

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED

31ST MARCH 2020

**INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF NAN FUNG INTERNATIONAL HOLDINGS
LIMITED**

(Incorporated in the British Virgin Islands with limited liability)

Opinion

What we have audited

The consolidated financial statements of Nan Fung International Holdings Limited (the "Company") and its subsidiaries (the "Group") set out on pages 4 to 102, which comprise:

- the consolidated balance sheet as at 31st March 2020;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31st March 2020, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs").

Basis for Opinion

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

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

Independence

We are independent of the Group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

**INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF NAN FUNG INTERNATIONAL HOLDINGS
LIMITED (CONTINUED)**

(Incorporated in the British Virgin Islands with limited liability)

Responsibilities of Directors for the Consolidated Financial Statements

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRSs, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

**INDEPENDENT AUDITOR'S REPORT
TO THE BOARD OF DIRECTORS OF NAN FUNG INTERNATIONAL HOLDINGS
LIMITED (CONTINUED)**

(Incorporated in the British Virgin Islands with limited liability)

**Auditor's Responsibilities for the Audit of the Consolidated Financial Statements
(Continued)**

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 23rd June 2020

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

**CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31ST MARCH 2020**

	Note	2020 HK\$'000	2019 HK\$'000
Revenue	5, 6	5,988,845	13,532,369
Cost of sales		(1,865,482)	(8,756,710)
Gross profit		4,123,363	4,775,659
Other income and (losses)/gains, net	7	(454,065)	955,233
Net change in fair values of investment properties		(417,441)	758,296
Other operating expenses		(1,839,730)	(1,843,776)
Operating profit	8	1,412,127	4,645,412
Finance income		837,837	546,838
Finance expenses		(301,166)	(321,309)
Other finance charges and net exchange difference on financing activities		144,326	(58,988)
Finance income, net	10	680,997	166,541
Share of results of			
- Joint ventures	5	422,582	1,516,629
- Associates	5	(15,810)	513,050
Profit before income tax		2,499,896	6,841,632
Income tax expense	11	(217,517)	(584,176)
Profit for the year		2,282,379	6,257,456
Profit for the year attributable to:			
- Owners of the Company		2,024,855	6,023,476
- Holders of perpetual capital securities		214,964	215,657
- Non-controlling interests		42,560	18,323
		2,282,379	6,257,456

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST MARCH 2020**

	2020 HK\$'000	2019 HK\$'000
Profit for the year	2,282,379	6,257,456
	-----	-----
Other comprehensive loss		
<i>Items that may be reclassified subsequently to profit or loss</i>		
Share of other comprehensive loss of joint ventures and associates	(50,934)	(169,910)
Release of exchange reserves upon disposal of interests in subsidiaries	(680)	11,490
Release of hedging reserve upon discontinuation of hedging relationship	-	(135,764)
Exchange translation differences	(1,647,252)	(1,430,584)
	-----	-----
Other comprehensive loss for the year	(1,698,866)	(1,724,768)
	-----	-----
Total comprehensive income for the year	583,513	4,532,688
	=====	=====
Total comprehensive income attributable to:		
- Owners of the Company	372,289	4,327,099
- Holders of perpetual capital securities	214,964	215,657
- Non-controlling interests	(3,740)	(10,068)
	-----	-----
	583,513	4,532,688
	=====	=====

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

CONSOLIDATED BALANCE SHEET
AS AT 31ST MARCH 2020

	Note	2020 HK\$'000	2019 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment	13	2,193,780	2,878,214
Investment properties	14	74,476,965	69,776,779
Right-of-use assets	15	890,468	-
Land use rights	16	-	369,220
Joint ventures	17	8,200,649	9,326,494
Associates	18	3,424,382	7,248,354
Financial assets at fair value through profit or loss	23	14,343,838	11,869,326
Loans and other receivables	19	10,706,452	4,077,700
Amounts due from investee companies	20	47,578	45,435
Deferred income tax assets	28	269,159	234,517
		114,553,271	105,826,039
		-----	-----
Current assets			
Properties for sale	21	15,217,725	15,415,902
Trade and other receivables, deposits and prepayments	22	7,476,291	10,556,408
Financial assets at fair value through profit or loss	23	7,571,789	10,063,720
Prepaid tax		143,740	83,580
Cash and bank balances	24	15,646,023	17,670,671
		46,055,568	53,790,281
Assets classified as held-for-sale	25	324,370	348,280
		46,379,938	54,138,561
		-----	-----
Total assets		160,933,209	159,964,600

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

CONSOLIDATED BALANCE SHEET (CONTINUED)
AS AT 31ST MARCH 2020

	Note	2020 HK\$'000	2019 HK\$'000
EQUITY			
Equity attributable to the owners of the Company			
Share capital	26	62,743,532	62,743,532
Reserves	27	38,137,476	38,619,237
		<hr/>	<hr/>
Perpetual capital securities	26	100,881,008 3,968,568	101,362,769 3,969,456
		<hr/>	<hr/>
Non-controlling interests		104,849,576 322,619	105,332,225 630,651
		<hr/>	<hr/>
Total equity		105,172,195	105,962,876
		<hr/> <hr/>	<hr/> <hr/>
LIABILITIES			
Non-current liabilities			
Deferred income tax liabilities	28	3,047,849	3,066,076
Bank and other borrowings	29	28,813,367	32,819,740
Lease liabilities		129,834	-
Other long-term liabilities		74,842	11,163
		<hr/>	<hr/>
		32,065,892	35,896,979
		<hr/> <hr/>	<hr/> <hr/>
Current liabilities			
Trade and other payables, deposits and accruals	30	13,335,835	13,187,454
Contract liabilities	31	5,481,073	3,394,433
Financial liabilities at fair value through profit or loss	23	819,385	202,753
Lease liabilities		15,184	-
Bank and other borrowings	29	3,395,580	375,730
Tax payable		648,065	944,375
		<hr/>	<hr/>
		23,695,122	18,104,745
		<hr/> <hr/>	<hr/> <hr/>
Total liabilities		55,761,014	54,001,724
		<hr/> <hr/>	<hr/> <hr/>
Total equity and liabilities		160,933,209	159,964,600
		<hr/> <hr/>	<hr/> <hr/>

On behalf of the Board

Cheung Vincent Sai Sing
Director

Leung Kam Chung
Director

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

**CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST MARCH 2020**

	Attributable to owners of the Company				Total	Perpetual capital securities	Non- controlling interests	Total equity
	Share capital	Retained earnings	Merger reserve	Other reserves				
	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
At 1st April 2019	62,743,532	73,006,850	(33,100,357)	(1,287,256)	101,362,769	3,969,456	630,651	105,962,876
Adjustment on adoption of IFRS 16 (note 2(a)(i))	-	59,151	-	-	59,151	-	-	59,151
At 1st April 2019, as restated	62,743,532	73,066,001	(33,100,357)	(1,287,256)	101,421,920	3,969,456	630,651	106,022,027
Comprehensive income								
Profit for the year	-	2,024,855	-	-	2,024,855	214,964	42,560	2,282,379
Other comprehensive loss	-	-	-	(1,652,566)	(1,652,566)	-	(46,300)	(1,698,866)
Total comprehensive income/(loss)	-	2,024,855	-	(1,652,566)	372,289	214,964	(3,740)	583,513
Dividend paid to owners of the Company (note 12)	-	(909,781)	-	-	(909,781)	-	-	(909,781)
Dividend paid to non- controlling interest	-	-	-	-	-	-	(25,000)	(25,000)
Capital injection of non- controlling interests	-	-	-	-	-	-	25,693	25,693
Acquisition of non-controlling interest (note 32 (c))	-	-	-	(8,247)	(8,247)	-	(282,092)	(290,339)
Partial disposal of interest in subsidiaries (note 32 (b))	-	-	-	4,827	4,827	-	(22,893)	(18,066)
Release of merger reserve upon liquidation of a subsidiary	-	(27,999)	27,999	-	-	-	-	-
Transfer of statutory reserve of an associate	-	(5,594)	-	5,594	-	-	-	-
Distribution paid to holders of perpetual capital securities	-	-	-	-	-	(215,852)	-	(215,852)
At 31st March 2020	62,743,532	74,147,482	(33,072,358)	(2,937,648)	100,881,008	3,968,568	322,619	105,172,195

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)
FOR THE YEAR ENDED 31ST MARCH 2020

	Attributable to owners of the Company				Total	Perpetual capital securities	Non- controlling interests	Total equity
	Share capital	Retained earnings	Merger reserve	Other reserves				
	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000	HKS'000
At 1st April 2018	62,743,532	71,645,695	(37,757,621)	404,064	97,035,670	3,969,252	624,913	101,629,835
Comprehensive income								
Profit for the year	-	6,023,476	-	-	6,023,476	215,657	18,323	6,257,456
Other comprehensive loss	-	-	-	(1,696,377)	(1,696,377)	-	(28,391)	(1,724,768)
Total comprehensive income/(loss)	-	6,023,476	-	(1,696,377)	4,327,099	215,657	(10,068)	4,532,688
Dividend paid to non- controlling interests	-	-	-	-	-	-	(3,510)	(3,510)
Capital injection of non- controlling interests	-	-	-	-	-	-	19,316	19,316
Transfer of statutory reserve of an associate	-	(5,057)	-	5,057	-	-	-	-
Distribution paid to holders of perpetual capital securities	-	-	-	-	-	(215,453)	-	(215,453)
Release of merger reserve upon liquidation of a subsidiary	-	(4,657,264)	4,657,264	-	-	-	-	-
At 31st March 2019	62,743,532	73,006,850	(33,100,357)	(1,287,256)	101,362,769	3,969,456	630,651	105,962,876

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31ST MARCH 2020**

	Note	2020 HK\$'000	2019 HK\$'000
Cash flows from operating activities			
Net cash generated from operations	32(a)	6,301,258	7,783,464
Profits tax paid		(460,935)	(392,537)
		5,840,323	7,390,927
		5,840,323	7,390,927
Cash flows from investing activities			
Interest received		849,698	501,905
Purchase of property, plant and equipment		(76,992)	(47,793)
Proceeds from disposal of property, plant and equipment		946	1,704
Additions to investment properties		(5,902,866)	(1,683,131)
Proceeds from sale of investment properties		-	410,904
(Increase)/decrease in amounts due from investee companies		(2,143)	3,020
Decrease in amounts due from non-controlling interests		-	26,157
(Increase)/decrease in investment in and decrease in amounts due from joint ventures		(604,400)	665,804
Dividends received from joint ventures		11,250	106,250
Increase in amounts due to joint ventures		1,614,428	1,316,795
Dividends received from associates		10,000	3,000
Increase in investment in and advances to associates		(203,155)	(564,244)
Increase in amounts due to associates		118,835	288,952
Net proceeds from partial disposal/disposal of interests in subsidiaries	32(b)	421,175	5,475,759
(Increase)/decrease in loans and other receivables		(403,242)	51,571
Decrease/(increase) in amounts due from fellow subsidiary companies		1,733	(3,819)
Decrease in amounts due from related companies		14,098	17,212
Decrease in amount due from an immediate holding company		385,049	109,245
Decrease/(increase) in amount due from ultimate holding company		21	(906)
Decrease/(increase) in short term bank deposits with original maturities more than three months		2,667,718	(3,567,135)
Decrease in restricted bank deposits		23	28,650
		(1,097,824)	3,139,900
		(1,097,824)	3,139,900

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31ST MARCH 2020

	Note	2020 HK\$'000	2019 HK\$'000
Cash flows from financing activities	32(d)		
Interest paid		(1,111,921)	(1,162,528)
Decrease in amounts due to related companies and individuals		(101,505)	(54,728)
Decrease in amounts due to fellow subsidiaries		-	(248,789)
(Decrease)/increase in amount due to immediate holding company		(22)	8,024
(Decrease)/increase in amount due to ultimate holding company		(410,132)	80,476
Capital injection from non-controlling interests		25,693	19,316
Decrease in amounts due to non-controlling interests		(515,323)	(53,523)
Issuance of medium term note		-	3,848,141
Distribution paid to holders of perpetual capital securities		(215,852)	(215,453)
Principal elements of lease payments		(16,012)	-
Drawdown of bank and other borrowings		8,481,667	17,904,316
Repayment of bank and other borrowings		(8,652,511)	(23,338,329)
Dividend paid to owners of the Company		(909,781)	-
Dividend paid to non-controlling interest		(25,000)	(3,510)
Acquisition of non-controlling interests	32(c)	(290,339)	-
Net cash used in financing activities		<u>(3,741,038)</u>	<u>(3,216,587)</u>
Net increase in cash and cash equivalents		1,001,461	7,314,240
Cash and cash equivalents at beginning of year		13,931,949	6,776,231
Currency translation differences		(358,368)	(158,522)
Cash and cash equivalents at end of year	24	<u><u>14,575,042</u></u>	<u><u>13,931,949</u></u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1 General information

Nan Fung International Holdings Limited (the “Company”) is a limited liability company incorporated in the British Virgin Islands on 8th August 2011 and is wholly and beneficially owned by Dr. Chen Din Hwa (“Dr. Chen”). In June 2012, Dr. Chen had deceased.

The Company and its subsidiaries are collectively referred to as the “Group”. The ultimate holding company of the Company is Chen’s Group International Limited (“CGIL”). CGIL is wholly owned by Dr. Chen’s Estates.

The address of the Company’s registered office is Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG1110, British Virgin Islands.

The Company’s principal activity is investment holding. The principal activities of the Group are property investment and development, hotel operation, investment holding and trading, building management, provision of construction contracting services and provision of properties related services.

The consolidated financial statements are presented in thousands of Hong Kong dollar (“HK\$’000”) unless otherwise stated. The consolidated financial statements were approved for issue by the Board of Directors on 23rd June 2020.

2 Summary of significant accounting policies

The significant accounting policies applied in the preparation of these consolidated financial statements are set out below. These accounting policies have been consistently applied to all the years presented, unless otherwise stated.

(a) Basis of preparation

These consolidated financial statements have been prepared in accordance with all applicable International Financial Reporting Standards (“IFRSs”). The consolidated financial statements have been prepared under the historical cost convention, as modified by the revaluation of investment properties and financial assets and financial liabilities (including derivative financial instruments) at fair value through profit or loss, which are carried at fair values.

The preparation of consolidated financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 4.

(i) New standard, amendments to standards and interpretation adopted by the Group

The Group has adopted the following new standard, amendments to standards and interpretation which are mandatory for the financial year beginning 1st April 2019 and are relevant to its operation.

Annual Improvements to IFRSs (Amendments)	Annual Improvements to IFRSs 2015 – 2017 Cycle
IAS 28 (Amendments)	Long-term Interests in Associates and Joint Ventures
IFRS 16	Leases
IFRS 9 (Amendments)	Prepayment Features with Negative Compensation
IFRIC 23	Uncertainty over Income Tax Treatments

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (i) New standard, amendments to standards and interpretation adopted by the Group (Continued)

The Group has assessed the impact of the adoption of these new standard, amendments to standards and interpretation, except for the adoption of IFRS 16 and IAS 28 (Amendments), there is neither significant impact on the Group's results and financial position nor any substantial changes in the Group's accounting policies and presentation of the consolidated financial statements. The changes in accounting policies and the impacts on the Group's results and financial position for the adoption of IFRS 16 and IAS 28 (Amendments) are summarised below:

Effect of changes in accounting policies – IFRS 16

The Group has adopted IFRS 16 with effect from 1st April 2019 and has taken transitional provisions not to restate comparative figures for prior periods. IFRS 16 establishes new accounting requirements on leases which lead to the recognition of lease transactions in lessees' financial statements. IFRS 16 focuses on whether an arrangement contains a lease or a service agreement and introduces a substantial change to lessee accounting. The previous distinction between operating and finance leases is eliminated for lessee. A right-of-use asset (representing the right to use the leased asset during the lease term) and a lease liability (representing the obligation to pay rents) are recognised for all leases. The lessor accounting remains largely unchanged.

In accordance with the transition provisions of IFRS 16, the Group has adopted the modified retrospective application for existing leases at 1st April 2019 with certain transition reliefs, and under which comparative figures are not restated. For leases previously classified as operating leases, the Group has elected to measure the right-of-use assets at the amounts equal to the lease liabilities adjusted by any prepaid or accrued lease payments. Accordingly, no adjustments were recognised to the opening balance of retained earnings at the date of initial application.

The Group applied the following practical expedients on transition to IFRS 16 for those leases which were previously classified as operating leases under IAS 17.

- the use of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- applying the recognition exemption for leases of low value assets;
- the exclusion of initial direct costs from the measurement of the right-of-use assets; and
- the use of hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

Upon the adoption of IFRS 16, the Group reclassified the "land use rights" under operating leases and leasehold land under finance lease in "property, plant and equipment" to right-of-use assets for presentation purpose.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (i) New standard, amendments to standards and interpretation adopted by the Group (Continued)

Effect of changes in accounting policies – IFRS 16 (Continued)

IFRS 16 also amends the definition of investment property under IAS 40 to include property held by a lessee as right-of-use assets to earn rentals or for capital appreciation or both and requires the Group to account for such right-of-use assets at their fair value.

The Group has also elected not to reassess whether a contract is or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date, the Group relied on its assessment made previously when applying IAS 17 and IFRIC 4 Determining whether an Arrangement contains a Lease.

Upon the adoption of IFRS 16, the Group recognised lease liabilities in relation to leases which had previously been classified as ‘operating leases’ under the principles of IAS 17.

The table below explains the difference between operating lease commitments disclosed at 31st March 2019 by applying IAS 17 and lease liabilities recognised at 1st April 2019 by applying IFRS 16:

	HK\$'000
Operating lease commitments disclosed as at 31st March 2019	75,198
Discounted using the lessee’s incremental borrowing rate at the date of initial application	67,710
Add: adjustments as a result of different treatment for extension options	101,636
Less: short-term leases recognised on a straight-line basis as expense	(13,090)
Less: low-value leases recognised on a straight-line basis as expense	(2,329)
Less: leases signed in financial year ended 31st March 2019 and commenced in financial year ended 31st March 2020	(33,532)
Lease liabilities recognised as at 1st April 2019	<u>120,395</u>
Represented by:	
Current lease liabilities	10,692
Non-current lease liabilities	109,703
	<u>120,395</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (i) New standard, amendments to standards and interpretation adopted by the Group (Continued)

Effect of changes in accounting policies – IFRS 16 (Continued)

These liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate as of 1st April 2019. The weighted average lessee's incremental borrowing rate applied to the lease liabilities on 1st April 2019 was 3.6%.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not to exercise a termination option. Extension options (or periods beyond the dates when respective termination options are exercisable) are only included in the lease term if the lease is reasonably certain to be extended (or not be terminated). The assessment is reviewed if a significant event or a significant change in circumstances that is within the control of the lessee has occurred which affects this assessment. As at 1st April 2019, the financial effect of revising the lease terms to reflect the effect of exercising extension and termination options was an increase in both recognised lease liabilities and right-of-use assets by HK\$101,636,000.

