



《望山》  
谭瑞荣 作品  
Gazing Mountain (Mountain)  
by Tan Rui Rong

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## 《望山》

谭瑞荣 作品  
油画

今年大华银行（中国）年度报告封面的设计灵感源自谭瑞荣先生的《望山》，该作品在 2013 年大华银行集团年度绘画大赛（新加坡）中荣获银奖。

谭先生被佛教禅宗大师青原惟信所提出的“见山是山，见山不是山，见山还是山”的哲理所感动。这句名言的深刻哲理反映了人们在人生的不同阶段看待事物的不同视角。

借鉴青原惟信大师的哲学，作者利用“山”字来呈现山。对于站在山脚下的小男孩而言，巨大的山脉代表着未来的希望。他将凭借自己的力量与坚韧丈量山的高度。这场旅程将见证他获得智慧的历程，从而使他在未来的岁月中把握住出现在眼前的机会。

大华银行集团年度绘画大赛至今已举办了 32 届，大赛旨在引起人们对艺术的关注与欣赏，并且鼓励艺术家迎接挑战，从而为东南亚地区的受众创作出鼓舞人心的作品。

## Gazing 山 (Mountain)

by Tan Rui Rong  
Oil on Canvas

Mr Tan Rui Rong's Gazing 山 is the design inspiration for this year's UOB (China) Annual Report. The painting received the Silver Award in the 2013 UOB Painting of the Year (Singapore) Competition.

Mr Tan was moved by the philosophy of Buddhism Master Qing Yuan Wei Xin who said 见山是山 (a mountain is a mountain), 见山不是山 (a mountain is not a mountain), 见山还是山 (a mountain is still a mountain). The saying's deeper meaning reflects the changing perspectives people have as they progress through different stages in their lives.

Referencing Master Qing's philosophy, the artist uses the character 山 to represent the mountain. To the young boy standing at its foot, the immense mountain represents the promise of the future. With knowledge and resilience he will be able to scale its heights. It is a journey that will see him gain the wisdom to seize the many opportunities that will present themselves over time.

The UOB Painting of the Year Competition now in its 32<sup>nd</sup> year, promotes awareness and appreciation of the arts and challenges artists to produce works that inspire audiences across Southeast Asia.

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## 重要提示 Important Notice

本董事会保证本行《2013 年度报告》所披露信息的真实、准确与完整。本董事会于 2014 年 3 月 6 日会议审计并一致通过了本行《2013 年度报告》。

本行年度报表经安永华明会计师事务所上海分所根据中国注册会计师审计准则的规定进行审计, 并出具了无保留意见的审计报告。

大华银行(中国)有限公司董事会

2014 年 3 月 6 日

The Board of Directors of the Company assures that the information presented in this report is true, accurate and complete. This report was passed at the Board of Directors Meeting held on 6 March 2014.

The financial statements of the Company for Year 2013 were audited by Ernst & Young Hua Ming Shanghai Office in accordance with the China Certificated Public Accountants' Independent Auditing Standards, and have obtained standard auditors' reports without any reserved opinions.

Board of Directors, United Overseas Bank (China) Limited

6 March 2014

## 公司简介

# About United Overseas Bank (China) Limited

大华银行(中国)有限公司(大华银行(中国))是亚洲银行业翘楚——大华银行有限公司(大华银行)的在华全资子公司,拥有中国本地法人银行资格。

大华银行(中国)于2007年12月18日注册成立,注册资本金30亿元人民币,总部设在上海。

大华银行(中国)于2008年1月2日正式对外开业,通过稳健经营、健康发展,目前,已在中国的主要城市拥有十多家分支机构。

大华银行在中国的发展已有30年的历史。早在1984年,大华银行便在北京开设了第一间办事处。2006年,大华银行成为上海第一家获批为客户处理资本账目的东南亚银行。2008年,大华银行(中国)获得了人民币零售业务牌照;2011年获得了上海黄金交易所授予的在华黄金交易会员资格;2012年7月,大华银行(中国)获得合格境内机构投资者(QDII)资格,12月,又获得了银行间黄金询价资格,成为首批获得此项资格的四家外资银行之一;2013年,大华银行(中国)成为第一批在中国获得本地基金代销执照的外国银行之一。这些都进一步扩展了大华银行在中国的业务。

目前,大华银行(中国)的综合财务实力信用等级被中诚信国际信用评级有限责任公司评为AAA级,评级展望为稳定。

在大力发展业务的同时,大华银行(中国)注重员工发展和社会公益。从2012年起,我行定期举行集团区域公益项目“爱心公益跑(行)”,并将筹集的善款捐赠给本地慈善机构,用于他们的儿童和教育支援项目。

欲了解更多信息,请登陆大华银行(中国)官方网站:  
[www.UOBChina.com.cn](http://www.UOBChina.com.cn)

United Overseas Bank (China) Limited (UOB (China)) is a wholly-owned subsidiary of the United Overseas Bank Limited (UOB), a leading bank in Asia. UOB (China) was incorporated in the People's Republic of China on 18 December 2007 with a registered capital of Renminbi (RMB) three billion.

Headquartered in Shanghai, UOB (China) commenced business on 2 January 2008. The Bank's growth in China has been based on a long-term strategic focus which has seen it increase its presence to more than 10 branches and sub-branches in major cities in China.

UOB has 30 years' experience in China, with the first representative office set up in Beijing in 1984. In 2006 UOB was the first bank from Southeast Asia authorised to settle capital accounts in Shanghai. UOB (China) received a retail RMB licence and Shanghai Gold Exchange (SGE) trading membership in 2008 and 2011 respectively. In 2012, UOB (China) received a Qualified Domestic Institutional Investors (QDII) licence, and was one of an initial batch of 20 banks to participate in bullion trading on the SGE interbank platform. UOB (China) is also one of the first foreign banks to obtain a local mutual fund licence in China in 2013. These advances extended further the Bank's business offerings to customers operating in China.

UOB (China) is rated triple A for its overall financial credibility and stable for its financial strength outlook by China Chengxin International Credit Rating Company Limited.

As UOB (China) continues to grow its business, it is also committed to its people and the community. Since 2012, UOB (China) has held its corporate social responsibility programme, the annual UOB Heartbeat Run/Walk, to raise funds to support children and education-related community projects for beneficiaries in China.

For more information about UOB (China), visit  
[www.UOBChina.com.cn](http://www.UOBChina.com.cn)

## 母行简介

# About United Overseas Bank Limited

大华银行有限公司(大华银行)是亚洲银行业的翘楚,在全球范围内拥有超过500家办事处,遍布亚太、西欧、北美19个国家和地区。自1935年注册成立以来,大华银行通过有机增长和一系列的收购不断成长。大华银行立足于亚洲,除了分布广泛的分支机构,还在中国、印度尼西亚、马来西亚、菲律宾、新加坡和泰国成立了子公司。

大华银行是世界最佳银行之一,穆迪评级为Aa1级,标普评级为AA-。

大华银行提供范围广泛的金融服务:个人金融服务、私人银行服务、商业与企业银行服务、投资银行服务、企业融资、资本市场业务、外汇资金服务、期货经纪服务、资产管理、创业资金管理以及保险服务。

在新加坡,大华银行是信用卡业务及私人住宅房屋贷款业务的领导者。它也在中小企业贷款领域扮演重要角色。大华银行的基金管理公司大华资产管理是新加坡获奖最多的基金管理公司之一。

大华银行致力于在社区发展中发挥积极作用,尤其是在艺术、教育及儿童成长领域。三十多年来,大华银行每年在新加坡举办著名的“全国绘画比赛及展览”。

2013年,为表彰我行对艺术的贡献,新加坡国家艺术理事会连续九年颁发给大华银行“卓越艺术赞助人奖”。大华银行还鼓励区域内所有员工参与当地志愿者活动。这包括在新加坡、马来西亚、印尼、泰国和中国举行的“大华银行爱心公益义跑”活动。

欲了解更多信息,请登陆大华银行的官方网站:  
[www.UOBGroup.com](http://www.UOBGroup.com)

United Overseas Bank Limited (UOB) is a leading bank in Asia with a global network of more than 500 offices in 19 countries and territories in Asia Pacific, Western Europe and North America. Since its incorporation in 1935, UOB has grown organically and through a series of strategic acquisitions. In Asia it operates through its branches and representative offices as well as banking subsidiaries in China, Indonesia, Malaysia, the Philippines, Singapore and Thailand.

UOB is rated among the world's top banks, with a rating of Aa1 by Moody's and AA- by Standard & Poor's and Fitch Ratings respectively.

UOB provides a wide range of financial services including personal financial services, private banking, business banking, commercial and corporate banking, transaction banking, investment banking, corporate finance, capital market activities, treasury services, futures broking, asset management, venture capital management and insurance.

In Singapore, UOB is a leader in the credit and debit cards business and the private home loans business. It is also a key player in loans to small and medium enterprises. Its fund management arm, UOB Asset Management, is one of Singapore's most awarded fund managers.

UOB also plays an active role in the community, focusing on the arts, education and children. It has, over more than three decades, held the longest-running art competition in Singapore, the UOB Painting of the Year.

In recognition of its contribution to the arts, UOB was conferred the National Arts Council's Distinguished Patron of the Arts Award for the ninth consecutive year in 2013. UOB also encourages its employees across the region to be involved in its regular volunteer activities. This includes the annual UOB Heartbeat Run which is held in Singapore, Malaysia, Indonesia, Thailand and mainland China.

For more information about UOB, visit [www.UOBGroup.com](http://www.UOBGroup.com).

## 主要财务信息 Financial Highlights

	2013	2012	Increase (Decrease)
经营成果 Operating result	人民币千元 RMB'000		%
利息净收入 Net interest income	808,212	625,655	29.2
手续费及佣金净收入 Net fee and commission income	110,659	56,739	95.0
营业收入合计 Total operating income	876,829	870,603	0.7
营业费用 Total operating expenses	660,019	563,665	17.1
资产减值损失 Impairment charges	58,755	24,716	137.7
营业利润 Operating profit	158,055	282,221	(44.0)
税前利润 Profit before tax	167,984	286,788	(41.4)
税后利润 Net profit after tax	127,345	214,588	(40.7)
资产负债 Balance sheet	人民币千元 RMB'000		%
资产总计 Total assets	41,972,412	34,583,262	21.4
发放贷款及垫款 Customer loans, net	18,853,289	14,916,638	26.4
负债合计 Total liabilities	38,099,288	30,806,847	23.7
吸收存款 Customer deposits	29,059,961	23,944,690	21.4
所有者权益合计 Shareholders' equity	3,873,124	3,776,415	2.6
财务指标 Financial indicators	%	%	%
资本利润率 Return on average ordinary shareholders' equity	3.3	5.8	(2.5)
资产利润率 Return on average total assets	0.3	0.6	(0.3)
成本收入比 Expenses/income ratio	75.3	64.7	10.6
手续费及佣金净收入比总收入 Net fee and commission income/total operating income	12.6	6.5	6.1
净利息收益率 Net interest margin	2.8	2.5	0.3
存贷比 Loans-to-Deposits ratio	65.9	64.3	1.6
不良贷款率 Non-performing loan ratio	0.3	0.7	(0.4)
拨备覆盖率 Non-performing loan coverage	463.8	277.8	186.0
资本充足率指标 Capital adequacy ratio			
核心一级资本充足率 Core Tier 1 CAR	16.7		
一级资本充足率 Tier 1 CAR	16.7	22.3	(5.6)
资本充足率 Total CAR	17.7	23.5	(5.8)



我们在开拓区域网络和业务内容方面取得了长足的发展，同时也看到了未来无限的机会。我相信在未来的数年中，大华银行能够也将会做得更多，并继续成长为亚洲的顶尖银行。



今年年度报告封面上的画作《望山》提醒我们，机会永远都在面前，但是要攀登到新的高峰，我们就必须拥有决心、韧性和清晰的方向。这与大华银行专注于与客户建立可持续性业务关系的努力不谋而合。我们始终致力于为客户在经济周期的起伏中提供强有力的金融支持，并且在时机成熟时帮助他们把握新的机遇。

多年来，我们始终牢记大华银行的“立行之本”，并且在我们的战略发展中一直严守行业准则。我们通过不懈地努力构建了一个广阔的区域网络，让客户既能接触到亚洲所带来的机遇，又能敏锐掌握本地市场动态。

#### 大华银行（中国）财务业绩

2013年，在中国经济转型步伐加速的大环境下，我行充分把握机遇，业务得到了持续发展。我行的净利息收入和服务费与佣金的净收入分别强势增长了29%和95%，达到人民币8.08亿元和人民币1.11亿元。这样的增长要得益于贷款量的提升和交易量的增长，以及有针对性的交叉销售举措。

同时，本年度我行在业务网络拓展和业务能力建设方面加大了投入，这使得本年度的营业费用增长了17%。此外，由汇率波动所带来的对资本的负面影响，共同导致了我行本年度的税后净利润下滑了41%，为人民币1.27亿元，营业收入则与上一财年度持平。

*Gazing Mountain*, the painting on the cover of this year's annual report, reminds us that potential is always present before us, but to scale new heights, one must possess resolve, resilience and clear direction. This resonates with UOB's focused approach in building a sustainable business that has the strength to support customers through economic cycles and to help seize new opportunities when the timing is right.

Over the years, we have never lost sight of the fundamentals of banking and have remained disciplined and measured in our growth strategy. We have painstakingly built a network that connects customers with the opportunities Asia offers while remaining sensitive to local market conditions.

#### UOB (China) Financial Performance

In 2013, our business in China continued to develop as we capitalised on the opportunities and adapted well to the changes resulting from the country's rapid economic transformation. Our net interest income grew strongly by 29 per cent to RMB 808.2 million and our net fee and commission income rose by 95 per cent to RMB 110.7 million. This growth was backed by higher loans and increased trade volume, as well as targeted cross-selling.

Our operating expenses grew by 17 per cent as we continued to make important advances in strengthening our local franchise and in building new capabilities. These investments and a negative impact from foreign exchange fluctuations on capital caused a 41 per cent decrease on our net profit after tax to RMB 127.3 million while operating income growth was flat.

