

PART 1 - INFORMATION REQUIRED FOR ANNOUNCEMENTS OF QUARTERLY (Q1,Q2, & Q3), HALF-YEAR AND FULL YEAR ANNOUNCEMENTS

- 1.(a) An income statement and statement of comprehensive income or a statement of comprehensive income for the group together with a comparative statement for the corresponding period of the immediately preceding financial year

Consolidated Income Statement

		Group		
		Year ended 31 December		
		2014	2013	Change
		HK\$'000	HK\$'000	%
Revenue	(i)	2,019,494	1,886,260	7
Cost of sales		(906,503)	(840,899)	8
Gross profit	(i)	1,112,991	1,045,361	6
Other operating income	(ii)	113,416	53,000	114
Administrative expenses		(103,927)	(112,508)	(8)
Other operating expenses		(1,574)	(759)	107
Finance costs	(iii)	(124,953)	(153,740)	(19)
Subsidy income	(iv)	23,652	21,751	9
Share of results of joint ventures (net of tax)	(v)	264,417	248,391	6
Profit before tax from continuing operations		1,284,022	1,101,496	17
Income tax expense	(vi)	(288,500)	(253,067)	14
Profit from continuing operations, net of tax		995,522	848,429	17
Profit from discontinued operation, net of tax		64,092	48,731	32
Profit for the year		1,059,614	897,160	18
Attributable to:				
Owners of the Company		739,415	613,702	20
Non-controlling interest		320,199	283,458	13
		1,059,614	897,160	18

Consolidated Statement Of Comprehensive Income

	Group		
	Year ended 31 December		
	2014	2013	Change
	HK\$'000	HK\$'000	%
Profit for the year	1,059,614	897,160	18
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Translation differences arising on consolidation	(44,125)	264,269	N.M.
Transfer to income statement upon disposal of disposal group classified as held-for-sale	(80,960)	-	N.M.
Total items that may be reclassified to profit or loss, representing other comprehensive income for the year, net of income tax	(125,085)	264,269	N.M.
Total comprehensive income for the year	934,529	1,161,429	(20)
Attributable to:			
Owners of the Company	626,521	799,546	(22)
Non-controlling interest	308,008	361,883	(15)
	934,529	1,161,429	(20)

N.M.: Not Meaningful

Disposal of a 100% interest in China Merchants Pacific (NZ) Limited ("CMPNZ")

On 27 September 2013, the Company entered into a conditional sale and purchase agreement with China Merchants Properties Development Limited, an indirect wholly-owned subsidiary of China Merchants Group, to dispose of its entire interests in CMPNZ. (Please refer to the Company's announcement dated 27 September 2013 for further details.) The property business in New Zealand had been accounted for as disposal group classified as held for sale since 2012. The disposal was completed on 16 April 2014.

Acquisition of a 100% interest in Honest Queen International (Jiangxi) Jiurui Expressway Development Co Ltd ("Jiurui Expressway")

On 21 July 2014, the Company entered into a conditional sale and purchase agreement to indirectly acquire a 100 per cent. equity interest in Honest Queen International (Jiangxi) Jiurui Expressway Development Co., Ltd through Hong Kong Honest Queen International Investment Limited, a company incorporated in Hong Kong. Honest Queen International (Jiangxi) Jiurui Expressway Development Co., Ltd owns the rights to operate the Jiurui Expressway (Jiujiang-Ruichang Section), an expressway located in Jiangxi Province, People's Republic of China.

Pursuant to the sale and purchase agreement, the acquisition of Jiurui Expressway was completed on 9 September 2014 and the financial results of Jiurui Expressway have been consolidated to the Group's accounts as a subsidiary since then.

Notes to Income Statement

The Group currently operates five toll roads. They are Yongtaiwen Expressway, Beilun Port Expressway, Jiurui Expressway, Gui Liu Expressway and Gui Huang Highway. Yongtaiwen Expressway, Beilun Port Expressway and Jiurui Expressway are accounted for as subsidiaries and contribute most of the Group revenue. The other two toll road investments are accounted for as joint ventures using the equity method. Toll revenue from these joint ventures is not included in Group revenue and contribution from them is mainly recognised below the operating level.

(i). Group revenue and gross profit for the year ended 31 December 2014 increased 7% and 6% respectively compared to the previous year. The increase in revenue was largely attributable to the revenue growth of Yongtaiwen Expressway, the consolidation of Jiurui Expressway and the increase in bank interest income. Group gross margin was down slightly principally due to lower gross margin registered by the Beilun Port Expressway.