Effect of changes in accounting policies – IAS 28 (Amendments)

Following the adoption of IAS 28 (Amendments), the Group has applied IFRS 9 to financial instruments in its associates and joint ventures to which the equity method is no longer applied. These include long-term interests that, in substance, form part of the Group's net investments in associates or joint ventures. The Group has made changes to its accounting policies in the classification, measurement and impairment of its long-term interests in associates or joint ventures under IFRS 9.

While the new policies are generally required to be applied retrospectively, the Group has taken transitional provisions in IAS 28 (Amendments) not to restate comparative information for prior periods with respect to classification and measurement (including impairment) requirements. Therefore, comparative balances have not been restated. There are no material differences in the carrying amounts resulting from the adoption of IAS 28 (Amendments).

The tables below show the adjustments of each individual financial statement line item by the application of IFRS 16 and IAS 28 (Amendments). Line items that were not affected by the changes have not been included.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

(i) New standard, amendments to standards and interpretation adopted by the Group (Continued)

(a) The impacts on the Group's consolidated balance sheet as at 1st April 2019 by the adoption of IFRS 16 and IAS 28 (Amendments) are as follows:

	As at 1st April 2019			
	As originally presented HK\$'000	IFRS 16 HK\$'000	IAS 28 (amendments) HK\$'000	As adjusted HK\$'000
Consolidated balance sheet				
(extract)				
<u>Non-current assets</u>				
Property, plant and equipment				
- Land and building	2,517,734	(548,867)	-	1,968,867
Investment properties	69,776,779	156,323	-	69,933,102
Right-of-use assets	-	941,310	-	941,310
Land use rights	369,220	(369,220)	-	-
Joint ventures	9,326,494	-	(1,403,886)	7,922,608
Associates	7,248,354	-	(3,255,200)	3,993,154
Loans and other receivables	4,077,700	-	4,659,086	8,736,786
<u>Equity attributable to the owners of the Company</u>				
Reserves				
- Retained earnings	73,006,850	59,151	-	73,066,001
<u>Non-current liabilities</u>				
Lease liabilities	-	109,703	-	109,703
<u>Current liabilities</u>				
Lease liabilities	-	10,692	-	10,692

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (i) New standard, amendments to standards and interpretation adopted by the Group (Continued)
- (b) The impacts on the Group's consolidated income statement, consolidated statement of comprehensive income and consolidated statement of cash flows for the year ended 31st March 2020 and consolidated balance sheet as at 31st March 2020 by the adoption of IFRS 16 and IAS 28 (Amendments) are as follows:

	For the year ended 31st March 2020			
	Without the adoption of IFRS 16 and IAS 28 (Amendments) HK\$'000	IFRS 16 HK\$'000	IAS 28 (Amendments) HK\$'000	As reported HK\$'000
Consolidated income statement (extract)				
Other operating expenses				
- Short-term and low-value leases expenses	-	(21,788)	-	(21,788)
- Rental expense under operating lease	(37,828)	37,828	-	-
- Depreciation and amortisation of				
- property, plant and equipment	(167,646)	18,570	-	(149,076)
- right-of-use assets	-	(41,928)	-	(41,928)
- land use rights	(12,451)	12,451	-	-
Net change in fair values of investment properties	(414,971)	(2,470)	-	(417,441)
Finance income, net				
- Finance expenses	(296,792)	(4,374)	-	(301,166)
Profit for the year	2,284,090	(1,711)	-	2,282,379
Profit for the year attributable to:				
- Owners of the Company	2,026,566	(1,711)	-	2,024,855

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (i) New standard, amendments to standards and interpretation adopted by the Group (Continued)
- (b) The impacts on the Group's consolidated income statement, consolidated statement of comprehensive income and consolidated statement of cash flows for the year ended 31st March 2020 and consolidated balance sheet as at 31st March 2020 by the adoption of IFRS 16 and IAS 28 (Amendments) are as follows: (Continued)

	As at 31st March 2020			
	Without the adoption of IFRS 16 and IAS 28 (Amendments) HK\$'000	IFRS 16 HK\$'000	IAS 28 (Amendments) HK\$'000	As reported HK\$'000
Consolidated balance sheet (extract)				
<u>Non-current assets</u>				
Property, plant and equipment				
- Land and building	2,354,012	(501,901)	-	1,852,111
Investment properties	74,332,808	144,157	-	74,476,965
Right-of-use assets	-	890,468	-	890,468
Land use rights	334,050	(334,050)	-	-
Joint ventures	11,228,776	-	(3,028,127)	8,200,649
Associates	6,838,782	-	(3,414,400)	3,424,382
Loans and other receivables	4,263,925	-	6,442,527	10,706,452
<u>Equity attributable to the owners of the Company</u>				
Reserves				
- Retained earnings	74,090,042	57,440	-	74,147,482
- Other reserves	(2,933,864)	(3,784)	-	(2,937,648)
<u>Non-current liabilities</u>				
Lease liabilities	-	129,834	-	129,834
<u>Current liabilities</u>				
Lease liabilities	-	15,184	-	15,184

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

(i) New standard, amendments to standards and interpretation adopted by the Group (Continued)

(b) The impacts on the Group's consolidated income statement, consolidated statement of comprehensive income and consolidated statement of cash flows for the year ended 31st March 2020 and consolidated balance sheet as at 31st March 2020 by the adoption of IFRS 16 and IAS 28 (Amendments) are as follows: (Continued)

	For the year ended 31st March 2020			
	Without the adoption of IFRS 16 and IAS 28 (Amendments) HK\$'000	IFRS 16 HK\$'000	IAS 28 (Amendments) HK\$'000	As adjusted HK\$'000
Consolidated statement of cash flows (extract)				
<u>Cash flows from operating activities</u>				
Profit before income tax	2,501,607	(1,711)	-	2,499,896
Depreciation and amortisation of				
- property, plant and equipment	167,646	(18,570)	-	149,076
- right-of-use assets	-	41,928	-	41,928
- land use rights	12,451	(12,451)	-	-
Finance income, net	(685,371)	4,374	-	(680,997)
Net change in fair values of investment properties	414,971	2,470	-	417,441
Trade and other receivables, deposits and prepayment	509,914	4,346	-	514,260
Net cash from operating activities	5,819,937	20,386	-	5,840,323
<u>Cash flows from financing activities</u>				
Interest paid	(1,107,547)	(4,374)	-	(1,111,921)
Principle elements of lease payments	-	(16,012)	-	(16,012)
Net cash used in financing activities	(3,720,652)	(20,386)	-	(3,741,038)

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(a) Basis of preparation (Continued)

- (ii) New standard and amendments to standards which are not yet effective for this financial year and have not been early adopted by the Group

The Group has not early adopted the following new standard and amendments to standards that have been issued but are not yet effective for the year ended 31st March 2020:

		Effective for accounting periods beginning on or after
Conceptual Framework for Financial Reporting 2018	Revised Conceptual Framework for Financial Reporting	1 January 2020
IAS 1 and IAS 8 (Amendments)	Definition of Material	1 January 2020
IAS 39, IFRS 7 and IFRS 9 (Amendment)	Interest Rate Benchmark Reform	1 January 2020
IFRS 3 (Amendments)	Definition of a Business	1 January 2020
IFRS 17	Insurance Contracts	1 January 2021
IFRS 10 and IAS 28 (Amendments)	Sale or Contribution of Assets Between an Investor and Its Associate or Joint Venture	To be determined

The Group will adopt the above new standard and amendments to standards and is in the process of assessing the impact on the consolidated financial statements.

(b) Consolidation

- (i) Subsidiaries

A subsidiary is an entity (including a structured entity) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated unless the transaction provides evidence of an impairment of the transferred asset. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(b) Consolidation (Continued)

(i) Subsidiaries (Continued)

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

When the Group ceases to have control, any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. It means the amounts previously recognised in other comprehensive income are reclassified to profit or loss or transferred to another category of equity as specified or permitted by applicable IFRS.

(ii) Transactions with non-controlling interests

Transactions with non-controlling interests that do not result in a loss of control are accounted for as equity transactions. The difference between fair value of any consideration paid and the relevant share acquired of the carrying amount of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(iii) Joint arrangements

Under IFRS 11, investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Group has both joint operations and joint ventures.

(a) Joint operations

Joint operations arise where the investors that have joint control of the arrangement have rights to the assets and obligations for the liabilities of an arrangement.

The Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses in the joint operations in accordance with the applicable standards.

These have been incorporated in the financial statements under the appropriate headings. Details of the joint operations are set out in note 38(a).

(b) Joint ventures

A joint venture arises where the investors that have joint control of the arrangement have rights to the net assets of the arrangement.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(b) Consolidation (Continued)

(iii) Joint arrangements (Continued)

(b) Joint ventures (Continued)

Joint ventures are accounted for using the equity method. Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income of the investee in other comprehensive income. When the Group's share of losses in a joint venture equals or exceeds its interest in the joint venture, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint venture.

(iv) Associates

An associate is an entity over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition, net of any accumulated impairment loss.

The Group's share of post-acquisition profit or loss is recognised in the consolidated income statement, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The financial statements of the associates used for this purpose cover a year end of not more than three months before the Group's year end and serve as the most recent available financial information. Where a significant event occurs between the associates' year end and that of the Group, adjustments are made in the consolidated financial statements for the effect of the event.

The Group determines at each reporting date whether there is any objective evidence that the investment in associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to 'share of results of associates' in the consolidated income statement.

(c) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in Hong Kong dollar ("HK dollar"), which is the Group's presentation currency and the Company's functional currency.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(c) Foreign currency translation (Continued)

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated income statement.

Foreign exchange gains and losses that relate to borrowings are presented in the consolidated income statement within 'finance income/(expenses), net'. All other foreign exchange gains and losses are presented in the consolidated income statement within 'other income and gains, net'.

Translation differences on non-monetary financial assets and liabilities such as equities held at FVTPL are recognised in consolidated income statement as part of the fair value gain or loss.

(iii) Group companies

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (a) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- (b) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- (c) all resulting exchange differences are recognised in other comprehensive income.

When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the consolidated income statement as part of the gain or loss on disposal.

(d) Property, plant and equipment

Leasehold land classified as finance lease (policy applicable until 31st March 2019) and all other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the consolidated income statement during the financial period in which they are incurred.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(d) Property, plant and equipment (Continued)

Leasehold land classified as finance lease commences amortisation from the time when the land interest becomes available for its intended use (policy applicable until 31st March 2019). Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Freehold land	Not depreciated
Leasehold land	Lease term of 40 years (Policy applicable until 31st March 2019)
Building and hotel properties	The shorter of the lease term of 40 years or estimated useful lives
Furniture, fixtures and equipment	Initial charge of 30% on cost in the year of acquisition and 10% per annum thereafter on cost
Hotel furniture, fixtures and equipment	5% - 10% per annum on cost
Motor vehicles	25% per annum on cost

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2 (j)).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within 'other income and gains, net' in the consolidated income statement.

(e) Land use rights

Until 31st March 2019, land use rights represents prepaid operating lease payments which are initially recognised at cost and released to profit or loss over the lease term on a straight-line basis.

(f) Investment properties

Investment properties, principally comprising leasehold land and buildings, are held for long-term rental yields or for capital appreciation or both, and that are not occupied by the Group. They also include properties that are being constructed or developed for future use as investment properties. Land held under operating leases are accounted for as investment properties when the rest of the definition of an investment property is met. In such cases, the operating leases concerned are accounted for as if they were finance leases.

Investment properties are initially measured at cost, including related transaction costs and where applicable borrowing costs. After initial recognition, investment properties are carried at fair value, representing open market value determined at each reporting date by external valuers. Fair value is based on active market prices, adjusted, if necessary, for any difference in the nature, location or condition of the specific asset. If the information is not available, the Group uses alternative valuation methods such as recent prices on less active markets or discounted cash flow projections. Changes in fair values are recorded in the consolidated income statement.

Subsequent expenditure is charged to the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed in the consolidated income statement during the financial period in which they are incurred. Investment properties that are being redeveloped for continuing use as investment properties continue to be measured at fair value. Fair value measurement on properties under construction is applied unless the fair value is considered not to be reliably measurable.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(f) Investment properties (Continued)

Investment properties are derecognised either when they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from its disposal.

Where the Group disposes of an investment property, the transaction price less the carrying value immediately prior to the sale is treated as gain/loss on disposal of investment property and is recorded in consolidated income statement within 'other income and gains, net'.

(g) Properties under development and properties for sale

Properties under development are investments in land and buildings on which construction work and development have not been completed, and are stated at the lower of cost and net realisable value. Borrowing costs incurred during the construction period and up to the date of completion of construction are capitalised as development costs. On completion, the properties are reclassified to properties for sale at the then carrying amount.

Properties for sale are stated at the lower of cost and estimated net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less selling expenses.

(h) Leases

(i) Accounting policies applied from 1st April 2019

A lease is recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(h) Leases (Continued)

(i) Accounting policies applied from 1st April 2019 (Continued)

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the Group, which does not have recent third party financing, and
- makes adjustments specific to the lease, e.g. term, country, currency and security.

Right-of-use assets are measured at cost comprising the following:

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

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

Extension and termination options are included in a number of property leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessors.

(ii) Accounting policies applied until 31st March 2019

The Group applied IFRS 16 retrospectively, but has elected not to restate comparative information. As a result, the comparative information provided continues to be accounted for in accordance with the Group's previous accounting policy.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. All other leases are classified as finance leases.

(a) The Group as lessor

Rental income from operating leases is recognised in the consolidated income statement on a straight-line basis over the term of the relevant lease.

(b) The Group as lessee

Operating lease payments are recognised as an expense on a straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are recognised as a reduction of rental expense over the lease term on a straight-line basis.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(i) Financial assets

(i) Classification of financial assets

The Group classifies its financial assets in the following categories: at fair value either through profit or loss or through other comprehensive income (“OCI”) or those to be measured at amortised cost.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. The classification of debt financial assets depends on the entity’s business model for managing the financial assets and the contractual terms of the cash flows. The Group reclassifies debt investments when and only when its business model for managing those assets changes. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (“FVOCI”).

(ii) Measurement of financial assets

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (“FVTPL”), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

(1) Debt instruments

Subsequent measurement of debt instruments depends on the Group’s business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in ‘other income and gains, net’, together with foreign exchange gains and losses and impairment losses.
- FVOCI: Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets’ cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in ‘other income and gains, net’. Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses and impairment expenses are presented in ‘other income and gains, net’.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(i) Financial assets (Continued)

(ii) Measurement of financial assets (Continued)

(1) Debt instruments (Continued)

- FVTPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A fair value gain or loss on a debt investment that is subsequently measured at FVTPL and is not part of a hedging relationship is recognised in profit or loss and presented net in the consolidated income statement within “other income and gains, net” in the period in which it arises. Interest income and dividend income are recognised in the profit or loss and presented as part of revenue in the consolidated income statement.

(2) Equity instruments

The Group subsequently measures all equity investments at FVTPL. Dividends from such investments continue to be recognised in the consolidated income statement as part of revenue when the Group’s right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in ‘other income and gains, net’ in the consolidated income statement as applicable.

(iii) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit loss (“ECL”) associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition.

For trade receivables, the Group applies the simplified approach as permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the trade receivables.

Impairment on other debt instruments at amortised cost and FVOCI are measured as either 12-month ECL or lifetime ECL, depending on whether there has been a significant increase in credit risk since initial recognition.

(iv) Hedge accounting

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within ‘other income and gains, net’.

Amounts accumulated in equity are reclassified in the periods when the hedged item affects profit or loss. The gain or loss relating to the effective portion of the interest rate swaps hedging variable rate borrowings is recognised in profit or loss within finance cost at the same time as the interest expense on the hedged borrowings.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(i) Financial assets (Continued)

(iv) Hedge accounting (Continued)

When a hedging instrument expires, or is sold or terminated, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss in equity at that time remains in equity until the forecast transaction occurs. When the forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately reclassified to profit or loss.

(v) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

(j) Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

(k) Trade and other receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection of trade and other receivables is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets.

Trade and other receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. Trade receivable are subsequently measured at amortised cost using the effective interest method, less provision for impairment.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables. For other receivables, the Group assesses on a forward looking basis the ECL under 12 months expected losses method. The impairment methodology applied depends on whether there has been a significant increase in credit risk since initial recognition.

(l) Cash and cash equivalents

In the consolidated statement of cash flows, cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the consolidated balance sheet, bank overdrafts are shown within borrowings in current liabilities.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(m) Employee benefits

(i) Employee leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

(ii) Pension obligations

The Group operates several defined contribution retirement schemes and mandatory provident fund schemes which are available to all employees. The assets of the schemes are held separately from those of the Group in independently administered funds. The Group's contributions under the schemes are expensed as incurred. The amount of the Group's contributions is based on specified percentages of the basic salaries of employees. Any contributions forfeited by employees who leave the Group, relating to unvested benefits, are used to reduce the Group's ongoing contributions otherwise payable.

(iii) Bonus entitlements

The expected cost of bonus payments is recognised as liability when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

(n) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

(o) Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

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

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(p) Current and deferred income tax

The tax expense for the period comprises current and deferred income tax. Tax is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

(i) Current income tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred income tax

Inside basis differences

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The deferred tax liabilities in relation to investment properties in the United Kingdoms, Singapore, Malaysia and the United States that are measured at fair value are determined assuming the properties will be recovered entirely through sale. While deferred tax liabilities in relation to investment properties in the PRC are determined assuming the properties will be recovered entirely through use.

Outside basis differences

Deferred income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, joint ventures and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilised.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(p) Current and deferred income tax (Continued)

(iii) Offsetting

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

(q) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

(r) Financial guarantee contract

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the beneficiary of the guarantee for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and other bodies on behalf of subsidiaries, associates, joint ventures and related companies to secure loans, overdrafts and other banking facilities.

The Group regards its financial guarantees provided to its subsidiaries, associates, joint ventures and related companies as insurance contracts. The Group assesses at each balance sheet date the liabilities under its insurance contracts using current estimates of future cash flows. Changes in carrying amount of these insurance liabilities are recognised in the consolidated income statement.