## 董事长寄语 Chairman's Statement

然而，我行财务基础坚实，资本负债表稳健，同时资本和流动性水平健康。我们的客户贷款增加了26%，达人民币189亿元，同时客户存款增长了21%达人民币291亿元。我行的存贷比为65.9%，符合监管要求。

由于长期坚持稳健发展和风险控制，我行的不良贷款率继续下降到了0.3%。

### 落实区域策略 发展中国市场

本年度我行得以继续发展的两大驱动为：不断增长的区域内贸易和个人财富。同时也离不开我行不断贯彻落实的区域策略。本年度，我行继续关注客户的市场需求，并致力于为他们提供所需的金融咨询和财务解决方案。

在中国，我们持续投入发展各项解决方案，以支持本地企业的业务拓展。2013年，我行成立了外商直接投资咨询服务部中国分部，以协助本地的中国企业进入亚洲市场，同时帮助我们的区域客户将业务拓展到中国。在过去的两年中，大华银行集团在区域内共成立了九个同类部门，利用集团在区域内的网络和经验，帮助越来越多的企业实现他们在亚洲地区的雄心壮志。我行的企业和商业银行团队也正在石油、天然气、交通运输、通讯、餐饮以及房地产领域继续深化与客户的关系。

作为一家值得信赖的银行合作伙伴，我行吸引着越来越多的本地客户，2013年，我们的企业客户数量较上一财年增加了约30%。

在我们努力为整个亚洲地区企业实现业务抱负的同时，我们也继续投资于个人金融服务业务，从而满足不断增长地中国高净值人士对高品质金融服务和理财产品的需求。2013年，我行成为了中国第一批获得本地基金代销执照的外资银行之一。这使得我行能够为中国的高净值人士提供更加多样化的国内外金融产品解决方案，从而更好地满足了他们综合性的财富管理需求。

同时，我们还提升了客户的银行服务体验，把个人业务从销售“产品”向销售“金融生活方式”转型。例如：我行推出的手机银行服务，就为我们的客户提供了一个更高效、更便利的银行服务选择。

Our foundation is solid, backed by a strong balance sheet and sound capital and liquidity levels. Our net customer loans increased by 26 per cent to RMB 18.9 billion, while customer deposits grew by 21 per cent to RMB 29.1 billion. Our loans-to-deposits ratio remained healthy at 65.9 per cent and is below the local regulatory requirement.

As we continued to adopt a disciplined approach to mitigating credit risk, our non-performing loans ratio decreased further to 0.3 per cent.

### Delivering on Our Regional Strategy in China

Our growth is driven by the two major trends of increasing intra-regional trade and rising consumer wealth, and reinforced by our determination to execute well against our regional strategy. In the process, we remain responsive to the needs of our customers across various markets and committed to providing them with appropriate financial advice and solutions.

In China, this approach is evident in our continued investment in solutions catering to the business community. For instance, our new Foreign Direct Investment (FDI) Advisory Unit set up in China in 2013 is tracking well in helping Chinese companies expand in the rest of Asia, and our regional customers deepen their businesses in China. The unit is one of nine that we have established over the last two years to cater to the increasing number of commercial customers who want to draw on our regional expertise and Asian network to fulfil their expansion ambitions across markets. Our Commercial Banking and Corporate Banking teams also continued to deepen relationships with Chinese customers in industries such as oil and gas, transportation, telecommunications, food and beverage, and real estate.

UOB's reputation as a dependable banking partner continues to attract customers to work with us, and in 2013 we increased our corporate client base in China by close to 30 per cent.

Just as we work to support the ambitions of businesses across the region, we continue to invest in our retail banking capabilities to serve the increasing number of wealthy individuals in China who seek quality advice and financial products to manage their wealth. In 2013, we were one of the first foreign banks to obtain a local mutual fund licence in China. This has allowed us to extend new wealth management products to help our customers further diversify their portfolios.

We also enhanced the banking experience for our customers by transforming the focus of our retail services to serving their lifestyle needs. For instance, we introduced a new mobile banking application to provide our customers with easy access to their banking accounts wherever they may be.

## 董事长寄语 Chairman's Statement

为了充分地服务于日益增长的高净值人士，我行设立了中国第 11 间“尊享理财”中心，该中心坐落于上海地标——外滩万国建筑群的一栋历史悠久的大楼内，选址外滩也因为这里是高净值人士生活和工作的区域。此外，我行还在不断扩大网点覆盖范围。目前，我行已经获得了重庆分行、北京燕莎中心支行以及上海自由贸易试验区支行的筹建批复，以此更好地把握中国金融改革所带来的发展机遇。

### 投资人才 回馈社会

在不断拓展业务网络和增加产品服务的同时，关注员工发展才是使我们的业务能够更进一步的关键。

银行业是一个监管要求不断变化，创新与科技层出不穷的行业，这就需要我们不断掌握新技能，适应新变化。我行设立了种类丰富、业内领先的员工培训项目，让我们的员工能够掌握更多先进技能，以求为我们的客户提供更加卓越的服务。值得一提的是，大华银行的业务发展建立在整个团队所拥有的统一的价值观基础上，这个价值观可以体现为一个简单、真诚、有力的握手。而正是这“握手的精髓”奠定了大华银行成长的基础，也将继续指导我们未来的发展。

我们正在坚定地致力于将大华银行（中国）建设成为本地一家值得信赖且受人尊敬的银行，并能够在构建信任、尊重与正确行事的基础上，与我们的客户以及我们所在的社区建立起长期可持续的关系。

### 展望未来

随着中国改革的深入，未来的一年我们还将面临种种挑战，但是我们应对挑战的方式将确保我们的适应性、竞争力和增长。

我们将始终立足于中国市场，并已经制定了可持续性的发展计划，从而长期发展中国业务，为更多城市的中国客户提供金融服务。我们坚信，人民币国际化及新加坡离岸人民币中心地位的逐步确立，将为更多在中国拥有业务的客户打开机会之门。我们也将继续紧密地服务我们的客户，帮助他们把握这些机会。

在亚洲，我们预测 2014 年将是经济平稳发展的一年。美国释放的退出量化宽松的信号证明了全球经济正在复苏，这对亚洲来说是个利好。基于亚洲稳定的资产负债表，短期的资本外流将得到有效控制。虽然个别国家的不确定性仍然存在，但是我们对亚洲经济基础表示乐观，并承诺将继续拓展我们的区域网络。

To meet the needs of our growing base of affluent customers, we opened our 11<sup>th</sup> UOB Privilege Banking centre in China in one of the most iconic buildings on the Bund in Shanghai, a location where many of our customers live and work. We also obtained regulatory approvals to proceed with the establishment of a universal branch in Chongqing, a UOB Privilege Banking sub-branch in Beijing Lufthansa Centre and a sub-branch in the Shanghai Pilot Free Trade Zone to capture the opportunities arising from China's financial industry reform.

### Investing in Our People

While we continue to invest in our network and products, it is the interest we have in our people that makes the most significant difference to our business.

In an industry where regulatory requirements are ever changing and where innovation and technology require investment in new skill sets, UOB (China) has established many industry-leading training programmes to equip our people with the skills they need to provide excellent service to our customers. But it is the shared values and mindset of the UOB team which ensure that “the spirit of a handshake” remains core to how we conduct our business. This fundamental principle is how we have built our business in the past and will continue to do so in future.

We are resolute in building UOB (China) as a dependable and honourable bank in China, able to foster with our customers and the community long-term relationships that are built on trust, respect and doing what is right.

### Looking Ahead

The year ahead will have its challenges as China continues to transform, but it is how we respond to them that will ensure our continued relevance, competitiveness and growth.

We remain committed to China and have plans in place to expand our business over the long term to serve more customers in key cities. The internationalisation of the RMB and Singapore's rise as an offshore RMB centre are set to open the doors to more business opportunities for our customers who have business in China. We will continue to work closely with our customers to help them take advantage of these developments.

For Asia, we expect a more moderate growth environment in 2014. The quantitative easing tapering in the US signals a recovering global economy which bodes well for this part of the world. The near-term impact of capital outflows should be manageable given the strong balance sheets in Asia. Despite the ongoing uncertainties in a few countries, we remain positive on Asia's underlying economic fundamentals and are committed to strengthening our franchise in the region.

## 董事长寄语 Chairman's Statement

### 鸣谢

在此，我谨代表董事会向陈建发先生表示衷心地感谢，感谢他在过去五年作为行长兼首席执行官，以及董事会执行董事与执行委员会成员期间对大华银行（中国）所做出的贡献。我还要欢迎连文辉先生的加入，他在 2013 年 9 月接任了陈先生的职务。

最后，我谨向董事会表示深深的谢意，感谢他们在过去一年中做出的明智决策。此外，我谨代表董事会向管理层以及所有员工表示感谢，感谢他们所付出的不懈努力和贡献。此外，我希望我们的客户能够继续给予我们支持，从而让我们更好地为你们服务。

黄一宗  
董事长  
2014 年 3 月

### Acknowledgement

On behalf of the Board, I would like to express our appreciation to Mr Tan Kian Huat for his contributions over the past five years as President and Chief Executive Officer (CEO) of UOB (China), as well as executive director of the Board and a member of the Bank's Executive Committee. I would also like to welcome Mr Eric Lian, who succeeded Mr Tan in September 2013.

My deepest appreciation to the Board of Directors for their wise counsel during the past year. On behalf of the Board, I would also like to thank the Management and all employees for their commitment and hard work. To our customers, I look forward to your continued support as we strive to serve you even better.

Wee Ee Cheong  
Chairman  
March 2014

# 公司信息

## Corporate Information

### 法定名称

大华银行（中国）有限公司

### 法定代表人

黄一宗

### 注册地址

上海市浦东新区东园路 111 号 1 层 105 单元, 2 层, 3 层  
邮政编码: 200120  
电话: (86) (21) 6061 8888  
传真: (86) (21) 6886 0908  
SWIFT: UOVBCNSH  
网址: UOBChina.com.cn

### 公司成立日期

2007 年 12 月 18 日

### 登记机关

上海市工商行政管理局

### 企业法人营业执照注册号

310000400553992 (市局)

### 注册资本

人民币 300000 万元

### 股东 (发起人)

大华银行有限公司

### 公司类型

有限责任公司 (外国法人独资)

### 税务登记证号码

国地税沪字 310043669414723

### 监事

黄祖耀

### 董事会

黄一宗 (董事长)  
陈建发 (行长兼首席执行官) 一 至 2013 年 8 月 30 日止  
连文辉 (行长兼首席执行官) 一 自 2013 年 9 月 17 日始  
李振荣  
叶杨诗明  
詹道存  
曾之杰

### 执行委员会

黄一宗 (主席)  
陈建发 一 至 2013 年 8 月 30 日止  
连文辉 一 自 2013 年 9 月 17 日始  
李振荣  
叶杨诗明

### 提名及薪酬委员会

詹道存 (主席)  
黄一宗  
李振荣  
曾之杰

### 审计委员会

詹道存 (主席)  
李振荣  
叶杨诗明  
曾之杰

### 关联交易控制委员会

曾之杰 (主席)  
李振荣  
詹道存  
张锦康

### 风险管理委员会

曾之杰 (主席)  
李振荣  
叶杨诗明  
詹道存

### 审计师

安永华明会计师事务所上海分所

### Registered Name

United Overseas Bank (China) Limited

### Legal Representative

Wee Ee Cheong

### Registered Office

Unit 105, 2F, 3F, 111 Dongyuan Road Pudong New Area  
Shanghai 200120  
Tel: (86) (21) 6061 8888  
Fax: (86) (21) 6886 0908  
SWIFT: UOVBCNSH  
Website: UOBChina.com.cn

### Date of Incorporation

18 December 2007

### Registration Authority

Shanghai Administration of Industry and Commerce

### Registered Business Licence Number

310000400553992

### Paid Up Share Capital

RMB 3,000,000,000

### Shareholder (Founder)

United Overseas Bank Limited

### Type of Company

Limited Company (Wholly Foreign-owned)

### Tax Registration Number

310043669414723

### Supervisor

Wee Cho Yaw

### Board of Directors

Wee Ee Cheong (Chairman)  
Tan Kian Huat (President and CEO) – Till 30 August 2013  
Eric Lian Voon Fui (President and CEO) – From 17 September 2013  
Francis Lee Chin Yong  
Christine Ip  
Cham Tao Soon  
Zeng Zhi Jie

### Executive Committee

Wee Ee Cheong (Chairman)  
Tan Kian Huat – Till 30 August 2013  
Eric Lian Voon Fui – From 17 September 2013  
Francis Lee Chin Yong  
Christine Ip

### Nominating and Remuneration Committee

Cham Tao Soon (Chairman)  
Wee Ee Cheong  
Francis Lee Chin Yong  
Zeng Zhi Jie

### Audit Committee

Cham Tao Soon (Chairman)  
Francis Lee Chin Yong  
Christine Ip  
Zeng Zhi Jie

### Connected Transaction Control Committee

Zeng Zhi Jie (Chairman)  
Francis Lee Chin Yong  
Cham Tao Soon  
William Chong Kim Khong

### Risk Management Committee

Zeng Zhi Jie (Chairman)  
Francis Lee Chin Yong  
Christine Ip  
Cham Tao Soon

### Auditors

Ernst and Young Hua Ming (Shanghai Branch)

## 监事 Supervisor



### 黄祖耀 监事

85 岁，自 2007 年起担任大华银行（中国）的监事。

黄博士于 1958 年 5 月加入大华银行董事会，并于 2013 年 4 月 25 日再次被委任为董事。作为一位拥有 50 多年经验的银行家，黄博士于 2013 年卸下自 1974 年起担任的主席职位后，被授予荣誉主席头衔，并担任顾问。自 1974 年至 2007 年间，黄博士同时兼任大华银行总裁一职。黄博士现任大华银行非独立及非执行董事、执行委员会、薪酬委员会和风险管理委员会主席，及提名委员会成员。

黄博士还是大华银行附属公司远东银行及大华银行（马来西亚）的荣誉主席及顾问，也是大华保险、大华银行（泰国）的主席及大华银行（印尼）监事长。

黄博士同时兼任虎豹企业、华业集团及其附属泛太平洋酒店集团、联合工业及新加坡置地及其附属公司滨海中心控股、黄氏基金的主席。他曾于 1973 年至 2013 年 12 月，任大华证券主席。

### Wee Cho Yaw Supervisor

Dr Wee, 85, has been the Supervisor of UOB (China) since 2007.

Dr Wee was first appointed to the Board of UOB in May 1958 and last re-appointed as Director on 25 April 2013. A banker with more than 50 years' experience, Dr Wee was conferred the title of Chairman Emeritus and Adviser in 2013 after stepping down as Chairman, a position he was appointed to in 1974. Between 1974 and 2007, he was concurrently the CEO of UOB. A non-independent and non-executive director, Dr Wee is the chairman of the UOB Executive, Remuneration and Board Risk Management Committees and a member of the Nominating Committee.

Dr Wee is Chairman Emeritus and Adviser of UOB subsidiaries Far Eastern Bank and UOB (Malaysia). He is also Chairman of United Overseas Insurance, UOB (Thai) Public Company and President Commissioner of PT Bank UOB Indonesia.

Dr Wee also chairs the boards of Haw Par Corporation, UOL Group and its subsidiary, Pan Pacific Hotels Group, United Industrial Corporation and Singapore Land and its subsidiary, Marina Centre Holdings. He is also the Chairman of the Wee Foundation. He was the Chairman of United International Securities from 1973 to December 2013.

