

# 越秀房地產投資信託基金 YUEXIU REAL ESTATE INVESTMENT TRUST

A Hong Kong collective investment scheme under section 104 of the Securities and Futures Ordinance <chapter 571 of the Laws of Hong Kong> (Stock Code: 00405)





# **CONTENTS**

- 2 Performance Summary
- 3 Chairman's Statement
- 10 Yuexiu REIT Profile
- 11 Distribution
- 13 Management Discussion and Analysis
- 13 Business Review
- 21 Financial Review
- 27 Corporate Governance
- 30 Connected Party Transactions
- 42 Report on Review of Interim Financial Information
- 43 Interim Condensed Consolidated Statement of Comprehensive Income
- **45** Interim Condensed Consolidated Balance Sheet
- **48** Distribution Statement
- 50 Interim Condensed Consolidated Statement of Net Assets Attributable to Unitholders and Changes In Equity
- 51 Interim Condensed Consolidated Statement of Cash Flows
- 52 Notes to the Condensed Consolidated Interim Financial Information
- 86 Performance Table
- 87 Corporate and Investor Relations Information

# **PERFORMANCE SUMMARY**

The following is a summary of Yuexiu REIT's financial results during the 2017 Interim Period and the 2016 Interim Period:

(in Renminbi ("RMB"), unless otherwise specified)

	Six months e	nded 30 June	Change Increase/	
	2017	2016	(Decrease) %	
Gross income Net property income Net profit after tax before transactions with Unitholders Interim distribution Earnings per unit Distribution per unit Equivalent to HK\$	909,229,000 644,816,000 1,005,596,000 395,412,000 0.3416 0.1346 0.1566	909,358,000 609,305,000 408,783,000 384,652,000 0.1437 0.1346 0.1570	0.0% 5.8% 146.0% 2.8% 137.7% 0.0% (0.3)%	
	30 June 2017	31 December 2016	Change Increase %	
Portfolio valuation Net assets attributable to Unitholders Net assets attributable to Unitholders per unit	29,635,000,000 14,196,791,000 4.83	28,658,000,000 13,534,400,000 4.63	3.4% 4.9% 4.3%	

Dear Unitholders of Yuexiu REIT,

On behalf of the management team of Yuexiu REIT Asset Management Limited ("Manager"), Manager of Yuexiu Real Estate Investment Trust ("Yuexiu REIT"), I am very pleased to present to you the interim report of Yuexiu REIT for the first half of 2017.

# **RESULTS AND DISTRIBUTION**

During the first half of 2017, the trend of steadily improving economy in China was more apparent. Yuexiu REIT continued to record good operating results with the portfolio of premium properties and excellent efforts made by all members of the management team, and all key operating indicators presented outstanding performance.

LIN ZHAOYUAN Chairman

As at 30 June 2017, the occupancy rate of properties under Yuexiu REIT maintained a relatively high level, with an overall occupancy rate at 97.4%. The seven properties currently owned by Yuexiu REIT include White Horse Building Units ("White Horse Building"), Fortune Plaza Units ("Fortune Plaza"), City Development Plaza Units ("City Development Plaza"), Victory Plaza Units ("Victory Plaza"), Yue Xiu Neo Metropolis Plaza Units ("Neo Metropolis"), Guangzhou International Finance Center ("GZIFC") which are located in Guangzhou and Yue Xiu Tower ("Yue Xiu Tower") which is located in Shanghai, with a total rentable area of 487,324.3 sq.m., of which a total area of 476,624.2 sq.m. was leased out. Among these properties, the occupancy rate of the original five properties was 98.8%, the occupancy rate of offices at GZIFC was 96.2%, the occupancy rate of shopping malls was 96.9%, and the occupancy rate of Yue Xiu Tower was 96.2%.

For the period from 1 January 2017 to 30 June 2017 ("2017 Interim Period"), Yuexiu REIT recorded total operating revenue of approximately RMB909,229,000. Operations of all properties under Yuexiu REIT were stable with continuous steady upward growth.

For the 2017 Interim Period, Yuexiu REIT recorded total distributable income of approximately RMB395,412,000, representing an increase of approximately RMB10,760,000 or approximately 2.8% as compared to the total distributable income of approximately RMB384,652,000 for corresponding period of the previous year. The distribution per unit is approximately HK\$0.1566. Based on the closing price of HK\$4.85 as at 30 June 2017, the interim distribution yield was approximately 6.46%.

#### MARKET REVIEW

In the first half of 2017, profound changes took place in the international state of affairs, with a slowly recovering world economy amid lingering uncertainties and risks. Operation of China's macroeconomy continued the trend of stable improvement since the second half of last year. Under the new normality in economic development, the characteristics of speed changes, structural optimization and momentum conversion were further manifested, and the trend of stable improvement continued to consolidate. According to the data released by the National Bureau of Statistics, national GDP growth in the first half of 2017 increased by 6.9% on a year-on-year basis, and stable operation of the overall economy was achieved. From the speed perspective, despite the slowdown from the high two-digit growth in the past, China was still among the frontrunners of the world's major economies and remained the main driving force for the world's economic growth.

Under the general environment of stable macroeconomic operation, economic development in Guangzhou maintained a stable and improving trend. Industrial transformation and upgrade continued to proceed with accelerated pace in innovation and development. During the first half of the year, regional GDP of Guangzhou was approximately RMB989.148 billion, representing an increase of 7.9% year-on-year, or 1.0 percentage points and 0.1 percentage point higher than the national economic growth rate of 6.9% and the provincial economic growth rate of 7.8%, respectively. The economy of Shanghai accelerated its transformation into a tertiary industry driven economy and economic operation continued to maintain a stable growth momentum, with an increase in positive factors that supported economic development. The regional GDP of Shanghai was approximately RMB1,390.857 billion, representing an increase of 6.9% year-on-year, and was in line with the national GDP growth. Total fixed asset investments completed by Shanghai amounted to RMB298.991 billion, representing an increase of 6.4% as compared to the corresponding period of the previous year, the growth rate was 1.5 percentage point lower on a year-on-year basis.

In the first half of the year, the overall inventory of the Guangzhou Grade A office market was 5.258 million sq.m. Despite continuous new supply to the market, the market demand and supply grew at the same pace and strong net absorption offset the pressure of rising vacancy rate, resulting in 12% vacancy rate of Guangzhou Grade A office market in the second quarter. The strong demand was generated from domestic companies including those of financial services, professional services, science and technology as well as media and telecommunications showing vibrant performance. They sought upgrade and removal which had become the main driving force for the Grade A office market. Market rental was stable in general, the average rental in the second quarter of 2017 was RMB163/ sq.m./month, representing a slight decrease of 0.6% as compared to the corresponding period of the previous year.

In the first half of the year, a number of Grade A office buildings in Shanghai completed construction and were delivered for use, bringing more than 600,000 sq.m. of new supply to the market. As of the second quarter, total inventory of Grade A offices in the market of Shanghai amounted to 6.18 million sq.m. Supply blowout pushed the overall vacancy rate of the market to 12.4%, resulting in significant pressure on rental level and a further declining trend of effective rent. In the first half of the year, average market rental was RMB10.5/sq.m./day. Demand for Shanghai Grade A office market mainly came from the financial services industry and manufacturing enterprises, accounting for approximately 50% of the areas of completed transactions during the first half of the year.

In the specialized market, against a backdrop of excess garment production capacity, massive northward migration of garment processing enterprises in the Pearl River Delta region and the impact of e-commerce, traditional strength of specialized apparel market in Guangzhou were declining rapidly, businessmen generally suffered from difficult operations, market conditions became increasingly challenging, and specialized wholesalers were actively trying to explore future paths for transformation and upgrade by working with the means of e-commerce.

In the retail market, during the first half of the year, total inventory of prime retail properties in Guangzhou was approximately 2.92 million sq.m. Major business districts in Guangzhou have transformed from traditional sales venues into businesses of social experience, household consumption, lifestyle consumption and cultural consumption centers etc., while the markets continued to have deep adjustment, the consumption patterns of the business districts gradually unfolded, and the operation of retail properties became increasingly mature and diversified. Quality branded tenants still remained relatively cautious in selecting locations, while tenants engaged in businesses of catering, children and other lifestyle experiences would maintain stable expansion plans.

In the high-end hotel market, average occupancy rate of the high-end hotel market in Guangzhou region increased significantly and effectively drove the rise of RevPAR. Meanwhile, additional supply in projects competed for same sources of customers, resulting in intensified regional competition. As of June 2017, the average occupancy rate of high-end hotels market was 77.6%, an increase of 6.3 percentage points year-on-year, and the average daily room rate increased by 2.9% on a year-on-year basis to RMB1,118.1 per room. For high-end serviced apartments, the high-end serviced apartments in Guangzhou recorded a slight increase in average room rate, a slight decrease in occupancy rate and a decrease in quality long-lease tenants amidst fierce competition. As of June 2017, average occupancy rate of high-end serviced apartments in Guangzhou was 85.5%, increased by 0.5 percentage points on a year-on-year basis, and an increase of 4.7% in average rental.

#### **BUSINESS OPERATING STRATEGIES**

In response to the dynamic changes in the market, the Manager implemented proactive and flexible tenancy strategies to tap the commercial value of the properties, aiming at achieving long-term sustained business growth and stable rental returns.

The operating performance of GZIFC offices, Fortune Plaza, City Development Plaza, Neo Metropolis and Yue Xiu Tower under Yuexiu REIT have all maintained steady growth. In particular, GZIFC offices have played the role of urban high-rise landmark and actively attracted the world's leading enterprises to make their debut through continuous improvement in customer experience and product competitiveness. Fortune Plaza, City Development Plaza and Neo Metropolis have strived for effective management of matured leases and stabilization of quality customer resources, and Yue Xiu Tower has focused on nurturing cornerstone customers, tapping demand for leases from thriving customers and effectively enhancing customer viscosity.

With respect to retail shopping malls, the "GZIFC Shopping Mall" of the Guangzhou International Finance Center implemented effective tenant restructuring strategies and asset value enhancement measures, and strived to enhance the ambience of flourishing sales and marketing at the mall through the means of, inter alia, optimizing customer groups to attract traffic flows, innovating marketing services, establishing a platform for members, and expanding the brand awareness of "GZIFC Shopping Mall". The "VT101" mall of Victory Plaza implemented active outward expansion strategies to seek breakthroughs in market opportunities and enrich retail brands, which were supplemented by marketing activities with various themes to facilitate maximized retail effects for tenants. As property operations at "GZIFC Shopping Mall" and "VT101" are gradually maturing, the Manager will endeavour to facilitate the sharing of resources between these two malls, and the active construction of a database for commercial brands aiming at laying a foundation for the future development of commercial projects carried out by Yuexiu REIT.

With respect to the specialized apparel market, the Manager was endeavoring to expand and establish sales channels for White Horse Building, enhance the comprehensive competitiveness of White Horse products through the means of, inter alia, attracting tenants with solid strengths, increasing marketing investments, enhancing marketing effectiveness and exploring on the establishment of business lines, delving deeper into the commercial value of White Horse and practically realising the transformation and upgrade of White Horse Building, and, in turn, to further consolidate the leading position of White Horse in the apparel industry.

For hotel and serviced apartments, the Manager focused on attracting new customer sources on the basis of stabilizing original sources of customers through expansion of marketing channels and introduction of new products in dining banquets to effectively enhance the overall operating revenue of Four Seasons Hotel and the Ascott Serviced Apartments, and continued to maintain their leading positions in the hotel and serviced apartments industries. Furthermore, the Manager reduced energy consumption expenses of the hotel and the service apartments through a series of measures, and take advantage of the opportunity in conversion of business tax into value added tax to effectively reduce operating cost and enhance operating profit. On the product aspect, the launch of new products were directed to effectively attract target customers, and technologically advanced products were added to effectively enhance the competitiveness of hotel and serviced apartments. With regard to the aspect of services, operational management and control were strengthened, in-depth analysis of customer satisfaction was carried out to target at enhancing customer experience for further improving customer service standard.

### INVESTMENT AND FINANCIAL STRATEGIES

During the Interim Period of 2017, the Manager continued to implement proactive and prudent investment strategies. The Manager also considered optimizing the portfolio of properties, and pursued other more attractive investments through the disposal of non-core assets with declining growth. In terms of the geographical locations of investment properties, the Manager will focus on domestic cities with greater development potential, captured the development potential of cities and various business opportunities, timely acquisition of commercial projects with capital appreciation potential, with a view to enrich the income sources of the asset portfolio and diversify the locations of properties, minimize the risk of concentration of properties in a single geographical region and reduce the dependence on a single property. Through enhancing the quality of portfolio and the size of assets persistently, the Manager will inject new driving force of growth into Yuexiu REIT to generate continuous and stable returns for Unitholders.

Yuexiu REIT implemented stable and prudent financial policies, the ratio of total borrowings to total assets of the REIT as at 30 June 2017 was maintained at the level of 37.1%, which was well below the upper limit of 45% as stipulated in the REIT Code. The Manager paid close attention to the changes in interest rates and exchange rates, actively expanded the capital channels, avoided exchange rate risks through the purchase of structured forward products against offshore Hong Kong dollar loans; and at the same time adjusted forward upper limit against the trend of future changes in foreign currency to attain the appropriate cost rate.

The Manager continued its work in maintaining a stable credit rating of the REIT. Based on the confidence in Yuexiu REIT's relatively strong operating capability and stable cash flow expectations, the rating agency granted Yuexiu REIT an investment-grade rating with a stable outlook.

# ASSET ENHANCEMENT STRATEGIES

The Manager continued to implement strategic asset enhancement plan and explore opportunities for asset enhancement by reviewing the property portfolio of the REIT on a regular basis, thereby maintaining market competitive advantages and increasing returns of the projects. Meanwhile, the Manager was also committed to optimizing the tenant mix, improving and maintaining good customer relationship continuously and increasing business solicitation by developing multi-channels for solicitation of business resources etc. to achieve a continuous enhancement in the rental value of properties of Yuexiu REIT.

### PROSPECTS

Looking forward to the second half of 2017, there will be limited room for global economic recovery, and downturn is expected in the growth of investment in international trade; collaboration of macroeconomic policies among the world's major economies will decrease, while protectionism for trade and investment will gain ground.

With a changing pace of economic growth in China, periodic pains from structural adjustments, interweaving and switching between old and new motivating forces, the supply-side structural reform is a difficult task. With increasing downside pressure on the economy, increased dilemma is encountered in macroeconomic policies. High leverages and high bubbles have been accumulating in the economy over the long term, it will be more difficult to ensure non-occurrence of systemic financial risk. It is expected that fiscal and monetary policies will continue to support economic growth in the second half of the year, accompanied by the gradual formation of new driving forces arising from transformation and upgrade, the economy of China is expected to extend the L-shape trend and a significant decline in economic growth will not happen.

Benefitted from the stable growth of the domestic macro-economy and the gradual implementation of the Guangdong-Hong Kong-Macau Bay Area initiative, the urban integrated capabilities and regional influence of Guangzhou will be further consolidated and enhanced. It is expected that in 2017-2018, new supply in the Grade A office market in Guangzhou will reduce significantly and a stable vacancy rate will be maintained. With a decrease in market supply, quality Grade A office buildings will have a stronger momentum of rental increase, the traditional business district of Zhujiang New Town will gradually attain a balance in supply and demand, and, in turn, will support the overall rental growth in the city. In the retail property market, concentration in the supply of new projects will appear in the second half of the year with focus on the emerging business district, and the landscape of commercial market in Guangzhou will gradually expand outwards. The wholesale apparel industry will attract more harsh market competition, and the pressure for transformation and upgrade will increase in the traditional physical market. In the second half of this year, new supply in high-end hotels will further segmentalize high-end business clients, market competition among high-end hotels in the region will intensify particularly in the premium banquet market. For high-end serviced apartments, under the impact of factors such as the depressed international economic conditions and geopolitical instability, the sources of quality long-term tenants will reduce and the occupancy rate may decline.

Looking ahead to the future, Shanghai will strive to enhance its functional leading role in the global economy to become a leading city to serve the group of cities in the Yangtze River Delta, as well as the Yangtze River economic belt and the strategies of "One Belt One Road", and endeavours to become an innovation center with global influence, as well as an international core city with a key right of say in the allocation of global resources. During the second half of the year, there will be a large quantity of new supply streaming into the Grade A office market in Shanghai, owners will face more intense competition and will be more cautious on pricing, rentals in the central business district will remain stable and the vacancy rate will increase.

We are cautiously optimistic in our belief that we are benefiting from the steady growth of the PRC economy, on the basis of our premium portfolio of properties coupled with the professional management team of Yuexiu REIT, we will actively seize potential investment opportunities through implementing proactive and prudent leasing strategies complemented with effective property appreciation measures to proactively plan debt restructuring and open up financing opportunities of capital markets to effectively reduce finance costs, aiming at continuously generating stable returns for the Unitholders.

### APPRECIATION

We would like to take this opportunity to express our sincere gratitude to the Board of Directors, senior management and staff for their hard work in the development of Yuexiu REIT, and our heartfelt thanks to the Unitholders, tenants and business partners for their strong support for Yuexiu REIT.

LIN Zhaoyuan Chairman

Hong Kong, 9 August 2017

# YUEXIU REIT PROFILE

### PROFILE OF YUEXIU REAL ESTATE INVESTMENT TRUST ("YUEXIU REIT")

Yuexiu REIT is a Hong Kong real estate investment trust was constituted by a trust deed entered into on 7 December 2005 ("Trust Deed") between HSBC Institutional Trust Services (Asia) Limited as the trustee ("Trustee") and Yuexiu REIT Asset Management Limited as the manager of Yuexiu REIT ("Manager") as modified by a First Supplemental Deed dated 25 March 2008, Second Supplemental Deed dated 23 July 2010 and Third Supplemental Trust Deed dated 25 July 2012 and made between the same parties. Yuexiu REIT was listed on The Stock Exchange of Hong Kong Limited ("Stock Exchange") on 21 December 2005 ("Listing Date").

