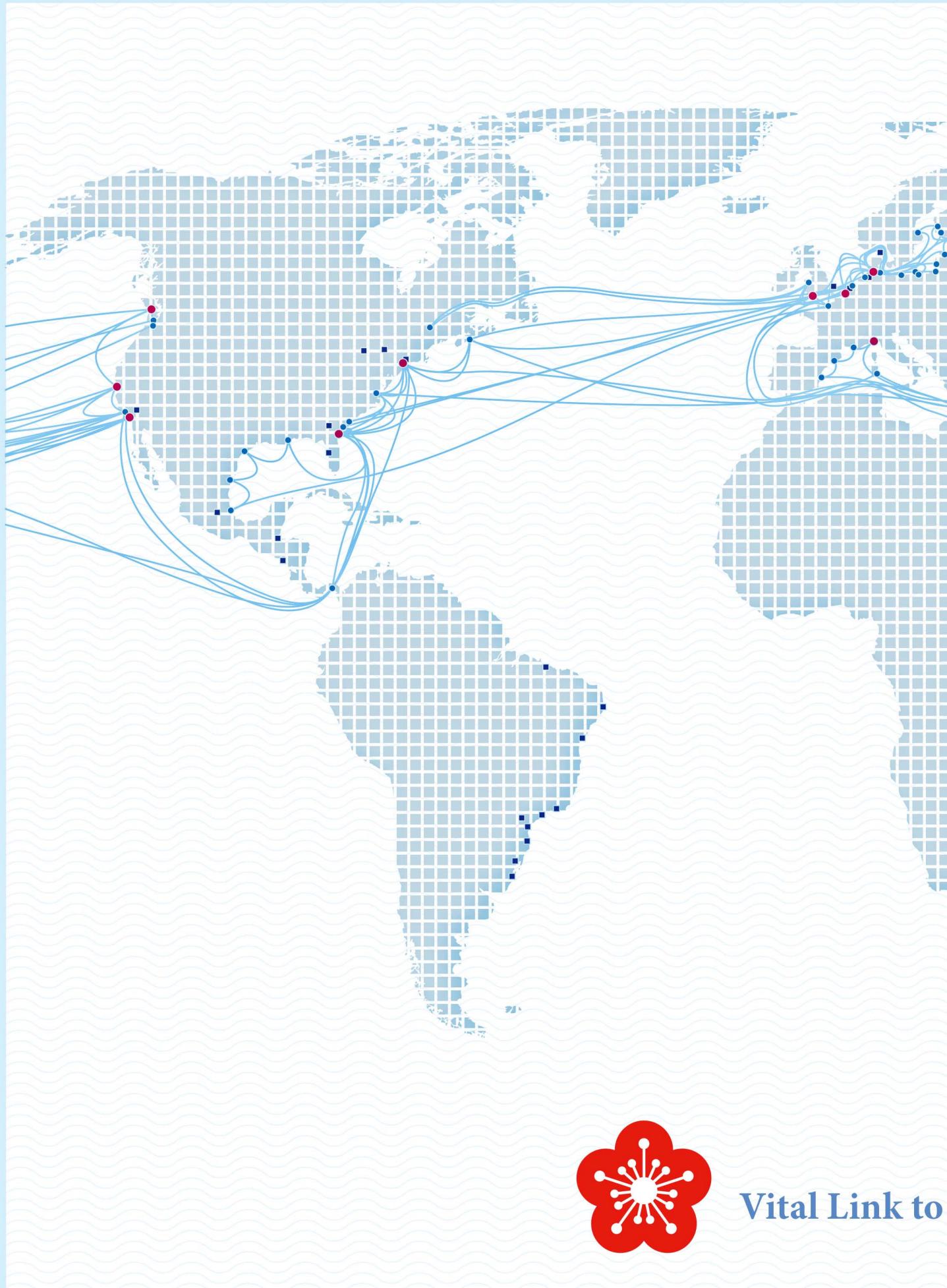


**2015**  
Annual Report

**Orient Overseas (International) Limited**

(Incorporated in Bermuda with Limited Liability)

Stock code: 316



Vital Link to





# CORPORATE PROFILE

Orient Overseas (International) Limited (“OOIL”), a company with US\$6.0 billion in total revenues, has principal business activities in container transport and logistics services. Listed on The Stock Exchange of Hong Kong, the OOIL Group has more than 320 offices in 70 countries.

Orient Overseas Container Line and OOCL are trade names for transportation provided separately by Orient Overseas Container Line Limited (“OOCLL”) and OOCL (Europe) Limited respectively and both are wholly-owned subsidiaries of OOIL. OOCL is one of the world’s largest integrated international transportation, logistics and terminal companies, and is an industry leader in the use of information technology and e-commerce to manage the entire cargo transport process. OOCL’s modern fleet today includes some of the youngest, largest, fuel efficient, and environmentally-friendly vessels carrying cargo on hundreds of trade routes around the world, providing a vital link in Global Trade.

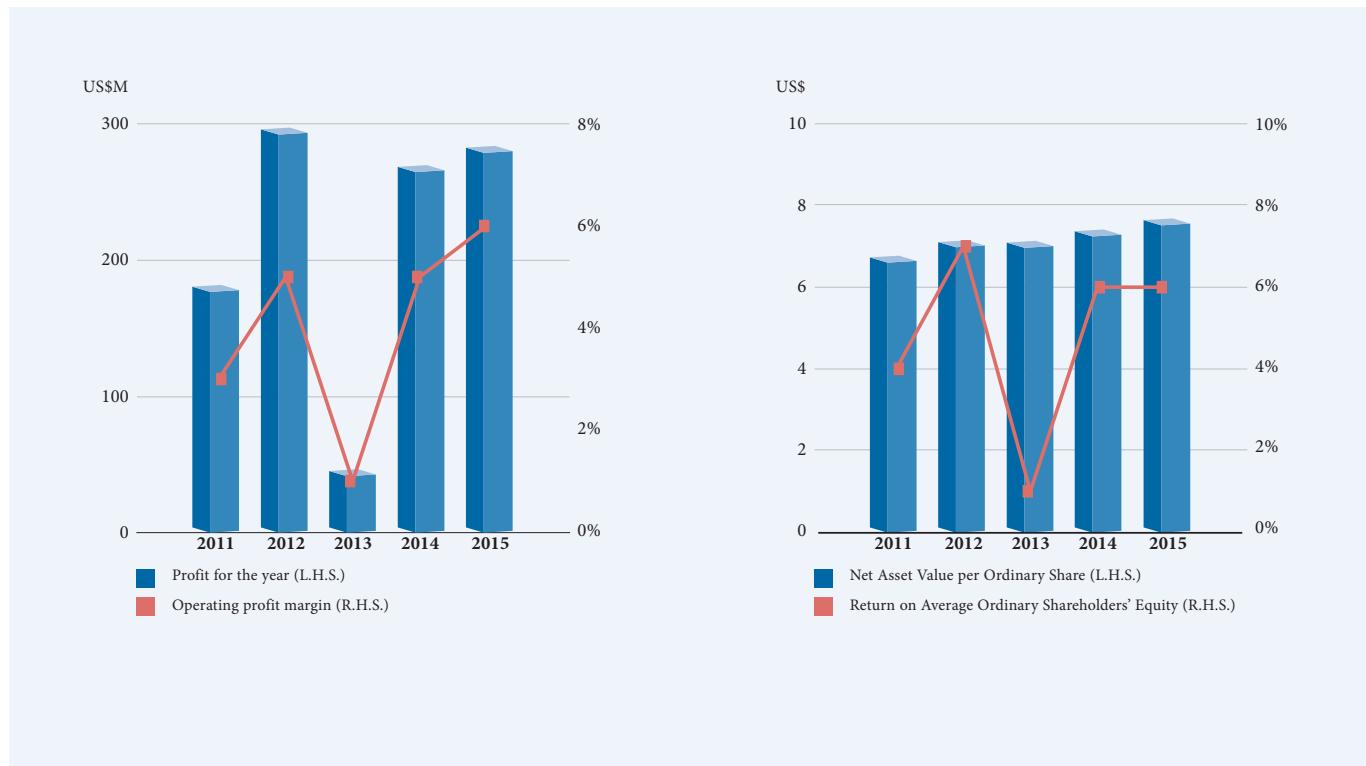


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# Financial Highlights

US\$M	2015	2014	Increase/ (decrease) %
<b>Consolidated Profit and Loss</b>			
Revenue	5,953	6,522	(9%)
Operating profit	353	329	7%
Revaluation of Wall Street Plaza	20	10	100%
Finance costs	(64)	(54)	19%
Profit for the year	284	270	5%
<b>Consolidated Balance Sheet</b>			
Liquid assets	2,549	2,690	(5%)
Property, plant and equipment	6,021	5,609	7%
Total assets	9,732	9,633	1%
Borrowings	4,102	3,985	3%
Total liabilities	4,934	4,999	(1%)
Ordinary shareholders' equity	4,798	4,635	4%
<b>Consolidated Net Cash Flow</b>			
Operating activities	458	479	(4%)
Investing activities	(274)	(183)	50%
Financing activities	(386)	(76)	408%
Net (decrease)/increase in cash and cash equivalents	(202)	220	N/M
<b>Key Ratios</b>			
Operating profit margin	6%	5%	1%
Gross debt to equity	0.85	0.86	(1%)
Net debt to equity	0.32	0.28	4%
Return on average ordinary shareholders' equity	6%	6%	–
Earnings per ordinary share (US cents)	45.4	43.2	5%
Net asset value per ordinary share (US dollar)	7.67	7.41	3.5%



# Significant Events – 2015

## January ①

OOCL celebrated the christening of the 8,888 TEU newbuilding, m.v. *OOCL Taipei*, on January 6 at a naming ceremony held on Changxing Island in Shanghai and the vessel was named by Sponsor Mrs. Mylene Seah, wife of Mr. Peter Seah, Chairman of DBS Bank Limited.



①



③

## February

OOCL Logistics opened a new dedicated warehouse strategically located near the Lat Krabang Inland Container Depot (ICD) in Thailand with convenient access to the Suvarnabhumi Airport and Laem Chabang Seaport.

## March ②③

On March 3, John Deere and Company awarded OOCL with their Five-Year “Hall of Fame” designation at the John Deere Achieving Excellence Awards banquet held in Bettendorf, Iowa. The award recognizes OOCL’s commitment to customers through evaluating areas such as service quality and delivery performance over the last 5 years.



Orient Overseas (International) Limited and its subsidiaries announced a profit attributable to equity holders for 2014 of US\$270.5 million, compared to a profit of US\$47.0 million in 2013 in its full year results announcement.

OOCL won the ‘Best Green Business Award’ for Green Management & Future Leadership at the Golden Globe Tigers Summit and Awards 2015 event held in Kuala Lumpur, Malaysia. The Golden Globe Tigers Award is organized by the Asian Confederation of Business, World CSR, CMO Council and CMO Asia.

The 8,888 TEU newbuilding, m.v. *OOCL Utah*, was christened on March 31 at a ceremony held on Changxing Island in Shanghai. The vessel was named by Sponsor Mrs. Nancy Hale who was joined by her husband and our Guest of Honour Mr. Val Hale, Executive Director of Utah Governor’s Office of Economic Development.

OOCL placed an order for the construction of six 20,000 TEU class vessels with Samsung Heavy Industries in Korea to strengthen fleet competitiveness.

## April

OOCL appointed ‘Orient Overseas Cargo Line Co.’ (OSAU) as the new agent in Saudi Arabia to offer a variety of liner services and provide a vital link to world trade, bridging Middle East-Gulf and China markets and beyond.

OOCL (Myanmar) Limited (OMMR) was established in Myanmar on April 1 to provide a comprehensive liner service network to the growing market in the country.

OOCL became a signatory of the Shenzhen Port Green Convention that encourages ocean going vessels to voluntarily use fuel with a sulphur content of less than 0.5% when berthed at the participating ports in Shenzhen.

## May ④⑤⑥

OOCL proudly received the 2014 Hong Kong Awards for Environmental Excellence Gold Award in the Transport and Logistics Sector category from the Honourable Mr. C. Y. Leung, Chief Executive of the Hong Kong Special Administrative Region. The Award recognizes OOCL’s commitment to achieving environmental objectives through the entire organization such as initiatives taken to sustain progressive environmental improvements and working with partner organizations to establish synergies to adopting greener business models and operations.

OOCL’s subsidiary Long Beach Container Terminal (LBCT) was honoured by California’s leading environmental advocacy group Coalition for Clean

## Significant Events – 2015



June ④

OOCL was voted the 'Best Shipping Line – Transpacific' by Asia Cargo News readers and was awarded with the title at the 2015 Asia Freight, Logistics and Supply Chain Awards (AFLAS) ceremony in Hong Kong on June 24.

OOCL was accredited by Lloyd's Register, an independent business assurance service provider, for environmental data integrity and achieving dual reporting standards through the use of Clean Cargo Working Group (CCWG) and ISO 14064-1:2006 verification tools.

OOCL Logistics was commissioned to manage the supply chain of a landmark energy and infrastructure project launched by China and Pakistan towards the establishment of a China-Pakistan Economic Corridor to further promote trade between the two countries.

OOCL Logistics sets up a strategic multi-block logistics centre in the East Zone of Guangzhou Economic & Technological Development District to cater for growth and provide quality logistics services in the booming e-commerce market in the region. The new logistics center will be operational by January 2016 and is in close proximity of the ports of Guangzhou and Shenzhen West and well connected to the road networks covering South-West and Central China.



July

CargoSmart announced the launch of Big Schedules, a new and powerful search engine that leverages Big Data to provide best-in-class sailing schedule information for shippers and logistics service providers who want deeper insights into their shipment planning to improve operational efficiency and management.

Air (CCA) with their top award for environmental stewardship. The award recognizes LBCT's efforts on the Middle Harbor Redevelopment Project that will transform two antiquated terminal facilities into the one of the most competitive, environmentally-friendly and technologically-advanced terminal in the United States.



August ⑧ ⑨

Orient Overseas (International) Limited and its subsidiaries announced a profit attributable to equity holders of US\$238.6 million for the six-month period ended June 30, 2015, compared with US\$181.3 million for the same period in 2014 in its interim results announcement.

The m.v. OOCL Genoa was christened at a ceremony held on Changxing Island in Shanghai on August 26 and was named by Sponsor Mrs. Tamiko Onaka, wife of Mr. Koichi Onaka, Managing Executive Officer of Sumitomo Mitsui Trust Bank, Japan in the presence of our Guest of Honour, Mr. Hisanaga Tanimura, CEO of Financial Products Group Co., Ltd.





### October ⑩⑪⑫

OOCL received the Asian Responsible Business Leadership Award for “Environmental Sustainability – Environmental Leadership” and the Asian Green Future Leadership Award for “Best Green Employee Engagement” organized by the Asian Confederation of Businesses and CMO Asia in Dubai.



OOCL received the final 8,888 TEU class containership, the m.v. *OOCL Ho Chi Minh City*, in the line of eight ordered from the Hudong-Zhonghua Shipbuilding shipyard at a christening ceremony held on Changxing Island in Shanghai on October 29. OOCL was honoured to have the chairlady of Nine Dragons Paper Group Ms. Cheung Yan as Sponsor, who gave her blessings to the vessel and crew.



OOCL received the 2015 Singapore Environmental Achievement Award (Regional) (SEAA) at a ceremony held by the Singapore Environment Council (SEC) that honours outstanding organizations and companies for their overall environmental stewardship, management and performance as well as leadership and innovation in sustainability.

### September

On September 12, CargoSmart organized a “Big Data, Big Opportunities” Conference at the Hong Kong Science Park that attracted more than 500 participants from the local community to the event, showcasing CargoSmart’s cloud-based big data analytics capabilities while encouraging the younger generation to contribute and learn more about the shipping industry.



### November

To further strengthen and broaden its footprint in e-commerce, OOCL Logistics collaborates with Alibaba Group to provide Less-than-Container-Load (LCL) transport services from China to USA, Canada, Australia, Japan and the Netherlands.

### December

On December 31, the Group announced the re-designation of Mr. Alan Tung as Chief Financial Officer with effect from January 1, 2016.

## Chairman's Letter



“2016 has so far been characterised by great uncertainty. We believe that our longstanding and consistent approach to yield and cost management will position us well to face the challenges of the coming year.”

**Tung Chee Chen**

*Chairman and CEO*

At the start of 2015, container shipping companies enjoyed unforeseen conditions that were, almost without exception, positive. For those few months, substantially lower fuel costs and gains in momentum in the US recovery drove industry-wide results that were better than anticipated.

Unfortunately, the economic context became increasingly complicated as the year progressed. The fall in oil prices led to a reduction in energy-related capital expenditure, and to some producers bordering on default. Trade growth was limited, and the Fed was signalling (and eventually implemented) a start to the normalisation of interest rates. The second half of the year saw retail sales stagnating further, thereby reducing imports from Asia.

By the end of the year, the worsening imbalance in supply and demand, driven by large amounts of new tonnage being introduced at a time of lacklustre volume growth in many trades and even shrinkage in others was having a dramatic effect. Capacity had started to be taken out of the market in response to slower demand growth, and having witnessed a substantial fall in rates, lines were forced to surrender all of (or more than) the benefit of lower fuel prices to their customers.

Against this unsettled background, I am pleased to report that OOIL generated a profit

attributable to shareholders for 2015 of US\$283.9 million (2014: US\$270.5 million), with 2015 earnings per ordinary share of US45.4 cents (2014: US43.2 cents).

The Board of Directors recommends the payment of a final ordinary dividend of US1.85 cents (HK\$0.145) per share to shareholders for 2015.

As for 2016, the first quarter has so far been characterised by great uncertainty. The IMF forecast for global economic growth has been reduced. The US economic recovery seems to be solid, but not spectacular, and continues to be influenced by external factors. Both Japanese and European growth levels are low, with few predicting with any confidence that the corner will be turned in 2016. Chinese growth has continued to slow, presenting challenges to emerging market and commodity economies. A number of central banks are entering into uncharted territory by imposing negative interest rates. Even if at a lower rate than in 2015, new shipping capacity continues to be introduced.

In this environment, it is entirely conceivable that freight rates might fall even further in some trades, to a point where liner operators, facing poor market demand, and in order to reduce the magnitude of losses, have to reduce further their deployed capacity.

## Chairman's Letter

To face the challenges of the market, our consistent approach over many years has been to drive cost efficiency and to find new ways to reduce our own operating costs.

Scale will continue to be a key driver of sustainability in the industry. A key part of how OOCL achieves scale is through having the right fleet, with modern and fuel efficient vessels built to the right size and specifications, driving unit cost efficiency even at today's lower fuel prices. As announced in April 2015 and reported at the half year, the group has ordered six 20,000 TEU class vessels from Samsung Heavy Industries to be delivered in 2017. We are delighted with the better-than-expected efficiency gains achieved through our 13,208 TEU vessels replacing smaller vessels on certain routes, and look forward to enhancing these benefits of scale further with our larger vessels, as they enter into service in 2017.

OOCL has participated in alliances, in one form or another, for decades. We continue to believe that alliance structures are an important means of achieving scale and enhancing product quality. OOCL continuously seeks to identify opportunities for additional efficiencies and savings through these arrangements.

One of the major forces behind our ability to navigate the challenging waters of container shipping is our industry-leading information

technology, which enables us to drive the highest levels of cost efficiency. The group remains committed to investing in IT, and to continuing to enhance the capabilities that our systems give us in operational efficiency, yield management, customer interaction and shipment transparency. We continue to explore new and innovative ways to improve and upgrade our systems, including using forward-looking data and predictive analytics, which should enable us to make further progress in efficiency and profitability.

We expect that our Middle Harbor Redevelopment Project in California will enter into the first phase of its operation in 2016. While the final completion of the project is not scheduled to occur until 2020, we fully anticipate that even from 2016 we will start to reap benefits from this large capital investment. Our new terminal will be able to ensure the highest levels not only of operational efficiency but of environmental friendliness and sustainability.

OOCL Logistics continues to grow its volumes and profitability, and we remain committed to building up our activities in this sphere. Our logistics business shares the OOCL philosophy of providing excellent service to our customers, and of doing so by providing a chosen range of services in targeted markets and with specific customer bases that will together drive profitability and growth for our shareholders.

A feature of our group has for many years been a robust and conservative balance sheet. While we have appetite to invest and to grow, and thereby to enhance shareholder returns, we intend to maintain a balance sheet that enables us to withstand the volatility and cyclical nature of our industry.

OOCL has a long track record of outperforming the market, in both up and down cycles. Through our continued efforts in yield and cost management, as well as in operational efficiency and customer focus, the Group continues to be an industry leader. Furthermore, we continue to be one of the few carriers with a history of solid financial performance as well as a robust balance sheet.

We believe that we are well positioned to face the coming challenging year, as well as to benefit from the up cycle when it comes. We look forward to furthering our position as one of the leading carriers in the industry.

**C C Tung**

*Chairman*

Hong Kong, 4th March 2016

# Operations Review



“OOCL has a long track record of outperforming the market, in both up and down cycles. Through our continued efforts in yield and cost management, as well in operational efficiency and customer focus, the Group continues to be an industry leader.”



### CONTAINER TRANSPORT AND LOGISTICS

Expectations for 2015 in the container shipping industry had been cautious. The known introduction of significant amounts of new capacity against an environment of less than stellar global trade growth had meant that no-one was forecasting that 2015 would produce especially strong results.

However, the year started very well, and for its first few months seemed only to improve. East West trade volumes held up, the freight rate environment was steady, and shipyards had not yet delivered the 1.6 million TEU of new capacity that would drive a gross increase of 8.5% in fleet capacity later in the year. The congestion seen in the West Coast of the US resulted in capacity being drawn to the East Coast to serve shippers seeking alternative solutions, thereby absorbing what might otherwise have risked being surplus. Furthermore, fuel prices were continuing to plummet. OOCL's average fuel cost per metric ton in 2014 had been US\$572, whereas during the first quarter of 2015, the spot price for Singapore 380 Bunker Fuel was hovering around the US\$300 mark.

Financial results announced for the half year showed that OOCL along with almost all of its peers had enjoyed a successful start to the year. By the middle of the year, trends had started to appear that eventually developed into the very different market environment of the second half.

As summer progressed, it became clear that growth in European trade was persistently negative. Trade growth to the US was positive and indeed robust, even if not spectacular. The picture in the Intra-Asia trade was as varied as the different markets within the region, but overall the growth was present, but weak. Cargo growth between China and South East Asia remained strong, while traffic in other parts of Asia was mostly flat. Traffic to the Middle East, which had been convincingly positive in the first half, slowed down markedly in the second half. Volumes to the Indian sub-continent continued to grow throughout the year.

The long-expected capacity growth had started to weigh heavily on the market by mid-year. Not only in Asia Europe, where most of the over 800,000 TEU of new container ships of over 10,000 TEU were being introduced, but also in other trades, where cascading was bringing in additional capacity.

Low fuel costs, while most definitely overall a positive for the group, also contributed to challenges in the industry in the second half. New services could be introduced by competitors with lower cost risk, thereby enabling them to add capacity to already well supplied markets. Low vessel charter rates exacerbated this effect. The industry saw several examples of new services being introduced, only for these to be cut back later in the year, when cargo growth failed to match the increase in capacity.

Furthermore, lower fuel prices meant that operators of older, less fuel-efficient vessels could continue to operate them without it being financially prohibitive – this, along with low steel prices, will likely have contributed to the low level of fleet scrapping seen during 2015.



Congestion and disruption that had particularly affected the network towards the end of 2014 began to clear up during the first months of 2015. While there were instances of congestion towards the end of the year, the impact was far more localised, and certainly not on the scale that was seen in 2014, where at different times disruption had been seen in Europe, Asia and on the US West Coast.

OOCL operates alongside Hapag-Lloyd, NYK, Mitsui OSK Lines, Hyundai Merchant Marine and APL in the G6 alliance. 2015 saw the first full year of operation of the G6 as a global East-West alliance, along with impressive improvements in alliance operational performance, assisted by the G6's Joint Service Centre in Singapore.

One notable development during 2015 has been increasing trade imbalance. For example, the Trans-Atlantic trade has for many years been balanced between eastbound and westbound cargos. As the growth rates of the European and North American economies have diverged, as well of course as their currencies, we have seen higher volumes of westbound cargo. Within the Intra-Asia trade, the strength of the US Dollar against a number of Asian currencies, and the movements in the RMB, have increased southbound trade and put pressure on northbound. Managing

the effect of such imbalances is a challenge for container shipping companies, but one for which OOCL is well prepared.

At the start of 2015, no-one expected just how positive the first few months would be. However, despite the unanticipated strength of the opening months of the year, OOCL remained cautious throughout the first half, with this caution being shown to be justified as the year drew to a close.

For the full year 2015, OOCL's liftings were essentially flat, with a drop in revenue, and of revenue per TEU of 10%. This reflects the challenging environment described above, particularly as the very tough second half took hold.

In spite of this, OOCL remained profitable throughout the reporting period. This was due to a variety of reasons, including our consistent efforts to maintain close attention to cost management, for example our ability to generate savings not simply by enjoying the same fall in fuel prices as everyone else but by ensuring maximum efficiency in fuel consumption per TEU. The combination of this long-established approach with our state-of-the-art IT system, which strengthens operational performance as well as facilitating the best yield management and other financial decisions, has enabled us to resist the headwinds of the current situation.

OOCL Liner	Growth in 2015		
	TEU	Revenue	Revenue/TEU
Q1	(2.5%)	(3.2%)	(0.7%)
Q2	(2.1%)	(9.3%)	(7.4%)
Q3	1.9%	(12.2%)	(13.8%)
Q4	2.0%	(15.6%)	(17.3%)
Total	(0.2%)	(10.1%)	(10.0%)

Trade	LIFTING ('000 TEU)			REVENUE (US\$ million)		
	2015	2014	Variance	2015	2014	Variance
Trans-Pacific	1,318	1,289	2.2%	1,908	1,973	(3.3%)
Asia-Europe	894	980	(8.8%)	884	1,173	(24.6%)
Trans-Atlantic	366	385	(4.9%)	569	600	(5.2%)
Intra-Asia/Australasia	2,998	2,932	2.3%	1,858	2,061	(9.8%)
Total	5,576	5,586	(0.2%)	5,219	5,807	(10.1%)



**Trans-Pacific** – While the global expectation at the start of 2015 was cautious, there was more optimism in the outlook for the eastbound Trans-Pacific trade. The US recovery appeared to be solid, and the rate environment was encouraging. Disruption in the West Coast ports led to significant volumes of cargo shifting to the East Coast, causing a short-term spike in East Coast rates. Much of that cargo pattern has returned to the West Coast, but its return co-incided with the introduction of additional capacity into the market and with a gradual decrease in the rate of cargo growth. As a result, even if the rate environment appears sustainable, there was no significant “peak season” to the West Coast in 2015, and performance remained steady. Westbound volumes and rates lost some pace as the year progressed, affected both by the strength of the US Dollar and by reductions in imports to Asia.

**Asia-Europe** – For the industry as a whole, Asia-Europe has been one of the best performing trades in recent years. Its very different performance this year has been the main news story of container shipping in recent months. Volume growth was at best weak, with some countries performing better than others, but to Europe overall was negative. The impact of the fall in the Euro, the after effects of high import volumes followed by low growth, and the economic implications of sanctions on Russia hurt demand, which was far from sufficient to keep up with the growth on the supply side. Significant withdrawals of tonnage towards the end of the year made some progress in achieving a certain level of improvement, but the trade remained challenged at year end.

**Trans-Atlantic** – The Trans-Atlantic trade performed steadily throughout the year, but with a noticeable increase in trade imbalance. Continuing the trend of 2014, imports into the US from Europe grew while trade heading in the other direction contracted.

**Intra-Asia and Australasia** – The many lanes that make up the Intra-Asia and Australasian trades performed very differently. However, additional capacity and cascading of larger vessels from other trades has created challenging conditions at a time when growth is slower in many countries, and even shrinking in others. The low fuel price environment has led not only to more services being introduced, but to an increase in direct services as opposed to transhipment. OOCL was quick to adapt to these changes, for example reworking its Japanese network in order to improve shipping times, transit times and schedule reliability. The drop in value of the Australian Dollar, and the impact of the fall in commodity prices, are thought to have contributed to a continuing environment of largely flat growth in cargo to Australia, although an improved supply and demand balance following service changes could generate some improvement.

## MAJOR CUSTOMERS AND SUPPLIERS

Approximately 7.5% and 20.1% of the Group’s total expenditure on purchases of goods and services for the year are attributable to the largest supplier and five largest suppliers respectively.

Approximately 1.5% and 5.2% of the Group’s total reported revenues for the year are attributable to the largest customer and five largest customers respectively.

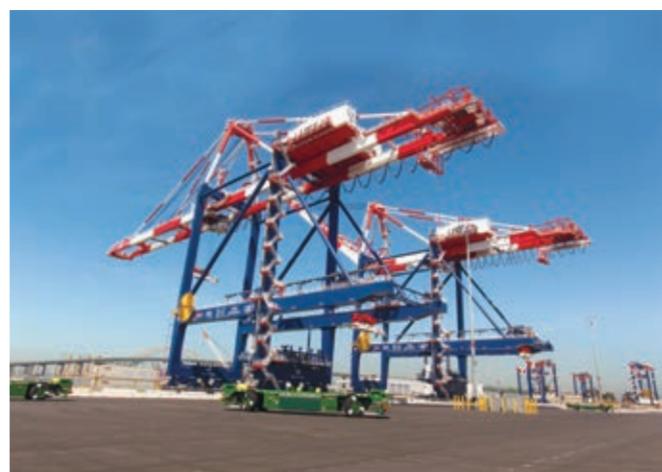
The Group has entered into slot sharing arrangements with other container shipping companies. The receipts and payments from slot sharing arrangements have not been included in determining the major customers and suppliers since it would be misleading to do so as the receipts and payments are in respect of sharing arrangements for the utilisation of vessel space.

No director or any of his associates holds any equity interest in the suppliers or customers included above.



## MARINE TERMINALS

During 2015, OOCL operated two container terminals: the Long Beach Container Terminal in California and the Kaohsiung Container Terminal in Taiwan, with a total combined throughput of 2.3 million TEU, representing a year over year increase of about 2.7%. Tianjin Port Alliance International Container Terminal Co., Ltd. and Ningbo Yuandong Terminal Ltd., where OOCL has a 20% interest in each, together handled about 4.9 million TEU, a 2.8% increase over 2014.



## Middle Harbor Redevelopment Project

OOCL and its subsidiary LBCT continue to work with the Port of Long Beach (POLB) on the Middle Harbor Redevelopment Project (MHRP) in Long Beach, California. The project is to be developed in three phases. Extensive equipment testing, systems development and professional training were conducted during 2015.

As at the time of writing, this process of testing continues. An important step in the testing procedure has been that the m.v *OOCL America* has been set to Long Beach in order to participate in end-to-end testing with a real vessel in place.

We expect that the first phase of our new terminal will become fully operational in the middle of 2016. This will be a hugely significant milestone for the group, and will bring into existence one of the most operationally efficient and environmentally friendly port terminals anywhere in the world.

Our expanded new terminal at Long Beach will, over time, drive more and more benefit for the group. This will be achieved not only by cost-efficient handling of calls by our own vessels and those of our alliance partners, but by opening up the possibility of third party business and therefore additional revenue streams.

## **Long Beach Container Terminal, LLC. (LBCT LLC)**

### **Location:**

Long Beach, California, USA

### **Status of Terminal:**

Currently at 98.8 acre, to be expanded into a 304 acre, three berth container facility operated under a long-term preferential use agreement from the Port of Long Beach.

### **Equipment/Facilities:**

On Pier F: one container-vessel berth; seven Post-Panamax quayside container gantry cranes; five side picks; 12 rubber-tired gantry cranes; 75 yard tractors; 11 top handlers; 12 utility forklifts; 56 yard chassis; various pick-up trucks and other vehicles and handling equipment.

On Pier E: currently two container-vessel berth; six ship-to-shore gantry cranes, 38 automated stacking cranes, two rail yard cranes, 75 bombcarts, one reach stacker, one combi-lift straddle carrier, 40 yard tractors, four heavy lifts, one fuel truck, 56 pickup trucks, one tour bus, two shuttle buses and two telehandlers.

### **Building Facilities:**

13,000 sq ft main office building; 3,200 sq ft marine operations building; 9,600 sq ft repair shop.

### **Principal Customers:**

APL, Hapag Lloyd, HMM, MOL, NYK and OOCL.



## **Kaohsiung Container Terminal (KAOCT)**



### **Location:**

Pier 65 and 66 Kaohsiung Harbour, Kaohsiung, Taiwan

### **Status of Terminal:**

As one of the original container facilities in the Kaohsiung Harbour, the Kaohsiung Container Terminal has deep-water berths of 14.5 meters and the entire facility has been modernized since 2002 and upgraded in 2012 with the ability to handle two 10,000-TEU vessels at the same time or one 13,000, one 8000 TEU vessel.

### **Equipment/Facilities:**

Two container-vessel berths (760 meters long) on a total of approximately 63.6 acres operating 24-hour, 7-days a week basis for vessel and gate activities: Six Post-Panamax quay cranes including four with 19 rows and two with 22 rows of twin 20 ft lifting capacity; 20 rail-mounted gantry cranes; five empty stackers and various shipside handling equipment.

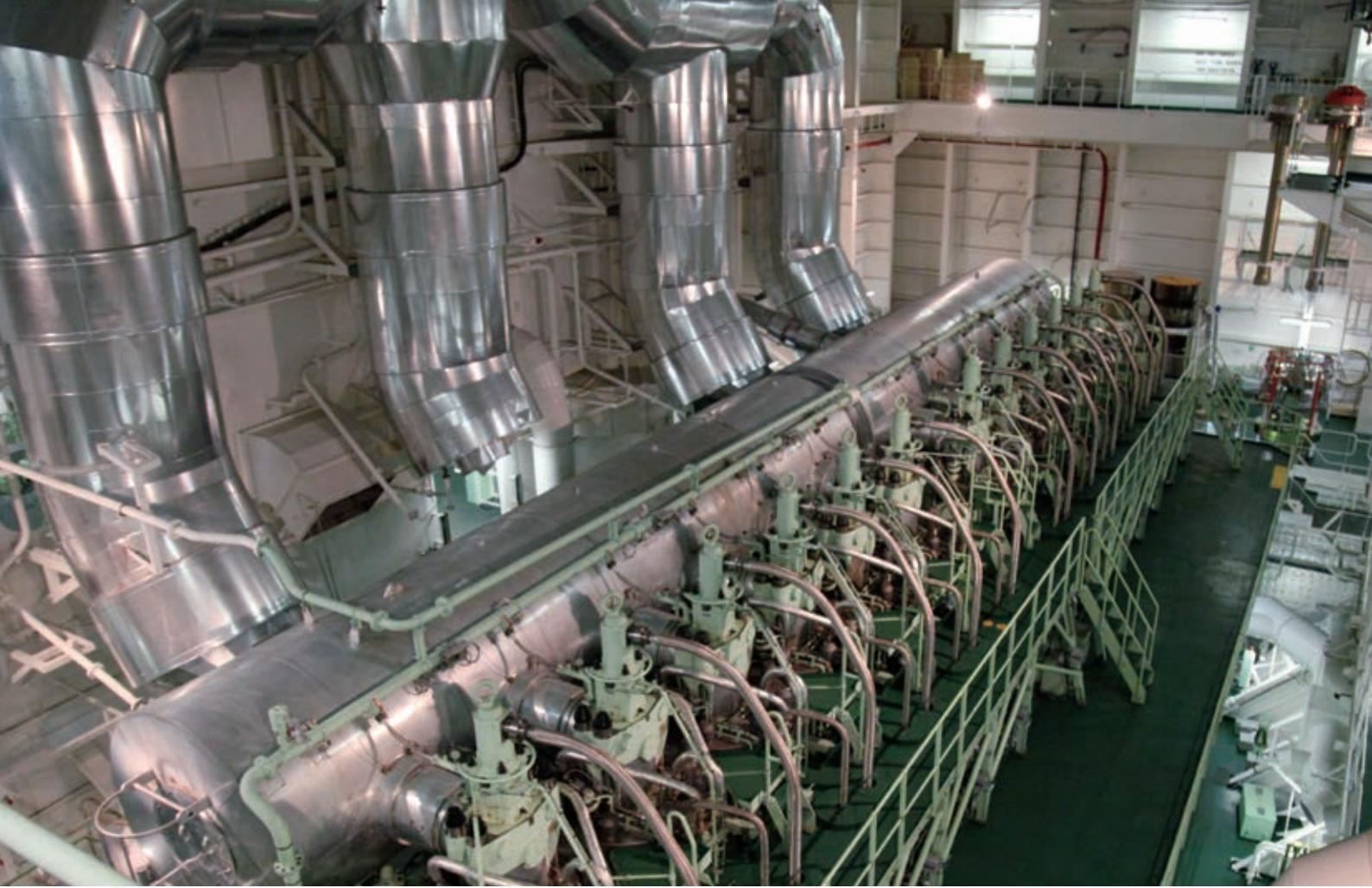
To further enhance services and improve efficiency, two terminal upgrade projects were carried out which included the completion of an expansion of the container storage area ZONE 6 by 1,500 TEU in January 2014 and an empty storage area ZONE 7 by 4,000 TEU in April 2015. After the completion of these projects, the rail-mounted gantry cranes will be able to handle 1.5 million TEU per annum and carbon emission will be further reduced.

### **Building Facilities (approximate area):**

2,948 sqm office building, 7,000 sqm container freight station, 720 sqm maintenance building.

### **Principal Customers:**

ANL, APL, COSCO, CSCL, EMC, HPL, HYMM, IRISL, MOSK, NYK, OOCL, PIL, WHL, YML, ZIM and various feeder operators.



## SHIP OPERATIONS

As at 31st December, 2015, OOCL fleet composition was as follows:

Fleet	No. of Vessels	TEU Capacity
Owned/		
Long Term Chartered/		
Operating Lease	67	496,688
Short Term Chartered	40	117,565
Chartered Out	(4)	(52,832)
Operating Capacity	103	561,421

During the year of 2015, the Group took delivery of four SX class 8,888 TEU new vessels from Hudong-Zhonghua Shipbuilding (Group) Co., Ltd in China. They are also the last four vessels for the series.

On 31st March, 2015, orders for six 20,000 TEU class vessels were placed with Samsung Heavy Industries Co., Ltd. in South Korea for delivery in year 2017.

To optimise fleet utilisation, two 11-year old 8,063 TEU SX-class vessels were sold and chartered back for a three-year period during the year.

As of the end of 2015, OOCL owned vessels with an average age of 6.64 years and an average size of 7,548 TEU.

### Bunker Saving

The fall in market fuel price enabled us to achieve very significant bunker cost savings throughout the year.

In accordance with the new MARPOL Annex VI ultra-low sulphur fuel regulations (in force as from 1st January, 2015), our vessels are required to comply with 0.1% sulphur content

regulations in the designated Sulphur Emission Control Areas (SECA). This has led to an increase in the proportion of our fuel consumption that is made up of higher grade and lower polluting fuel. The cost impact of this is already included in our numbers.

We will retain our dedicated focus on a range of efficiency measures in order to ensure the highest levels of fuel efficiency. For example, optimal routing, carefully calculated sailing speeds, efficient use of shaft generators, carrying minimum ballast and employing optimal trim.

Beyond ensuring that we operate a modern and efficient fleet, an important success factor in managing our fuel cost is the expertise and dedication of our staff, who use their experience not only to comply with existing guidelines but to ensure that new opportunities to achieve savings are fully explored and, where appropriate, implemented.

### Environmental Protection

We remain very supportive of international efforts to measure and control shipboard emissions. In 2015, we maintained an average sulphur content of 2.32% in our bunker consumption which compares favourably with the International Maritime Organization (IMO) prescribed standard of 3.5%. Aside from the installation of Alternative Maritime Power (AMP) system that allows shore-based power alternatives, our newbuildings have been equipped with Ballast Water Treatment systems to effectively treat ballast water that is in line with our environmental policy. A retrofit program is also underway to allow some of our existing vessels to improve fuel efficiency and so to reduce emissions.

In addition to regulatory compliance, we have been participating in various voluntary programs including the Green Flag Program at the Port of Long Beach, Vessel Speed Reduction Program at the Port of Los Angeles, and the Shenzhen Port Green Convention initiated by the Shenzhen Transportation Commission (SZMOT) in China.



## LOGISTICS



The gross profit margin achieved by OOCL Logistics improved by 7.4%, which can be attributed to our approach to select the right business mix in the right locations and with the right customers. Specifically, we have made this progress by focusing more on higher value added business in international supply chain management services and import and export services, and deselecting a certain proportion of non-profitable domestic logistics business in China.

The growth in profitability came at the expense of a 2.9% revenue decrease, reflecting the reduced emphasis on more commoditised domestic logistics business.

In addition to selecting the right business targets, our yield management has assisted by further enhanced levels of operational productivity, cost control and asset efficiency.