黄博士于 1990 年和 2001 年两次荣获新加坡商业奖颁奖礼授予的“年度杰出商人奖”。在新加坡商界的杰出成就使其在 2006 年荣获首届“瑞信—安永终身成就奖”。2009 年，《亚洲银行家》授予其终身成就奖。黄博士也是南洋理工大学名誉副校长、新加坡中华总商会名誉会长、新加坡宗乡会馆联合总会名誉主席及新加坡福建会馆名誉会长。他接受过中文高中教育，并于 2008 年获新加坡国立大学颁发的荣誉文学博士学位。2011 年，黄博士获象征新加坡国庆最高荣耀的“殊勋勋章”，以表彰其对社区工作的杰出贡献。

Dr Wee was named Businessman of the Year at the Singapore Business Awards in 2001 and 1990. In 2006, he received the inaugural Credit Suisse-Ernst & Young Lifetime Achievement Award for his outstanding achievements in the Singapore business community. The Asian Banker conferred the Lifetime Achievement Award on him in 2009. Dr Wee is the Pro-Chancellor of the Nanyang Technological University and the Honorary President of the Singapore Chinese Chamber of Commerce & Industry, the Singapore Federation of Chinese Clan Associations and the Singapore Hokkien Huay Kuan. He received a Chinese high school education and was conferred an Honorary Doctor of Letters by the National University of Singapore in 2008. For his outstanding contributions in community work, he was conferred the Distinguished Service Order, Singapore's highest National Day Award, in 2011.

## 董事会 Board of Directors



### 黄一宗 董事长

61岁，2007年9月17日受委任加入大华银行（中国）董事会担任董事长。他也是执行委员会主席，提名及薪酬委员会成员。

黄先生是一位职业银行家，他于1979年加入大华银行，自2000年至2007年曾任大华银行副主席兼行长，2007年4月27日受委任为总裁。黄先生现任大华银行非独立执行董事、执行委员会及风险管理委员会成员。

黄先生是多家大华银行附属公司董事，包括远东银行（兼任副主席）、大华保险、大华银行（马来西亚）及大华银行（泰国）。他是大华银行（印尼）副监事长。

### Wee Ee Cheong Chairman

Mr Wee, 61, was appointed to the Board of UOB (China) on 17 September 2007 as the Chairman. He is also the Chairman of the Bank's Executive Committee and a member of the Nominating and Remuneration Committee

Mr Wee was appointed to the Board of UOB on 3 January 1990 and last re-elected as Director on 25 April 2013. A career banker, Mr Wee joined UOB in 1979 and served as Deputy Chairman and President of the Bank from 2000 to 2007. On 27 April 2007, he was appointed as CEO. A non-independent and executive director, he is a member of the UOB Executive and Board Risk Management Committees.

Mr Wee holds directorships in several UOB subsidiaries including Far Eastern Bank (where he is also Deputy Chairman), United Overseas Insurance, UOB (Malaysia) and UOB (Thai) Public Company. He is the Vice President Commissioner of PT Bank UOB Indonesia.



黄先生积极参与行业发展，是新加坡银行公会理事会成员、新加坡银行与金融学院董事，并担任金融业资格标准指导委员会主席。他亦是新中教育基金会理事会、Visa APCEMEA 资深客户理事会、INSEAD 东亚理事会及国际理事会咨询委员会的成员，以及新加坡中华总商会名誉董事。此前，他也曾担任新加坡建屋发展局的副主席以及新加坡港务局、华业集团、泛太平洋酒店集团及大华证券的董事。由于他对金融业的贡献，2013 年他获颁发“公共服务星章”。

黄先生热衷艺术事业，是南洋艺术学院的赞助人。他也是黄氏基金的董事。

黄先生拥有华盛顿特区美国大学理学学士（工商管理）学位和文学硕士（应用经济学）学位。

Active in industry development, Mr Wee serves as a council member of The Association of Banks in Singapore, a director of The Institute of Banking and Finance and chairman of the Financial Industry Competency Standards Steering Committee. He is a member of the Board of Governors of the Singapore-China Foundation, Visa APCEMEA Senior Client Council and Advisory Board of INSEAD East Asia Council and International Council and an honorary council member of the Singapore Chinese Chamber of Commerce & Industry. He had also previously served as deputy chairman of the Housing and Development Board and as a director of the Port of Singapore Authority, UOL Group, Pan Pacific Hotels Group and United International Securities. In 2013, he was awarded the Public Service Star for his contributions to the financial industry.

A keen art enthusiast, Mr Wee is the Patron of the Nanyang Academy of Fine Arts. He is also a director of the Wee Foundation.

Mr Wee holds a Bachelor of Science (Business Administration) and a Master of Arts (Applied Economics) from American University, Washington, DC.

## 董事会 Board of Directors



### 连文辉 行长兼首席执行官

49岁，于2013年7月1日加入大华银行，并于同年9月17日出任大华银行（中国）行长兼首席执行官一职。连先生也是本行董事会执行委员会成员。

连先生拥有23年银行业从业经验。连先生于1989年从大华银行开始其银行从业生涯，在重新加入大华银行之前，他先后在新加坡和中国担任过企业银行、风险管理和信贷部门的高级管理职位。

连先生毕业于新加坡南洋理工大学，拥有工程学士学位及工商管理硕士学位。

### Eric Lian Voon Fui President and Chief Executive Officer (CEO)

Mr Lian, 49, joined UOB on 1 July 2013 and was appointed President and CEO of UOB (China) on 17 September 2013. He is a member of the Bank's Executive Committee.

Mr Lian has 23 years of banking experience. He began his banking career with UOB in 1989 and prior to re-joining the Bank, he held several senior positions in wholesale banking business, risk management and credit approval in Singapore and China.

Mr Lian graduated from the Nanyang Technological University, Singapore with a Bachelor of Engineering and a Master of Business Administration.



**陈建发 (已离任)**  
行长兼首席执行官

56岁，2008年6月6日至2013年8月30日期间担任行长兼首席执行官、董事会执行董事兼执行委员会成员。

陈先生在加入大华银行(中国)之前，就职于大华银行(马来西亚)，担任高级副总裁职务。

陈先生具有丰富的银行工作经验，在其30年的从业经历中，其曾历任信贷员、客户经理、信贷部主管、分行经理、马来西亚北区中心区域主管，以及零售商业银行部主管。

陈先生拥有英国利兹大学机械工程学士学位和英国布拉德福德大学工商管理硕士学位。

**Tan Kian Huat**  
Former President and CEO

Mr Tan, 56, was President and CEO, an executive director and a member of the Bank's Executive Committee between 6 June 2008 and 30 August 2013.

Prior to this, he was a Senior Vice President in UOB (Malaysia).

In his 30 years in the banking industry, he has served as a credit officer, Head of Credit, branch manager, regional manager and Head of Business Banking.

Mr Tan holds a Bachelor of Science (Mechanical Engineering, Hons) from the University of Leeds, UK, and a Master of Business Administration from the University of Bradford, UK.

## 董事会 Board of Directors



### 李振荣

60岁，2007年12月27日受委任加入董事会。非执行董事、执行委员会、提名及薪酬委员会、审计委员会、关联交易控制委员会和风险管理委员会成员。

李先生是大华银行董事总经理和集团零售业务主管。他于1980年加入大华银行，目前领导大华银行集团对消费者和小企业的零售业务。在2003年担任在新加坡的职务之前，他是大华银行（马来西亚）的首席执行官。2003年至2008年，他担任大华银行国际部主管，负责集团的区域扩展。他也曾负责银行在新加坡和区域的个人业务。

李先生现在多家大华银行附属公司和联号公司担任董事，包括大华银行（马来西亚）、大华银行（泰国）、大华银行地产投资、大华银行国际投资、大华继显控股有限公司、Uni.Asia 资本、Uni.Asia 人寿保险、President 酒店、HPL 地产（马来西亚）、Grand Elite 有限公司、Grand Elite（槟榔）有限公司和UOL服务公寓。他是大华银行（印尼）的监事会副主席。

李先生拥有马来西亚教育证书，并具有三十多年金融业工作经验。

### Francis Lee Chin Yong

Mr Lee, 60, was appointed to the Board on 27 December 2007 as a non-executive director. He is also a member of the Bank's Executive, Nominating and Remuneration, Audit, Connected Transaction Control and Risk Management Committees.

Mr Lee is a Managing Director and Head of Group Retail at UOB. He joined UOB in 1980. He leads the UOB Group's retail businesses for consumers and small business customers. Prior to his appointment in Singapore in 2003, he was the CEO of UOB (Malaysia). Between 2003 and 2008, Mr Lee was the Head of International and spearheaded the Group's expansion in the region. He was also responsible for the Bank's consumer banking business in Singapore and the region.

Mr Lee is a director of several UOB subsidiaries and affiliates, including UOB (Malaysia), UOB (Thai) Public Company, UOB Property Investments Private Limited, UOB International Investment Private Trading Enterprise Limited, UOB-Kay Hian Holdings Limited, Uni.Asia Capital Sendirian Berhad, Uni.Asia Life Assurance Berhad, President Hotel Sendirian Berhad, HPL Properties (Malaysia) Sendirian Berhad, Grand Elite Sendirian Berhad, Grand Elite (Penang) Sendirian Berhad and UOL Serviced Residences Sendirian Berhad. He is the Commissioner of PT Bank UOB Indonesia.

He holds a Malaysia Certificate of Education and has more than 30 years of experience in the financial industry.



### 叶杨诗明

50岁，2011年8月22日受委任加入董事会。非执行董事，执行委员会、审计委员会和风险管理委员会成员。

叶女士于2011年加入大华银行，负责大中华业务策略。叶女士于2012年1月起担任大华银行香港分行首席执行官。2012年11月数码电讯集团有限公司委任叶女士为独立非执行董事。

叶女士拥有超过20年的个人银行及企业银行从业经验。在加入大华银行之前，叶女士在中国、香港、美国、加拿大、新加坡等地区担任过一系列高级管理层职位，并在产品开发、销售管理、客户管理和风险管理等领域都有所建树。

由于业绩卓著，叶女士于2008年荣获亚洲零售商会颁发的“全球零售银行家领导奖”。鉴于其在金融行业中的卓越成绩与良好发展，她被中国杰出女企业家联谊会评选为“2012年中国百名杰出女企业家”，以表彰她在经济、社会及慈善领域的杰出贡献。

叶女士拥有香港大学文学学士学位及香港科技大学工商管理硕士学位。

### Christine Ip

Mrs Ip, 50, was appointed to the Board on 22 August 2011 as a non-executive director. She is also a member of the Bank's Executive, Audit and Risk Management Committees.

Mrs Ip joined UOB in 2011. She is responsible for developing the Greater China strategy for the Bank and was appointed as CEO of UOB Hong Kong Branch in January 2012. She is also an independent non-executive director of SmarTone Telecommunications Holdings Limited.

Mrs Ip is a seasoned banker with more than 20 years of experience in both consumer and corporate banking. Prior to joining UOB, Mrs Ip held several senior management positions in product and sales management, customer segment management and risk management in Hong Kong, the United States, Canada, Singapore and China.

Mrs Ip's achievements have been recognised by the Asia Retail Congress when she was awarded the "Best International Retail Banker" in 2008 and when she was announced as one of the top 100 outstanding Chinese businesswomen in the Greater China region for 2012 by the China Outstanding Female Entrepreneurs Association.

Mrs Ip holds a Bachelor of Arts from the University of Hong Kong and a Master of Business Administration from the Hong Kong University of Science and Technology.

## 董事会 Board of Directors



### 詹道存

74岁，2007年12月27日受委任加入董事会。独立及非执行董事、提名及薪酬委员会和审计委员会主席、关联交易控制委员会和风险管理委员会成员。

詹教授是新加坡大华银行有限公司及其附属公司远东银行的董事。詹教授同时也是NSL、三盅两件集团及新中教育基金会主席，新加坡报业控股的副主席以及新加坡国际基金会的董事。他也是MFS科技及维信集团的前董事。

作为新加坡教育领域的杰出人物，詹教授是新加坡新跃大学的名誉校长和董事会主席，也曾是新加坡南洋理工大学的创校校长。2003年，詹教授获颁新加坡最高荣耀国庆奖章“殊勋勋章”，以表彰其在教育领域的杰出贡献。

作为一名训练有素的工程师，詹教授拥有马来西亚大学土木工程学士学位荣誉学位、伦敦大学数学理学学士学位荣誉学位和英国剑桥大学流体力学博士学位。他是新加坡工程师协会、新加坡工程院、英国皇家工程院、英国机械工程师学会的资深会员，以及瑞典皇家工程科学院外籍院士。

### Cham Tao Soon

Prof Cham, 74, was appointed to the Board on 27 December 2007. An independent and non-executive director, he is the chairman of the Nominating and Remuneration and Audit Committees, and a member of the Connected Transaction Control and Risk Management Committees.

Prof Cham is a director of UOB and its subsidiary, Far Eastern Bank. He is also Chairman of NSL, Soup Restaurant and the Board of Governors of Singapore-China Foundation, Deputy Chairman of Singapore Press Holdings and a director of Singapore International Foundation. He is a former director of MFS Technology and WBL Corporation.

A prominent figure in the Singapore education scene, Prof Cham is the Chancellor of SIM University and Chairman of its Board of Trustees, and was the founding President of Nanyang Technological University. For his outstanding contributions in education, he was awarded the Distinguished Service Order, Singapore's highest National Day Award, in 2003.

An engineer by training, Prof Cham holds a Bachelor of Engineering (Civil, Hons) from University of Malaya, a Bachelor of Science in Mathematics (Hons) from the University of London and a Doctor of Philosophy in Fluid Mechanics from the University of Cambridge, UK. He is also a Fellow of the Institution of Engineers, Singapore, Academy of Engineering, Singapore, Royal Academy of Engineering, UK and Institution of Mechanical Engineers, UK and a foreign member of Royal Swedish Academy of Engineering Sciences, Sweden.



