CHINA MERCHANTS HOLDINGS (PACIFIC) LTD Company Registration Number: 198101278D

Second Quarter Financial Statement And Dividend Announcement

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

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

Consolidated Income Statement

	Group					
			nth period ended 30 June			
						Change
	HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
(i)	536,833	494,138	9	1,031,107	958,554	8
	(221,067)	(215,791)	2	(439,771)	(427,199)	3
(i)	315,766	278,347	13	591,336	531,355	11
(ii)	46,874	37,715	24	55,337	45,662	21
(iii)	(22,119)	(26,790)	(17)	(43,284)	(46,466)	(7)
	(2,339)	(525)	346	(2,341)	(724)	223
(iv)	(27,880)	(31,570)	(12)	(60,869)	(62,510)	(3)
	5,556	5,860	(5)	11,263	11,821	(5)
(v)	63,618	70,882	(10)	127,137	147,699	(14)
	379,476	333,919	14	678,579	626,837	8
(vi)	(89,125)	(70,448)	27	(163,526)	(136,454)	20
	290,351	263,471	10	515,053	490,383	5
	-	68,335	(100)	-	64,092	(100)
	290,351	331,806	(12)	515,053	554,475	(7)
	105.070	0.40.005	(00)	007.007	007.050	(4.5)
	,			•		(15)
		•	_	,		13 (7)
	(i) (ii) (iii) (iv) (v)	2015 HK\$'000 (i) 536,833 (221,067) (i) 315,766 (ii) 46,874 (iii) (22,119) (2,339) (iv) (27,880) 5,556 (v) 63,618 379,476 (vi) (89,125) 290,351	2015 2014 HK\$'000 HK\$'000 HK\$'000 HK\$'000 HK\$'000 (215,791) (221,067) (215,791) (315,766 278,347 (31) (46,874 37,715 (31) (22,119) (26,790) (2,339) (525) (31,570) (27,880) (31,570) (5,556 5,860 (31,570) (33,618 70,882 379,476 333,919 (40) (89,125) (70,448) (70,448) (290,351 263,471 68,335 (290,351 331,806 (31,578) (31,570) (33,578)	Second quarter ended 30 June 2015 2014 Change HK\$'000 HK\$'000 % (i) 536,833 494,138 9 (221,067) (215,791) 2 (i) 315,766 278,347 13 (ii) 46,874 37,715 24 (iii) (22,119) (26,790) (17) (2,339) (525) 346 (iv) (27,880) (31,570) (12) 5,556 5,860 (5) (v) 63,618 70,882 (10) 379,476 333,919 14 (vi) (89,125) (70,448) 27 290,351 263,471 10 - 68,335 (100) 290,351 331,806 (12) 195,078 249,295 (22) 95,273 82,511 15	Second quarter ended 30 June Six-month 2015 2014 Change 2015 HK\$'000 HK\$'000 % HK\$'000 (i) 536,833 494,138 9 1,031,107 (221,067) (215,791) 2 (439,771) (ii) 315,766 278,347 13 591,336 (iii) 46,874 37,715 24 55,337 (iii) (22,119) (26,790) (17) (43,284) (iv) (27,880) (31,570) (12) (60,869) 5,556 5,860 (5) 11,263 (v) 63,618 70,882 (10) 127,137 379,476 333,919 14 678,579 (vi) (89,125) (70,448) 27 (163,526) 290,351 263,471 10 515,053 - 68,335 (100) - 290,351 331,806 (12) 515,053 195,078 249,295	Second quarter ended 30 June 2015 2014 Change 2015 Change 2014 Change 2015 Change 2015 Change 2015 Change 2014 Change 2015 Change