Yuexiu REIT's property portfolio ("Properties") consists of six commercial properties located in Guangzhou and one commercial property located in Shanghai. Yuexiu REIT is the first listed real estate investment trust in the world which invests in real property in mainland of the People's Republic of China ("PRC").

# DISTRIBUTION

In accordance with the Trust Deed, Yuexiu REIT is required to distribute no less than 90% of Total Distributable Income to the Unitholders. The Manager has intended to distribute to the Unitholders an amount equal to 100% of Yuexiu REIT's Total Distributable Income and Additional Item (as defined in the Offering Circular issued to Unitholders dated 30 June 2012) for the financial year ending for 2017.

The Manager also has the discretion under Yuexiu REIT's trust deed, where there are surplus funds, to distribute additional amounts. At the time of announcing the distribution for any particular year, the Manager shall consider whether to exercise such discretion having regard to factors including but not limited to Yuexiu REIT's funding requirements, its earnings and financial position, its growth strategies, operating and capital requirements, compliance with relevant laws, regulations and covenants (including existing limitations on borrowings as prescribed in the REIT Code), other capital management considerations, the overall stability of distributions and prevailing industry practice.

In light of the above, the Manager has determined that an interim distribution to Unitholders for the 2017 Interim Period will be approximately RMB0.1346 which is equivalent to HK\$0.1566 (June 2016: approximately RMB0.1346 which is equivalent to HK\$0.1570) per unit. Such interim distribution per unit, however, is subject to adjustment once new units are issued to the Manager (in satisfaction of the Manager's fee) prior to the record date for the 2017 interim distribution. A further announcement will be made to inform Unitholders of the interim distribution per unit for the 2017 Interim Period.

The 2017 interim distribution amounted to approximately RMB395,412,000 which is equivalent to HK\$460,049,000 (June 2016: approximately RMB384,652,000 which is equivalent to HK\$448,587,000), includes an amount of approximately RMB51,962,000 (2016: RMB177,000,000), that is capital in nature. The total distribution amount for the Interim Period comprises the distributable amount calculated pursuant to the formula set out in the Trust Deed plus a further distribution of approximately RMB100,951,000 having regard to the abovementioned discretion of the Manager under Yuexiu REIT's trust deed to distribute excess amounts where it has surplus funds. Further details regarding the breakdown of the total distributable amount are set out in the Distribution Statement.

Distribution payable to Unitholders is paid in Hong Kong dollar. The exchange rate adopted by the Manager is the central parity rate, as announced by the People's Bank of China, for the five business days preceding the date of declaration of distribution.

# DISTRIBUTION

#### **Distribution Per Unit**

Distribution to Unitholders for the 2017 Interim Period is HK\$0.1566 (June 2016: HK\$0.1570) per unit, represents a yield of approximately 3.23% (June 2016: 3.59%) based on the closing price of HK\$4.85 per unit as at 30 June 2017 (30 June 2016: HK\$4.39). This represents an annualized distribution yield of 6.46%.

# **CLOSURE OF REGISTER OF UNITHOLDERS**

The record date for the interim distribution will be 15 September 2017. The register of Unitholders will be closed from 15 September 2017 to 18 September 2017, during which period no transfer of units will be effected. In order to qualify for the distribution, all Unit certificates with the completed transfer forms must be lodged with Yuexiu REIT's unit registrar, Tricor Investor Services Limited, at 22/F, Hopewell Centre, 183 Queen's Road East, Hong Kong, no later than 4:30 p.m. on 14 September 2017. The 2017 interim distribution will be paid on 26 October 2017 to the Unitholders whose names appear on the register of Unitholders on 15 September 2017.

#### **BUSINESS REVIEW**

### **Steady Growth in Operating Results**

In the first half of 2017, the macro-economy of China recorded stable growth, Yuexiu REIT continued to implement active leasing and asset management strategies, its properties continued to achieve excellent results in performance, many operation indicators performed favourably against the trend, competitiveness of properties increased further, establishing a solid foundation for income growth and sustainable development in the future for Yuexiu REIT.

#### **Property Portfolio**

As at 30 June 2017, Yuexiu REIT's portfolio of properties consisted of seven properties, namely, White Horse Building Units ("White Horse Building"), Fortune Plaza Units ("Fortune Plaza"), City Development Plaza Units ("City Development Plaza"), Victory Plaza Units ("Victory Plaza"), Yue Xiu Neo Metropolis Plaza Units ("Neo Metropolis"), Guangzhou International Finance Center ("GZIFC"), which are located in Guangzhou, and Yue Xiu Tower ("Yue Xiu Tower"), which is located in Shanghai. The aggregate area of ownership of the properties was approximately 743,106.2 sq.m. and the total rentable area was 487,324.3 sq.m. (excluding 7,544.7 sq.m. of parking space and 4,528.0 sq.m. of clubhouse and common facilities area of Neo Metropolis; 91,460.9 sq.m. of hotel, 51,102.3 sq.m. of serviced apartments and 76,512.3 sq.m. of parking space and other ancillary facilities area of GZIFC; and 13,502.6 sq.m. of parking space and 2,610.4 sq.m. of specific purpose area of Yue Xiu Tower; and the following statistics of both aggregate rented area and occupancy rate have excluded the above areas).

# **Property Valuation**

According to a revaluation performed by an independent professional valuer, Vigers Appraisal and Consulting Limited, on the portfolio of properties of Yuexiu REIT, the revalued market valuation was approximately RMB29,635 million as at 30 June 2017, representing an increase of RMB977 million or 3.4% over the valuation as at 31 December 2016.

The following table summarizes the valuation of each of the properties as at 30 June 2017 and 31 December 2016:

		Valuation	
	Valuation as	as at 31	
	at 30 June	December	Increase
	2017	2016	percentage
	RMB	RMB	
Name of property	million	million	
White Horse Building	4,900	4,885	0.3%
Fortune Plaza	1,135	980	15.8%
City Development Plaza	934	811	15.2%
Victory Plaza	888	880	0.9%
Neo Metropolis	1,105	912	21.2%
GZIFC	17,653	17,190	2.7%
Yue Xiu Tower	3,020	3,000	0.7%
Total	29,635	28,658	3.4%

#### Particulars of the properties are as follows:

Property	Туре	Location	Year of Completion	Area of Ownership	Total Rentable Area	Property Occupancy Rate <sup>(1)</sup>	Unit Rent <sup>(1)</sup> (VAT inclusive) (RMB/sq.m.	Unit Rent <sup>(1)</sup> (VAT exclusive) (RMB/sq.m.
				(sq.m.)	(sq.m.)		/month)	/month)
White Horse Building	Wholesale mall	Yuexiu District	1990	50,199.3	50,128.9	100.0%	657.2	625.9
Fortune Plaza	Grade A office	Tianhe District	2003	41,355.2	41,355.2	97.7%	157.3	149.8
City Development Plaza	Grade A office	Tianhe District	1997	42,397.4	42,397.4	96.9%	139.9	133.3
Victory Plaza	Retail shopping mall	Tianhe District	2003	27,698.1	27,262.3	100.0%	194.9	185.6
Neo Metropolis	Commercial complex	Yuexiu District	2007	61,960.0	49,887.3 (2)	99.5% (2)	117.9	112.3
GZIFC	Commercial complex	Tianhe District	2010	457,356.8	230,266.9 (3)	96.4% (3)	210.9	200.9
Including:	Grade A office			267,804.4	183,539.6 <sup>(3)</sup>	96.2% (3)	236.7	225.4
	Retail shopping mall			46,989.2	46,727.3	96.9%	110.6	105.3
	Hotel			91,460.9 (4)	N/A	N/A	N/A	N/A
	Serviced apartments			51,102.3	N/A	N/A	N/A	N/A
Yue Xiu Tower	Commercial complex	Shanghai Pudong						
		New District	2010	62,139.4	46,026.3 (5)	96.2%	275.6	262.5
Total				743,106.2	487,324.3	97.4%	242.7	231.2

Notes:

(1) As at 30 June 2017;

- (2) Excluding 7,544.7 sq.m. of parking space and 4,528.0 sq.m. of clubhouse and common facilities area;
- (3) Excluding 76,512.3 sq.m. of parking space area and other facilities area;
- (4) Including 2,262.0 sq.m. of hotel ancillary facilities and fire refuge floor area;
- (5) Excluding 13,502.6 sq.m. of parking space and 2,610.4 sq.m. of specific purpose area (management office, owners' committee office, bicycle parking space and refuge floor).

# Occupancy rate remained at relatively high level

As at 30 June 2017, the overall occupancy rate of the properties was approximately 97.4%, whereas the occupancy rate of the original five properties was 98.8% and remained operating at high level. The overall occupancy rate of GZIFC was 96.4%, of which the occupancy rate of offices was 96.2% and the occupancy rate of retail shopping mall was 96.9%.

The following table sets out a comparison of occupancy rates in respect of all the properties between the current reporting period and the corresponding period of the previous year:

			Percentage
	Occupancy	Occupancy	Increase/
	rate as at	rate as at	(decrease) as
	30 June	30 June	compared to
Name of property	2017	2016	30 June 2016
White Horse Building	100.0%	100.0%	0.0%
Fortune Plaza	97.7%	97.2%	0.5%
City Development Plaza	96.9%	97.2%	(0.3)%
Victory Plaza	100.0%	100.0%	0.0%
Neo Metropolis	99.5%	99.6%	(0.1)%
Subtotal of original projects	98.8%	98.8%	0.0%
GZIFC Offices	96.2%	96.1%	0.1%
GZIFC Shopping Mall	96.9%	97.9%	(1.0)%
Subtotal of GZIFC	96.4%	96.5%	(0.1)%
Yue Xiu Tower	96.2%	100.0%	(3.8)%
Total	97.4%	97.8%	(0.4)%

Operational Property	Туре	Commencement of Operation	Area of Ownership (sq.m.)	No. of Units (units)	Average Occupancy Rate <sup>(1)</sup>	Average Rent <sup>(1)</sup> (VAT inclusive) (RMB/ room/day)
Four Seasons Hotel Guangzhou <sup>(2)</sup>	Five star hotel	August 2012	91,460.9	344	82%	1,985
Ascott Serviced Apartments <sup>(2)</sup>	High-end serviced apartments	September 2012	51,102.3	314	93%	1,046

Notes:

(1) From 1 January 2017 to 30 June 2017;

(2) Both hotel and serviced apartments are entrusted operators.

#### **Revenue remained unchanged**

During the interim period of 2017, the properties of Yuexiu REIT recorded total revenue of approximately RMB909.2 million, representing a decrease of approximately RMB0.2 million as compared to the corresponding period of the previous year. White Horse Building, Fortune Plaza, City Development Plaza, Victory Plaza, Neo Metropolis, GZIFC and Yue Xiu Tower accounted for approximately 20.9%, 3.8%, 3.5%, 3.6%, 3.7%, 56.9% and 7.6% respectively of the total revenue.

No bad debt was recorded during the reporting period.

The following table sets out a comparison of revenue from the properties between the reporting period and the corresponding period of the previous year:

Name of Property	Revenue for the interim period of 2017 RMB million	Revenue for the interim period of 2016 RMB million	Increase/ (decrease) as compared to interim period of 2016 RMB million	Increase/ (decrease) in revenue from properties percentage
White Horse Building Fortune Plaza City Development Plaza Victory Plaza Neo Metropolis	189.9 34.4 31.6 32.8 33.2	202.0 35.5 31.4 32.0 32.1	(12.1) (1.1) 0.2 0.8 1.1	(6.0) (3.1) 0.6 2.5 3.4
Subtotal of original properties	321.9	333.0	(11.1)	(3.3)
GZIFC Yue Xiu Tower	517.7 69.6	509.4 67.0	8.3 2.6	1.6 3.9
Total	909.2	909.4	(0.2)	0.0

#### White Horse Building - increased channel expansion, enhanced product competitiveness

During the first half of the year, the Manager dedicated efforts to pursue product enhancements in the White Horse market, and increased the competitiveness of White Horse products through the means of, inter alia, introducing external quality customers, regulating operating behavior of tenants internally and establishing interview and communication mechanism for tenants. The Manager successfully completed the tenancy renewal for the stores on the 8/F and the rental level was quite ideal while keeping quality brand customers. Meanwhile, the Manager actively carried out upgrades and transformation for the common area on the 4/F, which promoted the overall image of the stores and created an attractive shopping environment. It is expected that the transformation will be completed in the second half of the year. In terms of marketing, White Horse appeared in the form of "Brand Collection House" for the first time in the China International Fashion Fair — CHIC, participating tenants reaped good harvest and achieved better-than-expected results in the event. The Manager also consolidated external resources actively, marketing and publicity activities between business circles of wholesalers and core retailers were organized jointly with branded manufacturers to enhance the business operating atmosphere within the premises, which further enhanced the brand recognition of White Horse Building and consolidated its benchmark position in the industry.

# Fortune Plaza, City Development Plaza, Yue Xiu Neo Metropolis Plaza — performed sound management on lease renewals to stabilize quality customers

During the first half of the year, lease expiry management was strengthened in the three office projects of Fortune Plaza, City Development Plaza and Yue Xiu Neo Metropolis Plaza. On the one hand secured successful lease renewals with the core tenants, including the successful lease renewals with numerous key tenants at Fortune Plaza, and early completion was achieved on signing contracts with over 60% of tenants with expired leases contracts. Neo Metropolis Plaza accomplished lease renewal successfully with the key podium tenant, one of the top 10 key tenants, and raised rent after renewal by 6% higher than that of the existing contract. City Development Plaza captured the opportunity of tenant relocation from the entire 19th floor to successfully attract the tenancy of a growth enterprise. Under the premise of ensuring a high occupancy rate of the properties, the rental level of renewed leases recorded satisfactory rate of increase.

On the other hand optimization of tenant mix was actively pursued, by seizing the opportunity of lease expiry at the podium mall of the Neo Metropolis Plaza during the first half of the year, operations of tenants inconsistent with the positioning of the plaza were adjusted to optimize the tenant mix, more diverse business types were brought to the mall, which resulted in enhancement of the podium image and satisfaction of tenants, and a notable increase in the operating revenue from the podium. City Development Plaza had smoothly and successfully removed tenants of high risk and densely populated office area to control risk effectively and prevent the occurrence of risky events. Meanwhile, the Manager enhanced customer service standard based on the concept of "Customer First", and initial results in SGS mystery shoppers and satisfaction enhancement tasks were achieved effectively, the viscosity of customers was further enhanced.

#### Victory Plaza — continued efficient marketing, enriched retails brands

During the first half of the year, the Manager responded proactively to the intense market competition in the Tianhe business district in Guangzhou and adopted active outward expansion strategies to seek market breakthroughs and overcame the challenges in tenancy solicitation for shopping malls. The popular brands of red tea beverage "Hey Tea" ( 喜茶 ) and cosmetics "nine house" among young consumers over internet were successfully secured as tenants to enrich the retail brands at the mall; lease renewal for Ooh Optical was also secured with significant increase in unit rent. Moreover, the Manager consolidated internal and external resources to organize marketing activities in an orderly and efficient manner. Six key sectors including thematic marketing, festival marketing, weekend marketing, member marketing, cultural and charitable marketing and sports fans marketing were established. A total of 30 marketing events were organized during the first half of the year through connecting with various external resources and joint activities with merchants. Through active consolidation of internal resources and collaboration with the merchants of "Sushi Sei" (誠壽司) and "Genki Sushi" (元氣壽司), exclusively designed brand publicity and sales promotion activities were carried out, the merchant brands were further promoted, customer flow for both the merchants and the shopping mall were also increased as a result. The brand influence of "VT101" continued to expand. The key tenant "UNIQLO" of Victory Plaza met the needs of consumers proactively and formulated new operation strategies, through the approaches of, among other things, extended business hours and innovative marketing promotions, marketing results were boosted effectively.

# Guangzhou International Finance Center — operating results of office buildings remained stable, with increased visibility of the shopping podium

Under pressures of increased supply of Grade A office, a slowdown in market demand and early termination of rental by some customers, GZIFC still managed to achieve relatively satisfactory performance on the basis of an excellent business solicitation team, accurate leasing strategies and risk response measures as well as effective customer relationship management. As at 30 June 2017, GZIFC offices recorded an occupancy rate of 96.2%, which was increased by 0.1% from the same period of last year. The Manager actively responded to market competition by prior renewal of lease to stabilize quality tenants of the building. In the first half of the year, lease renewal with a number of key tenants was completed with satisfactory growth in renewal rent. The Manager also strived to maintain customer relationships and enhance property value and investment return. Through comprehensive deepening of the 6S Star Diamond services and initiating the green building LEED certification, the Manager enhanced customer experience and consolidated the iconic image of high-end efficient business platform. In respect of customer service, the Manager continued to optimize the service process, strengthen staff training, customize professional services and so on to gradually improve the management services standards of high-rise buildings to escalate the service quality of GZIFC.

Centering around the "GZIFC Shopping Mall", the podium shopping mall at GZIFC, the Manager further optimized the tenant portfolio and enriched the business models of commodities in the first half of the year by introducing well-known restaurants, convenience stores, fitness centers and culture types of brands to become tenants and successfully commenced business to cope better with the needs of the surrounding consumer groups. The fifth floor of the "GZIFC Shopping Mall" re-opened for operation in the first half of the year, recording daily passenger flow exceeding 50,000 people which was a record high. In respect of marketing and promotion, centering around the theme of "environmental protection and energy conservation", the Manager carried out planning closely related to major festivals, public information, global hot spots etc., and closely cooperated with government bodies, major shop tenants and office tenants to integrate onsite and offsite media, platforms of all kinds of institutions and surrounding public facilities and so on to provide shop tenants with positive and effective publicity and promotion channels. Abundant and enriched marketing activities such as the "Pleasurable" 214 Valentine's Day Show ("賞心樂 意" 214 情人節展示 ) interactive activities, the "Flowery March ( 花漾三月 )" theme activities, and the "Blue Earth ( 蔚 藍地球)" exhibiting environmental arts innovation, which greatly augmented the reputation and publicity of GZIFC. Meanwhile, the Manager also proceeded with construction of the GZIFC membership platform using the parallel operation model of "Weimob + Wechat Service Account" to enhance the interaction between the shopping mall and consumers.