### 曾之杰

45岁，2010年10月26日受委任加入董事会。独立及非执行董事、关联交易控制委员会和风险管理委员会主席、提名及薪酬委员会和审计委员会成员。

曾先生现任中信资本控股有限公司高级董事总经理、开信创业投资管理有限公司总经理兼管理合伙人，同时兼任中特物流有限公司董事长。曾先生还在长城科技股份有限公司、中软国际有限公司、易居（中国）控股有限公司、中星微电子有限公司、高德控股有限公司五家上市公司以及国微电子等公司担任董事或独立董事职务。此外，曾先生还担任中国投资协会创业投资专业委员会第一届联席会长、AAMA 亚杰商会理事长和欧美同学会 2005 委员会理事职务。

曾先生在加入开信创业投资管理有限公司前一直担任华登国际董事总经理，负责华登国际在中国和亚太地区的风险投资业务。之前，曾先生曾任职于中信泰富有限公司（香港）及三菱商事株式会社（东京）。

曾先生拥有日本长崎大学经济学学士和斯坦福大学管理学硕士学位。

### Zeng Zhi Jie

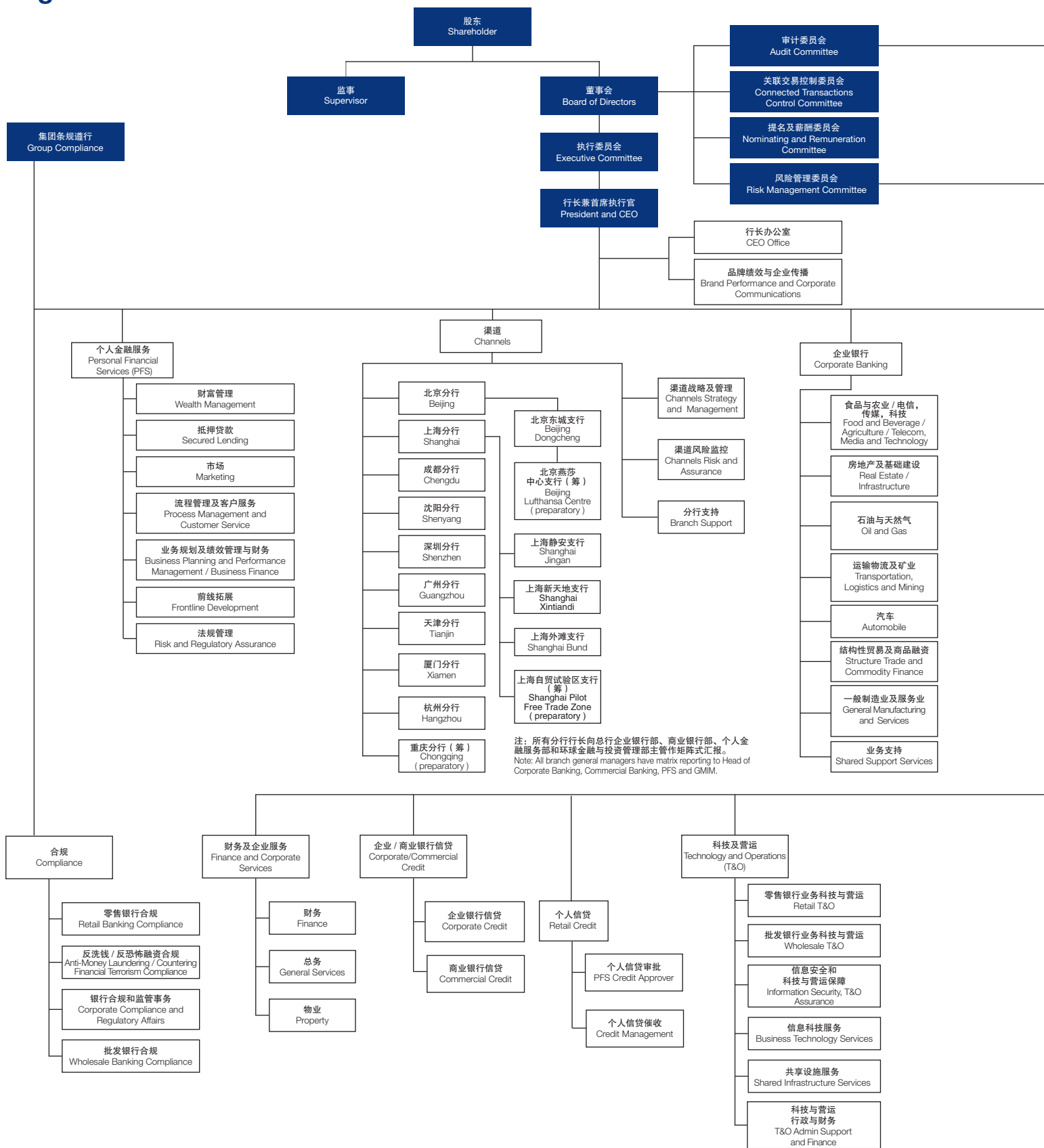
Mr Zeng, 45, was appointed to the Board on 26 October 2010 as an independent and non-executive director. He is the Chairman of the Connected Transaction Control and Risk Management Committees and a member of the Nominating, Remuneration and Audit Committees.

Mr Zeng is currently the Senior Managing Director of CITIC Capital Holdings Limited, the General Manager and Managing Partner of Kaixin Investment, as well as the Chairman of China Special Article Logistics Company. He serves as a director or independent director for five listed companies namely Great Wall Technology Company Limited, Chinasoft International Limited, E-house, Vimicro and AutoNavi as well as other companies such as State Microelectronics. Mr Zeng serves as Co-chairman of the China Venture Capital Association of Investment Association of China, the Executive Director of Asia America Multi-Technology Association (AAMA) China Branch and a board member of Western Returned Scholars Association Chamber of Commerce 2005 Committee.

Prior to joining Kaixin Investment, Mr Zeng was a Managing Director of Walden International and was mainly responsible for venture investments in China and Asia Pacific. Prior to Walden International, Mr Zeng worked for CITIC Pacific Limited in Hong Kong and Mitsubishi Corporation in Tokyo, Japan.

Mr Zeng holds a Bachelor of Science in Economics from the University of Nagasaki, Japan, and a Master of Science in Management from Stanford University.

# 组织架构图 Organisation Chart





# 组织架构图 Organisation Chart



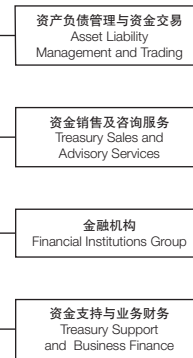
## 商业银行 Commercial Banking



## 交易银行业务 Transaction Banking



## 环球金融与投资管理 Global Market and Investment Management



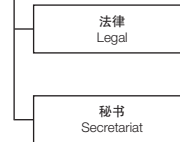
## 人力资源 Human Resources



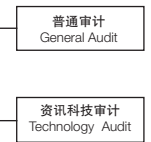
## 风险管理 Risk Management



## 法律与秘书 Legal and Secretariat



## 内部审计 Internal Audit



# 管理层报告

## 2013 in Review

### 企业银行

2013年，全球各国经济逐渐复苏，与此同时中国推出了一系列以可持续发展为目的深化经济结构改革的措施。企业面对的是机遇与挑战并存的复杂环境。

在过去的一年里，我们与客户共同应对复杂多变的经济环境并帮助客户实现自身增长。得益于对支柱行业的资源投入，我们的客户数量较去年增长了29%。另一方面，我们继续致力于为客户提供更加丰富的产品选择，包括更多贸易融资以及大宗商品等衍生避险产品服务，并进一步加强了我们的现金管理功能。同时我们亦积极参与国内的银团贷款项目以支持客户境内外业务的发展。

为协助客户把握更多东南亚与中国之间的区域贸易机会，2013年4月，大华银行（中国）正式成立了外国直接投资咨询服务部。通过与大华银行覆盖在东南亚多国的外国直接投资咨询团队的密切合作，我们为客户在东南亚地区的业务扩展提供了建设性的咨询意见。在提供融资及其他银行产品的基础上，为客户海外业务发展提供了重要的支持。

2013年，企业银行部总收入及经营利润较去年均增长了11%。得益于更加丰富的产品种类，我们的中间业务收入较去年大幅上涨36%，中间业务与总收入比率提高到了24%。

2014年，中国将会进一步深化经济改革，金融市场将迎来更多的开放措施，这意味着银行业也将更加自由化和国际化。企业银行部将继续借助专业知识及集团强大的区域平台，更积极地帮助客户在控制风险的同时，抓住机遇，实现增长。

### Corporate Banking

In 2013, the global economy found firmer ground, while China introduced a series of economic restructuring measures aimed at promoting sustainable growth. This presented a host of new opportunities as well as challenges for businesses.

During the year, Corporate Banking worked with customers to navigate the changing landscape and to continue growing their businesses. Our investment in building up our capabilities and expertise to serve the key pillar industries in China paid dividends as our client base expanded by 29 per cent year-on-year.

We continued to support customers through expanding product suite in China, including further increasing cash management functionalities and offering more trade-based financing products and commodity hedging solutions. We have also been active in leading syndicated financing to support our clients' growth in their onshore as well as offshore businesses.

To help our customers capture the opportunities in the increasing intra-regional trade between Southeast Asia and China, UOB (China) opened a FDI Advisory Unit in April 2013. Together with its other eight counterparts across Southeast Asia, it has been instrumental in helping Chinese companies expand in the rest of Asia, and our regional customers deepen their businesses in China. The unit offers assistance ranging from company incorporation to borderless financial services through UOB Group's regional network.

In 2013, our total revenue and operating profit each increased by 11 per cent compared with last year. With a more comprehensive product suite, we were able to grow our fee-based income by 36 per cent, resulting in an improved fee income ratio of 24 per cent.

In 2014, we expect the government to further deepen its reforms in the financial industry, which will bring greater liberalisation and internationalisation into the banking sector. Under this environment, supported by UOB Group's strong regional platform and product capabilities, we stand ready to assist our clients in capturing the opportunities and managing risks.

### 商业银行部

2013年中国经济的增长率为7.7%，与2012年增长水平保持一致。中国继续保持着国内消费水平的稳步增长，并相应地减少投资占比，与此同时，服务性行业（金融业、运输业及零售业）的产出量50年来首次超出制造性行业的产出；人民币对美金的汇率创近20年来的新高。2013年，商业银行部继续向客户提供优质的服务和金融解决方案，帮助他们抓住海内外的商业良机。

我部门在帮助客户拓展业务的同时，还通过与环球资金交易部及交易银行部的紧密合作，致力于为客户量身订制各种投资、贸易及现金管理产品，从而更好地帮助客户应对国内高涨的成本压力和通胀压力，确保其基本受益。

2013年，商业银行部通过在不同城市举办的一系列客户座谈会，更好地了解新、老客户并为之加强联系与合作。同时，海外直接投资咨询部也举办了一系列专题研讨会，意在帮助国内的民营企业在新加坡和其他东南亚国家开拓业务和设立分支机构。

2013年，由于客户经理及产品行销管理团队的建立，我部门员工人数有所增加，此进一步扩大业务覆盖范围和客户数量——客户数量相比2012年增加了27%。在人员扩充的同时，我们也不断提高工作绩效，2013年部门的总体成本占收入的比率相比2012年降低了14%。

我们的总收入增加了39%，其中利息净收入增长了16%，中间业务收入大幅度增长了101%。非利息收入占总收入比率增长了12%。随着团队人均产能的提高，商业银行部在2013年，营业利润激增了125%。

展望2014，商业银行部将继续深入了解和发展现有及潜在客户，尤其是民营企业客户，并继续本着积极向上的团队精神开展业务，使我部门的发展进入一个新纪元。

### Commercial Banking

China's economy grew 7.7 per cent in 2013, in step with 2012 level. As the country continued on its path to grow domestic consumption and reduce reliance on investments, output from service industries such as finance, transport and retail exceeded manufacturing output for the first time in more than 50 years. 2013 also saw the yuan being traded at its highest levels in 20 years against the dollar. During the year, Commercial Banking continued to invest in providing quality services and financial solutions to help our customers seize business growth opportunities both domestically and regionally.

In addition to supporting our customers' top-line growth, Commercial Banking focused on helping customers protect their bottom-line amid rising domestic costs and yuan appreciation pressures. The team worked together with product experts in Global Markets and Investment Management and Transaction Banking to provide customers with appropriate hedging, investment and transaction solutions.

During the year, the team held a series of customer engagement events in key cities to better understand the needs of new and existing customers. Our Foreign Direct Investment Advisory Unit also held a series of educational seminars for privately-owned Chinese enterprises looking to establish or expand their business presence into Singapore or other parts of Southeast Asia.

In 2013, we grew our employee strength and set up a Product Sales Specialist team dedicated to broadening our range of client solutions to keep pace with our expanding customer base which grew 27 per cent. Despite the increase in headcount, our total cost-to-income ratio reduced by 14 per cent in 2013 as we continued to improve productivity and grow income.

Our total income increased by 39 per cent, of which net interest income increased by 16 per cent and non-interest income increased strongly by 101 per cent. Non-interest income to income ratio also increased by 12 per cent. Operating profit significantly increased by 125 per cent as the team improved its productivity.

Looking ahead into 2014, Commercial Banking will continue to deepen relationships with our customers, especially private owned enterprises and strive to serve them even better.

## 管理层报告

### 2013 in Review

#### 交易银行

贸易融资与现金管理项下的人民币跨境解决方案一直是大华银行(中国)关注的焦点。我们的咨询与产品专家团队通过大华银行的分支行网络及合作银行向客户提供全方位、一站式的现金管理与贸易融资解决方案。

目前,在现金管理方面,我们通过分行网点及企业网上银行平台提供覆盖了收付款和流动性管理服务的解决方案。在贸易融资方面,我们提供完整的贸易结算及融资服务,其中包括贸易咨询、结构性贸易融资和风险规避方案。

2013年大华银行(中国)紧随人民币国际化带来的市场变化,持续投资用以提升交易银行向客户提供优质服务与产品的能力。

为了积极配合人民币跨境结算需求的持续增长,我们引入了人民币直接投资服务,并建立了相应的专家团队为客户提供人民币跨境投资咨询服务。

2013年,我们现金管理与贸易融资收入都有强劲的增长。2014年在集团交易银行部的指导下,我们将继续提升产品解决方案水平,以满足客户在现金管理与贸易融资项下的不断增长与变化的需求。

#### Transaction Banking

Cross-border RMB trade finance and cash management solutions are a key focus for UOB (China). Tapping on UOB's regional branch network and relationships with partner banks, our team of trade advisers and product specialists is able to provide customers with comprehensive end-to-end solutions.

Our cash management solutions range from payables and receivables to liquidity management services and are available at our branches and on UOB (China) Business Internet Banking. We also provide a comprehensive range of trade settlement products and financing services, such as trade advisory, structured trade financing and risk mitigation solutions.

In 2013, we continued to invest in our transaction banking capabilities and enhance our product range to cater to the changing needs of our customers with the liberalisation of RMB.

In recognition of the increased demand for cross-border RMB settlement services, we introduced a full suit of RMB FDI services, including setting up of a dedicated specialist team to provide advisory services on RMB cross-border capital injection.

Revenue from both cash management and trade finance services recorded strong growth during the year. With the support of Group Transaction Banking, we will continue to provide customers with cash and trade product solutions to optimise working capital, manage risk and cash flow.

## 环球金融与投资管理

为满足客户的投资及避险需求,2013年,环球金融与投资管理部设计、开发了一系列专业的外汇、利率、大宗商品及理财产品方案。凭借经验丰富的专业人士,依托我行不断扩大的区域性网络,我们将多样化的产品及优质的服务提供给国内大中型企业和高净值个人客户。

在为客户提供最优质服务的同时,我部门也是中国债券市场的积极参与者。我们积极参与包括国债、央行票据、政策性银行债以及高评级的短期融资券和中期票据在内的债券类交易。尽管2013年市场波动剧烈,我行债券业务依然获得了稳步发展。

我们也在2013年进一步参与了回购逆回购、人民币利率互换、外汇远期、外汇掉期等交易。此外,我们的贵金属交易规模也不断扩大。在已经于上海黄金交易所开展的贵金属交易和银行间黄金询价即期交易的基础上,我们又取得了黄金询价远期、掉期交易的资质。同年,我们成为了黄金询价市场远期曲线报价团试点成员之一。

展望未来,我们将进一步扩大交易业务的规模,为客户推出更具附加值的产品,从而更好地推动我行在中国的业务发展。

## Global Markets and Investment Management

In 2013, Global Markets and Investment Management (GMIM) designed and developed a series of investment and hedging products including foreign exchange, interest rate, commodities and structured products to cater to customers' requirements. Through our expanding regional banking network, our experienced staff were able to market these diversified products and services to large and mid-sized corporate customers and high net worth individuals.