(ii). Other operating income increased mainly due to recognition of deferred income and effective interest on other receivables relating to compensation granted by local governmental authorities as a result of the relocation and removal of certain toll stations along Gui Huang Highway (Please refer to the Company's announcement dated 23 January 2014 for details). In addition, the increase in other operating income was due to higher foreign exchange gain recorded and a negative goodwill of HK\$22.7 million arising from the acquisition of Jiurui Expressway.

(iii). Finance costs decreased largely due to lower average bank borrowings.

(iv). Subsidy income is granted by the Sino joint venture partner of Gui Huang joint ventures from 1 January 2001 to 31 December 2014 in accordance to the original joint venture agreement and is extended to 31 October 2017 subsequently according to the supplemental contract signed in December 2013 in view of the reduction of concession period by six years for Gui Huang Class 1 Highway. (Please refer to the Company's announcement dated 20 December 2013 for further details.) Subsidy income, calculated based on 40% of the non-cash expenses (mainly depreciation and amortisation charges) of the joint ventures, increased as a result of the increase in amortisation of toll road operating rights in the current period following the change in the concession period.

(v). Share of results of joint ventures relates to the contributions from the Group's two toll roads, namely Gui Liu Expressway and Gui Huang Expressway. The details are set out in item 8.

(vi). Income tax expense increased as a result of higher income tax expense registered by Yongtaiwen Expressway and Beilun Port Expressway and the consolidation of results of the newly acquired Jiurui Expressway.

(vii) Additional disclosures

	Group		
	Year ended 31 December		
	2014	2013	Change
	HK\$'000	HK\$'000	%
*Interest income	25,180	16,114	56
Amortisation of intangible assets	(480,415)	(451,470)	6
Depreciation of property, plant and equipment	(25,323)	(24,526)	3
Loss on disposal of plant and equipment	(57)	(265)	(78)
Intangible assets written off	(185)	-	N.M.
**Foreign exchange gain	31,068	35,723	(13)
Gain on disposal of discontinued operation	66,319	-	N.M.

N.M.: Not Meaningful

*Interest income increased as a result of the increase in bank fixed deposits.

**Foreign exchange gain arose from the appreciation of RMB against Hong Kong dollar.

1.(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year

		Group		Company	
		As at 31/12/2014	As at 31/12/2013	As at 31/12/2014	As at 31/12/2013
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
ASSETS					
Current assets					
Cash and cash equivalents		1,049,178	1,448,299	124,070	338,279
Trade and other receivables	(i)	199,761	70,827	1,012,947	111,276
Inventories		970	832	-	-
Assets classified as held-for-sale	(ii)	-	512,218	-	-
Total current assets		1,249,909	2,032,176	1,137,017	449,555
Non-current assets					
Property, plant and equipment	(iii)	209,307	187,938	2,959	1,976
Intangible assets	(iv)	12,429,096	9,284,508	-	-
Interests in subsidiaries	(v)	-	-	7,813,732	5,754,077
Interests in joint ventures		1,702,466	1,926,772	-	-
Club membership		376	376	376	376
Total non-current assets		14,341,245	11,399,594	7,817,067	5,756,429
Total assets		15,591,154	13,431,770	8,954,084	6,205,984
LIABILITIES AND EQUITY					
Current liabilities					
Trade and other payables	(vi)	633,291	482,212	37,679	140,447
Interest-bearing liabilities	(vii)	402,048	248,748	248,784	248,748
Dividend payable	(viii)	498,009	439,954	498,009	439,954
Income tax payable	(ix)	162,065	211,274	-	-
Liabilities classified as held-for-sale	(ii)	-	156,166	-	-
Total current liabilities		1,695,413	1,538,354	784,472	829,149
Non-Current liabilities					
Interest-bearing liabilities	(vii)	3,844,990	3,419,457	3,607,603	2,478,251
Deferred income	(x)	160,002	-	-	-
Deferred tax liabilities		960,955	713,162	-	-
Total non-current liabilities		4,965,947	4,132,619	3,607,603	2,478,251
Capital, reserves and non-controlling interest					
Share capital		3,804,616	2,730,406	3,804,616	2,730,406
Share option reserve		1,513	5,507	1,513	5,507
Statutory reserve		201,154	141,249	-	-
Currency translation reserve		483,068	595,963	-	-
Reserve on consolidation		(78,930)	(78,930)	-	-
Capital reserve		55,036	78,535	55,036	78,535
Accumulated profits		1,907,606	1,635,874	700,844	84,136
Equity attributable to owners of the company		6,374,063	5,108,604	4,562,009	2,898,584
Non-controlling interests		2,555,731	2,652,193	-	-
Total equity		8,929,794	7,760,797	4,562,009	2,898,584
Total liabilities and equity		15,591,154	13,431,770	8,954,084	6,205,984