(s) Revenue and income recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, stated net of discounts, returns and value added taxes. The Group recognises revenue when it satisfies the identified performance obligation by transfer the promised good or service to the customer; and when specific criteria have been met for each of the Group's activities, as described below. Goods and services are transferred when or as the customer obtain control of them. The Group bases its estimate on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

Depending on the terms of the contract and the laws that apply to the contract, control of the good or service may be transferred over time or at a point in time.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(s) Revenue and income recognition (Continued)

Control of the good or service is transferred over time if the Group's performance:

- provides all of the benefits received and consumed simultaneously by the customer;
- creates or enhances an asset that the customer controls as the Group performs; or
- does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date

If control of the asset transfers over time, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation.

Otherwise, revenue is recognised at a point in time when the customer obtains control of the asset.

The progress towards complete satisfaction of the performance obligation is measured based on one of the following methods that best depict the Group's performance in satisfying the performance obligation:

- direct measurements of the value transferred by the Group to the customer; or
- the Group's efforts or inputs to the satisfaction of the performance obligation relative to the total expected efforts or inputs.

Incremental costs incurred to obtain a contract, if recoverable, are capitalised as assets and subsequently amortised when the related revenue is recognised.

The excess of cumulative revenue recognised in profit or loss over the cumulative payments made by customers is recognised as contract assets. The excess of cumulative payments made by customers over the cumulative revenue recognised in profit or loss is recognised as contract liabilities.

(i) Revenue from contract with customers

(1) Sale of properties

The Group develops and sells residential properties. Revenue is recognised when control over the property has been transferred to the customer. The properties have generally no alternative use for the Group due to contractual restrictions. However, an enforceable right to payment does not arise until legal title has passed to the customer. Therefore, revenue is recognised at a point in time when the legal title has passed to the customer.

Certain costs incurred for obtaining a pre-sale property contract would be eligible for capitalisation under IFRS 15 and match with revenue recognition pattern of related contract.

(2) Construction revenue

Revenue from construction service contract is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation using input method.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(s) Revenue and income recognition (Continued)

(i) Revenue from contract with customers (Continued)

(3) Hotel revenue

Hotel revenue comprises amounts earned in respect of services, facilities and goods supplied by the hotel. Revenue from room rental is recognised over time during the period of stay for the hotel guests. Revenue from food and beverage sales and other ancillary services is generally recognised at a point in time when services are rendered.

(4) Others

Property management fee income is recognised over time when the services are rendered.

(ii) Revenue and income from other sources

(1) Rental income

Rental income is recognised on a straight-line basis over the period of the lease.

(2) Dividend income

Dividend income is recognised when the right to receive payment is established.

(3) Interest income

Interest income is recognised on a time proportion basis using the effective interest rate method.

(t) Contract related assets and contract liabilities

Upon entering into a contract with a customer, the Group obtains rights to receive consideration from the customer and assumes performance obligations to transfer goods or provide services to the customer.

The combination of those rights and performance obligations gives rise to a net contract asset or a net contract liability depending on the relationship between the remaining rights and the performance obligations. The contract is an asset and recognised as contract assets if the cumulative revenue recognised in profit or loss exceeds cumulative payments made by customers. Conversely, the contract is a liability and recognised as contract liabilities if the cumulative payments made by customers exceeds the revenue recognised in profit or loss.

Contract assets are assessed for impairment under the same approach adopted for impairment assessment of financial assets carried at amortised cost. Contract liabilities are recognised as revenue when the Group transfers the goods or services to the customers and therefore satisfies its performance obligation.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(t) Contract related assets and contract liabilities (Continued)

The incremental costs of obtaining a contract with a customer are capitalised and presented as contract related assets under “contract cost assets” within “trade and other receivables, deposits and prepayments”, if the Group expects to recover those costs, and are subsequently amortised on a systematic basis that is consistent with the transfer to the customers of the goods or services to which the assets relate. The Group recognises an impairment loss in the statement of comprehensive income to the extent that the carrying amount of the contract related assets recognised exceeds the remaining amounts of consideration that the Group expects to receive less the costs that directly relate to those goods or services and have not been recognised as expenses.

(u) Share capital

Ordinary shares are classified as equity.

(v) Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of that asset.

All other borrowing costs are charged to the consolidated income statement in the year in which they are incurred.

(w) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Directors that makes strategic decisions.

(x) Contingent liabilities

A contingent liability is a possible obligation that arises from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group. It can also be a present obligation arising from past events that is not recognised because it is not probable that outflow of economic resources will be required or the amount of obligation cannot be measured reliably.

A contingent liability is not recognised but is disclosed in the notes to the financial statements. When a change in the probability of an outflow occurs so that outflow is probable, it will then be recognised as a provision.

(y) Non-current assets (or disposal groups) held-for-sale

Non-current assets (or disposal groups) are classified as held-for-sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The non-current assets are stated at the lower of carrying amount and fair value less costs to sell. Deferred tax assets, assets arising from employee benefits, financial assets (other than investments in subsidiaries and associates) and investment properties, which are classified as held for sale, would continue to be measured in accordance with the policies set out in note 2 of the consolidated financial statements.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2 Summary of significant accounting policies (Continued)

(z) Dividend distribution

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

3 Financial risk management

The Group holds the following financial instruments:

	2020 HK\$'000	2019 HK\$'000
Financial assets		
<i>Financial assets at amortised cost</i>		
<u>Non-current assets</u>		
- Amount due from joint ventures	1,976,648	765,026
- Amount due from associates	3,414,400	3,255,200
- Loans and other receivables from third parties	2,826,742	1,927,078
- Amounts due from investee companies	47,578	45,435
<u>Current assets</u>		
- Trade and other receivables and deposits	7,020,183	10,313,348
- Cash and bank balances	15,646,023	17,670,671
<i>Financial assets at fair value through profit or loss</i>		
<u>Non-current assets</u>		
- Financial assets at fair value through profit or loss	14,343,838	11,869,326
- Amount due from joint ventures at fair value through profit or loss	745,691	638,860
- Loans receivables at fair value through profit or loss	1,742,971	2,150,622
<u>Current assets</u>		
- Loans receivable at fair value through profit or loss	88,770	43,425
- Financial assets at fair value through profit or loss	7,571,789	10,063,720
Financial liabilities		
<i>Liabilities at amortised cost</i>		
<u>Non-current liabilities</u>		
- Bank and other borrowings	28,813,367	32,819,740
- Lease liabilities	129,834	-
<u>Current liabilities</u>		
- Trade and other payables, deposits and accruals	13,091,353	12,836,577
- Bank and other borrowings	3,395,580	375,730
- Lease liabilities	15,184	-
<i>Financial liabilities at fair value through profit or loss</i>		
<u>Non-current liabilities</u>		
- Other long-term liabilities	74,842	11,163
<u>Current liabilities</u>		
- Financial liabilities at fair value through profit or loss	819,385	202,753

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (continued)

(a) Financial risk factors

The Group's activities expose it to various types of financial risk which include equity price risk, credit risk, interest rate risk, foreign exchange risk and liquidity risk. The Group's overall risk management programme seeks to minimise the potential adverse effects it may have on the Group's financial performance.

(i) Price risk

The Group is exposed to equity price changes arising from investments classified as financial assets at fair value through profit or loss. To manage its price risk arising from investments in equity securities, the Group diversifies its portfolio. The investments are made either for strategic purposes, or for the purpose of achieving investment yield and balancing the Group's liquidity level simultaneously. Each investment is managed by senior management on a case by case basis.

As at 31st March 2020, if the market values of the Group's financial assets at fair value through profit or loss increase/decrease by 10%, with all other variables held constant, the Group's post-tax profit and total equity would increase/decrease by approximately HK\$674,654,000 (2019: HK\$796,990,000).

(ii) Credit risk

At each balance sheet date, the Group's maximum exposure to credit risk in the event of the counterparties failure to discharge their obligations are in relation to each class of recognised financial assets as stated in the consolidated balance sheet.

The Group's financial assets which are potentially subject to credit risk consist of financial assets at amortised cost, including cash and bank balances, trade and other receivables and deposits, loans and other receivables and amounts due from fellow subsidiary companies, investee companies, related companies, non-controlling interests, an immediate holding company, ultimate holding company, joint ventures and associates. The exposures to these credit risks are closely monitored on an ongoing basis by established credit control procedures in each of its core businesses.

Credit risk of cash and bank balances

With respect to credit risk arising on cash and bank balances, the Group has limited its credit exposure by restricting their selection of financial institutions and banks with good credit rating as at 31st March 2020 ranging from AA- to BBB- issued by Standard and Poor's or Moody's as follows:

	2020 HK\$'000	2019 HK\$'000
AA-	1,269,251	2,781,019
A- to A+	12,706,190	9,942,556
BBB- to BBB+	1,560,127	4,919,866
Unrated ¹	110,455	27,230
	<u>15,646,023</u>	<u>17,670,671</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(ii) Credit risk (Continued)

Credit risk of cash and bank balances (Continued)

- 1 The directors monitor the exposure on unrated assets and considered that the risk of default is minimal as these balances were mainly placed in banks located in Hong Kong.

There has been no recent history of default in relation to these banks and financial institutions. The ECL is close to zero.

Credit risk of trade receivables

Trade receivables mainly include receivables from lease of properties, trading of securities, and other services. To manage this risk, the Group has policies in place to ensure that credit terms are made to counterparties with an appropriate credit history and the management performs ongoing credit evaluations of its counterparties. In addition, the Group has policies in place to ensure that rental deposits are required from tenants prior to commencement of leases, sales proceeds are received before the assignment of properties are executed. The Group has a large number of customers and there is no concentration of credit risk.

The Group applies the simplified approach to provide for ECL prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. In view of the sound financial position and collection history of receivables due from these counterparties and insignificant risk of default, to measure the ECL, trade receivables have been grouped based on shared credit risk characteristics and the days past due. A default on trade receivable is when the counterparty fails to make contractual payments within credit period when they fall due. The expected loss rates are based on the payment profiles of sales and the corresponding historical credit losses experienced, adjusted with current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivables are written off, in whole or in part, when it has exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan within the Group, and its failure to make contractual payments for a period. Impairment losses on trade receivables are presented as net impairment losses within "other income and gains, net". Subsequent recoveries of amounts previously written off are credited against the same item.

Apart from the trade receivables with loss allowances provided disclosed in "Loss allowances provided for trade receivables and loans and other receivables" below, management believes that the ECL of other trade receivables is immaterial and the credit risk inherent in the Group's outstanding trade receivables balances due from these counterparties is not significant.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(ii) Credit risk (Continued)

Credit risk of loans and other receivables

Loans and other receivables at the end of each of the reporting period are mainly comprised of deposits, interest receivable, stakeholder's account, loans receivables at amortised cost, amounts due from fellow subsidiary companies, investee companies, non-controlling interests, related companies, an immediate holding company, ultimate holding company, joint ventures and associates.

The directors consider the probability of default upon initial recognition of asset and whether there has been significant increase in credit risk on an ongoing basis during the year. To assess whether there is a significant increase in credit risk the Group compares risk of a default occurring on the assets as at the end of the reporting period with the risk of default as at the date of initial recognition. Especially the following indicators are incorporated:

- actual or expected significant adverse changes in business, financial economic conditions that are expected to cause a significant change to the company's or individual's ability to meet its obligations;
- actual or expected significant changes in the operating results of the company; and
- significant changes in the expected performance and behavior of the company or individual, including changes in the payment status of the third party.

Over the term of the loans, the Group accounts for its credit risk by appropriately providing for expected credit losses on a timely basis. In calculating the expected credit loss rates, the Group considers corresponding historical credit losses of the debtors experienced, adjusted with current and forward-looking information on macroeconomic factors affecting the ability of the debtors to settle the receivables.

Apart from the loans and other receivables with loss allowances provided disclosed in "Loss allowances provided for trade receivables and loans and other receivables" below, management considers the credit risk of loans and other receivables is insignificant when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term, and the loss allowance recognised is therefore limited to 12 months expected losses. In view of insignificant risk of default and credit risk since initial recognition, management believes that the ECL of these loans and other receivables under the 12 months expected losses method is immaterial.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(ii) Credit risk (Continued)

Loss allowances provided for trade receivables and loans and other receivables

For the year ended 31st March 2020, loss allowances of HK\$59,287,000 (2019: HK\$659,000) and HK\$546,985,000 (2019: write-back of provision of HK\$944,000) were provided for trade receivables and loans receivables and there is a write-back of provision for loss allowance of other receivables of HK\$76,292,000 (2019: provision of HK\$203,839,000). The amount mainly include:

1. As at 31st March 2020, the Group has trade receivables of HK\$300,424,000 (net of provision of HK\$59,287,000) (2019: HK\$197,331,000 (net of provision of HK\$918,000)) and unsecured loans receivables of HK\$183,403,000 (2019: HK\$74,132,000). Certain trade receivables of HK\$92,068,000 (2019: HK\$nil) and unsecured loans receivable at amortised cost of HK\$50,404,000 (2019: HK\$nil) in Hong Kong were underperforming as at 31st March 2020, with the indicators that there were alteration of original terms of contracts before contract renewal. Management considered that there was a significant increase in credit risk of these trade receivables and unsecured loans receivable compared to original expectation. Loss allowances of HK\$59,142,000 and HK\$30,243,000 were provided for the trade receivables and loans receivable at amortised cost respectively and was recognised in profit or loss for the year ended 31st March 2020. Details of the trade receivables and the unsecured loans receivable at amortised cost are disclosed in note 22 and note 19 to the consolidated financial statements respectively.
2. As at 31st March 2020, the Group has secured loans receivable at amortised cost of HK\$3,268,839,000 (2019: HK\$3,257,627,000). Certain secured loans receivable of HK\$706,500,000 (2019: HK\$nil) were non-performing as at 31st March 2020, with the indicators for negotiation of extension of original terms of contract which was due in April 2020. Management considered the risk of default of these loans to be high as at 31st March 2020. Taken into consideration that the loans receivable was secured, loss allowances of HK\$207,000,000 was provided for the secured loans receivable at amortised cost and was recognised in profit or loss for the year ended 31st March 2020. Details of the secured loans receivables at amortised cost are disclosed in note 19 to the consolidated financial statements.
3. As at 31st March 2019, other receivables of RMB150 million (equivalent to HK\$180 million) was in default and non-performing. Loss allowance of RMB150 million (equivalent to HK\$180 million) was provided by management. During the year ended 31st March 2019, HK\$75 million was received from the counterparty and write-back of provision of HK\$75 million was recognised.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(ii) Credit risk (Continued)

*Loss allowances provided for trade receivables and loans and other receivables
(Continued)*

4. As at 31st March 2020, the Group has amount due from joint venture at amortised cost of HK\$2,589 million (2019: HK\$3,221 million). Certain amount due from joint venture of RMB1,364 million (equivalent to HK\$1,490 million) after provision of RMB616 million (equivalent to HK\$673 million) (31st March 2019: RMB1,844 million (equivalent to HK\$2,161 million) after provision of RMB336 million (equivalent to HK\$394 million)) were non-performing as at 31st March 2020. Management considered the risk of default of these loans to be high as at 31st March 2020. Additional loss allowances of RMB280 million (equivalent to HK\$310 million) was provided based on the estimated cashflow of management for the amount due from joint venture at amortised cost and was recognised in profit or loss for the year ended 31st March 2020. Details of the secured loans receivables at amortised cost are disclosed in note 19 to the consolidated financial statements.

(iii) Interest rate risk

The Group's main exposure to interest rate risk relates principally to the Group's bank deposits, bank borrowings, loans and other receivables, amounts due from joint ventures, associates and investee companies and amounts due to non-controlling interests.

Interest rates of bank deposits, bank borrowing, loans and other receivables, amounts due from joint ventures, associates and investee companies and amounts due to non-controlling interests are determined based on prevailing market rates and expose the Group to cash flow interest rate risk. The Group manages its interest rate exposure by monitoring of interest rate movements, replacing and entering into new banking facilities when favourable pricing opportunities arise and would consider using interest rate swap when appropriate.

As at 31st March 2020, if interest rates increase/decrease by 50 basis points with all other variables held constant, the Group's pre-tax profit, before taking into account the impact of interest capitalisation, would decrease/increase by approximately HK\$7,022,000 (2019: decrease/increase by approximately HK\$1,743,000), resulting from the change in the borrowing costs of bank borrowings and interest bearing financial liabilities, and change in interest income from the interest bearing financial assets.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(iv) Foreign exchange risk

The Group operates mainly in Hong Kong, the PRC, the United States and United Kingdoms, and is exposed to foreign exchange risk arising from various currency exposures in the financial investment portfolio, primarily with respect to the United States dollar (“US dollar”), Renminbi (“RMB”), Euro and Great British Pound (“GBP”). Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities.

The Group’s foreign currency exposures primarily arise from monetary assets and liabilities that are denominated in a currency that is not the entity’s functional currency, where these assets and liabilities are mainly denominated in US dollar, RMB, Euro and GBP.

In view of the fact that HK dollar is pegged to US dollar, the foreign currency exposure of operating units with functional currency as HK dollar on US dollar transactions and balances is minimal.

As at 31st March 2020, if US dollar/HK dollar had weakened/strengthened 2% against RMB and Euro with all other variables held constant, the Group’s pre-tax profit would increase/decrease by HK\$28,954,000 (2019: HK\$2,275,000) and HK\$9,383,000 (2019: HK\$14,375,000) respectively as a result of foreign exchange gains/losses.

As at 31st March 2020, if US dollar/HK dollar had weakened/strengthened 2% against GBP with all other variables held constant, the Group’s pre-tax profit would decrease/increase by HK\$1,811,000 (2019: decrease/increase by HK\$441,000) as a result of foreign exchange losses/gains.