Consolidated Statement Of Comprehensive Income

Second quarter ended 30 June			Six-month period ended 30 Ju		
2015	2014	Change	2015	2014	Change
HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
290,351	331,806	(12)	515,053	554,475	(7)
51,259	(38,775)	N.M.	(4,077)	(106,962)	(96)
-	(80,960)		-	(80,960)	
51,259	(119,735)	N.M.	(4,077)	(187,922)	(98)
341,610	212,071	61	510,976	366,553	39
233,786 107,824 341,610	133,757 78,314 212,071	75 38 61	329,957 181,019 510,976	236,902 129,651 366,553	39 40 39
	51,259 51,259 341,610 233,786 107,824	HK\$'000 HK\$'000 290,351 331,806 51,259 (38,775) - (80,960) 51,259 (119,735) 341,610 212,071 233,786 133,757 107,824 78,314	HK\$'000 HK\$'000 % 290,351 331,806 (12) 51,259 (38,775) N.M. - (80,960) 51,259 (119,735) N.M. 341,610 212,071 61 233,786 133,757 75 107,824 78,314 38	HK\$'000 HK\$'000 % HK\$'000 290,351 331,806 (12) 515,053 51,259 (38,775) N.M. (4,077) - (80,960) - 51,259 (119,735) N.M. (4,077) 341,610 212,071 61 510,976 233,786 133,757 75 329,957 107,824 78,314 38 181,019	HK\$'000 HK\$'000 % HK\$'000 HK\$'000 290,351 331,806 (12) 515,053 554,475 51,259 (38,775) N.M. (4,077) (106,962) - (80,960) - (80,960) 51,259 (119,735) N.M. (4,077) (187,922) 341,610 212,071 61 510,976 366,553 233,786 133,757 75 329,957 236,902 107,824 78,314 38 181,019 129,651

Group

N.M.: Not Meaningful

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

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

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

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

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

Notes to Income Statement

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

(i). Group revenue for 2Q2015 grew 9% year-on-year to HK\$536.8 million. The increase in Group revenue was largely attributable to the revenue growth of Yongtaiwen Expressway, the consolidation of revenue contribution from Jiurui Expressway acquired in September 2014, partially offset by lower revenue contribution from Beilun Port Expressway. Group gross profit increased 13%, principally due to gross profit contribution from Jiurui Expressway, higher gross margin registered by Yongtaiwen Expressway and Beilun Port Expressway and higher interest income.

- (ii). Other operating income increased mainly due to government subsidy received, partially offset by lower exchange gain.
- (iii). The administrative expenses were lower mainly due to lower staff costs and professional fees incurred, partially offset by consolidation of results of Jiurui Expressway.
- (iv). Finance costs decreased in 2Q2015 due to repayment of bank loans.
- (v). Share of results of joint ventures relates to the contributions from the Group's two toll roads, namely Gui Liu Expressway and Gui Huang Highway. The details are set out in item 8.
- (vi) Additional disclosures

*Interest income
**Amortisation of intangible assets
Depreciation of property, plant and equipment
Loss on disposal of property, plant and equipment
Write off of intangible assets
Gain on disposal of discontinued operations
***Foreign exchange gain

n										
	Group									
Second qu	uarter ended	d 30 June	Six-month	n period ende	ed 30 June					
2015	2014	Change	2015	2014	Change					
HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%					
9,303	6,974	33	11,261	11,157	1					
(132,036)	(116,434)	13	(263,082)	(234,897)	12					
(5,653)	(7,007)	(19)	(11,592)	(13,387)	(13)					
(7)	(50)	(86)	(3)	(63)	(95)					
-	(176)	(100)	-	(176)	(100)					
-	66,319	(100)	-	66,319	(100)					
21,460	26,293	(18)	18,600	22,332	(17)					

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

^{**}Amortisation expenses increased mainly due to consolidation of Jiurui Expressway and the increase in amortisation expenses by other toll road subsidiaries based on a units-of-usage basis.

^{***}Foreign exchange gain arose from the appreciation of RMB against Hong Kong dollar and US dollar.