Notes to the balance sheet

(i) Trade and other receivables of the Group increased mainly due to recognition of compensation receivable in respect of the relocation of toll stations along Gui Huang Highway and consolidation of Jiurui Expressway, partially offset by lower accrual of toll revenue receivable and lower subsidy income receivable. Trade and other receivables of the Company increased mainly due to the increase in dividends receivable from its subsidiaries.

(ii) The property development segment was presented as a disposal group held-for-sale as at 31 December 2013. The decrease in assets and liabilities classified as held-for-sale was due to the completion of disposal of the property development business in April 2014.

(iii) Property, plant and equipment increased mainly due to the increase in construction-in-progress pertaining to the upgrading work carried out by the toll road subsidiaries and the acquisition of Jiurui Expressway.

(iv) The increase in intangible assets was due to the acquisition of Jiurui Expressway, partially offset by amortisation during the reporting period.

(v) The increase in interests in subsidiaries for the Company was mainly due to the acquisition of Jiurui Expressway and the injection of shareholder's loan to Jiurui Expressway through its direct holding company Hong Kong Honest Queen International Investment Limited, partially offset by the disposal of the property development business.

(vi) Trade and other payables increased mainly due to consolidation of Jiurui Expressway, the increase in amount payables to the toll road maintenance contractors, and deposits received by Beilun Port Expressway for major upgrading contracts.

(vii) The increase in interest bearing liabilities was due to additional long term bank loan taken up by the Company to inject into Jiurui Expressway subsequent to the completion of the acquisition of Jiurui Expressway, partially offset by the repayment of certain long term bank loans by the Company and its subsidiaries.

(viii) Dividend payable refers to dividends payable to the substantial shareholder - Eastern Overseas Limited.

(ix) Current tax payable decreased due to higher payment of income tax by toll road subsidiaries.

(x) Deferred income refers to compensation paid or payable by the Transportation Bureau of Guiyang City for the losses to be incurred by the Group as a result of the toll station relocations along the Gui Huang Highway.

(xi) Deferred tax liabilities increased mainly due to consolidation of Jiurui Expressway.

(xii) As at 31 December 2014, total current assets of the Group amounted to HK\$1,249.9 million and total current liabilities of the Group amounted to HK\$1,695.4 million, which resulted in a negative working capital of HK\$445.5 million. This was due to the repayment of certain long term bank borrowings by a subsidiary and dividends paid to non-controlling interests during the period.

1.(b)(ii) Aggregate amount of group's borrowings and debt securities

Amount repayable in one year or less, or on demand

As at 31/12/2014		As at 31/12/2013	
Secured	Unsecured	Secured	Unsecured
HK\$'000	HK\$'000	HK\$'000	HK\$'000
-	402,048	-	248,748

Amount repayable after one year

As at 31/12/2014		As at 31/12/2013	
Secured	Unsecured	Secured	Unsecured
HK\$'000	HK\$'000	HK\$'000	HK\$'000
-	3,844,990	839,454	2,580,003

Details of any collateral

Not applicable.

- 1.(c) A statement of cash flows (for the group) together with a comparative statement for the corresponding period of the immediately preceding financial year