In the first half of the year, newly supplied projects in high-end hotel market of the Guangzhou region competed for customer source in the market leading to increased regional competition. In respect of high-end serviced apartments, the average room rate in the market increased slightly while the occupancy rate decreased, quality long term lessees decreased, and market competition remained fierce. Through implementing active supervisory measures such as intensified benchmark analysis of market information, broadening marketing channels, real-time monitoring of room rates, analysis of supply and demand changes as well as cost control, the Manager effectively monitored the operating conditions of Four Seasons Hotel and the Ascott Serviced Apartments. As of June 2017, the average occupancy rate of Four Seasons Hotel was higher by 8.7 percentage points when compared with direct competitors, but its average room rate was 32.7% higher and its Revenue Per Available Room ("RevPAR") was 48.6% higher, with good performance in operating results. The average occupancy rate of the Ascott Serviced Apartments was 6.4 percentage points higher when compared with direct competitors and its average room rate was 44.2% higher with excellent performance in operating results.

## Yue Xiu Tower – optimized lease management and nurtured cornerstone customers

Faced with the blowout of new supply of Grade A offices in Shanghai and the impact of government policies in the first half of the year, the Manager actively responded to the pressures and challenges by timely adjusting the leasing strategy, adopting a prudent operation strategy and implementing prudent strategy to ensure the occupancy rates. Quality tenants of the building were successfully retained by engaging in negotiations six months ahead for lease renewal; continuous optimization of tenant structure was carried out with focus on sustainable customers; priority was given to meet the needs of tenants so as to effectively enhance customer viscosity and cultivate cornerstone customers of the building. The Manager was highly concerned about experience of tenants of the building by optimizing and adjusting outsourced service providers to carry out and implement annual capital improvement and sporadic projects, aiming to further meeting customer demand for quality through continuous improvement of hardware and software services.

# Actively pursued progress in asset enhancement work, to realize preservation and appreciation in property values

In the first half of the year, the Manager continued to invest in various asset enhancement and renovation work, including the security system upgrade and renovation work for the GZIFC offices; the upgrade and renovation work for the bathrooms, door closers and air conditioning outlets of guest rooms in the Ascott Serviced Apartments; the image upgrade and renovation work for the 1st floor lobby, the 6th floor golf putt driving range, the conference rooms, the clubhouse and the public corridors of the Ascott Serviced Apartments; the image enhancement work for the public areas on the fourth floor of White Horse Building, as well as the enhancement work for the renovation of restrooms and pantries in the public areas and the renovation of roof waterproofing of Yue Xiu Tower, for an investment cost of more than RMB20 million to continuously enhance the operation efficiency and business environment of the project.

In the second half of the year, the Manager will plan to focus on investment in capital enhancement work for GZIFC, White Horse Building, Yue Xiu Tower to realize the preservation and appreciation in property value.

# Examined the REIT's property portfolio, sought development opportunities and optimized the asset structure

In the first half of the year, the Manager continued to conduct market research and continuously examined the REIT's existing property portfolio. Meanwhile, the Manager implemented an investment strategy of actively seeking and making prudent decision to look for high-quality projects from inside and outside, with a focus on investment opportunities in first-tier cities such as Beijing and Shanghai as well as in core areas of key cities such as Wuhan and Hangzhou in order to seek the structural optimization of the REIT's assets and enhance the interests of unit holders of the REIT.

#### Continuously optimized the debt structures and actively managed foreign exchange risks

To reduce the risk of volatile RMB exchange rate, the Manager actively adopted risk management on foreign exchange. In the first half of 2017, the Manager implemented plans for financing hedging to lock exchange rate through purchase of foreign currency financing hedging products. In the first half of the year, the overall finance costs of Yuexiu REIT continued to reduce and the average finance costs decreased to 2.98% from 3.29% at the beginning of the year.

# FINANCIAL REVIEW

# **Financial Results**

Although rental income dropped, net property income was higher than the Interim Period of 2016. The following is a summary of Yuexiu REIT's financial results during the 2017 Interim Period:

	Six months e	nded 30 June	
	2017	2016	Increase/
	Unaudited	Unaudited	(decrease)
	RMB'000	RMB'000	%
Gross income	909,229	909,358	0.0%
Hotel and serviced apartments direct expenses	(150,315)	(142,136)	5.8%
Leasing agents' fee	(20,175)	(20,540)	(1.8)%
Property related taxes (Note 1)	(88,355)	(131,209)	(32.7)%
Other property expenses (Note 2)	(5,568)	(6,168)	(9.7)%
Total property operating expenses	(264,413)	(300,053)	(11.9)%
Net property income	644,816	609,305	5.8%
Withholding tax	(28,923)	(31,645)	(8.6)%
Depreciation and amortization	(80,198)	(78,062)	2.7%
Manager's fees	(64,953)	(60,326)	7.7%
Trustee's fees	(4,593)	(4,400)	4.4%
Other trust expenses (Note 3)	(20,684)	(10,035)	106.1%
Total non-property operating expenses	(199,351)	(184,468)	8.1%
Profit before finance costs, finance income			
and tax	445,465	424,837	4.9%
Finance income	238,573	14,726	1,520.1%
Finance expenses	(189,724)	(360,143)	(47.3)%

	Six months e	nded 30 June	
	2017	2016	Increase/
	Unaudited	Unaudited	(decrease)
	RMB'000	RMB'000	%
Profit before tax	494,314	79,420	522.4%
Income tax expenses	(196,956)	(171,004)	15.2%
Net profit/(loss) after tax before fair			
value gains on investment properties			
& fair value loss on derivative			
financial instruments	297,358	(91,584)	424.7%
Fair value gains on investment properties	809,189	500,367	61.7%
Fair value loss on derivative financial instruments	(100,951)		N/A
Net profit after tax before transactions			
with Unitholders	1,005,596	408,783	146.0%

Note 1: Property related taxes include real estate tax, land use right tax, urban construction and maintenance tax, education surcharge, local education surcharge and stamp duties.

Note 2: Other property expenses include valuation fee, insurance premium and other expenses incurred at the level of the properties.

Note 3: Other trust expenses include audit fees, printing charges, unit registrar's fees, listing fees, legal advisory fees, exchange differences and miscellaneous expenses.

Gross income comes from office, wholesales, retails, hotel and serviced apartments. The following table shows an analysis of gross income:

	Six months ended 30 June			
(RMB'000)	2017	2016		
Office	406,885	406,951		
Wholesales	189,859	201,957		
Retails	61,330	69,219		
Hotel and serviced apartments	251,155	231,231		
Total	909,229	909,358		

Net property income amounted to approximately RMB644,816,000 (2016: RMB609,305,000), being the income after deduction of hotel and serviced apartments direct expenses, property related taxes, leasing agents' fees and other property operating expenses, representing approximately 70.9% of total gross income. The table below sets out an analysis of net property income:

	Six months ended 30 June		
(RMB'000)	2017	2016	
Office	344,432	323,774	
Wholesales	159,648	162,440	
Retails	51,718	56,011	
Hotel and serviced apartments	89,018	67,080	
Total	644,816	609,305	

Upon the implementation of the VAT reform, and separation of price and tax, our revenue decreased but the costs and expenses were adjusted accordingly. For example, payment for business tax was no longer required, property tax, leasing agent fees and withholding tax deceased in proportion to the decrease in income. At the same time, due to the adjustment of the business structure for the shopping podium of GZIFC, a one-off non-cash rental reduction had incurred in the first half of 2017.

Hotel and serviced apartments direct expenses were RMB150,315,000, an increase of 5.8% as compared with the 2016 Interim Period. It was mainly because of an increase of the occupancy rate from hotel and serviced apartments.

Leasing agents' fee decreased by approximately 1.8% as compared with the 2016 Interim Period. It was mainly because of the decreased rental income from wholesales and shopping mall.

Property related tax decreased by approximately 32.7% as compared with the 2016 Interim Period. It was mainly because of the replacing of business tax with value-added tax (VAT), and from May 2016 onwards, no payment of business tax is required.

Depreciation and amortization charge was mainly because of the fact that hotel and serviced apartments were booked as fixed assets incurring the depreciation and amortization charge.

As Renminbi appreciated against Hong Kong dollar and US dollar in the Interim Period, the bank borrowings denominated in Hong Kong Dollar, United States Dollar and secured note loans denominated in United States Dollar resulted in an exchange gain of approximately RMB223,900,000 (2016: an exchange loss of approximately RMB172,283,000). The finance expenses incurred for the Interim Period amounted to approximately RMB189,724,000 (2016: RMB187,060,000).

Profit after tax before transactions with Unitholders amounted to approximately RMB1,005,596,000 (2016: RMB408,783,000), which represented an increase of 146.0%, mainly due to the exchange gain from Renminbi appreciation against Hong Kong dollar and US dollar in the 2017 Interim Period, and fair value gain from investment properties.

#### **New Units Issued and Unit Activity**

In respect of the partial settlement of Manager's fee during the relevant period, Yuexiu REIT issued 14,401,158 new units at HK\$4.624 per unit on 10 March 2017. As at 30 June 2017, a total of 2,936,181,642 units were issued by Yuexiu REIT.

The Unit price of the Yuexiu REIT reached a high of HK\$4.90 and a low of HK\$4.08 during the 2017 Interim Period. The average trading volume amounted to approximately 6,559,000 Units per day during the 2017 Interim Period (2016: 3,942,000 Units).

#### **Deferred Units**

According to the Offering Circular in relation to the acquisition of GZIFC dated 30 June 2012, commencing from 31 December 2016, the REIT will, on 31 December of each year, issue to Yuexiu Property (or YXP Nominee) such number of Deferred Units as shall be equal to the maximum number of Units that may be issued to Yuexiu Property (or YXP Nominee) and its concert parties which, when aggregated with the Manager Fee Units that are expected to be issued during the period of 12 months after the relevant Issue Date, will not trigger an obligation on the part of Yuexiu Property (and parties acting in concert with it) to make a mandatory general offer under Rule 26 of the Takeovers Code for all Units not already owned or agreed to be acquired by them at the relevant time. Based on the Illustrative Financing Structure and assuming that no additional Units are issued post-Completion (other than Manager Fee Units), it is expected that all of the deferred units will be issued by 31 December 2023.

On 31 December 2016, Yuexiu REIT issued 64,879,000 Units to a wholly-owned subsidiary of Yuexiu Property Company Ltd and the remaining balance of deferred units were approximately 668,401,000 units.

# **Net Asset Value**

The net assets (including net assets attributable to deferred unitholders) attributable to existing Unitholders per unit as at 30 June 2017 was approximately RMB4.83 (31 December 2016: RMB4.63).

### CAPITAL AND FINANCIAL STRUCTURE

Group's borrowings are as follows:

	As at 30 June 2017 RMB'000	As at 31 December 2016 RMB'000
Bank borrowings and notes		
Denominated in RMB	3,021,280	4,165,500
Denominated in HKD	4,217,837	3,370,740
Denominated in USD	4,289,050	4,388,746
Total bank borrowings and notes	11,528,167	11,924,986
Maturity analysis		
Within one year	2,933,516	1,503,357
Two to five year	6,244,471	8,408,329
Beyond five year	2,350,180	2,013,300
The effective interest rate (per annum) of		
the borrowings and notes at the balance sheet		
RMB	4.31%	4.34%
HKD	1.90%	2.52%
USD	3.11%	2.90%

The Manager also adopted a series of liquidity management measures. It reduced the annual interest rate and managed the foreign exchange risk.

As at 30 June 2017, Capped Forward hedging was applied to certain foreign bank loans to fix the RMB exchange rate. The total loan amount is approximately RMB3,175,000,000.

In May 2017, Yuexiu REIT entered into a HK\$2.95 billion loan facility with certain banks and part of the loan amounting to HK\$2.1 billion was drawn down to repay the matured HKD loan facility. Also the annual interest rate is reduced.

As at 30 June 2017, total borrowings of Yuexiu REIT amounted to approximately RMB11,528,167,000, which represented approximately 37.1% of total assets of Yuexiu REIT.

The abovesaid gearing ratio was below the maximum borrowing limit of 45% as stipulated in the REIT Code.

As at 30 June 2017, total liabilities of Yuexiu REIT (excluding net assets attributable to Unitholders) amounted to approximately RMB16,779,497,000, representing approximately 54.0% of total assets of Yuexiu REIT.

## **Cash Position**

Cash and cash equivalents and short-term deposit balance of Yuexiu REIT as at 30 June 2017 amounted to approximately RMB796,336,000. Yuexiu REIT has sufficient financial resources to satisfy its financial commitments and working capital requirements.

The Manager has adopted a prudent approach in cash management to ensure flexibility to meet the operational needs and the distributions of Yuexiu REIT.

### **REVIEW OF FINANCIAL RESULTS**

The results of Yuexiu REIT for the 2017 Interim Period have been reviewed by the Disclosures Committee and Audit Committee of the Manager and by Yuexiu REIT's auditor in accordance with Hong Kong Standards on Review Engagements 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants.

### **ISSUANCE OF 2017 INTERIM REPORT**

The interim report of Yuexiu REIT for the six months ended 30 June 2017 will be published on the websites of the Stock Exchange and Yuexiu REIT, and will be sent to Unitholders on or before 31 August 2017.

#### **REPURCHASE, SALE OR REDEMPTION OF UNITS**

Yuexiu REIT may, subject to the fulfillment of certain requirements, purchase its own Units on the Stock Exchange. During the 2017 Interim Period, there was no repurchase, sale or redemption of units of Yuexiu REIT by Yuexiu REIT or any of its subsidiaries.

#### SUMMARY OF ALL REAL ESTATE SALES AND PURCHASES

Yuexiu REIT or any of its subsidiaries did not enter into any real estate sale and purchase during the 2017 Interim Period.

#### **EMPLOYEES**

As at 30 June 2017, Yuexiu REIT employed 679 and 129 employees in China for hotel operation and for serviced apartments operation through its subsidiaries respectively, mainly to fulfill its operating functions and provision of service for hotel and serviced apartments.

Save as disclosed above, Yuexiu REIT is managed by the Manager. Yuexiu REIT does not employ any staff directly.

# **CORPORATE GOVERNANCE**

The Manager has adopted an overall corporate governance framework of the Code of Best Practice which is designed to promote the operation of Yuexiu REIT in a transparent manner with built-in vertifications and checks to evaluate the performance of the Manager, and consequently sustains the success of Yuexiu REIT which it manages.

The Manager has adopted a compliance manual (the "Compliance Manual") for use in relation to the management and operation of Yuexiu REIT which includes key policies and procedures to maintain a high standard of corporate governance.

During the 2017 Interim Period, the Manager has complied with the provisions of the Compliance Manual for its management of Yuexiu REIT.

# AUTHORISATION STRUCTURE

Yuexiu REIT is a unit trust authorised by the SFC under section 104 of the SFO and regulated by the provisions of the REIT Code. The Manager has been authorised by the SFC under section 116 of the SFO to conduct the regulated activity of asset management. The Manager has three persons who are approved as Responsible Officers pursuant to the requirements of section 125 of the SFO and Rule 5.4 of the REIT Code, and Mr. Lin Deliang, the Executive Director of the Manager, is also Responsible Officer of the Manager pursuant to the requirements of section 125 of the SFO. Mr. Cheng Jiuzhou and Mr. Kwan Chi Fai are also Responsible Officers.

The Trustee is registered as a trust company under section 77 of the Trustee Ordinance (Chapter 29) and is qualified to act as a trustee for authorised collective investment schemes under the SFO and the REIT Code.

#### ROLES OF THE TRUSTEE AND MANAGER

The Trustee is responsible under the Trust Deed for, amongst other things, the safe custody of the assets of Yuexiu REIT held by it on behalf of Unitholders. The Manager's role under the Trust Deed is to manage Yuexiu REIT in accordance with the Trust Deed and, in particular, to ensure that the financial and economic aspects of Yuexiu REIT's assets are professionally managed in the sole interests of the Unitholders.

# FUNCTIONS OF THE BOARD

The board of Directors of the Manager ("Board") currently comprises eight members, four of whom are INEDs.

The Board principally oversees the day-to-day management of the Manager's affairs and the conduct of its business, it is also responsible for the overall governance of the Manager. The Board's function is largely separated from, and independent of, the executive management function. The Board leads and guides the Manager's corporate strategy and direction. Day-to-day management functions and certain supervisory functions have been delegated to relevant committees of the Board and a schedule of matters specifically reserved for the Board has been formally adopted. The Board exercises its general powers within the limits defined by the Manager's articles of association ("Articles of Association"), with a view to ensuring that management discharges its duties and is compensated appropriately, and that sound internal control policies and risk management systems are maintained. The Board will also review major financial decisions and the performance of the Manager. In accordance with the REIT Code, the Manager is required to act in the best interests of the Unitholders, to whom it owes a fiduciary duty.

# **CORPORATE GOVERNANCE**

#### **BOARD COMMITTEES**

The Board has the power to delegate to committees consisting of its appropriate members as it thinks fit. Various committees have been established to assist the Board in discharging its responsibilities. The committees of the Board have been set up with clear scope of responsibilities to review specific issues or items and submit their findings and recommendations to the full Board for consideration and endorsement. Unless the decision making power has been vested in the relevant committee by the Board, the ultimate responsibility for making final decisions rests with the full Board and not the committees.

