新創建 NWS

新創建集團有限公司*
NWS HOLDINGS LIMITED
(incorporated in Bermuda with limited liability)
(stock code: 659)

ANNOUNCEMENT OF FINAL RESULTS FOR THE YEAR ENDED 30 JUNE 2009

FINANCIAL HIGHLIGHTS

Revenue	**:**	**HK$17,250.9 million**
Profit attributable to shareholders	**:**	**HK$2,528.8 million**
Earnings per share - basic	**:**	**HK$1.23**
Proposed final dividend per share	**:**	**HK$0.42**
Gearing Ratio **	**:**	**8%**

**** excluding borrowings for IPO financing**

RESULTS

The board of directors (the "Board") of NWS Holdings Limited (the "Company") is pleased to announce the audited consolidated income statement of the Company and its subsidiaries (collectively, the "Group") for the year ended 30 June 2009 ("FY2009") and the consolidated balance sheet of the Group as at 30 June 2009, together with comparative figures for the year ended 30 June 2008 ("FY2008") as follows:

Consolidated Income Statement
For the year ended 30 June

	Note	**2009** **HK$'m**	2008 HK$'m (restated)
Revenue	*2*	**17,250.9**	18,889.5
Cost of sales		**(15,407.3)**	(16,519.4)
Gross profit		**1,843.6**	2,370.1
Other income (net)	*3*	**609.3**	338.3
General and administrative expenses		**(1,202.1)**	(1,377.6)
Operating profit	*4*	**1,250.8**	1,330.8
Finance costs		**(224.3)**	(298.7)
Share of results of			
Associated companies		**(63.5)**	315.8
Jointly controlled entities		**1,780.6**	2,920.3
Profit before income tax		**2,743.6**	4,268.2
Income tax expenses	*5*	**(162.9)**	(215.4)
Profit for the year		**2,580.7**	4,052.8
Attributable to			
Shareholders of the Company		**2,528.8**	3,836.9
Minority interests		**51.9**	215.9
		2,580.7	4,052.8
Dividends	*6*	**1,281.0**	1,937.8
Earnings per share attributable to the shareholders of the Company	*7*		
Basic		**HK$1.23**	HK$1.90
Diluted		**HK$1.23**	HK$1.89

Consolidated Balance Sheet
As at 30 June

	Note	**2009** **HK$'m**	2008 HK$'m (restated)
ASSETS			
Non-current assets			
Investment properties		**1,117.7**	1,129.7
Property, plant and equipment		**719.7**	562.2
Leasehold land and land use rights		**727.7**	745.5
Intangible concession rights		**977.3**	1,303.1
Intangible assets		**1,046.8**	728.9
Associated companies		**3,162.8**	3,392.6
Jointly controlled entities		**15,152.7**	16,004.1
Available-for-sale financial assets		**600.5**	663.3
Other non-current assets		**601.7**	643.7
		24,106.9	25,173.1
Current assets			
Inventories		**250.2**	278.9
Trade and other receivables	*8*	**10,725.4**	9,579.6
Financial assets at fair value through profit or loss		**63.3**	332.3
Cash held on behalf of customers		**3,661.9**	3,105.8
Short term deposits		**-**	126.4
Cash and bank balances		**5,205.1**	3,997.8
		19,905.9	17,420.8
Non-current assets classified as assets held for sale		**265.8**	-
		20,171.7	17,420.8
Total assets		**44,278.6**	42,593.9

Consolidated Balance Sheet (continued)
As at 30 June

	Note	**2009** **HK$'m**	2008 HK$'m (restated)
EQUITY			
Share capital		**2,071.3**	2,057.6
Reserves		**20,234.0**	18,366.3
Proposed final dividend		**869.9**	822.8
Shareholders' funds		**23,175.2**	21,246.7
Minority interests		**1,084.2**	1,266.4
Total equity		**24,259.4**	22,513.1
LIABILITIES			
Non-current liabilities			
Borrowings		**5,466.5**	5,068.6
Other non-current liabilities		**319.7**	658.8
		5,786.2	5,727.4
Current liabilities			
Trade and other payables	*9*	**10,671.7**	10,362.3
Taxation		**221.8**	268.8
Borrowings		**3,339.5**	3,722.3
		14,233.0	14,353.4
Total liabilities		**20,019.2**	20,080.8
Total equity and liabilities		**44,278.6**	42,593.9
Net current assets		**5,938.7**	3,067.4
Total assets less current liabilities		**30,045.6**	28,240.5

Notes:

1. Basis of preparation

The financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRS") issued by the Hong Kong Institute of Certified Public Accountants. The financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties, available-for-sale financial assets, financial assets and financial liabilities at fair value through profit or loss, which are measured at fair value.

For the year ended 30 June 2009, the Group has adopted the following amendments to standards and interpretations which are mandatory for FY2009:

HKAS 39 and HKFRS 7 Amendments	Reclassification of Financial Assets
HK(IFRIC) - Int 12	Service Concession Arrangements
HK(IFRIC) - Int 13	Customer Loyalty Programmes
HK(IFRIC) - Int 14	HKAS 19 - The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction
HK(IFRIC) - Int 9 and HKAS 39 Amendments	Embedded Derivatives

Except for HK(IFRIC) - Int 12, the adoption of these new amendments to standards and interpretations does not have significant change to the accounting policies or any significant effect on the results and financial position of the Group. The effect of applying HK(IFRIC) - Int 12 is set out below.