		Group	
		Year ended 31 December	
		2014	2013
		HK\$'000	HK\$'000
OPERATING ACTIVITIES			
Profit before tax from continuing operations		1,284,022	1,101,496
Profit before tax from discontinued operation		64,092	37,407
Adjustments for:-			
Depreciation of property, plant and equipment		25,697	25,680
Amortisation of intangible assets		480,415	451,470
Loss on disposal of property, plant and equipment, net		242	278
Gain on disposal of discontinued operation		(66,319)	-
Negative goodwill arose from acquisition of subsidiaries		(22,783)	-
Interest expense		77,685	104,905
Interest income		(25,180)	(16,158)
Allowance for impairment of inventories written back		-	(3,060)
Provision for warranties		1,917	6,472
Amortisation of loan arrangement fee		19,191	17,435
Interest on convertible bonds		29,344	33,484
Amortisation of deferred income		(26,306)	-
Effective interests on compensation receivable		(16,714)	-
Reversal of impairment loss on remeasurement of disposal group		-	(31,806)
Exchange differences		(33,405)	(45,430)
Share of results of joint ventures		(264,417)	(248,391)
Operating cash flows before movements in working capital		1,527,481	1,433,782
Inventories		(57,344)	(56,732)
Trade and other receivables		82,018	(16,801)
Trade and other payables		62,998	45,763
Cash generated from operations		1,615,153	1,406,012
Income taxes paid		(336,995)	(197,887)
Net cash generated from operating activities		1,278,158	1,208,125
INVESTING ACTIVITIES			
Interest received		25,004	14,174
Purchase of property, plant and equipment		(49,953)	(16,760)
Proceeds from disposal of plant and equipment		162	132
Net cash outflow on acquisition of subsidiaries	(i)	(134,784)	-
Cash paid to a related party pursuant to the acquisition of subsidiaries		(916,177)	-
Disposal of discontinued operation, net of cash disposed of	(ii)	355,506	-
Repayment of loans by joint ventures		103,523	76,019
Dividends received		372,964	234,104
Net cash (used in)/generated from investing activities		(243,755)	307,669
FINANCING ACTIVITIES			
Interest paid		(93,988)	(115,521)
Issue of shares under share option scheme		25,460	196
Proceeds from bank loans		1,720,390	2,300,946
Repayment of bank loans		(2,326,915)	(3,140,306)
Dividends paid to owners of the Company		(349,724)	(198,049)
Dividend paid to non-controlling shareholders of a subsidiary		(404,470)	(228,711)
Net cash used in financing activities		(1,429,247)	(1,381,445)
Net (decrease)/increase in cash and cash equivalents		(394,844)	134,349
Cash and cash equivalents at beginning of the year		1,449,026	1,256,354
Net effect of exchange rate changes in the balance of cash held in foreign currencies		(5,004)	58,323
Cash and cash equivalents at end of the year		1,049,178	1,449,026

(i) Net cash outflow on acquisition of subsidiaries - Jiurui Expressway:-

	HK\$'000
Current assets	8,539
Property, plant and equipment	2,516
Intangible assets	3,626,513
Interest bearing liabilities	(1,509,285)
Deferred tax liabilities	(249,707)
Other liabilities	(1,026,638)
Net identifiable assets and liabilities acquired	<u>851,938</u>
Consideration payable	(841,040)
Negative goodwill	(22,783)
	<u>(11,885)</u>
Total consideration	841,040
Issue of ordinary shares	(693,552)
Cash acquired	(11,885)
Exchange difference	(819)
Net cash outflow	<u>134,784</u>

(ii) Net cash inflow on disposal of discontinued operation:-

	HK\$'000
Current assets	7,815
Property, plant and equipment	16,588
Inventories	567,136
Deferred tax assets	23,730
Interest bearing liabilities	(38,307)
Provision for warranties	(7,228)
Other liabilities	(175,846)
	<u>393,888</u>
Allowance made for impairment loss as remeasurement of disposal group	(38,382)
Net assets and liabilities	<u>355,506</u>
Consideration received, satisfied in cash	(356,052)
Cash and cash equivalents disposed of	546
Net cash inflow	<u>355,506</u>

1.(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalization issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

Statement of Changes in Equity

The Group	Share capital HK\$'000	Share option reserve HK\$'000	Statutory reserve HK\$'000	Currency translation reserve HK\$'000	Reserve on consolidation HK\$'000	Capital reserve HK\$'000	Accumulated profits HK\$'000	Attributable to owners of the Company HK\$'000	Non- Controlling Interests HK\$'000	Total equity HK\$'000
At 1 January 2014	2,730,406	5,507	141,250	595,962	(78,930)	78,535	1,635,874	5,108,604	2,652,193	7,760,797
Total comprehensive income for the year	-	-	-	(112,894)	-	-	739,415	626,521	308,008	934,529
Issue of ordinary shares under share option scheme	29,454	(3,994)	-	-	-	-	-	25,460	-	25,460
Issue of ordinary shares upon conversion of convertible bonds	351,204	-	-	-	-	(23,499)	-	327,705	-	327,705
Issue of ordinary shares in connection with the acquisition of subsidiaries	693,552	-	-	-	-	-	-	693,552	-	693,552
Dividends	-	-	-	-	-	-	(407,779)	(407,779)	(404,470)	(812,249)
Transfer from accumulated profits	-	-	59,904	-	-	-	(59,904)	-	-	-
At 31 December 2014	3,804,616	1,513	201,154	483,068	(78,930)	55,036	1,907,606	6,374,063	2,555,731	8,929,794
At 1 January 2013	2,730,210	5,507	102,614	410,118	(78,930)	78,535	1,312,208	4,560,262	2,519,021	7,079,283
Total comprehensive income for the year	-	-	-	185,844	-	-	613,702	799,546	361,883	1,161,429
Issue of ordinary shares under share option scheme	196	-	-	-	-	-	-	196	-	196
Dividends	-	-	-	-	-	-	(251,400)	(251,400)	(228,711)	(480,111)
Transfer from accumulated profits	-	-	38,836	-	-	-	(38,836)	-	-	-
At 31 December 2013	2,730,406	5,507	141,450	595,962	(78,930)	78,535	1,635,674	5,108,604	2,652,193	7,760,797