The committees of the Board are as follows:

#### **Audit Committee**

The Audit Committee comprises INEDs only (at least one of whom must have appropriate professional qualifications or accounting or related financial management expertise) and should have at least three members. Among other matters, it reviews the completeness, accuracy and fairness of Yuexiu REIT's financial statements and considers the scope, approach and nature of internal and external audit reviews, and is responsible for the overall risk management.

### **Finance And Investment Committee**

The Finance and Investment Committee comprises seven Directors, including the Chairman, the Chief Executive Officer, Deputy CEO and at least one INED. It is responsible for, among other matters, evaluating and making recommendations on proposed acquisitions and disposals of assets proposed by the Manager and Yuexiu REIT, approving budgets and reviewing actual expenses on all key expenditures and reviewing the quarterly financial performance, forecasts and annual financial plan of the Manager and Yuexiu REIT. The Finance and Investment Committee also reviews and recommends changes to financial authorities, policies or procedures in areas such as accounting, taxes, treasury, distribution payout, investment appraisal, management and statutory reporting.

#### **Disclosures Committee**

The Disclosures Committee comprises the Chief Executive Officer and at least one INED. Among other matters, it is responsible for reviewing matters relating to the regular, urgent and forward looking disclosure of information to Unitholders and public announcements and circulars. The Disclosures Committee also oversees compliance with applicable legal requirements (including those relating to Yuexiu REIT's connected party transactions) and the continuous accuracy, clarity, completeness and distribution of information disseminated by the Manager and Yuexiu REIT to the public and applicable regulatory agencies.

#### **Remuneration and Nomination Committee**

The Remuneration and Nomination Committee comprises the Chairman and at least three other Directors, one of whom must be an INED. Among other matters, it reviews the terms and conditions of employment of all staff and Directors (other than the members of the Remuneration and Nomination Committee, whose remuneration is determined by the Board) and recommends the manpower deployment plan (including the succession plan for the management of the Manager and the Board), remuneration and retirement policies and packages. It ensures that no Director is involved in deciding his own remuneration. It is also responsible for reviewing the structure, size and composition of the Board and its committees on an ongoing basis as well as nominating and providing recommendations on nominees for appointment, re-appointment or removal as Directors. If a member of the Remuneration and Nomination Committee is subject to re-appointment or removal, then such Director will abstain from participating in such discussions.

# **CORPORATE GOVERNANCE**

# **CONFLICT OF INTEREST**

The REIT Manager has established the following procedures to deal with conflict of interest:

- 1) The REIT Manager does not manage any other real estate investment trust or involve in any other real estate business;
- 2) All connected party transactions are monitored and undertaken according to the procedures and terms in compliance with the REIT Code;
- 3) At least one-third of the Board comprise INEDs.

# PUBLIC FLOAT

Based on the information that is publicly available as at the date of this report, the Manager reports there was more than 25% of the Units held in public hands as required under the Listing Rules and the REIT Code.

The connected party transaction rules of the REIT Code govern transactions between the Yuexiu REIT Group and its connected persons (as defined in Rule 8.1 of the REIT Code). Such transactions will constitute connected party transactions for the purposes of the REIT Code.

### THE MANAGER AND SIGNIFICANT HOLDER GROUP

Set out below is the information in respect of the connected party transactions involving Yuexiu REIT and its connected persons:

# LEASING TRANSACTIONS

Certain portions of City Development Plaza, Neo Metropolis, Fortune Plaza GZIFC and Yue Xiu Tower have been leased to connected parties (as defined in the REIT Code) of Yuexiu REIT in relation to the Manager ("Manager Group"). Details are as follows:

Tenant	Location of unit	Relationship with Yuexiu REIT	GFA	Lease commencement/ renewal date	Monthly rent	Monthly rent per sq.m.	Rent free period	Term	Rental income during 2017 Interim Period
			(sq.m.)		(RMB)	(RMB)	(days)	(years)	(RMB)
City Development Plaza Guangzhou Yicheng Property Management Limited ("Yicheng")	1/F	an associate of the Manager	97.00	1 May 2016	1,309	13.5	0	3	7,407
Yicheng	19/F (1)	an associate of the Manager	1,844.34	30 Jan 2013	217,632	118	122	5.33	389,003
Guangzhou City Construction & Development Xingye Property Agent Ltd ("Xingye")	27, 28/F	an associate of the Manager	3,688.68	16 Dec 2012	461,085	125	121	5.04	2,541,946
廣州悦停網絡科技有限公司	16/F	an associate of the Manager	126.45	30 Mar 2017	16,258	129	17	2	48,018
廣州鵬燁貿易有限公司	21FGHI	an associate of the Manager	691.63	20 May 2017	92,215	133	31	3.03	126,982
								Sub-total:	3,113,356

<sup>(1)</sup> On 16 February 2017, Yicheng entered into a supplementary agreement to terminate the leasing contract of the 19/F.

Tenant	Location of unit	Relationship with Yuexiu REIT	GFA (sq.m.)	Lease commencement/ renewal date	Monthly rent (RMB)	Monthly rent per sq.m. (RMB)	Rent free period (days)	Term (years)	Rental income during 2017 Interim Period (RMB)
Neo Metropolis Guangzhou White Horse Clothings Market Ltd	Basement 2, 3/F	an associate of the Manager	7,544.77	1 Jan 2016	108,334	14	0	3 Sub-total:	612,913 <b>612,913</b>
								Sub-total.	012,913
GZIFC 廣州越秀企業集團有限公司	0601-A	an associate of the Manager	1,224.74	1 Jan 2016	264,544	216	0	3	1,463,448
Guangzhou Grandcity Development Ltd.	0601-G, H	an associate of the Manager	877.03	1 Jan 2016	189,438	216	0	3	1,047,966
廣州市宏錦房地產開發有限公司	1501, 1601	an associate of the Manager	6,297.82	1 Jan 2016	1,580,753	251	0	3	8,737,009
廣州東羅房地產開發有限公司	5801-B, 02, 03, 04-A	an associate of the Manager	1,196.58	1 Jun 2016	324,148	271	0	3	1,883,370
廣州越秀企業集團有限公司	5801-A	an associate of the Manager	512.64	1 Jun 2016	138,868	271	0	3	806,876
廣州越秀企業集團有限公司	6401, 6501	an associate of the Manager	6,509.02	1 Jan 2016	2,375,792	365	0	3	13,084,687
GCCD	0440-E	an associate of the Manager	739.34	1 Jan 2017	130,969	177	0	1	779,355
廣州市城建開發集團名特網絡發展有限公司	0440-F	an associate of the Manager	43.07	1 Jan 2017	7,630	177	0	1	45,404
廣州越秀企業集團有限公司	0440-H	an associate of the Manager	407.21	1 Jan 2017	72,134	177	0	1	429,247
GCCD	1401	an associate of the Manager	3,071.42	1 Jan 2016	770,926	251	0	3	4,261,001
廣州市祥港房地產開發有限公司	1101	an associate of the Manager	2,991.38	1 Jan 2016	750,836	251	0	3	2,800,498
廣州穂橋發展有限公司	1701-D	an associate of the Manager	200.99	1 Jan 2015	50,426	251	0	3	293,455
Guangzhou Yuexiu Asset Management Company Limited ("GZAM")	0601-E	an associate of the Manager	46.82	1 Jan 2015	10,123	216	0	3	58,921
Yuexiu (China) Transport Infrastructure Investment Company Limited	0601-F	an associate of the Manager	126.99	1 Jan 2015	27,458	216	0	3	159,814
Yuexiu (China) Transport Infrastructure Investment Company Limited	1701-A	an associate of the Manager	1,585.09	1 Jan 2015	397,683	251	0	3	2,314,318

Tenant	Location of unit	Relationship with Yuexiu REIT	GFA (sq.m.)	Lease commencement/ renewal date	Monthly rent (RMB)	Monthly rent per sq.m. (RMB)	Rent free period (days)	<b>Term</b> (years)	Rental income during 2017 Interim Period (RMB)
創興銀行有限公司廣州分行	0440-K	an associate of the Manager	143.69	1 Jan 2017	25,454	177	0	1	151,468
Chong Hing Bank Limited Guangzhou Tianhe Sub-branch	0440-N	an associate of the Manager	25.14	1 Jan 2017	4,453	177	0	1	26,498
GZAM	0601-D	an associate of the Manager	138.72	1 Sep 2016	28,576	206	0	3	166,424
GZAM	0440-D	an associate of the Manager	191.86	1 Jan 2017	33,987	177	0	1	202,246
廣州越鵬信息有限公司	1701-C	an associate of the Manager	266.86	1 Jan 2015	66,953	251	0	3	389,630
廣州越通公路運營管理有限公司	1701-B	an associate of the Manager	261.29	1 Jan 2015	65,555	251	0	3	381,496
Yuexiu (China) Transport Infrastructure Investment Company Limited	0440-A	an associate of the Manager	151.32	1 Jan 2017	26,805	177	0	1	159,508
GZAM	5804-B	an associate of the Manager	242.29	1 Jun 2016	65,635	271	0	3	381,354
Yuexiu (China) Transport Infrastructure Investment Company Limited	5804-C、05-A	an associate of the Manager	398.75	1 Jun 2016	108,019	271	0	3	627,614
Guangzhou Paper Group Ltd.	5806-D	an associate of the Manager	85.49	1 Jun 2016	23,159	271	0	3	134,559
廣州越秀企業集團有限公司的	5806-E、07-A	an associate of the Manager	85.49	1 Jun 2016	23,159	271	0	3	134,559
Guang Zhou Titanium Dioxide Factory	5807-B	an associate of the Manager	85.49	1 Jun 2016	23,159	271	0	3	134,559
GZAM	4001、02、 03、05、06	an associate of the Manager	2,882.42	1 May 2015	706,193	245	0	3	3,713,485
Guangzhou Yue Xiu City Construction Jones Lang LaSalle Property Services Co., Ltd. ("GZYXJLL")	Carpark	an associate of the Manager	71,082.79	1 Jul 2016	1,240,833	17	0	1.5	7,285,714
Chong Hing Bank Limited Guangzhou Tianhe Sub-branch	podium 103. 203	an associate of the Manager	631.28	1 May 2016	233,068	369	0	2.5	1,224,425
Yuexiu (China) Transport Infrastructure Investment Company Limited	1701-E	an associate of the Manager	855.96	1 Mar 2016	196,871	230	0	1.83	1,042,231
								Sub-total:	54,321,139

(1) The tenant of units 5806E/07A has been changed from Guangzhou Building Meerials to 廣州越秀企業集團有限公司 on 1 January 2017.

Tenant	Location of unit	Relationship with Yuexiu REIT	<b>GFA</b> (sq.m.)	Lease commencement/ renewal date	Monthly rent (RMB)	Monthly rent per sq.m. (RMB)	Rent free period (days)	<b>Term</b> (years)	Rental income during 2017 Interim Period (RMB)
Yue Xiu Tower Chong Hing Bank Limited Shanghai Branch	1807	an associate of the Manager	142.05	1 Jun 2016	43,207	304	0	1.92	257,326
Guangzhou Yicheng Property Management Co., Limitd Shanghai Branch ("Yicheng Shanghai")	Carpark	an associate of the Manager	13,502.58	1 Sep 2015	150,000	11	0	2.33	845,656
								Sub-total:	1,102,982
								Total:	59,150,390

# **PROPERTY MANAGEMENT AGREEMENTS**

The following table sets forth information for the year in relation to the property management services provided by the connected parties to the properties of Yuexiu REIT:

Property Manager	Relationship with Yuexiu REIT	Property	Date of Agreement	Nature of transaction	Amount paid/ payable for 2017 Interim Period (RMB)
Guangzhou Baima Business Operation Management Co. Ltd ("Baima BM")	an associate of the Manager	White Horse Building	1 Jan 2017	Property Management Agreement	N/A
Yicheng	an associate of the Manager	Fortune Plaza	1 Jan 2017	Property Management Agreement	N/A
Yicheng	an associate of the Manager	City Development Plaza	19 Jul 2016	Property Management Agreement	N/A
Yicheng	an associate of the Manager	Victory Plaza	7 Dec 2005	Property Management Agreement	N/A
Yicheng	an associate of the Manager	Neo Metropolis	1 Jan 2017	Property Management Agreement	N/A
GZYXJLL	an associate of the Manager	GZIFC	1 Sep 2009	Property Management Agreement	N/A
Yicheng Shanghai	an associate of the Manager	Yue Xiu Tower	1 Sep 2015	Property Management Agreement	N/A

# **TENANCY SERVICES AGREEMENTS**

The following table sets forth information for the year in relation to the tenancy services provided by the connected parties to the properties of Yuexiu REIT:

Service provider	Relationship with Yuexiu REIT	Property	Date of Agreement	Nature of transaction	Amount paid/ payable for 2017 Interim Period (RMB)
Baima BM	an associate of the Manager	White Horse Building	31 Dec 2014	Tenancy Services Agreement	5,686,000
Yicheng	an associate of the Manager	Fortune Plaza	31 Dec 2014	Tenancy Services Agreement	1,337,000
Yicheng	an associate of the Manager	City Development Plaza	31 Dec 2014	Tenancy Services Agreement	1,261,000
Yicheng	an associate of the Manager	Victory Plaza	31 Dec 2014	Tenancy Services Agreement	1,307,000
Yicheng	an associate of the Manager	Neo Metropolis and Fortune Plaza 1701	31 Dec 2014	Tenancy Services Agreement	1,361,000
GZAM	an associate of the Manager	GZIFC	1 Jan 2016	Tenancy Services Agreement	7,133,000
Guangzhou Yuexiu Asset Management Co., Ltd. Shanghai Branch	an associate of the Manager	Yue Xiu Tower	1 Sep 2015	Tenancy Services Agreement	2,090,000

# **TRADE MARK LICENCE AGREEMENTS**

The following table sets forth information for the period in relation to the trade mark licences granted by the connected parties to Yuexiu REIT:

Grantor	Relationship with Yuexiu REIT	Property	Nature of Transaction	Amount paid/ payable for 2017 Interim Period	Licence maturity date
Baima BM	an associate of the Manager	White Horse Building	Trade Mark Licence Agreement (6)	_	27 November 2026, 6 December 2026, 13 January 2027, 13 December 2026, 20 January 2027
Yue Xiu Enterprises (Holdings) Limited ("Yue Xiu") <sup>(1)</sup>	an associate of the Manager	Fortune Plaza	Trade Mark Licence Agreement	_	Perpetuity (subject to early termination terms)

(1) The Trademarks were assigned from Yue Xiu Enterprise (Holdings) Limited to Guangzhou Yuexiu Holdings Limited.

# CONSTRUCTION SETTLEMENT AGENCY AGREEMENT

The following table sets forth information for the period in relation to the prepaid construction payable by Yuexiu REIT to the connected parties and the interest charged on the balance of prepaid construction payable:

			Balance		A
			of Prepaid Construction		Amount received/
			Payable for		receivable for
Engineering	Relationship with	Date of the	2017 Interim		2017 Interim
Settlement Agent	Yuexiu REIT	Agreement	Period	Nature of Transaction	Period
			(RMB)		(RMB)
GCCD	an associate of the Manager	4 May 2012	262,985,000	Interest on the balance of construction payable	8,277,000

# **ORDINARY BANKING SERVICES**

Name	Nature of transaction	Relationship with Yuexiu REIT	Date of agreement	Principal amount	Amount of fees paid/ payable within the 2017 Interim Period	Amount of interest paid/payable within the 2017 Interim Period
				(RMB)		(RMB)
Chong Hing Bank	Loan <sup>(1)</sup>	An associate of the Manager	Nov 2016	361,000,000	_	8,648,000

<sup>(1)</sup> Chong Hing Bank Limited was one of the lending banks.

# **GUARANTEE FROM FOUNDING SHAREHOLDERS**

Guangzhou Yue Xiu City Construction International Finance Center Co., Ltd. had a syndicated development loan of RMB4.5 billion guaranteed jointly and severally by Guangzhou City Construction and Development Co., Ltd. (廣州市 城市建設開發有限公司),廣州市祥港房地產開發有限公司 and Guangzhou City Construction and Development Group Co., Ltd. (廣州市城市建設開發集團有限公司) in the proportion of 75%, 24% and 1% respectively with an effective period expiring on the date two years after full repayment of the existing syndicated development loan.

In November 2016, that syndicated development loan had fully been repaid.

# **CONNECTED PARTY TRANSACTIONS**

#### WAIVER FROM STRICT COMPLIANCE

A waiver from strict compliance with the disclosure and approval requirements under Chapter 8 of the REIT Code in respect of the existing leasing transactions of Yuexiu REIT, the existing property management arrangement and the tenancy services agreement of the existing properties, together with the new leasing transaction, the new property management arrangement and the new tenancy services agreement, as mentioned above, between the Group and persons which are connected with Yuexiu REIT as a result of their connection with the Manager has been granted by the SFC on 11 December 2014, subject to annual limitation as to the capped value of such transactions, review by the auditors for each relevant financial period, annual review by the Audit Committee and the independent non-executive directors ("INEDs") and other terms and conditions. For detailed terms and conditions of the waiver, please refer to the circular dispatched to Unitholders on 25 November 2014.

### **HSBC GROUP\***

(\*Note: "HSBC Group" means The Hongkong and Shanghai Banking Corporation Limited ("HSBC") and its subsidiaries and, unless expressly stated, shall not include the Trustee and its proprietary subsidiaries (being the subsidiaries of the Trustee except those subsidiaries formed in its capacity as the trustee of Yuexiu REIT)).

#### CORPORATE FINANCE TRANSACTIONS AND ORDINARY BANKING SERVICES

The following table sets forth information for the period in relation to the corporate finance transactions and ordinary banking services made between the HSBC Group and Yuexiu REIT within the period:

Name	Nature of transaction	Date of agreement	Principal amount	Amount of fees paid/payable within the 2017 Interim Period	Amount of interest paid/payable within the 2017 Interim Period
HSBC Group	Loan <sup>(1)</sup>	Nov 2016, May 2017	HK\$774,491,525	_	RMB2,939,000

<sup>(1)</sup> HSBC Group was one of the lending banks.