For our international supply chain business, we have improved standardisation of our service quality globally to each customer. For import and export business, we expanded our carrier portfolio and network, in order to be able to offer customers one-stop-shop total solutions with better service coverage and frequency, and focused on project cargo transportation. In terms of domestic logistics, we further developed our cold chain logistics business, streamlined Less-Than-Truck-Load (LTL) services, and moved deeper into the transportation services and warehouse markets of second and third tier cities in China and other parts of Asia.

By leveraging on our superior IT capabilities and management expertise, our value-added services are integrated into our customers' supply chain operations, and assist them in enhancing their productivity and organisational efficiency.





## INFORMATION TECHNOLOGY

The Group continues to invest in information technology, in order to generate a sustainable competitive advantage for our activities.

By the end 2015, the global implementation of the IRIS-4 Liner enterprise system had started to reach its final phases. We expect that its forerunner, the IRIS-2 system, will be shutdown during 2016.

In order to reach “Software Defined” grade, and to attain even greater levels of flexibility and elasticity to adapt to evolving business needs, we began a programme to rebuild our Data Centre and International Network infrastructure.

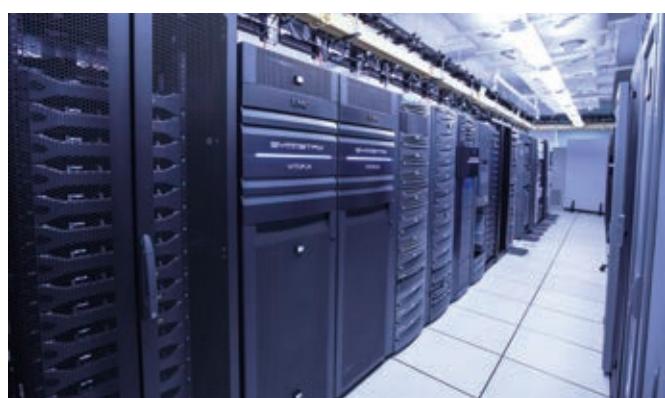
Through multiple experiments in three countries in 2015, the first iteration of an Intelligent Assembly Line for Bill of Lading production was commissioned, delivering high levels of service and quality assurance. Further opportunities to expand the scope of the use of Intelligent Assembly Lines will be explored in 2016, opening up the possibility of ongoing efficiency and cost gains.

The Group’s subsidiary, CargoSmart, a standalone third party business platform, is expanding the concept of the “Internet of Things” to cover areas such as Marine

Operations. Advances in this area will assist carriers to monitor fuel efficiency and other key performance metrics of vessels, and to act on the information garnered.

CargoSmart has also developed the technology to allow customers to access data on multiple-carrier shipments. The group’s OOCL.com is the first website to implement this customer-friendly innovation.

Furthermore, CargoSmart provides a platform solution for G6 Alliance Slot Cost Allocation and Settlement (ASM) and Alliance Vessel Schedule Maintenance (VSM).





## PROPERTY

Based on an independent valuation as at 31st December 2015, Wall Street Plaza was valued upwards by US\$20 million, reflecting an assessed market value of US\$200 million. After offsetting a total of US\$0.5 million improvement works on the building in 2015, the net fair value gain for 2015 has come to US\$19.5 million.

As at 31st December 2014, Wall Street Plaza was valued at US\$180 million with a net fair value gain of US\$9.7 million in 2014.



# Corporate Responsibility



“The Group is dedicated to promoting sustainable practices in our supply chain. We encourage sustainable economic development through innovative environmental care measures.”



## Corporate Responsibility



The Group prides itself upon being a responsible corporate citizen and it employs the highest standards of business ethics in all that it does. Headed by a senior management Steering Committee and a Global Security, Safety and Environment Care Officer, the Group embraces the core values of Corporate Social Responsibility at all levels.

The Group places the utmost importance on environmental care and community support. Despite the current difficult economic environment, we must continue to address the long-term threat of climate change. We strive to play our part in tackling this global problem through engagement with organisations such as the Business Environment Council, the Clean Cargo Working Group and the World Wildlife Fund. Throughout the year, the Group has won awards and accolades for its environmental performance, and OOIL Group employees around the world have been actively supporting their local communities through various environmental initiatives.

The Group is dedicated to promoting sustainable practices into our supply chain. Our Corporate Sustainable Procurement Policy has been implemented in every aspect of our business and at every stage of the supply chain. For example, under our vendor and supplier selection mechanism, a self assessment of the potential contractor must be completed to confirm their compliance to our Safety, Security, Environmental and Social Guidelines, where on-site verification of their facilities may be conducted if deemed necessary. Once compliance is confirmed we would review and work with our vendors to ensure compliance levels are maintained.

In addition, the OOCL Carbon Calculator is designed to assist OOCL customers measure CO<sub>2</sub> emissions in their supply chains. The scope of the calculator spans across vessels, trucks, feeders, and rail with over 70,000 port pairs recorded. OOCL spearheaded the project in 2010, partnering



# Corporate Responsibility

with the Department of Logistics and Maritime Studies of the Hong Kong Polytechnic University. The Calculator has been checked and verified for its methodology, accuracy and carbon footprint calculations by The American Bureau of Shipping (ABS) Consulting.

## Our Environmental Initiatives

The Group recognises that businesses must take responsibility for their industry's effects on the environment. Our company is dedicated to meeting the needs of the present without compromising those of the future. We encourage sustainable economic development through innovative environmental care measures and believe that by taking a proactive role in caring for the environment, we can help minimise our carbon footprint, improve air quality and make the world a better place to live for ourselves and future generations.

We actively participate in green programs and have received recognition for our achievements and best practices, including:

**The Safety, Quality and Environmental (SQE) Management System Certificate** – OOCL was the first container shipping line in the world to have achieved the SQE certification which consolidates the ISM-Code, ISO 9001 and ISO 14001 requirements.

**Vessel Speed Reduction Programs** – Each year, OOCL has been fully compliant to reducing vessel speed when entering within both 20 and 40 nautical miles of the Port of Long Beach and Port of Los Angeles harbors. Our efforts have effectively contributed to improving the air quality by reducing emissions such as smog forming nitrogen oxides (NO<sub>x</sub>), diesel particulate matter and greenhouse gases. Port officials estimate that if all vessels comply with the program, the amount of NO<sub>x</sub> produced by container ships would be reduced by nearly 550 tons a year.

**Ballast Water Management Program** – All container ships discharge ballast water, which can contain organisms that may be harmful to other environments. We have a policy of exchanging ballast water only in the open sea (200 nautical miles away from the nearest coastline) to achieve zero ballast water exchange when berthed at the port. Although it is not mandated by the International Maritime Organization (IMO), OOCL's new buildings are already equipped with an IMO approved Ballast Water Treatment System to effectively treat ballast water before discharging.

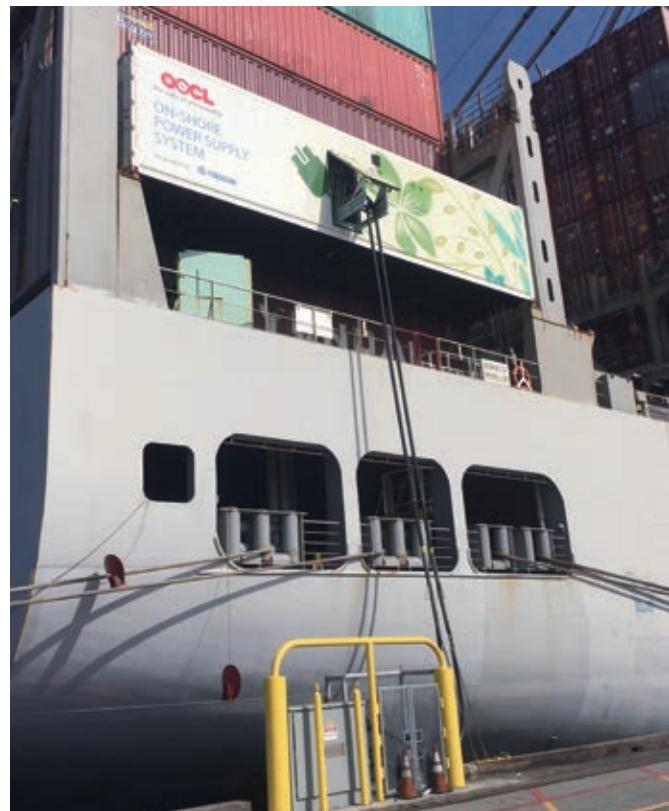
**Hong Kong Awards for Environmental Excellence – Gold Award** – OOCL received 2014 Hong Kong Awards for Environmental Excellence (HKAAE) Gold Award in the Transport and Logistics Sector category on 14th May 2015. The HKAAE is recognised by the community as one of the most prestigious and reputable environmental award schemes in Hong Kong. It encourages businesses and organisations to

embrace green management and innovation and offering the opportunity to benchmark their environmental performance.

In this seventh annual award, 1,048 applicants competed in 15 industry sectors. In considering OOCL for the gold standing, the Award recognises a company's commitment and drive to achieving environmental objectives through the entire organisation. This includes initiatives taken to sustain progressive environmental improvements and working with partner organisations to establish synergies to adopting greener business models and operations.

**"Class of Excellence" Wastewi\$e Label** – OOCL also received environmental recognition for our participation and performance in the Wastewi\$e Label Scheme under the Hong Kong Awards for Environmental Excellence (HKAAE) program. Under the Scheme, participants must achieve at least nine goals or more, covering at least two of three Wastewi\$e categories in order to be granted with the "Class of Excellence" Wastewi\$e Label. The three categories include Waste Avoidance & Reduction Measures, Collection and Recycling of Recyclable Materials, and Purchase or Manufacture of Recycled Products.

**Singapore Environmental Achievement Award** – OOCL received the 2015 Singapore Environmental Achievement Award (Regional) (SEAA) at a ceremony held by the Singapore Environment Council's (SEC) 20th Anniversary





Gala on 26th August 2015. Recognised by the community as one of the most prestigious and reputable environmental award schemes in Singapore, it was launched in November 1997 to honour outstanding organizations and companies for their overall environmental stewardship, environmental management and performance as well as leadership and innovation in sustainability.

**Golden Globe Tigers Sustainability Award** – OOCL won the ‘Best Green Business Award’ for Green Management & Future Leadership at the Golden Globe Tigers Summit and Awards 2015 event held in Kuala Lumpur, Malaysia on 25th March 2015. The Golden Globe Tigers Award is organised by the Asian Confederation of Business, World CSR, CMO Council and CMO Asia. The ‘Green Management & Future Leadership’ award is for the organization that participates in environmentally-friendly or green activities to ensure their business activities adequately address current environmental concerns while maintaining a profit.

**Asian Responsible Business Leadership Award/Asian Green Future Leadership Award** – OOCL won two sustainability awards by the Asian Confederation of Businesses and CMO Asia on 7th October 2015 in Dubai. Over 2,500 entries were received from different parts of the world. An independent jury then shortlisted the entries and made the final selection. OOCL won awards for the Asian Responsible Business Leadership Award for “Environmental Sustainability – Environmental Leadership” and the Asian Green Future Leadership Award for “Best Green Employee Engagement”.

**ASEAN Corporate Sustainability Awards** – OOCL received runner up in two awards in the categories of Sustainability Strategy and Sustainability Report by the Academy for Professional Excellence (APEX) Global at ASEAN Corporate Sustainability Summit on 27th March 2015, which recognised our clear vision of sustainability strategy with designed initiatives with achieved objectives; and our transparent disclosure through sustainability report.

**OOIL becomes a FTSE4Good Global Index Constituent** – The FTSE4Good Index Series is one of the world’s most recognised and respected indices measuring the performance of companies demonstrating strong Environmental, Social and Governance (ESG) standards for investors committed to socially responsible investments.

OOIL is honoured to be the first Hong Kong-based enterprise in the international transportation and logistics industry to be included in the Index. Independently assessed according to the Index criteria, OOIL has met all ESG requirements to become a constituent of the Index following the December 2015 review, an important milestone in the company’s efforts to achieving long-term sustainability objectives.

**Hang Seng Corporate Sustainability Index** – The Group is a founding constituent of, as well as listed in the Hang Seng Corporate Sustainability Index since its establishment in 2010. Only the top 30 companies are listed in the Index and they are recognised to have received the highest scores among all others on aspects including environmental care, social impact, and corporate governance.

## Corporate Responsibility

**Qualship 21** – Offered by the US Coast Guard, this program recognises high-quality ships for their excellent safety and antipollution standards and encourages quality operations. Most of OOCL's vessels calling the US have already been Qualship 21 certified since 2004.

**Environmental Data Verification** – OOCL completed its environmental reporting and disclosure assurance by using both the Clean Cargo Working Group (CCWG) and ISO 14064-1 standards to certify the transparency, accuracy, completeness, consistency and relevance of OOCL's data disclosure on vessel emissions. OOCL was accredited by the Lloyd's Register Quality Assurance (LRQA), an independent business assurance service provider based in the United Kingdom, after checking not only the carbon dioxide, sulphur oxides and Greenhouse Gas (GHG) (Scope 1) emission levels of OOCL vessels, but also extending to the GHG Scope 2 level which is associated with electricity consumption of OOCL's head office in Hong Kong.

The Group is committed to reducing emissions, promoting environmental care and conserving natural resources. We do this in all areas of our business – on land and at sea – from our vessels, to our terminals, offices and containers.



**Our Vessels** – The best way to reduce harmful emissions in the shipping industry is to reduce the consumption of fuel. For well over a decade OOCL implemented a fuel saving program including weather routing systems, slow steaming (addition of extra vessels on service loops and travelling at slower speeds), minimising ballast water to help achieve a lighter vessel load, and achieving better trim of ship draughts by good stowage, thereby burning less fuel. By taking these measures, we have reduced our CO<sub>2</sub> emissions by more than 30% since 2004. In addition to reducing our emissions, we are able to help our customers achieve a lower carbon footprint in their supply chains.

Since 2000, all our vessels have been installed with environment-friendly NO<sub>x</sub>-controlled propulsive engines while advanced slide fuel injection valves are also adopted to help reduce NO<sub>x</sub> emissions by 30%. All our new buildings since 2011 are also

equipped with Alternative Maritime Power (AMP) Systems, also known as “Cold Ironing”, which allows the vessel to use shore supplied electricity instead of burning fuel when at berth.

OOCL is fully compliant to the EU, North America and IMO mandated requirements of using 0.1% or lower sulphur content fuel in all SOx Emission Control Areas (SECA). We are also compliant to the requirements of using 0.1% sulphur content fuel when our vessels are berthed at designated EU ports.

Moreover, OOCL is one of the leading carriers that signed on to the newly introduced Shenzhen Port Green Convention initiated by the Shenzhen Transportation Commission (SZMOT) that encourage ocean going vessels to voluntarily use fuel with a sulphur content of less than 0.5% when berthed at the participating ports in Shenzhen.

OOCL vessels also ensure that the sulphur content of our fuel is well below the IMO prescribed standard of 3.5% when sailing in the high seas. In 2015, OOCL achieved an average sulphur content of 2.32%.

**Our Offices** – Our focus is to create and maintain a “paperless office” environment by eliminating the use of faxes and unnecessary paper documents. As a business which has traditionally relied on paper documentation with customers, such as bills of lading and invoices, we have successfully taken innovative measures to effectively reduce our paper consumption since 2006.

We have implemented a “reduce, re-use and recycle” campaign in all our offices around the world, encouraging employees to switch off computers after work, powering off copiers and lights after use, and to install energy saving office equipment, such as energy efficient light bulbs. We also have mandatory training for all staff in safety, security and environmental issues, and organise OOCL Green Week every July in offices around the world.

**Our Terminals** – In 2015, our Long Beach Container Terminal (LBCT LLC) continued to exceed all environmental requirements by the U.S. Environmental Protection Agency (EPA), the State of California's Air Resources Board (CARB), and the Port of Long Beach's (POLB) Green Port Policy. Some of the compliance measures taken in 2015 include:

- Deploying newer model “Clean” trucks to receive and deliver containerized cargo;
- Retrofitting container handling equipment with the latest “Clean Air Technology” engines or the latest exhaust control technologies, as well as replacing very old ones for newer and more energy efficient equipment.

Phase 1 development of the new LBCT Pier E terminal, also known as the Middle Harbor Redevelopment Project (MHRP), has been designed and is being constructed by using the

cleanest and most efficient technologies available. Not only will the MHRP be at the forefront of clean technology for cargo handling, the construction equipment and processes used in the development also meet the highest environmental standards.

To help improve air quality and reduce emissions in the local community, the new terminal will be:

- Certified to meet Leadership in Energy and Environmental Design (LEED) standards;
- Providing fully electric, emission free handling of containers from vessel to the truck using all-electric cranes and battery powered Automated Guided Vehicles (AGVs);
- Providing electrical power to the facility at 66,000 Volts, ensuring the most efficient transmission of power with the minimum possible loss levels to the terminal;
- Providing “Cold-Ironing” facilities to allow all vessels to operate on clean shore power and shut down their generator engines while at-berth; and
- Purchasing Renewable Energy Credits.

In 2005, our Kaohsiung Container Terminal (KAOCT) in Taiwan had converted its entire container yard to a ‘green’ enterprise by replacing its straddle carriers operation with electric rail mounted gantry cranes (RMGs) to improve energy and operational efficiencies. As a result of the improvements made over the years, electricity consumption throughput decreased by 15.4%, from 17.4 kWh/TEU in 2005 to 14.7 kWh/TEU in 2015. Currently, there are a total of 20 electrically powered RMGs in the terminal on a fixed-rail system and these gantry cranes are emission-free, quiet, and provide a much safer working environment at the port. The equipment has not only helped improve energy efficiency but also terminal efficiency as shipside productivity improved by 8.9% from 2005 to 2015 and during this same period, the annual throughput also increased by 72%. This has enabled KAOCT to effectively handle more vessels at one time and the higher productivity level helped shorten the vessel berthing period to achieve bunker saving as well as emission reduction.

Moreover, KAOCT minimised the use of Side-Pickers and utilised electric-powered RMGs to handle empty containers at the terminal to improve energy efficiency. When compared to 2007, the terminal reduced diesel consumption by about 38% last year. In 2012, over 200 sets of lighting systems in the terminal office were also replaced with energy efficient LED technology, achieving a 59% savings on lighting electricity.

**Our Containers** – Today, OOCL only uses CFC-free refrigerants for all of our refrigerated (reefer) containers. OOCL’s newest reefer containers have one of the lowest power

consumption in the industry, and we install ThermoKing “EcoPower” gensets for better energy efficiency. All our containers have been applied with tin-free paint and we have introduced the use of eco-friendly bamboo floorboards instead of the traditional hardwood ones.

The Group’s sustainability and environmentally conscious practices in many aspects, often exceed legal requirements and general industry standards in the countries where it operates. As a responsible and committed member of the international community, the Group will continually strive for further improvement in all aspects of its business.

### Security

In a world where global cargo security threats always increase the complexities of the international trade community, OOCL is strongly committed to the security of our operations against possible compromise and to the maintenance of the highest level of compliance in security related areas. From our offices to ports, warehouses, shore facilities and onboard our vessels, we work with the responsible authorities to ensure that every measure is in place to maintain the highest commercial and operational security standards possible at all times, while all employees are educated and regularly updated through security training.

The Group’s Corporate Security Policy and internal guidelines comply with the US Customs-Trade Partnership Against Terrorism (C-TPAT) initiative, EU Authorised Economic Operator (AEO) Program, and we actively work with various governments and authorities around the world to counter any act that would impinge upon maritime or cargo security. Under our policy, we have internal security checks to all of its holdings and our security profile has been validated by the US Customs and Border Protection agency through physical checks of the offices and facilities of the Group including terminals, warehouses, depots and vessels.

Our company meets the International Ship and Port Facility Security Code (ISPS Code), which ensures that security threats are detected and assessed and preventive measures are in place on our vessels and at our port facilities. A designated officer on each ship and at each port facility reports to the Company Security Officer who oversees the security plans, drills and training. With this in place, all our vessels continue to have an exemplary record containing zero breaches of security and clean detention records. In addition, to provide world-class quality and secure information to customers and partners, our Global Data Centre has also achieved and maintained ISO 27001 certification.

OOCL has been certified as a “Partners in Protection” (PIP) carrier by the Canada Border Services Agency (CBSA) Partners in Protection. It is a voluntary program established by the CBSA to enhance border security, combat organised crime and terrorism, detect and prevent contraband smuggling, and

## Corporate Responsibility

increase awareness of issues to secure the flow of legitimate goods and travelers across the US-Canadian border. OOCL applies anti-piracy measures before our vessels transit through High Risk Areas (HRA). One of the key measures is to maintain a 24-hour, 360-degree anti-piracy visual and radar watch and to deploy additional watch-keepers at the bridge and on deck while transiting the HRA to watch out for suspected pirate vessels. Physical measures are also utilised onboard, such as barbed wires, spikes, and night vision binoculars. Close communication is always maintained between ships and our Fleet Management Department (FMD) office. FMD's 24-hour emergency hotline is always on standby mode in the case of any emergency.

Traditionally, antivirus and malware detection software would provide a boost to our computer security by helping our computers stay away from being 'infected'. But as the development of the Internet is becoming more sophisticated than ever, signature-based virus/malware detection tools alone are no longer sufficient today.

This is because the 'Advanced Persistent Threat', a set of stealthy and continuous computer hacking processes often orchestrated by attackers targeting a specific entity by taking advantage of security loopholes, is growing. APT has been observed to target organizations and/or nations for business, financial and/or political motives. 'Corporate Security Breaches', 'Email Spoofing', 'Spear Phishing' and 'Social Media Fraud' are some of the common types of cyber attacks. To boost our employee's knowledge and awareness of cyber security, new initiatives and programs have been developed to ensure everyone takes part in protecting our assets and become more resilient against such threats. This includes an annual cyber security training and mandatory test for all employees, monthly knowledge and trend updates, and sophisticated monitoring and protective systems.

### Community and Education

As a responsible corporate citizen the Group recognizes that the societies in which its employees live and work contribute greatly to the company's overall success. Care for these communities in which it operates is therefore a major corporate focus. The Group concentrates its community efforts on charity programs designed to provide well-rounded youth education, charity relief to the needy, and cultural entertainment to the whole community.

OOCL employees across the world are encouraged to give something back to the communities in which they live through charitable activities such as fundraising and volunteering by dedicating their time and efforts to help others in need.

Some of the areas where the charity donations were made by the Group and its employees include: education, social services, orphanages, elderly homes, schools, children's

hospitals, cancer research, multiple sclerosis, and diabetes research. In addition to financial donations, the Group also contributes in kind. We offer transportation and logistics support to send relief to the affected areas. Assistance in the form of free transportation is often given to a number of charitable projects including transporting medical diagnostic equipment and supplies from the US to China to care for those children who need urgent treatments.

In keeping with the Group's long tradition in supporting education, the Group, in partnership with The Tung Foundation, committed more than US\$548,000 in 2015 to scholarships through The Tung OOCL Scholarship for students and our employees' children.

In 2015, forty OOCL vessels participated in the Hong Kong Voluntary Observing Ship (HKVOS) program by the Hong Kong Observatory (HKO) to gather and provide marine climatology data needed to help identify prevailing weather conditions for preparing forecasts and warnings to the maritime community.

To recognise vessels' outstanding efforts in volunteering their time to help improve maritime safety, the HKO presented two 'Diamond Awards', two 'Platinum Awards', and two 'Gold Awards' to a total of six OOCL vessels on 16th June 2015.

Apart from the quantity of the reports made, OOCL California and OOCL Guangzhou were also presented with participation certificates jointly issued by the World Meteorological Organization (WMO) and Intergovernmental Oceanographic Commission of UNESCO (IOC) for the high quality of the reports sent. According to the HKO, observational data received from these ships in the Voluntary Observing Ship Scheme Climate Fleet (VOSClim) are highly valued by the international scientific community for climate research and climate change studies.

As a Hong Kong-based shipping company, OOCL has been committed to working with the HKO in various projects and contribute to their safety and climate research. In June 2015, OOCL assisted HKO to conduct two new studies that make use of our vessels to enhance meteorological observations over the South China Sea. During its voyage from Hong Kong to Singapore on OOCL Busan, seven weather balloons carrying radiosondes were launched from a portable upper-air sounding system to collect meteorological data such as air temperature, humidity, wind direction and wind speed in the upper atmosphere over the South China Sea. In another project, a drifter buoy equipped with air pressure and sea surface temperature sensors was deployed from OOCL Atlanta over the central part of the South China Sea. The buoy, carried along by ocean currents over a data-sparse sea area, was able to take insitu air pressure and sea surface temperature measurements and transmitted the data to the HKO via satellite on an hourly basis.

These projects were the result of fruitful collaboration between the Observatory and the shipping community, and represented new milestones for the HKO in marine meteorological observations. The gathering of more meteorological data will support weather monitoring over the South China Sea and the surrounding areas, enhance the forecasting capability of tropical cyclones and contribute to navigation safety in the region.



### Employee Information

As a responsible corporate citizen employing the highest standards of business ethics in all that it does, the Group understands that the process begins with the well treatment of its employees. As a successful corporation, the Group appreciates that its success, growth and performance are attributable to the skills, dedication and teamwork of its employees. It regards people as its greatest asset and takes good care of them.

In the spirit of mutual respect, the Group is an equal opportunity employer with a clearly defined policy, covering areas such as treating all employees with fairness and dignity, promoting the corporate culture of encouraging open and frank communication throughout the organisation, investing in its employees and caring for their hopes and aspirations through people development programs and education, as well as recognising their efforts and achievements.

People development remains a cornerstone of the corporate culture and enables the effective operation of the Group's career development policy through recruitment and internal promotion. The Group has channeled a great deal of time and effort into its various people development programs in practical and experiential environments through job rotation, local and overseas job assignments, formal and informal learning and development opportunities and sponsorships for performance enhancement building capacities of employees in support of their growth with the Group. To further enhance practical training and better HQ/Regional cooperation, efforts have been made to initiate more short term cross regional job rotations.

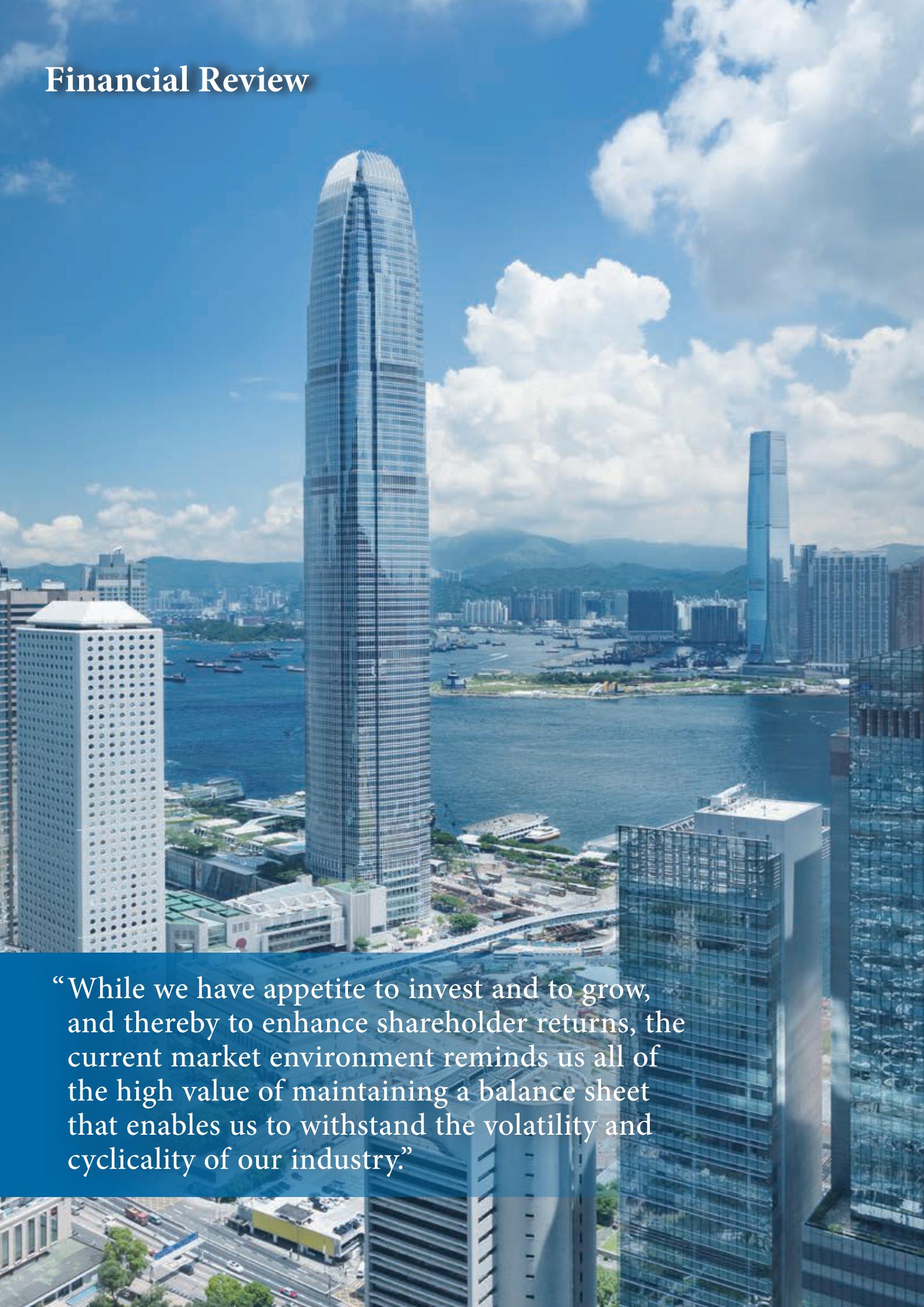
The Group employs an innovative approach to employee learning and management development. The Group recognizes that on demand performance support to its employees is the key to help them deliver what customers need. Through the Group's intranet, called "InfoNet", the Group offers an all new string to its human resources bow, creating learner-centric platforms with interactive paths to training and self-improvement, as well as opening up learning opportunities to many more people within the business. Introduced in 2010, this new intranet portal also allows speedy sharing of company news and business updates while giving its employees a platform to exchange views and ideas. In 2011, the Group had a wide adoption of enterprise level collaboration tools in addition to conventional methods of communication such as email. OOCL Wiki and Tibbr have proven to be two of these very effective tools in the sharing of information and knowledge as well as collaboration amongst large groups of colleagues in our offices around the world. They have also helped us support accelerated learning by providing us with the means to leverage resources, ideas and hence solutions.

As at 31st December 2015, the Group had 9,889 full-time employees. Their salary and benefit levels are maintained at competitive levels. Employees are rewarded on a performance related basis within the general policy and framework of the Group's salary and bonus schemes which are regularly reviewed. Other benefits including medical insurance and pension funds are also provided, and social and recreational activities are organised around the world.

In the interest of adhering to the highest ethical standards on an ongoing basis, the Group has a formulated Code of Conduct which serves as a guideline to ensure compliance with all local, national and international legal standards and to preclude offences under local, national and international laws, any breaches of confidentiality, non-disclosure requirements or intellectual property rights and any conflicts of interest, acts of bribery, corruption or political contribution and any other areas of deemed misconduct. The Group has set up procedures to identify, manage and control risks that may have an impact on the business of the Group. Established in 2006, the Group's "Whistle Blower Policy" is one of the Group's formalized procedures through which employees can anonymously file reports or register concerns and helps govern the reporting and thorough investigation of allegations of suspected improper activities.

The Group is an equal opportunity employer with policies not to discriminate against any employee or applicant for employment on the grounds of race, colour, religion, creed, age, sex, disability, pregnancy, childbirth and related medical condition, marital status, sexual orientation, veteran status and any other category as guided by local laws and legal regulations.

# Financial Review



“While we have appetite to invest and to grow, and thereby to enhance shareholder returns, the current market environment reminds us all of the high value of maintaining a balance sheet that enables us to withstand the volatility and cyclicalities of our industry.”

## Analysis of Consolidated Profit and Loss Account

### Summary of Group Results

US\$'000	2015	2014	Change	Favourable/ (unfavourable)
				%
<b>Operating revenue by activity:</b>				
Container Transport and Logistics	<b>5,927,023</b>	6,494,859	(567,836)	(9%)
Other Activities	<b>26,421</b>	26,730	(309)	(1%)
<b>Group operating revenue</b>	<b>5,953,444</b>	6,521,589	(568,145)	(9%)
<b>Operating profit by activity:</b>				
Container Transport and Logistics	<b>276,211</b>	229,979	46,232	20%
Other Activities	<b>57,312</b>	89,515	(32,203)	(36%)
<b>Group operating profit</b>	<b>333,523</b>	319,494	14,029	4%
Finance costs	<b>(63,642)</b>	(54,000)	(9,642)	(18%)
Share of profits of joint ventures and associated companies	<b>17,782</b>	19,436	(1,654)	(9%)
	<b>287,663</b>	284,930	2,733	1%
Net gain in fair value on investment property	<b>19,545</b>	9,653	9,892	102%
<b>Profit before taxation</b>	<b>307,208</b>	294,583	12,625	4%
Taxation	<b>(23,357)</b>	(24,145)	788	3%
Non-controlling interests	<b>–</b>	100	(100)	N/M
<b>Profit attributable to shareholders</b>	<b>283,851</b>	270,538	13,313	5%

Revenue for 2015 was US\$568.1 million lower than that of 2014, representing a decrease of 9%. This was mainly attributable to the lower freight rates recorded in the core Container Transport and Logistics business. Other revenue, amounting to less than 1% of the Group's revenue for both 2015 and 2014, represented rental income from the Group's investment property, Wall Street Plaza, in New York.

## Financial Review

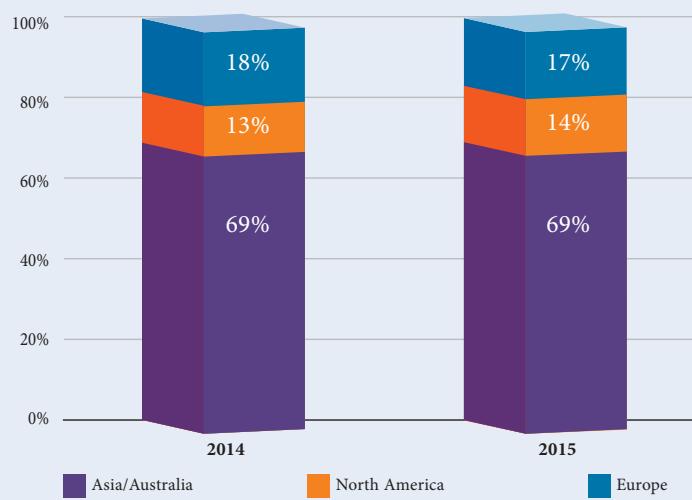
### Container Transport and Logistics

#### Summary of Operating Results

US\$'000	2015	2014	Change	Favourable/ (unfavourable)
				%
<b>Liftings (TEUs)</b>	<b>5,575,874</b>	5,585,516	(9,642)	0%
<b>Revenue per TEU (US\$)</b>	<b>936</b>	1,040	(104)	(10%)
Operating revenue by location:				
Asia/Australia	<b>4,077,784</b>	4,459,195	(381,411)	(9%)
North America	<b>835,387</b>	867,326	(31,939)	(4%)
Europe	<b>1,013,852</b>	1,168,338	(154,486)	(13%)
<b>Operating revenue</b>	<b>5,927,023</b>	6,494,859	(567,836)	(9%)
Operating costs by items:				
Cargo costs	<b>(2,927,464)</b>	(3,070,264)	142,800	5%
Bunker costs	<b>(603,193)</b>	(1,014,046)	410,853	41%
Vessel and voyage costs (excluding Bunker)	<b>(995,356)</b>	(1,033,481)	38,125	4%
Equipment and repositioning costs	<b>(721,408)</b>	(742,970)	21,562	3%
<b>Operating costs</b>	<b>(5,247,421)</b>	(5,860,761)	613,340	10%
<b>Gross profit</b>	<b>679,602</b>	634,098	45,504	7%
Other operating expenses	<b>(448,467)</b>	(436,345)	(12,122)	(3%)
Other operating income, net	<b>45,076</b>	32,226	12,850	40%
<b>Operating profit</b>	<b>276,211</b>	229,979	46,232	20%

The Container Transport and Logistics business trades under the “OOCL” name and represents the principal revenue contributor to the Group, accounting for over 99% of the Group’s revenue in 2015. Container Transport and Logistics will continue to be the core business of the Group in which the majority of the Group’s operating assets will be deployed.

#### Operating Revenue of Container Transport and Logistics



The operating results for Container Transport and Logistics also include the operations of Long Beach Container Terminal in California USA and Kaohsiung Container Terminal in Taiwan as these facilities are mainly employed by OOCL and its alliance members.

## Asia/Australia

Turnover from the Asia/Australia area decreased from US\$4,459.2 million in 2014 to US\$4,077.8 million in 2015 as a result of a drop in freight rates. Europe bound trades registered the largest shortfall in revenue terms when compared with last year while the Intra-Asia and Australasian trades also recorded a notable decline.

The overall liftings of the Trans-Pacific eastbound services increased by 2% while freight rates softened by 3% when compared with last year. The westbound legs of the Asia/Northern Europe services recorded an 11% setback in volume amid a 24% drop in rates. Intra-Asia sustained a modest 1% growth in liftings for the year but a 10% retreat in freight rates. Liftings of the Asia/Australia and New Zealand services rose by 10% in 2015 while freight rates fell by 19% compared with last year.

Overall load factor as a percentage of the capacity available during 2015 was 5 percentage points lower than that of 2014, amid a 7.1% increase in available capacity during the year. Results from this region have always been dependent upon the economic environment and consumption patterns of North America and Europe.

Kaohsiung Container Terminal in Taiwan is an integral part of the Container Transport and Logistics business and its terminal facilities are mainly employed by OOCL and its alliance members.

## North America

Revenue decreased by US\$31.9 million for this area in 2015 with softening freight rates and a decline in volume. Both Asia-bound and Europe-bound cargoes recorded a drop in average freight rates, which accounted for the revenue shortfall.

The westbound liftings of the Asia/North America West Coast service and the Asia/US East Coast service via the Panama Canal increased slightly compared with last year but revenue showed an 8% decrease, mainly due to an 11% decline in freight rates. The eastbound Canada/Northern Europe and US East Coast/Northern Europe services recorded a 12% setback in volume and a 17% drop in revenue.

The overall volumes and the average revenue per TEU on all outbound cargoes from North America recorded dips of 1% and 10% respectively as compared with last year. With a 5.7% increase in capacity during the year, the overall load factor in the region was 4 percentage points down from 2014.

Long Beach Container Terminal forms an integral part of the Container Transport and Logistics business with its terminal facilities mainly employed by OOCL and its alliance partners.

## Europe

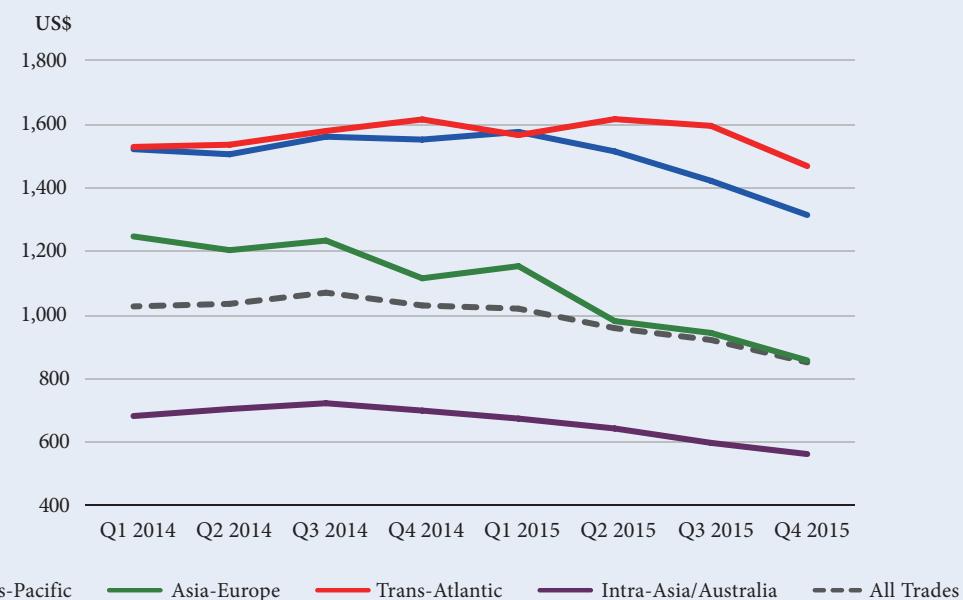
Turnover for this area in 2015 softened by US\$154.5 million after a handsome growth in 2014. The eastbound leg of the Asia/Northern Europe services recorded a 10% revenue decline in 2015 while the westbound trades of the Trans-Atlantic routes sustained a 4% growth. Modest revenue growth was achieved for the Mediterranean markets while the Intra-Europe trades recorded a noticeable revenue drop.

The eastbound leg of the Asia/Northern Europe services saw a 4% decrease in volume in 2015, which was aggravated by a 6% decline in freight rates. Liftings for the westbound sectors of the Canada/Northern Europe and US East Coast/Northern Europe services were comparable to those of 2014 while the average revenue per TEU for both services was 3% better than last year. The eastbound routes of the Mediterranean trades sustained an 8% growth in volume and a 3% increase in revenue during the year.