The Company	Share capital HK\$'000	Share option reserve HK\$'000	Capital reserve HK\$'000	Accumulated profits HK\$'000	Total equity HK\$'000
At 1 January 2014	2,730,406	5,507	78,535	84,136	2,898,584
Total comprehensive income for the year	-	-	-	1,024,487	1,024,487
Issue of ordinary shares under share option scheme	29,454	(3,994)	-	-	25,460
Issue of ordinary shares upon conversion of convertible bonds	351,204	-	(23,499)	-	327,705
Issue of ordinary shares in connection with the acquisition of subsidiaries	693,552	-	-	-	693,552
Dividends	-	-	-	(407,779)	(407,779)
At 31 December 2014	3,804,616	1,513	55,036	700,844	4,562,009
At 1 January 2013	2,730,210	5,507	78,535	56,396	2,870,648
Total comprehensive income for the year	-	-	-	279,140	279,140
Issue of ordinary shares under share option scheme	196	-	-	-	196
Dividends	-	-	-	(251,400)	(251,400)
At 31 December 2013	2,730,406	5,507	78,535	84,136	2,898,584

1.(d)(ii). Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year

During the three-month period ended 31 December 2014, a total of 790,000 new fully-paid ordinary shares were issued at an exercise price of S\$0.789 per share for cash upon the exercise of share options granted under the Company's share option scheme and a total of 12,421,660 new fully-paid ordinary shares were issued upon conversion of the Company's convertible bonds.

As at 31 December 2014, the total number of unexercised options under the share option scheme was 4,250,000 (31 December 2013: 9,488,000).

The Company has the following convertible bonds which remain outstanding as at 31 December 2014:

Principal Amount Outstanding	Maturity Date	Put Date	Conversion price per	Convertible by holders
HK\$815,000,000	6 November 2017	6 November 2015	S\$0.826	16 December 2012

As at 31 December 2014, assuming all the convertible bonds are fully converted based on the conversion price, the number of new ordinary shares to be issued would be 155,748,577 (31 December 2013: 218,548,058), representing approximately 14.89% (31 December 2013: 30.40%) of the issued share capital of the Company.

1.(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year

The total number of issued shares as at 31 December 2014 comprised 1,045,661,570 ordinary shares (31 December 2013: 718,856,290 ordinary shares and 135,781,000 redeemable convertible preference shares ("RCPS")).

1.(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on

Not applicable.

2. Whether the figures have been audited, or reviewed and in accordance with which auditing standard or practice

The figures have not been audited or reviewed by the Company's auditors.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of matter)

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied

Except as disclosed under item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those applied for the audited financial statements for the year ended 31 December 2013.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change

The Group adopted all the applicable new and revised Singapore Financial Reporting Standards ("FRS") including related Interpretations ("INT FRS"), that are relevant to its operations and effective for annual periods beginning on or after 1 January 2014. The adoption of the new and revised FRS and INT FRS did not give rise to any adjustments to the opening balances of the accumulated profits of the Group and of the Company for the prior and current periods or to changes in comparatives.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends

	Group	
	Year ended 31 December	
	2014	2013
Earnings per ordinary share for the year after deducting any provision for preference share dividends:-		
(a) Based on weighted average number of ordinary shares in issue (in HK cents)	89.52	84.51
(b) On a fully diluted basis (in HK cents)	69.80	61.34

The Group's basic and diluted earnings per share is calculated based on the weighted average number of ordinary shares in issue of the Company as follows:

	Year ended 31 December	
	2014	2013
	('000)	('000)
Weighted average number of ordinary shares in issue, used in the calculation of basic earnings per share	825,960	718,825
Weighted average number of ordinary shares in issue, used in the calculation of diluted earnings per share	1,117,384	1,074,170

The weighted average number of ordinary shares used in the calculation of diluted earnings per share has been adjusted for the dilutive effect of conversion of all RCPS, share options and convertible bonds.