1. Basis of preparation (continued)

HK(IFRIC) - Int 12 applies to contractual service concession arrangements ("Service Concessions") whereby the Group participates in the development, financing, operation and maintenance of infrastructures for public services, such as toll roads and bridges, power plants and water treatment plants (the "Infrastructures"). Prior to the adoption of HK(IFRIC) - Int 12, the costs incurred for the construction or upgrade work or the acquisition of the Infrastructures under the Service Concessions were accounted for as property, plant and equipment. On adoption of HK(IFRIC) - Int 12, these Service Concessions are accounted for as intangible assets to the extent that the Group receives a right to charge users of the respective Infrastructures, or as financial assets to the extent that the Group has an unconditional contractual right to receive cash or another financial asset from or at the direction of the granting authorities under the service concession arrangement.

Intangible assets resulting from the application of HK(IFRIC) - Int 12 are recorded in the balance sheet as "Intangible concession rights". The intangible concession rights are amortized, where applicable, on an economic usage basis for roads and bridges or on a straight-line basis for water treatment plants over the periods which the Group is granted the rights to operate these Infrastructures.

Financial assets held by jointly controlled entities resulting from the application of HK(IFRIC) - Int 12 are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

Furthermore, the Group recognizes income and expenses associated with construction services and upgrade services provided under the Service Concessions in accordance with the Group's accounting policy on construction revenue.

1. Basis of preparation (continued)

The adoption of HK(IFRIC) - Int 12 resulted in a change in the Group's principal accounting policies, which has been applied retrospectively and the comparative figures have been restated accordingly. The financial impact which is primarily due to the adoption of HK(IFRIC) - Int 12 is summarized as follows:

Consolidated Balance Sheet

	At 30 June 2009 HK$'m	At 30 June 2008 HK$'m
Decrease in property, plant and equipment	**977.3**	1,303.1
Increase in intangible concession rights	**977.3**	1,303.1
Increase in jointly controlled entities	**147.6**	129.3
Increase in other non-current liabilities	**30.7**	30.7
Increase in reserves	**116.9**	98.6
Increase in exchange reserve	**43.8**	43.8
Increase in revenue reserve	**73.1**	54.8

Consolidated Income Statement

	For the year ended 30 June 2009 HK$'m	2008 HK$'m
Increase in share of results of jointly controlled entities	**18.3**	18.6
Increase in amortization of intangible concession rights	**75.6**	94.1
Decrease in depreciation of property, plant and equipment	**75.6**	94.1
Increase in profit for the year	**18.3**	18.6
Increase in basic earnings per share	**HK$0.01**	HK$0.01
Increase in diluted earnings per share	**HK$0.01**	HK$0.01

1. Basis of preparation (continued)

The following new or revised standards, amendments and interpretations are mandatory for accounting periods beginning on or after 1 January 2009 or later periods but which the Group has not early adopted:

Effective for the year ending 30 June 2010

HKFRS 1 (Revised)	First-time Adoption of HKFRS
HKFRS 1 and HKAS 27 Amendments	Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate
HKFRS 2 Amendments	Vesting Conditions and Cancellations
HKFRS 3 (Revised) and HKAS 27 (Revised)	Business Combinations and Consolidated and Separate Financial Statements
HKFRS 7 Amendments	Financial Instruments : Disclosures - Improving Disclosures about Financial Instruments
HKFRS 8	Operating Segments
HKAS 1 (Revised)	Presentation of Financial Statements
HKAS 23 (Revised)	Borrowing Costs
HKAS 32 and HKAS 1 Amendments	Puttable Financial Instruments and Obligations Arising on Liquidation
HKAS 39 Amendment	Eligible Hedged Items
HK(IFRIC) - Int 15	Agreements for the Construction of Real Estate
HK(IFRIC) - Int 16	Hedges of a Net Investment in a Foreign Operation
HK(IFRIC) - Int 17	Distributions of Non-cash Assets to Owners
HK(IFRIC) - Int 18	Transfers of Assets from Customers
HKFRSs Amendments	Improvements to HKFRSs

Effective for the year ending 30 June 2011

HKFRSs Amendments	Improvements to HKFRSs 2009
HKFRS 1 Amendment	First-time Adoption of HKFRS - Additional Exemptions for First-time Adopters
HKFRS 2 Amendment	Group Cash-settled Share-based Payment Transactions

The Group has already commenced an assessment of the impact of these new or revised standards, amendments and interpretations, certain of which may be relevant to the Group’s operation and may give rise to changes in accounting policies, changes in disclosures and remeasurement of certain items in the financial statements. The Group is not yet in a position to state whether they would have a significant impact on its results of operations and financial position.

2. Revenue and segment information

The Group is principally engaged in the businesses of ports and logistics, infrastructure operations, facilities management, contracting, financial services and consumer and related services.

The primary reporting format is by business segments and the secondary reporting format is by geographical segments.

(a) Primary reporting format – business segments

HK$'m	**Ports and logistics**	**Roads and bridges**	**Energy, water treatment and waste management**	**Facilities management**	**Contracting**	**Financial services**	**Consumer and related services**	**Eliminations**	**Consolidated**
For the year ended 30 June 2009									
External	**-**	**247.6**	**-**	**2,169.0**	**10,904.0**	**687.0**	**3,243.3**	**-**	**17,250.9**
Inter-segment	**-**	**-**	**-**	**97.9**	**767.7**	**11.8**	**-**	**(877.4)**	**-**
Total revenue	**-**	**247.6**	**-**	**2,266.9**	**11,671.7**	**698.8**	**3,243.3**	**(877.4)**	**17,250.9**
Segment results	**2.2**	**216.6**	**15.4**	**362.4**	**116.8**	**79.0**	**323.5**	**-**	**1,115.9**
Gain from extinguishment of financial liabilities	**-**	**105.0**	**-**	**-**	**-**	**-**	**-**	**-**	**105.0**
Gain on deemed acquisition of interests in a subsidiary	**-**	**-**	**-**	**-**	**-**	**32.6**	**-**	**-**	**32.6**
Net profit/(loss) on disposal of subsidiaries	**27.4**	**29.3**	**-**	**(5.8)**	**(11.5)**	**-**	**-**	**-**	**39.4**
Net profit/(loss) on disposal of jointly controlled entities and an associated company	**(1.5)**	**72.3**	**-**	**-**	**0.5**	**-**	**-**	**-**	**71.3**
Profit on disposal of non-current assets classified as assets held for sale									**274.5**
Impairment of available-for-sale financial assets									**(145.5)**
Unallocated corporate expenses									**(242.4)**
Operating profit									**1,250.8**
Finance costs									**(224.3)**
Share of results of									
Associated companies	**33.4**	**(39.5)**	**15.6**	**1.3**	**39.1**	**60.3**	**(173.7) (i)**		**(63.5)**
Jointly controlled entities	**266.6**	**665.2**	**362.9**	**1.8**	**48.1**	**-**	**436.0 (ii)**		**1,780.6**
Profit before income tax									**2,743.6**
Income tax expenses									**(162.9)**
Profit for the year									**2,580.7**