GZI REIT (Holding) 2005 Company Limited, Partat, Keen Ocean, Full Estates, Moon King, Metrogold Development Ltd ("Metrogold"), Ever Joint Investment International Limited ("Ever Joint"), Long Grace Holdings Limited ("Long Grace"), Profit Link Investment International Limited ("Profit Link"), San Bright Holdings Limited ("San Bright") and Yuexiu REIT MTN Company Limited have maintained interest bearing accounts with HSBC at arm's length and on commercial terms for deposits during the 2017 Interim Period.

## WAIVER FROM STRICT COMPLIANCE

A waiver from strict compliance with the disclosure requirement and Unitholders' approval under Chapter 8 of the REIT Code in respect of the transactions with connected persons of the Trustee has been granted by the SFC on 8 December 2005 subject to specific caps on fees payable by Yuexiu REIT for corporate finance services, review by the auditors for each relevant financial period, annual review by the Audit Committee and the INEDs and other terms and conditions. Details of the Waiver and its terms and conditions have been published in the Offering Circular.

# CONFIRMATION BY THE AUDIT COMMITTEE AND THE INEDS

The INEDs and the Audit Committee of the Manager confirm that they have reviewed the terms of all relevant connected party transactions including those connected party transactions with the Manager Group and the HSBC Group and that they are satisfied that these transactions have been entered into:

- (a) in the ordinary and usual course of business of Yuexiu REIT;
- (b) on normal commercial terms (to the extent that there are comparable transactions) or, where there are not sufficient comparable transactions to judge whether they are on normal commercial terms, on terms no less favourable to or from Yuexiu REIT than terms available from or to (as appropriate) independent third parties; and
- (c) in accordance with the relevant agreement and the Manager's internal procedures governing them (if any) on terms that are fair and reasonable and in the interests of the Unitholders as a whole.

# CONFIRMATION BY THE MANAGER AND TRUSTEE ON CORPORATE FINANCE TRANSACTION WITH THE HSBC GROUP

Both the Manager and the Trustee have confirmed that there is no corporate finance transaction or other connected transaction (save for those disclosed above) with the HSBC Group during the 2017 Interim Period.

## MANAGER'S FEES

During the 2017 Interim Period, the aggregate amount of fees payable by Yuexiu REIT to the Manager under the Trust Deed was approximately RMB64,953,000, 80% of which was settled by the issuance of new Units, and 20% was settled in cash.

### **TRUSTEE'S FEES**

During the 2017 Interim Period, the aggregate amount of fees paid/payable by Yuexiu REIT to the Trustee under the Trust Deed was approximately RMB4,593,000.

# CONNECTED PARTY TRANSACTIONS

# PRINCIPAL VALUER'S FEES

During the 2017 Interim Period, the aggregate amount of fees paid/payable by Yuexiu REIT to the Principal Valuer was approximately RMB596,000.

# INTERESTS HELD BY THE MANAGER AND ITS DIRECTORS AND CHIEF EXECUTIVE OFFICER

The REIT Code requires that connected persons of Yuexiu REIT shall disclose their interests in Units. In addition, under the provisions of Part XV of the SFO, the Trust Deed is also deemed to be applicable, among other things, to the Manager, the Directors and the Chief Executive Officer of the Manager.

The interests and short positions held by Directors and Chief Executive Officer of the Manager in the Units required to be recorded in the register kept by the Manager under Schedule 3 of the Trust Deed are set out below:

Interests and Short Positions in the Units:

		As at 1 January 2017			As at 30 June 2017		
Name of Director	Nature of Interest	Beneficial interests in Units	Approximate % of interest	Beneficial interests in Units	Approximate % of interest	% Change in Holdings	
Mr. Lin Zhaoyuan	Personal	240	0.000008%	240	0.00008%	_	
Mr. Lin Deliang	_	Nil	_	Nil	_	_	
Mr. Cheng Jiuzhou	Personal	480	0.000016%	Nil	0.000016%	_	
Mr. Li Feng	Personal	1,825	0.000062%	1,825	0.000062%	_	
Mr. Chan Chi On, Derek	_	Nil	_	Nil	_	_	
Mr. Chan Chi Fai, Brian	_	Nil	_	Nil	_	_	
Mr. Cheung Yuk Tong	_	Nil	_	Nil	_	_	
Mr. Chen Xiaoou	_	Nil	_	Nil	_	_	

# **Holdings of Significant Holders**

The following persons have interests or short position in the Units required to be recorded in the register kept by the Manager under Schedule 3 of the Trust Deed:

Long position in the Units:

		As at 1 Ja	As at 1 January 2017		As at 30 June 2017		
Name of		Interests	Approximate	Interests	Approximate	% Change of	
Substantial Unitholder	Nature of Interest	in Units	% of interest	in Units	% of interest	interest	
Guangzhou Yuexiu Holdings Limited	Deemed	1,820,079,058 <sup>(3)</sup>	62.29%	1,706,387,315(3)	58.12%(4)	(4.17%)	
("GZYX") <sup>(1)</sup>	Total	1,820,079,058(3)	62.29%	1,706,387,315 <sup>(3)</sup>	58.12%(4)	(4.17%)	
Yue Xiu Enterprises (Holdings) Limited	Beneficial	27,320	_	27,320	_	_	
("Yue Xiu")	Deemed	1,820,051,738(3)	62.29%	1,706,359,995(3)	58.12%(4)	(4.17%)	
	Total	1,820,079,058(3)	62.29%	1,706,387,315(3)	58.12%(4)	(4.17%)	
YXP <sup>(2)</sup>	Beneficial	_	_	_	_	_	
	Deemed	1,810,817,473(3)	61.98%	1,697,125,730 <sup>(3)</sup>	57.8% <sup>(4)</sup>	(4.18%)	
	Total	1,810,817,473 <sup>(3)</sup>	61.98%	1,697,125,730(3)	57.8%(4)	(4.18%)	
Dragon Yield Holding Limited	Beneficial	1,697,125,730 <sup>(3)</sup>	58.09%	1,697,125,730 <sup>(3)</sup>	57.8%(4)	(0.29%)	
("Dragon Yield")	Deemed	_	_	_	_	_	
	Total	1,697,125,730(3)	58.09%	1,697,125,730(3)	57.8%(4)	(0.29%)	

<sup>(1)</sup> Further information in relation to interests of corporations controlled by GZYX:

# CONNECTED PARTY TRANSACTIONS

Name of	Name of	Name of			of Shares
Controlled Corporation	Controlling Shareholder	% Control	interest (Y/N)	Long Position	Short Position
Yue Xiu	GZYX	100.00	Y	27,320	_
	GZYX	100.00	Ν	1,706,359,995(3)	—
Excellence Enterprises Co., Ltd.	Yue Xiu	100.00	Ν	1,705,060,765(3)	_
Bosworth International Limited	Excellence Enterprises Co., Ltd.	100.00	Ν	1,697,125,730(3)	_
Bosworth International Limited	Excellence Enterprises Co., Ltd.	100.00	Y	5,698,282	_
ΥХР	Bosworth International Limited	33.89	Ν	1,697,125,730(3)	_
Dragon Yield	ΥХР	100.00	Y	1,697,125,730(3)	_
Sun Peak Enterprises Ltd.	Excellence Enterprises Co., Ltd.	100.00	Ν	1,414,207	_
Novena Pacific Limited	Sun Peak Enterprises Ltd.	100.00	Y	1,414,207	_
Shine Wah Worldwide Limited	Excellence Enterprises Co., Ltd.	100.00	Ν	395,122	_
Morrison Pacific Limited	Shine Wah Worldwide Limited	100.00	Y	395,122	_
Perfect Goal Development Co., Ltd.	Excellence Enterprises Co., Ltd.	100.00	Ν	339,342	_
Greenwood Pacific Limited	Perfect Goal Development Co., Ltd.	100.00	Y	339,342	_
Seaport Development Limited	Excellence Enterprises Co., Ltd.	100.00	Ν	88,082	_
Goldstock International Limited	Seaport Development Limited	100.00	Y	88,082	_
Yue Xiu Finance Company Limited	Yue Xiu	100.00	Y	1,299,230	_

<sup>(2)</sup> The deemed interest in 1,697,125,730 Units were held through Dragon Yield, which is 100% owned subsidiary of YXP.

<sup>(3)</sup> The number of units includes 668,401,494 deferred units. Yuexiu REIT will, on 31 December of each year, issue a number of deferred units to Yuexiu Property (or YXP Nominee) at an issue price of HK\$4.00 per unit. Further details are included in the circular dated 30 June 2012 and announcement dated 27 September 2012 of Yuexiu REIT.

<sup>(4)</sup> After deducting the unissued deferred units, the approximate interest held by GZYX and Yue Xiu will be approximately 35.351%, while the approximate interest in Yuexiu REIT held by YXP and Dragon Yield will be approximately 35.036%.

# CONNECTED PARTY TRANSACTIONS

# Holdings of Senior Executives of the Manager

Interests in the Units held by senior executives of the Manager, being connected persons of Yuexiu REIT, are set out below:

		As at 1 Ja	nuary 2017	As at 30 v		
Name of		Interests	Approximate	Interests	Approximate	% Change
Senior Executive	Nature of interest	in Units	% of interest	in Units	% of interest	of interest
Mr. Liao Ningjun	Personal	1,250	0.000043%	1,250	0.000042%	(0.000001%)
Ms. Ou Haijing	Personal	1,000	0.000034%	1,000	0.000034%	—
Mr. Liu Bihong	Personal	225	0.00008%	225	0.00008%	_

# **Holdings of Other Connected Person**

		As at 1 January 2017		As at 30 J		
		Interests	Approximate	Interests	Approximate	% Change
Name	Nature of interest	in Units	% of interest	in Units	% of interest	of interest
Trustee	Deemed <sup>(1)</sup>	27,762,950	0.95%	26,727,950	0.91%	(0.04%)

(1) Associated company of the trustee (as defined in the REIT Code) were beneficially interested in such units as at 30 June 2017.

Save as disclosed above, the Manager is not aware of any connected persons of Yuexiu REIT, including Vigers, holding any Units as at 30 June 2017.

# **REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION**



羅兵咸永道

# TO THE BOARD OF DIRECTORS OF YUEXIU REIT ASSET MANAGEMENT LIMITED

(AS THE "MANAGER" of YUEXIU REAL ESTATE INVESTMENT TRUST)

### **INTRODUCTION**

We have reviewed the interim financial information set out on pages 43 to 85, which comprises the interim condensed consolidated balance sheet of Yuexiu Real Estate Investment Trust ("Yuexiu REIT") and its subsidiaries (together, the "Group") as at 30 June 2017 and the related interim condensed consolidated statement of comprehensive income, distribution statement, interim condensed consolidated statement of net assets attributable to unitholders and changes in equity and interim condensed consolidated statement of cash flows for the six months then ended, and a summary of significant accounting policies and other explanatory notes. The Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited require the preparation of a report on interim financial information to be in compliance with the relevant provisions thereof and Hong Kong Accounting Standard 34 "Interim Financial Reporting" issued by the Hong Kong Institute of Certified Public Accountants. The directors of the Manager are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting". Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

### **SCOPE OF REVIEW**

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

# **CONCLUSION**

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

PricewaterhouseCoopers Certified Public Accountants

Hong Kong, 9 August, 2017

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2017

		Unaudited Six months ended 30 June			
	Note	2017 RMB'000	2016 RMB'000		
Revenue	6	909,229	909,358		
Operating expenses	7	(463,764)	(484,521)		
Fair value gains on investment properties	14	809,189	500,367		
Fair value loss on derivative financial instruments	18	(100,951)	·		
Finance income	9	238,573	14,726		
Finance expenses	10	(189,724)	(360,143)		
Profit before income tax and transactions with unitholders Income tax expense	11	1,202,552 (196,956)	579,787 (171,004)		
Profit after income tax before transactions with unitholders Transactions with unitholders		1,005,596 (1,043,381)	408,783 (439,436)		
Loss after income tax after transactions with unitholders		(37,785)	(30,653)		
Other comprehensive income for the period Items that will not be reclassified to profit or loss: Change in fair value of property, plant and equipment					
– Gross		58,928	47,444		
– Tax		(16,505)	(13,288)		
Other comprehensive income for the period, net of tax		42,423	34,156		
Total comprehensive income for the period		4,638	3,503		

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2017

	Unitholders		Unitholders		
	before	Transactions	after		
	transactions	with	transactions	Non-	
	with	unitholders	with	controlling	
Unaudited	unitholders	(Note 26)	unitholders	interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Profit/(loss) for the period ended 30 June 2016 Other comprehensive income:	405,635	(439,436)	(33,801)	3,148	(30,653)
Items that will not be reclassified to profit or loss:					
Change in fair value of property,					
plant and equipment, net of tax	33,801		33,801	355	34,156
Total comprehensive income/ (loss) for the					
period ended 30 June 2016	439,436	(439,436)		3,503	3,503
Profit/(loss) for the period ended 30 June 2017 Other comprehensive income:	1,001,401	(1,043,381)	(41,980)	4,195	(37,785)
Items that will not be reclassified to profit or loss:					
Change in fair value of property,					
plant and equipment, net of tax	41,980		41,980	443	42,423
Total comprehensive income/ (loss) for the					
period ended 30 June 2017	1,043,381	(1,043,381)		4,638	4,638

Notes:

- (i) In accordance with the Trust Deed dated 7 December 2005, as amended by first supplemental deed on 25 March 2008, second supplemental deed on 23 July 2010, and third supplemental deed on 25 July 2012 (the "Trust Deed"), Yuexiu REIT is required to distribute to unitholders not less than 90% of its total distributable income for each financial period. Yuexiu REIT has a limited life of 80 years from the date of establishment. Accordingly, the units contain contractual obligations to pay cash dividends and also upon termination of the trust, a share of all net cash proceeds derived from the sale or realisation of the assets of Yuexiu REIT less any liabilities, in accordance with unitholders' proportionate interests in Yuexiu REIT at the date of the termination of Yuexiu REIT. The unitholders'funds are therefore classified as a financial liability rather than equity in accordance with HKAS 32, Financial Instruments: Disclosure and Presentation. Consistent with unitholders' funds being classified as a financial liability, the distributions to unitholders are part of finance costs which are recognised in the consolidated statement of comprehensive income. The classification does not have an impact on the net assets attributable to the unitholders. It only affects how unitholders' funds are disclosed in the consolidated balance sheet and how distributions are disclosed in the consolidated statement of comprehensive income. Total distributable income is determined in the Distribution Statement.
- (ii) Earnings per unit, based upon profit after income tax before transactions with unitholders to unitholders and the average number of units in issue, is presented in Note 27.

The notes on pages 52 to 85 are an integral part of this condensed consolidated interim financial information.

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2017

		Unaudited	Audited
		30 June	31 December
	Note	2017	2016
		RMB'000	RMB'000
Non-current assets	10		0.440.000
Property, plant and equipment	12	2,423,832	2,413,699
Land use rights	13	1,453,897	1,478,539
Investment properties	14	25,025,000	24,197,500
Deferred assets	15	211,424	219,913
Goodwill	16	824,459	824,459
Derivative financial instruments	18	12,339	74,626
		29,950,951	29,208,736
Current assets			
Inventories		3,801	4,337
Trade receivables	19	13,832	14,865
Amount due from related parties	28	271,683	131,351
Prepayments, deposits and other receivables	20	44,307	41,574
Top-up payment asset	17	-	17,184
Short-term bank deposits	21	22,458	22,400
Cash and cash equivalents	21	773,878	1,180,828
		1,129,959	1,412,539
Total assets		31,080,910	30,621,275
Current liabilities			
Trade payables	23	13,679	15,276
Rental deposits, current portion	24	95,813	106,676
Receipts in advance	24	76,105	71,366
Accruals and other payables	24	613,534	658,019
Amounts due to related parties	28	80,141	83,441
Borrowings	25	2,933,516	1,503,357
Tax payables	20	9,320	10,421
rux puyusies			10,421
		3,822,108	2,448,556

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2017

		Unaudited	Audited
		30 June	31 December
	N		
	Note	2017	2016
	·	RMB'000	RMB'000
Non-current liabilities, other than net assets			
attributable to unitholders			
Rental deposits, non-current portion	24	229,639	213,109
Receipts in advance	24	7,555	12,233
Borrowings	25	8,594,651	10,421,629
Deferred tax liabilities	22	4,086,880	3,891,364
Derivative financial instruments	18	38,664	—
		12,957,389	14,538,335
Total liabilities, other than net assets			
attributable to unitholders		16,779,497	16,986,891
Net assets attributable to unitholders	26	14,196,791	13,534,400
Total liabilities		30,976,288	30,521,291
Net assets		104,622	99,984

# INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

AS AT 30 JUNE 2017

		Unaudited	Audited
		30 June	31 December
	Note	2017	2016
		RMB'000	RMB'000
Equity			
Revaluation reserve		415,811	373,831
Accumulated losses		(415,811)	(373,831)
		_	_
Non-controlling interests		104,622	99,984
Total equity		104,622	99,984
Net current liabilities		(2,692,149)	(1,036,017)
Total assets less current liabilities		27,258,802	28,172,719
Units in issue ('000)	26	2,936,181	2,921,780
Net assets attributable to unitholders per unit (RMB)	26	RMB4.83	RMB4.63

On behalf of the Board of Directors of Yuexiu REIT Asset Management Limited as the Manager of Yuexiu REIT

Director

Director

The notes on pages 52 to 85 are an integral part of this condensed consolidated interim financial information.