(v) Liquidity risk

The Group’s cash flow management is to regularly monitor its current and expected liquidity positions to ensure adequate funds are available for its short term and long term requirements. In order to maintain sufficient liquidity, the Group monitors and maintains a level of cash and cash equivalents in addition to committed credit facilities available, which are deemed adequate by the management from time to time.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(v) Liquidity risk (Continued)

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the consolidated balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year HK\$'000	Between 1 and 2 years HK\$'000	Between 2 and 5 years HK\$'000	Over 5 years HK\$'000
At 31st March 2020				
Trade and other payables and accruals	2,630,243	-	1,623,790	-
Amounts due to joint ventures, associates and investee companies	4,677,519	-	-	-
Amounts due to related companies and individuals	493,048	-	-	-
Amounts due to immediate holding company	8,002	-	-	-
Amount due to ultimate holding company	209,610	-	-	-
Amounts due to non-controlling interests	3,546,013	-	-	-
Financial liabilities at fair value through profit or loss	819,385	-	-	-
Lease liabilities	20,007	16,993	38,817	116,368
Bank and other borrowings	4,493,618	5,540,578	17,138,443	10,159,430
	<u>16,897,445</u>	<u>5,557,571</u>	<u>18,801,050</u>	<u>10,275,798</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(a) Financial risk factors (Continued)

(v) Liquidity risk (Continued)

	Less than 1 year HK\$'000	Between 1 and 2 years HK\$'000	Between 2 and 5 years HK\$'000	Over 5 years HK\$'000
At 31st March 2019				
Trade and other payables and accruals	2,161,495	-	1,623,790	-
Amounts due to joint ventures, associates and investee companies	5,098,580	-	-	-
Amounts due to related companies and individuals	594,553	-	-	-
Amounts due to immediate holding company	8,024	-	-	-
Amount due to ultimate holding company	619,742	-	-	-
Amounts due to non-controlling interests	2,850,782	-	-	-
Financial liabilities at fair value through profit or loss	202,753	-	-	-
Bank and other borrowings	1,532,688	3,687,123	21,590,541	12,988,602
Other long-term liabilities	-	11,163	-	-
	<u>13,068,617</u>	<u>3,698,286</u>	<u>23,214,331</u>	<u>12,988,602</u>

(b) Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholder and to maintain an optimal capital structure to reduce the cost of capital. The Group obtains its financing from its related companies and individuals, immediate holding company, immediate holding company, ultimate holding company, non-controlling interests, banks, issuance of guaranteed notes and issuance of perpetual capital securities.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(b) Capital risk management (Continued)

The Group monitors its capital on the basis of the net debt to equity ratio. Net debt is calculated as total bank and other borrowings (including “current and non-current bank borrowings” and “guaranteed notes”) less cash and bank balances. The net debt to equity ratio as at 31st March 2020 and 31st March 2019 is as follows:

	2020 HK\$'000	2019 HK\$'000
Bank borrowings	19,590,564	20,461,325
Guaranteed notes	12,618,383	12,734,145
	<hr/>	<hr/>
Total debts - interest bearing bank and other borrowings	32,208,947	33,195,470
Less: Cash and bank balances	(15,646,023)	(17,670,671)
	<hr/>	<hr/>
Net debt	16,562,924	15,524,799
	<hr/> <hr/>	<hr/> <hr/>
Equity attributable to owners of the Company and holders of perpetual capital securities	104,849,576	105,332,225
	<hr/> <hr/>	<hr/> <hr/>
Net debt to equity ratio	15.80%	14.74%
	<hr/> <hr/>	<hr/> <hr/>

Increase in net debt to equity ratio is mainly resulted from cash outflow for acquisition of investment properties partially offset by cash flow from joint ventures, which engaged in properties development business.

(c) Fair value estimation

(i) Financial instruments carried at fair value

The financial instruments are measured in the consolidated balance sheet at fair value in accordance with IFRS 13. This requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

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

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(c) Fair value estimation (Continued)

(i) Financial instruments carried at fair value (Continued)

The following table represents the Group's financial instruments measured at fair value:

	Valuation Hierarchy			Total HK\$'000
	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	
At 31st March 2020				
Amounts due from joint ventures at fair value through profit or loss	-	-	745,691	745,691
Loans receivable at fair value through profit or loss	-	-	1,831,741	1,831,741
Financial assets at fair value through profit or loss				
- listed	8,684,003	-	-	8,684,003
- unlisted	-	449,637	12,781,987	13,231,624
Total	8,684,003	449,637	15,359,419	24,493,059
Financial liabilities at fair value through profit or loss				
- unlisted	-	(819,385)	-	(819,385)
Total	-	(819,385)	-	(819,385)

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(c) Fair value estimation (Continued)

(i) Financial instruments carried at fair value (Continued)

The following table represents the Group's financial instruments measured at fair value:
(Continued)

	Valuation Hierarchy			Total HK\$'000
	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	
At 31st March 2019				
Amounts due from joint ventures at fair value through profit or loss	-	-	638,860	638,860
Loans receivable at fair value through profit or loss	-	-	2,194,047	2,194,047
Financial assets at fair value through profit or loss				
- listed	10,310,678	-	-	10,310,678
- unlisted	-	117,033	11,505,335	11,622,368
Total	10,310,678	117,033	14,338,242	24,765,953
Financial liabilities at fair value through profit or loss				
- unlisted	-	(202,753)	-	(202,753)
Total	-	(202,753)	-	(202,753)

The fair value of financial instruments traded in active markets is based on quoted market prices at the end of the reporting period. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in level 1.

Unlisted investments are stated at fair values which are estimated using other prices observed in recent transactions or valuation techniques when the market price is not readily available. If all significant inputs required to estimate the fair value of an instrument are observable, the instrument is included in level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(c) Fair value estimation (Continued)

(i) Financial instruments carried at fair value (Continued)

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
- The fair value of forward foreign exchange contracts is determined using forward exchange rates at the balance sheet date, with the resulting value discounted back to present value.
- Other techniques, such as discounted cash flow analysis, are used to determine fair value for the remaining financial instruments.

As at 31st March 2020, financial assets at fair value through profit or loss of HK\$12,781,987,000 (2019: HK\$11,505,335,000) are measured with valuation techniques using significant unobservable inputs (level 3). It included private equity funds, unquoted direct investments, fixed income fund, venture capital fund and others which represent approximate 35%, 37%, 8%, 11% and 9% (2019: 28%, 39%, 10%, 14% and 9%) of those level 3 investments respectively.

Fair values of the unlisted funds are mainly determined based on the net asset value, representing the fair value of the fund reported by respective fund administrators and relevant factors if deemed necessary.

Fair values of unquoted direct investment are determined by the Group using valuation techniques. Such valuation techniques may consider original transaction price and take into account relevant developments since the acquisition of the investments and other factor pertinent to the valuation of the investments, with reference to recent third party transactions of comparable type of instruments and reliable indicative offers from potential buyers.

The determination of fair value is subject to the valuation policies and procedures formulated by the Group's Investment Department and the oversight of senior management committees. These policies and procedures facilitate the exercise of judgement in determining the risk characteristics of various financial instruments, discount rates, estimates of future cash flows and other factors used in the valuation process. Judgement may also be applied in adjusting prices of less readily observable external parameters. The management considers the appropriateness of the valuation model inputs, as well as the valuation result using various valuation methods and techniques generally accepted within the industry.

Details on sensitivity analysis of the Group's financial assets at fair value through profit or loss are set out on note 3(a)(i) to the consolidated financial statements.

There is no transfer between level 1, level 2 and 3 during the year.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(c) Fair value estimation (Continued)

(i) Financial instruments carried at fair value (Continued)

The following represents the changes in level 3 instruments for the year ended 31st March 2020:

	Amounts due from joint ventures at fair value through profit or loss HK\$'000	Available- for-sale financial assets HK\$'000	Financial assets at fair value through profit or loss HK\$'000	Loans receivable at fair value through profit or loss HK\$'000
At 1st April 2019	638,860	-	11,505,335	2,194,047
Additions	386,926	-	1,783,881	1,178
Repayment	(280,095)	-	-	(420,078)
Disposal	-	-	(399,757)	-
Return of capital	-	-	(989,293)	-
Fair value adjustment	-	-	-	56,594
Unrealised gains recognised in income statement	-	-	1,022,468	-
Exchange translation differences	-	-	(140,647)	-
At 31st March 2020	745,691	-	12,781,987	1,831,741
At 1st April 2018	-	9,927,842	16,783	2,530,109
Adoption of IFRS 9	583,501	(9,927,842)	9,927,842	-
Additions	189,111	-	2,467,473	-
Repayment	(133,752)	-	-	(178,334)
Disposal	-	-	(125,568)	-
Return of capital	-	-	(1,062,897)	-
Fair value adjustment	-	-	-	(157,728)
Unrealised gains recognised in income statement	-	-	291,328	-
Exchange translation differences	-	-	(9,626)	-
At 31st March 2019	638,860	-	11,505,335	2,194,047

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3 Financial risk management (Continued)

(c) Fair value estimation (Continued)

(ii) Financial instruments carried at other than fair value

The fair values of loans and other receivables at amortised cost, trade and other receivables, deposits, cash and bank balances, short-term bank loans, trade and other payables, and the amounts due from/to associates, joint ventures, investee companies, related companies and individuals, fellow subsidiary companies, an immediate holding company, immediate holding company, ultimate holding company and non-controlling interests are assumed to approximate their carrying amounts.

4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Estimate of fair value of investment properties

The fair value of investment properties is determined by using valuation technique. Details of the judgement and assumptions have been disclosed in note 14.

(ii) Estimate of fair value of financial assets at fair value through profit or loss

The fair value of financial instruments traded in active markets is based on quoted market prices as at the reporting date. The quoted market price used is the closing bid price as at the reporting date. The fair values of unlisted derivatives are based on brokers' quote and statements. The fair value of investments in funds that are not quoted in an active market is determined primarily by reference to the latest available net assets value for each fund as determined by the fund administrator of such fund. The fair value of other financial instruments that are not traded in an active market is estimated using other prices observed in recent transactions or valuation techniques when the market price is not readily available. The Group uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period, as detailed in note 3(c)(i).

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4 Critical accounting estimates and judgements (Continued)

(iii) Estimate of impairment and net realisable values of properties for sale

Management reviews the net realisable values of properties for sale at each reporting date. The net realisable values are the estimated selling price of the properties less costs to sell. Management makes estimates in determining the net realisable values. Any changes to the estimated net realisable values may cause a material adjustment to the carrying amount and result in future financial year if the actual net realisable values of the properties for sale are different than expected as a result of change in market condition.

In considering the net realisable values of these properties, the Group takes into account estimated costs to completion based on past experience and committed contracts and estimated net sales or rental value based on prevailing market conditions. Provision is made when events or changes in circumstances indicate that the carrying amounts may not be realised. The assessment requires the use of judgement and estimates.

(iv) Estimate of impairment of financial assets at amortised cost

The loss allowances for financial assets at amortised cost are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 3(a) (ii) and note 19.

(v) Income taxes

Significant estimates are required in determining provision for income taxes of the Group. There are many transactions and calculations for which the ultimate tax determination is uncertain. The Group recognises liabilities for anticipated tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax provisions.

Recognition of deferred income tax asset, which principally relates to tax losses of certain subsidiaries, depends on the management's expectation of future taxable profit that will be available against which the tax losses can be utilised. The outcome of their actual utilisation may be different.

(vi) Estimated impairment of property, plant and equipment and right-of-use assets

Property, plant and equipment and right-of-use assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset exceeds its recoverable amount. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount of an asset or a cash generating unit is determined based on the higher of its fair value less cost to sell and its value in use, calculated on the basis of management/independent professional qualified valuer's assumptions and estimates. Projection for a period of five to ten years in general may be used on the basis that a longer projection period represents the long-dated nature of the Group's hotel properties and is more appropriate reflection of the future cash flow generated from the hotel operations. Changing the key assumptions, including the discount rates or the growth rate assumptions in the cash flow projections, could materially affect the recoverable amount.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4 Critical accounting estimates and judgements (Continued)

(vii) Classification of properties

The Group determines whether a property qualifies as an investment property or property for sale. In making the judgement, the Group considers the intention of holding the property (land or building). Property held to earn rental or for capital appreciation is considered as investment property whereas property held for sale in the ordinary course of business is considered as property for sale. The Group considers each property separately in making its judgement.

5 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Directors who make strategic decisions.

Management has determined the operating segments based on these reports and analysed from a business perspective including subsidiaries, joint ventures and associates:

- Hong Kong properties (including construction services)
- PRC and overseas properties
- Financial investment
- Corporate, treasury and others

Segment assets consist primarily of property, plant and equipment, investment properties, right-of-use assets, land use rights, joint ventures, associates, financial assets at fair value through profit or loss, loans and other receivables, amounts due from investee companies, properties for sale, trade and other receivables, deposits and prepayments and cash and bank balances. Other assets comprise mainly prepaid tax and deferred income tax assets.

Segment liabilities comprise operating liabilities. Other liabilities include amount due to immediate holding company, tax payable, bank and other borrowings and deferred income tax liabilities.

Capital expenditure comprises additions to non-current assets other than the financial instruments and deferred income tax assets.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 Segment reporting (Continued)

The segment results for the year ended 31st March 2020 are as follows:

	<u>The Company and its subsidiaries</u>				<u>Joint ventures</u>		<u>Associates</u>		<u>Total</u>	
	Revenue recognised at a point in time HK\$'000	Revenue recognised over time HK\$'000	Revenue from other sources HK\$'000	Results HK\$'000	Share of revenue HK\$'000	Share of results HK\$'000	Share of revenue HK\$'000	Share of results HK\$'000	Segment revenue HK\$'000	Segment results HK\$'000
Hong Kong properties	2,285,316	278,383	721,269	256,888	1,674,455	689,303	136,846	(165,905)	5,096,269	780,286
PRC and overseas properties	127,567	235,535	929,179	268,260	51,577	(267,063)	192,787	163,241	1,536,645	164,438
Financial investment	-	-	1,411,596	915,879	182	342	7,420	(13,146)	1,419,198	903,075
Corporate, treasury and others	-	-	-	(28,900)	-	-	-	-	-	(28,900)
	<u>2,412,883</u>	<u>513,918</u>	<u>3,062,044</u>	<u>1,412,127</u>	<u>1,726,214</u>	<u>422,582</u>	<u>337,053</u>	<u>(15,810)</u>	<u>8,052,112</u>	<u>1,818,899</u>
Segment results										1,818,899
Finance income, net										680,997
Profit before income tax										2,499,896
Income tax expense										(217,517)
Profit for the year										<u>2,282,379</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 Segment reporting (Continued)

The segment results for the year ended 31st March 2019 are as follows:

	<u>The Company and its subsidiaries</u>				<u>Joint ventures</u>		<u>Associates</u>		<u>Total</u>	
	Revenue recognised at a point in time HK\$'000	Revenue recognised over time HK\$'000	Revenue from other sources HK\$'000	Results HK\$'000	Share of revenue HK\$'000	Share of results HK\$'000	Share of revenue HK\$'000	Share of results HK\$'000	Segment revenue HK\$'000	Segment results HK\$'000
Hong Kong properties	10,524,883	331,574	584,194	3,446,594	4,154,465	2,042,349	647,641	431,115	16,242,757	5,920,058
PRC and overseas properties	158,897	265,779	980,201	1,045,563	18,129	(522,374)	195,088	100,203	1,618,094	623,392
Financial investment	-	-	686,841	189,319	314	(3,346)	5,951	(18,268)	693,106	167,705
Corporate, treasury and others	-	-	-	(36,064)	-	-	-	-	-	(36,064)
	<u>10,683,780</u>	<u>597,353</u>	<u>2,251,236</u>	<u>4,645,412</u>	<u>4,172,908</u>	<u>1,516,629</u>	<u>848,680</u>	<u>513,050</u>	<u>18,553,957</u>	<u>6,675,091</u>
Segment results										6,675,091
Finance income, net										166,541
Profit before income tax										6,841,632
Income tax expense										(584,176)
Profit for the year										<u>6,257,456</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 Segment reporting (Continued)

The segment assets and liabilities as at 31st March 2020 are as follows:

	The Company and its subsidiaries HK\$'000	Joint ventures HK\$'000	Associates HK\$'000	Total assets HK\$'000	Total liabilities HK\$'000
Hong Kong properties	71,798,670	8,727,207	4,802,166	85,328,043	(15,623,832)
PRC and overseas properties	35,759,684	2,499,786	2,384,203	40,643,673	(2,265,655)
Financial investment	24,550,681	2,921	32,436	24,586,038	(713,974)
Corporate, treasury and others	9,962,556	-	-	9,962,556	(1,043,082)
	<u>142,071,591</u>	<u>11,229,914</u>	<u>7,218,805</u>	<u>160,520,310</u>	<u>(19,646,543)</u>
Deferred income tax assets				269,159	-
Prepaid tax				143,740	-
Bank and other borrowings				-	(32,208,947)
Amount due to ultimate holding company				-	(209,610)
Deferred income tax liabilities				-	(3,047,849)
Tax payable				-	(648,065)
Consolidated total assets/(liabilities)				<u>160,933,209</u>	<u>(55,761,014)</u>

The segment assets and liabilities as at 31st March 2019 are as follows:

	The Company and its subsidiaries HK\$'000	Joint ventures HK\$'000	Associates HK\$'000	Total assets HK\$'000	Total liabilities HK\$'000
Hong Kong properties	70,961,636	9,080,392	5,040,008	85,082,036	(13,188,057)
PRC and overseas properties	31,754,346	2,699,486	2,281,485	36,735,317	(1,095,930)
Financial investment	24,846,498	2,610	237,688	25,086,796	(991,902)
Corporate, treasury and others	12,742,354	-	-	12,742,354	(900,172)
	<u>140,304,834</u>	<u>11,782,488</u>	<u>7,559,181</u>	<u>159,646,503</u>	<u>(16,176,061)</u>
Deferred income tax assets				234,517	-
Prepaid tax				83,580	-
Bank and other borrowings				-	(33,195,470)
Amount due to ultimate holding company				-	(619,742)
Deferred income tax liabilities				-	(3,066,076)
Tax payable				-	(944,375)
Consolidated total assets/(liabilities)				<u>159,964,600</u>	<u>(54,001,724)</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5 Segment reporting (Continued)

The Group's depreciation and amortisation and additions to non-current assets other than financial instruments and deferred income tax assets are as follows:

	<u>Depreciation and amortisation</u>		<u>Additions to non-current assets</u>	
	For the year ended 31st March		For the year ended 31st March	
	2020	2019	2020	2019
	HK\$'000	HK\$'000	HK\$'000	HK\$'000
Hong Kong properties	94,301	84,558	2,146,964	2,146,485
PRC and overseas properties	78,522	83,677	5,290,579	220,135
Financial investment	7,198	295	58,049	833
Corporate, treasury and others	10,983	1,292	42,168	11,987
	<u>191,004</u>	<u>169,822</u>	<u>7,537,760</u>	<u>2,379,440</u>

The following is an analysis of the Group's revenue by geographical areas in which the customer/operations are located, irrespective of the origin of the goods/services:

	For the year	For the year
	ended	ended
	31st March	31st March
	2020	2019
	HK\$'000	HK\$'000
Hong Kong	4,696,565	12,127,492
The PRC	1,091,595	1,168,117
Overseas	200,685	236,760
	<u>5,988,845</u>	<u>13,532,369</u>

The following is an analysis of the Group's non-current assets other than financial instruments and deferred income tax assets by areas in which the business operations/assets are located.

