banking Regulatory Commission. These guidelines are different from the document or Directive referred to in paragraph (a) Section 105 Chapter 155M of Banking (Disclosure) Rules under the Hong Kong Banking Ordinance.
 資本充足率是根據中國銀行業監督管理委員會的有關規定計算。
 這些規定與《銀行業條例》中的〈銀行業(披露)規則〉內第155M章第105條中(a)段內所指的文件或指令是有差異的。

		<u>For the year ended</u>	<u>For the year ended</u>
		2012	2011
		CNY Million	CNY Million
		百萬人民幣	百萬人民幣
Consolidated profit and loss item	合併損益項目		
Pre-tax profit	稅前利潤	44,754	35,839

Financial disclosure for the year ended 31 December 2012 (Unaudited)

截至2012年12月31日之主要財務資料披露報表(未經審計)

Statement of compliance

遵從情況聲明

To the best of my knowledge, the information disclosed complies fully with disclosure provisions of the Banking (Disclosure) Rules under the Hong Kong Banking Ordinance.

盡本人所知，本報告所披露資料完全遵從《銀行業條例》中的〈銀行業（披露）規則〉所載之披露規定。



ZHANG LI 張麗

Chief Executive Officer 行長

Shanghai Pudong Development Bank Co., Ltd. Hong Kong Branch

上海浦東發展銀行香港分行

25 March 2013

二零一三年三月二十五日