(i) The share of results of associated companies included the Group's share of loss of HK$173.7 million from three investment companies.

(ii) The share of results of jointly controlled entities included the Group's share of profit of HK$338.0 million from a property development project, Harbour Place. The amount was included under consumer and related services segment.

2. Revenue and segment information (continued)

(a) Primary reporting format – business segments (continued)

HK$'m	Ports and logistics	Roads and bridges	Energy, water treatment and waste management	Facilities management	Contracting	Financial services	Consumer and related services	Eliminations	Consolidated
For the year ended 30 June 2009									
Capital expenditure	142.8	2.2	-	386.1	14.8	58.6	26.5	-	631.0
Depreciation	0.6	1.8	-	46.1	28.5	29.6	14.1	-	120.7
Amortization of leasehold land and land use rights	-	-	-	0.2	1.4	-	0.4	-	2.0
Amortization of intangible concession rights	-	75.6	-	-	-	-	-	-	75.6
Amortization of intangible assets	-	-	-	7.8	-	7.7	-	-	15.5
At 30 June 2009									
Segment assets	1,008.2	1,591.3	2.0	2,318.3	5,264.2	8,644.7	721.5	-	19,550.2
Associated companies	333.5	422.9	-	1.9	1,050.8	437.3	916.4	-	3,162.8
Jointly controlled entities	2,861.7	5,417.0	5,174.1	18.6	116.4	-	1,564.9	-	15,152.7
Unallocated assets									6,412.9
Total assets									44,278.6
Segment liabilities	2.4	285.8	1.1	422.8	4,895.4	4,811.8	280.4	-	10,699.7
Unallocated liabilities									9,319.5
Total liabilities									20,019.2

2. Revenue and segment information (continued)

(a) Primary reporting format – business segments (continued)

HK$'m	Ports and logistics	Roads and bridges	Energy, water treatment and waste management	Facilities management	Contracting	Financial services	Consumer and related services	Eliminations	Consolidated
For the year ended 30 June 2008 (restated)									
External	3.1	283.7	-	2,317.6	12,658.4	1,409.3	2,217.4	-	18,889.5
Inter-segment	-	-	-	107.8	688.2	12.4	-	(808.4)	-
Total revenue	3.1	283.7	-	2,425.4	13,346.6	1,421.7	2,217.4	(808.4)	18,889.5
Segment results	10.2	133.6	14.5	376.1	271.7	520.2	139.1	-	1,465.4
Gain on deemed disposal of interests in a subsidiary	-	-	-	-	-	75.3	-	-	75.3
Net profit/(loss) on disposal of subsidiaries	2.4	-	-	(24.3)	-	-	-	-	(21.9)
Write-back of provision for receivables or accruals	-	17.3	-	-	-	-	-	-	17.3
Unallocated corporate expenses									(205.3)
Operating profit									1,330.8
Finance costs									(298.7)
Share of results of									
Associated companies	36.1	(22.0)	157.8	0.2	101.9	66.4	(24.6) (i)		315.8
Jointly controlled entities	293.3	665.2	284.8	1.8	14.9	-	1,660.3 (ii)		2,920.3
Profit before income tax									4,268.2
Income tax expenses									(215.4)
Profit for the year									4,052.8
Capital expenditure	648.4	3.7	-	309.5	17.8	49.7	31.6	-	1,060.7
Depreciation	0.7	1.4	-	50.2	35.5	26.2	13.8	-	127.8
Amortization of leasehold land and land use rights	-	-	-	0.2	1.5	-	0.4	-	2.1
Amortization of intangible concession rights	-	94.1	-	-	-	-	-	-	94.1
Amortization of intangible assets	-	-	-	-	-	7.7	-	-	7.7

(i) The share of results of associated companies included the Group's share of loss of HK$24.7 million from three investment companies.

(ii) The share of results of jointly controlled entities included the Group's share of profit of HK$1,632.6 million from a property development project, Harbour Place. The amount was included under consumer and related services segment.

2. Revenue and segment information (continued)

(a) Primary reporting format – business segments (continued)

HK$'m	Ports and logistics	Roads and bridges	Energy, water treatment and waste management	Facilities management	Contracting	Financial services	Consumer and related services	Eliminations	Consolidated
At 30 June 2008 (restated)									
Segment assets	709.9	1,990.6	-	1,866.5	6,077.4	6,206.1	909.8	-	17,760.3
Associated companies	335.7	454.1	422.2	1.4	1,045.6	379.3	754.3	-	3,392.6
Jointly controlled entities	3,102.9	4,603.7	3,919.0	18.0	88.0	-	4,272.5	-	16,004.1
Unallocated assets									5,436.9
Total assets									42,593.9
Segment liabilities	6.5	594.6	0.4	534.4	5,442.5	3,801.5	261.4	-	10,641.3
Unallocated liabilities									9,439.5
Total liabilities									20,080.8