	As at	As at
	31st March	31st March
	2020	2019
	HK\$'000	HK\$'000
Hong Kong	54,338,334	58,072,686
The PRC	26,154,405	24,859,599
Overseas	8,693,505	6,666,776
	<u>89,186,244</u>	<u>89,599,061</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

6 Revenue

	2020 HK\$'000	2019 HK\$'000
Sale of properties	2,218,948	10,450,547
Gross rental income	1,561,398	1,537,279
Construction revenue	7,846	11,335
Hotel revenue	410,794	536,640
Property management fee income	289,214	282,611
Dividend income from investments	1,318,016	513,543
Interest income from debt and convertible securities and loans receivable classified as financial assets at fair value through profit or loss	182,629	200,414
	<u>5,988,845</u>	<u>13,532,369</u>

7 Other income and (losses)/gains, net

	2020 HK\$'000	2019 HK\$'000
Net gain/(loss) on financial assets at fair value through profit or loss (note (a))	53,674	(320,945)
Unrealised gain/(loss) on loans receivable at fair value through profit or loss (note 19(c))	56,594	(157,728)
Net (loss)/gain on derivatives (note (b))	(1,971)	207,974
Net (loss)/gain on disposal/liquidation of subsidiaries	(28,843)	982,070
Net gain on disposal of property, plant and equipment	397	1,430
Net gain on disposal of investment properties (note (c))	-	170,418
Net provision for loss allowances of financial assets (note (d))	(529,980)	(203,554)
Net exchange (loss)/gain	(208,509)	33,457
Others	204,573	242,111
	<u>(454,065)</u>	<u>955,233</u>

Notes:

- (a) The amount comprised realised gain of HK\$246,406,000 (2019: HK\$54,840,000) and unrealised loss of HK\$192,732,000 (2019: HK\$375,785,000) on financial assets at fair value through profit or loss.
- (b) The amount comprised realised gain of HK\$281,605,000 (2019: HK\$283,551,000) and unrealised loss of HK\$283,576,000 (2019: HK\$75,577,000) on derivatives.
- (c) The amount represented net disposal gain of investment properties with total consideration amounted to HK\$399,821,000 less cost of properties sold of HK\$229,403,000 (including net fair value gain of investment properties recognised in previous years of HK\$86,799,000) for the year ended 31st March 2019.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7 Other income and (losses)/gains, net (Continued)

Notes: (Continued)

(d) The amount comprised net provision for loss allowances of trade receivables of HK\$59,287,000 (2019: HK\$659,000) and loans receivables of HK\$546,985,000 (2019: write-back of provision of HK\$944,000). The amount also comprised a write-back of provision for loss allowances of other receivables of HK\$76,292,000 (2019: provision of HK\$203,839,000).

8 Operating profit

Operating profit is arrived at after charging/(crediting):

	2020 HK\$'000	2019 HK\$'000
Cost of properties sold	1,381,995	8,476,408
(Write-back)/cost of construction works	(14,178)	27,403
Hotel direct costs	183,055	217,253
Outgoings in respect of rental income	306,168	296,367
Depreciation and amortisation of		
- property, plant and equipment (note 13)	149,076	156,849
- right-of-use assets - leasehold land and land use right	31,021	-
- right-of-use assets - buildings	10,907	-
- land use rights (note 16)	-	12,973
Staff costs (note 9)	909,200	725,438
Marketing and selling expenses	170,490	141,806
Short-term and low-value leases expenses	21,788	-
Rental expense under operating lease	-	24,352
	<u> </u>	<u> </u>

9 Staff costs and key management compensation

	2020 HK\$'000	2019 HK\$'000
Staff costs		
- wages, salaries and allowances and benefits in kind	1,068,804	1,052,483
- retirement benefit costs - defined contribution schemes	25,475	41,308
	<u> </u>	<u> </u>
Total staff costs incurred for the year	1,094,279	1,093,791
Less: amount capitalised to investment properties and properties for sale under development	(185,079)	(368,353)
	<u> </u>	<u> </u>
Amount directly charged to the consolidated income statement	909,200	725,438
	<u> </u>	<u> </u>
Including:		
Key management compensation		
- wages, salaries and allowances and benefits in kind	214,254	198,840
- retirement benefit costs - defined contribution schemes	2,350	1,398
	<u> </u>	<u> </u>
Total key management compensation incurred for the year	216,604	200,238
	<u> </u>	<u> </u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10 Finance income, net

	2020 HK\$'000	2019 HK\$'000
Interest income on		
- amount due from		
- joint ventures	31,417	37,220
- associates	111,119	96,127
- investee company	1,157	1,078
- bank deposits	400,878	260,063
- loans and other receivables	263,838	135,549
- others	29,428	16,801
	<u>837,837</u>	<u>546,838</u>
	-----	-----
Interest expenses on		
- bank borrowings	(572,581)	(687,256)
- guaranteed notes	(545,939)	(462,107)
- amount due to non-controlling interest	(86,768)	(87,900)
- lease liabilities	(4,374)	-
- others	(6,456)	(5,836)
	<u>(1,216,118)</u>	<u>(1,243,099)</u>
Total finance costs incurred	(1,216,118)	(1,243,099)
Less: amount capitalised to investment properties and properties for sale under development	914,952	921,790
	<u>(301,166)</u>	<u>(321,309)</u>
	-----	-----
Total finance costs expensed during the year	(301,166)	(321,309)
	<u>536,671</u>	<u>225,529</u>
Interest income, net	536,671	225,529
Other finance charges	(38,573)	(54,049)
Net exchange gain/(loss) on financing activities	182,899	(4,939)
	<u>680,997</u>	<u>166,541</u>
Finance income, net	<u>680,997</u>	<u>166,541</u>

The weighted average capitalised interest rate applied to general borrowings used for the investment properties and properties for sale under development is 3.89% (2019: 3.48%) per annum.

11 Income tax expense

Hong Kong profits tax has been provided at the rate of 16.5% (2019: 16.5%) on the estimated assessable profits for the year. Subsidiaries established and operated in the PRC are subject to corporate income tax at the rate of 25% (2019: 25%). Taxation on overseas profits has been calculated on the estimated assessable profits for the year at the rates of taxation prevailing in the countries in which the Group operates.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11 Income tax expense (Continued)

Withholding tax is levied on profit distribution or dividend income upon declaration or remittance at the rates of taxation prevailing in the PRC and overseas countries.

The amount of income tax charged/(credited) to the consolidated income statement represents:

	2020 HK\$'000	2019 HK\$'000
Current income tax		
Hong Kong profits tax		
- provision for current year	124,385	431,125
- over provision in prior years	(98,062)	(386)
PRC income tax		
- provision for current year	6,239	3,088
- under provision in prior years	-	52
Overseas profits tax		
- provision for current year	35,848	6,505
- (over)/under provision in prior years	(539)	2,166
Withholding tax	21,693	31,028
Deferred income tax (note 28)	127,953	110,598
	<u>217,517</u>	<u>584,176</u>

The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the tax rate of Hong Kong, the principal place where the Group operates, as follows:

	2020 HK\$'000	2019 HK\$'000
Profit before income tax	2,499,896	6,841,632
Less: share of results of		
- joint ventures	(422,582)	(1,516,629)
- associates	15,810	(513,050)
	<u>2,093,124</u>	<u>4,811,953</u>
Calculated at a tax rate of 16.5% (2019: 16.5%)	345,365	793,972
Effect of different tax rates in other countries	39,596	64,606
Income not subject to tax	(907,368)	(809,235)
Expenses not deductible for tax purposes	508,674	440,168
(Over)/under provision in prior years	(98,601)	1,832
Withholding tax	21,693	31,028
Tax losses not recognised	339,083	77,072
Others	(30,925)	(15,267)
Income tax expense	<u>217,517</u>	<u>584,176</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11 Income tax expense (Continued)

The Group's share of income tax expense of joint ventures and associates for the year ended 31st March 2020 totalling HK\$186,790,000 (2019: HK\$368,623,000) is included in the consolidated income statement as share of results of joint ventures and associates.

Deferred income tax assets are recognised for tax loss carried forwards and deductible temporary differences to the extent that realisation of the related tax benefit through future taxable profits is probable. As at 31st March 2020, the Group has unrecognised tax losses of HK\$3,546,748,000 (2019: HK\$2,216,795,000) to carry forward against future taxable profits. Unrecognised tax losses of HK\$2,577,582,000 as at 31st March 2020 (2019: HK\$728,870,000) have no expiry date and the remaining losses will expire at various dates up to and including 2024 (2019: 2023).

12 Dividends

	2020 HK\$'000	2019 HK\$'000
Dividend paid of HK\$0.0145 per share (2019: HK\$nil)	909,781	-

On 2nd April 2020, the directors of the Company resolved that a dividend of HK\$0.17 per share, totalling HK\$1,084,020,000 to be paid on 20th April 2020. The aggregated amount is not recognised as a liability as at 31st March 2020.

13 Property, plant and equipment

	Land and building HK\$'000	Furniture, fixture, equipment and motor vehicles HK\$'000	Total HK\$'000
At 1st April 2018			
Cost	3,099,179	808,747	3,907,926
Accumulated depreciation	(409,912)	(398,403)	(808,315)
Net book amount	<u>2,689,267</u>	<u>410,344</u>	<u>3,099,611</u>
Year ended 31st March 2019			
Opening net book amount	2,689,267	410,344	3,099,611
Additions	-	47,793	47,793
Disposals, cost adjustment and write-off	-	(10,881)	(10,881)
Charge for the year	(85,312)	(71,537)	(156,849)
Exchange difference	(86,221)	(15,239)	(101,460)
Closing net book amount	<u>2,517,734</u>	<u>360,480</u>	<u>2,878,214</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

13 Property, plant and equipment (Continued)

	Land and building HK\$'000	Furniture, fixture, equipment and motor vehicles HK\$'000	Total HK\$'000
At 31st March 2019			
Cost	3,001,239	784,265	3,785,504
Accumulated depreciation	(483,505)	(423,785)	(907,290)
Net book amount	<u>2,517,734</u>	<u>360,480</u>	<u>2,878,214</u>
Year ended 31st March 2020			
Opening net book amount	2,517,734	360,480	2,878,214
Adoption of IFRS 16 (note 2(a)(i))	(548,867)	-	(548,867)
At 1st April	1,968,867	360,480	2,329,347
Additions	-	76,992	76,992
Disposals, impairment and write-off	(4,091)	(749)	(4,840)
Charge for the year	(71,760)	(77,316)	(149,076)
Exchange difference	(40,905)	(17,738)	(58,643)
Closing net book amount	<u>1,852,111</u>	<u>341,669</u>	<u>2,193,780</u>
At 31st March 2020			
Cost	2,279,086	801,981	3,081,067
Accumulated depreciation	(426,975)	(460,312)	(887,287)
Net book amount	<u>1,852,111</u>	<u>341,669</u>	<u>2,193,780</u>

14 Investment properties

	2020 HK\$'000	2019 HK\$'000
Completed investment properties	42,148,077	41,595,499
Investment properties under development	32,328,888	28,181,280
Total	<u>74,476,965</u>	<u>69,776,779</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 Investment properties (Continued)

	Hong Kong residential HK\$'000	Overseas residential HK\$'000	Hong Kong commercial HK\$'000	Overseas commercial HK\$'000	PRC commercial HK\$'000	Total HK\$'000
At 1st April 2019	4,837,599	472,088	37,846,000	6,055,664	20,565,428	69,776,779
Adoption of IFRS 16 (note 2(a)(i))	-	-	-	-	156,323	156,323
At 1st April 2019, as restated	4,837,599	472,088	37,846,000	6,055,664	20,721,751	69,933,102
Additions	5,061	-	2,134,925	1,767,169	2,777,299	6,684,454
Net change in fair values	(32,860)	(11,160)	(349,125)	56,878	(81,174)	(417,441)
Exchange differences	-	(30,273)	-	(403,131)	(1,289,746)	(1,723,150)
At 31st March 2020	4,809,800	430,655	39,631,800	7,476,580	22,128,130	74,476,965
At 1st April 2018	4,376,750	503,629	42,489,850	6,509,512	21,637,857	75,517,598
Additions	321,041	-	1,801,427	93,820	50,047	2,266,335
Net change in fair values	139,808	(549)	64,723	239,463	314,851	758,296
Disposal	-	(9,115)	(6,510,000)	-	-	(6,519,115)
Transfer to assets classified as held-for-sale (note 25)	-	-	-	(348,280)	-	(348,280)
Exchange differences	-	(21,877)	-	(438,851)	(1,437,327)	(1,898,055)
At 31st March 2019	4,837,599	472,088	37,846,000	6,055,664	20,565,428	69,776,779

The Group's investment properties at their carrying amounts are analysed as follows:

	2020 HK\$'000	2019 HK\$'000
In Hong Kong, held on leases of between 10 to 50 years	41,741,600	40,283,599
over 50 years	2,700,000	2,400,000
	<u>44,441,600</u>	<u>42,683,599</u>
In the PRC and overseas		
Freehold	7,904,188	6,524,193
Leases of between 10 to 50 years	22,128,130	20,565,427
Leases over 50 years	3,047	3,560
	<u>30,035,365</u>	<u>27,093,180</u>
	<u>74,476,965</u>	<u>69,776,779</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 Investment properties (Continued)

Leasing arrangements

The investment properties are leased to tenants under operating leases.

Risk management strategy on leases of investment properties are set out in note 3(a)(ii).

Minimum lease payments receivable on leases of investment properties are set out in note 34. None of the leases include significant variable rentals.

Valuation processes of the Group

As at 31st March 2020, the Group's investment properties were valued by independent professional valuers - Knight Frank Petty Limited, Savills and DTZ Cushman & Wakefield.

Fair value of the Group's investment properties are categorised as level 3 measurement in the three-level fair value hierarchy. During the year, there is no transfer between level 1, level 2 and level 3.

The Group's finance department reviews the valuations performed by the independent valuers and report directly to senior management of the Group. Discussion of valuation processes and results are held between the management and valuers at least once every six months, in line with the Group's interim and annual report dates. At each financial year end, the Finance and Project Development Departments:

- verify all major inputs to the independent valuation report;
- assess property valuation movements when compared to the prior year valuation report;
and
- hold discussions with the independent valuer.

Valuation techniques

Fair values of investment properties in Hong Kong, the PRC and overseas are generally derived using the income capitalisation method and wherever appropriate, by direct comparison method. Income capitalisation method is based on the capitalisation of the net income and reversionary income potential by adopting appropriate capitalisation rates, which are derived from analysis of sale transactions and valuers' interpretation of prevailing investor requirements or expectations.

The prevailing market rents adopted in the valuation have reference to recent lettings, within the subject properties and other comparable properties. Direct comparison method is based on comparing the property to be valued directly with other comparable properties, which have recently transacted. However, given the heterogeneous nature of real estate properties, appropriate adjustments are usually required to allow for any qualitative differences that may affect the price likely to be achieved by the property under consideration.

Fair values of certain completed investment properties in the PRC are derived using the discounted cash flow method, or a combination of discounted cash flow method and income capitalisation method or direct comparison method. The net present value of the income stream is estimated by applying an appropriate discount rate which reflects the risk profile.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

14 Investment properties (Continued)

Valuation techniques (Continued)

Fair values of properties under development in Hong Kong and properties under redevelopment in overseas are generally derived using the residual method. This valuation method is essentially a means of valuing the completed properties by reference to its development potential by deducting estimated development costs together with developer's profit and risk from the estimated capital value of the proposed development assuming completed as at the date of valuation.

Significant unobservable inputs used to determine fair value

Capitalisation rates are estimated by valuers based on the risk profile of the investment properties being valued. The higher the rates, the lower the fair value. As at 31st March 2020, capitalisation rates of 2.0% to 4.8% (2019: 2.0% to 4.8%), 3.8% to 5.3% (2019: 3.8% to 5.3%) and 2.5% to 4.6% (2019: 4.3% to 5.3%) are used for investment properties in Hong Kong, PRC and overseas respectively in the income capitalisation method.

Discount rates are estimated by valuers based on the risk profile of the investment properties being valued. The higher the rates, the lower the fair value. As at 31st March 2020, discount rates of 5.0% to 7.8% (2019: 5.0% to 7.8%) are used for investment properties in the PRC in the discounted cash flow method.

Prevailing market rents are estimated based on valuers' view of recent lettings, within the subject properties and other comparable properties. The lower the rents, the lower the fair value. As at 31st March 2020, rental value of HK\$11 to HK\$157 (2019: HK\$12 to HK\$165) per square feet per month, HK\$6 to HK\$97 (2019: HK\$6 to HK\$93) per square feet per month and HK\$40 to HK\$68 (2019: HK\$52 to HK\$73) per square feet per month are used for Hong Kong, PRC and overseas respectively.

Estimated costs to completion, developer's profit and risk margins of 5% to 15% (2019: 5% to 15%) required are estimated by valuers based on market conditions as at 31st March 2020 for investment properties under development. The estimates are largely consistent with the budgets developed internally by the Group based on management's experience and knowledge of market conditions. The higher the costs and the margins, the lower the fair value.

15 Right-of-use assets

	As at 31st March 2020 HK\$'000	As at 1st April 2019* HK\$'000
Leasehold land and land-use right	835,951	918,087
Buildings	54,517	23,223
	<u>890,468</u>	<u>941,310</u>

* Balances were recognised and reclassified according to IFRS16. Details are disclosed in note (2)(a).

The Group obtains right to control the use of land-use right and various land and buildings for a period of time through lease arrangements. Lease arrangements for buildings are negotiated on an individual basis and obtain a wide range of different terms and conditions including lease payments and lease terms ranging from 2 to 7 years. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

15 Right-of-use assets (Continued)

During the year ended 31st March 2020, additions to the right-of-use assets and lease liabilities were HK\$42,786,000. The total cash outflow for leases was HK\$37,800,000 for the year ended 31st March 2020.

16 Land use rights

	2020 HK\$'000	2019 HK\$'000
Opening net book amount	369,220	409,333
Adoption of IFRS 16 (note 2(a)(i))	(369,220)	-
Amortisation	-	(12,973)
Exchange differences	-	(27,140)
	<hr/>	<hr/>
Closing net book amount	-	369,220
	<hr/> <hr/>	<hr/> <hr/>

The Group's land use rights represent prepaid operating lease payments and their net book values. The land use rights were held on leases between 10 to 50 years in the PRC.