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the (a) current period reported on; and (b) immediately preceding financial year.

	Group		Company	
	31/12/2014	31/12/2013	31/12/2014	31/12/2013
Net asset value per ordinary share based on issued share capital as at the end of the period reported on (HK\$)	HK\$6.10	HK\$6.23	HK\$4.36	HK\$3.15
Net asset value per ordinary share based on issued share capital as at the end of the period reported on assuming all the RCPS had been converted (HK\$)	-	HK\$5.98	-	HK\$3.39

The net asset value per ordinary share of the Group and of the Company as at 31 December 2014 is calculated based on the net assets of the Group and of the Company as at 31 December 2014 respectively, and the number of ordinary shares in issue of 1,045,661,570 shares of the Company as at 31 December 2014.

The net asset value per ordinary share of the Group and of the Company as at 31 December 2013 is calculated based on the net assets of the Group and of the Company as at 31 December 2013 respectively less the redemption value of the RCPS of HK\$632,820,000, and the number of ordinary shares in issue of 718,856,290 shares of the Company as at 31 December 2013.

Based on the assumption that all the RCPS had been converted, the net asset value per ordinary share of the Group and of the Company as at 31 December 2013 is calculated based on the net assets of the Group and of the Company as at 31 December 2013 respectively and the number of ordinary shares in issue of 854,637,290 shares of the Company as at 31 December 2013.

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on

	Revenue		
	Year ended 31 December		
	2014	2013	Change
	HK\$'000	HK\$'000	%
CONTRIBUTION			
Toll road operations	2,014,280	1,876,762	7
Others/corporate	5,214	9,498	(45)
Total Group Revenue	2,019,494	1,886,260	7

Revenue

Group revenue for 2014 grew 7% to HK\$2,019.5 million from HK\$1,886.3 million recorded in 2013. The increase in revenue was largely attributable to the revenue growth of Yongtaiwen Expressway, the consolidation of Jiurui Expressway and the increase in bank interest income. Yongtaiwen Expressway contributed 78.3% of the total Group revenue and Beilun Port Expressway contributed 18.9% of the total Group revenue.

Toll revenue generated by Yongtaiwen Expressway was up 6.9% to RMB1.24 billion from RMB1.16 billion recorded in 2013. We saw 6.6% growth in traffic flow from 10.16 million vehicles in 2013 to 10.83 million vehicles in 2014. The growth in toll revenue and traffic flow was mainly due to the regional economic development in Zhejiang Wenzhou area. This was further boosted by the rise in traffic flow of goods vehicles resulted from the opening of Jiashao Bridge, the second cross-sea bridge spanning across the Hangzhou Bay.

Toll revenue generated by Beilun Port Expressway declined 4.4% from RMB322.1 million recorded in 2013 to RMB307.8 million in 2014. The decrease in toll revenue was mainly due to upgrading work carried out at certain parts of Beilun Port Expressway, the change in road network, in particular, the opening of Jiashao Bridge to passenger vehicles only in July 2013 and goods vehicles in November 2013 and the opening of a newly completed expressway in June 2013.

	Profit after tax		
	Year ended 31 December		
	2014	2013	Change
	HK\$'000	HK\$'000	%
CONTRIBUTION			
Toll road operations	1,021,982	854,787	20
Property development (discontinued)	64,092	48,731	32
Others/corporate	(26,460)	(6,358)	316
Net profit for the year	1,059,614	897,160	18
Profit attributable to owners of the Company	739,415	613,702	20

Profitability

Group net profit for the year ended 31 December 2014 amounted to HK\$1,059.6 million, an increase of 18% compared to the previous year. Net profit from continuing operations increased 17% from HK\$848.4 million in 2013 to HK\$995.5 million in 2014. The increase in net profit was mainly due to higher profit contribution from the toll road operations and the gain on disposal of property development business. Profit attributable to equity holders of the Company was HK\$739.4 million, an increase of 20% compared to the previous year. EPS and diluted EPS were 89.52 HK cents and 69.80 HK cents respectively as compared to 84.51 HK cents and 61.34 HK cents in 2013.