(b) Secondary reporting format – geographical segments

HK$'m	Segment revenue	Segment results	Capital expenditure	Segment assets
2009				
Hong Kong	**11,672.5**	**672.6**	**623.2**	**14,793.8**
Mainland China	**1,832.1**	**253.3**	**7.8**	**3,177.2**
Macau	**3,742.4**	**187.8**	**-**	**1,571.9**
Others	**3.9**	**2.2**	**-**	**7.3**
	17,250.9	**1,115.9**	**631.0**	**19,550.2**
2008				
Hong Kong	11,496.9	1,133.1	1,035.6	12,754.2
Mainland China	1,671.4	126.8	11.6	2,837.6
Macau	5,716.8	198.6	13.5	2,161.8
Others	4.4	6.9	-	6.7
	18,889.5	1,465.4	1,060.7	17,760.3

3. Other income (net)

	2009 HK$'m	2008 HK$'m
Net profit / (loss) on disposal of subsidiaries	**39.4**	(21.9)
Net profit on disposal of jointly controlled entities and an associated company	**71.3**	-
Profit on disposal of non-current assets classified as assets held for sale	**274.5**	-
Profit on disposal of available-for-sale financial assets	**54.1**	16.7
Write-back of provision for receivables or accruals	**-**	17.3
Gain from extinguishment of financial liabilities	**105.0**	-
Gain on deemed acquisition or disposal of interests in a subsidiary	**32.6**	75.3
Interest income	**200.2**	188.2
Management fee income	**40.1**	60.6
Machinery hire income	**43.0**	17.7
Dividends and other income	**7.2**	16.2
Net (loss) / profit on disposal of financial assets at fair value through profit or loss	**(71.0)**	50.5
Fair value (loss) / gain on investment properties	**(12.0)**	26.4
Fair value loss on financial assets at fair value through profit or loss	**(19.4)**	(76.4)
Impairment loss on available-for-sale financial assets	**(145.5)**	-
Assets impairment loss	**(10.2)**	(32.3)
	609.3	338.3

4. Operating profit

Operating profit of the Group is arrived at after crediting and charging the following:

	2009 **HK$'m**	2008 HK$'m (restated)
Crediting		
Interest income from margin and other financing of securities business, included in revenue	**85.3**	308.8
Charging		
Cost of inventories sold	**1,525.8**	1,171.7
Depreciation	**120.7**	127.8
Amortization of leasehold land and land use rights	**2.0**	2.1
Amortization of intangible concession rights	**75.6**	94.1
Amortization of intangible assets	**15.5**	7.7
Operating lease rental expenses		
Properties	**124.7**	111.6
Other equipment	**6.4**	8.3
Interest expense for securities broking and margin financing operations, included in cost of sales	**9.8**	167.1

5. Income tax expenses

Hong Kong profits tax is provided at the rate of 16.5% (2008: 16.5%) on the estimated assessable profits for the year. Taxation on Mainland China and overseas profits has been calculated on the estimated taxable profits for the year at the rates of tax prevailing in the countries in which the Group operates. These rates range from 9% to 25% (2008: 3% to 33%).

The amount of income tax charged to the consolidated income statement represents:

	2009	2008
	HK$'m	HK$'m
Current income tax		
Hong Kong profits tax	**84.7**	154.4
Mainland China and overseas taxation	**83.5**	44.1
Deferred income tax (credit) / charge	**(5.3)**	16.9
	162.9	215.4

Share of taxation of associated companies and jointly controlled entities of HK$27.4 million (2008: HK$50.7 million) and HK$296.6 million (2008 restated: HK$501.8 million) respectively are included in the consolidated income statement as share of results of associated companies and jointly controlled entities respectively.

6. Dividends

	2009	2008
	HK$'m	HK$'m
Interim dividend paid of HK$0.20 (2008: HK$0.55) per share	**411.1**	1,116.5
Final dividend proposed of HK$0.42 (2008: paid of HK$0.40) per share	**869.9**	821.3
	1,281.0	1,937.8

At a meeting held on 7 October 2009, the Board recommended a final dividend of HK$0.42 per share. This proposed dividend is not reflected as a dividend payable in the financial statements but will be reflected as an appropriation of the retained profits for the year ending 30 June 2010.

7. Earnings per share

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

	2009	2008
	HK$'m	HK$'m
		(restated)
Profit attributable to shareholders of the Company	**2,528.8**	3,836.9
Effect of dilutive potential ordinary shares		
Adjustment on the effect of dilution in the results of a subsidiary	**-**	(0.6)
Profit for calculation of diluted earnings per share	**2,528.8**	3,836.3

	Number of shares	
	2009	2008
Weighted average number of shares for calculating basic earnings per share	**2,056,499,872**	2,022,654,890
Effect of dilutive potential ordinary shares		
Share options	**21,972**	4,511,958
Weighted average number of shares for calculating diluted earnings per share	**2,056,521,844**	2,027,166,848

8. Trade and other receivables

Included in trade and other receivables are trade receivables which are further analyzed as follows:

	2009	2008
	HK$'m	HK$'m
Receivables arising from securities business	**2,746.0**	586.4
Other trade receivables	**1,217.9**	1,792.8
	3,963.9	2,379.2

Receivables arising from securities business mainly represent accounts receivable from clients, brokers, dealers and clearing houses which are mainly aged under 3 months and accounts receivable from subscription of new shares in IPO amounted to HK$1,646.9 million (2008: nil) which are to be settled within one week after 30 June 2009.

The ageing analysis of trade receivables is as follows:

	2009	2008
	HK$'m	HK$'m
Under 3 months	**3,737.5**	1,994.5
4 to 6 months	**80.3**	119.3
Over 6 months	**146.1**	265.4
	3,963.9	2,379.2

The Group has various credit policies for different business operations depending on the requirements of the markets and businesses in which the subsidiaries operate.