Besides providing seamless services to customers, GMIM is also an active participant in the local bond market, dealing in treasury bills, government bonds, policy bank bonds, high-rated commercial papers and medium term notes. We achieved steady growth in 2013 despite the volatile markets.

We also participated in transactions such as repurchase agreements (Repo) and reverse Repo, RMB interest rate swaps, foreign exchange (FX) forwards and FX swaps. With an inter-bank gold bilateral forward and swaps license, we expanded the scale of our precious metal trading business, following the launch of gold and inter-bank gold bilateral trading on the Shanghai Gold Exchange. We also became a member of the pilot team that provides quotations of gold forward curve contracts.

To support the continued growth of our business in China, we further will further expand the scale of our trading business and create more value-added products for our customers.

# 管理层报告

## 2013 in Review

### 个人金融服务

2013年，大华银行（中国）个人金融服务部致力于为目标客户群提供优质产品和服务。同时，我们也积极拓展分行网点、自动提款机及网上银行等渠道，提升市场竞争力。目前，我行已经在11家分支行开展个人金融服务业务，安设了10台自助提款机和存取款一体机，并推出了网上银行和手机银行业务。客户数量和客户资产规模皆取得稳定增长。

### 理财服务

2013年6月，我行成为首批获得“国内证券投资基金业务资格”的外资银行，并于8月成功推出“国内证券投资基金”系列产品。该产品作为大华银行（中国）在国内推出的本地投资工具，具有里程碑式的意义。丰富的财富管理产品和解决方案帮助客户更好地分散资产组合并管理投资风险。

2013年12月，手机银行“E动尊享”服务全面启动，为客户提供了安全、快捷和便利的金融服务，使客户可以更方便地通过移动终端进行账户查询、转账等。

2013年11月，我们在上海外滩万国建筑群中开设了第11家“尊享理财”中心，为高净值人群提供一流的金融管理咨询服务，满足他们不断增长的财富管理和品味生活的需求。

### 抵押贷款业务

2013年，尽管内地房地产市场处于调整阶段，个人抵押贷款业务仍然保持稳步增长。2013年5月，我行正式开始在杭州开展房屋抵押贷款业务。至此，我们的房贷业务已经在国内五个城市进行全面深入的拓展。

### Personal Financial Services

In 2013, UOB (China)'s Personal Financial Services (PFS) continued to focus on providing high quality products and services for our target customers. We made progress in expanding our channels network of branches, automated teller machines (ATM) and online banking services. Up to now, we have already installed 11 branches/sub branches, 10 ATM/Cash Recycling System machines and successfully launched online banking and mobile banking services. Our customer base and product portfolio also grew steadily in 2013.

### Wealth Management Business

UOB (China) was one of the first few foreign banks to obtain a local mutual fund license in June 2013. We achieved a key milestone when we launched a domestic investment fund distribution service in August. The expanded suite of wealth management products and solutions allows our customers to diversify their portfolios and to manage better their investment risks.

Our mobile banking service that was launched in December 2013 provides our customers with a secure, fast and convenient way for customers to enjoy easy access to banking services such as checking account balances and transferring funds.

In November 2013, we opened our 11<sup>th</sup> UOB Privilege Banking centre in China in one of the most iconic buildings on the Bund in Shanghai, a location where many of our customers live and work, to meet the needs of our growing base of affluent customers.

### Home Loans Business

Our home loans business continued to grow in 2013 despite the challenging property market in China. In May 2013, Hangzhou became the fifth city in which we offer home loans to our customers.

## 科技及营运

科技及营运部作为业务集中运营的后台操作处理中心和信息化的核心管理部门，为大华银行（中国）的业务战略和成长起到了关键作用，推动了业务不断创新，提高了运营管理效率，从而使得我行在中国银行业中的核心竞争力得到不断加强。

在 2013 年，我部门根据母行以及中国银行业监管机构的要求继续完善和健全了内控制度流程与标准。通过与个人金融服务部和渠道等部的通力合作，我们成功上线了手机银行，为客户提供更为便捷的服务；另外，我们对借记卡系统进行了升级，使其能够支持中国银联在线支付功能。我行是首批推出境内基金业务的外资银行，这进一步丰富了理财产品的种类。我们为行内贵金属交易员上线了电子报价系统，使其能够通过中国外汇交易中心直连系统，进行自动定价且直接向外汇交易中心发布价格，该系统同时也实现了实时仓位监控及风险管理功能。

展望未来，我们计划继续加强信息科技管理，利用集团的区域化平台和资源，优化和自动化业务流程；继续整合业务流程以提高运营效率和风险控制，并提供优质、持续和出色的客户服务。2014 年主要计划包括推出 IC 借记卡、新一代企业网上银行平台，以及中国现代化支付系统升级等。

## Technology and Operations

Technology and Operations (T&O) plays a critical role in supporting UOB (China)'s business strategy and growth. It is responsible for the centralisation and standardisation of our operations, and information technology management in China. T&O also underpins our competitiveness in China by promoting business innovation and operational efficiency.

In 2013, we continued to refine our operational risk control procedures in line with those of UOB Group and local regulatory requirements. Partnering with PFS and Channels, we introduced the UOB (China) Mobile Banking application to provide our customers with easy access to their banking accounts wherever they may be, and extended our debit card capabilities to include China UnionPay Online Payment services. We were also among the first foreign banks to launch Onshore Unit Trust services, thereby enhancing our wealth management product range. We equipped our precious metals dealers with the China Foreign Exchange Trade System (CFETS) Straight Through Processing (CSTP) system that facilitates automated price making and direct publication of prices to CFETS. The CSTP platform enhances our dealers' responses to market, with real-time positions for improved risk management of their precious metals trades.

Looking ahead, we will continue to strengthen our information technology management to optimise and automate our processes and to tap the strengths of UOB Group's regional network and resources. T&O will continue to streamline business processes to improve operational efficiency and risk controls and to provide consistent quality and excellent customer service. The key initiatives we intend to embark on in 2014 include the issuance of the Integrated Circuit (IC) debit card, the launch of a revamped Global e-Banking platform for corporate customers and the upgrading of China National Advanced Payment System.

## 管理层报告

### 2013 in Review

#### 人力资源

截至 2013 年 12 月 31 日，大华银行（中国）已有员工逾千人，遍布九座城市。随着业务的不断增长，人力资源部继续致力于发展和巩固积极向上、团结协作和富有凝聚力的员工队伍及企业文化。

2013 年，我们在全行范围内进一步推行能力模型。该模型包括四项关键能力：战略 (Strategies)、参与 (Engage)、执行 (Execute)、发展 (Develop)，简称“SEED”。无论在招聘、培训、员工发展、还是绩效评估，SEED 的能力模型已经被逐步地运用开来。我们期待借助该模型的推行，让员工更清晰地理解银行对员工的期望，并提高员工在独立工作或团队协作中的效率。

与此同时，我行继续投资于员工的培训和发展，提高其工作技能，帮助其在激烈的行业竞争环境中茁壮成长。2013 年，核心技能课程种类从 270 门增长到了 309 门。通过专业技能培训、个人效能培养以及领导力培训等项目，我们不断强化员工的专业技能和管理能力；我们也继续改进 PEAK 绩效管理体系。该体系整合了我行绩效管理架构，通过计划、参与、评估、持续跟进四个阶段，使员工充分发挥其最好的绩效表现。

2013 年 12 月，我行正式宣布大华银行（中国）补充养老金计划——“华彩年金”，回馈长期以来兢兢业业作出贡献及承诺的员工。该计划于 2014 年正式实行，这将有力提升员工在职期间的整体薪酬，也为其退休后的生活提供更多财务保障。此外，作为对国家基础养老金的重要补充，“华彩年金”也再次诠释了大华银行（中国）始终秉承的良好的企业公民意识及恪尽社会责任的企业价值观。

2013 年，我们从上海、北京、成都等地的顶尖院校以及海外知名高校招募的又一批青年英才完成了为期十五个月的管理培训生项目，并已在我行开始其职业生涯。

#### Human Resources

UOB (China) has an employee base of more than 1,000 people across nine cities in China. With the continued growth of our business, Human Resources focused on building and maintaining a highly motivated and collaborative workforce and corporate culture.

In 2013, we rolled out a leadership competency framework across the organisation. The framework consists of four key leadership competencies, namely Strategise, Engage, Execute and Develop (SEED). The SEED framework spans across our recruitment, development and talent management programmes and helps employees to understand more clearly what is expected of them. The framework also provides guidelines on how employees can be more effective in what they do as individuals and team players.

During the year, UOB (China) continued to invest in training and developing programmes to equip employees with the relevant skills to thrive in the competitive business environment. In 2013, we increased the number of core skills courses from 270 to 309. We enhanced our management and technical capabilities through specialised technical training, personal effectiveness and leadership programmes. We also developed a Plan, Engage, Appraise and Keep (PEAK) performance management programme, which is an integrated performance management framework for the Bank to bring out the best in its people.

We introduced a supplementary pension scheme in December 2013 that recognises employees for their long-term service and contributions to the Bank. To be launched in 2014, the supplementary pension scheme will enhance an employee's total reward package and provides further financial security after retirement. Complementing the national basic pension, UOB (China)'s supplementary pension demonstrates UOB (China)'s long-standing commitment to China and as a responsible corporate social citizen.

The second cohort of our young talents completed the 15-month long Management Associates Programme during the year. Selected from top domestic universities in Shanghai, Beijing and Chengdu, as well as prestigious overseas institutions, the individuals have started their career in the Bank.



大华银行(中国)始终坚持最高的公司治理标准并就此严格遵守《中华人民共和国公司法》、《中华人民共和国商业银行法》、《中华人民共和国外资银行管理条例》及其实施细则等相关监管要求。

我行董事会及其下设专业委员会、监事、高级管理层按照《大华银行(中国)有限公司章程》(以下简称《公司章程》)所赋予的职责,依法独立履行各自的权利与义务。

### 关于董事与董事会

董事会现有六名董事,其中独立董事两名。董事会的人数、构成符合监管要求和《公司章程》的规定。现任董事会成员名单及其职务如下(截止2013年12月31日):

UOB (China) is committed to upholding good corporate governance and is guided by the following in this regard:

- a) the People's Republic of China (PRC) Company Law;
- b) the PRC Commercial Bank Law;
- c) the PRC Regulations on Administration of Foreign-funded Banks and the Rules for Implementing the PRC Regulations on Administration of Foreign-funded Banks; and
- d) other relevant regulatory requirements.

The Board, Board Committees, the Supervisor and Senior Management perform their respective duties according to the laws and regulations, and based on the scope of powers as defined by the Bank's Articles of Association.

### Board of Directors

There are six Directors on the Board, two of whom are Independent Directors. The size and composition of the Board comply with regulatory requirements and the provisions in the Articles of Association of the Bank. The Board members as at 31 December 2013 were:

姓名 Name	性别 Gender	年龄 Age	职务 Position	本届任期 Current term of office
黄一宗 Wee Ee Cheong	男 Male	61	董事长 / 非执行非独立董事 Chairman/Non-executive and non-independent	2013年9月17日至2016年9月16日 17 September 2013 to 16 September 2016
陈建发(已离任) Tan Kian Huat	男 Male	56	执行非独立董事(行长兼首席执行官) Former Executive (President and CEO) and non-independent	陈建发先生于2014年8月30日辞去行长兼首席执行官以及董事职务。Mr Tan Kian Huat ceased to be the President and CEO and the Director of the Bank on 30 August 2013.
连文辉 Eric Lian Voon Fui	男 Male	49	执行非独立董事(行长兼首席执行官) Executive (President and CEO) and non-independent	2013年8月14日至2016年8月13日 14 August 2013 to 13 August 2016
李振荣 Francis Lee Chin Yong	男 Male	60	非执行非独立董事 Non-executive and non-independent	2013年12月27日至2016年12月26日 27 December 2013 to 26 December 2016
叶杨诗明 Christine Ip	女 Female	50	非执行非独立董事 Non-executive and non-independent	2011年8月22日至2014年8月21日 22 August 2011 to 21 August 2014
詹道存 Cham Tao Soon	男 Male	74	独立非执行董事 Non-executive and independent	2013年12月27日至2016年12月26日 27 December 2013 to 26 December 2016
曾之杰 Zeng Zhi Jie	男 Male	45	独立非执行董事 Non-executive and independent	2013年10月26日至2016年10月25日 26 October 2013 to 25 October 2016

## 公司治理 Corporate Governance

### 董事会的主要职能如下：

- 为银行指明战略方向，批准银行战略发展方案，批准银行的经营计划和年度预算；
- 审核并监督银行的财务表现以及批准银行真实公允的财务决算方案；
- 决定银行的资本负债结构；
- 设定股息分配方案以及宣告股息；
- 筹划董事会和高级管理层的继任事宜及银行的薪酬政策；
- 确保高效的管理团队；
- 批准银行的组织结构设置；
- 监督建立全面的、针对各种风险类型的风险管理政策、程序和基础设施（包括业务外包风险）；
- 决定银行的风险结构并核准相关信贷审批限额和投资限额；
- 审核并监督银行的风险管理、内部审计和合规部门职能的履行，并确保对其资源配置的充分性；
- 评价行长 / 首席执行官以及高级管理层的工作表现；
- 制订适当的政策及程序以避免为自己谋取不正当利益的情况或其它利益冲突的产生；
- 审查并核准银行的有关关联交易的控制体系；
- 建立公司文化，价值观和道德标准；
- 审查银行的信息披露政策并对所披露信息的真实性、准确性和完整性负责；
- 向股东报告；及
- 履行股东授予的其他职权和法律、法规以及银行章程要求的其他职权。

董事会每年召开四次定期会议。并在需要时召开临时董事会议。

根据银行章程的规定，董事会还可通过传签的方式做出决议。

2013年，我行共召开董事会会议四次，所有董事均出席了会议。

会议的召集程序、出席人数、议事程序、表决程序、董事会决议的作出程序及其内容等各方面均符合中华人民共和国有关法律法规和《公司章程》的有关要求。董事会会议记录由我行董事会秘书保存。

2013年，我行董事会还通过传签的方式，做出了9项决议。

### The Main Responsibilities of the Board are to:

- provide strategic directions, approve strategic business initiatives, and approve the business plans and annual budget;
- review and monitor the financial performance of the Bank, and approve true and fair financial statements;
- determine an appropriate capital/debt structure;
- set dividend policy and declare dividends;
- perform succession planning for the Board and Senior Management and formulate the remuneration policy;
- put in place an effective management team;
- approve the organizational structure;
- oversee the establishment of comprehensive risk management policies, processes and infrastructure to manage various types of risk (including outsourcing risk);
- determine the risk profile of the Bank and approve credit discretionary limits and investment limits;
- review and monitor the risk management, internal audit and compliance functions and ensure the adequacy of resources allocated to these functions;
- evaluate the performance of the President and CEO and Senior Management;
- establish appropriate procedures and processes to avoid situations that may give rise to improper personal gains or conflicts of interest;
- review and approve the Bank's system of controls relating to connected transactions;
- establish corporate culture, values and ethical standards;
- review the Bank's information disclosure policy and be responsible for the authenticity, accuracy and integrity of the information disclosed;
- report to the shareholder; and
- exercise such other powers as authorised by the shareholder and perform such other functions as required by the laws, regulations and the Bank's Articles of Association.