17 Joint ventures

	2020 HK\$'000	2019 HK\$'000
Share of net assets	8,200,649	7,922,608
Amounts due from joint ventures at amortised cost (note 2(a)(i) and note 19 (d))	-	3,221,020
Amounts due from joint ventures at fair value through profit or loss (note 2(a)(i) and note 19 (e))	-	638,860
	<hr/>	<hr/>
	8,200,649	11,782,488
Amounts due within one year included in current assets (note 2(a)(i) and note 19 (d) & (e) and note 22)	-	(2,455,994)
	<hr/>	<hr/>
	8,200,649	9,326,494
	<hr/> <hr/>	<hr/> <hr/>
Amounts due to joint ventures (note 30)	(4,542,509)	(4,026,223)
	<hr/> <hr/>	<hr/> <hr/>

Details of the principal joint ventures as at 31st March 2020 are shown in note 38 to the consolidated financial statements.

The financial information below, after making adjustments to conform to the Group's significant accounting policies, represents the Group's interest in respective joint ventures. Management considers there are no material joint ventures to the Group.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

17 Joint ventures (Continued)

	Non-current assets HK\$'000	Current assets HK\$'000	Non-current liabilities HK\$'000	Current liabilities HK\$'000	Revenue HK\$'000	Profit after income tax HK\$'000
2020	5,249,728	8,139,361	(3,544,135)	(1,644,305)	1,726,214	422,582
2019	2,236,956	8,666,978	(1,190,707)	(1,790,619)	4,172,908	1,516,629

18 Associates

	2020 HK\$'000	2019 HK\$'000
Share of net assets	3,424,382	3,993,154
Amounts due from associates at amortised cost (note 2(a)(i) and note 19 (f))	-	3,566,027
	<u>3,424,382</u>	<u>7,559,181</u>
Amounts due within one year included in current assets (note 2(a)(i) and note 22)	-	(310,827)
	<u>3,424,382</u>	<u>7,248,354</u>
Amount due to associates (note 30)	(125,892)	(1,063,239)

Details of the principal associates as at 31st March 2020 are shown in note 38 to the consolidated financial statements.

The financial information below, after making adjustments to conform to the Group's significant accounting policies, represents the Group's interest in respective associates. Management considers there are no material associates to the Group.

	Non-current assets HK\$'000	Current assets HK\$'000	Non-current liabilities HK\$'000	Current liabilities HK\$'000	Revenue HK\$'000	Profit after income tax HK\$'000
2020	7,721,244	1,761,276	(5,267,013)	(791,125)	337,053	(15,810)
2019	7,552,247	1,953,351	(4,376,828)	(1,135,616)	848,680	513,050

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

19 Loans and other receivables

	2020 HK\$'000	2019 HK\$'000
Loans receivable at amortised cost		
- secured loans (note (a))	3,152,022	3,257,627
- unsecured loans (note (b))	137,369	51,024
Loans receivable at fair value through profit or loss (note (c))	1,831,741	2,194,047
Amounts due from joint ventures		
- at amortised cost (note (d))	2,283,574	-
- at fair value through profit or loss (note (e))	745,691	-
Amounts due from associates at amortised cost (note (f))	3,794,423	-
Other receivables (note 32 (b)(iii))	813,191	-
	<u>12,758,011</u>	<u>5,502,698</u>
Less: current portion of loans receivable		
- at amortised cost (note 22)	(1,275,840)	(1,381,573)
- at fair value through profit or loss (note 22)	(88,770)	(43,425)
amounts due from joint ventures (note (d) and note 22)	(306,926)	-
amounts due from associates (note 22)	(380,023)	-
	<u>10,706,452</u>	<u>4,077,700</u>

Notes:

- (a) The balance mainly includes an amount of HK\$1,875,000,000 (2019: HK\$1,875,000,000) which carries interest at prevailing market rate and is repayable in June 2022; an amount of HK\$499,500,000 (2019: HK\$nil) after provision of HK\$207,000,000 (2019: HK\$nil), which carries interest at 10% (2019: HK\$nil) per annum and was repayable in April 2020; and an amount of HK\$775,450,000 (2019: HK\$784,985,000) which carries interest at 12.5% (2019: 12%) per annum and was originally repayable in May 2020 and the maturity date was subsequently extended for six months to November 2020. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	2,374,500	1,875,000
US dollar	777,522	1,382,627
	<u>3,152,022</u>	<u>3,257,627</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

19 Loans and other receivables (Continued)

Notes: (Continued)

- (b) The balance includes an amount of HK\$20,161,000 (2019: HK\$51,024,000) after provision of HK\$30,243,000 (2019: HK\$nil), which carries interest at prevailing market rate and is repayable in June 2023, an amount of HK\$116,318,000 (2019: HK\$nil) which carries interest at 12% (2019: HK\$nil) per annum and is repayable in July 2029 and an amount of HK\$890,000 (2019: HK\$nil) which is interest free and repayable on February 2021. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	890	-
US dollar	136,479	51,024
	<u>137,369</u>	<u>51,024</u>

- (c) As at 31st March 2020, loans receivable at fair value through profit or loss are interest free for the initial two or three years and subsequently bear interest at variable interest rate. The fair value is calculated based on cash flows discounted using prevailing market rates and the repayment date estimated by the Group. Interest income from the loans receivable at fair value through profit or loss of HK\$41,816,000 (2019: HK\$23,105,000) and unrealised gain on loans receivable of HK\$56,594,000 (2019: loss of HK\$157,728,000) (note 7) are recognised in the consolidated income statement.

- (d) Included in the amounts due from joint ventures is a loan facility of RMB2,500 million (equivalent to HK\$2,751 million) granted to a PRC property developer (“Borrower”) for a residential and commercial property development project in Foshan.

As at 31st March 2019, total outstanding balance was RMB1,844 million (equivalent to HK\$2,161 million) after provision of RMB336 million (equivalent to HK\$394 million). During the year ended 31st March 2020, RMB200 million (equivalent to HK\$218 million) was received.

On 28th May 2020, the Group has signed a term sheet (the “Term Sheet”) with the Borrower which outlined a repayment plan and schedule with last repayment on 31st December 2021. According to the Term Sheet, the loan will be additionally secured by pledges of shares of a PRC company which held a piece of land in the PRC.

Present value of expected repayment is not sufficient to cover the outstanding loan balance. As a result, additional provision of RMB280 million (equivalent to HK\$310 million) was made during the year, resulting a total net loan receivable balance of RMB1,364 million (equivalent to HK\$1,490 million) as at 31st March 2020.

Subsequent to year end, RMB25 million (equivalent to HK\$27 million) scheduled repayment was further received, total net loan receivable balance reduced to RMB1,339 million (equivalent to HK\$1,463 million).

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

19 Loans and other receivables (Continued)

Notes: (Continued)

(d) (Continued)

As at 31st March 2020, except for HK\$306,945,000 (2019: HK\$752,254,000) which is interest free, an amount of HK\$486,556,000 (2019: HK\$307,641,000) carries interest at 4.25% (2019: 3.5%) per annum. The balances are unsecured and have no fixed term of repayment.

The balance are denominated in the following currencies:

	2020 HK\$'000	2019* HK\$'000
HK dollar	551,660	587,558
RMB	1,731,914	2,384,131
US dollar	-	249,331
	<u>2,283,574</u>	<u>3,221,020</u>

* Balances were classified as joint ventures (note 17). Details are disclosed in note 2(a)(i).

(e) The fair value of amounts due from joint ventures at fair value through profit or loss is determined based on cash flows discounted using prevailing market rates and the repayment date estimated by the Group.

The balance includes an amount of HK\$322,656,000 (2019: HK\$175,729,000) which carries interest at prevailing market rates and an amount of HK\$423,035,000 (2019: HK\$463,131,000) which carries interest at fixed rate ranged from 2.9% to 2.95% (2019: 2.2%) per annum. For comparative figures, please refer to note 17.

(f) As at 31st March 2020, except for HK\$378,487,000 (2019: HK\$309,309,000) which is interest free, HK\$1,536,000 (2019: HK\$1,518,000) and HK\$3,414,400,000 (2019: HK\$3,255,200,000) bear interest at prevailing market rate and fixed rate of 3.3% (2019: 3.2%) per annum respectively. The balances are unsecured, have no fixed term of repayment and mainly denominated in HK dollar.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20 Amounts due from/to investee companies

	2020 HK\$'000	2019 HK\$'000
Amounts due from investee companies (note (a))	48,082	45,939
Amounts due within one year included in current assets (note 22)	(504)	(504)
	<u>47,578</u>	<u>45,435</u>
Amounts due to investee companies (note (b) and note 30)	<u>9,118</u>	<u>9,118</u>

Notes:

- (a) As at 31st March 2020, the amounts due from investee companies of HK\$44,737,000 (2019: HK\$42,699,000) bear interest at prevailing market rates and have no fixed terms of repayment. The remaining balance of HK\$3,345,000 (2019: HK\$3,240,000) (net of provision for loss allowance of HK\$234,357,000 (2019: HK\$234,462,000)) are interest free. The balances are unsecured and denominated in HK dollar.
- (b) The amounts due to investee companies are unsecured, interest free and has no fixed term of repayment. The balances are denominated in HK dollar.

21 Properties for sale

	2020 HK\$'000	2019 HK\$'000
Completed properties	8,521,698	9,958,648
Under development	6,696,027	5,457,254
	<u>15,217,725</u>	<u>15,415,902</u>
The carrying value of properties for sale comprised:		
In Hong Kong		
- leases of between 10 to 50 years	13,355,164	13,369,399
- leases of over 50 years	1,855,790	1,855,790
In the PRC and overseas		
- leases of between 10 to 50 years	-	181,345
- leases of over 50 years	6,771	9,368
	<u>15,217,725</u>	<u>15,415,902</u>

As at 31st March 2020, properties under development of HK\$3,589,936,000 (2019: HK\$5,457,254,000) are not expected to be recovered within 12 months.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22 Trade and other receivables, deposits and prepayments

	2020 HK\$'000	2019 HK\$'000
Trade receivables (notes (a))	359,711	198,249
Less: Provision for loss allowance of trade receivables	(59,287)	(918)
	<hr/>	<hr/>
Trade receivables, net of provision (notes (b))	300,424	197,331
Other receivables and deposits (note (b))	3,067,262	2,842,072
Interest receivable (note (b))	85,911	97,772
Stakeholder's account	835,974	1,859,055
Prepayments	127,565	103,032
Contract cost assets	239,773	96,603
Loans receivable at amortised cost (note 19)	1,275,840	1,381,573
Loans receivable at fair value through profit or loss (note 19)	88,770	43,425
Amounts due from fellow subsidiary companies (note (c))	10,109	6,947
Amounts due from joint ventures (note 19)	306,926	2,455,994
Amounts due from associates (note 19)	380,023	310,827
Amounts due from investee companies (note 20)	504	504
Amounts due from non-controlling interests (note (d))	93,292	93,292
Amounts due from related companies (note (e))	3,956	22,949
Amount due from an immediate holding company (note (f))	652,305	1,037,354
Amount due from ultimate holding company (note (g))	7,657	7,678
	<hr/>	<hr/>
	<u>7,476,291</u>	<u>10,556,408</u>

Notes:

- (a) The Group applies the IFRS 9 simplified approach to measure expected credit losses which use a lifetime expected credit loss allowance for all trade receivables.

The Group has different credit policies for different business operations depending on the requirements of the markets and business in which the subsidiaries operate. The analysis of trade receivables is as follows:

	2020 HK\$'000	2019 HK\$'000
Fully performing	262,823	181,847
Under performing	96,888	16,402
	<hr/>	<hr/>
	<u>359,711</u>	<u>198,249</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22 Trade and other receivables, deposits and prepayments (Continued)

Notes: (Continued)

(a) (Continued)

Movement in the loss allowance for trade debtors during the year is as follows:

	2020 HK\$'000	2019 HK\$'000
As at the beginning of the year	918	33,038
Impairment loss recognised during the year	59,287	659
Uncollectible amount write off	(918)	(32,779)
	<u>59,287</u>	<u>918</u>
As at the end of the year	<u><u>59,287</u></u>	<u><u>918</u></u>

(b) Other classes within trade and other receivables, deposits and prepayments do not contain material impaired assets. There is no concentration of credit risk with respect to trade receivables as the customers bases are widely dispersed in different business operations.

The trade receivables, other receivables and deposits and interest receivable are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	3,037,702	2,704,027
US dollar	90,534	147,454
RMB	163,042	151,154
GBP	125,382	129,329
Others	36,937	5,211
	<u>3,453,597</u>	<u>3,137,175</u>
	<u><u>3,453,597</u></u>	<u><u>3,137,175</u></u>

(c) Amounts due from fellow subsidiary companies are unsecured, interest free and have no fixed terms of repayment. The balances are denominated in HK dollar.

(d) The balances are unsecured, interest free and have no fixed terms of repayment. The balances are denominated in HK dollar.

The amounts due from non-controlling interests are fully performing and none of them are impaired.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

22 Trade and other receivables, deposits and prepayments (Continued)

Notes: (Continued)

- (e) The balances are unsecured, interest free and have no fixed terms of repayment. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	3,956	10,399
US dollar	-	12,550
	<u>3,956</u>	<u>22,949</u>

- (f) Amount due from an immediate holding company is unsecured, interest free and have no fixed terms of repayment. The balance is denominated in HK dollar.

- (g) The balances are unsecured, interest free and have no fixed terms of repayment. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	7,331	7,336
GBP	326	342
	<u>7,657</u>	<u>7,678</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

23 Financial assets/(liabilities) at fair value through profit or loss

	2020 HK\$'000	2019 HK\$'000
<u>Equity and debt securities</u>		
Non-current assets:		
- listed in Hong Kong	253,349	-
- listed overseas	1,315,755	370,856
- unlisted in Hong Kong	170,019	186,924
- unlisted overseas	12,604,715	11,311,546
	<u>14,343,838</u>	<u>11,869,326</u>
Current assets:		
- listed in Hong Kong	2,560,818	2,625,273
- listed overseas	4,554,081	7,309,774
- unlisted overseas	7,253	6,865
	<u>7,122,152</u>	<u>9,941,912</u>
	<u>21,465,990</u>	<u>21,811,238</u>
<u>Derivative financial instruments</u>		
Current assets:		
- swap	383,669	107,203
- option	489	-
- warrant	23,764	-
- forward	41,715	9,829
- future	-	4,776
	<u>449,637</u>	<u>121,808</u>
Current liabilities:		
- swap	(491,337)	(147,529)
- option	(299,288)	(52,444)
- forward	(28,760)	(2,780)
	<u>(819,385)</u>	<u>(202,753)</u>
Representing:		
- non-current assets	14,343,838	11,869,326
- current assets	7,571,789	10,063,720
- current liabilities	(819,385)	(202,753)
Total	<u>21,096,242</u>	<u>21,730,293</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

23 Financial assets/(liabilities) at fair value through profit or loss (Continued)

The financial assets/(liabilities) at fair value through profit or loss are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	2,611,294	2,775,806
US dollar	17,525,597	17,501,556
Singapore dollar	247,008	222,500
Japanese Yen	116,320	373,571
GBP	41,846	70,666
Euro	271,880	645,679
RMB	186,487	-
Others	95,810	140,515
	<u>21,096,242</u>	<u>21,730,293</u>

24 Cash and bank balances

	2020 HK\$'000	2019 HK\$'000
Bank balances and cash	5,439,675	4,353,930
Short term bank deposits	10,206,348	13,316,741
	<u>15,646,023</u>	<u>17,670,671</u>
Representing:		
- unpledged	15,646,023	17,670,648
- restricted	-	23
	<u>15,646,023</u>	<u>17,670,671</u>

The effective interest rate on the bank deposits is 2.63% (2019: 2.51%) per annum. These deposits have an average maturity of 60 days (2019: 133 days).

Cash and bank balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	4,305,726	7,368,152
US dollar	8,570,009	8,807,976
RMB	1,363,338	1,087,991
Euro	270,961	146,543
GBP	157,534	192,624
Singapore dollar	849,687	14,404
Others	128,768	52,981
	<u>15,646,023</u>	<u>17,670,671</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

24 Cash and bank balances (Continued)

The conversion of RMB denominated balances into foreign currencies and the remittances of such foreign currencies denominated bank balances and cash out of the PRC are subject to relevant rules and regulations of foreign exchange control promulgated by the PRC government.

Cash and cash equivalents include the following for purpose of the consolidated statement of cash flows.