The overall load factor as a percentage of capacity available for cargo shipments from this region was 3 percentage points lower than that of 2014 with a 1.6% capacity decrease for the Europe area during 2015.

The average revenue per TEU on all outbound cargoes from Europe was 1% higher than that of 2014, amid a 5% decrease in overall volume for the region.

### Revenue per TEU by Services



### Operating Costs

The principal operating costs of the container transport business, including cargo costs, vessel costs, voyage costs, equipment and repositioning costs, decreased from 2014 mainly as a result of the drop in bunker price.

Cargo costs mainly consist of terminal charges, inland transportation costs, commission and brokerage, cargo assessment and freight tax, all of which are largely paid in the local currencies of the areas in which the activities take place. Cargo cost decreased by 5% compared with that of 2014 as a result of the lower liftings and a stronger US dollar for the year.

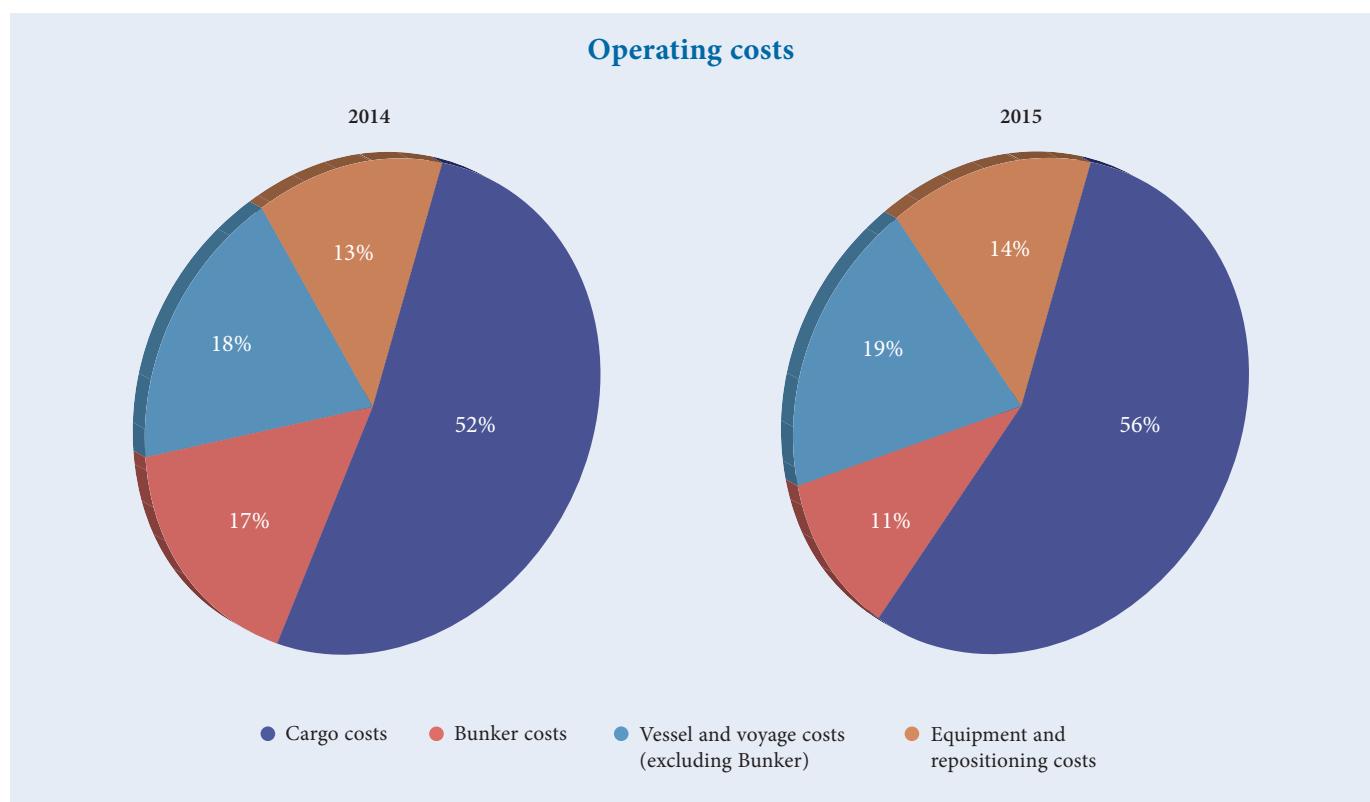
### Average Bunker Price per Ton



Voyage costs comprise mainly bunker costs, port charges, canal dues, cargo claims and insurance. Bunker price softened from an average of US\$572 per ton in 2014 to an average of US\$311 per ton in 2015, resulting in a 41% drop in bunker cost for the year.

Vessel costs include the operating costs and depreciation charges relating to the OOCL fleet as well as the net charter hire and slot hire expenses incurred in order to maintain the scheduled service levels. With the extra capacity from newbuildings delivered, the total carrying capacity grew from 529,662 TEU as at the end of 2014 to 561,421 TEU in 2015, while the total number of vessels operated by OOCL, both owned and chartered-in, increased from 98 to 103. However, total vessel and voyage costs, other than bunker costs, for 2015 decreased from those of 2014 as a result of the softening charter rates.

Equipment costs principally represent maintenance and repair costs, rental payments, depot expenses and depreciation charges relating to the fleet of containers and chassis equipment, while repositioning costs arise mainly from the relocation of empty containers from areas of low activity to high demand regions. The container fleet size decreased from 982,880 TEU in 2014 to 967,015 TEU in 2015 while total equipment and repositioning costs were 3% lower than last year with increased owned equipment and less rental outgoings.



### Other Operating Expenses

Other operating expenses largely comprise staff costs, office expenses, selling and marketing costs, professional and information system expenses. Increases in other operating expenses were contained at US\$12.1 million when compared with 2014.

### Other Operating Income, net

Other operating income, comprising principally net foreign exchange differences and net profit or loss on the disposal of assets, for 2015 was US\$12.9 million better than that of 2014.

## Financial Review

### Other Activities

#### Summary of Operating Results

US\$'000	2015	2014	Change	Favourable/ (unfavourable)
				%
Rental income	27,364	27,638	(274)	(1%)
Elimination	(943)	(908)	(35)	N/M
<b>Operating revenue</b>	<b>26,421</b>	<b>26,730</b>	<b>(309)</b>	<b>(1%)</b>
Operating costs	(15,008)	(15,036)	28	0%
<b>Gross profit</b>	<b>11,413</b>	<b>11,694</b>	<b>(281)</b>	<b>(2%)</b>
Investment income	11,461	27,068	(15,607)	(58%)
Interest income	14,215	14,638	(423)	(3%)
Distributions from investment in Hui Xian	30,550	43,832	(13,282)	(30%)
Others	(10,327)	(7,717)	(2,610)	(34%)
<b>Operating profit</b>	<b>57,312</b>	<b>89,515</b>	<b>(32,203)</b>	<b>(36%)</b>

The Group owns an approximately 600,000 sq ft office and commercial property, Wall Street Plaza, located at 88 Pine Street, New York, USA, an area popularly referred to as the “Wall Street area”. The building was constructed in 1972 and is operated as a multi-tenanted building. Approximately 21,000 sq ft is occupied by Group companies. The Group also invests funds surplus to operations in cash and bank deposit and, on a longer term basis, in equity and bond portfolios. The Group also owns 7.9% interest in Hui Xian Holdings Ltd which is the largest unit-holder of Hui Xian REIT, the first RMB-denominated REIT in Hong Kong.

The operating profit from Other Activities for 2015 was US\$32.2 million lower than that of 2014 with lower-value dividends in specie from Hui Xian Holdings Ltd and lower contributions from investment activities recorded for the year.

#### Rental Income

Rental income from Wall Street Plaza was comparable to that of last year, with an occupancy rate of 94% as at the end of 2015.

#### Investment Income

Compared with a profit of US\$27.1 million in 2014, investment activities recorded a profit of US\$11.5 million for the year. Interest income from bond investments increased in 2015, which was offset by the fair value loss recorded for the year.

**Investment Income By Activities**



## Interest Income

Interest income decreased by US\$0.4 million in 2015, reflecting an average lower deposit balance during the year.

## Distributions from Investment in Hui Xian

Hui Xian Holdings Ltd declared and paid both cash dividends and dividends in specie in 2015, of which the Group shared a total of US\$24.8 million. The Group also received distributions of US\$5.8 million from its direct holding of Hui Xian REIT units during the year, resulting in a total contribution of US\$30.6 million from Hui Xian in 2015. In 2014, a total of US\$40.2 million from Hui Xian Holdings Ltd, in terms of cash dividends and dividends in specie, and a US\$3.6 million distribution from Hui Xian REIT were received.

## Others

Other items include business and administration expenses for property management, exchange differences and other miscellaneous items.

## Finance Costs

The Group incurs interest expenses on bank loans, finance leases and, to a very small extent, bank overdrafts. These borrowings are variously secured against vessels, containers, chassis and terminal equipment owned by the Group. Finance costs also include fees on lease administration.

Finance costs increased by US\$9.6 million as compared with 2014, principally a result of a higher average debt balance for the year.

## Net Gain in Fair Value on Investment Property

As at 31st December 2015, the Group's investment property, Wall Street Plaza, was valued at US\$200 million, up from the US\$180 million valuation at the end of 2014, by an independent valuer. After offsetting a total of US\$0.5 million capital improvements, the net gain in fair value for 2015 was therefore US\$19.5 million. In 2014, the property recorded a valuation gain of US\$10.0 million which was offset against capital improvements of US\$0.3 million to result in a net fair value gain of US\$9.7 million.

## Share of Results of Joint Ventures and Associated Companies

Share of results of joint ventures and associated companies mainly represents the Group's investment in a depot joint venture in Qingdao, two agency joint ventures in the Middle East, and a 20% stake in two terminals in Tianjin and Ningbo. The share of US\$17.8 million profit from joint ventures and associated companies in 2015 was US\$1.7 million lower than 2014.

## Profit before Taxation

Pre-tax profit for the year was US\$307.2 million compared with last year's profit of US\$294.6 million. The increase in earnings mainly came from the Container Transport and Logistics business, offset in part by a lower contribution from investment activities.

## Financial Review

### Taxation

US\$'000	2015	2014	Change	Favourable/ (unfavourable)
				%
Company and subsidiaries:				
North America	12,728	8,783	3,945	(45%)
Europe	1,480	991	489	(49%)
China	4,728	4,932	(204)	4%
Asia and others	4,421	9,439	(5,018)	53%
Total	23,357	24,145	(788)	3%

Taxation for 2015 was comparable with that of 2014 which was in line with the operating results.

### Capital Expenditure

US\$'000	2015	2014	Change	Increase/ (decrease)
				%
Container vessels and capitalised dry-docking costs	23,870	21,652	2,218	10%
Vessels under construction	506,056	280,573	225,483	80%
Containers and chassis	169,576	339,246	(169,670)	(50%)
Terminal equipment	58,422	172,527	(114,105)	(66%)
Vehicles, furniture, computer and other equipment	27,317	20,196	7,121	35%
Computer software	11,024	14,228	(3,204)	(23%)
Investment property	455	347	108	31%
	796,720	848,769	(52,049)	(6%)

Capital expenditure decreased from US\$848.8 million in 2014 to US\$796.7 million in 2015. Vessels under construction accounted for 64% and 33% of the total capital expenditure in 2015 and 2014 respectively while capital outlays on container equipment decreased from 40% of 2014 to 21% in 2015. The decrease in capital expenditure on terminal equipment mainly represented the near completion of Phase I for the Middle Harbor Redevelopment Project in Long Beach, USA.

### Vessels

During 2015, the Group took delivery of four 8,888 TEU vessels and entered into sale-and-lease-back agreements for two 8,063 TEU vessels for three years.

In 2015, the Group placed orders for six 20,000 TEU class vessels from Samsung Heavy Industries, Korea, to be delivered in 2017.

### Newbuilding Delivery Schedule

Delivery	Shipyard	Hull No.	TEU	Year of Order
May 2017	Samsung Heavy Industries	HN2172	21,000	2015
Jun 2017	Samsung Heavy Industries	HN2173	21,000	2015
Jul 2017	Samsung Heavy Industries	HN2174	21,000	2015
Aug 2017	Samsung Heavy Industries	HN2175	21,000	2015
Oct 2017	Samsung Heavy Industries	HN2176	21,000	2015
Nov 2017	Samsung Heavy Industries	HN2177	21,000	2015

## Review of Consolidated Balance Sheet

### Summary of Consolidated Balance Sheet

US\$'000	2015	2014	Change	Increase/ (decrease)
			%	
Property, plant and equipment	<b>6,020,744</b>	5,608,929	411,815	7%
Investment property and prepayments of lease premiums	<b>208,462</b>	189,109	19,353	10%
Joint ventures and associated companies	<b>157,007</b>	161,747	(4,740)	(3%)
Intangible assets	<b>55,646</b>	48,578	7,068	15%
Liquid assets	<b>2,548,976</b>	2,689,754	(140,778)	(5%)
Accounts receivable and other assets	<b>710,977</b>	908,853	(197,876)	(22%)
Other non-current assets	<b>29,762</b>	26,485	3,277	12%
<b>TOTAL ASSETS</b>	<b>9,731,574</b>	9,633,455	98,119	1%
Accounts payable and other liabilities	<b>(766,731)</b>	(953,204)	186,473	(20%)
Current taxation	<b>(3,464)</b>	(5,677)	2,213	(39%)
<b>TOTAL ASSETS LESS TRADING LIABILITIES</b>	<b>8,961,379</b>	8,674,574	286,805	3%
Long-term borrowings	<b>3,663,100</b>	3,595,625	67,475	2%
Short-term borrowings, overdrafts and current portion of long-term borrowings	<b>438,619</b>	388,877	49,742	13%
Total debt	<b>4,101,719</b>	3,984,502	117,217	3%
Deferred liabilities	<b>62,150</b>	55,320	6,830	12%
Ordinary shareholders' equity	<b>4,797,510</b>	4,634,752	162,758	4%
<b>CAPITAL EMPLOYED</b>	<b>8,961,379</b>	8,674,574	286,805	3%
Debt to equity ratio	<b>0.85</b>	0.86		
Net debt to equity ratio	<b>0.32</b>	0.28		
Accounts payable as a % of revenue	<b>12.60</b>	14.46		
Accounts receivable as a % of revenue	<b>8.39</b>	8.81		
% return on average ordinary shareholders' equity	<b>6.02</b>	5.94		
Net asset value per ordinary share (US\$)	<b>7.67</b>	7.41		
Liquid assets per ordinary share (US\$)	<b>4.07</b>	4.30		
Share price at 31st December (US\$)	<b>4.78</b>	5.81		
Price to book ratio based on share price at 31st December	<b>0.62</b>	0.79		

### Property, Plant and Equipment

US\$'000	2015	2014	Change	Increase/ (decrease)
			%	
Vessels	<b>4,269,560</b>	3,969,359	300,201	8%
Containers and chassis	<b>1,274,923</b>	1,217,025	57,898	5%
Terminal equipment	<b>388,737</b>	339,664	49,073	14%
Land and buildings	<b>37,640</b>	41,796	(4,156)	(10%)
Others	<b>49,884</b>	41,085	8,799	21%
	<b>6,020,744</b>	5,608,929	411,815	7%

## Financial Review

Container Transport and Logistics remains the core business of the Group and the one in which the majority of property, plant and equipment is deployed. The assets largely comprise container vessels, containers and chassis, terminal equipment, property and computer equipment and systems.

The increase in property, plant and equipment in 2015 principally reflects the outlays on newbuildings, the additions in containers and new terminal equipment for the Middle Harbor Redevelopment Project.

### Investment Property and Prepayments of Lease Premiums

US\$'000	2015	2014	Change	Increase/ (decrease)
				%
Investment property	200,000	180,000	20,000	11%
Prepayments of lease premiums	8,462	9,109	(647)	(7%)
	208,462	189,109	19,353	10%

Investment property represents the Group's commercial building, Wall Street Plaza, in New York. The building was valued at US\$200.0 million as at the end of 2015 by an independent valuer (2014: US\$180.0 million).

### Joint Ventures and Associated Companies

US\$'000	2015	2014	Change	Increase/ (decrease)
				%
Joint ventures	11,758	9,248	2,510	27%
Associated companies	145,249	152,499	(7,250)	(5%)
	157,007	161,747	(4,740)	(3%)

The investment in associated companies comprises minority holdings in two container terminals in Tianjin and Ningbo. The investments in joint ventures are in connection with (1) a container depot in Qingdao, and (2) two shipping agencies in the Middle East. The decrease in the investment value in joint ventures and associated companies for 2015 was mainly a result of the depreciation of Chinese Yuan.

### Intangible Assets

US\$'000	2015	2014	Change	Increase/ (decrease)
				%
Opening balances	48,578	42,663	5,915	14%
Additions	11,024	14,228	(3,204)	(23%)
Disposal of a subsidiary	–	(3)	3	N/M
Amortisation	(3,956)	(8,310)	4,354	(52%)
Closing balances	55,646	48,578	7,068	15%

Intangible assets represent capitalised computer software development costs which are amortised over a period of five years.

## Liquid Assets

US\$'000	2015	2014	Change	Increase/ (decrease)	%
Container Transport and Logistics	285,436	437,155	(151,719)	(35%)	
Other Activities	42,309	35,726	6,583	18%	
Cash and portfolio funds	1,985,153	1,971,037	14,116	1%	
Available-for-sale listed equity securities	–	9	(9)	(100%)	
Held-to-maturity investments	236,078	245,827	(9,749)	(4%)	
Total liquid assets	2,548,976	2,689,754	(140,778)	(5%)	

The Group adopts a central treasury system under which a part of the funds surplus to planned requirements is set aside for portfolio investments in fixed income bonds or equities managed by in-house managers under guidelines imposed by the Board.

The Group's investment portfolios are largely invested in US dollar bonds, short-term cash deposits or similar instruments, and listed equities. No investments are made in derivative investment products.

Held-to-maturity investments are entirely bonds intended to be held until maturity.

The Group's total liquid assets at the end of 2014 and 2015 can be further analyzed as follows:

US\$'000	2015	2014	Change	Increase/ (decrease)	%
Cash (per cashflow statement)	1,737,511	1,942,822	(205,311)	(11%)	
Bank overdrafts	14	1	13	1300%	
Bank balances and deposits maturing within three months from the date of placement	1,737,525	1,942,823	(205,298)	(11%)	
Bank balances and deposits maturing over three months from the date of placement	278,056	223,091	54,965	25%	
Cash and bank balances (per balance sheet)	2,015,581	2,165,914	(150,333)	(7%)	
Restricted bank balances	1,423	54,581	(53,158)	(97%)	
Portfolio investments	295,894	223,423	72,471	32%	
Available-for-sale listed equity securities	–	9	(9)	(100%)	
Held-to-maturity investments	236,078	245,827	(9,749)	(4%)	
Total liquid assets	2,548,976	2,689,754	(140,778)	(5%)	

## Accounts Receivable and Other Assets

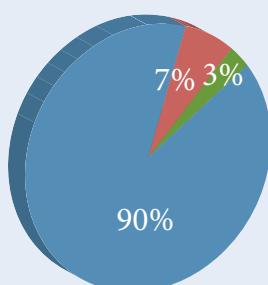
US\$'000	2015	2014	Change	Increase/ (decrease)	%
Container Transport and Logistics	558,825	740,543	(181,718)	(25%)	
Others	152,152	168,310	(16,158)	(10%)	
	710,977	908,853	(197,876)	(22%)	

## Financial Review

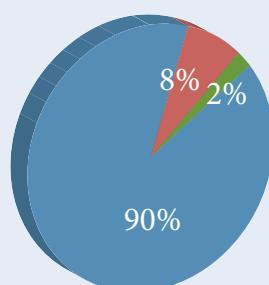
Accounts receivable and other assets for Container Transport and Logistics decreased by US\$181.7 million to US\$558.8 million at the end of 2015. The decrease was mainly attributable to the lower value for bunker inventory and the effect of re-classifying a vessel from property, plant and machinery to asset held for sale in 2014, which was subsequently disposed of during the year.

**Ageing Analysis of Trade Receivables**

2014



2015



● Below 1 month

● 2-3 months

● Over 3 months

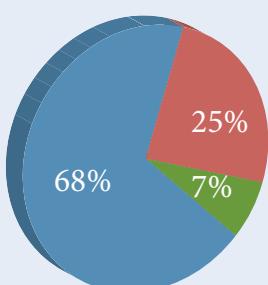
## Accounts Payable and Other Liabilities

US\$'000	2015	2014	Change	Increase/ (decrease)	%
Container Transport and Logistics	760,439	946,538	(186,099)	(20%)	
Others	6,292	6,666	(374)	(6%)	
	<b>766,731</b>	<b>953,204</b>	<b>(186,473)</b>	<b>(20%)</b>	

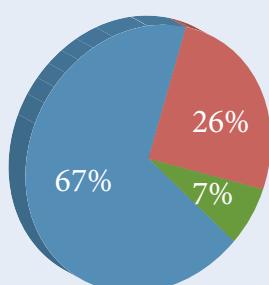
Accounts payable and other liabilities at the end of 2015 were US\$186.5 million lower than that of 2014, mainly due to decreases in cost provisions pursuant to lower business volume and corresponding costs.

**Ageing Analysis of Trade Payables**

2014



2015



● Below 1 month

● 2-3 months

● Over 3 months

## Total Debt

US\$'000	2015	2014	Change	Increase/ (decrease)	%
Bank loans	2,293,928	2,372,235	(78,307)	(3%)	
Finance lease obligations	1,807,777	1,612,266	195,511	12%	
Bank overdrafts	14	1	13	1300%	
	4,101,719	3,984,502	117,217	3%	

Total debt increased during the year by US\$117.2 million, principally a result of the financial obligations incurred upon capital expenditures on newbuildings and other equipment during the year, offset in part by scheduled repayments.

Total scheduled debt repayment between 2016 and 2020 is US\$2,571.0 million, being equivalent to 63% of the total outstanding debt as at 31st December 2015. Details of the repayment profile of the Group's borrowings are set out in Note 36 to the Consolidated Financial Statements.

## Debt Profile

As at the end of 2015, 99% (2014: 99%) of the Group's total debt was denominated in US dollar which effectively reduced the risk of exchange fluctuations.

Of the total US\$4,101.7 million debt outstanding at the end of 2015, US\$389.4 million was fixed-rate debt and the remaining US\$3,712.3 million was subject to floating interest rates at various competitive spreads over three-month/six-month LIBOR (or equivalent) and related principally to the financing of vessels and container equipment. The Group's average cost of debt at 31st December 2015 was 2.0% (2014: 1.5%).

## Net Debt to Equity Ratio

This ratio changed to 0.32:1 as at the end of 2015 from 0.28:1 as at the end of 2014 mainly due to new debts relating to newbuilding orders and new equipment acquired in 2015. This ratio will be closely monitored in the light of the delivery and financing of new vessels ordered and business forecasts over the next three years. It is the Group's objective to keep this key ratio below a threshold of 1.0.



## Shareholders' Equity

As at 31st December 2015, the Company had 625,793,297 shares in issue, consisting entirely of ordinary shares. With a profit for the year, offset in part by the payment of interim dividends, the Group's consolidated shareholders' equity increased by US\$162.8 million to US\$4,797.5 million as at the end of 2015 with a net asset value per ordinary share of US\$7.67 (2014: US\$7.41).

### Operating Leases and Commitments

In addition to the owned operating assets, the Group employs assets through operating lease arrangements as detailed in Note 39(b) to the Consolidated Financial Statements. Assets under operating lease arrangements consist primarily of container boxes, chassis, container vessels and a terminal in North America.

As at the end of 2015, the Group had outstanding capital commitments amounting to US\$778.9 million, principally represented by the orders placed for new container vessels to be delivered in 2017 and new equipment for the Middle Harbor Redevelopment Project.

### Analysis of Change in Liquid Assets

US\$'000	2015	2014	Change	Favourable/ (unfavourable)
				%
Net inflow from operations	536,231	553,237	(17,006)	(3%)
Other inflow:				
Interest and investment income	52,957	49,845	3,112	6%
Sale of property, plant and equipment and investments	108,010	177,480	(69,470)	(39%)
New loan drawdown	910,985	686,453	224,532	33%
Cash from joint ventures and associated companies	17,383	18,336	(953)	(5%)
Cash from disposal of a subsidiary, net	–	5,716	(5,716)	(100%)
Fair value gain on portfolio investments	–	6,284	(6,284)	(100%)
	1,089,335	944,114	145,221	15%
Other outflow:				
Interest and financing charges paid	(62,492)	(53,790)	(8,702)	(16%)
Dividends paid to shareholders	(81,579)	(58,784)	(22,795)	(39%)
Taxation paid	(15,458)	(20,916)	5,458	26%
Increase in property, plant and equipment, investments and non-current assets	(377,002)	(384,756)	7,754	2%
Loan repayments	(1,215,668)	(703,662)	(512,006)	(73%)
Fair value loss on portfolio investments	(10,948)	–	(10,948)	N/M
	(1,763,147)	(1,221,908)	(541,239)	(44%)
Net (outflow)/inflow	(137,581)	275,443	(413,024)	N/M
Beginning liquid asset balances	2,689,754	2,411,085	278,669	12%
Changes in exchange rates	(3,197)	3,226	(6,423)	N/M
Ending liquid asset balances	2,548,976	2,689,754	(140,778)	(5%)
Represented by:				
Unrestricted bank balances and deposits	2,015,581	2,165,914	(150,333)	(7%)
Restricted bank balances	1,423	54,581	(53,158)	(97%)
Portfolio investments	295,894	223,423	72,471	32%
Available-for-sale listed equity securities	–	9	(9)	(100%)
Held-to-maturity investments	236,078	245,827	(9,749)	(4%)
	2,548,976	2,689,754	(140,778)	(5%)

A net outflow of US\$137.6 million was recorded in 2015 compared with a net inflow of US\$275.4 million in 2014. Operating inflow of US\$536.2 million for the year was US\$17.0 million lower than that of 2014 despite improved operating results. The capital payments in 2015 mainly reflected the scheduled stage payments arranged for the ordered vessels and the acquisition of container and terminal equipment. The higher drawdowns and repayments for 2015 were largely caused by the refinancing of existing borrowings during the year. Total liquid asset balances decreased to US\$2,549.0 million at the end of 2015, against US\$2,689.8 million in 2014.

## Liquidity

As at 31st December 2015, the Group had total liquid asset balances of US\$2,549.0 million compared with debt obligations of US\$438.6 million repayable in 2016. Total current assets at the end of 2015 amounted to US\$2,916.8 million against total current liabilities of US\$1,208.8 million. The Group's shareholders' equity contains no loan capital. The Group prepares and updates cashflow forecasts for asset acquisitions, project development requirements, as well as working capital needs, from time to time with the objective of maintaining a proper balance between a conservative liquidity level and an effective investment of surplus funds.

# Board of Directors



## TUNG Chee Chen

Mr. Tung Chee Chen, aged 73, has been appointed as the Chairman, President and Chief Executive Officer of the Company since October 1996. Mr. Tung chairs the Executive Committee, the Nomination Committee, the Inside Information Committee and the Risk Committee of the Company and is a member of the Remuneration Committee of the Company. He is also the chairman or a director of various subsidiaries of the Company. Mr. Tung graduated from the University of Liverpool, England, where he received his Bachelor of Science degree and acquired a Master's degree in Mechanical Engineering at the Massachusetts Institute of Technology in the United States. Mr. Tung is an Independent Non-Executive Director of U-Ming Marine Transport Corp., a listed company. He was formerly an Independent Non-Executive Director of BOC Hong Kong (Holdings) Limited, Cathay Pacific Airways Limited and Sing Tao News Corporation Limited, all of which are companies listed in Hong Kong. He was also an Independent Non-Executive Director of OCBC Wing Hang Bank Limited (formerly known as Wing Hang Bank, Limited), a company previously listed in Hong Kong until withdrawal of its listing on 16th October 2014, and was a member of the Hong Kong Logistics Development Council. Mr. Tung is the brother of Mr. Tung Chee Hwa who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company); the brother-in-law of Professor Roger King (a Non-Executive Director of the Company); and the uncle of Mr. Tung Lieh Cheung Andrew (an Executive Director of the Company) and Mr. Tung Lieh Sing Alan (an Executive Director and Chief Financial Officer of the Company). Mr. Tung is either a director, or a director of a company which is a corporate director, of certain substantial shareholders of the Company which have disclosure interests in the Company under the provisions of the Securities and Futures Ordinance.



## TUNG Lieh Cheung Andrew

Mr. Tung Lieh Cheung Andrew, aged 51, has been an Executive Director of the Company since 2nd November 2011 and is a member of the Executive Committee, the Inside Information Committee and the Risk Committee of the Company. He has been a Director and a member of the Executive Committee of Orient Overseas Container Line Limited ("OOCL"), a wholly-owned subsidiary of the Company, since March 2006, and the Chief Executive Officer and Senior Managing Director of OOCL since 1st July 2012. Mr. Tung is also a director of Cargosmart (Hong Kong) Limited, a wholly-owned subsidiary of the Company as well as a director of various subsidiaries of the Company. Between 1993 and 1998, he has served the Group in various capacities including Director of Reefer Trade of OOCL. The last position Mr. Tung held in Hong Kong Dragon Airlines Limited prior to joining OOCL in 2006 was the Chief Operating Officer. Mr. Tung holds a Bachelor degree from Princeton University and a Master of Business Administration degree from Stanford University in the USA. Mr. Tung became an Independent Non-Executive Director of Cathay Pacific Airways Limited, a company listed in Hong Kong, on 20th May 2015, and an Independent Non-Executive Director of Standard Chartered Bank (Hong Kong) Limited on 31st July 2015. He is currently a member of the Executive Committee of Hong Kong Shipowners Association and a member of the Hong Kong Logistics Development Council, and was the Vice-Chairman of the International Chamber of Commerce Commission for Transport & Logistics. Mr. Tung is the son of Mr. Tung Chee Hwa who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and is the brother of Mr. Tung Lieh Sing Alan (an Executive Director and Chief Financial Officer of the Company). He is the nephew of Mr. Tung Chee Chen (the Chairman, President and Chief Executive Officer of the Company) who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and Professor Roger King (a Non-Executive Director of the Company). Mr. Tung is a director of certain substantial shareholders of the Company which have disclosure interests in the Company under the provisions of the Securities and Futures Ordinance.



### **TUNG Lieh Sing Alan**

Mr. Tung Lieh Sing Alan, aged 48, has been an Executive Director of the Company since 1st May 2005, and has been re-designated from the Acting Chief Financial Officer to the Chief Financial Officer of the Company since 1st January 2016. Mr. Tung is a member of the Executive Committee, the Compliance Committee, the Inside Information Committee and the Risk Committee of the Company. Mr. Tung has been with the Group in various capacities for twenty three years and is a Director of various subsidiaries of the Company. Mr. Tung graduated from Princeton University, Politics Department with a Bachelor of Arts degree. Mr. Tung is a member of the Hong Kong Economic Development Commission, a board member of the Hong Kong Maritime Museum, an executive committee member of the International Association of Dry Cargo Shipowners (Intercargo), a member of the Advisory Committee of Center for Transport, Trade and Financial Studies of the City University of Hong Kong, a member of the Departmental Advisory Committee of Department of Logistics and Maritime Studies of The Hong Kong Polytechnic University and a non-executive director of both The Steamship Mutual Underwriting Association (Bermuda) Limited and The Steamship Mutual Underwriting Association (Reinsurance) Limited. He did not hold directorships in any other public companies listed in Hong Kong and overseas in the last three years. Mr. Tung is the son of Mr. Tung Chee Hwa who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and is the brother of Mr. Tung Lieh Cheung Andrew (an Executive Director of the Company). He is the nephew of Mr. Tung Chee Chen (the Chairman, President and Chief Executive Officer of the Company) who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and Professor Roger King (a Non-Executive Director of the Company).



### **Professor Roger KING**

Professor Roger King, aged 75, has been a Non-Executive Director of the Company since March 2000 and was an Executive Director of the Company from 1992. He is a member of the Finance Committee, the Share Committee and the Risk Committee of the Company. He was a Director of Orient Overseas (Holdings) Limited (“OOHL”) from 1983 to 1992 and the Managing Director and Chief Operating Officer of OOHL from 1985 to 1987. Professor King is a graduate of the University of Michigan, BSEE; New York University, MSEE; Harvard Business School, AMP; and The Hong Kong University of Science and Technology (“HKUST”), PhD in Finance. He is an Adjunct Professor of Finance, Director of Tanoto Center for Asian Family Business and Entrepreneurship Studies and Director of Thompson Center for Business Case Studies at HKUST. He also worked in computer research and management consultancy at Bell Telephone Laboratories. Professor King is a member of the Supervisory Board of TNT Express N.V. (listed on the Amsterdam Stock Exchange) and the Honorary Consul of the Republic of Latvia in Hong Kong. Professor King was an Independent Non-Executive Director of Sincere Watch (Hong Kong) Limited (listed on the Hong Kong Stock Exchange), a member of the Supervisory Board of TNT N.V. (listed on the Amsterdam Stock Exchange), Chairman and founder of System-Pro Computers Limited, one of the largest personal computer reseller in Hong Kong, Chairman of Pacific Coffee Limited and a member of the Standing Committee of Zhejiang Province People's Political Consultative Conference. Professor King is the brother-in-law of Mr. Tung Chee Hwa who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and Mr. Tung Chee Chen (the Chairman, President and Chief Executive Officer of the Company) who has an interest in a trust which has an indirect interest in Fortune Crest Inc. and Gala Way Company Inc. (substantial shareholders of the Company), and the uncle of Mr. Tung Lieh Cheung Andrew (an Executive Director of the Company) and Mr. Tung Lieh Sing Alan (an Executive Director and Chief Financial Officer of the Company).

## Board of Directors



### Simon MURRAY

Mr. Simon Murray, CBE, aged 75, has been an Independent Non-Executive Director of the Company since 1992 and was a Non-Executive Director of Orient Overseas (Holdings) Limited from 1989 until 1992. He serves as a member on the Audit Committee of the Company. He is the Non-Executive Chairman of General Enterprise Management Services Limited, an Independent Non-Executive Director of Cheung Kong Property Holdings Limited and Wing Tai Properties Limited (formerly known as USI Holdings Limited), a Non-Executive Director of China LNG Group Limited, Greenheart Group Limited and IRC Limited, all are companies listed in Hong Kong. Mr. Murray is also an Independent Non-Executive Director of Spring Asset Management Limited, manager of Spring Real Estate Investment Trust which is listed in Hong Kong. He is a Non-Executive Director of Compagnie Financière Richemont SA, a company listed in Switzerland. Mr. Murray was formerly a Non-Executive Chairman of Glencore International Plc (renamed to Glencore Plc), a company listed in Hong Kong; an Independent Non-Executive Director of Cheung Kong (Holdings) Limited, a company previously listed in Hong Kong until withdrawal of its listing on 18th March 2015; an Independent Non-Executive Director of CK Hutchison Holdings Limited, a company listed in Hong Kong on 18th March 2015; an Independent Director of Sino-Forest Corporation, previously listed in Canada; and the Vice Chairman and an Independent Non-Executive Director of Essar Energy Plc, a company listed in the United Kingdom; and the Chairman and an Independent Non-Executive Director of Gulf Keystone Petroleum Ltd., a company listed in the United Kingdom. Mr. Murray is a member of the Former Directors Committee of The Community Chest of Hong Kong and has been involved in a number of other charitable organisations, including Save The Children Fund and The China Coast Community Association.



### CHOW Philip Yiu Wah

Mr. Chow Philip Yiu Wah, aged 68, has been an Independent Non-Executive Director of the Company since 2nd January 2015. He is the chairman of the Remuneration Committee and a member of the Audit Committee, the Nomination Committee, the Finance Committee, the Share Committee and the Risk Committee of the Company. He was an Executive Director of the Company from 1st December 2003 to 30th June 2012, a Non-Executive Director of the Company from 1st July 2012 to 1st January 2015 and a consultant of the Company from 1st July 2012 to 31st December 2014. Mr. Chow holds a Bachelor of Science degree in Chemistry and Physics from the University of Hong Kong and a Master of Business Administration degree from the Chinese University of Hong Kong. He did not hold directorships in any other public companies listed in Hong Kong and overseas in the last three years.



### Professor WONG Yue Chim Richard

Professor Wong Yue Chim Richard, aged 63, has been an Independent Non-Executive Director of the Company since December 2003. He is the Chairman of the Audit Committee and a member of the Nomination Committee and the Remuneration Committee of the Company. He graduated from University of Chicago with Bachelor's, Master's and Ph.D. degrees in Economics and is Chair of Economics at The University of Hong Kong. He has been active in advancing economic research on policy issues in Hong Kong and China. He was awarded the Silver Bauhinia Star in 1999 by the Government of the Hong Kong Special Administrative Region for his contributions in education, housing, industry and technology development. He was appointed Justice of the Peace in July 2000. Professor Wong is currently an Independent Non-Executive Director of three other listed companies in Hong Kong, namely Great Eagle Holdings Limited, Pacific Century Premium Developments Limited and Sun Hung Kai Properties Limited. He is also an Independent Non-Executive Director of Link Asset Management Limited (formerly known as The Link Management Limited), the manager of Link Real Estate Investment Trust (formerly known as The Link Real Estate Investment Trust), a Hong Kong listed company. Professor Wong was formerly an Independent Non-Executive Director of CK Life Sciences Int'l., (Holdings) Inc., a company listed in Hong Kong.

**CHENG Wai Sun Edward**

Mr. Cheng Wai Sun Edward, aged 60, has been an Independent Non-Executive Director of the Company since 19th March 2009. He serves as a member on the Audit Committee of the Company. Mr. Cheng graduated from Cornell University with a Bachelor's degree in Political Science and Economics, and Oxford University with a Bachelor's degree in Jurisprudence and a Master's degree. He was qualified as a solicitor in England and Wales as well as in Hong Kong. He is a Justice of the Peace and has been awarded the Silver Bauhinia Star by the Government of the Hong Kong Special Administrative Region ("HKSAR"). Mr. Cheng is an Executive Director, Chief Executive and Deputy Chairman of Wing Tai Properties Limited, a company listed on The Stock Exchange of Hong Kong Limited and also an Independent Non-Executive Director of Standard Chartered Bank (Hong Kong) Limited. Mr. Cheng resigned as an Independent Non-Executive Director of Television Broadcasts Limited effective 1st January 2015, a company listed on The Stock Exchange of Hong Kong Limited. Mr. Cheng has many years of public service experience in urban renewal, housing, finance, corruption prevention, technology and education. He is a member of the board of The Airport Authority Hong Kong and a member of the Commission on Strategic Development of the Government of the HKSAR. He ceased to be a member and the Chairman of the University Grants Committee upon the expiry of term on 31st December 2015. Mr. Cheng was the former Chairman of the Urban Renewal Authority and former member of the Advisory Committee on Corruption of the Independent Commission Against Corruption. He has also previously served on the Government of the HKSAR's Steering Committee on Innovation & Technology, the Council of the Hong Kong Institute of Education, the Council of the City University of Hong Kong, the Council of the Hong Kong Polytechnic University, the Executive Committee of the Hong Kong Housing Society, the Council of the Hong Kong Institute of Certified Public Accountants, the Securities and Futures Commission's Takeovers and Mergers Panel and the Takeovers Appeal Committee, and was a part-time member of the Central Policy Unit.

**KWOK King Man Clement**

Mr. Kwok King Man Clement, *Chevalier de la Légion d'Honneur*, aged 56, has been an Independent Non-Executive Director of the Company and a member of the Audit Committee of the Company since 2nd July 2015. Mr. Kwok holds a bachelor of Science in Economics from the London School of Economics. He is a member of the Institute of Chartered Accountants in England and Wales and the Hong Kong Institute of Certified Public Accountants. Mr. Kwok is the Managing Director and Chief Executive Officer of The Hongkong and Shanghai Hotels, Limited, a company listed in Hong Kong. His career began with Price Waterhouse and Barclays de Zoete Wedd in the United Kingdom, following which he returned to Hong Kong in 1986 to work with Schroders Asia where he was appointed as Head of Corporate Finance in 1991. From 1996 to 2002, Mr. Kwok served as Finance Director of MTR Corporation. Mr. Kwok is a former Independent Non-Executive Director of Swire Pacific Limited, a company listed in Hong Kong. Mr. Kwok is a Fellow of The Hong Kong Management Association, a Council Member of the World Travel & Tourism Council, and a Board Member of the Faculty of Business and Economics of The University of Hong Kong. Over his long career in Hong Kong, he has served on the Stock Exchange Listing Committee, the Takeovers and Mergers Panel, the Securities and Futures Appeals Tribunal, the Hang Seng Index Advisory Committee and the Harbourfront Commission, as well as the Interpretations Committee of the International Accounting Standards Board in London.