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

			Group		npany
		As at	As at	As at	As at
		30/06/2015	31/12/2014	30/06/2015	31/12/2014
		HK\$'000	HK\$'000	HK\$'000	HK\$'000
ASSETS					
Current assets					
Cash and cash equivalents	(1)	1,778,876	1,049,178	91,839	124,070
Trade and other receivables	(i)	297,022	199,761	1,242,547	1,012,947
Inventories		1,007	970	-	
Total current assets		2,076,905	1,249,909	1,334,386	1,137,017
Non-current assets					
Property, plant and equipment	(ii)	236,197	209,307	2,796	2,959
Intangible assets	()	12,167,449	12,429,096	_	_
Interests in subsidiaries				7,813,112	7,813,732
Interests in joint ventures		1,579,663	1,702,466	- ,0:0,::2	- ,0 .0,1 02
Club membership		376	376	376	376
Total non-current assets		13,983,685	14,341,245	7,816,284	7,817,067
Total assets		16,060,590	15,591,154	9,150,670	8,954,084
Total assets		10,000,590	13,331,134	9,130,070	0,334,004
LIABILITIES AND EQUITY					
Current liabilities					
Trade and other payables	(iii)	783,484	633,291	32,359	37,679
Interest-bearing liabilities	(iv)	346,232	402,048	334,704	248,784
Dividend payable	(v)	797,841	498,009	644,853	498,009
Income tax payable	(vi)	297,148	162,065	-	-
Total current liabilities		2,224,705	1,695,413	1,011,916	784,472
Non-Current liabilities					
Interest-bearing liabilities	(iv)	3,350,182	3,844,990	3,315,597	3,607,603
Deferred income	(**)	147,504	160,002	-	-
Deferred tax liabilities		960,277	960,955	-	-
Total non-current liabilities		4,457,963	4,965,947	3,315,597	3,607,603
Capital, reserves and non-controlling interests					
Share capital		4,448,648	3,804,616	4,448,648	3,804,616
Share option reserve		4,448,648	1,513	4,448,648	1,513
Statutory reserve		209,930	201,154	200	1,013
Currency translation reserve		475,688	483,068		_
Reserve on consolidation		(78,930)		_	_
Capital reserve		33,696	55,036	33,696	55,036
Accumulated profits		1,704,927	1,907,606	340,613	700,844
Equity attributable to owners of the company		6,794,159	6,374,063	4,823,157	4,562,009
Non-controlling interests				4,023,137	4,562,009
1		2,583,763	2,555,731	1 000 15=	4.500.000
Total equity		9,377,922	8,929,794	4,823,157	4,562,009
Total liabilities and equity		16,060,590	15,591,154	9,150,670	8,954,084

Notes to the balance sheet

- (i) Trade and other receivables increased mainly due to higher accrual of toll revenue receivable from the centralised toll collection centre, prepayment made to contractor for toll road upgrading work by Beilun Port Expressway, the increase in subsidy income receivable from Gui Huang joint ventures and recognition of dividend income receivable from Gui Huang joint ventures.
- (ii) Higher property, plant and equipment was due to the increase in construction-in-progress by toll road subsidiaries.
- (iii) Trade and other payables increased largely due to funds received from Gui Huang joint ventures as a result of the treasury management activities, accrual of staff costs and other operating expenses by toll road subsidiaries, partially offset by payment made to toll road maintenance and upgrading contractors.
- (iv) The decrease in interest bearing liabilities was mainly due to repayment of bank loans and conversion of convertible bonds.
- (v) Dividend payable refers to dividends payable to the substantial shareholder Eastern Overseas Limited and non-controlling interests.
- (vi) Income tax payable increased due to provision for income tax by Yongtaiwen Expressway and Beilun Port Expressway.
- (vii) As at 30 June 2015, negative working capital improved to HK\$147.8 million from HK\$445.5 million recorded as at 31 December 2014.

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

Amount repayable in one year or less, or on demand

As at 30	/06/2015	As at 31/12/2014		
Secured	Unsecured	Secured	Unsecured	
HK\$'000	HK\$'000	HK\$'000	HK\$'000	
-	346,232	-	402,048	

Amount repayable after one year

As at 30	/06/2015	As at 31/12/2014		
Secured	Unsecured	Secured	Unsecured	
HK\$'000	HK\$'000	HK\$'000	HK\$'000	
-	3,350,182	-	3,844,990	

Details of any collateral

Not applicable.