9. Trade and other payables

Included in trade and other payables are trade payables which are further analyzed as follows:

	2009	2008
	HK$'m	HK$'m
Payables arising from securities business	**4,694.1**	3,667.1
Other trade payables	**453.2**	795.3
	5,147.3	4,462.4

Payables arising from securities business mainly represent accounts payable to clients, brokers, dealers and clearing houses. The majority of accounts payable balances are repayable on demand except where certain accounts payable to clients represent those required margin deposits received from clients for their trading activities under normal course of business.

The ageing analysis of other trade payables is as follows:

	2009	2008
	HK$'m	HK$'m
Under 3 months	**355.9**	686.4
4 to 6 months	**40.3**	42.8
Over 6 months	**57.0**	66.1
	453.2	795.3

10. Comparative figures

Certain comparative figures have been reclassified to conform with FY2009's presentation.

FINAL DIVIDEND

The Board has resolved to recommend a final dividend for the year ended 30 June 2009 in scrip form equivalent to HK$0.42 per share (2008: HK$0.40 per share) with a cash option to shareholders registered on 8 December 2009. Together with the interim dividend of HK$0.20 per share (2008: HK$0.55 per share) paid in June 2009, total distributions for the year ended 30 June 2009 will thus be HK$0.62 per share (2008: HK$0.95 per share).

Subject to the Listing Committee of The Stock Exchange of Hong Kong Limited (the "Hong Kong Stock Exchange") granting the listing of and permission to deal in the new shares, each shareholder will be allotted fully paid shares having an aggregate market value equal to the total amount which such shareholders could elect to receive in cash and they will be given the option to elect to receive payment in cash of HK$0.42 per share instead of the allotment of shares. Full details of the final scrip dividend will be set out in a circular to be sent to shareholders together with a form of election for cash on or about 8 December 2009.

BOOK CLOSE DATES

Book close dates (both days inclusive) :	Thursday, 3 December 2009 to Tuesday, 8 December 2009
Latest time to lodge transfer with transfer office :	4:30 pm on Wednesday, 2 December 2009
Name and address of transfer office :	Tricor Standard Limited 26/F, Tesbury Centre, 28 Queen's Road East, Hong Kong

FINANCIAL REVIEW

Group overview

To further highlight the infrastructure-driven strategic direction of the Group, our business segments have been re-grouped under the twin core divisions of Infrastructure and Services, providing our investors with a clearer picture of our corporate structure. Comparative figures have been reclassified to conform with the current year's presentation.

The recent period of economic uncertainty has posed a limited negative effect on the Group's well-managed portfolio which has proved to be highly sustainable. Despite the worldwide economic downturn, and excluding the standalone effect of the sale of the Harbour Place residential flats, the Group's profit attributable to shareholders for FY2009 stood at a healthy HK$2.191 billion, representing a mild decrease of less than 1% as compared to HK$2.204 billion for FY2008. Attributable Operating Profit ("AOP") was reduced by 7% from HK$2.742 billion in FY2008 to HK$2.537 billion in FY2009. Infrastructure division generated an AOP of HK$1.520 billion, marking a decrease of 5% as compared to HK$1.599 billion in FY2008. The AOP of Services division experienced a decline of 11% from HK$1.142 billion in FY2008 to HK$1.017 billion in FY2009.

Sale of residential flats of Harbour Place continued during the year, contributing a profit of HK$338.0 million in FY2009.

A series of restructuring initiatives were accomplished in several roadways in Guangxi Province, Wuhan Airport Expressway and Wenzhou Zhuangyuan Ao New World International Terminals Company Limited during the year, resulting in a net gain of HK$215.7 million.

As a prudent approach adopted by the Group during uncertain times, we opted to dispose of and write down part of our securities investments to their market values, leading to a net loss of HK$37.8 million.

Contribution by Division
For the year ended 30 June

	2009 **HK$'m**	2008 HK$'m (restated)
Infrastructure	**1,520.1**	1,599.3
Services	**1,017.0**	1,142.4
Attributable operating profit	**2,537.1**	2,741.7
Head office and non-operating items		
Share of profit from Harbour Place	**338.0**	1,632.6
Net gain/(loss) on disposal and restructuring of projects	**215.7**	(21.9)
Gain on deemed acquisition or disposal of interests in a subsidiary	**32.6**	75.3
Net loss from securities investments	**(37.8)**	(35.3)
Assets impairment loss	**(4.8)**	(10.3)
Fair value (loss)/gain on investment properties, net of tax	**(10.0)**	22.0
Write-back of provision for receivables or accruals	**-**	17.3
Other interest income	**16.1**	43.7
Other finance costs	**(214.1)**	(284.3)
Share based payment	**(41.2)**	(81.8)
Others	**(302.8)**	(262.1)
	(8.3)	1,095.2
Profit attributable to shareholders	**2,528.8**	3,836.9

Contributions from operations in Hong Kong accounted for 43% of AOP in FY2009 as compared to 46% in FY2008. Mainland China and Macau contributed 45% and 12% of AOP respectively, as compared to 42% and 12% respectively in FY2008.

Final dividend for FY2009 of HK$0.42 per share (2008: HK$0.40) was proposed by the Board. The final dividend represents payment ratio of approximately 50.7% which is in line with the dividend policy of the Company.

Earnings per share

The basic earnings per share decreased from HK$1.90 in FY2008 to HK$1.23 in FY2009.

OPERATIONAL REVIEW – INFRASTRUCTURE

AOP Contribution by Segment

For the year ended 30 June

	2009 HK$'m	2008 HK$'m (restated)	Change % Fav./(Unfav.)
Roads	**789.4**	744.7	6
Energy	**245.0**	383.5	(36)
Water	**185.6**	126.5	47
Ports & Logistics	**300.1**	344.6	(13)
Total	**1,520.1**	1,599.3	(5)

Roads

The global financial tsunami has adversely impacted on the economic activities of Mainland China, especially within the Pearl River Delta Region. Average daily traffic flow of Guangzhou City Northern Ring Road and Beijing-Zhuhai Expressway (Guangzhou-Zhuhai Section) decreased by 2% and 11% respectively.