# Senior Management



**Michael Fitzgerald**

Mr Fitzgerald, aged 42, joined the group in September 2014 as Group Finance Director, became a member of the OOCL Executive Committee in December 2014, and was appointed Group Deputy Chief Financial Officer in December 2015. He holds the degrees of BA and MA from the University of Oxford, and is a Fellow of the Institute of Chartered Accountants in England and Wales. Mr Fitzgerald started his career at KPMG in London in August 1995, and having qualified as a Chartered Accountant, moved to the Structured Finance division of Société Générale in January 1999, where he enjoyed an almost 16-year career, holding various posts in London, Hong Kong and Paris.



**Raymond Fung**

Mr. Fung, aged 57, has been the Director of Intra-Asia Trade since August 2014 and was appointed a member of the OOCL Executive Committee since 1st November, 2015. He holds a Bachelor of Business Administration General Business Management from Chinese University of Hong Kong. Mr. Fung joined the Group in 1983 and has served the Group in various capacities for 32 years, including serving as General Manager of Operations, Managing Director of OOCL (UAE), Director of Australia Trade, General Manager of Corporate Methods and Tools.



**Teddy Fung**

Mr. Fung, aged 54, has been the Director of Corporate Operation since September 2013 and was appointed a member of the OOCL Executive Committee since 1st November, 2015. He holds a Bachelor of Social Science in Economics and a Master of Arts in Transport Studies from University of Hong Kong. Mr. Fung joined the Group in 1994 and has served the Group in various capacities for 21 years, including serving as General Manager of OOCL South China sub-region, Director of Reefer Trade, Managing Director of OOCL Hong Kong Branch.



**Michael Kwok**

Mr. Kwok, aged 61, has been the Chief Operating Officer of OOCL since July 2012, a Director of OOCL since August 2010 and Head of Regions Management since September 2013 until he retired on 1st January 2016. He holds a Bachelor of Business Administration from Chinese University of Hong Kong. Mr. Kwok joined the Group in 1978 and has served the Group in various capacities for 37 years, including serving as Director of Intra Asia Trade, Head of Fleet Management and Corporate Logistics and Director of Trades.



**Lammy Lee**

Ms. Lee, aged 54, has been the Company Secretary and Group Legal Advisor of OOIL since February 1997 and Compliance Officer of OOIL since June 2004. She was appointed a Director of OOCL and a member of the OOCL Executive Committee since 1st April 2011. Ms. Lee holds a Bachelor of Laws from Queen Mary College, University of London, a Barrister and member of Lincoln's Inn and admitted as an advocate and solicitor of the High Court of Malaya. Ms. Lee joined the Group in 1988 and has served the Group in various capacities for 27 years.



**Stephen Ng**

Mr. Ng, aged 57, has been the Director of Trades since July 2012, Director of Corporate Planning until June 2012 and a Director of OOCL since August 2010. He holds a Bachelor of Social Sciences from University of Hong Kong and a Master of Business Administration from Chinese University of Hong Kong. Mr. Ng joined the Group in 1987 and has served the Group in various capacities for 28 years. Before being transferred back to Hong Kong in 2010, he worked in California for seven years as Head of Trans-Pacific Trade.



**Steve Siu**

Mr. Siu, aged 58, has been the Chief Information Officer and a Director of OOCL since November 2006 and Chief Executive Officer of CargoSmart since January 2002. He holds a Bachelor of Science and a Master of Science from University of Essex, UK and a Master of Business Administration jointly organised by Northwestern University and The Hong Kong University of Science and Technology. Mr. Siu joined the Group in 1987 and has served the Group in various capacities for 28 years.



**Erxin Yao**

Mr. Yao, aged 58, has been a Director of OOCL since January 2010 and a Director of Corporate Planning and Corporation Administration since January 2013. He holds a Bachelor of Arts from Toronto/Fudan University joint program and a Master of International Affairs from Columbia University. Mr. Yao joined the Group in 1993 and has served the Group in various capacities for 22 years, including serving as Executive Vice-President and Head of Corporate Services of OOCL Logistics in Hong Kong, Managing Director of Orient Overseas Container Line (China) Co., Ltd. and OOCL Logistics (China) Limited based in Shanghai and President of OOCL (USA) Inc.



**Kenny Ye**

Mr. Ye, aged 52, has been the Chief Executive Officer of OOCL Logistics and a member of the OOCL Executive Committee since 1st November, 2015. He holds a Diploma of Accounting in Lixin Accounting Institute and a Master of Business Administration from Oklahoma City University. Mr. Ye joined the Group in 1994 and has served the Group in various capacities for 21 years. Since he was transferred from OOCL Shanghai to OOCL Hong Kong in 2004, he has served as a Director of Asia-Europe Trade, a Director of Intra-Asia Trade and the Chief Operating Officer of OOCL Logistics.

# Financial Calendar

Announcement of results for the half year ended 30th June 2015	10th August 2015
Despatch of 2015 Interim Report to shareholders	4th September 2015
Announcement of results for the year ended 31st December 2015	7th March 2016
Despatch of 2015 Annual Report to shareholders	5th April 2016
Closure of the Register of Members (to ascertain the shareholders eligible to attend and vote at the Annual General Meeting)	25th April 2016 to 29th April 2016 (Both days inclusive)
2015 Annual General Meeting	29th April 2016
Closure of the Register of Members (to ascertain the shareholders qualified to receive the proposed final dividend in respect of the year ended 31st December 2015)	9th May 2016 to 11th May 2016 (Both days inclusive)

# Shareholder Information

## ORDINARY SHARES

Issued shares	625,793,297 shares (as at 31st December 2015)
Nominal value per share	US\$0.10
Board lot	500 shares

## ANNUAL REPORT

This annual report is available in both English and Chinese.

Shareholders can obtain copies by writing to:

Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen's Road East, Wanchai, Hong Kong

If you are not a shareholder, please write to:

Orient Overseas (International) Limited  
33rd Floor, Harbour Centre  
25 Harbour Road  
Wanchai, Hong Kong  
Attn: Company Secretary

This annual report is also available at our website at <http://www.ooilgroup.com>.

## SHAREHOLDER SERVICES

Any matter relating to your shareholding, including transfer of shares, change of name or address, and loss of share certificates should be addressed in writing to:

Computershare Hong Kong Investor Services Limited  
17M Floor, Hopewell Centre  
183 Queen's Road East, Wanchai, Hong Kong  
Telephone: (852) 2862 8555 Facsimile: (852) 2865 0990

## SHAREHOLDER ENQUIRIES

Any matter relating to shareholders' rights should be addressed in writing to:

Orient Overseas (International) Limited  
33rd Floor, Harbour Centre  
25 Harbour Road  
Wanchai, Hong Kong  
Attn: Company Secretary

Our enquiry hotline is operational during normal office hours:

Telephone: (852) 2833 3888 Facsimile: (852) 2531 8147

## Shareholder Information

### SHAREHOLDER INFORMATION

Ordinary shareholder information as at 31st December 2015:

#### Type of shareholders

Type of shareholders	Shareholders		Shares of US\$0.10 each	
	Number	Percentage	Number	Percentage
Corporate	23	2.3541%	620,253,471	99.1148%
Individual	954	97.6459%	5,539,826	0.8852%
	977	100.00%	625,793,297	100.00%

#### Distribution of shareholdings

Size of shareholdings	Shareholders		Shares of US\$0.10 each	
	Number	Percentage	Number	Percentage
1 – 10,000	911	93.2447%	1,271,937	0.2033%
10,001 – 100,000	58	5.9365%	1,859,631	0.2972%
100,001 – 1,000,000	4	0.4094%	1,315,691	0.2102%
1,000,001 or above	4	0.4094%	621,346,038	99.2893%
	977	100.00%	625,793,297	100.00%

#### Ten Largest Ordinary Shareholders

At 31st December 2015, the interests of the ten largest ordinary shareholders of the Company, as recorded in the Company's principal register and Hong Kong branch register of members, were as follows:

Name of ordinary shareholders	Number of ordinary shares held	Percentage
Fortune Crest Inc.	350,722,656	56.04%
HKSCL Nominees Limited	190,136,839	30.38%
Gala Way Company Inc.	79,227,432	12.66%
Mok Kwun Cheung	1,259,111	0.20%
Chang Tsann Rong Ernest	612,731	0.10%
So Tung Lam	500,000	0.08%
Tai Wing Kee	101,900	0.02%
Ho Fuk Chuen	101,060	0.02%
Leung Man Kit Albo	100,000	0.02%
Kwan Bing Hang	93,400	0.01%

# Corporate Governance Report

## CORPORATE GOVERNANCE CODE

The Board of Directors (the “Board”) and the management of the Company are committed to maintaining high standards of corporate governance and the Company considers that effective corporate governance makes an important contribution to corporate success and to the enhancement of shareholder value.

The Company has adopted its own corporate governance code (the “CG Code”), which in addition to applying the principles as set out in the Corporate Governance Code and Corporate Governance Report (the “SEHK Code”) contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”), also incorporates and conforms to local and international best practices. The CG Code sets out the corporate governance principles applied by the Company and its subsidiaries (the “Group”) and is constantly reviewed to ensure transparency, accountability and independence.

Throughout the year 2015, the Company complied with the SEHK Code, save for the following:

- **Code Provision**

Code provision	Deviation	Considered reason for deviation
Separation of the roles of chairman and chief executive officer of a listed issuer	Mr. Tung Chee Chen currently assumes the roles of both Chairman and Chief Executive Officer of the Company.	The executive members of the Board currently consist of chief executive officer of the principal division of the Group and there is an effective separation of the roles between the chief executive of its principal division and the Chief Executive Officer of the Company. The Board considers that further separation of the roles of the Chief Executive Officer and Chairman would represent duplication and is not necessary for the time being.

- **Recommended Best Practices**

- the remuneration of senior management is disclosed in bands
- operational results are announced and published quarterly instead of financial results

# Corporate Governance Report

We have set out in this report our guiding principles and rationale for implementation of the CG Code as well as the status of the Company's compliance with Appendix 14 to the Listing Rules during the year 2015:

## A. BOARD OF DIRECTORS

### 1. Board Composition

The Board currently comprises of three Executive Directors, one Non-Executive Director and five Independent Non-Executive Directors.

#### Executive Directors

Mr. Tung Chee Chen (*Chairman, President and Chief Executive Officer*)

Mr. Tung Lieh Cheung Andrew

Mr. Tung Lieh Sing Alan (*Chief Financial Officer*) <sup>(Note 1)</sup>

#### Non-Executive Director

Professor Roger King

#### Independent Non-Executive Directors

Mr. Simon Murray

Mr. Chow Philip Yiu Wah <sup>(Note 2)</sup>

Professor Wong Yue Chim Richard

Mr. Cheng Wai Sun Edward

Mr. Kwok King Man Clement <sup>(Note 3)</sup>

Notes:

- (1) Mr. Tung Lieh Sing Alan was re-designated from the Acting Chief Financial Officer to the Chief Financial Officer with effect from 1st January 2016.
- (2) Mr. Chow Philip Yiu Wah was re-designated from a Non-Executive Director to an Independent Non-Executive Director with effect from 2nd January 2015.
- (3) Mr. Kwok King Man Clement was appointed as an Independent Non-Executive Director with effect from 2nd July 2015.

The biographical details of the Directors and the relevant relationships between them are set out on the Company's website at <http://www.ooilgroup.com> and on pages 44 to 47 of this annual report.

The Directors have formal letters of appointment setting out the key terms and conditions of their appointment, and are for a fixed term of three years and subject to re-election by rotation at least once every three years.

The Directors have extensive corporate and strategic planning experience and industry knowledge. All Independent Non-Executive Directors are financially independent from the Group bringing independent and diversified experience, competencies, skills and judgment to the Group's strategy and policies through their informed contributions. The Board considers that there is a reasonable balance between Executive and Non-Executive Directors and has provided adequate checks and balances for safeguarding the interests of the shareholders and the Group.

The Company has received from each Independent Non-Executive Director a written annual confirmation of their independence and considers that all the Independent Non-Executive Directors have satisfied their independence to the Group up to the date of this annual report.

During the year 2015, the Board complied with the Listing Rules' requirement in having at least three Independent Non-Executive Directors representing at least one-third of the Board, including one with appropriate professional qualifications or accounting or related financial management expertise.

Among the members of the Board, Professor Roger King (Non-Executive Director of the Company) is the brother-in-law of Mr. Tung Chee Chen (Chairman, President and Chief Executive Officer of the Company). Mr. Tung Lieh Cheung Andrew (Executive Director of the Company) is the brother of Mr. Tung Lieh Sing Alan (Executive Director and Chief Financial Officer of the Company), and both of them are the nephews of Mr. Tung Chee Chen and Professor Roger King.

### Directors' and Officers' Liabilities Insurance

Since 1992, the Company has arranged insurance cover for directors' and officers' liabilities including cover for Directors, officers and senior management of the Group arising out of corporate activities.

## 2. Board and Management Responsibilities

The Board is responsible for the overall strategic direction and management of the business and affairs of the Group with the objective of enhancing shareholder value and presenting a balanced, clear and understandable assessment of the Company's performance, position and prospects in the annual and interim reports, and announcements and other financial disclosures as required under the Listing Rules, and reports to regulators any information required to be disclosed pursuant to statutory requirements.

The Board has a fiduciary duty and statutory responsibility towards the Company and the Group. Other responsibilities include formulation of the Group's overall strategies and policies, setting of corporate and management targets and key operational initiatives, setting of policies on risk management pursuant to the Group's strategic objectives, monitoring and control of operational and financial performance, and approval of budgets and major capital expenditures, major investments, material acquisitions and disposals of assets, corporate or financial restructuring, significant operational, financial and management matters.

The Board delegates day-to-day management of the business of the Group to the management of the principal division under the leadership and supervision of the Chief Executive Officer, who will implement and report to the Board on the adoption of the Company's strategies, policies and objectives by the principal division of the Group.

The Board also delegates certain specific responsibilities to nine committees (Executive Committee, Audit Committee, Remuneration Committee, Nomination Committee, Compliance Committee, Finance Committee, Share Committee, Inside Information Committee and Risk Committee). The composition and functions of each committee are described below. These committees have specific functions and authority to examine issues and report to the Board with their recommendations (if appropriate). The final decision rests with the Board, unless otherwise provided for in the terms of reference of the relevant committees.

The Company Secretary provides the Directors with updates on developments regarding the Listing Rules and other applicable regulatory requirements. Any Director may request the Company Secretary to organise independent professional advice at the expense of the Company to assist the Directors to effectively discharge their duties to the Company. No such independent professional advice was requested by any Director in year 2015.

## 3. Chairman and Chief Executive Officer

Mr. Tung Chee Chen is the Chairman and the Chief Executive Officer of the Company with the respective roles set out in writing.

- a. The primary role of the Chairman is to provide leadership to the Board and to ensure that the Board functions effectively in the discharge of its responsibilities. His duties include:
  - ensure that Directors are briefed and have received timely, accurate, complete and clear information on issues to be discussed at Board meetings;
  - ensure that the Board works effectively and performs its responsibilities, and that all key and appropriate issues are discussed in a timely manner and that good corporate governance practices and procedures are established, implemented and maintained;
  - approve the agenda drawn up by the Company Secretary for each Board meeting taking into account any matter proposed by other Directors for inclusion in the agenda;
  - promote a culture of openness and debate by facilitating the effective contribution of Non-Executive Directors (including Independent Non-Executive Directors) in particular and ensuring constructive relations between Executive and Non-Executive Directors; and encourage Directors with different views to voice their concerns, allow sufficient time for discussion of issues and ensure that Board decisions fairly reflect Board consensus;
  - hold meetings at least annually with the Non-Executive Directors (including Independent Non-Executive Directors) without the presence of the other Executive Directors;

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- ensure effective communication with shareholders and that their views are communicated to the Board; and to
- attend the annual general meetings and invite the chairmen of the Audit Committee, the Remuneration Committee, the Nomination Committee and the other Board committees, or in the absence of the chairman of the respective Board committees, other members of the related Board committees to be available to answer questions at the annual general meetings.

In case of an equality of votes at any Board meeting, the Chairman shall be entitled to a second or casting vote.

- b. The primary role of the Chief Executive Officer is to be responsible for the day-to-day management and operation of the Company and Group business. His duties include to:
- provide leadership and supervise the effective management of the principal division of the Group;
  - monitor and control the operational and financial performance of the principal division of the Group;
  - implement and report to the Board on the adoption of the Company's strategies, policies and objectives by the principal division of the Group;
  - provide information to the Board (as necessary) to enable the Board to monitor the performance of management and operation of the principal division of the Group; and to
  - set up programmes for management development and succession planning for the principal division of the Group.

## 4. Board Meetings

Regular Board meetings are scheduled one year in advance to maximise the attendance of Directors. The Board meets at least four times each year and has a formal schedule of matters referred to it for consideration and decision. Additional meetings may be convened as and when necessary. Notice of at least fourteen days is served for regular Board meetings and reasonable notice is given for all other Board meetings. Directors are consulted and provided with an opportunity to include matters into the agenda for discussion at the Board meetings. The Company Secretary assists the Chairman in preparing the agenda for each Board meeting and to ensure that applicable rules and regulations regarding the meetings are observed. The final agenda together with the Board papers are distributed to the Directors at least three days before the Board meetings.

If a Director (who may also be a substantial shareholder of the Company) has a conflict of interest in any matter to be considered by the Board, the Company Secretary shall ensure that such matter is dealt with by a physical Board meeting rather than a written resolution. If considered appropriate, the Board meeting shall be attended by Independent Non-Executive Directors who have no material interests in the matter. The affected Director shall abstain from voting on any such resolution in which they or any of their associates have a material interest and shall not be counted in the quorum present at that Board meeting.

The Company Secretary shall ensure that the procedures and applicable rules and regulations are observed. Copies of all signed minutes of the Board are sent to the Directors for their records.

## 5. Professional Development

In addition to Directors' attendance at meetings and review of papers and circulars sent by the Company, the Directors have participated in continuous professional development programme to develop and refresh their knowledge and skills to help ensure that their contribution to the Board remains informed and relevant.

The programme for continuous professional development of Directors takes various forms including:

- the Company briefing Directors on important issues which have a material impact on the Company's business, financial and operational matters including major investments, corporate governance practices and funding strategy;
- Directors meeting senior management of the Group on issues specific to the Group's business;
- Directors reading materials and updates on the regulatory changes followed by briefings by the Company Secretary of the Company, if requested; and
- Directors attending external seminars on business, financial, governance, regulatory and other issues relevant to the Group's activities.

Below is the record of participation in continuous professional development programme by the current Directors of the Company in year 2015 relevant to the directors' duties and responsibilities, regulatory updates and business, financial and operational matters of the Group.

	Reading materials	Attending external seminars/briefings
<b>Executive Directors</b>		
Mr. Tung Chee Chen	✓	
Mr. Tung Lieh Cheung Andrew	✓	
Mr. Tung Lieh Sing Alan	✓	
<b>Non-Executive Director</b>		
Professor Roger King	✓	✓
<b>Independent Non-Executive Directors</b>		
Mr. Simon Murray	✓	
Mr. Chow Philip Yiu Wah	✓	✓
Professor Wong Yue Chim Richard	✓	✓
Mr. Cheng Wai Sun Edward	✓	✓
Mr. Kwok King Man Clement	✓	

Note: Ms. Lammy Lee, the Company Secretary of the Company, undertook no less than fifteen hours of professional training in year 2015 to update her skills and knowledge.

## 6. Supply of and Access to Information

All Directors have access to the Board's and the Committees' papers and other materials either from the Company Secretary or the Chairman so that they are able to make informed decisions on matters placed before them.

## 7. Nomination of Directors

The Nomination Committee was established in 2012. The Committee reviews the structure, size and composition (including the skills, knowledge, experience and from diversity perspective) of the Board regularly and makes recommendation to the Board. The Company follows a formal, considered and transparent procedure for the appointment of new Directors to the Board. The appointment of a new Director is a collective decision of the Board, taking into consideration the expertise, experience, integrity and commitment of that appointee to the principal division, the Company and the Group.

Each Director shall, after his appointment and semi-annually thereafter, disclose to the Board the number and nature of offices held by such Director in other public companies and organisations and any other significant commitments, together with the identity of the public companies and organisations and an indication of time involved.

At the annual general meeting of the Company held on 30th April 2015 (the "2014 AGM"), Professor Roger King, Mr. Chang Tsann Rong Ernest and Mr. Cheng Wai Sun Edward retired and were re-elected as Directors of the Company.

## 8. Board Committees

In addition to the Audit Committee, the Remuneration Committee and the Nomination Committee established in compliance with the Listing Rules, the other committees comprise of the Executive Committee, the Finance Committee, the Share Committee, the Compliance Committee, the Inside Information Committee and the Risk Committee (established on 7th August 2015). Each committee has its own well defined scope of duties and terms of reference. The terms of reference of the Audit Committee, the Remuneration Committee and the Nomination Committee are available on the Company's website and the HKExnews website. The Company Secretary shall also make available the terms of reference of all the committees to any shareholder upon receipt of a written request from such shareholder. The members of a committee are empowered to make decisions on matters within the terms of reference of such committee. Copies of all signed minutes of the committees are sent to the members of the respective committees and the Directors of the Company for their records.

### a. Executive Committee

The Executive Committee was established in 1996. All its members are Executive Directors. It currently comprises of Mr. Tung Chee Chen (chairman of the Executive Committee), Mr. Tung Lieh Cheung Andrew and Mr. Tung Lieh Sing Alan, with Ms. Lammy Lee as the secretary of the Executive Committee.

The Executive Committee operates as an executive management committee under the direct authority of the Board. Its primary duties include to:

- formulate strategies and policies and to set corporate and management targets and operational initiatives and policies on risk management for the principal division of the Group and plans and operational directions for the Group;
- monitor, control and manage operational and financial performance and business affairs of the principal division of the Group;
- review, discuss and approve (if appropriate) (i) press announcements, circulars and other documents (including inside information and financial information) required to be disclosed pursuant to the Listing Rules, regulatory or statutory requirements; (ii) submissions from the Compliance Committee, the Finance Committee and the Share Committee and, if appropriate, to recommend to the Board for consideration and approval;
- approve capital expenditure for a specified amount;
- liaise and consult with, advise and make recommendations to its subsidiaries and make such decisions with regard thereto as the Executive Committee shall in its absolute discretion think fit, and refer such matters as it thinks fit to the Board of the Company for consideration, approval and/or ratification, if necessary; and to
- report to the Board on its decisions, and any matter in respect of which it considers that action is needed, and its recommendations as to the steps to be taken.

### b. Audit Committee

The Audit Committee was established in 1992. All its members are Independent Non-Executive Directors. It currently comprises of Professor Wong Yue Chim Richard (chairman of the Audit Committee), Mr. Simon Murray, Mr. Cheng Wai Sun Edward, Mr. Kwok King Man Clement (appointed as a member of the Audit Committee on 2nd July 2015) and Mr. Chow Philip Yiu Wah (appointed as a member of the Audit Committee on 31st August 2015), with Mr. Fung Yee Chung Vincent, the Head of Internal Audit as the secretary of the Audit Committee and Ms. Lammy Lee as the assistant secretary of the Audit Committee.

The Audit Committee is delegated by the Board with the responsibility to provide an independent review and supervision of financial reporting and to ensure the effectiveness of the Group's internal control and the adequacy of the external and internal audit. To perform its duties, the Audit Committee is provided with sufficient resources and is supported by the Internal Audit Department to examine all matters relating to the Group's adopted accounting principles and practices and to review all material financial, operational and compliance controls. The terms of reference of the Audit Committee are posted on the Company's website.

The primary duties of the Audit Committee include to:

- recommend to the Board on the appointment, re-appointment and removal of the external auditor, and to approve the remuneration and terms of engagement of the external auditor, and any question of its resignation or dismissal;
- act as the key representative body overseeing the Company's relation with the external auditor;
- seek from the external auditor, on an annual basis, information about policies and processes for maintaining independence and monitoring compliance with relevant requirements, including provision of non-audit services and requirements regarding rotation of audit partners and staff;
- discuss with the external auditor any recommendation arising from the audit, and to review the external auditor's management letter, any material queries raised by the external auditor to management about accounting records, financial accounts or systems of control and management's response, and to ensure that the Board will provide timely response to the issues raised in the external auditor's management letter;
- establish and review from time to time the procedure to review and monitor the external auditor's independence and objectivity, and the effectiveness of the audit process and the scope of the external auditor, and to discuss and understand the factors considered by the external auditor in determining the scope of the audit and reporting obligations before the audit commences;
- establish and review from time to time the policy relating to hiring of employees or former employees of the external auditor and monitor the application of such policy; and to consider whether as a result of such hiring there has been any impairment of the auditor's judgment or independence in respect of the audit;
- establish and review from time to time the policy on engaging external auditor to supply non-audit services and to review such services do not impair the external auditor's independence or objectivity in relation to non-audit services including whether the skills and experience of the external auditor make it a suitable supplier of non-audit services; whether there are safeguards in place to ensure that there is no threat to the objectivity and independence of the audit because the external auditor provides non-audit services; and the nature of non-audit services, the related fee levels and fee levels individually and in total relative to the external auditor;
- review the Group's financial and accounting policies and practices;
- review the Company's annual, quarterly (if prepared for publication) and interim financial reports and significant financial reporting judgments contained in them, with particular focus on changes in accounting policies and practices, major judgmental areas, any significant audit adjustment, the going concern assumption and any qualification, compliance with any applicable legal requirements and accounting standards, and compliance with the requirements of the Listing Rules and other legal requirements in relation to financial reporting;
- consider any significant or unusual item that is, or may need to be, reflected in the reports and accounts and to give due consideration to any matter that has been raised by the Financial Compliance Officer of the Company, the external auditor, the Head of Internal Audit or the staff responsible for the accounting and financial reporting function;
- review with the Group's management, the external auditor and the internal auditor, the adequacy of the Group's policies and procedures regarding internal control system (including financial, operational and compliance controls) and risk management system to ensure that such systems are effective with audit trails to protect the accuracy and integrity of financial data and to pursue relevant enquiries into matters having, or likely to have, a material effect on the business and financial conditions of the Group. The result of the review is to be reported in the Corporate Governance Report of the Company, including a Directors' statement that they have conducted a review of its internal control system;

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- discuss with the management the scope and quality of the internal control system and to ensure that management has performed its duty to have an effective internal control system including the adequacy of resources, staff qualification and experience, training programmes and budget and experience of staff of the accounting and financial reporting function;
- review findings of internal investigation and management's response of any suspected frauds or irregularities or failures of internal control or infringements of laws, rules and regulations;
- review the scope and effectiveness of the internal audit functions and to review the results of the internal audit functions regularly with the internal auditor matters including planning of the Audit Committee meetings and, if required by the internal auditor, the internal audit programme; and to ensure co-ordination between the internal and external auditors and that the internal audit function is adequately resourced and has appropriate standing within the Company and to review and monitor its effectiveness;
- review the effectiveness and monitor the use of the whistleblowing policy and procedures for employees to raise concerns, in confidence, to the Audit Committee about improprieties in financial reporting, internal control and other matters; and to ensure that proper arrangements are in place for fair and independent investigation of these improprieties and for appropriate follow-up action;
- report to the Board on the matters raised in the SEHK Code; and to
- report to the Board, identifying and making recommendations on any matter where action or improvement is needed and to consider other topics identified and referred to the Audit Committee by the Board.

Under the Group's whistleblowing policy, employees may report any concern regarding accounting, internal accounting controls and auditing matters to the Audit Committee without fear of dismissal or retaliation, in order to ensure that the Group complies with all the applicable laws and regulations, accounting standards, accounting controls and audit practices. The Audit Committee will review each complaint and decide on how the investigation should be conducted. In year 2015, the Audit Committee received no complaint from employees.

The Audit Committee held two meetings during the year ended 31st December 2015. The following is a summary of work performed by the Audit Committee during the year 2015:

- (i) reviewed and discussed the annual accounts for 2014 and the interim accounts for 2015 with the external auditor and management of the Company, with recommendations to the Board for approval;
- (ii) reviewed the significant audit and accounting issues arising from the external auditor's statutory audit of the 2014 annual accounts and issues arising from the review of the 2015 interim accounts;
- (iii) reviewed the impact of the new and revised accounting standards on the Company;
- (iv) reviewed the external auditor's audit strategy and approach;
- (v) reviewed the non-audit services provided by the external auditor in 2014;
- (vi) met with the external auditor without the presence of the management to discuss issues from the audits and any other matters the external auditor might raise;
- (vii) reviewed the Internal Audit Department's audit objectives and approval of the annual internal audit plan;
- (viii) reviewed the findings and recommendations of the Internal Audit Department on the audits carried out on the principal activities of the Group during the year 2014;

- (ix) reviewed the effectiveness of the internal control systems;
- (x) reviewed the relevant sections in the Corporate Governance Report for the year ended 31st December 2014 concerning the Audit Committee;
- (xi) reviewed the adequacy of the resources, staff qualifications and experience, training programmes and budget of the Company's accounting and financial reporting function;
- (xii) reviewed the continuing connected transactions and their annual caps; and
- (xiii) reviewed the continuous implementation of the whistleblowing policy.

The minutes of the Audit Committee meetings are prepared by the secretary of the Audit Committee with details of all matters considered by the attendees and of decisions reached, including any concern raised by the attendees and dissenting views expressed. The final version of the minutes is sent to the attendees for their records. The minutes are open for inspection by the Committee members and the Board members.

### c. Remuneration Committee

The Remuneration Committee was established in 2005. A majority of its members are Independent Non-Executive Directors. It currently comprises of Mr. Chow Philip Yiu Wah (appointed as a member and the chairman of the Remuneration Committee on 2nd February 2015 and 9th March 2015 respectively), Mr. Tung Chee Chen and Professor Wong Yue Chim Richard, with Ms. Lammy Lee as the secretary of the Remuneration Committee.

The primary duties of the Remuneration Committee include to:

- review and recommend to the Board on the Company's policy and structure of the remuneration of the Directors of the Company, senior management and employees of the Group including performance-based bonus scheme on the basis that they are fairly but responsibly rewarded for their individual contribution to the overall performance of the Company;
- establish and review a formal and transparent procedure for developing remuneration policy;
- (i) review and approve the management's remuneration proposals with reference to the Board's corporate goals and objectives; and determine with delegated responsibilities the remuneration packages of individual Executive Directors of the Company and senior management; and (ii) recommend to the Board on the remuneration of the Non-Executive Directors of the Company;
- consult the Chairman of the Board and/or Chief Executive Officer of the Company about their remuneration proposals for the other Executive Directors of the Company and senior management;
- review and approve compensation payable to the Executive Directors of the Company and senior management for any loss or termination of office or appointment to ensure that it is consistent with contractual terms and is otherwise fair and not excessive;
- review and approve compensation arrangements relating to dismissal or removal of Directors for misconduct to ensure that they are consistent with contractual terms and are otherwise reasonable and appropriate;
- ensure that no Director or any of his associates or senior management is involved in deciding his own remuneration; and to
- advise the Board any matter relating to the remuneration or reward of the Executive Directors of the Company or senior management or employees of the Group.

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The Remuneration Committee held six meetings during the year ended 31st December 2015. The following is a summary of work performed by the Remuneration Committee during the year 2015, including:

- (i) reviewed the Company's policy and remuneration structure for the Directors of the Company, and the senior management and employees of the Group;
- (ii) reviewed the procedure for developing remuneration policy;
- (iii) reviewed and recommended to the Board the director's fees and committee member's fees for certain Directors of the Company;
- (iv) reviewed the discretionary management bonus of the Executive Directors of the Company, and the senior management and employees of the Group for the year 2014; and
- (v) reviewed and recommended to the Board or determined with delegated responsibilities, as the case may be, in accordance with the terms of reference of the Remuneration Committee, the remuneration packages of the Directors of the Company, and the senior management of the Group for the year 2015.

No Director was involved in determining his own remuneration.

## d. Nomination Committee

The Nomination Committee was established in 2012. A majority of its members are Independent Non-Executive Directors. It currently comprises of Mr. Tung Chee Chen (chairman of the Nomination Committee), Mr. Chow Philip Yiu Wah (appointed as a member of the Nomination Committee on 2nd February 2015) and Professor Wong Yue Chim Richard, with Ms. Lammy Lee as the secretary of the Nomination Committee.

The primary duties of the Nomination Committee include to:

- review and make recommendation to the Board on the Company's policy for nomination of Directors;
- establish and review a formal, considered and transparent procedures for the appointment of new directors and have plans in place for orderly succession for appointments;
- review and report annually on implementation of the board diversity policy of the Company (the "Board Diversity Policy"), and progress (if relevant);
- review the structure, size and composition (including the skills, knowledge, experience and from diversity perspective) of the Board at least annually and recommend on any proposed change to the Board to complement the Company's corporate strategy;
- identify, nominate and recommend to the Board suitably qualified candidate, based on meritocracy and the Board Diversity Policy appropriate for the Group's business and specific needs, to become a director of the Company either to fill a casual vacancy or as an addition to the existing Board;

- recommend to the Board on the appointment or re-appointment/re-election of Directors and succession planning for Directors to maintain a balance of skills, knowledge, experience and diversity of perspectives of the Board;
- assess and report to the Board the qualifications of any person proposed by a shareholder of the Company for election as a director of the Company to ensure compliance with the nomination policy of the Company and the requirements as provided in the Listing Rules are satisfied;
- assess the independence of Independent Non-Executive Directors of the Company;
- regularly review and report to the Board the contribution required from a Director of the Company to perform his responsibilities and whether he is spending sufficient time performing them; and to
- assess performance of the Executive Directors and conduct a regular evaluation of the Board's performance by a member of the Nomination Committee, who is an Independent Non-Executive Director, and report results of the evaluation to the Board.

The Nomination Committee held five meetings during the year ended 31st December 2015. The following is a summary of work performed by the Nomination Committee during the year 2015, including:

- (i) reviewed the Company's policy for nomination of Directors;
- (ii) reviewed procedures for appointment of new Directors and plans for orderly succession;
- (iii) reviewed the implementation of the Board Diversity Policy of the Company;
- (iv) reviewed the structure, size and composition of the Board of the Company;
- (v) reviewed and recommended to the Board the changes in the directorship and officership of the Company, the changes in the membership of certain committees of the Company and the nomination of the membership of a new committee of the Company;
- (vi) recommended re-election of the retiring directors at the annual general meeting of the Company held on 30th April 2015;
- (vii) assessed independence of the Independent Non-Executive Directors of the Company;
- (viii) reviewed the contribution of the Directors of the Company for the year 2014; and
- (ix) evaluated performance of the Board and assessed performance of the Executive Directors of the Company by a member of the Nomination Committee who is an Independent Non-Executive Director of the Company in accordance with the terms of reference of the Nomination Committee.

The Board Diversity Policy is summarized as follows:

- the Company ensures that its Board has the appropriate balance of skills, experience and diversity of perspective of the Board requires to support the execution of its business strategy and in order for the Board to be effective;

# Corporate Governance Report

- selection of candidates will be based on a range of perspectives, including but not limited to age, culture and educational background, ethnicity, industry experience, skills, knowledge and length of service. The Board's appointment should be based on meritocracy and diversity of perspectives appropriate for the Group's business and specific needs and the contribution that the selected candidates will bring to the Board; and
- the Nomination Committee will take into consideration of the Board Diversity Policy in identifying and nominating suitably qualified candidates to become members of the Board.

## e. Compliance Committee

The Compliance Committee was established in 2004 and currently comprises of Ms. Lammy Lee (chairperson of the Compliance Committee), Mr. Tung Lieh Sing Alan, Mr. Mok Yun Lee Paul and Mr. Fung Yee Chung Vincent. The Board has delegated the responsibility for monitoring the corporate governance compliance to the Compliance Committee.

The primary duties of the Compliance Committee include to:

- review, monitor and provide administrative support on the compliance control of the Group and compliance of the following corporate governance functions of the Company:
  - (a) on the Company's policies and practices on corporate governance and make recommendations to the Board;
  - (b) on the training and continuous professional development of Directors and senior management of the Group;
  - (c) on the Company's policies and practices on compliance with legal and regulatory requirements;
  - (d) on the development of the code of conduct and compliance manuals (if any) applicable to employees of the Group and Directors of the Company;
  - (e) on the Company's compliance with the CG Code and the SEHK Code;
  - (f) to report the above items (a) to (e) to the Board regularly; and
  - (g) to prepare (i) the Corporate Governance Report covering all mandatory disclosure requirements as set out in the Listing Rules; and/or (ii) information required to be disclosed by the Compliance Committee in the Company's results announcements, the annual reports, the interim reports and any other documents, pursuant to the Listing Rules;
- review and report to the Board regularly the shareholders' communication policy to ensure its effectiveness; and to
- ensure the Company is in compliance with the Listing Rules including disclosure and compliance obligations for matters including notifiable transactions, connected transactions, continuing connected transactions, advance to an entity, financial assistance and guarantees to affiliated companies of the Company, loan agreements with covenants relating to specific performance of the controlling shareholder of the Company, breach of a loan agreement by the Company, disclosure of financial information pursuant to Appendix 16 to the Listing Rules, and general obligations of disclosure under Rule 13.09 of the Listing Rules.

The Compliance Committee held two meetings and passed resolutions by way of written resolution during the year ended 31st December 2015. The following is a summary of work performed by the Compliance Committee during the year 2015, including:

- (i) reviewed the Company's policies and practices on corporate governance and made recommendations to the Board;
- (ii) reviewed and reported to the Board on the amendments to the Listing Rules and the impacts of new Hong Kong Companies Ordinance;
- (iii) reviewed and monitored the training and continuous professional development of Directors of the Company;
- (iv) reviewed and monitored the Company's policies and practices on compliance with legal and regulatory requirements, particularly on legal, financial and accounting, internal control and audit;
- (v) reviewed and monitored the code of conduct and compliance manuals (if any) applicable to employees of the Group and Directors of the Company;
- (vi) reviewed the Company's compliance with the CG Code and the SEHK Code and the disclosure requirements in the Corporate Governance Report;
- (vii) reviewed and reported to the Board on the effectiveness of the shareholders' communication policy; and
- (viii) reviewed and reported to the Board on the notifiable transactions, continuing connected transactions and the significant contracts of the Group.

## f. Finance Committee

The Finance Committee was established in 1993 and currently comprises of Professor Roger King and Mr. Chow Philip Yiu Wah, with Ms. Lammy Lee as the secretary of the Finance Committee.

The primary duties of the Finance Committee include to:

- assist in the financial requirements of the Group including financing, refinancing, leasing, purchase and sale of vessels, properties and equipment and the financing of the business operations of the Group;
- report to the Board on its decisions, and any matter in respect of which it considers that action is needed, and its recommendation as to the steps to be taken; and to
- discuss and review the disclosure obligations of the Company on financial, accounting or related issues on compliance with the Listing Rules and refer transactions with their recommendations to the Executive Committee of the Company for its endorsement and/or approval.

## g. Share Committee

The Share Committee was established in 1992 and currently comprises of Professor Roger King (appointed as a member of the Share Committee on 2nd February 2015) and Mr. Chow Philip Yiu Wah, with Ms. Lammy Lee as the secretary of the Share Committee.

The primary duties of the Share Committee include to:

- deal with and grant approval on the removal of the ordinary shares of the Company from the Principal Register in Bermuda to the Branch Register in Hong Kong or vice versa;

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- deal with share transactions including, but not limited to share repurchases, issue of bonus shares, scrip dividend schemes, top up placings, share subscriptions and placement of the Company's shares;
- give authorisation to the Company's Principal Registrar and Branch Registrar to issue share certificates to shareholders who have reported loss of share certificates and in connection with the above share transactions; and to
- discuss and review the disclosure obligations of the Company on share transactions and compliance with the Listing Rules.

## **h. Inside Information Committee**

The Inside Information Committee was established in 2013 and currently comprises of Mr. Tung Chee Chen (chairman of the Inside Information Committee), Mr. Tung Lieh Cheung Andrew, Mr. Tung Lieh Sing Alan and Ms. Lammy Lee.

The primary duties of the Inside Information Committee include to:

- ensure proper systems and control are in place to collect, review and verify potential inside information;
- identify, assess and escalate potential inside information to the attention of the Board; report to the Board on the recommendation of the Inside Information Committee, and any matter in respect of which it considers that action is needed, and its recommendation as to the actions to be taken and what information to be disclosed;
- vet and clear announcements or other public disclosures; and to
- supervise the Company's compliance with continuing disclosure obligations.

## **i. Risk Committee**

The Risk Committee was established in 2015 and currently comprises of Mr. Tung Chee Chen (chairman of the Risk Committee), Mr. Tung Lieh Cheung Andrew, Mr. Tung Lieh Sing Alan, Professor Roger King and Mr. Chow Philip Yiu Wah, with Ms. Lammy Lee as the secretary of the Risk Committee.

The primary duties of the Risk Committee include to:

- establish risk appetite, risk management strategy, and a strong and independent internal control and review systems;
- align strategic direction and business objective of the Group with risk appetite;
- oversight on adequacy of the Group's risk management policies, process and system. In pursuing the Group's strategic direction and business objective, aims to optimize risk and return;
- identify, assess and manage principal risks to pursue the Group's strategic and business objective; and to
- provide direction on the importance of risk management and risk management culture.