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

	Group				
	Second qu	arter ended		eriod ended	
		June		lune	
	2015 2014 2015			2014	
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	
OPERATING ACTIVITIES				·	
Profit before tax from continuing operations	379,476	333,919	678,579	626,837	
Profit before tax from discontinued operations	-	68,335	-	64,092	
Adjustments for:-				·	
Depreciation of property, plant and equipment	5,653	6,326	11,592	13,013	
Amortisation of intangible assets	132,036	116,434	263,082	234,897	
Loss on disposal of property, plant and equipment	7	50	3	239	
Gain on disposal of discontinued operations	-	(66,319)	-	(66,319)	
Interest expense	19,770	19,046	41,808	37,963	
Interest income	(9,303)	(6,974)	(11,261)	(11,157)	
Provision for warranties	-	284	-	1,917	
Amortisation of loan arrangement fees	4,991	4,555	10,288	9,067	
Interest on convertible bonds	3,119	8,196	8,773	16,747	
Realisation of deferred income	(6,272)	(6,515)	(12,497)	(13,105)	
Effective interests on compensation receivable	(3,082)	(3,942)	(6,052)	(8,366)	
Exchange differences	(28,149)			(19,418)	
Share of results of joint ventures	(63,618)		(127,137)	(147,699)	
Charle of results of Jerna Ternal Co	(00,010)	(10,002)	(121,101)	(111,000)	
Operating cash flows before movements in working capital	434,628	382,118	836,163	738,708	
Inventories	63	12,629	(30)	(57,268)	
Trade and other receivables	(19,047)	71,189	(65,944)	53,131	
Trade and other payables	105,914	64,665	222,810	72,030	
Cash generated from operations	521,558	530,601	992,999	806,601	
Income taxes paid	(14,404)			(34,528)	
	(, - ,	(- , ,	(,- ,	(- ,,	
Net cash generated from operating activities	507,154	502,459	970,375	772,073	
INIVESTING ACTIVITIES					
INVESTING ACTIVITIES	9,686	3,846	14,559	8,550	
Interest received Purchase of property, plant and equipment		· ·	· ·		
Proceeds from disposal of property, plant and equipment	(46,755)	(606) 12	(109,096)	(5,659)	
	1 1		6	22	
Repayment of loans by joint ventures	49,591	79,776	49,591	79,776	
Dividends received	170,353	260,982	170,353	260,982	
Proceeds from disposal of discontinued operations	-	355,506	-	355,506	
Long term loan granted to joint ventures	-	(74,460)	-	(74,460)	
Net cash generated from investing activities	182,876	625,056	125,413	624,717	
FINANCING ACTIVITIES					
Interest paid	(18,995)	(31,230)	(46,450)	(45,694)	
Issue of shares under share option scheme	7,299	9,491	9,769	9,491	
Proceeds from bank loans	85,272	-	85,272	49,221	
Repayment of bank loans	(274,138)	(42,769)	(340,706)	(47,927)	
Dividends paid to owners of the Company	(73,872)	(185,055)	(73,872)	(285,055)	
Dividends paid to non-controlling interests of a subsidiary	-	(179,012)	-	(179,012)	
Net cash used in financing activities	(274,434)	(428,575)	(365,987)	(498,976)	
Net increase in cash and cash equivalents	415,596	698,940	729,801	897,814	
Cash and cash equivalents at beginning of the period		•	•		
	1,359,009	1,635,960	1,049,178	1,449,026	
Net effect of exchange rate changes in the balance of cash held in foreign currencies	4,271	(1,201)	(103)	(13,141)	
Cash and cash equivalents at end of the period	1,778,876	2,333,699	1,778,876	2,333,699	
The state of the s	1,770,070	2,000,000	1,770,070	2,000,000	