	2020 HK\$'000	2019 HK\$'000
Bank balances and cash	5,439,675	4,353,930
Short-term bank deposits	10,206,348	13,316,741
	<u>15,646,023</u>	<u>17,670,671</u>
Less: bank deposits with original maturities of more than three months	(1,070,981)	(3,738,699)
Less: restricted cash	-	(23)
	<u>14,575,042</u>	<u>13,931,949</u>

25 Assets classified as held-for-sale

	As at 31st March 2020 HK\$'000	As at 31st March 2019 HK\$'000
Investment properties classified as held-for-sale	<u>324,370</u>	<u>348,280</u>

On 28th December 2018, the Group entered into a sale and purchase agreement with an independent third party to disposal of its entire interests in a bare land with undetermined used in Malaysia at a consideration of Ringgit Malaysian ("RM") 181 million (equivalent to HK\$324 million (2019: HK\$348 million)). As a result, relevant investment properties of HK\$324 million (2019: HK\$348 million) are classified as held-for-sale in the consolidated financial statements. Approval of the disposal has been obtained from the government of Malaysia during the year ended 31st March 2020 and the disposal is expected to be completed during the year ending 31st March 2021. As at 31st March 2020, RM24 million (equivalent to HK\$42 million (2019: HK\$45 million)) was received as deposit.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

27 Reserves

	Exchange reserve HK\$'000	Investment revaluation reserve HK\$'000	Retained earnings HK\$'000	Merger reserve HK\$'000	Other reserves note (a) HK\$'000	Total HK\$'000
At 1st April 2019	(804,131)	-	73,006,850	(33,100,357)	(483,125)	38,619,237
Adjustment on adoption of IFRS 16 (note 2(a)(i))	-	-	59,151	-	-	59,151
As at 1st April 2019, as restated	(804,131)	-	73,066,001	(33,100,357)	(483,125)	38,678,388
Profit for the year	-	-	2,024,855	-	-	2,024,855
Dividend paid to owners of the Company (note 12)	-	-	(909,781)	-	-	(909,781)
Acquisition of non-controlling interest (note 32 (c))	-	-	-	-	(8,247)	(8,247)
Partial disposal of interest in a subsidiary (note 32 (b)(iii))	-	-	-	-	4,827	4,827
Release of exchange reserve upon disposal of interests in subsidiaries	(680)	-	-	-	-	(680)
Release of merger reserve upon liquidation of a subsidiary	-	-	(27,999)	27,999	-	-
Exchange translation differences						
- Group	(1,600,952)	-	-	-	-	(1,600,952)
- Joint ventures and associates	(50,921)	-	-	-	-	(50,921)
Share of other reserve of an associate	-	-	-	-	(13)	(13)
Transfer of statutory reserve of an associate	-	-	(5,594)	-	5,594	-
At 31st March 2020	(2,456,684)	-	74,147,482	(33,072,358)	(480,964)	38,137,476
As at 1st April 2018	756,482	-	71,645,695	(37,757,621)	(352,418)	34,292,138
Profit for the year	-	-	6,023,476	-	-	6,023,476
Release of exchange reserve upon disposal of interests in subsidiaries	11,490	-	-	-	-	11,490
Release of hedging reserve upon discontinuation of hedging relationship	-	-	-	-	(135,764)	(135,764)
Exchange translation differences						
- Group	(1,402,193)	-	-	-	-	(1,402,193)
- Joint ventures and associates	(169,910)	-	-	-	-	(169,910)
Transfer of statutory reserve of an associate	-	-	(5,057)	-	5,057	-
Release of merger reserve upon liquidation of a subsidiary	-	-	(4,657,264)	4,657,264	-	-
At 31st March 2019	(804,131)	-	73,006,850	(33,100,357)	(483,125)	38,619,237

Note (a): Other reserves mainly represent reserves arose from acquisition of additional interest in a subsidiary from non-controlling interests.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Deferred income tax

The movement on the net deferred income tax liabilities is as follows:

	2020 HK\$'000	2019 HK\$'000
At 1st April	(2,831,559)	(2,969,554)
Disposal of interests in subsidiaries	(3,389)	59,981
Charged to the consolidated income statement (note 11)	(127,953)	(110,598)
Exchange difference	184,211	188,612
	<hr/>	<hr/>
At 31st March	<u>(2,778,690)</u>	<u>(2,831,559)</u>

The majority of deferred income tax assets and liabilities are to be recovered after more than 12 months. The gross movement in deferred income tax assets and liabilities (prior to offsetting of balances within the same taxation jurisdiction) during the year is as follows:

Deferred income tax liabilities

	Unrealised gains on investment securities HK\$'000	Accelerated tax depreciation HK\$'000	Fair value gains on properties HK\$'000	Others HK\$'000	Total HK\$'000
At 1st April 2019	(24,646)	(142,068)	(2,913,247)	(54,750)	(3,134,711)
Credited/(charged) to consolidated income statement	(53,278)	(24,869)	(101,010)	9,162	(169,995)
Exchange difference	164	-	185,062	-	185,226
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31st March 2020	<u>(77,760)</u>	<u>(166,937)</u>	<u>(2,829,195)</u>	<u>(45,588)</u>	<u>(3,119,480)</u>
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 1st April 2018	(133,195)	(127,076)	(2,884,001)	(77,042)	(3,221,314)
Disposal of subsidiaries	-	59,981	-	-	59,981
Credited/(charged) to consolidated income statement	108,536	(74,976)	(221,556)	22,292	(165,704)
Exchange difference	13	3	192,310	-	192,326
	<hr/>	<hr/>	<hr/>	<hr/>	<hr/>
At 31st March 2019	<u>(24,646)</u>	<u>(142,068)</u>	<u>(2,913,247)</u>	<u>(54,750)</u>	<u>(3,134,711)</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28 Deferred income tax (Continued)

Deferred income tax assets

	Tax losses HK\$'000	Provisions HK\$'000	Unrealised intra-group profits HK\$'000	Total HK\$'000
At 1st April 2019	101,157	5,795	196,200	303,152
Disposal of subsidiaries	-	(3,389)	-	(3,389)
Credited/(charged) to consolidated income statement	37,128	(2,406)	7,320	42,042
Exchange difference	(1,015)	-	-	(1,015)
At 31st March 2020	<u>137,270</u>	<u>-</u>	<u>203,520</u>	<u>340,790</u>
At 1st April 2018	89,918	3,741	158,101	251,760
Credited/(charged) to consolidated income statement	14,953	2,054	38,099	55,106
Exchange difference	(3,714)	-	-	(3,714)
At 31st March 2019	<u>101,157</u>	<u>5,795</u>	<u>196,200</u>	<u>303,152</u>

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The following amounts, determined after appropriate offsetting, are shown in the consolidated balance sheet:

	2020 HK\$'000	2019 HK\$'000
Deferred income tax assets	269,159	234,517
Deferred income tax liabilities	<u>(3,047,849)</u>	<u>(3,066,076)</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29 Bank and other borrowings

	2020 HK\$'000	2019 HK\$'000
<u>Bank borrowings (note (a))</u>		
Long-term bank borrowings		
- secured	11,159,345	11,975,036
- unsecured	7,495,606	8,486,289
Less: current portion of long-term bank borrowings	(2,459,967)	(375,730)
	<u>16,194,984</u>	<u>20,085,595</u>
	-----	-----
Current portion of long-term bank borrowings		
- secured	461,029	375,730
- unsecured	1,998,938	-
Short-term bank borrowings		
- secured	935,613	-
	<u>3,395,580</u>	<u>375,730</u>
	-----	-----
	<u>19,590,564</u>	<u>20,461,325</u>
	-----	-----
<u>Guaranteed notes</u>		
Medium term notes (note (b))		
- listed	10,812,568	10,929,483
- unlisted	1,805,815	1,804,662
	<u>12,618,383</u>	<u>12,734,145</u>
	-----	-----
Total bank and other borrowings	<u>32,208,947</u>	<u>33,195,470</u>
	-----	-----
Representing:		
- non-current liabilities	28,813,367	32,819,740
- current liabilities	3,395,580	375,730
	<u>32,208,947</u>	<u>33,195,470</u>
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As at and 31st March 2020 and 31st March 2019, the Group's bank and other borrowings are repayable as follows:

	2020 HK\$'000	2019 HK\$'000
Within one year	3,395,580	375,730
Between one and two years	4,553,182	2,582,566
Between two and three years	12,380,780	4,475,046
Between three and four years	546,050	8,419,170
Between four and five years	2,444,008	6,228,997
Over five years	8,889,347	11,113,961
	<u>32,208,947</u>	<u>33,195,470</u>
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NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29 Bank and other borrowings (Continued)

Notes:

- (a) These bank borrowings are secured by property, plant and equipment, investment properties, right-of-use assets/land use rights, properties for sale and financial assets at fair value through profit or loss.

The effective interest rate based on the prevailing market rates on the bank borrowings as at 31st March 2020 is 2.86% (2019: 2.92%) per annum.

Bank borrowings are approximated their fair values and denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	11,410,864	12,764,180
RMB	3,795,491	4,268,141
US dollar	935,613	101,685
GBP	3,039,066	3,327,319
Australian dollar	409,530	-
	<u>19,590,564</u>	<u>20,461,325</u>

- (b) Nan Fung Treasury Limited, a subsidiary of the Group has established a Medium Term Note Programme ("MTN"). The aggregate principal amount increased from US\$2 billion to US\$3 billion on 24th August 2018. As at 31st March 2020, the Group has drawdown of totalling HK\$12,744 million, of which US\$1,410 million is listed on Singapore Exchange Securities Trading Limited. The details of the drawdown are as follows:

Issue dates	Principal loan drawdown amounts	Maturity date	Interest yield per annum	Interests in arrear
29th August 2012	HK\$800 million	29th August 2022	4.425%	Quarterly
20th September 2012	US\$300 million	20th September 2022	4.50%	Semi-annually
10th October 2012	HK\$300 million	10th October 2022	4.125%	Quarterly
8th November 2012	HK\$110 million	8th November 2022	3.95%	Quarterly
30th January 2013	HK\$100 million	30th January 2023	3.85%	Quarterly
29th May 2014	US\$200 million	29th May 2024	4.875%	Semi-annually
13th September 2017	HK\$500 million	13th September 2027	3.65%	Quarterly
3rd October 2017	US\$410 million	3rd October 2027	3.875%	Semi-annually
5th September 2018	US\$500 million	5th September 2028	5%	Semi-annually

The MTN is guaranteed unconditionally and irrevocably by the Company. As at 31st March 2020, the fair values of the MTN are HK\$13,490,868,000 (2019: HK\$13,059,263,000). Of which, HK\$11,598,964,000 (2019: HK\$11,229,561,000) is within level 1 of fair value hierarchy and the remaining is within level 2 of fair value hierarchy which is estimated using other comparable prices observed in the market. Total remaining capacity of the MTN amounted to US\$1,356,587,000 (2019: US\$1,359,422,000).

- (c) As at 31st March 2020, the Group had HK\$30,880,632,000 (2019: HK\$31,415,423,000) undrawn banking facilities.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

30 Trade and other payables, deposits and accruals

	2020 HK\$'000	2019 HK\$'000
Trade and other payables and accruals (note (a))	3,599,407	3,146,871
Accruals for construction work (note (a))	221,974	242,713
Rental and other deposits received (note (a))	557,754	518,025
Deferred income	22,508	108,164
Amounts due to joint ventures (note (b))	4,542,509	4,026,223
Amounts due to associates (note (c))	125,892	1,063,239
Amounts due to investee companies (note 20)	9,118	9,118
Amounts due to related companies and individuals (note (d))	493,048	594,553
Amount due to immediate holding company (note (e))	8,002	8,024
Amount due to ultimate holding company (note (e))	209,610	619,742
Amounts due to non-controlling interests (note (f))	3,546,013	2,850,782
	<u>13,335,835</u>	<u>13,187,454</u>

Notes:

- (a) Trade and other payables mainly includes payables related to property development projects including construction and development cost payables. Trade and other payables, deposits and accruals are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	3,695,309	3,137,679
RMB	319,709	488,580
US dollar	176,599	167,596
Others	187,405	113,754
	<u>4,379,022</u>	<u>3,907,609</u>

- (b) Amounts due to joint ventures are unsecured, interest free and repayable on demand. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	4,540,580	4,023,600
RMB	1,929	2,623
	<u>4,542,509</u>	<u>4,026,223</u>

Details of the principal joint ventures as at 31st March 2020 are shown in note 38 to the consolidated financial statements.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

30 Trade and other payables, deposits and accruals (Continued)

Notes: (Continued)

- (c) Amounts due to associates are unsecured, interest free and repayable on demand. The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	125,892	293,892
US dollar	-	769,347
	<u>125,892</u>	<u>1,063,239</u>

- (d) As at 31st March 2020, amounts due to related companies and individuals of HK\$4,772,000 (2019: HK\$4,725,000) bear interest at 1% per annum (2019: 1% per annum) and remaining balances are interest free. The balances are unsecured and repayable on demand. The balances are denominated in HK dollar.

- (e) Amounts due to immediate holding company and ultimate holding company are unsecured, interest free and repayable on demand. The balances are denominated in HK dollar.

- (f) As at 31st March 2020, amounts due to non-controlling interests of HK\$1,591,370,000 (2019: HK\$1,956,754,000) bear interest rate ranged from 5.01% to 6.04% (2019: 5.01% to 6.04%). The remaining balances are interest free. The balances are unsecured and repayable on demand.

The balances are denominated in the following currencies:

	2020 HK\$'000	2019 HK\$'000
HK dollar	3,120,804	2,445,065
US dollar	10,312	10,440
RMB	226,360	230,955
GBP	188,537	164,322
	<u>3,546,013</u>	<u>2,850,782</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 Contract liabilities

	2020 HK\$'000	2019 HK\$'000
Contract liabilities related to property sales (note a)	5,481,073	3,394,433

Notes:

(a) The Group received payments from customers based on billing schedules as established in contracts. Payments are usually received in advance before the transfer of properties.

(b) The following table shows the amount of revenue recognised in the current year that was included in the contract liability balance at the beginning of the year:

	2020 HK\$'000	2019 HK\$'000
Revenue recognised that was included in the contract liabilities balance at the beginning of the year		
- Property sales	373,057	6,938,525

(c) The following table shows the aggregate amount of transaction price allocated to unsatisfied performance obligations resulting from fixed price contracts with an original expected duration of revenue recognition in one year or more:

	2020 HK\$'000	2019 HK\$'000
Expected to be recognised within one year	7,061,462	1,089,395
Expected to be recognised after one year	-	5,807,822
	<u>7,061,462</u>	<u>6,897,217</u>

For all other contracts with an original expected duration of one year or less or are billed based on time incurred. As permitted under IFRS 15, the transaction price allocated to these unsatisfied performance obligations is not disclosed.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows

(a) Reconciliation of profit before income tax to net cash generated from operations:

	2020 HK\$'000	2019 HK\$'000
Profit before income tax	2,499,896	6,841,632
Depreciation and amortisation of		
- property, plant and equipment	149,076	156,849
- right-of-use assets	41,928	-
- land use rights	-	12,973
Net change in fair values of investment properties	417,441	(758,296)
Net gain on disposal of property, plant and equipment	(397)	(1,430)
Impairment and write-off of property, plant and equipment	4,291	6,612
Net gain on disposal of investment properties	-	(170,418)
Net loss/(gain) on disposal/liquidation of subsidiaries	28,843	(982,070)
Unrealised (gain)/loss on loans receivable at fair value through profit or loss	(56,594)	157,728
Unrealised loss on financial assets at fair value through profit or loss and derivatives	476,308	451,362
Net provision for loss allowances of financial assets	529,980	203,554
Finance income, net	(680,997)	(166,541)
Unrealised exchange loss	137,919	-
Share of results of joint ventures	(422,582)	(1,516,629)
Share of results of associates	15,810	(513,050)
	<hr/>	<hr/>
Net cash from operating profit before working capital changes	3,140,922	3,722,276
Decrease/(increase) in:		
Properties for sale	149,989	8,307,754
Trade and other receivables, deposits and prepayments	514,260	(2,773,061)
Financial assets at fair value through profit or loss	(663,690)	1,315,475
Increase/(decrease) in:		
Trade and other payables, deposits and accruals	456,505	1,178,979
Contract liabilities	2,086,640	(3,900,666)
Financial liabilities at fair value through profit or loss	616,632	(67,293)
	<hr/>	<hr/>
Net cash generated from operations	<u>6,301,258</u>	<u>7,783,464</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows (Continued)

- (b) Net proceeds from disposal of subsidiaries
- (i) Disposal of entire interests in Fast Trend Investments Limited (“Fast Trend”)

On 1st June 2018, the Group entered into a sale and purchase agreement with an independent third party for sale of 100% of the issued share capital of Fast Trend. Fast Trend held 100% interests in a subsidiary which held an investment property in Hong Kong, at a total consideration of HK\$7,394 million and provided a loan to the intermediate holding company of the purchaser. The transaction was completed on 30th August 2018. Details of the disposal are as follows:

	HK\$'000
Net assets disposed of:	
Investment properties	6,510,000
Trade and other receivables	21,408
Cash and bank balances	42,748
Trade and other payables	(107,458)
Tax payables	(7,131)
Deferred income tax liabilities	(59,981)
	<u>6,399,586</u>
Net gain on disposal of interests in subsidiaries:	
Total consideration	7,393,507
Net assets disposed of	(6,399,586)
	<u>993,921</u>
Net cash inflow on disposal of interests in subsidiaries:	
Net consideration received during the period	5,518,507
Cash and bank balances disposed of	(42,748)
	<u>5,475,759</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows (Continued)

(b) Net proceeds from disposal of subsidiaries (Continued)

(ii) Disposal of entire interests in 257 Water Street LLC (“257 Water Street”)

On 16th October 2019, the Group entered into a sale and purchase agreement with an independent third party for sale of 78.56% of the issued share capital of 257 Water Street. 257 Water Street held a residential property in New York, at a total consideration of USD8 million. The transaction was completed on 16th October 2019. Details of the disposal are as follows:

	HK\$'000
Net assets disposed of:	
Properties for sale	181,103
Trade and other receivables	1,222
Cash and bank balances	2,270
Trade and other payables	(3,017)
Bank borrowings	(100,514)
	<hr/>
	81,064
Non-controlling interests	(17,380)
	<hr/>
78.56% of net assets disposed of	63,684
	<hr/> <hr/>
Net gain on disposal of interests in subsidiaries:	
Total consideration	64,138
Net assets disposed of	(63,684)
Release of exchange reserves	(680)
	<hr/>
	(226)
	<hr/> <hr/>
Net cash inflow on disposal of interests in subsidiaries:	
Consideration received during the year	64,138
Cash and bank balances disposed of	(2,270)
	<hr/>
	61,868
	<hr/> <hr/>

(iii) Partial disposal of Nice Jolly Holdings Limited (“Nice Jolly”)

On 23rd December 2019, the Group entered into a sale and purchase agreement with an independent third party (the “Purchaser”), for the (i) sale of 40% of the issued share capital and (ii) assignment of shareholder’s loan of Nice Jolly at approximately HK\$1,305 million. Nice Jolly is an investment holding company which holds 100% interests in a subsidiary which holds a property development project (the “Project”) in Shanghai. The transaction was completed on 23rd December 2019. Subsequent to the completion, Nice Jolly remains as a non-wholly owned subsidiary of the Group.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows (Continued)

(b) Net proceeds from disposal of subsidiaries (Continued)

(iii) Partial disposal of Nice Jolly Holdings Limited (“Nice Jolly”) (Continued)

The consideration is to be settled by two instalments. The first instalment of HK\$359 million was received during the year ended 31st March 2020. The second instalment of HK\$946 million will due at the later of (i) 30th June 2023; and (ii) within five business days after the Project completion notification date.