## 9. Attendance Records of Board Meetings, Board Committees Meetings and General Meetings

The attendance records of each Director and each member of the following Board Committees at the relevant meetings held in year 2015 are as follows:

	Board	Audit Committee	Remuneration Committee	Nomination Committee	Compliance Committee	Actual Attendance/Number of Meetings a Director is entitled to attend 2014 AGM
No. of meetings held during the year	7	2	6	5	2	1
<b>Executive Directors</b>						
Mr. Tung Chee Chen <i>(Chairman, President and Chief Executive Officer)</i>	7/7	-	6/6	5/5	-	1/1
Mr. Tung Lieh Cheung Andrew <i>(Chief Financial Officer)</i>	7/7	-	-	-	-	1/1
Mr. Tung Lieh Sing Alan <i>(Chief Financial Officer)</i>	7/7	-	-	-	2/2	1/1
<b>Non-Executive Director</b>						
Professor Roger King	7/7	-	-	-	-	1/1
<b>Independent Non-Executive Directors</b>						
Mr. Simon Murray	5/7	1/2	-	-	-	0/1
Mr. Chang Tsann Rong Ernest <sup>(Note 1)</sup>	5/5	2/2	2/2	2/2	-	1/1
Mr. Chow Philip Yiu Wah <sup>(Note 2)</sup>	7/7	-	5/5	4/4	-	1/1
Professor Wong Yue Chrim Richard	6/7	2/2	6/6	5/5	-	0/1
Mr. Cheng Wai Sun Edward	7/7	2/2	-	-	-	1/1
Mr. Kwok King Man Clement <sup>(Note 3)</sup>	3/3	1/1	-	-	-	N/A
<b>Others</b>						
Ms. Lammy Lee ( <i>Company Secretary</i> )	-	-	-	-	2/2	-
Mr. Mok Yun Lee Paul ( <i>Group Financial Controller</i> )	-	-	-	-	2/2	-
Mr. Fung Yee Chung Vincent ( <i>Chief Auditor</i> )	-	-	-	-	2/2	-
Average attendance rate	95.71%	90%	100%	100%	100%	77.78%

Notes:

- (1) Mr. Chang Tsann Rong Ernest (i) ceased as the chairman and member of the Remuneration Committee, and as a member of the Nomination Committee, the Finance Committee and the Share Committee, all with effect from 9th March 2015; and (ii) resigned as an Independent Non-Executive Director and ceased as a member of the Audit Committee, both with effect from 31st August 2015.
- (2) Mr. Chow Philip Yiu Wah was (i) re-designated from a Non-Executive Director to an Independent Non-Executive Director with effect from 2nd January 2015; (ii) appointed as a member of the Remuneration Committee and the Nomination Committee, both with effect from 2nd February 2015, the chairman of the Remuneration Committee with effect from 9th March 2015, and a member of the Audit Committee with effect from 31st August 2015.
- (3) Mr. Kwok King Man Clement was appointed as an Independent Non-Executive Director and a member of the Audit Committee, both with effect from 2nd July 2015.

## 10. Securities Transactions by Directors

The Company has adopted its own code of conduct regarding securities transactions by Directors on terms no less exacting than the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in Appendix 10 to the Listing Rules.

All Directors have confirmed, following specific enquiry by the Company, that they have fully complied with the required standards set out in both the Company's own code and the Model Code for the year ended 31st December 2015.

# Corporate Governance Report

## 11. Share Interests of Directors and Senior Management

### a. Directors

Directors' interests in the shares of the Company are set out on pages 76 and 77 of this annual report.

### b. Senior Management

As at 31st December 2015, the number of shares of the Company held by the senior management of the Group are as follows:

Name	Number of shares held
Mr. Michael Fitzgerald	–
Mr. Raymond Fung	–
Mr. Teddy Fung	–
Mr. Michael Kwok*	–
Ms. Lammy Lee	–
Mr. Stephen Ng	–
Mr. Steve Siu	–
Mr. Erxin Yao	5,000
Mr. Kenny Ye	500

\* retired on 1st January 2016

## 12. Emoluments of Directors and Senior Management<sup>(Note 1)</sup>

### a. Emoluments of Directors

The emoluments of the Directors of the Company for the year ended 31st December 2015 are set out on page 113 of this annual report.

### b. Emoluments of Senior Management

The emoluments of the senior management of the Group for the year ended 31st December 2015 are set out below:

Emolument bands (US\$)	Number of individuals 2015
0 – 64,102	3 <sup>(Note 2)</sup>
384,601 – 448,700	2
448,701 – 512,800	4
Total	9

Notes:

- (1) biographical details of senior management are set out on pages 48 and 49 of this annual report.
- (2) designated as senior management during the year 2015 with emolument bands on a pro-rata basis.

## B. ACCOUNTABILITY AND AUDIT

### 1. External Auditor

PricewaterhouseCoopers was re-appointed as the Company's external auditor by shareholders at the 2014 AGM until the conclusion of the next annual general meeting.

The Company has established a policy on appointment of external auditor in providing non-audit services, setting out the principles by which an external auditor may be appointed to provide non-audit services, with a view to ensuring the independence of the external auditor.

The fee in respect of audit and non-audit services provided by the external auditor to the Company for the year ended 31st December 2015 is set out on page 115 note 11 to the consolidated financial statements of this annual report.

### 2. Directors' and Auditor's Acknowledgement

All Directors acknowledge their responsibilities for preparing the consolidated financial statements for the year ended 31st December 2015.

PricewaterhouseCoopers, the external auditor of the Company, acknowledges the reporting responsibilities in the auditor's report on the consolidated financial statements for the year ended 31st December 2015.

### 3. Internal Controls

The Board is responsible for maintaining sound and effective internal control systems for the Group, and through the Audit Committee, conducts reviews of the effectiveness of such systems at least annually, covering all material controls including financial, operational and compliance controls and risk management functions. The process used in reviewing the effectiveness of these internal control systems includes discussion with management on risk areas identified by management of the Company and principal division of the Group and review of significant issues arising from internal and external audits. The Company's internal control systems comprise a well established organisational structure and comprehensive policies and standards. Procedures have been designed to safeguard assets against unauthorised use or disposition, to maintain proper accounting records, for assurance of the reliability of financial information for internal use or publication, and to ensure compliance with applicable laws and regulations. The purpose of the Company's internal control is to provide reasonable, but not absolute, assurance against material misstatement or loss and to manage rather than eliminate risks of failure in operational systems and achievement of the Company's objectives.

The Board has established the following measures to provide effective internal controls:

- a distinct organisational structure for the principal division with defined authority responsibilities and control/measures;
- an annual budget for the principal division allocating resources in accordance with identified and prioritised business opportunities. The annual budget for the principal division is approved by the Board on an annual basis;
- a comprehensive management accounting system for the principal division to provide financial and operational performance indicators to the relevant management, and financial information for reporting and disclosure purposes. Actual operational results are measured against budget each month. Detailed forecasts for the year and long-term forecasts of profit and loss, cash flow and balance sheets are regularly reviewed and updated. Variances to budget are analysed and explained and appropriate action taken, if necessary;
- systems and procedures are in place to identify, measure, manage and control risks including business, compliance, operational, financial and information services risks that may have an impact on the Group and the principal division. Exposure to these risks is monitored by the Executive Committee and the management of the principal division;

# Corporate Governance Report

- clearly defined procedures are in place for the control of capital and major expenditure commitments, off-balance sheet financial instruments and the supervision, control and review of the investment portfolio; and
- the Internal Audit Department performs independent reviews of the risks and controls identified to provide reasonable assurance to management of the Company and principal division and the Audit Committee that controls have been set in place and adequately addressed.

The internal audit function, which is centrally controlled, monitors compliance with policies and standards as well as the effectiveness of internal control structures across the Company and the Group. To preserve the independence of the internal audit function, the Head of Internal Audit reports functionally to the Audit Committee whose chairman is an Independent Non-Executive Director who has direct access to the Board. Using a risk-based approach, the Internal Audit Department plans its internal audit schedules annually in consultation with, but independent of, management of the Company and the principal division. The Internal Audit Department has unrestricted access to information that allows it to review all aspects of the Group's risk management, control and governance processes. Independent reviews of different financial, business and functional operations and activities are conducted with audit resources being focused on high risk areas. Ad hoc reviews are also conducted on areas of concern identified by the Audit Committee and management of the Company and the principal division. The management of the Company and the principal division including the affected subsidiary are notified of the deficiencies noted for rectification, and the Internal Audit Department follows up with the implementation of audit recommendations.

The Audit Committee on behalf of the Board assesses the effectiveness of the internal control system including detecting fraud and other irregularities by reviewing the Internal Audit Department's work and findings. On a yearly basis, the Internal Audit Department summarises the major audit findings and other relevant information that have come to the Internal Audit Department's attention during the course of the audits and reports to the Audit Committee.

According to the 2015 Internal Audit report, the Group's internal control system is functioning effectively, there was no significant weakness found in the course of the audits carried out during the year, and there is no change in the nature and extent of significant risks as well as the scope and quality of management's ongoing monitoring of the risks and the internal control system. The Audit Committee has concluded that the Group has maintained sound and effective internal controls to safeguard the Group's assets, and there is an ongoing process in place for identifying, evaluating and managing the significant risks faced by the Group. The Board, therefore, is of the view that there are no significant frauds, irregularities, internal control deficiencies or suspected infringement of laws, rules and regulations that cause the Board to believe that the systems of internal control are ineffective or inadequate, and there are no significant areas of concern which may affect shareholders. The Board is satisfied that the Company and the Group have fully complied with the code provisions on internal control as set forth in the SEHK Code for the year ended 31st December 2015.

To ensure on-going compliance with the SEHK Code, the Audit Committee reviewed the adequacy of staffing of the accounting and financial reporting function on behalf of the Board and was satisfied with the adequacy of resources, staff qualifications and experience, training programmes and budget of the Company's accounting and financial reporting function.

The Company has implemented the following procedures and internal controls for the handling and dissemination of inside information:

- a) it monitors any inside information and makes appropriate announcement as required by the Listing Rules;
- b) it conducts its affairs by reference to the "Guidelines on Disclosure of Inside Information" issued by the Securities and Futures Commission;
- c) it has established procedures for handling external affairs about the Group; and
- d) it has established guidelines to be followed by senior management and employees in dealing with confidential and inside information.

## C. COMMUNICATION WITH SHAREHOLDERS

The Company attaches great importance to communications with shareholders. Extensive information on the Group's activities, business strategies and developments is provided in the Company's annual reports and interim reports. Shareholders of the Company are encouraged to attend the annual general meetings of the Company which offer a valuable forum for dialogue and interaction with management. The Chairman of the Board and the chairpersons of the Audit Committee, the Remuneration Committee, the Nomination Committee and other Board committees, or in their absence, another member of the relevant committee, are available at the annual general meetings to answer questions from shareholders on the business of the Group. A separate resolution is proposed by the Chairman in respect of each issue at the general meetings.

The Company has also established a shareholders' communication policy to ensure shareholders are provided with ready, equal and timely access to balanced and understandable information about the Company. The policy is regularly reviewed to ensure its effectiveness and is available on written request to the Company Secretary.

The most recent shareholders' meeting of the Company was the 2014 AGM held at Dynasty Room, 7th Floor, The Dynasty Club, South West Tower, Convention Plaza, 1 Harbour Road, Wanchai, Hong Kong on 30th April 2015, at which the following ordinary resolutions were passed with the voting results as follows:

<b>Ordinary Resolutions</b>	<b>Number of Votes (%)</b>	
	<b>For</b>	<b>Against</b>
1. To consider and adopt the audited Financial Statements and the Reports of the Directors and the Auditor for the year ended 31st December 2014.	529,036,229 (99.999716%)	1,500 (0.000284%)
2. To declare a final dividend for the year ended 31st December 2014.	529,408,229 (99.999717%)	1,500 (0.000283%)
3(a). To re-elect Professor Roger King as Director.	505,571,449 (95.495663%)	23,846,780 (4.504337%)
3(b). To re-elect Mr. Chang Tsann Rong Ernest as Director.	526,989,423 (99.541231%)	2,428,806 (0.458769%)
3(c). To re-elect Mr. Cheng Wai Sun Edward as Director.	528,694,729 (99.863341%)	723,500 (0.136659%)
4. To authorise the Board of Directors to fix the Directors' remuneration.	528,829,222 (99.890348%)	580,507 (0.109652%)
5. To re-appoint PricewaterhouseCoopers as Auditor and to authorise the Board of Directors to fix their remuneration.	508,181,349 (95.990179%)	21,228,380 (4.009821%)
6(a). To grant a general mandate to the Directors to allot, issue and deal with the Company's shares.	442,493,205 (83.582371%)	86,916,524 (16.417629%)
6(b). To grant a general mandate to the Directors to repurchase the Company's shares.	528,763,229 (99.970978%)	153,500 (0.029022%)
6(c). To extend the general mandate to issue shares to cover the shares repurchased by the Company under Resolution No. 6(b).	442,617,139 (83.683710%)	86,299,590 (16.316290%)

Since the publication of the Company's 2010 interim report, the Company has offered to the shareholders of the Company the following options to choose the language and means of receipt of the corporate communications of the Company in support of environment protection and for the purpose of saving printing and mailing costs:

- (1) to read the corporate communication published on the Company's website at <http://www.ooilgroup.com> in place of receiving printed copies, and receive an e-mail notification or a printed notification letter (as the case may be) of the publication of the corporate communication on website; or
- (2) to receive either the printed English version, the printed Chinese version or both the printed English and Chinese versions of the Company's corporate communication.

# Corporate Governance Report

## D. SHAREHOLDERS' RIGHTS

### 1. Convening a special general meeting

Pursuant to the Bermuda Companies Act and the Company's Bye-law, the shareholder(s) of the Company holding not less than one-tenth of the paid up capital of the Company having the right to vote at general meetings of the Company shall have the right, by written requisition sent to the Company's registered office at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda and to the Company's principal office at 33rd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong, for the attention of the Company Secretary of the Company, to require a special general meeting (the "SGM") to be called by the Board for the transaction of any business specified in such requisition.

The written requisition must state the purposes of the general meeting, signed by the shareholder(s) concerned and may consist of several documents in like form, each signed by one or more of those shareholders.

Upon receipt of confirmation from the Company's branch share registrar (the "Registrar") that the shareholder(s) submitting the requisition is/are qualified to attend and vote at any general meeting, the Company will convene a SGM by serving sufficient notice in accordance with the statutory requirements to all the registered shareholders.

### 2. Putting forward proposals at general meetings

The shareholder(s) of the Company holding (i) not less than one-twentieth of the total voting rights of all shareholders having the right to vote at the general meeting of the Company; or (ii) not less than 100 shareholders of the Company, can submit:

- (i) a written request stating the resolution intended to be moved at an annual general meeting; or
- (ii) a statement of not more than 1,000 words with respect to the matter referred to in any proposed resolution or the business to be dealt with at a particular general meeting.

The written request/statement must be signed by the shareholder(s) concerned and deposited at the Company's registered office at Clarendon House, 2 Church Street, Hamilton HM11, Bermuda and to the Company's principal office at 33rd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong, for the attention of the Company Secretary of the Company, not less than six weeks before the annual general meeting in the case of a requisition requiring notice of a resolution and not less than one week before the general meeting in the case of any other requisition.

Upon receipt of confirmation from the Registrar of the Company that the shareholder(s) making the proposal is/are qualified to attend and vote at the general meeting, the Company will:

- (i) include the resolution in the agenda for the annual general meeting; or
- (ii) circulate the statement for the general meeting,

provided that the shareholder(s) concerned have deposited a sum of money sufficient to meet the Company's expenses in serving the notice of the resolution and/or circulating the statement to all the registered shareholders.

### 3. Putting enquiries to the Board

Shareholders who have enquiries to put to the Board of the Company may write to the Company Secretary of the Company at 33rd Floor, Harbour Centre, 25 Harbour Road, Wanchai, Hong Kong.

## E. INVESTOR RELATIONS

The Company continues to promote and enhance investor relations and communication with its investors. The Company's investor relations team maintains regular dialogue with institutional investors, analysts and fund managers to keep them abreast of the Group's development.

Shareholders, investors and members of the public are able to access up-to-date corporate information and events related to the Group on the Company's website.

## 1. Shareholdings Information

As at 31st December 2015:

Authorised share capital: US\$205,000,000, comprising 900,000,000 ordinary shares of US\$0.1 each, 65,000,000 limited voting convertible redeemable preferred shares of US\$1 each and 50,000,000 redeemable preferred shares of US\$1 each.

Issued and fully-paid up capital: US\$62,579,329.7 comprising 625,793,297 ordinary shares of US\$0.1 each.

Details of the shareholding of the ordinary shares of the Company by the type of Shareholders as at 31st December 2015 are as follows:

Type of Shareholders	Number of Shareholders	Shareholders % of total	Number of Shares
Corporate	23	2.3541%	620,253,471
Individual	954	97.6459%	5,539,826
Total	977	100.00%	625,793,297

Details of the shareholding of the ordinary shares of the Company by range as at 31st December 2015 are as follows:

Size of shareholdings	Number of Shareholders	Shareholders % of total
1 – 10,000	911	93.2447%
10,001 – 100,000	58	5.9365%
100,001 – 1,000,000	4	0.4094%
1,000,001 or above	4	0.4094%
Total	977	100.00%

## 2. Public Float

Based on information that is publicly available to the Company and within the knowledge of the Directors, the percentage of its public float exceeds 25% as at 31st December 2015.

## 3. Financial Calendar

Important dates for the coming financial year are set out on page 50 of this annual report.

## 4. Memorandum of Association and Bye-Laws

There are no changes to the memorandum of association and bye-laws of the Company (the "Constitutional Documents") during the year. The consolidated version of the Constitutional Documents is available on the Company's website and the HKExnews website.

In order to bring the bye-laws of the Company in line with the Listing Rules and the Bermuda Companies Act and to incorporate certain house-keeping amendments, a special resolution will be proposed at the forthcoming annual general meeting for the shareholders to consider and, if thought fit, approve the adoption of the new bye-laws in substitution for and to the exclusion of the existing bye-laws.

A circular containing, among others, details of the proposed amendments to the existing bye-laws has been despatched to the shareholders of the Company.

# Report of the Directors

The Board of Directors of the Company (the “Board”) presents this report together with the audited consolidated financial statements for the year ended 31st December 2015.

## PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding and the activities of its principal subsidiaries, associated companies and joint ventures are set out on pages 139 to 147 of this annual report.

## GROUP RESULTS

The consolidated results of the Company and its subsidiaries (collectively referred to as the “Group”) are set out on page 84 of this annual report.

## DIVIDENDS

An interim dividend of US9.6 cents (HK\$0.749) per ordinary share was paid on 15th October 2015.

The Board has recommended the payment of a final dividend of US1.85 cents (HK\$0.145 at the exchange rate of US\$1: HK\$7.8) per ordinary share for the year ended 31st December 2015 to be paid on 8th June 2016 to the shareholders of the Company whose names appear on the register of members of the Company on 11th May 2016. Shareholders should complete the dividend election form (if applicable) and return it to the Company’s Hong Kong branch share registrar, Computershare Hong Kong Investor Services Limited at 17M Floor, Hopewell Centre, 183 Queen’s Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on 31st May 2016.

## BUSINESS REVIEW

A review of the business of the Group and an analysis of the Group’s performance during the year are provided in Chairman’s Letter on pages 6 to 9, Operations Review on pages 10 to 19 and Financial Review sections on pages 28 to 43 of this annual report. Description of the principal risks and uncertainties that the Group is facing can be found in Chairman’s Letter on pages 6 to 9 and Operations Review on pages 10 to 19. Also, the financial risk management objectives and policies of the Group can be found in note 3 to the consolidated financial statements. No important events affecting the Group have occurred since the end of the financial year ended 31st December 2015. The Group’s future business development is provided in Chairman’s Letter on pages 6 to 9 and Operations Review on pages 10 to 19 of this annual report. In addition, discussions on the Group’s environmental policies and performance and compliance with the relevant laws and regulations and an account of the Group’s key relationships with its employees, customers and suppliers and stakeholders, that have a significant impact on the Group are contained in Corporate Responsibility section on pages 20 to 27 of this annual report and in the Sustainability Report available on the Company’s website.

## DIRECTORS

The Directors of the Company during the year and up to the date of this report were:

### Executive Directors

Mr. Tung Chee Chen (*Chairman, President and Chief Executive Officer*)

Mr. Tung Lieh Cheung Andrew

Mr. Tung Lieh Sing Alan (*Chief Financial Officer*)<sup>(Note 1)</sup>

### Non-Executive Director

Professor Roger King

### Independent Non-Executive Directors

Mr. Simon Murray

Mr. Chang Tsann Rong Ernest<sup>(Note 2)</sup>

Mr. Chow Philip Yiu Wah<sup>(Note 3)</sup>

Professor Wong Yue Chim Richard

Mr. Cheng Wai Sun Edward

Mr. Kwok King Man Clement<sup>(Note 4)</sup>

Notes:

1. Mr. Tung Lieh Sing Alan was re-designated from Acting Chief Financial Officer to Chief Financial Officer with effect from 1st January 2016.
2. Mr. Chang Tsann Rong Ernest resigned as an Independent Non-Executive Director with effect from 31st August 2015.
3. Mr. Chow Philip Yiu Wah was re-designated from a Non-Executive Director to an Independent Non-Executive Director with effect from 2nd January 2015.
4. Mr. Kwok King Man Clement was appointed as an Independent Non-Executive Director with effect from 2nd July 2015.

In accordance with bye-law 86(2) of the Bye-laws of the Company (the “Bye-laws”), Mr. Kwok King Man Clement, appointed as an Independent Non-Executive Director of the Company on 2nd July 2015, will hold office until the next following general meeting of the Company and, being eligible, will offer himself for re-election at the annual general meeting of the Company to be held on 29th April 2016 (the “Annual General Meeting”).

In addition, in accordance with bye-laws 87(2) and 87(3) of the Bye-laws, Mr. Tung Chee Chen, Mr. Tung Lieh Sing Alan and Professor Wong Yue Chim Richard will retire by rotation and, being eligible, will offer themselves for re-election at the Annual General Meeting. Professor Wong Yue Chim Richard, an Independent Non-Executive Director, has served the Company for more than nine years, and his re-election will be subject to a separate resolution to be approved at the Annual General Meeting pursuant to the Corporate Governance Code (the “SEHK Code”) contained in Appendix 14 to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the “Listing Rules”).

None of the Directors has a service contract with the Company or any of its subsidiaries which is not determinable by the employing company within one year without payment of compensation, other than statutory compensation.

The Company has received from each Independent Non-Executive Director of the Company, confirmation of his independence pursuant to rule 3.13 of the Listing Rules and considers all of them are independent.

## DIRECTORS' RIGHTS TO ACQUIRE SHARES OR DEBENTURES

Neither the Company nor any of its subsidiaries was a party to any arrangement to enable the Directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate at any time during the year or at the end of the year.

# Report of the Directors

## DIRECTORS' AND CHIEF EXECUTIVE'S INTEREST

### 1. Significant Contracts

The Group shares the rental of office premises at Harbour Centre, Hong Kong on an actual cost reimbursement basis with Island Navigation Corporation International Limited ("INCIL"), which is owned by a Tung family trust. The total amount of rental on an actual cost reimbursement basis paid by INCIL to the Group for the year ended 31st December 2015 was approximately US\$1,589,000.

Yuensung Investment Company Limited ("Yuensung"), a company controlled by Mr. C U Tung, the uncle of Mr. Tung Chee Chen, also shares the rental of an office premises at Harbour Centre, Hong Kong with our Group. The total amount of rental on an actual cost reimbursement basis paid by Yuensung to the Group for the year ended 31st December 2015 was approximately US\$90,000.

Except for the above (other than contracts amongst Group companies), no other contracts or arrangements of significance in relation to the Group's business to which the Company or any of its subsidiaries was a party, and in which a Director of the Company had a material interest, subsisted at the year end or at any time during the year.

### 2. Shares

As at 31st December 2015, the issued share capital of the Company consisted of 625,793,297 ordinary shares (the "Shares"). The interests and short positions of the Directors and the Chief Executive of the Company in the Shares, the underlying Shares and the debentures of the Company or any of its associated corporations (within the meaning of Part XV of the Securities and Futures Ordinance ("SFO")) as recorded in the register kept by the Company pursuant to Section 352 of the SFO or otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "Stock Exchange") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") contained in the Listing Rules, were as follows:-

Name	Direct interests	Other interests	Total number of Shares (Long position)	Percentage
Tung Chee Chen	-	429,950,088 (Notes 1 & 2)	429,950,088	68.70%
Chow Philip Yiu Wah	133,100	20,000 (Note 3)	153,100	0.024%
Simon Murray	10,000	-	10,000	0.002%
Professor Wong Yue Chim Richard	-	500 (Note 4)	500	0.00008%

Notes:

1. Mr. Tung Chee Chen has an interest in a trust which, through Artson Global Limited ("Artson") as trustee, holds shares of Thelma Holdings Limited ("Thelma"), which has an indirect interest in 429,950,088 Shares, in which Fortune Crest Inc. ("Fortune Crest") and Gala Way Company Inc. ("Gala Way"), wholly-owned subsidiaries of Thelma, have direct interests in 350,722,656 Shares and 79,227,432 Shares respectively. The voting rights in respect of such 429,950,088 Shares are held by Mr. Tung Chee Chen through Tung Holdings (Trustee) Inc. ("THTI").
2. Fortune Crest and Gala Way together are referred to as the controlling shareholders.
3. 20,000 Shares are held by the spouse of Mr. Chow Philip Yiu Wah.
4. 500 Shares are held by the spouse of Professor Wong Yue Chim Richard.

Save as disclosed above, as at 31st December 2015, none of the Directors or the Chief Executive of the Company had any interest or short position in the Shares, the underlying Shares and the debentures of the Company or any of its associated corporation (within the meaning of the SFO) which were required to be: (a) notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO (including interests and short positions which they are taken or deemed to have under such provisions of the SFO); or (b) entered in the register kept by the Company pursuant to Section 352 of the SFO; or (c) notified to the Company and the Stock Exchange pursuant to the Model Code.

Save as disclosed in below section “Substantial Shareholders’ Share Interest”, as at 31st December 2015, none of the Directors or the Chief Executive of the Company is a director or an employee of a company which had an interest or short position in the Shares and the underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO.

### **3. Directors’ Interests in Competing Business**

As at 31st December 2015, none of the Directors and their respective associates (as defined in the Listing Rules) had any interest in a business, which competes or may compete with the business of the Group.

### **MANAGEMENT CONTRACTS**

No contracts concerning the management and administration of the whole or any substantial part of any business of the Company were entered into during the year or subsisted at the end of the year.

### **SUBSTANTIAL SHAREHOLDERS’ SHARE INTEREST**

As at 31st December 2015, the following persons (other than the Directors or the Chief Executive of the Company) had an interest or short position in the Shares and the underlying Shares which would fall to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO as recorded in the register required to be kept by the Company under Section 336 of the SFO:

<b>Name</b>	<b>Nature of interest</b>	<b>Number of Shares interested (Long position)</b>	<b>Percentage</b>
Artson Global Limited *	Trustee	429,950,088 (Note 1)	68.70%
Hanberry Global Limited #	Trustee	429,950,088 (Note 2)	68.70%
Thelma Holdings Limited *	Indirect	429,950,088 (Note 3)	68.70%
Tung Chee Hwa	Indirect	429,975,319 (Note 4)	68.70%
Archmore Investment Limited *	Beneficiary of a trust	429,950,088 (Note 5)	68.70%
Edgemont Holdings Limited *	Indirect	429,950,088 (Note 6)	68.70%
Javier Global Limited *	Indirect	429,950,088 (Note 7)	68.70%
Bartlock Assets Ltd. #	Beneficiary of a trust	429,950,088 (Note 8)	68.70%
Flowell Development Inc.	Beneficiary of a trust	429,950,088 (Note 9)	68.70%
Izone Capital Limited *	Beneficiary of a trust	429,950,088 (Note 10)	68.70%
Jeference Capital Inc. *	Beneficiary of a trust	429,950,088 (Note 11)	68.70%
Tung Holdings (Trustee) Inc. *	Voting	429,950,088 (Note 12)	68.70%
Fortune Crest Inc. *	Direct	350,722,656 (Note 13)	56.04%
Gala Way Company Inc. *	Direct	79,227,432 (Note 14)	12.66%

## Report of the Directors

Notes:

1. Artson, a company which is wholly owned by Mr. Tung Chee Chen, holds 56.36% of the shares of Thelma and, accordingly, has an indirect interest in the same Shares in which Thelma has an interest.
2. Hanberry Global Limited (“Hanberry”), a company which is wholly owned by Mr. Tung Chee Hwa (brother of Mr. Tung Chee Chen, brother-in-law of Professor Roger King, and father of Mr. Tung Lieh Cheung Andrew and Mr. Tung Lieh Sing Alan), holds 43.64% of the shares of Thelma and, accordingly, has an indirect interest in the same Shares in which Thelma has an interest.
3. Thelma, a company which is owned collectively by Artson and Hanberry, has an indirect interest in the same Shares in which Fortune Crest and Gala Way, wholly-owned subsidiaries of Thelma, have an interest.
4. Mr. Tung Chee Hwa has an interest in a trust which, through Hanberry as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares. Mrs. Tung Chiu Hung Ping Betty (spouse of Mr. Tung Chee Hwa, sister-in-law of Mr. Tung Chee Chen and Professor Roger King, and mother of Mr. Tung Lieh Cheung Andrew and Mr. Tung Lieh Sing Alan) owns 25,231 Shares.
5. Archmore Investment Limited (“Archmore”), a company which is wholly owned by Edgemont Holdings Limited (“Edgemont”), has an interest in a trust which, through Artson as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares.
6. Edgemont has an indirect interest in the same Shares in which Archmore, a wholly-owned subsidiary of Edgemont, has an interest.
7. Javier Global Limited (“Javier”), a company which is wholly owned by Mr. Tung Chee Chen, has an indirect interest in the same Shares in which Edgemont, a wholly-owned subsidiary of Javier, has an interest.
8. Bartlock Assets Ltd., a company which is wholly owned by Mr. Tung Chee Hwa, has an interest in a trust which, through Hanberry as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares.
9. Flowell Development Inc., a company which is wholly owned by Mr. Tung Chee Chen, has an interest in a trust which, through Artson as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares.
10. Izone Capital Limited, a company which is wholly owned by Mr. Tung Chee Chen, has an interest in a trust which, through Artson as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares.
11. Jference Capital Inc., a company which is wholly owned by Mr. Tung Chee Chen, has an interest in a trust which, through Artson as trustee, holds shares of Thelma, which has an indirect interest in 429,950,088 Shares.
12. THTI is a company wholly owned by Mr. Tung Chee Chen.
13. Fortune Crest has a direct interest in 350,722,656 Shares.
14. Gala Way has a direct interest in 79,227,432 Shares.

\* For those companies marked with “\*”, Mr. Tung Chee Chen is either a director of these companies or a director of a company which is a corporate director of these companies.

# For those companies marked with “#”, Mr. Tung Lieh Cheung Andrew is a director of these companies.

Save as disclosed herein, as at 31st December 2015, the Company has not been notified by any person (other than the Directors or the Chief Executive of the Company) who had an interest or short position in the Shares or the underlying Shares which were required to be disclosed to the Company under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by the Company under Section 336 of the SFO.

## CONNECTED TRANSACTIONS

During the year ended 31st December 2015, the Group had the following continuing connected transactions (the “Continuing Connected Transactions”) constituted by the following agreements entered into by OOCL (Taiwan) Co., Ltd. (“OTWL”), the Group’s Taiwanese subsidiary and acting as the general agent for the carrier of the Group in Taiwan:

### a) CMT Master Agreement

Pursuant to a master agreement dated 29th June 2005, as supplemented by the supplemental agreements dated 10th December 2007, 15th December 2010 and 4th December 2013, all entered into between OTWL and Chinese Maritime Transport Ltd. (“CMT”), CMT agreed to provide and to procure members of the CMT group to provide various services to the Group including, inter alia, (i) trucking service; (ii) leasing of equipment (including chassis and tractors); (iii) maintenance and repair services for generator sets and chassis; (iv) freight station depot and container storage facilities; (v) container yard and gate services; and (vi) crew manning services, for successive periods of three years expiring on 31st December 2016 subject to the annual caps of not exceeding US\$50,000,000, US\$52,500,000 and US\$55,000,000 for the years 2014, 2015 and 2016 respectively.

During the year 2015, US\$29,327,000 was paid by OTWL to the CMT group for the aforesaid services.

### b) AII Master Agreement

Pursuant to a master agreement dated 29th June 2005, as supplemented by the supplemental agreement dated 10th December 2007, 15th December 2010 and 4th December 2013, all entered into between OTWL and Associated International Inc. (“AII”), AII agreed to provide and to procure members of the AII group to provide various services to the Group including, inter alia, (i) provision of office premises; and (ii) freight station depot and container storage facilities, for successive periods of three years expiring on 31st December 2016 subject to the annual caps of not exceeding US\$2,800,000 for the years 2014, 2015 and 2016 respectively.

During the year 2015, US\$1,135,000 was paid by OTWL to the AII group for the aforesaid services.

Mr. John Peng is the controlling shareholder of CMT and AII, and the brother-in-law of Mr. Tung Chee Chen who is an Executive Director, Chairman, President and Chief Executive Officer of the Company; the brother-in-law of Professor Roger King, a Non-Executive Director of the Company; the uncle of Mr. Tung Lieh Cheung Andrew, an Executive Director of the Company, and Mr. Tung Lieh Sing Alan, an Executive Director and Chief Financial Officer of the Company; and the brother-in-law of Mr. Tung Chee Hwa who has an interest in a trust which has an indirect interest in certain substantial shareholders of the Company. Mr. Peng and accordingly CMT and AII are therefore connected persons of the Company as defined in the Listing Rules.

Pursuant to rule 14A.55 of the Listing Rules, the Independent Non-Executive Directors of the Company, namely Mr. Simon Murray, Mr. Chow Philip Yiu Wah, Professor Wong Yue Chim Richard, Mr. Cheng Wai Sun Edward and Mr. Kwok King Man Clement, have reviewed the Continuing Connected Transactions and confirmed that the Continuing Connected Transactions have been entered into (a) in the ordinary and usual course of business of the Group; (b) on normal commercial terms or better; and (c) according to the relevant agreements governing them on terms that are fair and reasonable and in the interests of the shareholders of the Company as a whole.

## **Report of the Directors**

The Company's auditor was engaged to report on the Group's Continuing Connected Transactions in accordance with Hong Kong Standard on Assurance Engagements 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information" and with reference to Practice Note 740 "Auditor's Letter on Continuing Connected Transactions under the Hong Kong Listing Rules" issued by the Hong Kong Institute of Certified Public Accountants. The auditor has issued his unqualified letter containing the findings and conclusions in respect of the Continuing Connected Transactions as disclosed above in accordance with rule 14A.56 of the Listing Rules and nothing has come to his attention that causes him to believe that the disclosed Continuing Connected Transactions:

- (i) have not been approved by the Board of Directors of the Company;
- (ii) were not entered into, in all material respects, in accordance with the relevant agreements governing the transactions; and
- (iii) have exceeded the maximum aggregate annual caps in respect of each of the disclosed Continuing Connected Transactions.

### **PERMITTED INDEMNITY**

Pursuant to the Company's Bye-laws and subject to the provisions of the statutes, every Director of the Company shall be indemnified and secured harmless out of the assets and profits of the Company from and against all actions, costs, charges, losses, damages and expenses which he may incur or sustain in or about the execution of his duty; provided that the indemnity shall not extend to any matter in respect of any wilful negligence, wilful default, fraud or dishonesty which may attach to any of the Directors.

Since 1992, the Company has arranged insurance cover for directors' and officers' liabilities including cover for Directors, officers and senior management of the Group arising out of the corporate activities of the Group.

### **PURCHASE, SALE OR REDEMPTION OF SHARES**

During the year ended 31st December 2015, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's Shares.

### **PRE-EMPTIVE RIGHTS**

No pre-emptive rights exist under Bermudan law in relation to the issue of new shares by the Company.

### **SHARE CAPITAL**

Details of the shares of the Company issued during the year are set out in note 34 to the consolidated financial statements on page 132 of this annual report.

### **RESERVES**

Movements during the year in the reserves of the Group and the Company are set out in note 35 and note 42 to the consolidated financial statements on pages 132 and 138 of this annual report.

### **EQUITY-LINKED AGREEMENTS**

For the year ended 31st December 2015, the Company has not entered into any equity-linked agreement.

### **CORPORATE GOVERNANCE**

The Board and management of the Company are committed to maintaining high standards of corporate governance and the Company considers that effective corporate governance makes an important contribution to corporate success and to the enhancement of shareholder value.

The Company has adopted its own corporate governance code (the “CG Code”), which in addition to applying the principles as set out in the SEHK Code contained in Appendix 14 to the Listing Rules, also incorporates and conforms to local and international best practices. The CG Code sets out the corporate governance principles applied by the Company and its subsidiaries and is constantly reviewed to ensure transparency, accountability and independence. Further information on the CG Code is set out in the corporate governance report (the “Corporate Governance Report”) on pages 53 to 73 of this annual report.

Throughout the year of 2015, the Company complied with the SEHK Code, except as set out in the Corporate Governance Report on page 53.

## PUBLIC FLOAT

Based on information that is publicly available to the Company and within the knowledge of the Directors of the Company, as at the date of this report, there is sufficient public float of more than 25% of the Company’s issued Shares as required under the Listing Rules.

## DONATIONS

Donations made by the Group during the year amount to US\$306,000.

## ANNUAL GENERAL MEETING

The Annual General Meeting will be held on 29th April 2016.

A circular containing, inter alia, (i) a notice convening the Annual General Meeting; (ii) details of the retiring Directors to be re-elected at the Annual General Meeting; (iii) the general mandate to authorise the allotment of and otherwise dealing with shares of all classes in the capital of the Company and securities convertible into shares and options, warrants or similar rights to subscribe for shares or such convertible securities; (iv) the general mandate to authorise the repurchase of the Company’s securities; and (v) adoption of new Bye-laws of the Company together with a proxy form will be despatched to the shareholders of the Company on or around 24th March 2016.

## COMPANY SECRETARY

The Company Secretary of the Company is Ms. Lammy Lee, Barrister.

## AUDITOR

The Group’s consolidated financial statements have been audited by PricewaterhouseCoopers who will retire at the Annual General Meeting and, being eligible, offer themselves for re-appointment.

On behalf of the Board  
**Orient Overseas (International) Limited**  
**Tung Chee Chen**  
*Chairman*

Hong Kong, 4th March 2016

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# Independent Auditor's Report

**To the Shareholders of Orient Overseas (International) Limited**  
*(Incorporated in Bermuda with limited liability)*

We have audited the consolidated financial statements of Orient Overseas (International) Limited (the "Company") and its subsidiaries set out on pages 84 to 147, which comprise the consolidated balance sheet as at 31st December 2015, and the consolidated profit and loss account, the consolidated statement of comprehensive income, the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

## Directors' responsibility for the consolidated financial statements

The Directors of the Company are responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with Hong Kong Financial Reporting Standards issued by the Hong Kong Institute of Certified Public Accountants and the disclosure requirements of the Hong Kong Companies Ordinance, 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.

## Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit and to report our opinion solely to you, as a body, in accordance with Section 90 of the Companies Act 1981 of Bermuda and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

We conducted our audit in accordance with Hong Kong Standards on Auditing issued by the Hong Kong Institute of Certified Public Accountants. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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

## Opinion

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Company and its subsidiaries as at 31st December 2015, and of their financial performance and cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

**PricewaterhouseCoopers**  
*Certified Public Accountants*

Hong Kong, 4th March 2016

# Consolidated Profit and Loss Account

For the year ended 31st December 2015

US\$'000	Note	2015	2014
Revenue	5	5,953,444	6,521,589
Operating costs	6	(5,262,429)	(5,875,797)
<b>Gross profit</b>		<b>691,015</b>	645,792
Fair value gain from an investment property	17	19,545	9,653
Other operating income	7	112,250	119,380
Other operating expenses	8	(469,742)	(445,678)
<b>Operating profit</b>	11	<b>353,068</b>	329,147
Finance costs	12	(63,642)	(54,000)
Share of profits of joint ventures	19	4,168	4,364
Share of profits of associated companies	20	13,614	15,072
<b>Profit before taxation</b>		<b>307,208</b>	294,583
Taxation	13	(23,357)	(24,145)
<b>Profit for the year</b>		<b>283,851</b>	270,438
<b>Profit/(loss) attributable to:</b>			
Equity holders of the Company		<b>283,851</b>	270,538
Non-controlling interests		–	(100)
		<b>283,851</b>	270,438
<b>Earnings per ordinary share (US cents)</b>	14		
<b>Basic and diluted</b>		<b>45.4</b>	43.2

# Consolidated Statement of Comprehensive Income

For the year ended 31st December 2015

US\$'000	2015	2014
<b>Profit for the year</b>	<b>283,851</b>	270,438
<b>Other comprehensive income:</b>		
Item that will not be subsequently reclassified to profit or loss:		
Remeasurement gains/(losses) on defined benefit schemes	6,048	(1,988)
Items that may be reclassified subsequently to profit or loss:		
Available-for-sale financial assets		
– Change in fair value	(28,464)	(42,287)
Currency translation adjustments		
– Foreign subsidiaries	(8,068)	1,048
– Non-controlling interests	–	(52)
– Associated companies	(8,620)	(525)
– Joint ventures	(410)	(30)
– Release of reserve upon disposal of a subsidiary	–	(4,027)
Total items that may be reclassified subsequently to profit or loss	(45,562)	(45,873)
Other comprehensive loss for the year, net of tax	(39,514)	(47,861)
<b>Total comprehensive income for the year</b>	<b>244,337</b>	222,577
<b>Total comprehensive income/(loss) attributable to:</b>		
Equity holders of the Company	244,337	222,729
Non-controlling interests	–	(152)
	<b>244,337</b>	222,577

# Consolidated Balance Sheet

As at 31st December 2015

US\$'000	Note	2015	2014
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	16	<b>6,020,744</b>	5,608,929
Investment property	17	<b>200,000</b>	180,000
Prepayments of lease premiums	18	<b>8,462</b>	9,109
Joint ventures	19	<b>8,887</b>	9,011
Associated companies	20	<b>145,249</b>	152,499
Intangible assets	21	<b>55,646</b>	48,578
Deferred taxation assets	22	<b>3,765</b>	3,887
Pension and retirement assets	23	<b>7,855</b>	–
Derivative financial instruments	32	<b>1,507</b>	2,888
Restricted bank balances	24	<b>980</b>	54,168
Available-for-sale financial assets	25	<b>127,998</b>	139,636
Held-to-maturity investments	26	<b>217,004</b>	221,035
Other non-current assets	27	<b>16,635</b>	19,710
		<b>6,814,732</b>	6,449,450
<b>Current assets</b>			
Inventories	28	<b>72,481</b>	128,652
Debtors and prepayments	29	<b>499,409</b>	574,517
Amounts due from joint ventures	30	<b>2,871</b>	237
Held-to-maturity investments	26	<b>19,074</b>	24,792
Portfolio investments	31	<b>295,894</b>	223,423
Derivative financial instrument	32	<b>147</b>	–
Tax recoverable		<b>10,942</b>	13,010
Restricted bank balances	24	<b>443</b>	413
Cash and bank balances	33	<b>2,015,581</b>	2,165,914
		<b>2,916,842</b>	3,130,958
Asset held for sale		–	53,047
		<b>2,916,842</b>	3,184,005
<b>Total assets</b>		<b>9,731,574</b>	9,633,455
<b>EQUITY</b>			
<b>Equity holders</b>			
Share capital	34	<b>62,579</b>	62,579
Reserves	35	<b>4,734,931</b>	4,572,173
<b>Total equity</b>		<b>4,797,510</b>	4,634,752

# Consolidated Balance Sheet

As at 31st December 2015

US\$'000	Note	2015	2014
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Borrowings	36	<b>3,663,100</b>	3,595,625
Deferred taxation liabilities	22	<b>62,041</b>	53,655
Pension and retirement liabilities	23	<b>109</b>	1,665
Derivative financial instrument	32	–	2,949
		<b>3,725,250</b>	3,653,894
<b>Current liabilities</b>			
Creditors and accruals	37	<b>750,378</b>	942,704
Amounts due to joint ventures	38	<b>11,037</b>	7,145
Borrowings	36	<b>438,619</b>	388,877
Derivative financial instruments	32	<b>5,316</b>	406
Current taxation		<b>3,464</b>	5,677
		<b>1,208,814</b>	1,344,809
<b>Total liabilities</b>		<b>4,934,064</b>	4,998,703
<b>Total equity and liabilities</b>		<b>9,731,574</b>	9,633,455

**C C Tung**

**Alan Tung**

*Directors*

# Consolidated Cash Flow Statement

For the year ended 31st December 2015

US\$'000	Note	2015	2014
<b>Cash flows from operating activities</b>			
Operating profit		353,068	329,147
Interest income		(38,219)	(37,688)
Dividend income and distribution		(31,696)	(44,645)
Depreciation and amortisation		319,613	332,154
Fair value gain from assets and liabilities		(4,332)	(17,232)
Gain on disposal of a subsidiary		–	(4,964)
Net gain on disposal of non-current assets		(221)	(9,724)
Operating profit before working capital changes		598,213	547,048
Decrease in inventories		56,171	21,397
Decrease/(increase) in debtors and prepayments		75,258	(41,630)
(Decrease)/increase in creditors and accruals		(189,926)	27,598
Change in net pension assets/liabilities		(2,415)	(2,617)
Settlement of derivative financial instruments		(1,070)	1,441
Cash generated from operations		536,231	553,237
Interest and financing charges paid		(62,492)	(53,790)
Hong Kong profits tax (paid)/refunded		(60)	645
Overseas taxes paid		(15,398)	(21,561)
Net cash from operating activities		458,281	478,531
<b>Cash flows from investing activities</b>			
Sale and redemption on maturity of non-current assets		132,825	186,358
Purchase of property, plant and equipment		(366,189)	(360,448)
Purchase of other non-current assets		(25,870)	(14,094)
Investment in a joint venture and an associated company		–	(10,347)
Disposal of a subsidiary		–	5,716
(Increase)/decrease in portfolio investments		(83,419)	847
Net change in amounts due to joint ventures		3,660	(83)
Increase in restricted bank balances and bank deposits maturing more than three months		(1,807)	(59,370)
Interest received		38,129	37,479
Dividends and distribution received from investments		14,828	12,366
Dividends received from joint ventures and associated companies		13,723	18,419
Net cash used in investing activities		(274,120)	(183,157)
<b>Cash flows from financing activities</b>			
Drawdown of loans		910,985	686,453
Repayment of loans		(991,287)	(477,485)
Capital element of finance lease rental payments		(224,394)	(225,864)
Dividend paid to equity holders of the Company		(81,579)	(58,784)
Net cash used in financing activities		(386,275)	(75,680)
<b>Net (decrease)/increase in cash and cash equivalents</b>			
Cash and cash equivalents at beginning of year		1,942,822	1,719,902
Currency translation adjustments		(3,197)	3,226
Cash and cash equivalents at end of year	41(b)	1,737,511	1,942,822

# Consolidated Statement of Changes in Equity

For the year ended 31st December 2015

US\$'000	Equity holders			Non-controlling interests	
	Share capital	Reserves	Sub-total		Total
At 31st December 2013	62,579	4,408,228	4,470,807	5,817	4,476,624
Total comprehensive income/(loss) for the year	–	222,729	222,729	(152)	222,577
Transactions with owners					
2013 final dividend	–	(11,795)	(11,795)	–	(11,795)
2014 interim dividend	–	(46,989)	(46,989)	–	(46,989)
Disposal of a subsidiary company	–	–	–	(5,665)	(5,665)
At 31st December 2014	62,579	4,572,173	4,634,752	–	4,634,752
Total comprehensive income for the year	–	244,337	244,337	–	244,337
Transactions with owners					
2014 final dividend	–	(21,400)	(21,400)	–	(21,400)
2015 interim dividend	–	(60,179)	(60,179)	–	(60,179)
<b>At 31st December 2015</b>	<b>62,579</b>	<b>4,734,931</b>	<b>4,797,510</b>	<b>–</b>	<b>4,797,510</b>

# Notes to the Consolidated Financial Statements

## 1. General information

Orient Overseas (International) Limited (“the Company”) is a limited liability company incorporated in Bermuda. The address of its registered office is Clarendon House, 2 Church Street, Hamilton HM11, Bermuda and the principal office is 33rd floor, Harbour Centre, No. 25 Harbour Road, Wanchai, Hong Kong.

The principal activity of the Company is investment holding and the activities of its principal subsidiaries, associated companies and joint ventures are set out on pages 139 to 147 of the consolidated financial statements.

The Company has its listing on the Main Board of The Stock Exchange of Hong Kong Limited.

## 2. Summary of significant accounting policies

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

### 2.1 Basis of preparation

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”). They have been prepared under the historical cost convention, as modified by the revaluation of investment property, available-for-sale financial assets, portfolio investments and derivative financial instruments which are carried at fair value.

The preparation of consolidated financial statements in conformity with HKFRS 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.

#### Change of estimated useful lives of the containers

During the year, management has reviewed the estimated useful lives of the dry and special containers. With due consideration of the standard of performance and the Group’s maintenance programme over these containers, the Directors consider that it is more fair and appropriate to extend the estimated useful lives of dry and special containers from 10 years to 12 years. The revision of the estimated useful lives of the containers has the effect of reducing the depreciation charge for the year ended 31st December 2015 by US\$23.0 million.

#### The adoption of revised HKFRS

In 2015, the Group adopted the following amendments and improvements to existing HKFRS below, which are relevant to its operations.

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#### Amendments and improvements to existing standards

HKAS 19 (2011) Amendment	Defined Benefit Plans: Employee Contribution
HKFRSs	Annual Improvements 2010-2012 Reporting Cycle
HKFRSs	Annual Improvements 2011-2013 Reporting Cycle

Amendment to HKAS 19 on contributions from employees or third parties to defined benefit plans. The amendment distinguishes between contributions that are linked to service only in the period in which they arise and those linked to service in more than one period. The amendment allows contributions that are linked to service, and do not vary with the length of employee service, to be deducted from the cost of benefits earned in the period that the service is provided. Contributions that are linked to service, and vary according to the length of employee service, must be spread over the service period using the same attribution method that is applied to the benefits.

Amendments from annual improvements to HKFRSs – 2010-2012 Cycle, on HKFRS 8, ‘Operating segments’, HKAS 16, ‘Property, plant and equipment’ and HKAS 38, ‘Intangible assets’ and HKAS 24, ‘Related party disclosures’.

## 2. Summary of significant accounting policies (Continued)

### 2.1 Basis of preparation (Continued)

#### The adoption of revised HKFRS (Continued)

Amendments from annual improvements to HKFRSs – 2011-2013 Cycle, on HKFRS 3, ‘Business combinations’, HKFRS 13, ‘Fair value measurement’ and HKAS 40, ‘Investment property’.

The adoption of the improvements made in the 2010-2012 Cycle has required additional disclosures in the segment note. Other than that, the remaining amendments are not material to the Group.

There are no other new standards, amendments, interpretations and improvements that are effective for the first time in 2015 that would have a material impact on the Group.

#### New standards, amendments and improvements to existing standards that are relevant but not yet effective to the Group

New standards, amendments and improvements to existing standards	Effective for accounting periods beginning on or after
HKFRSs	1st January 2016
HKAS 1 Amendments	1st January 2016
HKAS 16 and HKAS 38 Amendments	1st January 2016
HKFRS 9	1st January 2018
HKFRS 15	1st January 2018

The Group has not early adopted the above new standards, amendments and improvements and is not yet in a position to state whether substantial changes to the Group’s accounting policies and presentation of financial statements will result.

#### New Hong Kong Companies Ordinance (Cap. 622)

In addition, the requirements of Part 9 “Accounts and Audit” of the new Hong Kong Companies Ordinance (Cap. 622) come into operation during the financial year, as a result, there are changes to presentation and disclosures of certain information in the consolidated financial statements.

### 2.2 Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to 31st December.

The consolidated financial statements also include the Group’s attributable share of post-acquisition results and reserves of its joint ventures and associated companies.

#### (a) 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 de-consolidated from the date that control ceases.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.2 Consolidation (Continued)

#### (a) Subsidiaries (Continued)

The Group uses the acquisition method of accounting 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 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. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by HKFRS.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the consolidated profit and loss account.

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

#### (b) 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 – that is, as transactions with the owners of the subsidiary in their capacity as owners. The difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequent accounting for the retained interest as an associate, joint venture or financial asset. 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. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

#### (c) Joint arrangements

Joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. 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. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

## 2. Summary of significant accounting policies (Continued)

### 2.2 Consolidation (Continued)

#### (d) Associated companies

Associated companies are all entities 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 associated companies are accounted for by the equity method of accounting and are initially recognised at cost. The Group's investments in associated companies includes goodwill (net of any accumulated impairment loss) identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

The Group's share of its associated companies' post-acquisition profits or losses is recognised in the consolidated profit and loss account, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associated company equals or exceeds its interest in the associated company, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associated company.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associated companies have been changed where necessary to ensure consistency with the policies adopted by the Group.

### 2.3 Property, plant and equipment

All property, plant and equipment are stated at historical cost less depreciation and impairment losses. 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. All other repairs and maintenance are charged to the consolidated profit and loss account during the financial period in which they are incurred.

No depreciation is provided for assets under construction and freehold land.

Vehicles, computer and other equipment include terminal equipment and improvements.

Depreciation of 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:

Container vessels	25 years
Containers	5 to 12 years
Chassis	10 to 12 years
Terminal equipment and improvements	10 to 15 years
Freehold buildings	Not exceeding 75 years
Leasehold buildings	Over period of the lease
Leasehold improvement	Over period of the lease
Furnitures, vehicles, computer and other equipment	3 to 15 years

The residual values of the assets and their useful lives are reviewed and adjusted if appropriate, at each balance sheet date.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.3 Property, plant and equipment (Continued)

The carrying amount of an asset is written down immediately to its recoverable amount if the carrying amount of the asset is greater than its estimated recoverable amount.

Gains and losses on disposals are determined as the difference between the net disposal proceeds and the carrying amounts of the assets and are dealt with in the consolidated profit and loss account.

### 2.4 Investment property

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the companies in the Group, is classified as investment property. Investment property comprises freehold land, land held under operating leases and buildings held under finance leases. Land held under operating leases are classified and accounted for as investment property when the rest of the definition of investment property is met. The operating lease is accounted for as if it were a finance lease.

Investment property is initially measured at cost, including related transaction costs and where applicable borrowing costs. After initial recognition, investment property is carried at fair value. Fair value is based on valuation carried out semi-annually by an independent external valuer. Changes in fair values are recognised in the consolidated profit and loss account.

### 2.5 Vessel repairs and surveys

Upon acquisition of a vessel, the components of the vessel which are required to be replaced at the next dry-docking are identified and their costs are depreciated over the period to the next estimated dry-docking date, usually ranging from three to five years. Costs incurred on subsequent dry-docking of vessels are capitalised and depreciated over the period to the next estimated dry-docking date. When significant dry-docking costs incurred prior to the expiry of the depreciation period, the remaining costs of the previous dry-docking are written off immediately.

### 2.6 Intangible assets

#### (a) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary, associated company or joint ventures at the effective date of acquisition.

Goodwill on acquisition of a foreign operation is treated as an asset of the foreign operation.

Goodwill arising on acquisition of subsidiaries is retained at the carrying amount as an intangible asset. Goodwill arising on acquisition of associated companies and joint ventures is included within investments in associated companies and joint ventures respectively and is tested for impairment as part of overall balance. Separately recognised goodwill is subject to impairment review annually and when there are indications that the carrying value may not be recoverable. If the cost of acquisition is less than the fair value of the Group's share of the net identifiable assets of the acquired company, the difference is recognised in the consolidated profit and loss account.

#### (b) Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Costs that are directly associated with the production of identifiable and unique software products controlled by the Group, and that will probably generate economic benefits exceeding costs beyond one year, are recognised as intangible assets. Direct costs include the software development employee costs and an appropriate portion of relevant overheads.

Computer software development costs recognised as assets are stated at cost less accumulated amortisation. Amortisation is calculated on the straight-line basis over their estimated useful life of five years.

## 2. Summary of significant accounting policies (Continued)

### 2.7 Impairment of investments in subsidiaries and non-financial assets

Assets that have an indefinite useful life are not subject to amortisation, and are at least tested annually for impairment. Assets that are subject to amortisation 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 carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of the fair value of an asset 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.

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate account exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

### 2.8 Investments

The Group classifies its investments into the following categories: portfolio investments, loans and receivables, held-to-maturity investments and available-for-sale financial assets. The classification depends on the purpose for which the investments were acquired. Management determines the classification of its investments at initial recognition and re-evaluates this designation at every reporting date.

#### (a) Portfolio investments

Portfolio investments include financial assets held for trading and those designated at fair value through profit or loss at inception. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if so designated by management. Assets in this category are classified as current assets if they are either held for trading or are expected to be realised within 12 months from the balance sheet date.

#### (b) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money or services directly to a debtor with no intention of trading the receivable. They are included in current assets, except for maturities greater than 12 months after the balance sheet date; which are classified as non-current assets.

#### (c) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Group's management has the positive intention and ability to hold to maturity. If the Group were to sell other than an insignificant amount of held-to-maturity investments, the whole category would be reclassified as available-for-sale financial assets. Held-to-maturity investments are included in non-current assets, except for those with maturities less than 12 months from the balance sheet date; which are classified as current assets.

#### (d) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the balance sheet date.

Interest on available-for-sale financial assets calculated using the effective interest method is recognised in the profit and loss account as part of other income. Dividends on available-for-sale equity instruments are recognised in the profit and loss account as part of "other operating income" when the Group's right to receive payments is established.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.8 Investments (Continued)

#### (e) Recognition and measurement

Regular way purchases and sales of investments are recognised on trade-date – the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Investments are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets and portfolio investments are subsequently carried at fair value. Loans and receivables and held-to-maturity investments are carried at amortised cost using the effective interest method less impairment losses, if any.

Realised and unrealised gains and losses arising from changes in the fair value of the portfolio investments are included in the consolidated profit and loss account in the period in which they arise. Unrealised gains and losses arising from changes in the fair value of non-monetary securities classified as available-for-sale financial assets are recognised in other comprehensive income. When securities classified as available-for-sale financial assets are sold or impaired, the accumulated fair value adjustments are included in the consolidated profit and loss account as gains and losses from available-for-sale financial assets.

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm's length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis, and option pricing models refined to reflect the issuer's specific circumstances.

The Group may choose to reclassify a non-derivative trading financial asset out of the portfolio investments category if the financial asset is no longer held for the purpose of selling it in the near term. Financial assets other than loans and receivables are permitted to be reclassified out of the held for trading category only in rare circumstances arising from a single event that is unusual and highly unlikely to recur in the near term. In addition, the Group may choose to reclassify financial assets that would meet the definition of loans and receivables or held-to-maturity investments out of the portfolio investments or available-for-sale financial assets categories if the Group has the intention and ability to hold these financial assets for the foreseeable future or until maturity at the date of reclassification.

Reclassifications are made at fair value as of the reclassification date. Fair value becomes the new cost or amortised cost as applicable, and no reversals of fair value gains or losses recorded before reclassification date are subsequently made. Effective interest rates for financial assets reclassified to loans and receivables and held-to-maturity categories are determined at the reclassification date. Further increases in estimates of cash flows adjust effective interest rates prospectively.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available-for-sale financial assets, a significant or prolonged decline in the fair value of the securities below its cost is considered in determining whether the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in the consolidated profit and loss account is removed from equity and recognised in the consolidated profit and loss account. Impairment losses recognised in the consolidated profit and loss account on equity instruments are not reversed through the consolidated profit and loss account.

## 2. Summary of significant accounting policies (Continued)

### 2.8 Investments (Continued)

#### (e) Recognition and measurement (Continued)

Impairment on held-to-maturity investments is considered at both an individual and collective level. The individual impairment allowance is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at asset's original effective interest rate, where the effect of discounting is material.

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated profit and loss account. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

#### (f) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the 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.

## 2.9 Inventories

Inventories mainly comprise bunkers and consumable stores. Cost is calculated on weighted average basis. Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses.

## 2.10 Debtors

Debtors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of debtors is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision is recognised in the consolidated profit and loss account.

If collection of debtors 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.

## 2.11 Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks with original maturities of three months or less and net of bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the consolidated balance sheet.

## 2.12 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.13 Creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Creditors 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 creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

### 2.14 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds net of transaction costs and the redemption value is recognised in the consolidated profit and loss account over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

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 pre-payment for liquidity services and amortised over the period of the facility to which it relates.

### 2.15 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the consolidated profit and loss account, except to the extent that it relates to item 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.

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's subsidiaries, joint ventures and associated companies 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.

Deferred taxation is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred taxation 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, it is not accounted for. Deferred taxation is determined using tax rates that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred taxation asset is realised or the deferred taxation liability is settled.

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

Deferred taxation is provided on temporary differences arising on investments in subsidiaries, associated companies and joint ventures, except 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 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 related to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

## 2. Summary of significant accounting policies (Continued)

### 2.16 Employee benefits

#### (a) Pension obligations

The Group operates a number of defined benefit and defined contribution pension and retirement benefit schemes in the main countries in which the Group operates. These schemes are generally funded by payments from employees and by relevant group companies, taking into account of the recommendations of independent qualified actuaries where required.

A defined benefit plan is a pension plan that is not a defined contribution plan. Typically defined benefit plans define an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognised in the balance sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected expected benefit payments. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used.

The current service cost of the defined benefit plan, recognised in the consolidated profit and loss account in employee benefit expense, except where included in the cost of an asset, reflects the increase in the defined benefit obligation results from employee service in the current year, benefit changes, curtailments and settlements.

Past-service costs are recognised immediately in the consolidated profit and loss account.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the consolidated profit and loss account.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Contributions under the defined contribution schemes are recognised as employee benefit expense when they are due and are reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

#### (b) Bonus plans

The Group recognises a liability and an expense for bonuses, based on a formula that takes into consideration the profit attributable to the Company's shareholders after certain adjustments. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

#### (c) 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.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.17 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 can be reliably estimated.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

### 2.18 Insurance contracts

The Company regards its financial guarantees provided to its subsidiaries as insurance contracts. The Company initially and subsequently 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 profit and loss account.

### 2.19 Segment information

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 and making strategic decisions, has been identified as the Board of Directors.

### 2.20 Foreign currency translation

#### (a) 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 US dollar, which is the Company's functional currency and the Group's presentation currency.

#### (b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. 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 profit and loss account.

Changes in the fair value of debt securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in amortised cost are recognised in profit or loss, and other changes in carrying amount are recognised in other comprehensive income.

Translation differences on non-monetary items, such as equities held at fair value through profit or loss, are reported as part of the fair value gain or loss. Translation differences on non-monetary items, such as equities classified as available-for-sale financial assets, are included in the assets revaluation reserve in other comprehensive income.

## 2. Summary of significant accounting policies (Continued)

### 2.20 Foreign currency translation (Continued)

#### (c) Group companies

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

- (i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- (ii) income and expenses for each profit and loss account 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 rates prevailing on the dates of the transactions); and
- (iii) all resulting exchange differences are recognised in other comprehensive income.

On consolidation, exchange differences arising from the translation of the net investment in foreign entities, and of borrowings and other currency instruments designated as hedges of such investments, are taken to other comprehensive income. When a foreign operation is sold, such exchange differences are recognised in the consolidated profit and loss account as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

### 2.21 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of services, net of value-added tax, rebates and discounts and after eliminating sales within the Group. The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Group's activities as described below. Revenue is recognised as follows:

- (a) Freight revenues from the operation of the container transport are recognised on a percentage of completion basis, which is determined on the time proportion method of each individual vessel voyage.
- (b) Revenues from logistics business are recognised when services are rendered or on an accrual basis.
- (c) Revenues from the operation of container terminals and provision of other services are recognised when services are rendered or on an accrual basis.
- (d) Rental income under operating leases is recognised over the periods of the respective leases on a straight-line basis.
- (e) Interest income is recognised on a time-proportion basis using the effective interest method.
- (f) Dividend income is recognised when the right to receive payment is established.

# Notes to the Consolidated Financial Statements

## 2. Summary of significant accounting policies (Continued)

### 2.22 Leases

#### (a) Operating lease

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases, net of any incentives received from the lessor, are charged to the consolidated profit and loss account on a straight-line basis over the period of the lease.

The up-front prepayments made for the leasehold land and land use rights are expensed in the consolidated profit and loss account on a straight-line basis over the period of the lease or where there is impairment, the impairment is expensed in the consolidated profit and loss account.

#### (b) Finance lease

Leases of assets where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's commencement at the lower of the fair value of the leased assets and the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the balance outstanding. The corresponding rental obligations, net of finance charges, are included in current and non-current borrowings. The interest element of the finance cost is recognised in the consolidated profit and loss account over the lease period so as to produce a constant periodic rate of interest on the remaining balances of the liability for each period.

### 2.23 Borrowing costs

Borrowing costs are expensed in the consolidated profit and loss account in the period in which they are incurred, except to the extent that they are capitalised as being directly attributable to the acquisition, construction or production of a qualifying asset which necessarily takes a substantial period of time to get ready for its intended use or sale.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

### 2.24 Derivative financial instruments

Derivative financial instruments are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value. Changes in fair value are recognised in the consolidated profit and loss account.

### 2.25 Dividend distribution

Dividend distribution to the Company's equity holders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's Directors/equity holders.

## 3. Financial risk management

### 3.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: foreign exchange risk, price risk, credit risk, liquidity risk and cash flow and fair value interest-rate risk. The Group's overall risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

The Group has regularly monitored current and expected liquidity requirements against the cash on hand, expected net operating cash flow, committed facilities and its compliance with loan covenants, to ensure the Group's liquidity requirements can be met in the short and longer term.

## 3. Financial risk management (Continued)

### 3.1 Financial risk factors (Continued)

The Group has paid ongoing attention on credit quality of counterparties, in particular major customers and financial institutions with relationship in terms of debt securities, derivatives and cash transactions. Credit qualities of respective counterparties are disclosed in respective notes to the consolidated financial statements.

#### (a) Foreign exchange risk

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to fluctuation in the exchange rates of foreign currencies to the US dollar. Foreign currency exposures are covered by forward contracts and options whenever appropriate.

Income and expenses from container transport and logistics activities are mainly denominated in US dollar and in various currencies, mainly including Euro, Canadian dollar, Japanese yen and Renminbi.

To limit currency exposure, the US dollar based activities are financed primarily by loans in US dollar. With all other variables held constant, an average change in the US dollar exchange rate of 1%, compared with all other non-US dollar related currencies, has a positive/negative effect on the results for 2015 of approximately US\$5.0 million (2014: US\$10.9 million).

#### (b) Price risk

The container transport and logistics activities are sensitive to economic fluctuations. The Group is exposed to freight rate risk. The Group's revenue will increase/decrease by US\$50.9 million (2014: US\$56.5 million) for 1% increase/reduction of the average container freight rates with all other variables held constant.

The Group is exposed to bunker price risk for its container transport and logistics activities. Bunker cost is one of the major cost components of container transport and logistics activities. To manage its price risk arising from bunker, the Group enters into bunker price derivative contracts. An increase in bunker price can only be partially compensated through freight surcharge bunker price adjustment. With all other variables held constant, the operating cost will be increased by approximately US\$1.7 million (2014: US\$1.7 million) for one US dollar increase in bunker price per ton.

The Group is also exposed to equity/debt securities price risk because of investments held by the Group include available-for-sale financial assets or portfolio investments which are accounted at fair value through profit or loss. To manage its price risk arising from investments in equity/debt securities, the Group diversifies its portfolio. If the prices of the respective quoted equity/debt securities of the Group had been increased/decreased by 1% and all other variables held constant, the profit after taxation and the other comprehensive income of the Group for the year ended 31st December 2015 would increase/decrease by US\$2.9 million (2014: US\$2.1 million) and US\$0.8 million (2014: US\$0.7 million) respectively as a result of the changes in fair value of equity/debt securities under portfolio investments and equity securities classified as available-for-sale.

#### (c) Credit risk

The Group has no significant concentrations of credit risk. It has policies in place to ensure that services are provided to customers with an appropriate credit history.

The extent of the Group's credit exposure is represented by the aggregate balance of cash and bank balances, portfolio investments, held-to-maturity investments, derivative financial instruments, restricted bank balances, other deposits and debtors and prepayments. The credit quality of these exposures is disclosed in relevant notes to the consolidated financial statements.

# Notes to the Consolidated Financial Statements

## 3. Financial risk management (Continued)

### 3.1 Financial risk factors (Continued)

#### (d) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Group aims to maintain flexibility in funding by keeping sufficient cash and cash equivalents and readily realisable liquid assets.

Surplus cash held by the operating entities over and above balance required for working capital management is transferred to the Group Treasury. Group Treasury invests surplus cash in interest bearing current accounts, time deposits, money market deposits and marketable securities, choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient head-room. At the reporting date, the Group held liquid assets of US\$2,387.4 million (2014: US\$2,456.7 million) that are expected to readily generate cash inflows for managing liquidity risk.

The table below analyses the Group's non-derivative financial liabilities and net-settled derivative financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

US\$'000	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
<b>At 31st December 2015</b>				
Borrowings	511,559	715,273	1,629,265	1,672,921
Creditors and accruals	750,378	–	–	–
Amounts due to joint ventures	11,037	–	–	–
Derivative financial instruments	5,316	–	–	–
<b>At 31st December 2014</b>				
Borrowings	443,959	470,497	1,623,415	1,789,107
Creditors and accruals	942,704	–	–	–
Amounts due to joint ventures	7,145	–	–	–
Derivative financial instruments	1,371	2,503	–	–

#### (e) Cash flow and fair value interest rate risk

The Group's income and operating cash flows are substantially independent of changes in market interest rates. The Group has a policy to place surplus funds with creditable financial institutions which offer the best return for the Group on a short-term basis.

There are no material fixed rate receivables or borrowings in the Group.

The Group is exposed to cash flow interest rate risk through the impact of rate changes on interest bearing bank balances and borrowings. These exposures are partially managed through the use of derivative financial instruments such as interest rate swaps.

At 31st December 2015, if interest rates had been 0.1% higher/lower with all other variables held constant, post-tax profit for the year would have been US\$1.8 million lower/higher (2014: US\$1.7 million lower/higher), mainly as a result of higher/lower net interest expense on the net floating rate borrowings.

### **3. Financial risk management (Continued)**

#### **3.2 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 shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to equity holders, return capital to equity holders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total equity. Net debt is calculated as total borrowings (including "current and non-current borrowings" as shown in the consolidated balance sheet) less restricted bank balances, cash and bank balances and portfolio investments.

The gearing ratios at 31st December 2015 and 2014 were as follows:

US\$'000	2015	2014
Total borrowings (note 36)	(4,101,719)	(3,984,502)
Less:    Restricted bank balances (note 24)	1,423	54,581
Cash and bank balances (note 33)	2,015,581	2,165,914
Portfolio investments (note 31)	295,894	223,423
Net debt	(1,788,821)	(1,540,584)
Total equity	4,797,510	4,634,752
<b>Gearing ratio</b>	<b>0.37</b>	0.33

The change in net debt position results primarily from the purchase of property, plant and equipment.

#### **3.3 Fair value estimation**

The financial instruments that are measured in the balance sheet at fair value, require 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).

# Notes to the Consolidated Financial Statements

## 3. Financial risk management (Continued)

### 3.3 Fair value estimation (Continued)

The following tables present the Group's financial assets and liability that are measured at fair value at 31st December 2015 and 2014.

US\$'000	2015			
	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Portfolio investments				
– Equity securities	51,865	–	–	51,865
– Debt securities	234,172	–	–	234,172
– Funds and other investments	–	9,857	–	9,857
Derivative financial instruments	–	1,654	–	1,654
Available-for-sale financial assets				
– Listed equity securities	75,962	–	–	75,962
– Other investments	–	–	52,036	52,036
<b>Total assets</b>	<b>361,999</b>	<b>11,511</b>	<b>52,036</b>	<b>425,546</b>
<b>Liability</b>				
Derivative financial instruments	–	5,316	–	5,316
<b>Total liability</b>	<b>–</b>	<b>5,316</b>	<b>–</b>	<b>5,316</b>
US\$'000	2014			
	Level 1	Level 2	Level 3	Total
<b>Assets</b>				
Portfolio investments				
– Equity securities	17,297	–	–	17,297
– Debt securities	194,436	–	–	194,436
– Funds and other investments	–	11,690	–	11,690
Derivative financial instruments	–	2,888	–	2,888
Available-for-sale financial assets				
– Listed equity securities	67,404	–	–	67,404
– Other investments	–	–	72,232	72,232
<b>Total assets</b>	<b>279,137</b>	<b>14,578</b>	<b>72,232</b>	<b>365,947</b>
<b>Liability</b>				
Derivative financial instruments	–	3,355	–	3,355
<b>Total liability</b>	<b>–</b>	<b>3,355</b>	<b>–</b>	<b>3,355</b>

There were no transfers among levels 1, 2 and 3 during the year.

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. 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. Instruments included in level 1 comprise portfolio investments and listed equity securities classified as available-for-sale financial assets.

### **3. Financial risk management (Continued)**

#### **3.3 Fair value estimation (Continued)**

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. Instruments in level 2 include the derivative financial instruments.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value level 2 and 3 financial instruments include:

- Dealer quotes.
- 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.
- Marketability discount rate derived from management's judgement is applied to estimate the fair value of unlisted equity security classified as available-for-sale financial asset.

There were no changes in valuation techniques during the year.

Instruments included in level 3 mainly comprise unlisted equity securities classified as available-for-sale financial assets.

The following table presents the changes in level 3 instruments.

US\$'000	2015	2014
Opening balance	72,232	112,146
Disposals	–	(10)
Fair value change recognised in other comprehensive income	(20,196)	(39,904)
Closing balance	52,036	72,232

For level 3 instruments, the discount rate used to compute the fair value is 15%. The higher the discount rate, the lower the fair value.

### **4. Critical accounting estimates and judgements**

Estimates and judgements used in preparing the financial statements 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 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.

# Notes to the Consolidated Financial Statements

## 4. Critical accounting estimates and judgements (Continued)

### (a) Income taxes

The Group is subject to income taxes in numerous jurisdictions. Significant judgement is required in determining the worldwide provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

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

### (b) Investment property

The fair value of investment property is determined by an independent valuer on an open market for existing use basis. In making the judgement, consideration has been given to assumptions that are mainly based on market conditions existing at the balance sheet date and appropriate capitalisation rates. Management has critically assessed these estimates and has regularly compared to actual market data and, if applicable actual transactions entered into by the Group.

### (c) Property, plant and equipment and intangible assets

Management determines the estimated useful lives and residual values for the Group's property, plant and equipment and intangible assets. Management will revise the depreciation charge where useful lives and residual values are different from previously estimated.

Management determines the estimated useful lives and related depreciation expenses for the vessels and containers. Management estimates useful lives of its vessels and containers by reference to expected usage of the vessels and containers, expected repair and maintenance, and technical or commercial obsolescence arising from changes or improvements in the market. It could change significantly as a result of the changes of these factors. After the review carried out this year, the estimated useful lives of containers were revised as set out in note 2.1 to the consolidated financial statements.

Were the useful lives of vessels and containers to differ by 10% from management estimates with all other variables held constant, it is estimated that depreciation expense would increase or decrease by approximately US\$49.9 million or US\$35.4 million respectively (2014: US\$55.2 million or US\$38.4 million respectively).

The Group's management determines the residual values for its vessels and containers. This estimate is based on the current scrap values of steels in an active market at each measurement date since management decides to dispose of the fully depreciated vessels and containers as scrap steels. Depreciation expense would increase where the residual values are less than previously estimated values.

Were the residual values of containers and vessels to differ by 10% from management estimates with all other variables held constant, it is estimated that depreciation expense would increase or decrease by approximately US\$11.1 million or US\$12.0 million respectively (2014: US\$12.9 million or US\$14.1 million respectively).

### (d) Provision of operating cost

Operating costs, which mainly comprise cargo, vessel and voyage costs, equipment repositioning cost and terminal operating cost. Invoices in relation to these expenses are received approximately up to four months after the expenses have been incurred. Consequently, recognition of accrued operating costs is based on the rendering of services as well as the latest tariff agreed with vendors.

If the actual expenses of a voyage differ from the estimated expenses, this will have an impact on operating cost in future periods. Historically, the Group has not experienced significant deviation from the actual expenses.

## 4. Critical accounting estimates and judgements (Continued)

### (e) Held-to-maturity investments

The Group follows HKAS 39 guidance on classifying non-derivative financial assets with fixed or determinable payments and fixed maturity as held-to-maturity investments. This classification requires significant judgement. In making this judgement, the Group evaluates its intention and ability to hold such investments to maturity.

## 5. Revenue and segment information

### (a) Revenue

US\$'000	2015	2014
Container transport and logistics	5,927,023	6,494,859
Others	26,421	26,730
	<b>5,953,444</b>	<b>6,521,589</b>

The principal activities of the Group are container transport and logistics.

Revenue comprises turnover which includes gross freight, charter hire, service and other income from the operation of the container transport and logistics and rental income from the investment property.

### (b) Segment information

The principal activities of the Group are container transport and logistics. Container transport and logistics include global containerised shipping services in major trade lanes, covering Trans-Pacific, Trans-Atlantic, Asia/Europe, Asia/Australia and Intra-Asia trades, and integrated services over the management and control of effective storage and flow of goods. In accordance with the Group's internal financial reporting provided to the chief operating decision-makers, who are responsible for allocating resources, assessing performance of the operating segments and making strategic decisions, the reportable operating segments are container transport and logistics and others. The executive directors are the Group's chief operating decision makers.

#### Operating segments

The segment results for the year ended 31st December 2015 are as follows:

US\$'000	Container transport and logistics	Others	Elimination	Group
<b>Revenue</b>	<b>5,927,023</b>	<b>27,364</b>	<b>(943)</b>	<b>5,953,444</b>
Operating profit	276,211	76,857	–	353,068
Finance costs (note 12)	(63,642)	–	–	(63,642)
Share of profits of joint ventures (note 19)	4,168	–	–	4,168
Share of profits of associated companies (note 20)	13,614	–	–	13,614
<b>Profit before taxation</b>	<b>230,351</b>	<b>76,857</b>	<b>–</b>	<b>307,208</b>
Taxation	(12,338)	(11,019)	–	(23,357)
<b>Profit for the year</b>	<b>218,013</b>	<b>65,838</b>	<b>–</b>	<b>283,851</b>
Capital expenditure	796,265	455	–	796,720
Depreciation	315,425	1	–	315,426
Amortisation	4,187	–	–	4,187

# Notes to the Consolidated Financial Statements

## 5. Revenue and segment information (Continued)

### (b) Segment information (Continued)

#### Operating segments (Continued)

The segment results for the year ended 31st December 2014 are as follows:

US\$'000	Container transport and logistics	Others	Elimination	Group
<b>Revenue</b>	6,494,859	27,638	(908)	6,521,589
Operating profit	229,979	99,168	–	329,147
Finance costs (note 12)	(54,000)	–	–	(54,000)
Share of profits of joint ventures (note 19)	4,364	–	–	4,364
Share of profits of associated companies (note 20)	15,072	–	–	15,072
<b>Profit before taxation</b>	195,415	99,168	–	294,583
Taxation	(16,727)	(7,418)	–	(24,145)
<b>Profit for the year</b>	178,688	91,750	–	270,438
Capital expenditure	848,422	347	–	848,769
Depreciation	323,481	1	–	323,482
Amortisation	8,672	–	–	8,672

The segment assets and liabilities at 31st December 2015 and 2014 are as follows:

US\$'000	2015		
	Container transport and logistics	Others	Group
Segment assets	6,947,634	2,626,933	9,574,567
Joint ventures	11,758	–	11,758
Associated companies	145,249	–	145,249
Total assets	7,104,641	2,626,933	9,731,574
Segment liabilities	(4,865,720)	(68,344)	(4,934,064)

US\$'000	2014		
	Container transport and logistics	Others	Group
Segment assets	6,861,002	2,610,706	9,471,708
Joint ventures	9,248	–	9,248
Associated companies	152,499	–	152,499
Total assets	7,022,749	2,610,706	9,633,455
Segment liabilities	(4,938,332)	(60,371)	(4,998,703)

The segment of “Others” primarily includes assets and liabilities of property and corporate level activities. Assets under the segment of “Others” consist primarily of investment property, available-for-sale financial assets, held-to-maturity investments and portfolio investments together with cash and bank balances that are managed at the corporate level. Liabilities under the segment of “Others” primarily include creditors and accruals and deferred taxation liabilities related to corporate level activities.

## **5. Revenue and segment information (Continued)**

### **(b) Segment information (Continued)**

#### **Geographical information**

The Group's two reportable operating segments operate in four main geographical areas, even though they are managed on a worldwide basis. Freight revenues from container transport and logistics are analysed based on the outbound cargoes of each geographical territory.

The Group's total assets mainly include container vessels and containers which are primarily utilised across geographical markets for shipment of cargoes throughout the world. Accordingly, non-current assets by geographical areas are not presented.

US\$'000	Revenue	Capital expenditure
<b>Year ended 31st December 2015</b>		
Asia	3,905,144	18,294
Europe	1,013,852	585
North America	861,808	59,221
Australia	172,640	23
Unallocated *	–	718,597
	<b>5,953,444</b>	<b>796,720</b>
 <b>Year ended 31st December 2014</b>		
Asia	4,237,331	16,288
Europe	1,168,338	391
North America	894,056	177,601
Australia	221,864	14
Unallocated *	–	654,475
	<b>6,521,589</b>	<b>848,769</b>

\* Unallocated capital expenditure comprises additions to vessels, dry-docking, containers and intangible assets.