Toll income of Tangjin Expressway (Tianjin North Section) grew by 25% with an increase of 28% in average daily traffic flow, which was partly due to the diversion of traffic to the expressway during the Olympic period and partly due to the economic development of the Bohai Rim region.

AOP contribution for Wuhan Airport Expressway jumped significantly in FY2009, mainly due to the recognition of additional interest income during the year.

The average daily traffic flow of Tate's Cairn Tunnel decreased by 9% due to the opening of Route 8 in March 2008. The negative effect was set off by the increase in average toll per vehicle during FY2009 as a result of a toll hike in November 2008.

Energy

The combined AOP of Zhujiang Power Plants dropped by 50% in FY2009. The combined electricity sales fell by 17% during the year due to the economic downturn. Although there were two tariff hikes in FY2009, the results of the power plant were severely impaired by the soaring fuel costs during the year.

Electricity sales of Macau Power grew by 4% despite the delays and suspension of works of some mega-sized construction projects in Macau.

Chengdu Jintang Power Plant reported a growth of 19% in electricity sales for FY2009, as the two generation units commenced operation in June and October 2007 respectively.

Water

The acquisitions of 7.5% effective interest in Chongqing Water Group and 26.03% effective interest in Tianjin Jieyuan Water Plant were completed in August 2008 and March 2009 respectively and have contributed positively to the overall AOP in FY2009.

Ports & Logistics

Xiamen New World Xiangyu Terminals Co., Ltd. reported a 7% reduction in throughput volume to 696,000 TEUs mainly due to sluggish trade. As a result of competition from new terminals and the economic downturn, the throughputs of Tianjin Orient Container Terminals Co., Ltd. and Tianjin Five Continents International Container Terminal Co., Ltd. fell by 24% to 857,000 TEUs and by 4% to 1,920,000 TEUs respectively in FY2009.

ATL Logistics Centre recorded a steady profit with a staggering average occupancy rate at 99% in FY2009. Owing to the time lag effect of its leasing business, an increase in overall average rental was observed as the impact of global freight market downturn was not fully reflected during the year. However, both container freight station revenue and gate charge revenue were reduced when compared to FY2008 as a result of a significant drop in sea-freight and air-freight cargo volumes in Hong Kong.

China United International Rail Containers Co., Ltd. ("CUIRC"), the joint venture company that develops 18 rail container terminals in Mainland China, was established in March 2007. The current standalone facility in Kunming is operating smoothly with a total throughput of 159,000 TEUs handled in FY2009. The construction of the terminals in Zhengzhou, Chongqing and Dalian is expected to be completed in late 2009. The construction works on the next batch of terminals in Qingdao, Chengdu, Xian and Wuhan are also underway and expected to be completed in 2010. Upon the completion of these new terminals, an initial railway terminal network for CUIRC will be established, serving strategic locations at major seaports and inland cities in Mainland China.

OPERATIONAL REVIEW – SERVICES

AOP Contribution by Segment

For the year ended 30 June	**2009** **HK$'m**	2008 HK$'m	Change % Fav./(Unfav.)
Facilities Management	**612.1**	427.0	43
Contracting & Transport	**285.7**	380.3	(25)
Financial Services	**119.2**	335.1	(64)
Total	**1,017.0**	1,142.4	(11)

Facilities Management

The Facilities Management segment comprises various service businesses including the Hong Kong Convention and Exhibition Centre ("HKCEC"), Free Duty and facility services, such as property management, security and guarding, cleaning and laundry.

HKCEC continued to provide a steady source of income and cash inflow to the Group. A total of 1,076 events were held during the year and total patronage served exceeded 4.2 million guests. Construction works for the extension were substantially completed in April 2009 and its total rental space has been increased to 91,500 sq m. The purpose-built exhibition hall space of 66,000 sq m enables HKCEC to host bigger and better mega-sized exhibitions and maintain its leading position in the market.

Free Duty, the duty free tobacco and liquor retail business at various cross-boundary transportation terminals in Hong Kong, achieved very satisfactory results in FY2009. Benefiting from the steady traffic growth via railway between Hong Kong and Mainland China, Free Duty in Lo Wu and Hung Hom MTR Stations, which commenced in January 2008, produced outstanding results in FY2009. However, the ongoing global economic recession together with the human swine influenza outbreak have caused a decline in patronage at the Hong Kong International Airport and hence compromised the contributions from its operations.

The facility services business continued to contribute a stable profit and cashflow to the Group in FY2009. Our property management portfolio covers over 16.5 million sq m of commercial, industrial and residential areas in Hong Kong and Mainland China.

Contracting & Transport

The Contracting business achieved an AOP of HK$184.3 million for FY2009, representing a 47% decrease over FY2008. Macau projects still remained to be the major profit contributor. Contributions from Hong Kong projects decreased as a result of an additional provision of approximately HK$180.0 million made for a major project due to potential claims for liquidated damages and foreseeable loss. As at 30 June 2009, the gross value of contracts on hand for the Construction Group was approximately HK$20.5 billion. During the year, through joint ventures with partners, we succeeded in securing the design and build project of Tseung Kwan O Hospital in Hong Kong and the Masdar Institute of Science and Technology project in Abu Dhabi. Although the impact of the global financial tsunami is yet to be fully reflected, the management is cautiously optimistic about the medium to long term prospects in Hong Kong and the Group is well positioned to take advantage of the mega-sized projects. The performance of the Group's mechanical and engineering business remained satisfactory with an improved gross profit margin. The total contracts on hand as at 30 June 2009 amounted to approximately HK$6.0 billion.