# **DISTRIBUTION STATEMENT**

FOR THE SIX MONTHS ENDED 30 JUNE 2017

		Unaudited Six months ended 30 June		
	Note	2017	2016	
	Noto	RMB'000	RMB'000	
Profit after income tax before transactions			105 005	
with unitholders attributable to unitholders		1,001,401	405,635	
Adjustments for the total distributable income (i)		(000 400)	(500.007)	
<ul> <li>Fair value gains on investment properties</li> </ul>		(809,189)	(500,367)	
<ul> <li>Deferred taxation in respect of fair value gain</li> </ul>		450.004	100 010	
on investment properties charged to profit or loss		152,224	100,212	
<ul> <li>Different depreciation and amortisation charges</li> <li>an investment preparties, preparties</li> </ul>				
on investment properties, property,				
plant and equipment and land use rights under China Accounting Standards ("CAS")		(147.075)	(149.042)	
		(147,075)	(148,043)	
<ul> <li>Foreign exchange gain on financing activities</li> </ul>		(223,900)		
Total distributable loss		(26,539)	(142,563)	
Additional items (ii)				
<ul> <li>Cash received and/or receivable according</li> </ul>				
to the Deed of Top-up Payments			35,442	
<ul> <li>Different depreciation and amortisation charge</li> </ul>				
on investment properties, property, plant and				
equipment and land use rights under CAS		147,075	148,043	
- Depreciation and amortisation of property, plant				
and equipment and land use rights under Hong Kong				
Financial Reporting Standards ("HKFRS")		80,198	78,062	
<ul> <li>Deferred taxation in respect of the depreciation</li> </ul>				
and amortisation of investment properties, property,				
plant and equipment and land use rights		41,654	41,925	
<ul> <li>Manager's fee paid and payable in units in lieu of cash</li> </ul>		51,962	51,277	
<ul> <li>– Fair value loss on derivative financial instruments</li> </ul>		100,951	-	
<ul> <li>Interest income from top-up payment asset</li> </ul>			(684)	
<ul> <li>Fair value loss on top-up payment asset</li> </ul>			800	
<ul> <li>Foreign exchange loss on financing activities</li> </ul>			172,283	
Distributable income after additional items		395,301	384,585	
Distributable amount at 1 January		440,245	362,749	
Distribution paid during the period (iii)	26	(440,134)	(362,682)	
Interim distribution declared (iv)		395,412	384,652	
Distribution per unit, declared (iv)		RMB0.1346	RMB0.1352	

# DISTRIBUTION STATEMENT FOR THE SIX MONTHS ENDED 30 JUNE 2017

Notes:

- (i) Under the terms of the Trust Deed, the total distributable income is the consolidated profit after income tax before transactions with unitholders attributable to unitholders adjusted to eliminate the effects of certain non-cash adjustments which have been recorded in the consolidated statement of comprehensive income for the relevant period.
- (ii) Pursuant to the circular dated 30 June 2012, Yuexiu REIT Asset Management Limited, as the manager of Yuexiu REIT (the "Manager") intends to distribute certain additional items on top of the total distributable income under the Trust Deed.
- (iii) A distribution of RMB0.1499 per unit, totaling RMB440,134,000 (equivalent to HK\$496,508,000), was paid to unitholders on 16 May 2017.
- (iv) An interim distribution in respect of the six months ended 30 June 2017 of RMB0.1346 (equivalent to HK\$0.1566) per unit, totaling RMB395,412,000 (equivalent to HK\$460,049,000) was declared by the Board of the Manager on 9 August 2017.

The Manager calculated the above per unit figures based on the units in issue as at 30 June 2017 as disclosed in Note 26.

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF NET ASSETS ATTRIBUTABLE TO UNITHOLDERS AND CHANGES IN EQUITY FOR THE SIX MONTHS ENDED 30 JUNE 2017

			Equity		
	Net assets attributable to unitholders RMB'000	Accumulated losses RMB'000	Revaluation reserve RMB'000	Non- controlling interests RMB'000	<b>Total</b> RMB'000
At 1 January 2016 Issuance of units Profit/(loss) for the period attributable to:	13,400,472 54,383	(303,883)	303,883 —	92,644	13,493,116 54,383
<ul> <li>Unitholders</li> <li>Equity holders</li> <li>Distributions paid to unitholders</li> </ul>	439,436 — (362,682)	 (33,801) 	_ _ _	 3,148 	439,436 (30,653) (362,682)
Change in fair value of property, plant and equipment, net of tax At 30 June 2016		(337,684)	33,801	96,147	34,156
At 1 January 2017 Issuance of units	13,534,400 59,144	(373,831)	373,831	99,984	13,634,384 59,144
Profit/(loss) for the period attributable to: – Unitholders – Equity holders Distributions paid to unitholders	1,043,381 	 (41,980) 		_ 4,195 _	1,043,381 (37,785) (440,134)
Change in fair value of property, plant and equipment, net of tax			41,980	443	42,423
At 30 June 2017	14,196,791	(415,811)	415,811	104,622	14,301,413

The notes on pages 52 to 85 are an integral part of this condensed consolidated interim financial information.

# INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE SIX MONTHS ENDED 30 JUNE 2017

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Cash flows from operating activities		
Cash generated from operations	349,001	510,802
Interest paid	(178,935)	(174,408)
Corporate income tax paid	(19,046)	(15,774)
Top-up payment received	17,184	28,731
Net cash generated from operating activities	168,204	349,351
Cash flows from investing activities		
Additions of investment properties	(18,311)	(32,133)
Additions of property, plant and equipment	(6,761)	(2,099)
Interest received	14,673	14,042
(Increase)/decrease in short-term bank deposits with		
original maturity of more than three months	(58)	26,926
Net cash (used in)/generated from investing activities	(10,457)	6,736
Cash flows from financing activities		
Distribution paid	(440,134)	(362,682)
Repayment of borrowings	(2,028,250)	(602,610)
Proceeds from borrowings, net of transaction costs	1,844,543	724,886
Issuance of units	59,144	54,383
Net cash used in financing activities	(564,697)	(186,023)
Net (decrease)/increase in cash and cash equivalents	(406,950)	170,064
Cash and cash equivalents at beginning of the period	1,180,828	682,596
Cash and cash equivalents at end of the period	773,878	852,660

The notes on pages 52 to 85 are an integral part of this condensed consolidated interim financial information.

# 1 GENERAL INFORMATION

Yuexiu Real Estate Investment Trust ("Yuexiu REIT") and its subsidiaries (together, the "Group") are mainly engaged in the leasing of commercial properties in Mainland China ("China").

Yuexiu REIT is a Hong Kong collective investment scheme constituted as a unit trust by the Trust Deed entered into between Yuexiu REIT Asset Management Limited, as the manager of Yuexiu REIT (the "Manager"), and HSBC Institutional Trust Services (Asia) Limited, as the Trustee of Yuexiu REIT (the "Trustee") on 7 December 2005 (as amended by First Supplemental Deed dated 25 March 2008, Second Supplemental Deed dated 23 July 2010 and Third Supplemental Deed dated 25 July 2012) (the "Trust Deed") and authorised under section 104 of the Securities and Futures Ordinance ("SFO") subject to the applicable conditions imposed by Securities and Futures Commission ("SFC") from time to time. The address of its registered office is 24/F, Yue Xiu Building, 160-174 Lockhart Road, Wanchai, Hong Kong.

Yuexiu REIT has its primary listing on The Stock Exchange of Hong Kong Limited.

This condensed consolidated interim financial information is presented in Renminbi ("RMB"), unless otherwise stated. This condensed consolidated interim financial information was approved for issue by the Board of Directors of the Manager on 9 August 2017.

This condensed consolidated interim financial information has not been audited.

# **2 BASIS OF PREPARATION**

This condensed consolidated interim financial information for the six months ended 30 June 2017 has been prepared in accordance with Hong Kong Accounting Standard 34, 'Interim Financial Reporting' issued by the Hong Kong Institute of Certified Public Accountants. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2016, which have been prepared in accordance with HKFRS.

As at 30 June 2017, the Group's current liabilities exceeded its current assets by RMB2,692,149,000 (31 December 2016: RMB1,036,017,000) mainly as the bank borrowings of RMB567,746,000 and other borrowings of RMB2,365,770,000 fall due within twelve months from the balance sheet date. The Manager is in the process of discussing with the Group's principal bankers and believes the Group will be able to refinance the bank borrowings based on the Group's past experience, its asset base and low gearing ratio. Taking into account the refinancing of bank borrowings and other financial resources available including internally generated funds and existing or new facilities, the Manager considers the Group has adequate resources to meet its liabilities and commitments as and when they fall due as well as its working capital and operating requirements for the foreseeable future. Accordingly, the going concern basis has been adopted in preparing this condensed consolidated interim financial information.

# **3** ACCOUNTING POLICIES

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2016.

### (a) New and amended standards adopted by the Group

The following amendments to existing standards are mandatory for the first time for the financial year beginning 1 January 2017:

Amendments to HKAS 12 Amendments to HKAS 7 Amendment to HKFRS 12 Income taxes Statement of cash flows Disclosure of interest in other entities

The adoption of these amended standards and interpretation did not result in any significant impact on the results and financial position of the Group.

(b) The following new standards and amendments to existing standards have been issued but are not effective for the financial year beginning 1 January 2017 and have not been early adopted:

		Effective for accounting periods beginning on or after
Amendments to HKFRS 1	First time adoption of HKFRS	1 January 2018
Amendments to HKFRS 2	Classification and Measurement of Share-based Payment Transactions	1 January 2018
Amendments to HKFRS 4	Insurance Contracts Applying HKFRS 9 Financial Instruments with HKFRS 4 Insurance Contracts	1 January 2018
Amendment to HKAS 28	Investments in associates and joint ventures	1 January 2018
HK (IFRIC) 22	Foreign Currency Transactions and Advance Consideration	1 January 2018
HKFRS 9	Financial Instruments	1 January 2018
HKFRS 15	Revenue from Contracts with Customers	1 January 2018
HKFRS 16	Lease	1 January 2019
Amendments to	Sale or contribution of assets	To be determined
HKFRS 10 and HKAS 28	between an investor and its associate or joint venture	

The directors of the Manager anticipate that the adoption of these new and amended standards would not result in any significant impact on the results and financial position of the Group. The Group plans to adopt these new and amended standards when they become effective.

## **4** SIGNIFICANT JUDGEMENTS AND ACCOUNTING ESTIMATES

The preparation of condensed consolidated interim financial information requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

In preparing this condensed consolidated interim financial information, the significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements for the year ended 31 December 2016.

### 5 FINANCIAL RISK MANAGEMENT

#### 5.1 Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk and cash flow interest rate risk), credit risk and liquidity risk.

The interim condensed consolidated financial information does not include all financial risk management information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 December 2016.

There have been no changes in the risk management policies since the last year end.

#### 6 **REVENUE AND SEGMENT INFORMATION**

The chief operating decision-maker has been identified as the executive directors of the Manager. Management determines the operating segments based on the Group's internal reports, which are then submitted to the executive directors for performance assessment and resources allocation.

The executive directors consider the business by nature of business activities and assess the performance of hotel and serviced apartments, office rental and wholesale and shopping mall.

The executive directors assess the performance of the operating segments based on a measure of segment results. This measurement basis excludes the effects of non-recurring expenditure from the operating segments and other unallocated operating costs. Other information provided, except as noted below, to the executive directors are measured in a manner consistent with that in the condensed consolidated financial information.

Total reportable segments' assets excluded taxation recoverable and corporate assets. Corporate assets are not directly attributable to segments.

# 6 REVENUE AND SEGMENT INFORMATION (Continued)

The revenue from external parties reported to the executive directors are measured in a manner consistent with that in the interim condensed consolidated statement of comprehensive income.

	Hotel and serviced apartments RMB'000	Office rental RMB'000	Wholesale and shopping mall RMB'000	Group RMB'000
<b>Period ended 30 June 2017</b> Revenue from external customers	251,155	406,885	251,189	909,229
Segment results	9,689	1,140,374	223,744	1,373,807
Depreciation and amortisation	79,330	868		80,198
Fair value gain on investment properties		796,811	12,378	809,189
<b>Period ended 30 June 2016</b> Revenue from external customers	231,231	406,951	271,176	909,358
Segment results	(10,105)	738,159	303,557	1,031,611
Depreciation and amortisation	77,185	877		78,062
Fair value gain on investment properties		415,262	85,105	500,367
<b>As at 30 June 2017</b> Total reportable segments' assets	4,620,805	16,679,192	8,924,696	30,224,693
<b>As at 31 December 2016</b> Total reportable segments' assets	4,382,545	16,503,352	8,892,882	29,778,779

# 6 REVENUE AND SEGMENT INFORMATION (Continued)

A reconciliation of total segment results to total profit before income tax and transactions with unitholders is provided as follows:

	Unaudited Six months ended 30 June	
	2017 RMB'000	2016 RMB'000
Segment results Fair value loss on derivative financial instruments Unallocated operating costs (Note)	1,373,807 (100,951) (119,153)	1,031,611  (106,407)
Operating profit	1,153,703	925,204
Finance income Finance expenses	238,573 (189,724)	14,726 (360,143)
Profit before income tax and transactions with unitholders	1,202,552	579,787

Note: Unallocated operating costs include mainly asset management fee, legal and professional expenses and other operating expenses.

A reconciliation of reportable segments' assets to total assets is provided as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Total reportable segments' assets Corporate assets	30,224,693 856,217	29,778,779 842,496
Total assets	31,080,910	30,621,275

# 6 REVENUE AND SEGMENT INFORMATION (Continued)

	Revenue Unaudited		Total a Unaudited	<b>assets</b> Audited
	Six months ended 30 June		30 June	31 December
	2017	2016	2017	2016
	RMB'000	RMB'000	RMB'000	RMB'000
China	909,229	909,358	30,224,693	29,778,779
Unallocated assets			856,217	842,496
			31,080,910	30,621,275

The Group's revenue by nature is as follows:

	Unaudited Six months ended 30 June	
	2017 RMB'000	2016 RMB'000
Hotel and serviced apartments operations Room rentals Food and beverages Property rentals Others	147,305 95,131 658,074 8,719	132,859 91,507 678,127 6,865
	909,229	909,358

# 7 EXPENSES BY NATURE

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Property management fee (i)	20,175	20,540
Employee benefit expense	60,797	54,328
Real estate tax	82,063	90,780
Business tax, urban construction and maintenance tax,		
education surcharge and local education surcharge	5,361	39,880
Withholding tax (ii)	28,923	31,645
Depreciation of property, plant and equipment	55,556	53,420
Amortisation of land use rights	24,642	24,642
Cost of inventories sold or consumed in operation	65,458	68,278
Other direct expenses on hotel and serviced apartments	24,060	19,530
Manager's fee (Note 8)	64,953	60,326
Trustee's fee	4,593	4,400
Valuation fee	596	621
Legal and professional fee	7,477	3,762
Auditor's remuneration	1,646	1,715
Bank charges	1,148	441
Others	16,316	10,213
Total operating expenses	463,764	484,521

Note:

<sup>(</sup>i) The Group received leasing, marketing and tenancy management services from three leasing agents in Guangzhou, namely, Guangzhou Yicheng Property Management Ltd., Guangzhou Baima Business Operation Management Co., Ltd. and Guangzhou Yuexiu Asset Management Company Limited (Note 28).

<sup>(</sup>ii) Withholding tax on the rental income and interest income in China is calculated based on the rental income and interest income at a rate of 10%.

# 8 MANAGER'S FEE

Pursuant to the Trust Deed, the Manager is entitled to receive remuneration for its services as manager of Yuexiu REIT, which is the aggregate of a base fee of 0.3% per annum of the carrying value of the deposited property and a service fee of 3% per annum of net property income, as defined in the Trust Deed.

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Manager's fee:		
In the form of units	51,962	51,277
In the form of cash	12,991	9,049
	64,953	60,326

Pursuant to the circular of Yuexiu REIT dated 30 June 2012, a portion of the manager's fee for the period from 1 July 2012 to 31 December 2017 will be paid in the form of units.

In accordance with the Trust Deed, the Manager Fee Units for the period ended 30 June 2017 are expected to be issued on 24 August 2017. Also in accordance with the Trust Deed, the issue price of the units (and consequentially the number of units to be issued to the Manager) will be calculated based on the higher of (i) the closing price of the units on the trading day immediately preceding 24 August 2017 and (ii) the average closing price of the units in the 10 trading days immediately preceding 24 August 2017.

# 9 FINANCE INCOME

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Interest income from bank deposits	6,396	4,424
Interest income from a related company	8,277	9,618
Interest income from top-up payment asset	-	684
Foreign exchange gain on financing activities	223,900	—
	238,573	14,726

# 10 FINANCE EXPENSES

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Interest expense for bank borrowings	141,568	139,065
Interest expense for other borrowings	37,367	35,343
Amortisation of transaction costs for borrowings	10,789	12,652
Fair value loss on top-up payment asset	-	800
Foreign exchange loss on financing activities	-	172,283
	189,724	360,143

# 11 INCOME TAX EXPENSES

For the subsidiaries incorporated and operate in China, they are subject to China corporate income tax at a rate of 25% under Corporate Income Tax Law of China.

For other subsidiaries with operations in China, the corporate income tax was paid by way of withholding tax as disclosed in Note 7(ii).

No Hong Kong profits tax has been provided as the Group has no assessable profit in Hong Kong.