Performance of toll road operations improved by 20% in the current year mainly due to higher profit contribution from Yongtaiwen Expressway and the Group's joint ventures, consolidation of profit contribution from Jiurui Expressway. In addition, the increase in profit contribution was due to the recognition of deferred income and effective interests on compensation receivable relating to the relocation of toll stations at Gui Huang Highway, higher interest income, higher exchange gain and negative goodwill amounting to HK\$22.8 million arising from the acquisition of Jiurui Expressway.

Profit contribution from Yongtaiwen Expressway increased 13% year-on-year mainly due to higher toll revenue achieved and lower finance costs, partially offset by higher cost of sales and income tax.

Profit contribution from Beilun Port Expressway fell 12% or HK\$13.6 million mainly due to lower toll revenue registered, higher cost of sales, partially offset by savings in finance costs.

For the current year under review, toll revenue generated by Gui Liu Expressway increased 4.7% from RMB600.5 million in 2013 to RMB628.5 million in 2014. Toll revenue generated by Gui Huang Highway increased 8.2% from RMB206.4 million in 2013 to RMB223.4 million in 2014. The increase in toll revenue was mainly due to the natural traffic growth as a result of the stable economic growth in the region, the improvement of the road network, and the traffic diversion from the neighboring toll road under maintenance work. The negative impact of the relocation of toll stations at Gui Huang Highway has been offset by the natural traffic growth. Share of results of Gui Liu joint ventures increased 5.3% to HK\$153.9 million, mainly attributable to higher toll revenue achieved. Profit contribution from Gui Huang joint ventures increased 8.7% to HK\$134.2 million, mainly attributable to higher toll revenue and other toll road related income achieved, higher subsidy income, partially offset by higher amortisation of toll road operating right.

Other businesses posted a higher loss of HK\$26.5 million compared to HK\$6.4 million loss recorded in 2013. This was mainly attributable to lower fixed deposit interests and exchange difference.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results

There has been no significant variance in the operating performance of the Group as compared to previous statement.

10. A commentary at the date of this announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the

Underpinned by the economic growth and the continued growth in car ownership in China, the Group's toll road business is expected to continue to deliver positive results.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on? Yes

Name of Dividend	Interim dividend	Final dividend
Dividend Type	Cash	Cash
Dividend Amount per Share (in cents)	Singapore 3.50 cents (one-tier)	Singapore 3.50 cents (one-tier)
Tax Rate	-	-

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year? Yes

Name of Dividend	Interim dividend	Final dividend
Dividend Type	Cash	Cash
Dividend Amount per Share (in cents)	Singapore 2.75 cents (one-tier)	Singapore 4.25 cents (one-tier)
Tax Rate	-	-

(c) Date payable

To be announced later.

(d) Books closure date

To be announced later.

12. If no dividend has been declared/recommended, a statement to that effect

Not applicable.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

No IPT mandate has been obtained by the Group.

Name of Interested Person	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than \$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted during the financial year under review under shareholders' mandate pursuant to Rule 920 (excluding transactions less than \$100,000)
	None.	Not applicable.

PART II - ADDITIONAL INFORMATION REQUIRED FOR FULL YEAR ANNOUNCEMENT
(This part is not applicable to Q1, Q2, Q3 or Half Year Results)

14. **Segmented revenue and results for business or geographical segments (of the group) in the form presented in the issuer's most recently audited annual financial statements, with comparative information for the immediately preceding year**

Information about reportable segments

	Toll road operations HK\$'000	Property development (discontinued) HK\$'000	Total HK\$'000
2014			
External revenue	1,994,314	58,204	2,052,518
Interest revenue	19,966	-	19,966
	<u>2,014,280</u>	<u>58,204</u>	<u>2,072,484</u>
Interest expenses	(124,953)	(1,267)	(126,220)
Amortisation and depreciation	<u>(505,449)</u>	<u>(374)</u>	<u>(505,823)</u>
Reportable segment profit before income tax	<u>1,310,482</u>	<u>64,092</u>	<u>1,374,574</u>
Share of profit of joint ventures	264,417	-	264,417
Reportable segment assets	13,755,150	-	13,755,150
Interests in joint ventures	1,702,466	-	1,702,466
Capital expenditure	7,974	558	8,532
Reportable segment liabilities	<u>5,002,652</u>	<u>-</u>	<u>5,002,652</u>
2013			
External revenue	1,870,146	329,424	2,199,570
Interest revenue	6,616	44	6,660
	<u>1,876,762</u>	<u>329,468</u>	<u>2,206,230</u>
Interest expenses	(153,740)	(2,084)	(155,824)
Amortisation and depreciation	<u>(475,732)</u>	<u>(1,154)</u>	<u>(476,886)</u>
Reportable segment profit before income tax	<u>1,107,854</u>	<u>37,407</u>	<u>1,145,261</u>
Share of profit of joint ventures	248,391	-	248,391
Reportable segment assets	10,642,351	512,218	11,154,569
Interests in joint ventures	1,926,772	-	1,926,772
Capital expenditure	6,996	1,694	8,690
Reportable segment liabilities	<u>4,220,932</u>	<u>156,166</u>	<u>4,377,098</u>