## **6. Operating costs**

US\$'000	2015	2014
Cargo	2,927,464	3,070,264
Vessel and voyage	1,598,549	2,047,527
Equipment and repositioning	721,408	742,970
	<b>5,247,421</b>	<b>5,860,761</b>
Investment property	15,008	15,036
	<b>5,262,429</b>	<b>5,875,797</b>

# Notes to the Consolidated Financial Statements

## 7. Other operating income

US\$'000	2015	2014
Income from available-for-sale financial assets		
– Gain on disposal	–	27
– Distribution	5,803	3,660
– Dividend income	24,749	40,175
Interest income from banks	16,954	17,714
Interest income from held-to-maturity investments	11,481	12,306
Portfolio investment income		
– Fair value gain (realised and unrealised)	–	6,284
– Interest income	9,784	7,668
– Dividend income	1,144	810
Net gain on interest rate swap contracts	411	165
Fair value gain on foreign exchange forward contracts	1,919	1,130
Gain on derecognition of borrowings	35,533	13,508
Profit on disposal of a subsidiary	–	4,964
Profit on disposal of property, plant and equipment	221	9,697
Others	4,251	1,272
	112,250	119,380

## 8. Other operating expenses

US\$'000	2015	2014
Business and administrative	441,917	432,448
Portfolio investment loss		
– Fair value loss (realised and unrealised)	10,948	–
Loss on bunker price derivative contracts	6,595	–
Exchange loss	10,282	13,230
	469,742	445,678

## 9. Employee benefit expense

US\$'000	2015	2014
Wages and salaries	497,148	490,616
Pension and retirement benefits		
– Defined contribution plans (note 23)	26,498	26,262
– Defined benefit plans	1,269	1,232
	524,915	518,110

Employee benefit expenses of US\$184.8 million (2014: US\$181.1 million) are included in “operating costs” in the consolidated profit and loss account.

## **10. Directors' and management's emoluments**

### **(a) Directors' emoluments**

The remuneration of every Director is set out below:

Name of Director US\$'000	Fees	Salary and benefits	Discre- tionary bonuses	Estimated money value of other benefits <sup>*1</sup>	Employer's contribution to provident fund scheme	Total
<b>For the year ended 31st December 2015</b>						
Mr. C C Tung	107	663	107	75	77	1,029
Mr. Tsann Rong Chang <sup>*2</sup>	28	–	–	–	–	28
Prof. Roger King	60	–	–	–	–	60
Mr. Philip Chow	53	–	–	–	–	53
Mr. Andrew Tung	–	502	81	9	58	650
Mr. Alan Tung	–	474	65	6	54	599
Mr. Simon Murray	32	–	–	–	–	32
Prof. Richard Wong	47	–	–	–	–	47
Mr. Edward Cheng	32	–	–	–	–	32
Mr. Clement Kwok	16	–	–	–	–	16
Name of Director US\$'000						
For the year ended 31st December 2014 (Restated)						
Mr. C C Tung	107	637	81	64	889	
Mr. Tsann Rong Chang	59	–	–	–	–	59
Prof. Roger King	60	–	–	–	–	60
Mr. Philip Chow	32	270	–	–	–	302
Mr. Andrew Tung	–	482	9	48	539	
Mr. Alan Tung	–	331	6	33	370	
Mr. Simon Murray	32	–	–	–	–	32
Prof. Richard Wong	47	–	–	–	–	47
Mr. Edward Cheng	32	–	–	–	–	32

*The discretionary bonuses paid in 2015 relate to performance for year 2014.*

*\*1 Other benefits include car related expenses and club membership.*

*\*2 Resigned on 31st August 2015.*

None of the Directors has waived the right to receive their emoluments.

# Notes to the Consolidated Financial Statements

## 10. Directors' and management's emoluments (Continued)

### (b) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include three (2014: two) Directors whose emoluments are reflected in the analysis presented above. The emoluments payable to the remaining two individuals (2014: three individuals) are as follows:

US\$'000	2015	2014 (Restated)
Basic salaries, housing allowances, other allowances and benefits in kind	850	1,099
Discretionary bonuses	69	–
Estimated money value of other benefits	5	11
Pension costs – defined contribution plans	68	109
	<b>992</b>	<b>1,219</b>

The emoluments of the five individuals fell within the following bands:

Emolument bands (US\$)	Number of individuals	
	2015	2014 (Restated)
384,601 ~ 448,700 (HK\$3,000,001 ~ HK\$3,500,000)	–	3
448,701 ~ 512,800 (HK\$3,500,001 ~ HK\$4,000,000)	2	–
512,801 ~ 576,900 (HK\$4,000,001 ~ HK\$4,500,000)	–	1
576,901 ~ 641,000 (HK\$4,500,001 ~ HK\$5,000,000)	1	–
641,001 ~ 705,100 (HK\$5,000,001 ~ HK\$5,500,000)	1	–
833,301 ~ 897,400 (HK\$6,500,001 ~ HK\$7,000,000)	–	1
1,025,601 ~ 1,089,700 (HK\$8,000,001 ~ HK\$8,500,000)	1	–
	<b>5</b>	<b>5</b>

### (c) Key management compensation

US\$'000	2015	2014 (Restated)
Salaries and other employee benefits	4,678	3,665
Estimated money value of other benefits	106	109
Pension costs – defined contribution plans	434	323
	<b>5,218</b>	<b>4,097</b>

- (d) Certain of the comparative information of directors' and management's emoluments for the year ended 31st December 2014 previously disclosed in accordance with the predecessor Companies Ordinance have been restated in order to comply with the new scope and requirements by the Hong Kong Companies Ordinance (Cap. 622).

The Group usually determines and pays discretionary bonuses to employees (including Directors) around April/May each year based on the actual financial results of the Group for the preceding year. The discretionary bonuses shown above represent actual payments to the Directors and individuals during the current financial year in relation to performance for the preceding year.

## **11. Operating profit**

US\$'000	2015	2014
Operating profit is arrived at after crediting:		
Operating lease rental income		
Land and buildings	26,421	26,730
and after charging:		
Depreciation		
Owned assets	228,169	247,301
Leased assets	87,257	76,181
Operating lease rental expense		
Vessels and equipment	341,789	323,156
Terminals and berths	32,394	33,865
Land and buildings	32,254	28,969
Rental outgoings in respect of an investment property	15,008	15,036
Amortisation of intangible assets	3,956	8,310
Amortisation of prepayments of lease premiums	231	362
Auditors' remuneration		
Audit	2,917	2,974
Non-audit	870	1,209

Operating lease rental expenses of US\$381.2 million and US\$25.2 million (2014: US\$361.6 million and US\$24.4 million) respectively are included in "operating costs" and "other operating expenses" in the consolidated profit and loss account.

## **12. Finance costs**

US\$'000	2015	2014
Interest expense		
Bank loans and bank overdrafts	38,543	36,716
Finance lease obligations	30,667	21,717
	69,210	58,433
Amount capitalised under assets	(5,568)	(4,433)
Net interest expense	63,642	54,000

The borrowing costs of the loans to finance the assets under construction (note 16) represent an average capitalisation rate of approximately 3.2% (2014: 2.3%) per annum.

## **13. Taxation**

US\$'000	2015	2014
Current taxation		
Hong Kong profits tax	87	105
Overseas taxation	15,935	26,043
	16,022	26,148
Deferred taxation		
Hong Kong profits tax	(273)	43
Overseas taxation	7,608	(2,046)
	7,335	(2,003)
	23,357	24,145

## Notes to the Consolidated Financial Statements

### 13. Taxation (Continued)

Taxation has been provided at the appropriate tax rates prevailing in the countries in which the Group operates on the estimated assessable profits for the year. These rates range from 11% to 47% (2014: 11% to 47%) and the rate applicable for Hong Kong profits tax is 16.5% (2014: 16.5%).

The associated companies in the People's Republic of China enjoy preferential tax treatment.

The tax of the Group's profit before taxation differs from the theoretical amount that would arise using the applicable tax rates, being the weighted average of rates prevailing in the territories in which the Group operates, as follows:

US\$'000	2015	2014
Profit before taxation	307,208	294,583
Share of profits of joint ventures	(4,168)	(4,364)
Share of profits of associated companies	(13,614)	(15,072)
	289,426	275,147
Tax calculated at applicable tax rates	91,880	65,258
Income not subject to tax	(306,413)	(358,254)
Expenses not deductible for tax purposes	232,949	315,263
Tax losses not recognised	4,671	2,584
Temporary differences not recognised	536	701
Utilisation of previously unrecognised tax losses	(404)	(1,658)
Utilisation of previously unrecognised temporary differences	(861)	(1,193)
Recognition of previously unrecognised temporary differences	(23)	–
Withholding tax	1,354	2,515
Change in tax rates	(12)	(121)
Other items	(320)	(950)
	23,357	24,145

### 14. Earnings per ordinary share

The calculation of basic and diluted earnings per ordinary share is based on the Group's profit attributable to equity holders of the Company divided by the number of ordinary shares in issue during the year.

The basic and diluted earnings per ordinary share are the same since there are no potential dilutive shares.

US\$'000	2015	2014
Number of ordinary shares in issue (thousands)	625,793	625,793
Group's profit/(loss) attributable to:		
Equity holders of the Company	283,851	270,538
Non-controlling interests	–	(100)
	283,851	270,438
Earnings per share attributable to equity holders of the Company (US cents)	45.4	43.2

## Notes to the Consolidated Financial Statements

### 15. Dividends

US\$'000	2015	2014
Interim paid: US9.6 cents (2014: US7.5 cents) per ordinary share	60,179	46,989
Proposed final of US1.85 cents (2014: US3.4 cents) per ordinary share	11,577	21,277
	71,756	68,266

The Board of Directors proposes a final dividend in respect of 2015 of US1.85 cents (2014: US3.4 cents) per ordinary share. The proposed dividend will be accounted for as an appropriation of retained profit in the year ending 31st December 2016.

### 16. Property, plant and equipment

US\$'000	Container vessels and capitalised dry-docking	Assets under construction	Containers and chassis	Terminal equipment	Freehold land and buildings outside Hong Kong	Leasehold Buildings outside Hong Kong	Improvement and furnitures	Vehicles, computer and other equipment	Total
<b>Cost</b>									
At 31st December 2014	4,605,497	581,350	1,972,922	177,832	7,162	52,755	54,352	131,011	7,582,881
Currency translation adjustments	-	-	(125)	-	(170)	(2,981)	(2,096)	(2,159)	(7,531)
Additions	23,870	561,194	169,576	3,284	-	-	5,197	22,120	785,241
Reclassification	424,610	(426,148)	-	1,395	-	-	-	143	-
Disposals	(89,163)	-	(27,422)	(2,081)	-	-	(4,498)	(17,302)	(140,466)
<b>At 31st December 2015</b>	<b>4,964,814</b>	<b>716,396</b>	<b>2,114,951</b>	<b>180,430</b>	<b>6,992</b>	<b>49,774</b>	<b>52,955</b>	<b>133,813</b>	<b>8,220,125</b>
Accumulated depreciation									
At 31st December 2014	939,492	-	755,897	116,164	2,831	15,290	41,245	103,033	1,973,952
Currency translation adjustments	-	-	(90)	-	(115)	(867)	(1,539)	(1,662)	(4,273)
Charge for the year	178,858	-	108,647	9,324	119	1,868	4,720	11,890	315,426
Disposals	(38,440)	-	(24,426)	(2,055)	-	-	(4,452)	(16,351)	(85,724)
<b>At 31st December 2015</b>	<b>1,079,910</b>	<b>-</b>	<b>840,028</b>	<b>123,433</b>	<b>2,835</b>	<b>16,291</b>	<b>39,974</b>	<b>96,910</b>	<b>2,199,381</b>
Net book amount									
<b>At 31st December 2015</b>	<b>3,884,904</b>	<b>716,396</b>	<b>1,274,923</b>	<b>56,997</b>	<b>4,157</b>	<b>33,483</b>	<b>12,981</b>	<b>36,903</b>	<b>6,020,744</b>
At 31st December 2014	3,666,005	581,350	1,217,025	61,668	4,331	37,465	13,107	27,978	5,608,929
Net book amount of leased assets									
<b>At 31st December 2015</b>	<b>1,788,072</b>	<b>105,940</b>	<b>131,430</b>	<b>73</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,608</b>	<b>2,027,123</b>
At 31st December 2014	1,504,508	103,498	141,339	-	-	-	-	1,854	1,751,199

# Notes to the Consolidated Financial Statements

## 16. Property, plant and equipment (Continued)

US\$'000	Container vessels and capitalised dry-docking		Containers Assets under construction		Freehold land and buildings Terminal equipment		Leasehold Buildings outside Hong Kong		Vehicles, computer and other equipment	Total
	costs	(Restated)	and chassis	(Restated)	outside Hong Kong	Hong Kong	improvement and furnitures	(Restated)		
<b>Cost</b>										
At 31st December 2013	4,635,626	408,221	1,686,918	172,275	7,167	57,911	50,337	131,156	7,149,611	
Currency translation adjustments	-	-	(29)	-	(5)	(231)	(931)	(1,003)	(2,199)	
Additions	21,652	447,502	339,246	5,598	-	-	7,911	12,285	834,194	
Disposals	(242,535)	-	(53,213)	(2,241)	-	-	(2,729)	(8,598)	(309,316)	
Disposal of a subsidiary	-	-	-	-	-	(4,925)	(236)	(2,625)	(7,786)	
Reclassification	272,173	(274,373)	-	2,200	-	-	-	-	-	-
Classified as asset held for sale	(81,419)	-	-	-	-	-	-	(204)	(81,623)	
At 31st December 2014	4,605,497	581,350	1,972,922	177,832	7,162	52,755	54,352	131,011	7,582,881	
<b>Accumulated depreciation</b>										
At 31st December 2013	880,063	-	678,242	108,571	2,712	17,755	40,874	101,143	1,829,360	
Currency translation adjustments	-	-	(16)	-	(4)	190	(711)	(875)	(1,416)	
Charge for the year	177,393	-	118,707	9,708	123	1,817	3,973	11,761	323,482	
Disposals	(89,442)	-	(41,036)	(2,115)	-	-	(2,659)	(6,318)	(141,570)	
Disposal of a subsidiary	-	-	-	-	-	(4,472)	(232)	(2,624)	(7,328)	
Classified as asset held for sale	(28,522)	-	-	-	-	-	-	(54)	(28,576)	
At 31st December 2014	939,492	-	755,897	116,164	2,831	15,290	41,245	103,033	1,973,952	
<b>Net book amount</b>										
At 31st December 2014	3,666,005	581,350	1,217,025	61,668	4,331	37,465	13,107	27,978	5,608,929	
At 31st December 2013	3,755,563	408,221	1,008,676	63,704	4,455	40,156	9,463	30,013	5,320,251	
<b>Net book amount of leased assets</b>										
At 31st December 2014	1,504,508	103,498	141,339	-	-	-	-	-	1,854	1,751,199
At 31st December 2013	1,452,740	-	30,862	-	-	-	-	-	1,823	1,485,425

- (a) The aggregate net book amount of assets pledged as security for bank loans amounts to US\$3,062.6 million (2014: US\$2,967.2 million). Specific charges on vessels of the Group include legal mortgages and assignments of insurance claims and charter hire income relating to these vessels.
- (b) Interest costs of US\$5.6 million (2014: US\$4.4 million) during the year were capitalised as part of assets under construction.
- (c) Depreciation charge of US\$298.9 million (2014: US\$305.9 million) for the year has been expensed in “operating costs” and US\$16.5 million (2014: US\$17.6 million) in “other operating expenses”.
- (d) As at 31st December 2015 and 2014, the buildings outside Hong Kong are held under medium-term leasehold land.

## **16. Property, plant and equipment (Continued)**

Property, plant and equipment include the following amounts where the Group is a lessee under finance leases:

US\$'000	<b>2015</b>	<b>2014 (Restated)</b>
Cost – capitalised finance leases	2,487,548	2,159,700
Accumulated depreciation	(460,425)	(408,501)
<b>Net book amount</b>	<b>2,027,123</b>	<b>1,751,199</b>

The Group leases various container vessels, containers and assets under construction under non-cancellable finance lease agreements. The lease terms are between 5 and 25 years.

## **17. Investment property**

US\$'000	<b>2015</b>	<b>2014</b>
Balance at beginning of year	180,000	170,000
Additions	455	347
	<b>180,455</b>	170,347
Fair value gain	19,545	9,653
<b>Balance at end of year</b>	<b>200,000</b>	180,000

### **Background and valuation processes of the Group**

The investment property, "Wall Street Plaza", is a commercial property located at 88, Pine Street, New York, USA. The property is situated on three parcels of freehold land, two of which are wholly owned by the Group. The freehold interest in the third parcel, representing approximately 10% of the site, is 50% owned by the Group and under a long-term lease to the Group expiring in the year 2066.

### **Valuation processes of the Group**

The Group's investment property was valued at 31st December 2015 by an independent professionally qualified valuer who holds a recognised relevant professional qualification. The Group's finance department reviews the valuation performed by the independent valuer for financial reporting purposes. This team reports directly to the Chief Financial Officer "CFO". Discussions of valuation processes and results are held between the CFO, the finance team and the valuer. As at 31st December 2015, the fair value of the property has been determined by Cushman & Wakefield, Inc.

### **Valuation techniques**

Fair value of the investment property is derived by using the discounted cash flow method. The net present value of the income stream is estimated by applying an appropriate discount rate which reflects the risk profile.

There were no changes to the valuation techniques during the year.

### **Information about fair value measurement using significant unobservable inputs**

Discount rate is estimated by Cushman & Wakefield, Inc. based on the risk profile of the property being valued. If the discount rate is higher, the fair value would be lower. At 31st December 2015, discount rate of 7.5% per annum (2014: 7.5% per annum) is used in the valuation.

Net operating income growth rates of 5% per annum (2014: 3% per annum) for the second and third years and 3% per annum (2014: 3% per annum) for the remaining years are used in the valuation. If the growth rate is higher, the fair value would be higher.

Prevailing market rents are estimated based on recent lettings of US\$38 per sq ft to US\$41 per sq ft (2014: US\$37 per sq ft to US\$40 per sq ft), within the subject property. If the rents are higher, the fair value would be higher.

# Notes to the Consolidated Financial Statements

## 18. Prepayments of lease premiums

The Group's interests in leasehold land and land use rights represent prepaid operating lease payments for leases between 30 and 50 years and their net book values are analysed as follows:

US\$'000	2015	2014
Balance at beginning of year	9,109	9,543
Currency translation adjustments	(416)	(29)
Amortisation	(231)	(362)
Disposal of a subsidiary	–	(43)
Balance at end of year	8,462	9,109

Amortisation of US\$0.2 million (2014: US\$0.4 million) is included in "other operating expenses" in the consolidated profit and loss account.

## 19. Joint ventures

US\$'000	2015	2014
Share of net assets	8,887	9,011

The Group's share of assets, liabilities and results of the joint ventures are summarised below:

US\$'000	2015	2014
Non-current assets	134	55
Current assets	13,516	10,052
Current liabilities	(4,763)	(1,096)
Share of net assets	8,887	9,011
Income	14,716	11,325
Expenses	(10,548)	(6,961)
Share of profits of joint ventures	4,168	4,364
Share of total comprehensive income of joint ventures	3,758	4,334

Particulars of the joint ventures at 31st December 2015 are shown on page 147.

## 20. Associated companies

US\$'000	2015	2014
Share of net assets	145,249	152,499

The Group's share of assets, liabilities and results of the associated companies are summarised as follows:

US\$'000	2015	2014
Non-current assets	158,688	173,767
Current assets	11,148	13,147
Non-current liabilities	(7,916)	(14,623)
Current liabilities	(16,671)	(19,792)
Share of net assets	145,249	152,499
Income	46,571	47,746
Expenses	(32,957)	(32,674)
Share of profits of associated companies	13,614	15,072
Share of total comprehensive income of associated companies	4,994	14,547

Particulars of the associated companies at 31st December 2015 are shown on page 146.

## Notes to the Consolidated Financial Statements

### 21. Intangible assets

US\$'000	Computer software development costs
At 1st January 2014	
Cost	142,855
Accumulated amortisation	(100,192)
Net book amount	42,663
Year ended 31st December 2014	
Opening net book amount	42,663
Additions	14,228
Amortisation	(8,310)
Disposal of a subsidiary	(3)
Closing net book amount	48,578
At 31st December 2014	
Cost	157,055
Accumulated amortisation	(108,477)
Net book amount	48,578
<b>Year ended 31st December 2015</b>	
Opening net book amount	48,578
Additions	11,024
Amortisation	(3,956)
Closing net book amount	55,646
<b>At 31st December 2015</b>	
Cost	168,079
Accumulated amortisation	(112,433)
Net book amount	55,646

Computer software development costs mainly comprise internally generated capitalised software development costs.

Amortisation of US\$4.0 million (2014: US\$8.3 million) is included in "other operating expenses" in the consolidated profit and loss account.

### 22. Deferred taxation assets/(liabilities)

US\$'000	2015	2014
Deferred taxation assets	3,765	3,887
Deferred taxation liabilities	(62,041)	(53,655)
	<b>(58,276)</b>	<b>(49,768)</b>

Deferred taxation assets and liabilities are offset when there is a legal right to set off current taxation assets with current taxation liabilities and when the deferred taxation relates to the same taxation authority. The above assets/(liabilities) shown in the consolidated balance sheet are determined after appropriate offsetting of the relevant amounts and include the following:

US\$'000	2015	2014
Deferred taxation assets to be recovered after more than twelve months	761	2,121
Deferred taxation liabilities to be settled after more than twelve months	(61,965)	(53,553)

## Notes to the Consolidated Financial Statements

### 22. Deferred taxation assets/(liabilities) (Continued)

Deferred taxation is calculated in full on temporary differences under the liability method using applicable tax rates prevailing in the countries in which the Group operates. The movements in deferred taxation assets and liabilities (prior to offsetting of balances within the same taxation jurisdiction) during the year were as follows:

US\$'000	Accelerated accounting depreciation	Pensions	Revenue expenditure	Tax losses	Total
<b>Deferred taxation assets</b>					
At 31st December 2013	1,093	1,880	8,339	3,907	15,219
Currency translation adjustments	18	(83)	(62)	(42)	(169)
(Charged)/credited to consolidated profit and loss account	(43)	(232)	562	(2,495)	(2,208)
Charged to other comprehensive income	–	(115)	–	–	(115)
At 31st December 2014	1,068	1,450	8,839	1,370	12,727
Currency translation adjustments	(7)	(69)	(58)	(89)	(223)
(Charged)/credited to consolidated profit and loss account	(34)	(316)	45	1,246	941
Charged to other comprehensive income	–	(948)	–	–	(948)
<b>At 31st December 2015</b>	<b>1,027</b>	<b>117</b>	<b>8,826</b>	<b>2,527</b>	<b>12,497</b>
US\$'000	Accelerated tax depreciation	Revaluation of investment property	Revenue expenditure		Total
<b>Deferred taxation liabilities</b>					
At 31st December 2013	11,973	49,386	5,345	66,704	
Currency translation adjustments	2	–	–	2	
(Credited)/charged to consolidated profit and loss account	(4,473)	4,167	(3,905)	(4,211)	
At 31st December 2014	7,502	53,553	1,440	62,495	
Currency translation adjustments	–	–	2	2	
(Credited)/charged to consolidated profit and loss account	(1,552)	8,350	1,478	8,276	
<b>At 31st December 2015</b>	<b>5,950</b>	<b>61,903</b>	<b>2,920</b>	<b>70,773</b>	

Deferred taxation assets of US\$30.8 million (2014: US\$28.9 million) arising from unused tax losses of US\$123.8 million (2014: US\$122.2 million) have not been recognised in the consolidated financial statements. Unused tax losses of US\$117.4 million (2014: US\$107.1 million) have no expiry date and the remaining balance will expire at various dates up to and including 2035.

Deferred taxation liabilities of US\$92.2 million (2014: US\$31.4 million) on temporary differences associated with investments in subsidiaries of US\$388.1 million (2014: US\$180.9 million) have not been recognised as there is no current intention of remitting the retained profit of these subsidiaries to the holding companies in the foreseeable future.

### 23. Pension and retirement benefits

The Group operates a number of defined benefit and defined contribution pension and retirement schemes in the main countries in which the Group operates. The total charges to the consolidated profit and loss account for the year were US\$27.8 million (2014: US\$27.5 million).

## 23. Pension and retirement benefits (Continued)

### Defined contribution schemes

The principal defined contribution schemes are operated in Hong Kong and the USA. These schemes cover approximately 79% of the Group's employees. Contributions to the defined contribution schemes, all the assets of which are held in trust funds separate from the Group, are based on a percentage of an employee's salary, depending upon the length of service of the employee, but the Group's contributions to certain schemes may be reduced by contributions forfeited by those employees who leave the schemes prior to vesting fully in those contributions.

In 2008, the Group terminated the defined benefit scheme and post-retirement medical plans in the USA at the request of the labour unions. All the pension assets and obligations were transferred to a defined benefit multi-employer pension plan and a defined benefit multi-employer post-retirement medical plan (the "Plans") together with other industry players. Since the Group is not able to identify its share of the underlying financial position and performance of the Plans with sufficient reliability for accounting purposes, accordingly the Plans are accounted for by the Group as defined contribution plans.

The charges for the defined contribution schemes to the consolidated profit and loss account during the year are as follows:

US\$'000	2015	2014
Contributions to the schemes	27,110	26,841
Forfeitures utilised	(612)	(579)
	<b>26,498</b>	26,262

### Defined benefit schemes

The amounts recognised in the consolidated balance sheet are as follows:

US\$'000	2015	2014 (Restated)
Funded scheme assets	7,855	–
Funded scheme liabilities	–	(1,409)
Unfunded scheme liabilities	(109)	(256)
Net scheme assets/(liabilities)	<b>7,746</b>	(1,665)

### Net funded scheme assets/(liabilities)

The principal defined benefit scheme is operated in the United Kingdom which was valued by Barnett Waddingham LLP. The defined benefit scheme (the "Scheme") cover approximately 1% of the Group's employees and are funded. The assets of the Scheme are held in trust funds separate from the Group. Contributions to the Scheme are assessed in accordance with the advice of qualified actuaries in compliance with local practice and regulations. The actuarial assumptions used to calculate the projected benefit obligations of the Group's pension schemes vary according to the economic conditions of the countries in which they are situated.

The net Scheme assets/(liabilities) recognised in the consolidated balance sheet are determined as follows:

US\$'000	2015	2014 (Restated)
Fair value of plan assets	226,692	252,656
Present value of funded obligations	(218,837)	(254,065)
Surplus/(deficit) of funded plan	<b>7,855</b>	(1,409)

# Notes to the Consolidated Financial Statements

## 23. Pension and retirement benefits (Continued)

### Defined benefit schemes (Continued)

#### Net funded scheme assets/(liabilities) (Continued)

Movements in the fair value of the plan assets of the Scheme during the year are as follows:

US\$'000	2015	2014
Balance at beginning of year	252,656	244,639
Currency translation adjustments	(12,364)	(13,755)
Interest income on plan assets	8,245	9,929
Remeasurement (losses)/gains on assets	(11,707)	22,375
Contributions from the Group	3,392	3,591
Contributions from the plan members	89	99
Benefits paid	(13,619)	(14,222)
Balance at end of year	226,692	252,656

Movements in the present value of obligations of the Scheme during the year are as follows:

US\$'000	2015	2014 (Restated)
Balance at beginning of year	254,065	246,739
Currency translation adjustments	(12,465)	(13,878)
Current service cost	1,217	1,119
Interest expense	8,253	9,960
Experience gains on liabilities	(4,993)	(1,047)
Gains from changes to demographic assumptions	(2,563)	(1,050)
(Gains)/losses from changes to financial assumptions	(11,147)	26,345
Contributions from the plan members	89	99
Benefits paid	(13,619)	(14,222)
Balance at end of year	218,837	254,065

The charges of the Scheme recognised in the consolidated profit and loss account are as follows:

US\$'000	2015	2014 (Restated)
Current service cost	1,217	1,119
Interest expense	8,253	9,960
Interest income on plan assets	(8,245)	(9,929)
Net expense recognised for the year	1,225	1,150

Charges of US\$1.2 million (2014: charges of US\$1.2 million) were included in "other operating expenses" in the consolidated profit and loss account.

The main actuarial assumptions made for the Scheme were as follows:

	2015	2014
Discount rate	3.7%	3.4%
Inflation rate	2.5%	2.6%
Expected future salary increases	3.0%	3.1%
Expected future pension increases	2.3%	2.4%
Actual return on plan assets (US\$'000)	(3,815)	34,232

## **23. Pension and retirement benefits (Continued)**

### **Defined benefit schemes (Continued)**

#### **Net funded scheme assets/(liabilities) (Continued)**

At 31st December 2015, if discount rate had been 0.2% higher/lower, with all other variables held constant, the fair value of the funded obligations would have been US\$5.8 million lower/US\$6.1 million higher. At 31st December 2015, if inflation rate had been 0.1% higher/lower, with all other variables held constant, the fair value of the funded obligations would have been US\$1.9 million higher/US\$1.7 million lower. The sensitivities show the likely effect of a single assumption being adjusted while holding all other assumptions constant.

Plan assets of the Scheme comprise the following:

US\$'000	2015	2014
Equity	36,709	16%
Debt	169,807	75%
Others	20,176	9%
	<b>226,692</b>	<b>100%</b>
	252,656	100%

The current agreed contribution rate is 29.1% of contributory salaries and the estimated duration of the Scheme's liability was 14 years. Expected normal and deficit reduction contributions to the Scheme for the year ending 31st December 2016 is US\$3.4 million.

Through its defined benefit pension plans, the Group is exposed to a number of risks as follows:

- Investment risk. The Scheme holds investments in asset classes, such as equities, which have volatile market values and while these assets are expected to provide real returns over the long-term, the short-term volatility can cause additional funding to be required if deficit emerges.
- Interest rate and market risk. The Scheme's liabilities are assessed using market yields on high quality corporate bonds to discount the liabilities. As the Scheme holds assets such as equities, the value of the assets and liabilities may not move in the same way.
- Inflation risk. A significant proportion of the benefits under the Scheme are linked to inflation. Although the Scheme's assets are expected to provide a good hedge against inflation over the long term, movements over the short-term could lead to deficits emerging.
- Longevity and other demographic risk. If members live longer than assumed a deficit will emerge in the Scheme.

## **24. Restricted bank balances**

US\$'000	2015	2014
Non-current	980	54,168
Current	443	413
Restricted bank balances	<b>1,423</b>	54,581

As at 31st December 2015, the restricted bank balances of US\$1.4 million (2014: US\$54.6 million) are funds pledged as securities for banking facilities or required to be utilised for specific purposes.

The carrying amounts of the Group's restricted bank balances are mainly denominated in New Taiwan dollar (2014: US dollar).

# Notes to the Consolidated Financial Statements

## 24. Restricted bank balances (Continued)

The credit quality of restricted bank balances by reference to Standard & Poor's, and/or Moody's credit ratings is as follows:

US\$'000	2015	2014
AA	392	387
A	1,029	1,027
BBB	2	53,167
	1,423	54,581

## 25. Available-for-sale financial assets

US\$'000	2015	2014
Balance at beginning of year	139,636	149,667
Currency translation adjustments	(12)	(6)
Additions	16,847	32,272
Disposals	(9)	(10)
Change in fair value recognised in other comprehensive income	(28,464)	(42,287)
Balance at end of year	127,998	139,636

Available-for-sale financial assets include the following:

US\$'000	2015	2014
Listed equity securities		
Hong Kong	75,962	67,395
Overseas	–	9
Market value of listed equity securities	75,962	67,404
Unlisted equity security	51,300	71,500
Others	736	732
	127,998	139,636

The carrying amounts of the Group's available-for-sale financial assets are denominated in the following currencies:

US\$'000	2015	2014
Renminbi	127,293	138,929
Hong Kong dollar	562	546
Other currencies	143	161
	127,998	139,636

## 26. Held-to-maturity investments

US\$'000	2015	2014
Listed debt securities		
Hong Kong	146,960	165,997
Overseas	89,118	79,830
	236,078	245,827
Less: Current portion included in current assets	(19,074)	(24,792)
	217,004	221,035
Market value	245,101	260,750

## Notes to the Consolidated Financial Statements

### 26. Held-to-maturity investments (Continued)

Movements in held-to-maturity investments are as follows:

US\$'000	2015	2014
Balance at beginning of year	245,827	254,572
Additions	17,466	2,737
Redemptions on maturity	(24,806)	(8,878)
Amortisation	(295)	(204)
Currency translation adjustments	(2,114)	(2,400)
Balance at end of year	<b>236,078</b>	245,827

The carrying amounts of held-to-maturity investments are mainly denominated in US dollar (2014: US dollar).

The credit quality of held-to-maturity investments by reference to Standard & Poor's and/or Moody's credit ratings is as follows:

US\$'000	2015	2014
AAA	9,523	9,530
AA	20,186	19,367
A	73,912	85,917
BBB	71,980	77,971
BB	15,895	6,206
Non-ranking	44,582	46,836
	<b>236,078</b>	245,827

The maximum exposure to credit risk at the reporting date is the carrying amount of held-to-maturity investments.

### 27. Other non-current assets

US\$'000	2015	2014
Other deposit	7,788	11,825
Others	8,847	7,885
	<b>16,635</b>	19,710

### 28. Inventories

US\$'000	2015	2014
Bunker	58,374	113,990
Consumable stores	14,107	14,662
	<b>72,481</b>	128,652

The cost of inventories recognised as expense and included in "operating costs" amounts to US\$603.2 million (2014: US\$1,014.0 million).

# Notes to the Consolidated Financial Statements

## 29. Debtors and prepayments

US\$'000	2015	2014
Trade receivables		
– Fully performing	195,897	226,750
– Past due but not impaired	113,286	141,228
– Impaired and provided for	9,548	10,704
	318,731	378,682
Less: provision for impairment	(9,548)	(10,704)
Trade receivables – net	309,183	367,978
Other debtors	80,850	89,299
Other prepayments	97,002	106,718
Utility and other deposits	12,374	10,522
	499,409	574,517

The credit quality of trade receivables net of provision for impairment, by reference to Standard & Poor's and/or Moody's credit ratings (if available) or to historical information about counterparty default rates is as follows:

US\$'000	2015	2014
Counterparties with external credit rating		
A	20,028	18,592
BBB	8,830	15,026
BB	4,604	4,852
	33,462	38,470
Counterparties without external credit rating		
Group 1	13,032	16,851
Group 2	262,633	312,154
Group 3	56	503
	275,721	329,508
	309,183	367,978

*Notes:*

Group 1 – new customers (less than 6 months).

Group 2 – existing customers (more than 6 months) with no defaults in the past.

Group 3 – existing customers (more than 6 months) with some defaults in the past.

## **29. Debtors and prepayments (Continued)**

Trade receivables are normally due for payment on presentation of invoices or granted with an approved credit period ranging mainly from 10 to 30 days. Debtors with overdue balances are requested to settle all outstanding balances before any further credit is granted.

The majority of past due but not impaired trade receivables are less than three months old. The ageing analysis of the Group's trade receivables, net of provision for impairment, prepared in accordance with the due dates of invoices, is as follows:

US\$'000	2015	2014
Below one month	276,684	329,896
Two to three months	25,900	27,954
Four to six months	4,673	8,506
Over six months	1,926	1,622
	<b>309,183</b>	367,978

There is no concentration of credit risk with respect to trade receivables, as the Group has a large number of internationally dispersed customers. Other debtors are fully performing.

The carrying amounts of the Group's trade receivables are denominated in the following currencies:

US\$'000	2015	2014
US dollar	108,639	128,368
Canadian dollar	14,954	15,720
Euro	40,433	52,902
Japanese yen	15,465	13,055
Hong Kong dollar	5,548	6,703
Renminbi	44,308	53,034
Pound sterling	9,971	16,492
Australian dollar	19,488	21,927
Other currencies	50,377	59,777
	<b>309,183</b>	367,978

Movements in the provision for impairment of trade receivables are as follows:

US\$'000	2015	2014
Balance at beginning of year	10,704	7,850
Provision	1,581	3,516
Write off	(1,823)	(617)
Reversal	(914)	(45)
Balance at end of year	<b>9,548</b>	10,704

The provision for impairment has been included in "other operating expenses" in the consolidated profit and loss account.

## **30. Amounts due from joint ventures**

The amounts receivable are unsecured, interest free and have no specific repayment terms.

# Notes to the Consolidated Financial Statements

## 31. Portfolio investments

US\$'000	2015	2014
Listed equity securities		
Hong Kong	37,198	17,297
Overseas	14,667	–
Market value of listed equity securities	51,865	17,297
Unit trust	9,857	11,690
Listed debt securities		
Hong Kong	183,417	149,777
Overseas	50,755	44,659
	295,894	223,423

The carrying amounts of the Group's portfolio investments are mainly denominated in US dollar (2014: US dollar).

The credit quality of listed debt securities by reference to Standard & Poor's and/or Moody's credit ratings is as follows:

US\$'000	2015	2014
AA	4,752	–
A	30,063	24,286
BBB	103,665	91,999
BB	12,479	–
Non-ranking	83,213	78,151
	234,172	194,436

The fair value of all equity securities and debt securities are based on their current bid prices in active markets.

## 32. Derivative financial instruments

US\$'000	2015	2014
<b>Assets</b>		
Non-current assets		
Interest rate swap contracts	1,507	2,888
Current asset		
Interest rate swap contract	147	–
	1,654	2,888
<b>Liabilities</b>		
Non-current liability		
Foreign exchange forward contract	–	(2,949)
Current liabilities		
Interest rate swap contract	–	(406)
Foreign exchange forward contract	(3,157)	–
Bunker price derivative contracts	(2,159)	–
	(5,316)	(406)
	(5,316)	(3,355)

## **32. Derivative financial instruments (Continued)**

The credit quality of derivative financial assets by reference to the Standard & Poor's and/or Moody's credit rating is as follows:

US\$'000	2015	2014
AA	147	377
A	1,507	2,511
	<b>1,654</b>	<b>2,888</b>

### **(a) Foreign exchange forward contract**

The notional principal amount of the outstanding foreign exchange forward contract at 31st December 2015 was US\$4.0 million (2014: US\$5.4 million).

### **(b) Interest rate swap contracts**

The notional principal amounts of the outstanding interest rate swap contracts at 31st December 2015 were US\$30.8 million (2014: US\$92.4 million).

### **(c) Bunker price derivative contracts**

At 31st December 2015, the Group had entered into contracts covering approximately 5% of expected purchase of bunker for the next year through bunker price derivative contracts.

## **33. Cash and bank balances**

US\$'000	2015	2014
Short-term bank deposits		
– Maturing within three months from the date of placement	1,252,796	1,336,547
Cash at bank and in hand	484,729	606,276
	<b>1,737,525</b>	1,942,823
Short-term bank deposits		
– Maturing more than three months from the date of placement	278,056	223,091
	<b>2,015,581</b>	2,165,914

The carrying amounts of the Group's cash and bank balances are mainly denominated in US dollar (2014: US dollar).

The credit quality of cash at bank and in hand and short-term bank deposits by reference to Standard & Poor's, Moody's and/or Fitch's credit ratings is as follows:

US\$'000	2015	2014
AA	614,930	696,866
A	950,358	1,248,470
BBB	440,703	206,074
BB	4,100	9,835
B	1,561	1,492
Others	3,929	3,177
	<b>2,015,581</b>	2,165,914

## Notes to the Consolidated Financial Statements

### 34. Share capital

US\$'000	2015	2014
	Number of shares (thousands)	Ordinary shares US\$'000
Authorised:		
900,000,000 ordinary shares of US\$0.10 each	<b>90,000</b>	90,000
65,000,000 convertible redeemable preferred shares of US\$1 each	<b>65,000</b>	65,000
50,000,000 redeemable preferred shares of US\$1 each	<b>50,000</b>	50,000
	<b>205,000</b>	205,000
Issued and fully paid:		
At 31st December 2014 and 2015	625,793	62,579

### 35. Reserves

US\$'000	Share premium	Contributed surplus	Capital redemption reserve	Available-for-sale financial assets	Foreign exchange translation	Retained profit	Total
Balance at 31st December 2013	172,457	88,547	4,696	111,661	64,934	3,965,933	4,408,228
Total comprehensive income/(loss) for the year	-	-	-	(42,287)	(3,534)	268,550	222,729
Transactions with owners							
2013 final dividend	-	-	-	-	-	(11,795)	(11,795)
2014 interim dividend	-	-	-	-	-	(46,989)	(46,989)
Balance at 31st December 2014	172,457	88,547	4,696	69,374	61,400	4,175,699	4,572,173
Total comprehensive income/(loss) for the year	-	-	-	(28,464)	(17,098)	289,899	244,337
Transactions with owners							
2014 final dividend	-	-	-	-	-	(21,400)	(21,400)
2015 interim dividend	-	-	-	-	-	(60,179)	(60,179)
Balance at 31st December 2015	172,457	88,547	4,696	40,910	44,302	4,384,019	4,734,931

## Notes to the Consolidated Financial Statements

### 36. Borrowings

US\$'000	2015	2014
<b>Non-current</b>		
Bank loans		
– Secured	1,748,392	2,015,399
– Unsecured	233,169	100,447
Finance lease obligations	1,681,539	1,479,779
	<b>3,663,100</b>	3,595,625
<b>Current</b>		
Bank overdrafts, unsecured	14	1
Bank loans		
– Secured	297,808	256,389
– Unsecured	14,559	–
Finance lease obligations	126,238	132,487
	<b>438,619</b>	388,877
Total borrowings	<b>4,101,719</b>	3,984,502

The maturity of borrowings is as follows:

US\$'000	Bank loans	Bank overdrafts	Finance leases	
			Present value	Minimum payments
<b>As at 31st December 2015</b>				
2016	312,367	14	126,238	153,382
2017	314,405	–	324,022	362,361
2018	337,031	–	264,481	285,452
2019	240,147	–	120,806	138,001
2020	371,843	–	159,606	181,414
2021 onwards	718,135	–	812,624	926,044
	<b>2,293,928</b>	<b>14</b>	<b>1,807,777</b>	<b>2,046,654</b>
<b>As at 31st December 2014</b>				
2015	256,389	1	132,487	151,733
2016	244,081	–	176,745	194,592
2017	243,981	–	297,488	322,366
2018	260,028	–	237,502	251,331
2019	376,690	–	93,274	104,493
2020 onwards	991,066	–	674,770	764,534
	<b>2,372,235</b>	<b>1</b>	<b>1,612,266</b>	<b>1,789,049</b>

Borrowings are secured by property, plant and equipment of the Group (note 16(a)).