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Current income tax		
<ul> <li>China corporate income tax</li> </ul>	17,945	15,718
Deferred income tax (Note 22)	179,011	155,286
	196,956	171,004

# 12 PROPERTY, PLANT AND EQUIPMENT

	Hotel and			
	serviced	Office	Motor	
	apartments	supplies	vehicles	Total
	RMB'000	RMB'000	RMB'000	RMB'000
Six months ended 30 June 2016				
Opening net book amount				
as at 1 January 2016	2,409,000	88	3,365	2,412,453
Additions	2,099			2,099
Depreciation	(52,543)	(12)	(865)	(53,420)
Fair value gain on revaluation	47,444			47,444
-				
Closing net book amount				
as at 30 June 2016	2,406,000	76	2,500	2,408,576
Six months ended 30 June 2017				
Opening net book amount				
as at 1 January 2017	2,411,999	65	1,635	2,413,699
Additions	6,761			6,761
Depreciation	(54,688)	(12)	(856)	(55,556)
Fair value gain on revaluation	58,928			58,928
-				
Closing net book amount				
as at 30 June 2017	2,423,000	53	779	2,423,832
At 30 June 2017				
At fair value	2,423,000			2,423,000
At cost		53	779	832
	2,423,000	53	779	2,423,832

If hotel and serviced apartments had not been revalued, it would have been included in these condensed consolidated interim financial information at historical cost less accumulated depreciation of RMB1,839,336,000 (31 December 2016: RMB1,887,263,000).

As at 30 June 2017, property, plant and equipment with an aggregate carrying amount of RMB2,148 million (31 December 2016: RMB2,138 million) were pledged as collateral for the Group's bank borrowings (Note 25).

## 12 PROPERTY, PLANT AND EQUIPMENT (Continued)

The following table analyses the property, plant and equipment carried at fair value, by valuation method:

	30 June 2017 RMB'000	31 December 2016 RMB'000
Opening balance Additions Depreciation Unrealised gains recognised in reserve	2,411,999 6,761 (54,688) 58,928	2,409,000 10,657 (105,840) 98,182
Closing balance	2,423,000	2,411,999
Changes in unrealised gains or losses for the period included in other comprehensive income at the end of the period	58,928	98,182

## Valuation processes of the Group

The Group measures hotel and serviced apartments at fair value. Hotel and serviced apartments was revalued by Vigers Appraisal and Consulting Limited, independent qualified valuer not related to the Group at 30 June 2017 and 31 December 2016.

The Group's finance department includes a team that reviews the valuations performed by the independent valuers for financial reporting purposes. This team reports directly to the senior management. Discussions of valuation processes and results are held between the management and valuers at least once every six months, in line with the Group's interim and annual reporting dates.

At each financial year end the finance department:

- Verifies all major inputs to the independent valuation report
- Assesses property valuations movements when compared to the prior year valuation report
- Holds discussions with the independent valuer

### 12 PROPERTY, PLANT AND EQUIPMENT (Continued)

### Valuation techniques

#### Fair value measurements using significant unobservable inputs

Fair values of building element of hotel and serviced apartments of Guangzhou International Financial Center ("Guangzhou IFC") is derived using the discounted cash flow analysis and depreciated replacement cost method.

The depreciated replacement cost method involves estimation of the market redevelopment costs of the building portion of hotel and serviced apartments of Guangzhou IFC which includes building costs, finance costs and professional fee. Depreciation is also considered to reflect the physical deterioration, functional and economic obsolescence to derive the fair value.

The overall fair value (including land and building elements) of hotel and serviced apartments in China is generally derived using the discounted cash flow analysis. Due to lack of land transaction in market, fair value of land, for disclosure purpose only as set out in Note 13, is therefore calculated as the difference between the fair value under discounted cash flow analysis and the fair value under depreciated replacement cost method.

In the course of discounted cash flow analysis, both income and expenses over the coming ten years from the date of valuation are itemised and projected annually taking into account the rental revenue, associated revenues and the expected growth of income and expenses. The net cash flow over the ten-year period is discounted at an appropriate rate of return.

The net cash flow from eleventh year onwards to the expiry date of the land use rights from the government under which both portions are held is capitalised at a market yield expected for the particular type of property investment in the market.

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

# 12 PROPERTY, PLANT AND EQUIPMENT (Continued)

# Significant inputs used to determine fair value

Building costs are estimated by reference to market construction costs of other similar buildings. The higher the building costs, the higher the fair value.

The adopted valuation assumptions under the depreciated replacement cost method are summarised as follows:

#### As at 30 June 2017

	Depreciated replacement cost method		
	Building	Finance	Professional
	cost	cost	fee
		(% on	(% on
		construction	construction
	(RMB/m²)	cost)	cost)
Hotel	14,150	5	5
Serviced apartments	11,400	5	5

#### As at 31 December 2016

	Depreciated replacement cost method		
	Building	Finance	Professional
	cost	cost	fee
		(% on	(% on
		construction	construction
	(RMB/m <sup>2</sup> )	cost)	cost)
Hotel	14,000	5	5
Serviced apartments	11,300	5	5

# 13 LAND USE RIGHTS

The Group's interests in land use rights represent prepaid operating lease payments and their net book values are analysed as follows:

	Unaudited Six months ended 30 June	
	2017 RMB'000	2016 RMB'000
Beginning of the period Amortisation	1,478,539 (24,642)	1,527,824 (24,642)
End of the period	1,453,897	1,503,182

The Group's land use rights at their net book amounts are analysed as follows:

	30 June	30 June
	2017	2016
	RMB'000	RMB'000
In China:		
Land use rights of between 40 and 50 years	1,453,897	1,503,182

As at 30 June 2017, the fair value of land use rights is approximately RMB2,187 million (31 December 2016: RMB2,048 million). The change in fair value was not reflected in the condensed consolidated interim financial information.

As at 30 June 2017, land use rights were pledged with an aggregate net book amount of RMB1,369 million (31 December 2016: RMB1,393 million) as collateral for the Group's bank borrowings (Note 25).

### 14 INVESTMENT PROPERTIES

	Unaudited Six months ended 30 June	
	2017 RMB'000 RME	
Beginning of the period	24,197,500	23,194,000
Additions during the period Fair value gains during the period, included in profit or	18,311	32,133
loss under 'Fair value gain on investment properties'	809,189	500,367
End of the period	25,025,000	23,726,500

The investment properties are located in China and held on land use rights of 40 years to 50 years, expiring in 2045 through 2055.

In the interim condensed consolidated statement of comprehensive income, direct operating expenses include RMB3,254,000 (2016: RMB3,408,000) relating to investment properties that were vacant.

As at 30 June 2017, investment properties with an aggregate net book value of approximately RMB3,433 million (31 December 2016: RMB3,317 million) were pledged as collateral for the Group's bank borrowings (Note 25).

### Valuation processes of the Group

The Group measures its investment properties at fair value. The investment properties were revalued by Vigers Appraisal and Consulting Limited, independent qualified valuer not related to the Group at 30 June 2017 and 31 December 2016.

The Group's finance department includes a team that reviews the valuations performed by the independent valuers for financial reporting purposes. This team reports directly to the senior management. Discussions of valuation processes and results are held between the management and valuers at least once every six months, in line with the Group's interim and annual reporting dates.

At each financial year end the finance department:

- Verifies all major inputs to the independent valuation report
- Assesses property valuations movements when compared to the prior year valuation report
- Holds discussions with the independent valuer

### 14 INVESTMENT PROPERTIES (Continued)

### Valuation techniques

#### Fair value measurements using significant unobservable inputs

Fair values of completed commercial properties in China are derived using both the income capitalisation method and discounted cash flow analysis.

The income capitalisation method is used to capitalise the unexpired rental income of contractual tenancies. It has also taken into account the reversionary market rent after the expiry of tenancies in capitalisation. The prevailing market rents adopted in the valuation have made reference to recent lettings and other similar comparable properties in the vicinity.

For the discounted cash flow analysis, both income and expenses over the coming ten years from the date of valuation are itemised and projected annually taking into account the current rental revenue and the expected growth of income and expenses of each of the properties. The net cash flow over the ten-year period is discounted at an appropriate rate of return.

The net cash flow from eleventh year onwards to the expiry date of the land use rights from the government under which each of the properties is held is capitalised at a market yield expected for the particular type of property investment in the market.

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

#### Significant inputs used to determine fair value

Capitalisation rate and discount rates are estimated by Vigers Appraisal and Consulting Limited for 30 June 2017 and 31 December 2016 based on the risk profile of the properties being valued. The higher the rates, the lower the fair value.

Prevailing market rents are estimated based on recent lettings, within the subject properties and other comparable properties. The lower the rents, the lower the fair value.

The adopted valuation assumptions used in the income capitalisation method are summarised as follows:

#### As at 30 June 2017

	Monthly Market Unit Rent (RMB per sq.m.)	Capitalisation Rate (per annum)
Office	62 to 300	4.00% to 7.25%
Wholesale and shopping mall	90 to 1,318	4.00% to 7.75%

# 14 INVESTMENT PROPERTIES (Continued)

# Significant inputs used to determine fair value (continued)

# As at 31 December 2016

	Monthly Market	
	Unit Rent	Capitalisation
	(RMB	Rate
	per sq.m.)	(per annum)
Office Wholesale and shopping mall	52 to 328 85 to 1,250	4.25% to 7.50% 4.25% to 8.00%

The adopted valuation assumptions in discounted cash flow analysis are summarised as follows:

## As at 30 June 2017

	Monthly Market Unit Rent (RMB per sq.m.)	Discount Rate	Stabilised Occupancy Rate
Office	62 to 300	6.50% to 8.50%	90.00% to 98.96%
Wholesale and shopping mall	90 to 1,318	6.75% to 8.75%	95.00% to 99.50%

#### As at 31 December 2016

	Monthly Market		
	Unit Rent		Stabilised
	(RMB	Discount	Occupancy
	per sq.m.)	Rate	Rate
		6.75%	90.00%
Office	52 to 328	to 8.75%	to 98.96%
		7.00%	95.00%
Wholesale and shopping mall	85 to 1,250	to 9.00%	to 99.48%

### 15 DEFERRED ASSETS

Rental income is recognised on an accrual basis by averaging out the impact of rent-free periods, contracted rental escalations and such other terms affecting the cash received from rental income under each tenancy agreement. Thus, rental income is recognised on a straight-line basis for the entire lease term of each tenancy agreement, which effectively amortises the impact of rent-free periods, contracted rental escalations and other relevant terms on the rental income over the relevant lease periods. The temporary difference between the rental income as set out in the lease agreements and accounting rental income is reflected as deferred assets. Deferred assets which are expected to be realised twelve months after the balance sheet date are classified as non-current assets. The deferred assets are denominated in RMB.

### 16 GOODWILL

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Net book amount	824,459	824,459
Cost	824,459	824,459
Accumulated impairment		—
	824,459	824,459

# 17 TOP-UP PAYMENT ASSET

During 2012, the Group acquired Guangzhou IFC from Yuexiu Property Company Limited ("YXP"). Pursuant to the acquisition, YXP agreed to provide income support to Yuexiu REIT for the period from 1 July 2012 until 31 December 2016 for the hotel and serviced apartments business. The top-up payment is the shortfall of actual gross operating profits ("GOP") and the guaranteed GOP of hotel and serviced apartments.

Top-up payment asset was recognised as financial assets in Yuexiu REIT, which was denominated in RMB. The fair value of the balance approximated its carrying amount.

The final top-up payment of RMB17,184,000 was received by the Group during the period.

## **18 DERIVATIVE FINANCIAL INSTRUMENTS**

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Non-current assets Capped forward foreign exchange contracts	12,339	74,626
Non-current liabilities Capped forward foreign exchange contracts	(38,664)	

The fair value of the derivative financial instruments is classified as a non-current asset or liability if the settlement date is beyond 12 months after balance sheet date.

The notional principal amounts of the outstanding capped forward foreign exchange contracts at 30 June 2017 were USD177,000,000 and HK\$2,300,000,000 (31 December 2016: USD177,000,000 and HK\$1,000,000,000).

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.

If significant inputs required to estimate the fair value of an instrument are observable, the instrument is included in level 2 of the fair value hierarchy. The fair values of capped forward exchange contracts are calculated by reference to the present values of the estimated future cash flows, taking into account market observable forward exchange rates at each reporting date.

#### **19 TRADE RECEIVABLES**

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Trade receivables	13,832	14,865

The fair values of trade receivables approximate their carrying amounts.

The credit terms of the Group are generally within three months. The ageing analysis of trade receivables is as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
0 - 30 days 31 - 90 days 91 - 180 days	10,924 2,218 690	11,566 3,196 103
	13,832	14,865

As at 30 June 2017, the Group has insignificant trade receivables which are past due but not impaired. Those relate to independent customers for whom there are no significant financial difficulty and based on past experience, the overdue amounts can be recovered. Majority of the Group's trade receivables are denominated in RMB.

#### 20 PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

The balance of prepayments, deposits and other receivables mainly represents prepaid business tax and deposits for utilities. The carrying amounts of prepayments, deposits and other receivables approximate their fair values.

All prepayments, deposits and other receivables are denominated in RMB.

#### 21 SHORT-TERM BANK DEPOSITS AND CASH AND CASH EQUIVALENTS

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Cash at bank and on hand	755,706	1,162,327
Short-term bank deposits with original maturity of less than three months	18,172	18,501
Cash and cash equivalents	773,878	1,180,828
Short-term bank deposits with original maturity of more than three months	22,458	22,400
Total	796,336	1,203,228
Maximum exposure to credit risk	795,889	1,202,781

As at 30 June 2017, included in the cash and cash equivalents of the Group are bank deposits of approximately RMB675,149,000 (31 December 2016: RMB999,684,000) denominated in RMB, which is not a freely convertible currency in the international market and its exchange rate is determined by the People's Bank of China. The remittance of these funds out of China is subject to exchange control restrictions imposed by the Chinese government.

The credit quality of short-terms bank deposits and cash and cash equivalents has been assessed by reference to external credit ratings (if available) or to historical information about the counterparty default rates. The existing counterparties do not have defaults in the past.

The remaining balances of short-term bank deposits and cash and cash equivalents are denominated in Hong Kong dollar and United States dollar.

The carrying amounts of short-term bank deposits and cash and cash equivalents approximate their fair values.

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
HK\$	87,750	143,895
RMB	675,595	1,000,130
USD	32,991	59,203
	796,336	1,203,228

#### 22 DEFERRED TAX LIABILITIES

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Beginning of the period	3,891,364	3,611,190
Deferred taxation charged to profit or loss (Note 11)	179,011	155,286
Deferred taxation charged to reserve	16,505	13,288
End of the period	4,086,880	3,779,764

#### 23 TRADE PAYABLES

The fair values of trade payables approximate their carrying amounts.

The ageing analysis of the trade payables is as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
0 - 30 days	8,496	10,656
31 - 90 days	3,342	2,901
91 - 180 days	1,841	1,719
	13,679	15,276

Majority of the Group's trade payables are denominated in RMB.

## 24 RENTAL DEPOSITS, RECEIPTS IN ADVANCE AND ACCRUALS AND OTHER PAYABLES

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Rental deposits		
Current portion	95,813	106,676
Non-current portion	229,639	213,109
	325,452	319,785
Receipts in advance		
Current portion	76,105	71,366
Non-current portion	7,555	12,233
	83,660	83,599
Provision for urban real estate tax	24,708	16,550
Provision for withholding tax payable	23,224	13,816
Provision for value-added tax, urban construction and		
maintenance tax, education surcharge and local		
education surcharge	16,502	14,147
Construction fee payable	458,595	497,148
Accruals for operating expenses	90,505	116,358
Accruals and other payables	613,534	658,019
	1,022,646	1,061,403

The carrying amounts of rental deposits, receipts in advance and other payables approximate their fair values. Majority of the Group's rental deposits, receipts in advance and accruals and other payables are denominated in RMB.

#### **25 BORROWINGS**

	Unaudited 30 June 2017 RMB'000	Audited 31 December 2016 RMB'000
Current portion of long term borrowings Bank borrowings – Secured	134,220	268,440
<ul> <li>– Unsecured</li> <li>Other borrowings, unsecured (Note)</li> </ul>	433,526 2,365,770 2,933,516	1,234,917  
Long-term borrowings Bank borrowings – Secured – Unsecured Other borrowings, unsecured (Note)	3,021,280 6,141,117 2,365,770	3,355,500 6,149,876 2,419,610
Less: current portion of long-term borrowings	11,528,167 (2,933,516)	11,924,986 (1,503,357)
Total long-term borrowings Unsecured Secured	8,594,651 8,506,887 3,021,280 11,528,167	10,421,629 8,569,486 3,355,500 11,924,986

Bank borrowings of the Group are secured by certain parts of Guangzhou IFC amounting to RMB6,950 million (31 December 2016: RMB6,755 million).

Note: On 14 May 2013, Yuexiu REIT MTN Company Limited, a wholly owned subsidiary of Yuexiu REIT, issued and sold a total of US\$350 million principal amount of 3.10% notes due May 2018 (the "USD Bond") to investors under the US\$1 billion guaranteed medium term note programme established on 21 March 2013 pursuant to the subscription agreement dated 7 May 2013. The USD Bond remained outstanding at 30 June 2017.

#### 26 NET ASSETS ATTRIBUTABLE TO UNITHOLDERS

	Unaudited Six months ended 30 June	
	2017 RMB'000	2016 RMB'000
Beginning of the period Issuance of units Transfer from the statement of comprehensive income Distribution paid during the period	13,534,400 59,144 1,043,381 (440,134)	13,400,472 54,383 439,436 (362,682)
End of the period	14,196,791	13,531,609

The movement of numbers of existing units is as below:

	Unaudited Six months ended 30 June	
Units in issue ('000)	2017	2016
Beginning of the period	2,921,780	2,828,887
Units issued during the period	14,401	15,675
End of the period	2,936,181	2,844,562

Note:

During the period, 14,401,000 units were issued for the payment of manager's fee. (Period ended 30 June 2016: 15,675,000 units were issued for the payment of manager's fee.)

In 2016, a total of 28,014,000 units were issued for the payment of manager's fee. At 31 December 2016, the Group also issued 64,879,000 units from deferred units to YXP. Pursuant to the terms disclosed in the circular dated 30 June 2012, Yuexiu REIT will, on 31 December of each year, issue to YXP certain number of units starting from 31 December 2016. The number of units to be issued each year, when aggregated with the Manager Fee Units to be issued with 12 months of the issue, will be limited to the maximum number of units that may be issued to YXP which will not trigger an obligation on the part of YXP to make a mandatory general offer under Rule 26 of the Takeover Code for all units owned or agreed to be acquired by YXP at the relevant fine. After the issuance of 64,879,000 units at 31 December 2016, the outstanding deferred units were approximately 668,401,000 units.