Reconciliations of reportable segment revenue, profit or loss, assets and liabilities and other material items

	2014 HK\$'000	2013 HK\$'000
Revenue		
Total revenue for reportable segments	2,072,484	2,206,230
Other revenue	5,214	9,498
Elimination of inter-segment revenue	-	-
Elimination of discontinued operations	(58,204)	(329,468)
Consolidated revenue	2,019,494	1,886,260
Profit or loss		
Total profit or loss for reportable segments	1,374,574	1,145,261
Elimination of discontinued operations	(64,092)	(37,407)
Unallocated amounts:		
- Other corporate expenses	(26,460)	(6,358)
Consolidated profit before income tax	1,284,022	1,101,496
Assets		
Total assets for reportable segments	13,755,150	11,154,569
Interests in joint ventures	1,702,466	1,926,772
Other unallocated amounts	133,538	350,429
Consolidated total assets	15,591,154	13,431,770
Liabilities		
Total liabilities for reportable segments	5,002,652	4,377,098
Other unallocated amounts	1,658,708	1,293,875
Consolidated total liabilities	6,661,360	5,670,973

Other material items

	Reportable segment totals HK\$'000	Adjustment s HK\$'000	Consolidated totals HK\$'000
2014			
Interest revenue	19,966	5,214	25,180
Interest expense	(126,220)	1,267	(124,953)
Capital expenditure	8,532	726	9,258
Amortisation and depreciation	505,823	(85)	505,738
2013			
Interest revenue	6,660	9,498	16,158
Interest expense	(155,824)	-	(155,824)
Capital expenditure	8,690	55	8,745
Amortisation and depreciation	476,886	264	477,150

Geographical Segments

	PRC HK\$'000	New Zealand (discontinued) HK\$'000	Singapore HK\$'000	Consolidated HK\$'000
2014				
Revenues	2,019,491	58,204	3	2,077,698
Interests in joint ventures	1,702,466	-	-	1,702,466
Other non-current assets	12,635,444	-	3,335	12,638,779
	14,337,910	-	3,335	14,341,245

	PRC HK\$'000	New Zealand (discontinued) HK\$'000	Singapore HK\$'000	Consolidated HK\$'000
2013				
Revenues	1,886,257	329,468	3	2,215,728
Interests in joint ventures	1,926,772	-	-	1,926,772
Other non-current assets	9,470,470	38,418	2,352	9,511,240
	11,397,242	38,418	2,352	11,438,012

15. In the review of performance, the factors leading to any material changes in contributions to turnover and earnings by the business or geographical segments.

Please refer to paragraph 8.

16. A breakdown of sales

		Group		
		Year ended 31 December		
		2014	2013	Change
		HK\$'000	HK\$'000	%
16.(a)	Sales reported for first half year	958,554	916,118	5
16.(b)	Operating profit/(loss) after tax before deducting non-controlling interests reported for first half year	554,475	448,649	24
16.(c)	Sales reported for second half year	1,060,940	970,142	9
16.(d)	Operating profit/(loss) after tax before deducting non-controlling interests reported for second half year	505,139	448,511	13

17. A breakdown of the total annual dividend (in dollar value) for the issuer's latest full year and its previous full year

	Latest Full Year (S\$)	Previous Full Year (S\$)
Ordinary	72,733,902	50,318,840
Preference	-	1,018,358
Total:	72,733,902	51,337,198

18. Disclosure of person occupying a managerial position in the issuer or any of its principal subsidiaries who is a relative of a director or chief executive officer or substantial shareholder of the issuer pursuant to Rule 704(13) in the format below. If there are no such persons, the issuer must make an appropriate negative statement.

Pursuant to Rule 704(13) of the Listing Manual, we confirm that none of the persons holding managerial positions in the Company or any of its principal subsidiaries is a relative of a director or chief executive officer or substantial shareholder of the Company.

BY ORDER OF THE BOARD

Lim Lay Hoon
Lai Foon Kuen
Company Secretaries
27/02/2015