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

Statement of Changes in Equity

The Group	Share capital HK\$'000	Share option reserve HK\$'000	Statutory reserve HK\$'000	Currency translation reserve HK\$'000	Reserve on consolidation HK\$'000	Capital reserve HK\$'000	Accumulated profits HK\$'000	Attributable to owners of the Company HK\$'000	Non- Controlling Interests HK\$'000	Total equity HK\$'000
At 1 January 2015	3,804,616	1,513	201,154	483,068	(78,930)	55,036	1,907,606	6,374,063	2,555,731	8,929,794
Total comprehensive income for the period	-	-	-	(46,088)	-	-	142,259	96,171	73,195	169,366
Transfer from accumulated profits	-	-	4,356	-	-	-	(4,356)	-	-	-
Share options exercised	2,802	(332)	-	-	-	-	-	2,470	-	2,470
Issue of ordinary shares upon conversion of convertible bonds	97,687	-	-	-	-	(6,483)	-	91,204	-	91,204
At 31 March 2015	3,905,105	1,181	205,510	436,980	(78,930)	48,553	2,045,509	6,563,908	2,628,926	9,192,834
Total comprehensive income for the period	-	-	-	38,708	-	-	195,078	233,786	107,824	341,610
Share options exercised	8,280	(981)	-	-	-	-	-	7,299	-	7,299
Issue of ordinary shares upon conversion of convertible bonds	224,739	-	-	-	-	(14,857)	-	209,882	-	209,882
Bonus issue	310,524	-	-	-	-	-	(310,524)	-	-	-
Dividends	-	-	-	-	-	-	(220,716)	(220,716)	(152,987)	(373,703)
Transfer from accumulated profits	-	-	4,420	-	-	-	(4,420)	-	-	-
At 30 June 2015	4,448,648	200	209,930	475,688	(78,930)	33,696	1,704,927	6,794,159	2,583,763	9,377,922

The Group				Currency	Reserve			Attributable to	Non-	
	Share	Share option	Statutory	translation	on	Capital	Accumulated	owners of the	Controlling	Total
	capital	reserve	reserve	reserve	consolidation	reserve	profits	Company	Interests	equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2014	2,730,406	5,507	141,250	595,962	(78,930)	78,535	1,635,874	5,108,604	2,652,193	7,760,797
Total comprehensive income for the period	-	-	-	(44,812)	-	-	147,957	103,145	51,337	154,482
Transfer from accumulated profits	-	-	5,216	-	-	-	(5,216)	-	-	-
At 31 March 2014	2,730,406	5,507	146,466	551,150	(78,930)	78,535	1,778,615	5,211,749	2,703,530	7,915,279
Total comprehensive income for the period	-	-	-	(115,538)	-	-	249,295	133,757	78,314	212,071
Share options exercised	11,342	(1,851)	-	-	-	-	-	9,491	-	9,491
Issue of ordinary shares upon conversion of convertible bonds	59,278	-	-	-	-	(3,984)	-	55,294	-	55,294
Dividends	-	-	-	-	-	-	(190,503)	(190,503)	(179,012)	(369,515)
Transfer from accumulated profits	-	-	4,888	-	-	-	(4,888)	-	-	-
At 30 June 2014	2,801,026	3,656	151,354	435,612	(78,930)	74,551	1,832,519	5,219,788	2,602,832	7,822,620

The Company	Share	Share option	Capital	Accumulated	Total
	capital	reserve	reserve	profits	equity
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
At 1 January 2015	3,804,616	1,513	55,036	700,844	4,562,009
Total comprehensive income for the period	-	-		(43,200)	(43,200)
Share options exercised	2,802	(332)	-	-	2,470
Issue of ordinary shares upon conversion of convertible bonds	97,687	-	(6,483)	-	91,204
At 31 March 2015	3,905,105	1,181	48,553	657,644	4,612,483
Total comprehensive income for the period	-	-	-	214,209	214,209
Share options exercised	8,280	(981)	-	-	7,299
Issue of ordinary shares upon conversion of convertible bonds	224,739	-	(14,857)	-	209,882
Dividends	-	-	-	(220,716)	(220,716)
At 30 June 2015	4,138,124	200	33,696	651,137	4,823,157
At 1 January 2014	2,730,406	5,507	78,535	84,136	2,898,584
Total comprehensive income for the period	-	-	-	(48,786)	(48,786)
At 31 March 2014	2,730,406	5,507	78,535	35,350	2,849,798
Total comprehensive income for the period	-	-	-	207,327	207,327
Share options exercised	11,342	(1,851)	-	-	9,491
Issue of ordinary shares upon conversion of convertible bonds	59,278	-	(3,984)	-	55,294
Dividends	-	-	-	(190,503)	(190,503)
At 30 June 2014	2,801,026	3,656	74,551	52,174	2,931,407