#### 27 EARNINGS PER UNIT BASED UPON PROFIT AFTER INCOME TAX BEFORE TRANSACTIONS WITH UNITHOLDERS ATTRIBUTABLE TO UNITHOLDERS

#### (a) Basic

Basic earnings per unit based upon profit after income tax before transactions with unitholders attributable to unitholders is calculated by dividing the profit after income tax before transactions with unitholders attributable to unitholders by the weighted average number of units in issue during the period.

	Unaudited Six months ended 30 June	
	2017	2016
Profit after income tax before transactions with unitholders attributable to unitholders (RMB'000)	1,001,401	405,635
Weighted average number of units in issue ('000)	2,930,692	2,838,706
Basic earnings per unit (RMB)	0.34	0.14

#### (b) Diluted

Diluted earnings per unit based upon profit after income tax before transactions with unitholders attributable to unitholders is calculated by adjusting the weighted average number of units outstanding to assume conversion of all dilutive potential units. Yuexiu REIT has deferred units outstanding and manager's fee in form of units during the period which are dilutive potential units. The number of units calculated as above is compared with the number of units that would have been issued assuming the exercise of the units. The number of units calculated for manager's fee in form of units was calculated based on the closing price of Yuexiu REIT as at 30 June 2017.

	Unaudited Six months ended 30 June	
	2017	2016
Profit after income tax before transactions with unitholders attributable to unitholders (RMB'000)	1,001,401	405,635
Weighted average number of units in issue ('000) Adjustments for deferred units ('000) Adjustments for manager's fee in form of units ('000)	2,930,692 668,401 12,345	2,838,706 733,280 13,667
Weighted average number of units for diluted earnings per unit ('000)	3,611,438	3,585,653
Diluted earnings per unit (RMB)	0.28	0.11

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES

As at 30 June 2017, the Group was significantly influenced by YXP (incorporated in Hong Kong), which owns approximately 35% of Yuexiu REIT's units. The remaining units are widely held.

The table set forth below summarised the names of connected/related companies and nature of relationship with Yuexiu REIT as at 30 June 2017:

Connected/related companies	Relationship with Yuexiu REIT
Yuexiu Property Company Limited ("YXP")1	A major unitholder of Yuexiu REIT
Yuexiu REIT Asset Management Limited (the "Manager") <sup>1</sup>	A subsidiary of YXP
Guangzhou Yuexiu Asset Management Company Limited ("GZ AM") <sup>1</sup>	A subsidiary of YXP
Guangzhou Yicheng Property Management Ltd. ("Yicheng") <sup>1</sup>	A subsidiary of YXP
Guangzhou White Horse Clothings Market Ltd. ("White Horse JV") <sup>1</sup>	A subsidiary of YXP
Guangzhou Baima Business Operation Management Co. Ltd. ("Baima BM") <sup>1</sup>	A subsidiary of YXP
Guangzhou City Construction & Development Xingye Property Agent Ltd. ("Xingye") <sup>1</sup>	A subsidiary of YXP
Guangzhou City Construction and Development Co. Ltd. ("GCCD") <sup>1</sup>	A subsidiary of YXP
Yue Xiu Enterprises (Holdings) Limited ("Yue Xiu") <sup>1</sup>	A major shareholder of YXP
Guangzhou Yuexiu Holdings Limited ("GZYX") <sup>1</sup>	Immediate holding company of Yue Xiu
廣州越秀企業集團有限公司 1	A subsidiary of GZYX
Guangzhou City Construction and Development Group Co., Ltd. <sup>1</sup>	A subsidiary of GZYX

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

Connected/related companies	Relationship with Yuexiu REIT
Golden Eagle Asset Management Co. Ltd. ("Golden Eagle")1	A subsidiary of GZYX
Guangzhou Grandcity Development Ltd.1	A subsidiary of YXP
Guangzhou Yue Xiu City Construction Jones Lang LaSalle Property Services Co., Ltd. ("GZ JLL") <sup>1</sup>	A subsidiary of YXP
廣州市祥港房地產開發有限公司 1	A subsidiary of YXP
廣州市宏錦房地產開發有限公司 1	A subsidiary of YXP
廣州東耀房地產開發有限公司 1	A subsidiary of YXP
廣州市城建開發集團名特網絡發展有限公司1	A subsidiary of YXP
廣州悦停網絡科技有限公司1	A subsidiary of YXP
廣州鵬燁貿易有限公司 1	A subsidiary of YXP
Guangzhou Guang Zheng Hang Seng Research Co., Ltd. ("Guang Zheng") <sup>1.2</sup>	A subsidiary of GZYX
Guangzhou Suiqiao Development Co., Ltd. ("Suiqiao") <sup>1</sup>	A subsidiary of GZYX
Guangzhou Securities Company Limited <sup>1,2</sup>	A subsidiary of GZYX
Guangzhou Futures Co., Ltd <sup>1,2</sup>	A subsidiary of GZYX
Guangzhou Yuexiu Industrial Investment Fund Management Co., Ltd. <sup>1.2</sup>	A subsidiary of GZYX
Guangzhou Yuexiu Financial Leasing Co., Ltd. <sup>1,2</sup>	A subsidiary of GZYX
Guangzhou Yuexiu Financial Holdings Group Co., Ltd. <sup>1,2</sup>	A subsidiary of GZYX
廣州越秀小額貸款有限公司 1.2	A subsidiary of GZYX

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

Connected/related companies	Relationship with Yuexiu REIT
Beijing Jones Lang LaSalle Property Management Services Company Limited, Guangzhou Branch ("Beijing JLL")1	A subsidiary of GZYX
Guangzhou Yue Tong Expressway Operations and Management Company Limited ("Yue Tong") <sup>1</sup>	A subsidiary of GZYX
Guangzhou Yue Peng Information Ltd. ("Yue Peng") <sup>1</sup>	A subsidiary of GZYX
Yuexiu (China) Transport Infrastructure Investment Company Limited <sup>1</sup>	A subsidiary of GZYX
Guangzhou Paper Group Ltd. <sup>1</sup>	A subsidiary of GZYX
Chong Hing Bank Limited Guangzhou Sub-Branch ("Chong Hing Guangzhou") <sup>1</sup>	A subsidiary of GZYX
Chong Hing Bank Limited Shanghai Branch ("Chong Hing Shanghai")1	A subsidiary of GZYX
Guangzhou Building Materials Enterprise Group Co., Ltd. <sup>1</sup>	A subsidiary of GZYX
Guang Zhou Titanium Dioxide Factory <sup>1</sup>	A subsidiary of GZYX
HSBC Institutional Trust Services (Asia) Limited (the "Trustee")	The Trustee of Yuexiu REIT
Vigers Appraisal and Consulting Limited (the "Incumbent Valuer")	The principal valuer of Yuexiu REIT
The Hongkong and Shanghai Banking Corporation Limited and its subsidiaries (the "HSBC Group")	Associates of the Trustee

1 These connected companies are also considered as related companies of the Group, transactions and balances carried out with these related companies are disclosed in notes (a) and (b) below.

2 These connected companies ceased to be related companies of the Group from 1 May 2016.

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

The following transactions and balances were carried out with connected/related companies:

#### (a) Transactions with connected/related companies

	Unaudited	
	Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Manager's fee paid/payable to the Manager (ii)	(64,953)	(60,326)
Management fee paid/payable to Yicheng	(5,266)	(5,233)
Management fee paid/payable to Baima BM	(5,686)	(6,055)
Management fee paid/payable to GZ AM	(9,223)	(9,252)
Rental income received/receivable from Xingye	2,542	2,607
Rental income received/receivable from Yicheng	1,242	2,112
Rental income received/receivable from GCCD	5,040	7,205
Rental income received/receivable from	613	638
White Horse JV		
Rental income received/receivable from Golden Eagle		835
Rental income received/receivable from	15,784	16,384
廣州越秀企業集團有限公司		
Rental income received/receivable from Guangzhou	1,048	1,090
Grandcity Development Ltd.		
Rental income received/receivable from Guang Zheng		1,115
Rental income received/receivable from Suiqiao	293	305
Rental income received/receivable from Guangzhou		11,146
Securities Company Limited		
Rental income received/receivable from Guangzhou		993
Futures Company Limited		
Rental income received/receivable from		992
Guangzhou Yuexiu Industrial Investment		
Fund Management Co., Ltd.		
Rental income received/receivable from GZ JLL	7,286	7,327
Rental income received/receivable from Guangzhou		2,177
Yuexiu Financial Leasing Co., Ltd.		
Rental income received/receivable from GZ AM	4,522	4,693

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

#### (a) Transactions with connected/related companies (continued)

	Unaudited Six months ended 30 June	
	2017 RMB'000	2016 RMB'000
Rental income received/receivable from 廣州祥港房地產開發有限公司	2,800	4,316
Rental income received/receivable from 廣州宏錦房地產開發有限公司	8,737	9,086
Rental income received/receivable from 廣州東耀房地產開發有限公司	1,883	304
Rental income received/receivable from Guangzhou Yuexiu Financial Holdings Group Co., Ltd.	-	2,959
Rental income received/receivable from Yue Tong	381	397
Rental income received/receivable from Guangzhou Yue Peng Information Ltd.	390	405
Rental income received/receivable from Yuexiu (China) Transport Infrastructure Investment Company Limited	4,303	4,107
Rental income received/receivable from 廣州越秀小額貸款有限公司	-	220
Rental income received/receivable from Beijing JLL	-	622
Rental income received/receivable from Guangzhou Paper Group Ltd.	135	140
Rental income received/receivable from Guangzhou Building Materials Enterprise Group Co., Ltd.	135	140
Rental income received/receivable from Guangzhou Titanium Dioxide Factory	135	140
Rental income received/receivable from Chong Hing Guangzhou	1,402	1,671
Rental income received/receivable from Chong Hing Shanghai	257	43
Rental income received/receivable from 廣州市城建開發集團名特網絡發展有限公司	45	_

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

#### (a) Transactions with connected/related companies (continued)

	Unaudited Six months ended 30 June	
	2017	2016
	RMB'000	RMB'000
Rental income received/receivable from 廣州悦停網絡科技有限公司	48	_
Rental income received/receivable from 廣州鵬燁貿易有限公司	127	—
Interest income received/receivable from GCCD	8,277	9,618
Trustee's fee paid/payable to the Trustee	(4,593)	(4,400)
Valuation fee paid/payable to the valuer	(596)	(621)
Transactions with the HSBC Group		
<ul> <li>Interest expense paid/payable to the HSBC Group</li> </ul>	(2,939)	(3,581)
Transactions with Chong Hing Guangzhou		
<ul> <li>Interest expense paid/payable to</li> </ul>	(8,648)	—
Chong Hing Guangzhou		

#### Note:

 All transactions with connected/related companies were carried out in accordance with the terms of the relevant agreements governing the transactions.

(ii) The Manager's fee is calculated as the aggregate of a base fee of 0.3% per annum of the value of the deposited property, as defined in the Trust Deed and a service fee of 3% per annum of net property income, as defined in the Trust Deed (Note 8).

#### 28 CONNECTED PARTY TRANSACTIONS AND SIGNIFICANT RELATED PARTY TRANSACTIONS AND BALANCES (Continued)

#### (b) Balances with related companies

		A 111 1
	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
		101.051
Amount due from GCCD (i)	271,683	131,351
Amount due to Yicheng	(1,764)	(1,087)
Amount due to Baima BM	(1,916)	(1,100)
Amount due to the Manager	(64,953)	(69,580)
Amount due to GZ AM	(1,508)	(1,674)
Amount due to Guangzhou City Construction		
and Development Group Co., Ltd.	(10,000)	(10,000)
Bank borrowing from Chong Hing Guangzhou	(361,000)	(400,000)
Rental deposits from related companies (ii)	(21,004)	(20,875)
Amount due to Guangzhou City Construction and Development Group Co., Ltd. Bank borrowing from Chong Hing Guangzhou	(10,000) (361,000)	(10,000

Except for an amount due from GCCD of approximately RMB263 million (31 December 2016: RMB125 million) which is unsecured, interest bearing at 9% per annum and repayable on settlement of the related construction fee payable, all other balances with related companies are unsecured, interest-free, repayable on demand and reasonable approximation to their fair values. All the balances are denominated in RMB, except for the amount due to the Manager which is denominated in HK\$.

#### Note:

- (i) Pursuant to the settlement agency agreement entered into between GCCD and Tower Top, GCCD would be responsible for settling the outstanding construction cost related to the construction of Guangzhou IFC. On 7 May 2012, an initial amount of RMB1,293 million was transferred to GCCD by Tower Top. The receivable balance of RMB272 million (31 December 2016: RMB131 million) as at period end represents the initial amount transferred to GCCD less the settlement of construction payable. The remaining amount will be paid to GCCD when the receivable balance is less than or equal to RMB100 million.
- (ii) Rental deposits from related companies are included as rental deposits in the condensed consolidated balance sheet.

#### (c) Key management compensation

There was no key management compensation for the period ended 30 June 2017 (2016: nil).

#### 29 CAPITAL COMMITMENTS

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Capital commitments in respect of property, plant and equipment and investment properties		
Contracted but not provided for	26,166	31,258

#### 30 FUTURE MINIMUM RENTAL RECEIVABLES

At 30 June 2017, the Group had future minimum rental receivables under non-cancellable leases as follows:

	Unaudited	Audited
	30 June	31 December
	2017	2016
	RMB'000	RMB'000
Within one year	1,120,066	1,179,765
Between one year and five years	1,435,257	1,623,765
Over five years	119,888	183,953
	2,675,211	2,987,483

## **PERFORMANCE TABLE**

	Unaudited 30 June 2017	Unaudited 30 June 2016
Net assets attributable to Unitholders (RMB)	14,196,791,000	13,531,609,000
Net assets attributable to Unitholders per unit (RMB)	4.83	4.76
Equivalent to HK\$	5.57	5.57
The highest premium of the traded price to net asset value (i)	-	_
The highest discount of the traded price to net asset value (i)	HK\$1.49	HK\$1.75
Net yield per unit (ii)	3.23%	3.82%
	2,936,181,642	2,844,562,239
Number of units in issue	units	units

Note:

- (i) The highest premium is calculated based on the highest traded price of HK\$4.90 (2016: HK\$4.48) on The Stock Exchange of Hong Kong Limited ("Stock Exchange") during the period from 1 January 2017 to 30 June 2017. The highest discount is calculated based on the lowest traded price of HK\$4.08 (2016: HK\$3.82) on the Stock Exchange during the period from 1 January 2017 to 30 June 2017. Since the highest traded price during the six months ended 30 June 2017 was HK\$4.90, which was lower than the net asset value as at 30 June 2017, no premium of the traded price to net asset value was presented for 30 June 2017.
- (ii) Net yield per unit is calculated based on profit after tax before transactions with Unitholders per unit for the period from 1 January 2017 to 30 June 2017 over the traded price of HK\$4.85 as at 30 June 2017 (2016: HK\$4.39) on the Stock Exchange.

## CORPORATE AND INVESTOR RELATIONS INFORMATION

#### BOARD OF DIRECTORS OF THE MANAGER

#### **Executive directors**

Mr. Lin Deliang Mr. Cheng Jiuzhou

#### **Non-executive directors**

Mr. Lin Zhaoyuan *(Chairman)* Mr. Li Feng

#### Independent non-executive

#### directors & audit committee members

Mr. Chan Chi On, Derek Mr. Chan Chi Fai, Brian Mr. Cheung Yuk Tong Mr. Chen Xiaoou

#### **Responsible Officers of the Manager**

Mr. Lin Deliang Mr. Cheng Jiuzhou Mr. Kwan Chi Fai

#### COMPANY SECRETARY OF THE MANAGER

Mr. Yu Tat Fung

#### TRUSTEE

HSBC Institutional Trust Services (Asia) Limited

#### AUDITOR OF YUEXIU REIT

PricewaterhouseCoopers Certified Public Accountants

#### PRINCIPAL VALUER

Vigers Appraisal and Consulting Limited

#### HONG KONG LEGAL ADVISOR

Baker & McKenzie

#### PRINCIPAL BANKERS OF YUEXIU REIT

China Everbright Bank Co. Ltd., Hong Kong Branch DBS Bank Ltd., Hong Kong Branch Hang Seng Bank Limited Industrial and Commercial Bank of China (Asia) Limited Malayan Banking Berhad Group OCBC Wing Hang Bank Limited Standard Chartered Bank (Hong Kong) Limited The Bank of East Asia, Limited The Hongkong and Shanghai Banking Corporation Limited

#### WEBSITES TO ACCESS INFORMATION IN RELATION TO YUEXIU REIT

http://www.yuexiureit.com http://www.hkex.com.hk

#### **REGISTERED OFFICE OF THE MANAGER**

24th Floor Yue Xiu Building 160 Lockhart Road Wanchai, Hong Kong

#### UNIT REGISTRAR AND TRANSFER OFFICE

Tricor Investor Services Limited 22/F Hopewell Centre 183 Queen's Road East, Wanchai, Hong Kong

#### LISTING EXCHANGE

### CORPORATE AND INVESTOR RELATIONS INFORMATION

#### Units

The Stock Exchange of Hong Kong Limited Stock code: 00405

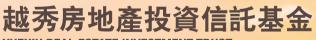
#### Bond

The Stock Exchange of Hong Kong Limited US\$350,000,000 3.1 % Notes due 2018 Stock code: 05943

#### **INVESTOR RELATIONS**

For further information about Yuexiu REIT, please contact: Mr. Terry KWAN Telephone: (852) 3607 1886 Facsimile: (852) 2519 6473 Email: kwan.terry@yuexiureit.com





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Manager

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