The Group's Transport business achieved an AOP of HK$101.4 million for FY2009, representing a 212% increase over FY2008. The sharp increase was primarily due to the gain on disposal of fixed assets and the drop in fuel costs during the year. The improved results were also because of a one-off impairment provision made for an investment in Mainland China last year. Without the aforementioned disposal gain and impairment provision, the Transport business in effect recorded only a 22% increase in profit over FY2008.

Financial Services

The Financial Services segment mainly comprises the results of Taifook Securities Group Limited ("Taifook Securities") and Tricor Holdings Limited ("Tricor").

A significant drop in AOP contribution from Taifook Securities was chiefly due to the substantial decline in earnings from its core operations including brokerage service, corporate finance and margin finance for FY2009. Its businesses seriously deteriorated due to the lack of turnover volume in the equity markets and contraction in fund-raising activities from IPOs as a consequence of the global financial tsunami. Even though the equity trading activities turned slow during FY2009, the demand for brokering services for futures and other commodities remained strong and helped to mitigate the decline in earnings. Moreover, the market has shown clear signs of rebound since March 2009 with increased turnover and significant improvement in the segment's AOP contribution recorded in the second quarter of 2009. It is expected that the financial market will remain volatile until concrete signs of global economic recovery emerge.

As a global professional services provider specializing in integrated business, corporate and investor services, Tricor has successfully expanded into 21 cities in 12 countries/territories throughout Asia and worldwide. Caught in the global financial market slowdown, Tricor's revenue for FY2009 dropped slightly as compared to FY2008.

BUSINESS OUTLOOK

Road transportation facilitated 60% of the economy in Mainland China. Owing to the flexibility of the business and the improving networks, road transportation will continue to contribute significantly to the domestic economy. Under the 85,000 km national expressway network plan, an annual average of 3,000 km expressway involving an annual investment of RMB140 billion will be constructed up to 2010. Investment opportunities for investors will be positive in the years ahead.

The operating environment for power industry in Mainland China remains challenging. Coal price in the first half of 2009 were relatively stable and are expected to stay at this similar level for the rest of 2009. Although two on-grid tariff hikes were announced by the Central Government in mid-2008, most major listed power producers suffered operating losses in 2008. The softening coal prices in 2009 will lessen their financial burden to a certain extent. The electricity demand in Macau SAR is expected to be stable in 2009 and the negotiation for the renewal of concession rights of Macau Power Plant is expected to kick off soon.

The overall impact of the global financial tsunami on the water market to date has been relatively small although demand growth may slow down. Environmental issue remains a top priority on the government's agenda. The Central Government has increased spending on various environmental initiatives, covering waste water treatment in particular.

The throughput of Mainland China ports in the first half of 2009 continued to shrink, reporting negative growth rate of 11.1% and is expected to remain sluggish throughout 2009.

Although the logistic business will likely be affected by the global freight market turmoil in the coming year, we still consider the long-term business outlook to be promising. Construction works of a new logistics warehouse in Kwai Chung with a total leasable area of approximately 920,000 sq ft are currently in good progress and expected to be completed by mid 2011.

The Facilities Management segment is expected to deliver solid profit contributions as a result of HKCEC's position as a market leader in the region. While the newly expanded space is in great demand among our existing clients, the revenue will be further improved following the opening of new food and beverage outlets. To consolidate its position as Asia's distinguished international exhibition centre and Hong Kong exhibitors' venue of choice, HKCEC will continue to enhance its service quality, facilities and equipment.

Passenger traffic in the near future at all selling locations of Free Duty is expected to be affected by the economic downturn and human swine influenza. To further stimulate passenger spending, a series of measures will be implemented, such as improving shop layouts and diversifying our sales mix with new merchandise categories.

Since it is expected to take longer for large-scale infrastructural developments undertaken by the government to reach the building stage, and the slowdown of Macau gaming and tourism sectors has caused certain related development projects to be temporarily suspended, the overall operating environment of the Contracting business is likely to undergo market consolidation in the coming year. On the other hand, we are planning to gradually scale down our presence in Mainland China as prices are extremely competitive while various new legislations and policies further increase our costs.

For the Transport business, the overall business environment continues to be challenging. The volatile fuel prices, intense competition from railway and the construction of new rail lines on Hong Kong Island are some of the major issues which the management has to contend within the next few years. We will therefore continue to strive for better operational efficiency through further streamlining, bus utilization through route rationalization and exercising greater overall cost control.

We will continue to strengthen the Financial Services segment by diversifying its business exposure and customer mix to achieve an overall stable growth. As we anticipate Mainland China to be a major investment focus in the long term, we will take advantage of suitable opportunities to acquire or form joint ventures with domestic entities to facilitate market penetration.

FINANCIAL RESOURCES

Treasury management and cash funding

The Group's funding and treasury policy is designed to maintain a comprehensively diversified and balanced debt profile to minimize the Group's financial risks. Management of the Group's financing and treasury activities are centralized at the corporate level except for listed subsidiary which arrange its financial and treasury affairs on a stand-alone basis and in a manner consistent with the overall policies of the Group. The Group's treasury function regularly reviews the funding requirements in order to enhance the cost-efficiency of funding initiatives. With adequate cash deposits and available banking facilities, the Group maintains a strong liquidity position to provide sufficient financial resources to finance its operations and potential investments.