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

During the three-month period ended 30 June 2015, a total of 1,600,000 new fully-paid ordinary shares were issued at an exercise price of S\$0.789 per share for cash upon the exercise of share options granted under the Company's share option scheme and a total of 42,904,478 new fully-paid ordinary shares were issued upon conversion of the Company's convertible bonds.

As at 30 June 2015, the total number of unexercised options under the share option scheme was 2,205,000 (30 June 2014: 7,540,000).

The Company has the following convertible bonds which remain outstanding as at 30 June 2015:

Principal Amount Outstanding	ount Outstanding Maturity Date Put Date		Conversion price per	Convertible by holders
HK\$499,000,000	6 November 2017	6 November 2015	S\$0.776	16 December 2012

As at 30 June 2015, assuming all the convertible bonds are fully converted based on the conversion price, the number of new ordinary shares to be issued would be 101,504,512 (31 December 2014: 155,748,577), representing approximately 8.72% (31 December 2014: 14.89%) of the issued share capital of the Company.

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

The total number of issued shares as at 30 June 2015 comprised 1,163,802,868 ordinary shares (31 December 2014: 1,045,661,570).

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

Not applicable.

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

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

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

Not applicable.

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

Except as disclosed under item 5 below, the Group has applied the same accounting policies and methods of computation in the financial statements for the current financial period as those applied for the audited financial statements for the year ended 31 December 2014.

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

The Group adopted all the applicable new and revised Singapore Financial Reporting Standards ("FRS") including related Interpretations ("INT FRS"), that are relevant to its operations and effective for annual periods beginning on or after 1 January 2015. The adoption of the new and revised FRS and INT FRS did not give rise to any adjustments to the opening balances of the accumulated profits of the Group and of the Company for the prior and current periods or to changes in comparatives.

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

		Gr	oup	
	Second qu	arter ended	Six-month p	period ended
	30 J	une	30 、	June
	2015	2014	2015	2014
Earnings per ordinary share for the year after deducting any provision for preference share dividends:-				
(a) Based on weighted average number of ordinary shares in issue (in HK cents)	17.50	34.37	31.06	55.02
(b) On a fully diluted basis (in HK cents)	16.27	24.11	28.73	38.91

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

		arter ended		eriod ended
		lune		June
	2015 ('000)	2014 ('000)	2015 ('000)	2014 ('000)
Weighted average number of ordinary shares in issue, used in the calculation of basic earnings per share	1,114,946	725,225	1,086,161	722,041
Weighted average number of ordinary shares in issue, used in the calculation of diluted earnings per share	1,230,101	1,079,834	1,219,577	1,079,039

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

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

	Gr	oup	Com	pany
	30/06/2015	31/12/2014	30/06/2015	31/12/2014
Net asset value per ordinary share based on issued share capital as at the end of the period reported on (HK\$)	HK\$5.84	HK\$6.10	HK\$4.14	HK\$4.36

The net asset value per ordinary share of the Group and of the Company as at 30 June 2015 is calculated based on the net assets of the Group and of the Company as at 30 June 2015 respectively, and the number of ordinary shares in issue of 1,163,802,868 shares of the Company as at 30 June 2015.