The Board holds four scheduled meetings in a year. Additional meetings may be held whenever required.

The Bank's Articles of Association also provide for Board resolutions to be passed by way of circulation.

In 2013, the Board held four meetings and all Directors attended the meetings.

The procedures for convening a Board meeting, the quorum required for constituting the meeting, the proceedings at the meeting, and the procedures for voting and passing of resolutions complied with the requirements of the applicable PRC laws and regulations and the Bank's Articles of Association. The minutes of Board meetings are maintained by the Company Secretary.

The Board passed nine resolutions by way of circulation in 2013.

### 关于董事会下设专业委员会

大华银行（中国）董事会目前下设五个专业委员会，即：执行委员会、关联交易控制委员会、审计委员会、提名及薪酬委员会和风险管理委员会。

#### (1) 执行委员会

- a. 委员会成员：黄一宗先生（主席）、陈建发先生（截止至 2013 年 8 月 30 日）、连文辉先生（自 2013 年 9 月 17 日始）、李振荣先生、叶杨诗明女士。
- b. 执行委员会的主要职能如下：
  - 管理银行的营运，包括制定内部制度、业务发展策略，监督银行业务计划的执行，批准相关的信贷额度；及
  - 处理除行长兼首席执行官及副行长以外的银行人力资源管理事项。
- c. 执行委员会至少每月召开一次会议。且可根据需要随时召开会议，以履行上述职责。

2013 年，执行委员会召开会议 16 次。

#### (2) 关联交易控制委员会

- a. 委员会成员：曾之杰先生（主席）、李振荣先生、詹道存教授、张锦康先生
- b. 关联交易控制委员会的主要职能如下：
  - 建立并执行关联交易管理制度；
  - 管理关联交易并控制由此而生的风险；
  - 审查一般关联交易；及
  - 审核重大关联交易并提交董事会批准。
- c. 2013 年，关联交易控制委员共召开会议 1 次。

### Board Committees

The Board has delegated specific functions to five Board Committees, namely the Executive Committee (EXCO), Connected Transactions Control Committee (CTCC), Audit Committee (AC), Nominating and Remuneration Committee (NRC) and Risk Management Committee (RMC).

#### (1) Executive Committee

- a. The EXCO members are Mr Wee Ee Cheong (Chairman), Mr Tan Kian Huat (up to 30 August 2013), Mr Eric Lian Voon Fui (from 17 September 2013), Mr Francis Lee Chin Yong and Mrs Christine Ip.
- b. The EXCO oversees the following matters:
  - the Bank's business operations, including formulating internal policies and business strategies, monitoring the execution of business plans and approving relevant credit limits; and
  - all human resource matters, except for those pertaining to the President and CEO and Deputy President.
- c. The EXCO meets at least once a month and whenever required in the discharge of its functions.

The EXCO held 16 meetings in 2013.

#### (2) Connected Transactions Control Committee

- a. The CTCC members are Mr Zeng Zhi Jie (Chairman), Mr Francis Lee Chin Yong, Prof Cham Tao Soon and Mr William Chong Kim Khong.
- b. The CTCC's main responsibilities are to:
  - establish and administer the system for managing connected transactions;
  - manage connected transactions and control the risks from such transactions;
  - examine non-material connected transactions; and
  - review and submit material connected transactions to the Board for approval.
- c. The CTCC met once in 2013.

## 公司治理 Corporate Governance

### (3) 审计委员会

- a. 委员会成员：詹道存教授（主席）、李振荣先生、叶杨诗明女士、曾之杰先生
- b. 审计委员会的主要职能为审议 / 监督以下相关事宜：
  - 财务报告，内部、外部审计计划及报告；
  - 内部会计控制及重大内部控制的充分性
  - 内部及外部审计的范围及结果；
  - 有关会计准则或会计实务的质量及重大变化；
  - 内部审计资源的充分性；
  - 内部审计调查的重大发现；
  - 批准外部审计费用；及
  - 外部审计机构及内部审计部门负责人的提名、任命、辞职或解聘。
- c. 2013 年，审计委员会共召开会议 4 次。

### (4) 提名及薪酬委员会

- a. 委员会成员：詹道存教授（主席）、黄一宗先生、李振荣先生、曾之杰先生
- b. 提名及薪酬委员会的主要职能如下：
  - 就董事会及其下属专业委员会推荐候选人；
  - 设计董事、主要高级管理人员（包含行长兼首席执行官以及副行长）的薪酬结构并报董事会批准；及
  - 建立一套正规的机制以评价董事会的整体效率，董事会下设各委员会及董事的贡献以及行长兼首席执行官的表现。
- c. 2013 年，提名及薪酬委员会召开会议 1 次，并通过传签的方式做出了 5 项决议。

### (3) Audit Committee

- a. The AC members are Prof Cham Tao Soon (Chairman), Mr Francis Lee Chin Yong, Mrs Christine Ip and Mr Zeng Zhi Jie.
- b. The AC's main responsibilities are to review/oversee all matters relating to:
  - financial statements, and internal and external audit plans and reports;
  - adequacy of internal accounting controls and material internal controls;
  - scope and results of internal and external audits;
  - quality of and any significant change in accounting policies or practices;
  - adequacy of internal audit resources;
  - significant findings from internal audit investigations;
  - approval of external auditors' fees; and
  - nomination, appointment, resignation or dismissal of external auditors and the head of the internal audit function.
- c. The AC held four meetings in 2013.

### (4) Nominating and Remuneration Committee

- a. The NRC members are Prof Cham Tao Soon (Chairman), Mr Wee Ee Cheong, Mr Francis Lee Chin Yong and Mr Zeng Zhi Jie.
- b. The NRC's main responsibilities are to:
  - recommend nominees for appointment to the Board and Board Committees;
  - recommend a framework of remuneration for Directors and key Senior Management officers (including the President and CEO and Deputy President) for the Board's approval; and
  - put in place a system for assessing the effectiveness of the Board as a whole, the contribution of each Board Committee and Director, and the performance of the President and CEO.
- c. In 2013, the NRC met once and passed five resolutions by way of circulation.

#### (5) 风险管理委员会

- a. 委员会成员：曾之杰先生（主席）、李振荣先生、叶杨诗明女士、詹道存教授
- b. 风险管理委员会的主要职能如下：
- 审查风险管理策略、政策和风险容忍度，并提交董事会批准；
  - 确保风险管理体系健康独立，及其建立和运作符合董事会批准的策略和政策；
  - 在识别、衡量、监督和控制各种风险的过程中，审查和评估银行风险管理架构（包括框架、政策、方法、人力资源、程序、信息、基础设施和系统）的充分性和有效性；
  - 审查管理层关于风险敞口、风险组合结构及其管理和风险监控的定期报告；及
  - 定期向董事会报告并提示董事会注意负面风险事件或趋势。
- c. 2013年，风险管理委员会共召开会议4次。

#### 关于监事

大华银行（中国）设监事一名，由股东委派，现任监事为黄祖耀博士。监事的委任符合监管要求和《公司章程》的规定。

监事的职权主要包括：

- 检查银行财务和财务报表；
- 监督董事、高级管理人员的行为，以确保银行审慎经营，并在必要时对董事、高级管理人员的不当行为予以纠正；
- 维护银行、股东及其他利益相关者特别是存款人的合法权益；及
- 法律、法规及银行章程规定的应由监事行使的其他职权和股东授予其行使的其他职权。

2013年，监事严格按照《中华人民共和国公司法》和《公司章程》等规定，积极履行对董事会和高级管理层实施监督的职责。在履行职责的过程中，监事接受并审阅有关本行经营及风险管理状况的常规报告，会见了董事及高级管理人员，并列席董事会会议。

#### (5) Risk Management Committee

- a. The RMC members are Mr Zeng Zhi Jie (Chairman), Mr Francis Lee Chin Yong, Mrs Christine Ip and Prof Cham Tao Soon.
- b. The RMC's main responsibilities are to:
- review and recommend risk management strategies, policies and risk tolerance level for the Board's approval;
  - oversee the establishment and operation of a robust and independent risk management system that is consistent with the strategies and policies approved by the Board;
  - review and assess the adequacy and effectiveness of the Bank's risk management structure (including frameworks, policies, methodologies, human resources, processes, information, infrastructure and systems) for identifying, measuring, monitoring and controlling various types of risks;
  - review regular management reports on risk exposures, risk portfolio composition and the management and monitoring of such exposures and portfolio composition; and
  - report to the Board regularly and highlight any adverse risk event or trend for the Board's attention.
- c. The RMC met four times in 2013.

#### Supervisor

The Bank has one Supervisor who is nominated by the Bank's shareholder. The present Supervisor is Dr Wee Cho Yaw. The appointment of the Supervisor complies with regulatory requirements and the Bank's Articles of Association.

The main responsibilities of the Supervisor include:

- inspecting the accounts and financial statements of the Bank;
- overseeing the Directors and Senior Management officers to ensure that the Bank is run in a prudent manner, and taking corrective actions where necessary;
- safeguarding the lawful rights and interests of the Bank, the shareholder and other stakeholders, particularly the depositors; and
- exercising such other power and authority pursuant to the law, regulations and the Bank's Articles of Association, and as may be delegated by the shareholder.

In 2013, the Supervisor duly discharged his responsibility of supervising the Board and Senior Management strictly in accordance with legal requirements, including the provisions under the PRC Company Law and in the Bank's Articles of Association. In discharging his responsibility, the Supervisor received and reviewed regular reports on the Bank's operations and risk management, met with Directors and Senior Management, and attended Board meetings.

# 公司治理 Corporate Governance

## 独立董事履行职责情况

截止 2013 年 12 月 31 日，我行设两名独立董事，分别为詹道存教授和曾之杰先生，符合《外资银行法人机构公司治理指引》、《股份制商业银行独立董事、外部监事指引》以及《加强外资法人转制银行公司治理指导意见》的要求。其中，詹道存教授同时兼任董事会下设的审计委员会、提名及薪酬委员会主席，以及关联交易控制委员会、风险管理委员会成员。曾之杰先生同时兼任董事会下设的关联交易控制委员会、风险管理委员会主席，以及审计委员会、提名及薪酬委员会成员。

报告期内，詹道存教授和曾之杰先生均出席了 2013 年召开的全部四次董事会会议，履行勤勉和尽责义务，认真审议了各项议案。两位独立董事为董事会、董事会下设专业委员会切实履行决策和监督职能发挥了积极作用，维护了我行的整体利益以及股东的合法权益。

### (1) 2013 年独立董事出席董事会的情况

独立董事姓名	应参加 (次)	出席 (次)	缺席 (次)	备注
Name of Independent Director	No. of Board Meetings held	No. of Board Meetings attended	Absent with Apologies	Remarks
詹道存 Cham Tao Soon	4	4	0	/
曾之杰 Zeng Zhi Jie	4	4	0	/

### (2) 独立董事对我行有关事项提出异议的情况

2013 年，独立董事均未对我行本年度的议案事项提出异议。

### 监事及董事知情权

银行监事及董事能自由与管理层进行沟通并获取银行信息。银行就财务信息、风险管理、运营管理等事项向监事及董事提供全面及时的报告以便其做出进一步的会议讨论。银行监事及董事有权与公司秘书进行沟通，从而了解最新的法规变化及公司治理方面的实施情况。监事及董事在履行其职责时可以根据需要独立寻求专业意见，由此产生的费用，将由银行承担。

## Performance of Independent Directors

There were two Independent Directors on the Board as at 31 December 2013, namely Prof Cham Tao Soon and Mr Zeng Zhi Jie, in compliance with the Guidelines for Corporate Governance of Locally Incorporated Foreign Banks, Guidelines for Independent Directors and External Supervisors of Joint Shareholding Commercial Banks and Opinion on Enhancing the Corporate Governance of Locally Incorporated Foreign Banks. Prof Cham Tao Soon is the Chairman of the AC and NRC, and a member of the CTCC and RMC. Mr Zeng Zhi Jie is the Chairman of the CTCC and RMC, and a member of the AC and NRC.

For the year under review, the two Independent Directors attended all four Board meetings convened in 2013 and discharged their duties diligently and responsibly. They contributed to the decision-making and oversight by the Board and Board Committees and safeguarded the lawful rights and overall interests of the Bank and the shareholder.

### (1) Independent Directors' Attendance at Board Meetings in 2013

### (2) Dissent of Independent Directors

In 2013, Management did not give cause for the Independent Directors to record their dissent on any matter.

### Supervisor's and Directors' Access to Information

The Supervisor and Directors have unfettered access to information and Management, and receive timely and comprehensive financial, risk management and operational reports to facilitate informed discussions during meetings. They also have access to the Company Secretary whose responsibilities include advising the Supervisor and the Board on regulatory changes and best practices in corporate governance. In discharging their duties, the Supervisor and Directors may seek independent professional advice, if necessary, at the Bank's expense.