Details of the disposal of Nice Jolly are as follows:

	HK\$'000
Net liabilities of the subsidiaries:	
Other non-current asset	2,787,370
Trade and other receivables	1,956
Cash and bank balance	112,540
Shareholder’s loan	(2,871,992)
Other liabilities	(43,597)
	<u>(13,723)</u>
	<u>(5,489)</u>
40% of net liabilities disposed of	<u>(5,489)</u>
Net gain on disposal of partial interests in subsidiaries:	
Consideration received during the year	359,307
Present value of consideration receivable	802,101
	<u>1,161,408</u>
Present value of total consideration receivable	1,161,408
Assignment of shareholder’s loan	(1,148,797)
Net liabilities disposed of	5,489
	<u>18,100</u>
Capital gain tax	(13,273)
	<u>4,827</u>

As at 31st March 2020, present value of the remaining consideration receivable for transaction is approximately HK\$813 million, which was included in loans and other receivables (note 19) as non-current asset, after taking into account of HK\$11 million finance income recognised during the year.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows (Continued)

(c) Acquisition of non-controlling interests

During the year ended 31st March 2020, acquisition of non-controlling interests mainly represents acquisition of remaining interests in Grace Shine Enterprises Limited (“Grace Shine”) with net cash outflow of HK\$285,044,000.

Grace Shine was a 85% owned subsidiary of the Group. It is an investment holding company which holds 100% interests of a property development project in Hong Kong. On 31st May 2019, the Group acquired the remaining 15% of issued shares of Grace Shine at a consideration of HK\$285,044,000. Grace Shine became a wholly owned subsidiary of the Group after the acquisition. As a result, the Group recognised a decrease in non-controlling interests of HK\$277,941,000. The difference between the consideration and the decrease in non-controlling interest, amounted to HK\$7,103,000, is recognised in other reserves.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32 Notes to the consolidated statement of cash flows (Continued)

(d) Reconciliation of liabilities arising from financing activities:

	Bank and other borrowings HK\$'000	Interest Payables HK\$'000	Amounts due to related companies and individuals HK\$'000	Amounts due to fellow subsidiary companies HK\$'000	Amount due to immediate holding company HK\$'000	Amount due to ultimate holding company HK\$'000	Amounts due to non controlling interests HK\$'000	Assets held to hedge bank and other borrowings HK\$'000	Lease liabilities HK\$'000	Total HK\$'000
At 1st April 2019	33,195,470	128,752	594,553	-	8,024	619,742	2,850,782	-	-	37,397,323
Adoption of IFRS 16 (note 2(a)(i))	-	-	-	-	-	-	-	-	120,395	120,395
Cash flows	(170,844)	(1,111,921)	(101,505)	-	(22)	(410,132)	(515,323)	-	(16,012)	(2,325,759)
Finance cost	-	1,118,520	-	-	-	-	86,768	-	4,374	1,209,662
Exchange differences	(770,733)	(10,538)	-	-	-	-	(25,011)	-	(6,525)	(812,807)
Other non-cash movement	(44,946)	-	-	-	-	-	1,148,797	-	42,786	1,146,637
At 31st March 2020	<u>32,208,947</u>	<u>124,813</u>	<u>493,048</u>	<u>-</u>	<u>8,002</u>	<u>209,610</u>	<u>3,546,013</u>	<u>-</u>	<u>145,018</u>	<u>36,735,451</u>
At 1st April 2018	35,440,292	55,975	649,281	248,789	-	539,266	2,905,441	(125,574)	-	39,713,470
Cash flows	(1,585,872)	(1,162,528)	(54,728)	(248,789)	8,024	80,476	(53,523)	-	-	(3,016,940)
Finance cost	-	1,237,263	-	-	-	-	-	-	-	1,237,263
Exchange differences	(612,938)	(1,958)	-	-	-	-	(1,136)	-	-	(616,032)
Other non-cash movement	(46,012)	-	-	-	-	-	-	125,574	-	79,562
At 31st March 2019	<u>33,195,470</u>	<u>128,752</u>	<u>594,553</u>	<u>-</u>	<u>8,024</u>	<u>619,742</u>	<u>2,850,782</u>	<u>-</u>	<u>-</u>	<u>37,397,323</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

33 Financial guarantees/contingent liabilities

As at 31st March 2019, the Group has undertaken to a bank amounting to HK\$67,571,000 in respect of the performance bonds issued for the contract works entered by its subsidiary and joint ventures. During the year ended 31st March 2020, the Group was released from the financial guarantee contract upon the completion of the contract works.

As at 31st March 2020, the Group provided financial guarantee to joint ventures for bank loans related to overseas property development project. The amount of the Group's share of guarantee is HK\$3,328,037,000 (2019: HK\$nil), which is proportionate to the Group's effective interest of ownership in the joint venture.

34 Commitments

Other than those disclosed elsewhere in the financial statements, the Group has significant commitments as follows:

(a) Capital commitments

	2020 HK\$'000	2019 HK\$'000
Contracted but not provided for		
Investment properties (note (i))	5,611,676	3,722,883
Other investments (note (ii))	3,754,783	5,949,095
	<u>9,366,459</u>	<u>9,671,978</u>
Capital contribution to		
Joint ventures (note (iii))	240,873	-
	<u>9,607,332</u>	<u>9,671,978</u>

(i) As at 31st March 2020 and 31st March 2019, the Group had capital commitments for investment properties under development and completed investment properties.

(ii) As at 31st March 2020 and 31st March 2019, the Group had uncalled capital commitments to invest in the funds and direct investments. The commitments are subject to certain conditions described in the contracts.

(iii) As at 31st March 2020, the Group has an outstanding commitment to contribute capital of US\$31,062,000 to joint ventures for jointly developing manufacturing and office properties and parking lot located in New York.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

34 Commitments (Continued)

(b) Commitments under operating leases

As at 31st March 2019, the Group had future aggregate minimum lease payments under non-cancellable operating leases for land and buildings as follows:

	2019 HK\$'000
Third parties	
- not later than one year	27,272
- later than one year and not later than five years	47,926
	<u>75,198</u>

The lease terms range from 1 to 7 years for the year ended 31st March 2019.

From 1 April 2019, the Group recognised right-of-use assets for these leases, except for short-term and low-value leases. Please refer to note 2(a)(i) for new standards, amendments to standards and interpretation adopted by the Group. The aggregate lease payments under short-term leases and low-value leases are as follows:

	2020 HK\$'000
Third parties	
- not later than one year	5,433
- later than one year and not later than five years	2,197
	<u>7,630</u>

35 Future operating lease receivables

As at 31st March 2020 and 31st March 2019, the Group had future aggregate minimum lease receivables under non-cancellable operating leases in respect of the Group's investment properties and properties for sale as follows:

	2020 HK\$'000	2019 HK\$'000
Within one year	1,416,941	1,290,725
Between one and two years	967,611	1,060,496
Between two and three years	625,439	653,645
Between three to four years	413,419	380,583
Between four to five years	332,396	268,113
Later than five years	1,744,717	1,732,552
	<u>5,500,523</u>	<u>5,386,114</u>

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

36 Pledge of assets

As at 31st March 2020 and 31st March 2019, the Group had pledged certain assets to secure borrowings of the Group. Their carrying values were as follows:

	2020 HK\$'000	2019 HK\$'000
Property, plant and equipment	1,307,370	1,441,733
Investment properties	44,981,007	45,036,339
Right-of-use assets	334,050	-
Land use rights	-	369,220
Properties for sale	-	181,345
Financial assets at fair value through profit or loss	5,112,569	7,006,334
	<u>51,734,996</u>	<u>54,034,971</u>

37 Significant related party transactions

Other than those disclosed elsewhere in the financial statements, significant related party transactions which were carried out in the normal course of the Group's business during the year were as follows:

	2020 HK\$'000	2019 HK\$'000
Income:		
From associates		
- management fee income (note (a))	<u>14,117</u>	<u>17,062</u>
From related companies which is held by a close family member of directors of the Company		
- rental income (note (b))	<u>22,780</u>	<u>-</u>

Notes:

- (a) Management fee income from associates for administrative and management services provided. The terms were determined by and agreed between both parties.
- (b) Rental income from related companies for premises rented to related companies. The terms were determined by and agreed between both parties.

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates

(a) **Subsidiaries**

The Group had interests in the following principal subsidiaries:

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Blooming Lotus Holdings Limited	British Virgin Islands	Property investment	US\$1,000	100%	-
Bordon Construction Company Limited	Hong Kong	Investment holding and building construction	HK\$686,700,000	100%	100%
Bright Region Enterprise Limited	Hong Kong	Property investment and property trading	HK\$2	100%	100%
Capital Treasure Investments Limited ¹	British Virgin Islands	Property investment	US\$1,000	80%	80%
Century Wealth Development Limited	Hong Kong	Property trading, money-lending and financing	HK\$2	100%	100%
Cheerwide Investment Limited ¹	Hong Kong	Property investment and property trading	HK\$1	85%	85%
Chun Yip Construction Company Limited	Hong Kong	Investment holding and building construction	HK\$570,000,200 ordinary and HK\$1,000,000 non-voting deferred	100%	100%
City Century Development Limited ²	Hong Kong	Property development	HK\$1	100%	100%
Cloud Fort Development Company Limited	Hong Kong	Property investment and trading	HK\$20	100%	100%
Continental Discovery Sdn. Bhd.	Malaysia	Property investment	RM100,000	100%	100%
Crown Time Properties Limited	Hong Kong	Property trading	HK\$2	100%	100%
Enormous Asset Limited ¹	Hong Kong	Property trading	HK\$1	75%	75%
Ever Crown Development Limited	Hong Kong	Property investment	HK\$2	100%	100%
Ever Grand Enterprises Limited	Hong Kong	Property investment	HK\$1	100%	100%
First Harvest Development Limited ¹	Hong Kong	Property trading	HK\$1	100%	85%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(a) Subsidiaries (Continued)

The Group had interests in the following principal subsidiaries: (Continued)

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Forterra Trust	Singapore	Investment holding	SG\$1,078,617,757	100%	100%
Gavast Estates Limited	Hong Kong	Investment holding	HK\$2	100%	100%
Goldstead Properties Limited	Hong Kong	Property investment	HK\$1,000	100%	100%
Goodyear Investments Private Limited	Singapore	Property investment	SG\$250,000	100%	100%
Great Team Development Limited ^{1,2}	Hong Kong	Property development	HK\$1	60%	60%
Greatco Finance Limited	Hong Kong	Financing	HK\$1	100%	100%
Group Reliance Limited	Hong Kong	Financing	HK\$250,000,000	100%	100%
Hing Fung Sendirian Berhad	Malaysia	Property investment	RM3,200,000	100%	100%
Hon Hing Enterprises Limited	Hong Kong	Building management	HK\$10,000	100%	100%
Jubilant Century Limited	Hong Kong	Property investment	HK\$10,000	100%	100%
Jubilee Charm Investments Limited	British Virgin Islands	Property investment	US\$1,000	100%	100%
Landsun International Limited	Hong Kong	Hotel operation, money lending and financing	HK\$2	100%	100%
Lok Choy Limited	Hong Kong	Property investment	HK\$100	100%	100%
London George Unit Trust	Jersey	Property investment	GBP52,600,000	100%	100%
Longbrook Development Limited	Hong Kong	Property investment	HK\$10,000	100%	100%
Main Shine Development Limited	Hong Kong	Building management	HK\$500,000	100%	100%
Marvel and Company, Limited	Hong Kong	Investment holding, property investment and property trading	HK\$500,000	100%	100%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(a) Subsidiaries (Continued)

The Group had interests in the following principal subsidiaries: (Continued)

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Nan Fung Development Limited	Hong Kong	Financing, investment holding and property investment	HK\$900,000,002 ordinary and HK\$100,000,000 non-voting deferred	100%	100%
Nan Fung Finance Limited	Hong Kong	Money lending and financing	HK\$1,000,000	100%	100%
Nan Fung (Holdings) Limited	Hong Kong	Investment holding, property investment and trading	HK\$6,000,000	100%	100%
Nan Fung Group Holdings Limited	British Virgin Islands	Investment holding	US\$5,545,836,729	100%	100%
Nan Fung International Finance Limited	Hong Kong	Financing	HK\$1	100%	100%
Nan Fung Property Consolidated Limited	Hong Kong	Investment holding	HK\$1,260,138,835 ordinary and HK\$138,834,776 non-voting deferred	100%	100%
Nan Fung Property Holdings Limited	Hong Kong	Investment holding	HK\$2,007,800	100%	100%
Nan Fung Real Estate Agency Limited	Hong Kong	Provision of real estate agency service	HK\$100,000	100%	100%
Nan Fung Textiles Limited	Hong Kong	Investment holding, property investment and trading	HK\$10,000,000	100%	100%
Nan Fung Textiles Second Mill Limited	Hong Kong	Property investment and trading	HK\$3,500,000	100%	100%
Nan Fung Treasury Limited	British Virgin Islands	Financing	US\$1,000	100%	100%
Nan Fung Treasury (II) Limited	British Virgin Islands	Financing	US\$1,000	100%	100%
Nan Fung Trinity (HK) Limited	Hong Kong	Investment holding	HK\$1	100%	-
Nan Wai Development Limited	Hong Kong	Property investment	HK\$1	100%	100%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(a) Subsidiaries (Continued)

The Group had interests in the following principal subsidiaries: (Continued)

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
New Charm Management Limited	Hong Kong	Building management	HK\$10,000	100%	100%
New Connect Investments Limited	British Virgin Islands	Property investment	US\$1,000	100%	100%
New Excellent Development Limited	Hong Kong	Property investment	HK\$1	100%	100%
NF The Mills UK Ltd	United Kingdom	Gallery and event space	GBP1	100%	-
NFLSRE 1 Winthrop LLC	Delaware	Property investment	US\$28,257,300	100%	-
NFLSRE 51 Sleeper LLC	Delaware	Property investment	US\$40,950,000	100%	-
Northern Green Ventures Sdn. Bhd.	Malaysia	Property investment	RM100 ordinary and RM53,095,420 redeemable preference	100%	100%
Poh Foong Sdn. Bhd.	Malaysia	Property investment	RM200,000	100%	100%
Portslade Global Limited	British Virgin Islands	Investment holding	US\$1,000	100%	100%
Rich Union Development Limited	Hong Kong	Property development	HK\$1	100%	100%
The Mills Limited	Hong Kong	Event space and business planning	HK\$1	100%	100%
Timse Enterprises Limited	Hong Kong	Property trading	HK\$1	100%	100%
Unishine Development Limited	Hong Kong	Property trading	HK\$2	100%	100%
Vineberg Property Management Limited	Hong Kong	Building management	HK\$100,000	100%	100%
Yip Fung Sendirian Berhad	Malaysia	Property investment	RM6,900,000	100%	100%
上海華天房地產發展有限公司	PRC	Property investment	RMB1,772,890,815	100%	100%
上海景信房地產開發有限公司	PRC	Property investment	RMB108,880,055	100%	100%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(a) Subsidiaries (Continued)

The Group had interests in the following principal subsidiaries: (Continued)

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
上海寶禾置業有限公司	PRC	Property investment	US\$117,000,000	100%	100%
上海英旭置業有限公司	PRC	Financing	RMB334,000,000	100%	100%
上海崇豐房地產發展有限公司	PRC	Property development	RMB2,531,793,280	60%	-
大灣管理諮詢(深圳)有限公司 (formerly named as 中南聯合資產管理諮詢(深圳)有限公司)	PRC	Asset management	RMB15,000,000	100%	100%
天津智升科技發展有限公司	PRC	Investment holding	RMB11,000,000	100%	100%
南豐京華投資諮詢(北京)有限公司	PRC	Consultancy service	USD1,000,000	100%	100%
廣州市展匯房地產開發有限公司	PRC	Property investment	HK\$1,369,000,000	100%	100%
廣州市展豐房地產開發有限公司	PRC	Property investment	HK\$2,345,000,000	100%	100%

1 Management regards there are no material non-controlling interests to the Group.

2 The companies have entered into joint operations with an independent third party on property development projects in Hong Kong. They will share any jointly held or incurred assets, liabilities, revenue and expenses up to its interests in accordance with the development agreements.

(b) Joint ventures

The Group had indirect interests in the following principal joint ventures:

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Ace Glory Limited	Hong Kong	Property development, investment and trading	HK\$1	30%	30%
Best Profit Limited	Hong Kong	Property development, investment and trading	HK\$1	25%	25%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(b) Joint ventures (Continued)

The Group had indirect interests in the following principal joint ventures: (Continued)

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Brave Sky Investments Limited	Hong Kong	Property development and trading	HK\$2	50%	50%
Brave Sky Mortgage Limited	Hong Kong	Money lending	HK\$2	50%	50%
Century Rise Limited	Hong Kong	Property development, investment and trading	HK\$1	30%	30%
Everbeam Investments Limited	Hong Kong	Property trading	HK\$1	50%	50%
Everbeam Mortgage Limited	Hong Kong	Money lending	HK\$1	50%	50%
Fortune Creation developments Limited	British Virgin Islands	Property development	US\$100	50%	-
23-30 Borden JV LLC	Delaware	Property investment	US\$20,800,000	44%	44%
IPG LIC 49th Ave Lot 22 JV LLC ¹	Delaware	Property investment	US\$1,888,605	94%	-
IPG LIC 49th Ave Lower Floor Units JV LLC ¹	Delaware	Property investment	US\$67,738,427	94%	-
IPG LIC 49th Ave Upper Floor Unit JV LLC ¹	Delaware	Property investment	US\$24,272,969	94%	-
Market Prospect Limited	Hong Kong	Property development and trading	HK\$2	50%	50%
Pacific Bond Limited	Hong Kong	Property development, investment and trading	HK\$1	30%	30%
Teamer International Limited	Hong Kong	Property development and trading	HK\$1	25%	25%
Union King (Hong Kong) Limited	Hong Kong	Property development and trading	HK\$1	25%	25%
悅居(天津)有限公司	PRC	Property development	RMB730,000,000	46.22%	46.22%

NAN FUNG INTERNATIONAL HOLDINGS LIMITED
(Incorporated in the British Virgin Islands with limited liability)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38 Particulars of principal subsidiaries, joint ventures and associates (Continued)

(b) Joint ventures (Continued)

1 The directors of the Company considered the Group does not have unilateral control over these joint ventures as the decisions about relevant activities require the unanimous consent of the parties sharing of control.

(c) Associates

The Group had indirect interests in the following principal associates:

Name	Place of incorporation	Principal activities	Issued share capital/ registered capital	Percentage of effective interest in ownership/voting power/profit sharing	
				2020	2019
Century Land Investment Limited	Hong Kong	Property development	HK\$1	40%	40%
Empresa de Fomento Industrial E Comercial Concórdia, S.A. ¹	Macau	Property development and investment	MOP100,000,000	17%	17%
上海世界貿易商城有限公司	PRC	Property investment	US\$100,000,000	49%	49%

1 The directors of the Company considered the Group has significant influence over this company through its representative on the board of directors of this company.