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

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

Revenue	Revenue					
	Second q	uarter ended	d 30 June	Six-month	n period ende	ed 30 June
	2015	2014	Change	2015	2014	Change
	HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
CONTRIBUTION						
Toll road operations	536,803	492,094	9	1,030,956	954,473	8
Others/corporate	30	2,044	(99)	151	4,081	(96)
Total Group Revenue	536,833	494,138	9	1,031,107	958,554	8

Second quarter (2Q) 2015

Group revenue for the second quarter of 2015 grew 9% year-on-year to HK\$536.8 million. The increase in revenue was largely attributable to the revenue growth from Yongtaiwen Expressway, the consolidation of revenue contribution from Jiurui Expressway acquired in September 2014, partially offset by lower revenue contribution from Beilun Port Expressway. Yongtaiwen Expressway, Beilun Port Expressway and Jiurui Expressway contributed 76.7%, 17.5% and 4% of the total Group revenue respectively for the second quarter of 2015.

Yongtaiwen Expressway posed a 6% increase in revenue to HK\$411.9 million from HK\$388.7 million recorded in the same period of last year. Driven by the stable economic growth of Zhejiang Wenzhou area and the increase in vehicle ownership, traffic flow registered by Yongtaiwen Expressway grew healthily from 2.66 million in 2Q2014 to 2.83 million in 2Q2015, representing an increase of 6.4%.

Revenue registered by Beilun Port Expressway was down 4% from HK\$98.5 million recorded in 2Q2014 to HK\$94.1 million in 2Q2015. The decrease in revenue was mainly due to lower traffic flow resulted from the change in road network and road closures at certain parts of the expressway for road upgrading work since 16 September 2014.

Six-month period ended 30 June 2015

For the six months ended 30 June 2015, the Group posted a 8% increase in revenue over the corresponding period of last year, due to higher revenue contribution from the Yongtaiwen Expressway and consolidation of revenue contribution from Jiurui Expressway, partially offset by lower revenue contribution from the Beilun Port Expressway.

	Profit after tax				
Second q	uarter ended	d 30 June	Six-month	period ende	d 30 June
2015	2014	Change	2015	2014	Change
HK\$'000	HK\$'000	%	HK\$'000	HK\$'000	%
289,811	265,755	9	519,838	500,048	4
-	68,335	N.M.	-	64,092	N.M.
540	(2,284)	N.M.	(4,785)	(9,665)	(50)
290,351	331,806	(12)	515,053	554,475	(7)
195,078	249,295	(22)	337,337	397,252	(15)
	2015 HK\$'000 289,811 - 540 290,351	2015 2014 HK\$'000 HK\$'000 289,811 265,755 - 68,335 540 (2,284) 290,351 331,806	Second quarter ended 30 June 2015 2014 Change HK\$'000 HK\$'000 % 289,811 265,755 9 - 68,335 N.M. 540 (2,284) N.M. 290,351 331,806 (12)	Second quarter ended 30 June Six-month 2015 2014 Change 2015 HK\$'000 HK\$'000 HK\$'000 289,811 265,755 9 519,838 - 68,335 N.M. - 540 (2,284) N.M. (4,785) 290,351 331,806 (12) 515,053	Second quarter ended 30 June Six-month period ender 2015 2014 Change 2015 2014 HK\$'000 HK\$'0000 HK\$'000 HK\$'000 HK\$'000 <

N.M.: Not Meaningful

Second quarter (2Q) 2015

Group net profit for the second quarter of 2015 decreased 12% to HK\$290.4 million mainly due to absence of gain on disposal of discontinued property development business. Excluding the profit contribution from the discontinued operations, Group net profit would have increased 10%. Profit attributable to equity holders of the Company was HK\$195.1 million, a decrease of 22% compared to the previous corresponding period. EPS and diluted EPS were 17.5 HK cents and 16.28 HK cents respectively as compared to 34.37 HK cents and 24.11 HK cents in 2Q2014.

Performance of toll road operations improved by 9% in the current period due primarily to higher profit contribution from Yongtaiwen Expressway and Beilun Port Expressway, the consolidation of profit contribution from Jiurui Expressway and higher bank interest income, partially offset by lower profit contribution from Gui Huang joint ventures, lower exchange gain, higher finance costs and income tax expenses.