高级管理层成员构成 \ Senior Management Structure

姓名 Name	职务 Position	性别 Sex	年龄 Age	任期起始 Assignment Commencement	最高学历 Highest Academic Degree	相关经验年限 Relevant Years of Experience
连文辉 LIAN Voon Fui Eric	行长兼首席执行官 President and CEO 兼分行 / 渠道部主管 Head, Branches/Channels	男 Male	49	2013年9月 Sep 2013	新加坡南洋理工大学工商管理硕士 Master of Business Administration Nanyang Technological University	23
陈建发 (已离任) TAN Kian Huat	行长兼首席执行官 Former President and CEO 兼分行 / 渠道部主管 Head, Branches/Channels	男 Male	56	2008年5月至2013年8月 From May 2008 to Aug 2013	英国布拉德福德大学工商管理硕士 Master in Business Administration University of Bradford	30
洪茂全 ANG Moh Chuan	副行长 Alternate Country CEO 兼企业银行部主管 Head, Corporate Banking	男 Male	43	2013年6月 Jun 2013 2010年10月 Oct 2010	新加坡南洋理工大学会计学士 Bachelor of Accountancy Nanyang Technological University	18
张锦康 CHONG Kim Khong William	副行长 Alternate Country CEO 兼首席风险官 Chief Risk Officer	男 Male	46	2013年6月 Jun 2013 2012年3月 Mar 2012	新加坡南洋理工大学商学士荣誉学位 Bachelor of Business, Honours Nanyang Technological University	22
林丽 LIN Li	首席技术官 Chief Information Officer	女 Female	50	2013年6月 Jun 2013	北京航空航天大学工学硕士 Master of Science Beijing University of Aeronautics and Astronautics	18
郑汉仪 TEH Han Yi	首席财务官 Chief Financial Officer	女 Female	44	2013年6月 Jun 2013	新加坡南洋理工大学会计学士 Bachelor of Accountancy Nanyang Technological University	18
邱子殷 KU Tse Kian	商业银行部主管 Head, Commercial Banking	男 Male	43	2010年3月 Mar 2010	新加坡南洋理工大学商学士荣誉学位 Bachelor of Business, Honours Nanyang Technological University	18
周曼 ZHOU Man Cherry	个人金融服务部主管 Head, Personal Financial Services	女 Female	40	2011年5月 May 2011	上海财经大学工商管理硕士 Master of Business Administration Shanghai University of Finance and Economics	15
叶德镛 YAP Teck Yong Douglas	环球金融与 投资管理部主管 Head, Global Market and Investment Management	男 Male	54	2010年11月 Nov 2010	加拿大英属哥伦比亚大学理学学士荣誉学位 Bachelor of Science, Honours University of British Columbia	26
郑伟仁 TEH Wee Jin	企业 / 商业银行信贷部主管 Head, Corporate / Commercial Credit	男 Male	56	2008年9月 Sep 2008	新西兰大学商学士 Bachelor of Commerce University of Otago, New Zealand	32
洪晓燕 HONG Xiao Yan Amy	人力资源部主管 Head, Human Resources	女 Female	37	2007年12月 Dec 2007	复旦大学工商管理硕士 Master of Business Administration Fudan University	16
李刚 LI Gang Rick	内部审计部主管 Head, Internal Audit	男 Male	40	2007年12月 Dec 2007	上海大学经济学士 Bachelor of Economics Shanghai University	17
王媛 WANG Yuan Eliza	法律与秘书部主管 Head, Legal and Secretariat	女 Female	40	2007年12月 Dec 2007	复旦大学工商管理硕士 Master of Business Administration Fudan University	17
赵丽红 ZHAO Li Hong	合规部主管 Head, Compliance	女 Female	42	2013年8月 Aug 2013	比利时天主教鲁汶大学法学硕士 Master of Laws Katholieke Universiteit Leuven (Belgium)	7

## 公司治理 Corporate Governance

林楚强 LIM Chor Kiang	交易银行业务部主管 Head, Transaction Banking	男 Male	44	2011年5月 May 2011	新加坡国立大学经济学学士 Bachelor of Science National University of Singapore	18
杨国林 YEONG Kok Leng Vincent	北京分行行长 General Manager of Beijing Branch	男 Male	45	2010年8月 Aug 2010	新加坡国立大学工商管理学士 Bachelor of Business Administration National University of Singapore	20
卢尔添 LOH Nee Thiam Harry	上海分行行长 General Manager of Shanghai Branch	男 Male	43	2010年5月 May 2010	新加坡南洋理工大学商学士 Bachelor of Business Nanyang Technological University	18
卓益丰 TOK Aik Hong Lawrence	深圳分行行长 General Manager of Shenzhen Branch	男 Male	39	2013年11月 Nov 2013	伦敦大学理学学士荣誉学位 Bachelor of Science, Honours University of London	13
郑一峰 CHENG Yee Fung Jonathan	广州分行行长 General Manager of Guangzhou Branch	男 Male	39	2013年8月 Aug 2013	伦敦经济政治学院经济学学士 Bachelor of Science (Economics) The London School of Economics and Political Science	16
黄莹 HUANG Ying	厦门分行行长 General Manager of Xiamen Branch	女 Female	42	2011年9月 Sep 2011	英国加的夫大学商学院国际经济、金融与 银行学硕士学位 Master of Science in International Economics Banking and Finance Cardiff University, U.K.	19
陈育文 Chan Yoke Voon	沈阳分行行长 General Manager of Shenyang Branch	男 Male	47	2010年8月 Aug 2010	马来西亚国民大学经济学学士 Bachelor of Economics National University of Malaysia	19
林联坚 LIM Lian Kian	成都分行行长 General Manager of Chengdu Branch	男 Male	41	2013年8月 Aug 2013	美国南阿拉巴马州大学理学学士 Bachelor of Science University of South Alabama	18
黄志平 HUANG Zhi Ping Kenneth	天津分行行长 General Manager of Tianjin Branch	男 Male	39	2011年2月 Feb 2011	北京大学法学硕士 Master of Laws Peking University	10
叶艳 YE Yan Beicy	杭州分行行长 General Manager of Hangzhou Branch	女 Female	43	2012年2月 Feb 2012	哈尔滨工程大学电子工程学士 Electrical Engineer Haerbin Engineering University	19
吴端祝 GOH Tuan Chiok	重庆分行(筹)拟任行长 Designated General Manager of Chongqing Branch (Preparation Committee)	男 Male	42	2013年11月 Nov 2013	新加坡国立大学工商管理学士 Bachelor of Business Administration National University of Singapore	16
朱屹 ZHU Yi Jennifer	上海静安代理支行行长 Acting Branch Manager of Jingan Sub-Branch	女 Female	42	2013年8月 Aug 2013	上海金融学院 Diploma of International Finance Shanghai Finance University	19
陈文 CHEN Wen Wanda	上海新天地支行行长 Branch Manager of Xintiandi Sub-Branch	女 Female	36	2011年5月 May 2011	澳大利亚南十字星大学工商管理硕士 Master of Business Administration Southern Cross University, Australia	11
许诺 XU Nuo Charlie	上海外滩支行行长 Branch Manager of Shanghai Bund Sub-Branch	男 Male	34	2013年10月 Oct 2013	英国普利茅斯大学工商管理硕士 Master of Business and Management University of Plymouth, United Kingdom	8
许杰 XU Jie Sting	北京东城支行行长 Branch Manager of Dongcheng Sub-Branch	男 Male	35	2012年5月 May 2012	澳大利亚阳光海岸大学工商管理硕士 Master of Business Administration University of Sunshine Coast, Australia	7



## 内部控制和全面审计情况

### 内部控制

大华银行(中国)依据中国的政策法规和监管要求并结合新加坡母行的具体实践,逐步建立、完善适应银行业务发展的内部控制体系,并确保其始终具备前瞻性和可实践性。

我行董事会高度重视内部控制建设,在董事会会议、相关委员会会议以及各项风险管理调研中,通过审核我行风险管理分析报告;审阅管理层经营情况报告、预算执行情况报告;审阅相关工作报告以及听取内部审计部工作汇报,并结合同业经验交流等多种形式,全面掌握银行内部控制状况。

我行现行的内部控制制度在改善内部控制环境方面体现了较好的完整性、合理性和有效性,包括但不限于增强风险识别、监测和评估能力、提高风险控制措施、完善信息交流与反馈机制、强化监督评价与纠正机制等。该内控体系能够对国家法律法规和银行规章制度的贯彻执行提供合理保证。

### 全面审计

我行设立了独立的审计监督机构——内部审计部。内部审计部直接向董事会下设的审计委员会和新加坡母行集团审计部报告工作,在行政层面上,内部审计部向我行行长兼首席执行官汇报工作。

内部审计部的主要职责在于,通过提供独立的、客观的内部审计服务,旨在改进银行运营的增值服务,协助董事会和管理层履行其法律和管理职责。我部门依据其系统的、严格的方法论,对银行的风险管理、内部控制、治理体系和流程化管理的充分性和有效性进行评估,从而帮助银行实现其经营管理目标。

我部门遵照中国银监会关于金融机构内部审计的监管要求,以及国际内部审计师协会的准则与指引。每年度,我们依据“风险导向”的审计方法制定审计计划,并根据对被审计对象的固有风险和内控有效性的评估结果及监管风险提示确定审计项目的优先次序以及审计范围,审计内容覆盖总行和分行的业务发展和运营情况,以及信息系统基础架构和应用程序的建设及运用情况。

所有内部审计报告将被呈报至审计委员会。同时,对于重大审计发现,内部审计部将提示审计委员会予以关注。我们严密监督管理层针对内部审计、外部审计以及监管机构所提出的需整改事项而采取的后续行动,并对整改结果予以独立评价。

## Internal Control and Audit

### Internal control

UOB (China) has a well-established internal control system that adheres strictly to local regulators' requirements and the Group's guidelines. This is detailed in a robust framework that enables the Bank to set strategic and practical objectives to support business development.

The Board assesses the internal control system through reviews of the meeting minutes of various committees, risk management, operational and budget reports, internal audit reports and also from the exchange of insights with industry peers.

The integrity and effectiveness of the Bank's internal control system arises from the continuous improvement to the internal control environment, including, but not limited to, the strengthening of risk management processes, communication and feedback mechanisms, and evaluation and correction. The internal control system is able to provide a reasonable level of assurance in relation to the implementation of legal statutes and regulations.

### Internal audit

Internal Audit is an independent function that reports functionally to the Audit Committee (AC) and Group Audit, and administratively to the President and CEO of UOB (China).

The primary role of Internal Audit is to assist the Board and Management to discharge their legal and executive obligations by providing independent, objective assurance and value-added services designed to improve the Bank's operations. It helps the Bank to accomplish its objectives by having a systematic and disciplined approach to provide an independent assessment of the reliability, adequacy and effectiveness of the Bank's risk management internal control and governance systems and processes.

It performs its internal audit function according to the Internal Audit Guidelines for Financial Institutions as governed by the China Banking Regulatory Commission and Standards for the Professional Practice of Internal Auditing set by the Institute of Internal Auditors. Internal Audit adopts a risk-based approach to develop its strategic audit plan, which is reviewed annually. Audit projects are prioritised and scoped according to the assessment of inherent risks, controls of various risk types and regulatory hot spots. The audit scope covers all businesses, operations and the infrastructure and applications of systems in the headquarters and branches.

All audit reports are provided to the AC. The significant issues are highlighted by Internal Audit, which also monitors closely the follow-up actions taken by the Management on the issues raised by Internal Audit, external audit and regulators.

# 风险管理

## Risk Management

### 董事会及高级管理层对风险的监督

我行董事会负责风险治理和监督治理架构的建立和完善，以确保银行的业务活动：

- 以安全和可靠的方式开展并符合最高的专业标准要求；
- 同银行的总体业务战略和风险偏好相一致；且
- 被置于充分的风险管理和内部管控之下。

为了完成相应的职责，董事会由其下设的风险管理委员会协助监督风险管理政策、流程和程序的制订。在充分考虑风险和回报因素的前提下，由行长兼首席执行官建立的高高级管理委员会则负责协助进行业务决策。相关的高级管理委员会包括资产负债委员会和风险与资本委员会，两委员会就特定的风险领域为风险管理委员会提供管控方面的协助。

我们建立了风险偏好框架，确定了银行追求和实现业务目标过程中能够并且愿意承担的风险总量。风险偏好定义并涵盖主要风险领域的适度目标和限额要求，涉及且不局限于信贷风险、市场风险、流动性风险、操作风险和声誉风险。建立风险偏好框架的目的不是为了限制承受风险，而是为了确保我行的风险状况同业务策略相匹配。我们承受风险的方式是聚焦于被充分了解并具有完备风险管理能力的各项业务。我行将继续提升风险管理、信息技术及其它方面的实力以支持战略性的发展愿景。

### 风险管理总览

有效的风险管理是银行成功经营不可或缺的构成要素。我行的风险管理方式是确保各种风险在由各高级管理委员会建立、董事会和/或其下属委员会批准核定的水平范围内得到管理。

我行已建立起一个全面的风险管理框架并具备了与之相适应的政策和程序，用于风险的发现、衡量、监测和控制。我行风险管理指导原则提倡：

- 通过结合健全的风险管理原则和商业惯例以获得可持续的长期增长；
- 不断提高风险发现和风险控制能力；及
- 在一个审慎的、一贯的和有效的风险管理框架下促进业务的发展。

### Risk Oversight by Board of Directors and Senior Management

The Board is responsible for the governance of risk and oversees a governance structure to ensure that the Bank's business activities are:

- conducted in a safe and sound manner and in line with the highest standards of professionalism;
- consistent with the Bank's overall business strategy and risk appetite; and
- subject to adequate risk management and internal controls.

In this, the Board is supported by the RMC in the oversight of risk management policies, processes and procedures. The President and CEO has established senior management committees to assist in making business decisions with due consideration to risks and returns. The main senior management committees involved in this are the Asset and Liability Committee (ALCO) and the Risk and Capital Committee (RCC). These committees also assist the RMC in specific risk areas.

The Bank has established a risk appetite framework to define the amount of risk the Bank is able and willing to take in pursuit of its business objectives. The risk appetite defines suitable thresholds and limits across key risk areas including but not limited to credit risk, market risk, liquidity risk, operational risk and reputation risk. The objective of establishing a risk appetite framework is not to limit risk taking but to ensure that the Bank's risk profile is aligned to its business strategy. Our risk taking approach is focused on businesses which we understand and are well equipped to manage the risk involved. The Bank will continue to upgrade our risk management, information technology and other capabilities to support our strategic aspiration.

### Risk Management Overview

Effective risk management is integral to the Bank's business success. Our approach to risk management is to ensure risks are managed within the levels established by the Bank's various senior management committees and approved by the Board and/or its committees.

The Bank has established a comprehensive framework of policies and procedures to identify, measure, monitor and control risks. These are guided by the Bank's Risk Management Principles which advocate:

- delivery of sustainable long-term growth using sound risk management principles and business practices;
- continual improvement of risk discovery capabilities and risk controls; and
- business development based on a prudent, consistent and efficient risk management framework.

我行由独立的风险管理职能部门负责履行实施风险政策、流程和程序方面的首要职能，同时也定期将风险敞口分析和报告上报给各风险管理相对应的委员会和董事会审阅。

## 信贷风险

### 风险政策和程序

我行规定了明确的信贷风险接纳标准、政策和程序，以保持多样化且高质量的信贷资产组合。信贷风险管理部门担负独立监督银行信贷风险的责任，并负责信贷风险相关的所有事项的分析 and 报告。信贷风险管理部门订立了一整套涵盖广泛的信贷政策和准则，由执行委员会和风险与资本委员会批准通过。该部门也积极协调有关业务部门参与信贷风险有关事项的处置，着重于在一个审慎、一贯的和有效的信贷风险管理框架下促进业务的发展。它的其他职能还包括监测和审阅信贷风险敞口、开展信贷组合分析，进行政策和风险接纳标准的完善和调整，以及编制各种信贷风险相关报告供管理层审阅。

### 独立的信贷批准

为保持信贷审批程序的健全和独立性，我行的信贷业务发起与信贷审批职能相分离。信贷审批授权根据审批官的经验、资历和工作记录情况予以委任，并基于客户信用评级相联系的风险调整系数的审批结构。所有审批官接受信贷政策和信贷接纳标准的指导。信贷政策和信贷接纳标准将按周期进行审阅和必要更新，以确保其同银行发展策略和业务环境的连续性和适用性。

### 内部评级系统

我行采用内部评级模型来支持信贷风险评估并按照评级或资产类别对信贷敞口进行分类。内部评级的使用被贯穿于信贷审批、信贷审阅和监测、信贷压力测试、限额设定、定价和催收等领域。相关模型在运用前须通过独立的验证，以确保它们符合需要。为了持续监测评级模型的可靠性，所有模型须由其拥有部门进行年度审阅，以确保所选取的风险因素和假设继续与相应的信贷组合保持适用性。

An independent Risk Management Function performs the primary roles of implementing risk policies, processes and procedures. Regular analysis and reporting on risk exposures are also provided to the various risk-related committees and to the Board.