The effective interest rates at the balance sheet date were as follows:

	2015		2014	
	US\$	£	US\$	£
Bank loans	1.9%	–	1.6%	–
Finance lease obligations	2.1%	0.7%	1.4%	0.7%

# Notes to the Consolidated Financial Statements

## 36. Borrowings (Continued)

The carrying amounts and fair values of the non-current borrowings are as follows:

US\$'000	Carrying amounts		Fair values	
	2015	2014	2015	2014
Bank loans	1,981,561	2,115,846	1,981,774	2,116,610
Finance lease obligations	1,681,539	1,479,779	1,691,993	1,489,738
	3,663,100	3,595,625	3,673,767	3,606,348

The fair values are based on cash flows discounted using rates based on the borrowing rates ranging from 2.0% to 3.7% (2014: 2.1% to 4.0%).

The carrying amounts of short-term borrowings approximate their fair values.

The carrying amounts of the Group's borrowings are denominated in the following currencies:

US\$'000	2015	2014
US dollar	4,089,372	3,966,862
Pound sterling	12,347	17,640
	4,101,719	3,984,502

The fixed interest rate borrowings of the Group as at 31st December 2015 amounted to US\$389.4 million (2014: US\$278.9 million). The remaining borrowings of US\$3,712.3 million (2014: US\$3,705.6 million) were subject to floating interest rates.

## 37. Creditors and accruals

US\$'000	2015	2014
Trade payables	193,401	238,149
Other creditors	108,928	114,675
Accrued expenses	377,630	509,265
Deferred revenue	70,419	80,615
	750,378	942,704

The ageing analysis of the Group's trade payables, prepared in accordance with the dates of invoices, is as follows:

US\$'000	2015	2014
Below one month	129,801	162,147
Two to three months	50,395	58,567
Four to six months	7,799	7,929
Over six months	5,406	9,506
	193,401	238,149

## **37. Creditors and accruals (Continued)**

The carrying amounts of the Group's trade payables are denominated in the following currencies:

US\$'000	2015	2014
US dollar	91,001	120,246
Canadian dollar	10,307	10,100
Euro	18,499	20,118
Japanese yen	21,280	19,694
Hong Kong dollar	14,602	17,182
Renminbi	21,373	21,170
Other currencies	16,339	29,639
	<b>193,401</b>	<b>238,149</b>

## **38. Amounts due to joint ventures**

The amounts payable are unsecured, interest free and repayable on demand.

## **39. Commitments**

### **(a) Capital commitments – Property, plant and equipment**

US\$'000	2015	2014
Contracted but not provided for	778,885	528,983

### **(b) Operating lease commitments**

The future aggregate minimum lease rental expenses under non-cancellable operating leases are payable in the following years:

US\$'000	Vessels and equipment	Land and buildings	Total
At 31st December 2015			
2016	194,705	34,708	229,413
2017	126,409	26,150	152,559
2018	89,334	15,441	104,775
2019	67,212	12,955	80,167
2020	64,755	11,089	75,844
2021 onwards	69,759	36,548	106,307
	<b>612,174</b>	<b>136,891</b>	<b>749,065</b>
At 31st December 2014			
2015	189,333	28,826	218,159
2016	110,329	24,262	134,591
2017	100,080	16,563	116,643
2018	70,455	6,856	77,311
2019	54,921	4,913	59,834
2020 onwards	143,044	14,436	157,480
	<b>668,162</b>	<b>95,856</b>	<b>764,018</b>

## Notes to the Consolidated Financial Statements

### 39. Commitments (Continued)

#### (b) Operating lease commitments (Continued)

The Group entered into the Preferential Assignment Agreement (the "Agreement") with the City of Long Beach ("COLB") for the use of the Middle Harbor Terminal (the "Terminal") in Long Beach, California USA on 30th April 2012. The term of the Agreement is 40 years commencing on 1st of July 2011. On 27th March 2013, the Group signed the First Amendment to Preferential Assignment Agreement (the "Amendment") with COLB, which has amended certain terms within the Agreement and has altered the expected guaranteed minimum annual compensation to be made for the relevant period of the lease term.

The guaranteed minimum annual compensation is computed based on the guaranteed minimum annual compensation per acreage (ranging from US\$180,000 to US\$270,000 in the first 5 years of the lease) multiplied by the number of acreages of the Terminal delivered, which is subject to mutual agreement between the Group and COLB along the Terminal construction and based on the milestones set out in the Agreement. The construction is expected to be completed by 2020 and the estimated number of acreages of the Terminal upon completion is estimated to be approximately 304.7 acreages. As of 31st December 2015, the acreages of the Terminal available is 98.8 acreages. The Group and COLB will renegotiate the guaranteed minimum annual compensation per acre every 5 years which will not be less than the highest guaranteed minimum annual compensation in the previous 5 years.

#### (c) Operating lease rental receivable

The future aggregate minimum lease rental income under non-cancellable operating leases are receivable in the following years:

US\$'000	Vessels and equipment	Land and buildings	Total
As at 31st December 2015			
2016	45,485	25,983	71,468
2017	–	25,119	25,119
2018	–	19,174	19,174
2019	–	16,138	16,138
2020	–	13,531	13,531
2021 onwards	–	31,184	31,184
	45,485	131,129	176,614
As at 31st December 2014			
2015	80,526	23,613	104,139
2016	45,485	22,448	67,933
2017	–	21,394	21,394
2018	–	15,511	15,511
2019	–	12,805	12,805
2020 onwards	–	26,626	26,626
	126,011	122,397	248,408

### 40. Financial guarantees

The Group has not given any corporate guarantee as at 31st December 2015 (2014: nil).

## **41. Notes to consolidated cash flow statement**

### **(a) Major non-cash transactions**

During the year, major non-cash transactions included the inception of finance leases of US\$412.6 million (2014: US\$465.5 million) and non-cash dividend received from available-for-sale financial assets of US\$16.8 million (2014: US\$32.3 million).

### **(b) Analysis of cash and cash equivalents**

US\$'000	2015	2014
Bank balances and deposits maturing within three months from the date of placement	1,737,525	1,942,823
Bank overdrafts	(14)	(1)
	1,737,511	1,942,822

## **42. Company balance sheet**

**As at 31st December 2015**

US\$'000	2015	2014
<b>ASSETS</b>		
<b>Non-current assets</b>		
Subsidiaries	169,487	169,487
<b>Current assets</b>		
Prepayments	47	103
Amounts due from subsidiaries	2,087,922	2,175,071
Restricted bank balances	356	344
Cash and bank balances	23,339	11,661
	2,111,664	2,187,179
<b>Total assets</b>	2,281,151	2,356,666
<b>EQUITY</b>		
<b>Equity holders</b>		
Share capital	62,579	62,579
Reserves (note)	1,004,295	977,990
<b>Total equity</b>	1,066,874	1,040,569
<b>LIABILITIES</b>		
<b>Non-current liability</b>		
Amount due to a subsidiary	943,229	1,053,229
	943,229	1,053,229
<b>Current liabilities</b>		
Derivative financial instrument	-	406
Accruals	1,320	1,376
Amounts due to subsidiaries	269,728	261,086
	271,048	262,868
<b>Total liabilities</b>	1,214,277	1,316,097
<b>Total equity and liabilities</b>	2,281,151	2,356,666

**C C Tung**

**Alan Tung**

*Directors*

# Notes to the Consolidated Financial Statements

## 42. Company balance sheet (Continued)

Note:

### Movement of reserves

US\$'000	Share premium	Contributed surplus	Capital		Total
			redemption reserve	Retained profit	
Balance at 31st December 2013	172,457	88,547	4,696	691,362	957,062
Total comprehensive income for the year	-	-	-	79,712	79,712
Transactions with owners					
2013 final dividend	-	-	-	(11,795)	(11,795)
2014 interim dividend	-	-	-	(46,989)	(46,989)
Balance at 31st December 2014	172,457	88,547	4,696	712,290	977,990
Total comprehensive income for the year	-	-	-	107,884	107,884
Transactions with owners					
2014 final dividend	-	-	-	(21,400)	(21,400)
2015 interim dividend	-	-	-	(60,179)	(60,179)
<b>Balance at 31st December 2015</b>	<b>172,457</b>	<b>88,547</b>	<b>4,696</b>	<b>738,595</b>	<b>1,004,295</b>

Under the Companies Act of Bermuda and the Bye-laws of the Company, the contributed surplus is also distributable. Accordingly, total distributable reserves of the Company amount to US\$827.1 million as at 31st December 2015 (2014: US\$800.8 million).

## 43. Comparative figures

Certain comparative figures in note 16 and 23 had been adjusted to conform with current year's presentation.

## 44. Approval of financial statements

The financial statements were approved by the Board of Directors on 4th March 2016.

# Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries</b>					
Cargo System Warehouse and Transport Ltd.	100	3,000 ordinary shares HK\$300,000	Investment holding and container transportation	Hong Kong	Hong Kong
Consolidated Leasing & Terminals, Inc.	100	1 common stock US\$100	Investment holding, equipment owning and leasing	USA	USA
Containers No. 1 Inc.	100	10,000 ordinary shares US\$100,000	Equipment owning and leasing	Marshall Islands	Worldwide
Containers No. 2 Inc.	100	10,000 ordinary shares US\$100,000	Equipment owning and leasing	Marshall Islands	Worldwide
Dongguan Orient Container Co. Ltd.	100	Registered capital HK\$29,000,000	Container depot	China *	China
Far Gain Investment Ltd.	100	10,000 ordinary shares HK\$10,000	Investment holding	Hong Kong	Hong Kong
Glory Top Investment Ltd.	100	10,000 ordinary shares HK\$10,000	Portfolio investment	Hong Kong	Hong Kong
Goodrich Limited	100	500 ordinary shares US\$5,000	Commodity instruments for Group	Marshall Islands	Marshall Islands
Hai Dong Transportation Co. Ltd.	100	100,000 ordinary shares HK\$100,000	Container transport	Hong Kong	Hong Kong
Kenwake Ltd.	100	1,600,000 ordinary shares 520,000 5% cumulative preference shares £2,120,000	Investment holding	United Kingdom	United Kingdom
Laronda Company Ltd.	100	5,000 ordinary shares US\$5,000	Portfolio investment	British Virgin Islands	Worldwide
LBCT LLC	100	Capital of US\$500,000	Terminal operating	USA	USA
Long Beach Container Terminal, Inc.	100	5,000 common stock US\$500,000	Maintenance of union office workers and provision of labour services	USA	USA
Loyalton Shipping Limited	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Maritime Delivery Services Inc.	100	1,000 common stock US\$10,000	Trucking service	USA	USA
Newcontainer 1565A Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 1585A Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
Newcontainer 1667A Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 1668A Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 2002 Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 2004 Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 2010 Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer 2011 Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 5 Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Liberia †	Worldwide
Newcontainer No. 6 Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Liberia †	Worldwide
Newcontainer No. 9 (Marshall Islands) Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 10 (Marshall Islands) Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 15 (Marshall Islands) Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 31 (Marshall Islands) Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 32 (Marshall Islands) Shipping Inc.	100	500 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 51 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 52 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 53 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 56 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 66 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
Newcontainer No. 67 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 68 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 69 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 70 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 73 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 75 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 78 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 80 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 81 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 82 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 83 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 85 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 86 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 93 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 95 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 96 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 97 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 98 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
Newcontainer No. 99 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 100 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 101 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 102 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Newcontainer No. 103 (Marshall Islands) Shipping Inc.	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
OLL Logistics (Malaysia) Sdn Bhd	100	10,000 ordinary shares RM10,000	Logistics, cargo consolidation and forwarding	Malaysia	Malaysia
OOCL (Agencies) Ltd.	100	200 ordinary shares US\$20,000	Investment holding	Bermuda	Worldwide
OOCL (Asia Pacific) Ltd.	100	2 ordinary shares HK\$2	Transportation	Hong Kong	Asia Pacific
OOCL (Assets) Holdings Inc.	100	500 ordinary shares US\$5,000	Investment holding	Liberia †	Worldwide
OOCL (Assets USA) Holdings Inc.	100	50,000 ordinary shares US\$50,000	Investment holding	Liberia †	USA
OOCL (Australia) Pty Ltd.	100	200,000 ordinary shares A\$200,000	Liner agency	Australia	Australia
OOCL BENELUX	100	226,271 ordinary shares €609,799	Liner agency	Belgium	Belgium
OOCL (Cambodia) Ltd.	100	50,000 ordinary shares Riel200,000,000	Liner agency	Cambodia	Cambodia
OOCL (Canada) Inc.	100	10,000 common stock C\$91,000	Liner agency	Canada	Canada
OOCL (China) Investment Ltd.	100	2 ordinary shares HK\$2	Investment holding	Hong Kong	China
OOCL (Corporate Services) Limited	100	2 ordinary shares HK\$2	Provision of corporate services	Hong Kong	Hong Kong
OOCL (Denmark) A/S	100	1,000 ordinary shares DKK500,000	Liner agency	Denmark	Northern Europe
OOCL (Europe) Ltd.	100	5,000,000 ordinary shares £5,000,000	Container transport, investment holding and liner territorial office	United Kingdom	Worldwide

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
OOCL (Finland) Ltd. Oy	100	150 ordinary shares €2,522.82	Liner agency	Finland	Finland
OOCL (France) SA	100	60,000 ordinary shares €914,694.10	Liner agency	France	France
OOCL (India) Private Ltd.	100	1,000 equity shares Rupees100,000	Liner agency	India	India
OOCL (Infotech) Holdings Ltd.	100	2 ordinary shares US\$2	Investment holding	British Virgin Islands	Worldwide
OOCL (Ireland) Ltd.	100	100 ordinary shares €125	Liner agency	Ireland	Ireland
OOCL (Italy) S.r.l.	100	1 quota €10,000	Liner agency	Italy	Italy
OOCL (Korea) Ltd.	100	16,000 common stock Won160,000,000	Liner agency	Korea	Korea
OOCL (Liners) Holdings Ltd.	100	2 ordinary shares HK\$2	Investment holding	Hong Kong	Hong Kong
OOCL (Logistics) Holdings Ltd.	100	10,000 ordinary shares US\$10,000	Investment holding	British Virgin Islands	Worldwide
OOCL (New Zealand) Ltd.	100	100 ordinary shares NZD1,000	Liner agency	New Zealand	New Zealand
OOCL Pakistan (Private) Ltd.	100	1,350,000 ordinary shares PKR13,500,000	Liner agency	Pakistan	Pakistan
OOCL (Philippines) Inc.	100	55,000 common stock Pesos5,500,000	Liner agency	Philippines	Philippines
OOCL (Poland) Ltd sp. z o.o.	100	1,000 ordinary shares PLN50,000	Liner agency	Poland	Poland
OOCL (Portugal), Lda	100	2 quotas €25,000	Liner agency	Portugal	Portugal
OOCL (Russia) Ltd.	100	1 participatory share Rub10,000	Liner agency	Russia	Russia
OOCL (Singapore) Pte Ltd.	100	100,000 ordinary shares S\$100,000	Liner agency	Singapore	Singapore
OOCL (Sweden) AB	100	100,000 ordinary shares SEK100,000	Liner agency	Sweden	Sweden
OOCL (Switzerland) AG	100	200,000 ordinary shares CHF200,000	Liner agency	Switzerland	Switzerland

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
OOCL (Taiwan) Co. Ltd.	100	10,000,000 ordinary shares NT\$100,000,000	Liner agency	Taiwan	Taiwan
OOCL (Terminals) Investment Ltd.	100	500 ordinary shares US\$500	Investment holding	British Virgin Islands	Worldwide
OOCL (USA) Inc.	100	1,030 common stock US\$1,030	Liner agency	USA	USA
OOCL (Vietnam) Co. Ltd.	100	Legal capital US\$500,000	Liner agency	Vietnam	Vietnam
OOCL China Domestics Ltd.	100	Registered capital RMB21,250,000	Freight agency and cargo consolidation	China ±	China
OOCL LLC	100	Capital of US\$500,000	Investment holding and equipment owning	USA	USA
OOCL Logistics Limited	100	10,000 ordinary shares US\$10,000	Investment holding	British Virgin Islands	Hong Kong
OOCL Logistics (Asia Pacific) Ltd.	100	200 ordinary shares US\$20,000	Investment holding, management of international transportation and logistics	Bermuda	Asia Pacific
OOCL Logistics (Australia) Pty. Limited	100	200,000 ordinary shares A\$200,000	Logistics, cargo consolidation and forwarding	Australia	Australia
OOCL Logistics (Cambodia) Ltd.	100	1,250 ordinary shares Riel5,000,000	Logistics, cargo consolidation and forwarding	Cambodia	Cambodia
OOCL Logistics (Canada) Ltd.	100	1,000 common stock C\$1,000	Logistics, cargo consolidation and forwarding	Canada	Canada
OOCL Logistics (China) Ltd.	100	Registered capital US\$4,840,000	Logistics, cargo consolidation and forwarding	China *	China
OOCL Logistics (Europe) Ltd.	100	2 ordinary shares £2	Logistics, cargo consolidation, forwarding and logistics territorial office	United Kingdom	Europe
OOCL Logistics (Hong Kong) Ltd.	100	50,000 ordinary shares HK\$500,000	Logistics, cargo consolidation and forwarding	Hong Kong	Hong Kong
OOCL Logistics (India) Private Ltd.	100	35,000 equity shares Rupee3,500,000	Logistics, cargo consolidation and forwarding	India	India
OOCL Logistics (Japan) Ltd.	100	200 ordinary shares Yen10,000,000	Logistics, cargo consolidation and forwarding	Japan	Japan
OOCL Logistics (Korea) Ltd.	100	30,000 common stock Won300,000,000	Logistics, cargo consolidation and forwarding	Korea	Korea

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
OOCL Logistics Mexico, S.A. de CV	100	10 minimum fixed capital shares	Logistics, cargo consolidation and forwarding	Mexico	Mexico
	100	499,990 variable capital shares Peso500,000			
OOCL Logistics Pakistan (Pvt) Limited	100	1,300,000 ordinary shares PKR13,000,000	Logistics, cargo consolidation and forwarding	Pakistan	Pakistan
OOCL Logistics (Russia) Limited	100	1 share Rub10,000	Logistics, cargo consolidation and forwarding	Russia	Russia
OOCL Logistics (Singapore) Pte Ltd.	100	2 ordinary shares S\$2	Logistics, cargo consolidation and forwarding	Singapore	Singapore
OOCL Logistics (Taiwan) Ltd.	100	4,250,000 ordinary shares NT\$42,500,000	Logistics, cargo consolidation and forwarding	Taiwan	Taiwan
OOCL Logistics (USA) Inc.	100	100 common stock US\$200	Logistics, cargo consolidation, forwarding and investment holding	USA	Worldwide
OOCL Logistics Line Limited	100	2 ordinary shares HK\$2	Ocean freight forwarding	Hong Kong	Worldwide
OOCL Logistics Warehousing and Transportation (Shanghai) Co. Ltd.	100	Registered capital US\$1,000,000	Warehousing and logistics services	China *	China
OOCL Logistics Warehousing and Transportation (Tianjin) Co. Ltd.	100	Registered capital US\$4,700,000	Warehousing, transportation and logistics services	China *	China
# OOCL Transport & Logistics Holdings Ltd.	100	169,477,152 ordinary shares US\$169,477,152	Investment holding	Bermuda	Worldwide
OOCL Warehousing (Shanghai) Limited	100	Registered capital US\$10,000,000	Warehousing, forwarding and depot services	China *	China
# OOIL (Investments) Inc.	100	500 ordinary shares US\$5,000	Investment holding	Liberia †	Worldwide
Orient Overseas Associates	100	Limited partnership	Property owning	USA	USA
Orient Overseas Building Corp.	100	10 common stock US\$150,000	Property owning	USA	USA
Orient Overseas Container Line (China) Co. Ltd.	100	Registered capital US\$3,400,000	Liner agency	China *	China
Orient Overseas Container Line (Europe) Ltd.	100	66,000,000 ordinary shares £66,000,000	Investment holding	United Kingdom	United Kingdom
Orient Overseas Container Line (Malaysia) Sdn Bhd	100	500,000 ordinary shares RM500,000	Liner agency	Malaysia	Malaysia
Orient Overseas Container Line (Spain), S.L.	100	3,100 ordinary shares €3,100	Liner agency	Spain	Spain

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Subsidiaries (Continued)</b>					
Orient Overseas Container Line (UK) Ltd.	100	5,000 ordinary shares US\$5,000	Container transport and ship management	Cayman Islands	Worldwide
Orient Overseas Container Line Inc.	100	500 ordinary shares US\$25,000,000	Investment holding	Liberia †	Worldwide
Orient Overseas Container Line Ltd.	100	10,000 ordinary shares HK\$1,000,000	Container transport	Hong Kong	Worldwide
Planet Era Limited	100	5,000 ordinary shares US\$5,000	Ship owning	Marshall Islands	Worldwide
Soberry Investments Ltd.	100	5,000 ordinary shares US\$5,000	Portfolio investment	British Virgin Islands	Worldwide
Union Faith (H.K.) Limited	100	1 ordinary share HK\$1	Ship owning	Hong Kong	Worldwide
Wall Street Plaza, Inc.	100	40 class A common stock	Investment holding	USA	USA
	100	160 class B common stock			
	100	20,000 12% series A non-cumulative non-voting preferred stock			
	100	18,000 11% series B non-cumulative non-voting preferred stock			
	100	19,500 12% series C non-cumulative non-voting preferred stock			
	100	19,000 12% series D non-cumulative non-voting preferred stock US\$76,500,200			
Wealth Capital Corporation	100	500 ordinary shares US\$5,000	Investment holding	Liberia †	Worldwide
<b>Associated companies</b>					
Ningbo Yuan Dong Terminal Co. Ltd.	20	Registered capital RMB2,500,000,000	Terminal operating	China §	China
Tianjin Port Alliance International Container Terminal Co. Ltd.	20	Registered capital US\$160,000,000	Terminal operating	China §	China

## Principal Subsidiaries, Associated Companies and Joint Ventures

as at 31st December 2015

Name of Company	Effective percentage held by Group	Issued and fully paid up capital/ registered capital/ contributed cash capital	Principal activities	Country of incorporation	Area of operations
<b>Joint ventures</b>					
OOCL (Egypt) Shipping Agency S.A.E.	49	7,500 ordinary shares EGP750,000	Liner agency	Egypt	Egypt
OOCL (UAE) LLC	49	300 ordinary shares AED300,000	Liner agency	Dubai	Dubai
Qingdao Orient International Container Storage & Transportation Co. Ltd.	59	Registered capital RMB69,900,000	Container depot	China §	China

# *Direct subsidiaries of the Company.*

† *Companies incorporated in Liberia but redomiciled to the Marshall Islands.*

\* *Wholly foreign-owned enterprise.*

§ *Sino-foreign equity joint venture enterprise.*

± *Domestic joint venture enterprise.*

# Fleet and Container Information

## Fleet

The following table sets out the Group's vessels as at 31st December 2015.

VESSEL NAME	TEU CAPACITY	OWNERSHIP	SERVICE IN WHICH USED	DATE PLACED IN SERVICE	FLAG
NYK Hercules	13,208	Owned	N/A	2013	Hong Kong
NYK Hermes	13,208	Owned	N/A	2013	Hong Kong
NYK Hyperion	13,208	Owned	N/A	2013	Hong Kong
OOCL America	5,344	Owned	Trans-Pacific	1995	Hong Kong
OOCL Atlanta	8,063	Owned	Trans-Pacific	2005	Hong Kong
OOCL Australia	4,583	Owned	Intra-Asia	2006	Hong Kong
OOCL Bangkok	13,208	Owned	Asia-Europe	2013	Hong Kong
OOCL Beijing	8,888	Owned	Trans-Pacific	2011	Hong Kong
OOCL Belgium	2,808	Owned	Trans-Atlantic	1998	Hong Kong
OOCL California	5,344	Owned	Intra-Asia	1995	Hong Kong
OOCL Canada	8,888	Owned	Trans-Pacific	2011	Hong Kong
OOCL Charleston	4,578	Owned	Intra-Asia	2010	Hong Kong
OOCL Chicago	5,714	Owned	Asia-Australia	2000	Hong Kong
OOCL Chongqing	13,208	Owned	Asia-Europe	2013	Hong Kong
OOCL Dalian	4,578	Owned	Asia-Australia-New Zealand	2009	Hong Kong
OOCL Guangzhou	4,578	Owned	Intra-Asia	2010	Hong Kong
OOCL Le Havre	4,578	Owned	Asia-Australia	2010	Hong Kong
OOCL London	8,063	Owned	Trans-Pacific	2010	Hong Kong
OOCL Luxembourg	8,063	Owned	Trans-Pacific	2010	Hong Kong
OOCL Memphis	8,888	Owned	Trans-Pacific	2013	Hong Kong
OOCL Miami	8,888	Owned	Trans-Pacific	2013	Hong Kong
OOCL Montreal	4,402	Owned	Trans-Atlantic	2003	Hong Kong
OOCL Nagoya	4,578	Owned	Intra-Asia	2009	Hong Kong
OOCL New York	5,770	Owned	Intra-Asia	1999	Hong Kong
OOCL Norfolk	4,578	Owned	Asia-Australia	2009	Hong Kong
OOCL Rotterdam	8,063	Owned	Trans-Pacific	2004	Hong Kong
OOCL San Francisco	5,714	Owned	Intra-Asia	2000	Hong Kong
OOCL Seoul	8,063	Owned	Trans-Pacific	2010	Hong Kong
OOCL Shanghai	5,770	Owned	Asia-Australia	1999	Hong Kong
OOCL Washington	8,063	Owned	Trans-Pacific	2010	Hong Kong
OOCL Zhoushan	4,583	Owned	Intra-Asia	2006	Hong Kong
NYK Helios	13,208	Finance Lease	N/A	2013	Hong Kong
OOCL Asia	8,063	Finance Lease	Trans-Pacific	2006	Hong Kong
OOCL Berlin	13,208	Finance Lease	Asia-Europe	2013	Hong Kong
OOCL Brisbane	4,578	Finance Lease	Asia-Australia	2009	Hong Kong
OOCL Brussels	13,208	Finance Lease	Asia-Europe	2013	Hong Kong
OOCL Busan	4,578	Finance Lease	Intra-Asia	2008	Hong Kong
OOCL Europe	8,063	Finance Lease	Intra-Asia	2006	Hong Kong
OOCL Gernoa	8,888	Finance Lease	Trans-Pacific	2015	Hong Kong
OOCL Hamburg	8,063	Finance Lease	Trans-Pacific	2004	Hong Kong
OOCL Ho Chi Minh City	8,888	Finance Lease	Trans-Pacific	2015	Hong Kong
OOCL Houston	4,578	Finance Lease	Asia-Australia	2007	Hong Kong
OOCL Jakarta	4,578	Finance Lease	Intra-Asia	2010	Hong Kong

VESSEL NAME	TEU CAPACITY	OWNERSHIP	SERVICE IN WHICH USED	DATE PLACED IN SERVICE	FLAG
OOCL Kobe	4,578	Finance Lease	Trans-Pacific	2007	Hong Kong
OOCL Korea	13,208	Finance Lease	Asia-Europe	2014	Hong Kong
OOCL New Zealand	4,578	Finance Lease	Intra-Asia	2009	Hong Kong
OOCL Panama	4,578	Finance Lease	Asia-Australia	2008	Hong Kong
OOCL Savannah	4,578	Finance Lease	Asia-Australia-New Zealand	2010	Hong Kong
OOCL Singapore	13,208	Finance Lease	Asia-Europe	2014	Hong Kong
OOCL Southampton	8,063	Finance Lease	Trans-Atlantic	2007	Hong Kong
OOCL Taipei	8,888	Finance Lease	Trans-Pacific	2015	Hong Kong
OOCL Texas	4,578	Finance Lease	Asia-Australia	2008	Hong Kong
OOCL Tokyo	8,063	Finance Lease	Intra-Asia	2007	Hong Kong
OOCL Utah	8,888	Finance Lease	Trans-Pacific	2015	Hong Kong
OOCL Yokohama	4,578	Finance Lease	Asia-Australia	2007	Hong Kong
Acrux N	1,740	Chartered	Intra-Asia	2015	Cyprus
Alidra	1,644	Chartered	Intra-Asia	2015	Liberia
Allise P	5,044	Chartered	Trans-Pacific	2014	Liberia
Arica	2,872	Chartered	Intra-Asia	2015	Liberia
Ava D	1,578	Chartered	Intra-Asia	2015	Liberia
Ballenita	2,542	Chartered	Intra-Asia	2015	Marshall Islands
Balsa	2,542	Chartered	Intra-Asia	2015	Marshall Islands
Bardu	2,546	Chartered	Intra-Asia	2015	Marshall Islands
BC San Francisco	1,114	Chartered	Intra-Asia	2015	Antigua and Barbuda
Bindi Ipsa	1,815	Chartered	Intra-Asia	2015	Marshall Islands
Conmar Bay	1,036	Chartered	Intra-Europe	2015	Antigua and Barbuda
Euro Max	2,732	Chartered	Intra-Asia	2015	Liberia
Hammonia Calabria	4,395	Chartered	Asia-Australia-New Zealand	2015	Portugal
Hammonia Toscana	4,957	Chartered	Intra-Asia	2015	Liberia
Herma P	5,044	Chartered	Trans-Pacific	2014	Liberia
Hermes	2,510	Chartered	Intra-Asia	2014	Antigua and Barbuda
HS Wagner	3,534	Chartered	Intra-Asia	2015	Liberia
Ikaria	5,908	Chartered	Intra-Asia	2015	Liberia
Kaethe P	5,044	Chartered	Trans-Pacific	2014	Liberia
Kuo Hung	1,295	Chartered	Intra-Asia	2014	Panama
Melchior Schulte	2,345	Chartered	Intra-Asia	2015	Singapore
Navi Baltic	1,421	Chartered	Intra-Europe	2013	Cyprus
Nordviolet	1,756	Chartered	Intra-Asia	2015	Malta
OOCL Antwerp	5,888	Chartered	Trans-Pacific	2006	Panama
OOCL Dubai	5,888	Chartered	Intra-Asia	2006	Singapore
OOCL Halifax	4,992	Chartered	Trans-Pacific	2014	United Kingdom
OOCL Istanbul (ex. ZIM Kingston)	4,253	Chartered	Asia-Europe	2013	Malta
OOCL Italy	5,888	Chartered	Trans-Pacific	2007	Singapore
OOCL Kaohsiung	5,888	Chartered	Trans-Pacific	2006	Singapore
OOCL Kuala Lumpur	5,888	Chartered	Trans-Pacific	2007	Singapore
OOCL Long Beach	8,063	Chartered	Trans-Pacific	2003	Hong Kong
OOCL Mexico	4,992	Chartered	Trans-Atlantic	2014	Liberia

## Fleet and Container Information

VESSEL NAME	TEU CAPACITY	OWNERSHIP	SERVICE IN WHICH USED	DATE PLACED IN SERVICE	FLAG
OOCL Ningbo	8,063	Chartered	Intra-Asia	2004	Hong Kong
OOCL Novorossiysk (ex. ZIM Dalian)	4,253	Chartered	Asia-Europe	2013	Malta
OOCL Oakland	5,888	Chartered	Asia-Australia	2007	Panama
OOCL Qingdao	8,063	Chartered	Intra-Asia	2004	Hong Kong
OOCL Rauma (ex. Elysee)	1,440	Chartered	Intra-Europe	2012	The Netherlands
OOCL Shenzhen	8,063	Chartered	Trans-Pacific	2003	Hong Kong
OOCL Taichung (ex. Sinar Batam)	1,560	Chartered	Intra-Asia	2008	Hong Kong
OOCL Tianjin	8,063	Chartered	Trans-Pacific	2014	Hong Kong
OOCL Vancouver	5,888	Chartered	Intra-Asia	2006	Panama
Perla	1,118	Chartered	Intra-Asia	2012	Marshall Islands
Rio Blackwater	5,551	Chartered	Trans-Pacific	2015	Liberia
SFL Avon	1,740	Chartered	Intra-Asia	2015	Marshall Islands
Spirit of Bangkok	1,620	Chartered	Intra-Asia	2013	Marshall Islands
St. John	1,708	Chartered	Intra-Asia	2015	Malta
Sydney Trader	5,047	Chartered	Trans-Pacific	2015	Malta
Teng Yun He	1,702	Chartered	Intra-Asia	2009	China
Warnow Chief	1,500	Chartered	Intra-Asia	2015	Cyprus
Warnow Mate	1,500	Chartered	Intra-Asia	2014	Cyprus
Wieland	4,957	Chartered	Intra-Asia	2015	Portugal
YM Efficiency	4,218	Chartered	Trans-Pacific	2014	Liberia
<b>TOTAL 107 VESSELS</b>	<b>614,253</b>				

## Container Information

The Group owned, purchased on finance lease terms or leased under operating lease agreements 599,137 units (967,015 TEU) as of 31st December 2015. Approximately 83.1% of the container fleet in TEU capacity was owned or purchased under finance leases with the remainder leased under operating lease agreements.

In addition, at 31st December 2015 the Group owned, purchased on finance lease terms or leased under operating lease agreements 37 trailer chassis.

# 10-Year Financial Summary

US\$'000	2006	2007	2008	2009	2010	2011	2012	2013	2014	2015
<b>Consolidated Profit and Loss Data</b>										
Revenue	4,609,751	5,651,030	6,530,855	4,350,195	6,033,402	6,011,836	6,459,059	6,231,583	6,521,589	5,953,444
Operating profit/(loss)	621,364	687,437	397,764	(332,237)	918,807	174,598	327,904	90,314	329,147	353,068
Finance costs	(71,721)	(99,078)	(81,016)	(35,347)	(29,091)	(26,179)	(32,877)	(41,019)	(54,000)	(63,642)
Profit/(loss) before taxation	553,218	592,024	322,546	(361,870)	898,776	162,457	310,134	66,999	294,583	307,208
Profit/(loss) for the year from continuing operations	528,335	553,749	297,569	(376,104)	869,817	139,354	296,317	47,133	270,438	283,851
Profit/(loss) for the year from discontinued operations	52,805	1,994,653	(22,040)	(24,501)	1,004,554	43,000	—	—	—	—
Profit/(loss) for the year	581,140	2,548,402	275,529	(400,605)	1,874,371	182,354	296,317	47,133	270,438	283,851
Profit/(loss) attributable to ordinary shareholders	580,603	2,546,979	272,337	(402,294)	1,866,780	181,645	295,387	47,036	270,538	283,851
Per Ordinary Share										
Earnings/(loss) (US cents)										
from continuing operations	84.4	88.3	47.1	(60.4)	137.8	22.1	47.2	7.5	43.2	45.4
from discontinued operations	8.4	318.7	(3.6)	(3.9)	160.5	6.9	—	—	—	—
Dividends (US cents)	103.00	103.00	11.00	—	283.80	7.00	11.84	1.88	10.90	11.45
Weighted average number of ordinary shares in issue ('000)	625,793	625,793	625,793	625,793	625,793	625,793	625,793	625,793	625,793	625,793
<b>Consolidated Balance Sheet Data</b>										
Property, plant and equipment	2,777,004	3,350,844	3,780,945	3,798,048	3,860,367	4,205,194	4,664,773	5,320,251	5,608,929	6,020,744
Liquid assets	1,167,924	2,244,865	2,077,087	1,354,387	4,132,897	2,413,132	2,339,531	2,411,085	2,689,754	2,548,976
Assets held for sale	406,232	—	—	1,268,254	—	—	—	—	53,047	—
Liabilities directly associated with assets classified as held for sale	(178,992)	—	—	(142,406)	—	—	—	—	—	—
Other net current (liabilities)/assets	56,348	75,034	342,756	(582,807)	(475,304)	(543,133)	(654,625)	(473,105)	(628,393)	(628,393)
Total assets	5,600,003	7,213,644	7,701,635	7,330,174	9,075,183	7,711,478	8,231,039	8,990,218	9,633,455	9,731,574
Long-term debt	1,870,890	1,864,436	2,218,251	2,135,967	2,416,367	2,233,095	2,325,777	3,265,555	3,595,625	3,663,100
Total long and short-term debt	2,068,798	2,206,184	2,372,146	2,568,022	2,664,122	2,672,206	2,881,530	3,533,865	3,984,502	4,101,719
Net debt/(liquid assets)	900,874	(38,681)	295,059	1,213,635	(1,468,775)	259,074	541,999	1,122,780	1,294,748	1,552,743
Ordinary shareholders' equity	2,727,206	4,176,368	4,387,071	3,944,684	5,548,446	4,233,468	4,481,815	4,470,807	4,634,752	4,797,510
<b>Other Financial Information</b>										
Depreciation	178,761	173,988	181,898	207,275	255,010	242,534	235,346	302,884	323,482	315,426
Capital expenditure	633,128	752,903	650,568	380,161	345,255	744,603	784,562	999,451	848,769	796,720
<b>Consolidated Financial Ratios/Percentages</b>										
Debt to equity ratio	0.76	0.53	0.54	0.65	0.48	0.63	0.64	0.79	0.86	0.85
Net debt/(cash) to equity ratio	0.33	(0.01)	0.07	0.31	(0.26)	0.06	0.12	0.25	0.28	0.32
Return/(loss) on average ordinary shareholders' equity (%)	23.2	73.8	6.4	(9.7)	39.3	3.7	6.8	1.1	5.9	6.0
Accounts payable as a % of revenue	12.2	13.3	12.8	13.8	12.6	11.8	12.1	14.5	14.5	12.6
Accounts receivable as a % of revenue	8.3	12.3	6.7	8.7	7.5	7.8	8.4	8.9	8.8	8.4
Net asset value per ordinary share (US\$)	4.36	6.67	7.01	6.30	8.87	6.76	7.16	7.14	7.41	7.67

Note:

- (1) The results of discontinued operations prior to 2008 have not been restated or reclassified.
- (2) The accounting policy on HKAS 12 'Income taxes' was changed in 2012 and the figures prior to 2010 have not been restated to reflect this change.
- (3) The accounting policy on HKAS 19 Amendment 'Employee Benefits' was changed in 2013 and the figures prior to 2011 have not been restated to reflect this change.

# Corporate Information

## Executive Directors

Mr. Tung Chee Chen  
(Chairman, President and  
Chief Executive Officer)  
Mr. Tung Lieh Cheung Andrew  
Mr. Tung Lieh Sing Alan  
(Chief Financial Officer)

## Non-Executive Director

Professor Roger King

## Independent Non-Executive Directors

Mr. Simon Murray  
Mr. Chow Philip Yiu Wah  
Professor Wong Yue Chim Richard  
Mr. Cheng Wai Sun Edward  
Mr. Kwok King Man Clement

## Company Secretary

Ms. Lammy Lee

## Authorised Representatives

Mr. Tung Lieh Sing Alan  
Ms. Lammy Lee

## Principal Office

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25 Harbour Road, Wanchai  
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## Registered Office

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Bermuda

## Principal Registrar

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Pembroke HM08  
Bermuda

## Branch Registrar

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Services Limited  
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## Listing Exchange

The Stock Exchange of Hong Kong  
Limited  
Stock Code: 316

## Website

<http://www.ooilgroup.com>

## Major Bankers

Bank of America, N.A.  
Bank of China (Hong Kong) Limited  
BNP Paribas  
Citibank, N.A.  
DBS Bank Limited  
HSBC Holdings plc  
HSH Nordbank  
Overseas-Chinese Banking  
Corporation Limited  
Standard Chartered Bank  
(Hong Kong) Limited

## Solicitors

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Hamilton HM11  
Bermuda

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ICBC Tower, Citibank Plaza  
3 Garden Road, Central  
Hong Kong

Slaughter and May  
47th Floor, Jardine House  
One Connaught Place  
Central  
Hong Kong

## Auditor

PricewaterhouseCoopers  
Certified Public Accountants  
22nd Floor  
Prince's Building, Central  
Hong Kong



## Orient Overseas (International) Limited

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