Profit contribution from Yongtaiwen Expressway rose 15% year-on-year. This was attributable to higher toll revenue achieved, improved gross profit margin and lower finance costs incurred following the repayment of certain bank loans.

Performance of Beilun Port Expressway improved 54% or HK\$10.6 million despite a decrease in revenue mainly due to lower accrual of repair and maintenance costs, lower staff costs incurred and tax subsidy received, partially offset by higher amortisation of toll road operating right and lower bank interest income.

For the period under review, Gui Liu Expressway generated toll revenue of RMB148.3 million, a decrease of 2.1% compared to the previous corresponding period. The decrease in toll revenue was mainly due to traffic diversion caused by the change in road network and high speed rail services. In addition, toll revenue was further affected by upgrading work carried out at certain parts of the road as well as adverse weather conditions. Share of results of Gui Liu joint ventures remained stable at HK\$39.5 million. The decrease in toll revenue was offset by lower repair and maintenance costs incurred.

Toll revenue generated by Gui Huang Highway amounted to RMB54.1 million in 2Q2015, a decrease of 7% compared to RMB58.2 million recorded in 2Q2014. The decrease in toll revenue was mainly due to traffic diversion caused by the change in road network. Toll revenue was further affected by the decrease in traffic flow of large goods vehicles following the use of a large local road transportation logistic center, the traffic diversion by a neighbouring toll road after the completion of its major maintenance work and the adverse weather conditions. Share of results of Gui Huang joint ventures decreased 23.1% compared to the same period of last year, which was much higher than the decrease in toll revenue of 5.4%, mainly due to lower bank interest income, higher bank charges, higher staff costs and absence of subsidy income from the local authority, partially offset by lower repair and maintenance costs accrued.

Other businesses posted a gain of HK\$540,000 against a loss of HK\$2.3 million in 2Q 2014 mainly due to higher exchange gain and lower administrative expenses, offset by lower bank interest income.

Six-month period ended 30 June 2015

For six months ended 30 June 2015, Group profit from continuing operation increased 5% driven by higher profit contribution from toll road subsidiaries, partially offset by lower profit contribution from Gui Huang joint ventures, higher finance costs and lower exchange gain. EPS and diluted EPS for the six months ended 30 June 2015 were 31.06 HK cents and 28.73 HK cents respectively as compared to 55.02 HK cents and 38.91 HK cents for the corresponding period of 2014.

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

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

10. A commentary at the date of this announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months

The Group's toll road business is expected to continue to deliver positive results, in light of the economic development and the continued growth in car ownership in the respective regions where the Group's toll roads are located.

11. Dividend

(a) Current Financial Period Reported On

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

Name of Dividend Dividend Type Dividend Amount per Share (in cents) Tax Rate

Interim dividend
Cash
Singapore 3.5 cents
(one-tier)
-

(b) Corresponding Period of the Immediately Preceding Financial Year

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

Name of Dividend Dividend Type Dividend Amount per Share (in cents) Tax Rate

Interim dividend
Cash
Singapore 3.5 cents
(one-tier)
-

(c) Date payable

To be announced later.

(d) Books closure date

To be announced later.

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

Not applicable.

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

No IPT mandate has been obtained by the Group.

person transactions during the person transactions conducte
financial year under review during the financial year under
(excluding transactions less than review under shareholders' mandat
\$100,000 and transactions pursuant to Rule 920 (excludin
conducted under shareholders' transactions less than \$100,000)
mandate pursuant to Rule 920)
None. Not applicable.

14. Confirmation by the Board

We, Luo Hui Lai and Jiang Yan Fei, being two directors of China Merchants Holdings (Pacific) Limited (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of their knowledge, nothing has come to the attention of the board of directors of the Company which may render the 2Q 2015 financial results to be false or misleading, in all material respects.

BY ORDER OF THE BOARD

Lim Lay Hoon Lynn Wan Tiew Leng Company Secretaries 30/07/2015