Liquidity

As at 30 June 2009, the Group's total cash and bank balances amounted to HK$5.205 billion, as compared to HK$4.124 billion as at 30 June 2008. Net Debt decreased from HK$4.667 billion at the end of FY2008 to HK$3.601 billion at the end of FY2009 despite the inclusion of HK$1.645 billion short-lived IPO loans for the clients of Taifook Securities as at 30 June 2009. The Group's Gearing Ratio decreased from 21% as at 30 June 2008 to 15% as at 30 June 2009. The IPO loans included in Net Debt as at 30 June 2009 were borrowed back-to-back from banks and were repaid in early July 2009 following the allotment of the corresponding new issues. The Gearing Ratio at the end of FY2009 would be only 8% after taking out these IPO loans. The proceeds from the sale of the residential flats of Harbour Place were the major contributor to the significant decrease in Net Debt and Gearing Ratio. In order to continually develop our core businesses, the Group is prepared to increase the gearing ratio when necessary. The capital structure of the Group was 27% debt and 73% equity as at 30 June 2009, as compared to 28% debt and 72% equity as at 30 June 2008.

Debt profile and maturity

As at 30 June 2009, the Group's Total Debt increased to HK$8.806 billion from HK$8.791 billion as at 30 June 2008. Long-term bank loans and borrowings increased from HK$5.069 billion as at 30 June 2008 to HK$5.467 billion as at 30 June 2009, with HK$1.464 billion maturing in the second year and the remaining in the third to fifth year. Secured bank loans and overdrafts amounted to HK$266.7 million as at 30 June 2009 and were secured by the securities clients' listed shares pledged to the Group. Bank loans were mainly denominated in Hong Kong dollars and were mainly floating rate interest-bearing. The Group did not have any material exposure in exchange risk other than RMB during FY2009. No property, plant and equipment, investment properties nor leasehold land and land use rights were pledged as at 30 June 2009.

Commitments

The Group's commitments for capital expenditure were HK$1.974 billion as at 30 June 2009 as compared to HK$2.967 billion as at 30 June 2008. This represented commitment for capital contributions in certain associated companies and jointly controlled entities and other projects of HK$1.251 billion as at 30 June 2009 as compared to HK$2.662 billion as at 30 June 2008, and commitments for properties and equipment of HK$27.6 million as at 30 June 2009 as compared to HK$305.0 million as at 30 June 2008. The share of commitments for capital expenditure committed by jointly controlled entities was HK$1.429 billion as at 30 June 2009 as compared to HK$1.336 billion as at 30 June 2008. Sources of funding for capital expenditure include internally generated resources and banking facilities.

CONTINGENT LIABILITIES

Contingent liabilities of the Group were HK$347.5 million as at 30 June 2009 as compared to HK$638.0 million as at 30 June 2008. These were composed of guarantees for credit facilities granted to associated companies, jointly controlled entities and a related company of HK$11.9 million, HK$223.9 million and HK$111.7 million respectively as at 30 June 2009 as compared to HK$11.9 million, HK$571.1 million and HK$55.0 million respectively as at 30 June 2008. The share of contingent liabilities of jointly controlled entities was HK$2.6 million as at 30 June 2009 as compared to HK$56.2 million as at 30 June 2008.

EMPLOYEES AND REMUNERATION POLICIES

As at 30 June 2009, over 42,000 staff were employed by entities under the Group's management of which approximately 23,000 were employed in Hong Kong. Total staff related costs excluding directors' remunerations, were HK$2.743 billion (2008: HK$3.024 billion), of which provident funds and staff bonuses were included. Remuneration packages including salaries, bonuses and share options are granted to employees according to individual performance and are reviewed accordingly to general market conditions every year. Structured training programmes were provided to employees on an ongoing basis.

REVIEW OF ANNUAL RESULTS

The Audit Committee of the Company has reviewed the accounting principles and practices adopted by the Group and the audited financial statements of the Company for the year ended 30 June 2009.

CORPORATE GOVERNANCE PRACTICES

The Board is committed to maintaining a high standard of corporate governance practices within the Group. During FY2009, the Group made further inroads towards building a good corporate governance culture through adopting the best practices, ensuring full compliance of laiddown rules and regulations and updating members on the latest developments on the corporate governance front. Throughout FY2009, the Company has fully complied with all the applicable code provisions in the Code on Corporate Governance Practices set out in Appendix 14 of the Rules Governing the Listing of Securities on the Hong Kong Stock Exchange.

PURCHASE, SALE OR REDEMPTION OF LISTED SECURITIES

The Company repurchased a total of 4,712,000 shares of the Company on the Hong Kong Stock Exchange during FY2009, details of which are summarized as follows:

Month	Number of shares repurchased	Repurchase price per share Highest price	Repurchase price per share Lowest price	Aggregate purchase price
		HK$	*HK$*	*HK$*
August 2008	308,000	17.20	16.00	5,244,680
September 2008	528,000	17.60	16.30	9,000,480
October 2008	3,876,000	10.58	7.07	32,532,320
	4,712,000			46,777,480

The repurchased shares were cancelled during the year and the issued share capital of the Company was reduced by the par value thereof. The directors considered that the shares were repurchased for the purpose of enhancing the net asset value per share of the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during FY2009.

THE BOARD

As at the date of this announcement: (a) the executive directors of the Company are Dr Cheng Kar Shun, Henry, Mr Doo Wai Hoi, William, Mr Tsang Yam Pui, Mr Wong Kwok Kin, Andrew, Mr Lam Wai Hon, Patrick, Mr Cheung Chin Cheung, Mr William Junior Guilherme Doo and Mr Cheng Chi Ming, Brian; (b) the non-executive directors of the Company are Mr Wilfried Ernst Kaffenberger (alternate director to Mr Wilfried Ernst Kaffenberger: Mr Yeung Kun Wah, David), Mr To Hin Tsun, Gerald and Mr Dominic Lai; and (c) the independent non-executive directors of the Company are Mr Kwong Che Keung, Gordon, Mr Cheng Wai Chee, Christopher and The Honourable Shek Lai Him, Abraham.

Dr Cheng Kar Shun, Henry
Chairman

Hong Kong, 7 October 2009

* *For identification purposes only*