## Credit Risk

### Credit risk policies and processes

The Bank has established well-defined credit risk acceptance parameters, policies and procedures to maintain a high quality and well-diversified credit portfolio. The Credit Risk Management Division (CRM) provides independent oversight of credit risk and is responsible for the analysis and reporting of all elements of credit risk. The CRM develops a comprehensive set of credit policies and guidelines for approval by the RCC and EXCO. It actively engages business units on credit-related matters and facilitates business development within a prudent, consistent and efficient credit risk management framework. Its other responsibilities include monitoring and reviewing credit risk exposures, performing analysis on credit portfolio performance for fine-tuning of policies and risk acceptance guidelines as well as preparing various credit risk-related reports to management.

### Independent credit approval

To maintain the independence and integrity of the credit approval process, the credit origination and approval functions are clearly segregated. Credit approval authority is delegated to officers based on their experience, seniority and track record, and is based on a risk-adjusted scale according to a borrower's credit rating. All credit approval officers are guided by credit policies and credit acceptance guidelines that are periodically reviewed to ensure their continued relevance to the Bank's business strategy and the business environment.

### Internal rating system

The Bank employs internal rating models to support the assessment of credit risk and the assignment of exposures to rating grades or pools. Internal ratings are used pervasively by the Bank in the areas of credit approval, credit review and monitoring, credit stress testing, limits setting, pricing and collections. The models are independently validated before they are implemented to ensure they are fit for purpose. The robustness of these rating models is monitored on an ongoing basis, and all models are subject to annual reviews conducted by model owners to ascertain that the chosen risk factors and assumptions continue to remain relevant for the respective portfolios.

## 风险管理 Risk Management

### 信贷集中度风险

信贷集中度风险可能源于单笔的大额信贷敞口或互相关联的多笔敞口。该类风险通过设定不同种类的限额进行管理,包括集团、组合、借款人、行业和国别等,通常限定风险敞口为银行资本额的一定百分比。而定期评估出现的风险并展望行业和国家的前景也被用来发现可能积聚集中度风险的领域。

### 国别风险

国别风险通过已建立的相应框架进行管理,包括考虑主权信用评级、经济潜力及我行业务发展决策后为各国设定国别风险限额。我行定期审阅国别风险敞口,并将显著风险趋势上报风险与资本委员会和风险管理委员会。

### 风险缓释

作为一项基本的信贷原则,我行不允许仅凭收到抵押品即给予客户授信,所有的授信必须基于借款人信用水平、还款来源和偿付能力的综合考量。

尽可能地获取抵押品是为了作为风险缓释的一种手段,抵押品的价值会被定期监控。价值评估的频度则取决于抵押品的种类、可变现性和价值波动程度。我行可接受抵押品的主要种类包括房地产、银行担保、现金和机械设备等。当借款人的信用水平不足以作为授信的充分依据时,我行会要求与其相关的母公司/股东等提供公司和/或个人担保。

### Credit concentration risk

Credit concentration risk may arise from a single large exposure or from multiple exposures that are closely correlated. This is managed by setting exposure limits on obligors, portfolios, borrowers, industries and countries, generally expressed as a percentage of the Bank's eligible capital base. Regular assessments of emerging risks and reviews of industry and country outlooks are also performed to identify areas in which concentration risks may accumulate.

### Country risk

Country risk is managed within an established framework which includes setting of limits for each country based on the country's risk rating, economic potential as well as the Bank's business strategy. Country risk exposures are analysed and significant trends are reported periodically to the RCC and RMC.

### Credit risk mitigation

As a fundamental credit principle, the Bank generally does not grant credit facilities solely on the basis of the collateral provided. All credit facilities are granted based on the credit standing of the borrower, source of repayment and debt servicing ability.

Collateral is taken whenever possible to mitigate the credit risk assumed and the value of the collateral is monitored periodically. The frequency of valuation depends on the type, liquidity and volatility of the collateral value. The main types of collateral accepted by the Bank are real estate, bank guarantees, cash and machinery equipment. A corporate or personal guarantee from the principal promoters is often obtained when the borrower's credit worthiness is not sufficient to justify an extension of credit.

## 外汇及衍生产品交易的信贷敞口

外汇及衍生产品交易的风险敞口通过签订国际掉期及衍生工具协会（ISDA）主协议及相关的信用支持附件（CSA）或中国银行间市场金融衍生产品交易主协议（NAFMII）得到缓释。此类安排允许我行在交易对手方违约时以净额结算方式平盘未了结的交易，从而将风险敞口降到最低。

## 压力测试

信贷压力测试是信贷资产组合管理的一个重要组成部分。定期开展信贷压力测试允许银行评估由假定的小概率不利事件引发的信贷损失。

## 逾期账户管理

我行密切监控逾期账户，并以此作为信贷质量的一个重要指示标志。当客户未能按时还本和 / 或付息时，相应账户即构成逾期。所有逾期账户包括循环授信（如透支业务）的信用额度超限都将由业务部门和风险管理部门按规定的程序进行监控和管理。当有需要时，我行将对相应账户加大复审的频率。

## Credit exposures from foreign exchange (FX) and derivatives

Exposures arising from FX and derivative transactions are mitigated through agreements such as the International Swaps and Derivatives Association (ISDA) Master Agreements and the related Credit Support Annex (CSA), and the National Association of Financial Market Institutional Investors (NAFMII) Agreement. Such agreements help to minimise credit exposure by allowing the Bank to offset what it owes to a counterparty against what is due from the same counterparty in the event of counterparty default.

## Credit stress test

Credit stress testing is an integral part of the Bank's credit portfolio management process. The Bank conducts periodic credit stress tests to assess the potential credit losses arising from exceptional but plausible adverse events.

## Delinquency monitoring

The Bank monitors closely the delinquency of borrowing accounts as it is a key indicator of credit quality. An account is considered as delinquent when payment is not received on the due date. All delinquent accounts, including revolving credit facility (such as an overdraft) with limit excesses, are closely monitored and managed through a disciplined process by officers from the business units and risk management. Where appropriate, such accounts are also subject to more frequent credit reviews.

## 风险管理 Risk Management

### 贷款分类、损失准备和不良贷款核销

我行依据借款人以正常经营收入归还信贷的能力对信贷资产组合进行分类。任何逾期或额度超限（如循环授信项下的透支业务）达到90天以上的账户将被自动划归为“不良”类。

所有对客户的贷款和垫付款项按照中国银行业监督管理委员会（银监会）的指引要求被分为“正常”、“关注”和“不良贷款”，其中不良贷款被进一步分为“次级”、“可疑”或“损失”类。我行制定了独立的信贷复审流程来确保贷款五级分类的合理性。

提高不良类账户的分类至“正常”或“关注”时，须以借款人的还款能力、现金流和财务状况的全面评估作为支持的依据。银行应确信一旦解除不良分类后，该账户将不会在短期内再次被降级。

重组贷款须被划归为不良类，并根据银行基于重组条款对借款人的财务状况和还款能力的评估结果给予适当的信贷分类评级。

贷款损失准备的计提严格按照有关指引并谨慎考量包括不良账户项下抵押品变现收入在内的不良信贷未来清收处置价值。仅当不良信贷已没有可被执行的有形抵押品并且其它可能的还款来源均被追索受偿后，该账户才被准予核销。

### Loan classification, provisioning and write-off

The Bank classifies its credit portfolios according to the borrower's ability to repay the credit facility from its normal source of income. Any account which is delinquent (or in excess for a revolving credit facility such as an overdraft) for more than 90 days will be categorised automatically as "Non-Performing".

All borrowing accounts are categorised into "Pass", Special "Mention" or "Non-Performing" categories. Non-Performing accounts are further categorised as "Substandard", "Doubtful" or "Loss" in accordance with the guidelines of the China Banking Regulatory Commission (CBRC). The Bank has an independent credit review process to ensure the appropriateness of loan grading and classification.

Upgrading and declassification of a Non-Performing account to "Pass" or "Special Mention" status must be supported by a credit assessment of the repayment capability, cash flows and financial position of the borrower. The Bank must also be satisfied that once the account is declassified, it is unlikely to be classified again in the near future.

A restructured loan is categorised as Non-Performing and placed on the appropriate classified grade depending on the Bank's assessment of the financial condition and repayment ability of the borrower based on the restructured terms.

Loan loss provision is made in line with CBRC guidelines after careful consideration of the future recovery value including liquidation of collateral of the Non-Performing account. A classified account is written off when there is no realisable tangible collateral securing the account and all feasible avenues of recovery have been exhausted.

贷款的主要行业分布 Loans by Industry Distribution	余额 (百万元) Outstanding (RMB'm)	占比 (%)
制造业 Manufacturing	6,348	33
个人金融服务贷款 Professionals & Private Individuals	3,326	17
批发和零售 Wholesale and Retail	3,107	16
房地产 Property and Real Estate	3,064	16
住宿和餐饮 Lodging and Catering	1,105	6
其他 Others	2,200	12
合计 Total	19,150	100

贷款按管理分行分布 Loans by Booking Branch	余额 (百万元) Outstanding (RMB'm)	占比 (%)
上海 Shanghai	8,189	43
北京 Beijing	3,028	16
成都 Chengdu	1,730	9
天津 Tianjin	1,718	9
广州 Guangzhou	1,144	6
厦门 Xiamen	1,121	6
杭州 Hangzhou	979	5
沈阳 Shenyang	944	5
深圳 Shenzhen	297	1
合计 Total	19,150	100

贷款风险分类及不良贷款情况 Loans by Classification	余额 (百万元) Outstanding (RMB'm)	占比 (%)
正常 Pass	18,881	99
关注 Special Mention	205	1
次级 Substandard	40	0
可疑 Doubtful	16	0
损失 Loss	8	0
合计 Total	19,150	100

2013 年底，不良贷款合计人民币 63.9 百万元，占贷款总额比例为 0.33%。

As at 31 December 2013, total non-performing loans amounted to RMB 63.9 million, representing 0.33 per cent of the Bank's total loans portfolio.

# 风险管理

## Risk Management

### 市场风险

市场风险源于所有对市场价格敏感的财务工具，包括债券、外汇、股权和衍生品，以及资产负债表的结构性头寸。我行市场风险主要源于代客交易行为，结构化产品挂钩的交易行为以及自营交易等交易组合中利率、汇率的变化。

我行董事会和执行委员会负责批准市场风险管理政策和框架，并授权资产负债委员会负责日常的市场风险管理监控。资产负债委员会通过每月例会定期审阅市场风险相关事务并为市场风险的管理提供指引。风险管理部下属的市场和资产负债风险管理部门通过设立市场风险政策、控制框架及流程协助资产负债委员会管理市场风险。每季度市场和资产负债风险管理部门会提交有关市场风险敞口的独立报告给风险管理委员会和董事会审阅。

我行市场风险管理框架包含市场风险政策和程序、风险模型与估值的验证、适当的风险管理的授权和市场风险限额。我行采用的估值方法符合市场惯例。此外，推出新产品与服务前，会通过产品或服务开发流程充分识别所有市场风险。我行不断审阅和强化衍生品风险管理，以确保合理控制业务复杂性。风险管理部下属的市场风险监控部门每日独立地对交易产品进行估价、监控市场风险限额的使用情况、并汇报任何的超额及其审批情况。

我行市场风险偏好是考虑了银行整体要求及业务部门目标利润的平衡的结果，同时也将银行的资本状况考虑其中。从而保证即使在极端压力条件下，银行依旧保持资本充足。我行将市场风险偏好转化为风险限额并授权给业务部门管理，这些风险限额所产生的风险与其产生的利润相匹配。

我行在市场风险管理中采用的是 99% 置信区间下测算日风险价值 (VaR) 的历史模拟法。该方法并未对交易组合的回报分布及其包含的风险因子的相关性做任何的特定假设，而是认为诸如利率、汇率等风险因子在未来的变动特征可以通过观察其历史数据得到。

### Market Risk

Market risk arises from all market price-sensitive financial instruments including debt securities, foreign exchange contracts, equity and derivative instruments, as well as from balance sheet structural positions. The Bank is exposed to market risk in its trading portfolios that arises mainly from changes in interest rates and foreign exchange rates from the Bank's client-driven market making and product structuring activities as well as trading activities.

The Board and EXCO approve market risk management policies and framework and delegate the responsibility of day-to-day oversight of market risk management to the ALCO. The ALCO meets monthly to review and provide directions on all market risk-related matters. The Market and Balance Sheet Risk Management Division (MBSM) provides support to ALCO with the establishment of a market risk management framework, policies, and control procedures. An independent market risk exposure report is also submitted to the RMC and to the Board on a quarterly basis.

The Bank's market risk framework comprises market risk policies and practices, the validation of valuation and risk models, the control structure with appropriate delegation of authority and market risk limits. The valuation methodologies employed by the Bank are in line with sound market practices. In addition, a product/service programme process ensures that all market risk issues identified are adequately addressed prior to the launch of new products and services. Management of derivative risks is continually reviewed and enhanced to ensure that the complexities of the business are appropriately controlled. The Market Risk Control Division (MRC) provides independent valuation of products traded, monitoring of market risk limits and the reporting of any limit excesses and ratification on a daily basis.

Overall market risk appetite is balanced at the Bank and business unit levels with targeted revenue and takes into account the capital position of the Bank. This ensures the Bank remains well-capitalised, even under stress conditions. The risk appetite is translated into risk limits that are delegated to business units. These risk limits have proportional returns that are commensurate with the risks taken.

The Bank adopts a daily Value-at-Risk (VaR) measure to estimate market risk within a 99% confidence interval using the historical simulation method. This methodology does not make assumptions on the distribution of returns and the correlations between risk classes. The method assumes that possible future changes in market rates may be implied by observed historical market movements.



## 风险管理 Risk Management

由于风险价值（VaR）是对潜在损失的统计计量，我行会通过回溯测试比较交易账簿的损益与风险价值（VaR）的差异来验证该方法的可靠性。通过对回溯测试结果的分析，将找出是否是因为模型缺陷或市场波动导致其中不符合预期的结果，所有回溯测试反映的问题及解决方案都将汇报至资产负债委员会。

为弥补风险价值（VaR）测量法的不足，我行借助压力测试及情景测试，找出银行在面对某些极端情景时可能出现的损失。这些测试为主动市场风险管理提供了早期预警信息，以应对可能的极端损失。

As VaR is the statistical measure for potential losses, the VaR measures are backtested against profit and loss of the trading book to validate the robustness of the methodology. The backtesting process analyses whether the exceptions are due to model deficiencies or market volatility. All backtest exceptions are tabled at ALCO with recommended actions and resolutions.

To complement the VaR measure, stress and scenario tests are performed to identify the Bank's vulnerability to event risk. These tests serve to provide early warnings of plausible extreme losses to facilitate proactive management of market risk.

## 风险管理 Risk Management

### 流动性风险

我行保持充足的流动性以保障银行日常运营的开展，满足存款的提款和贷款的发放，投资新项目以及支付到期的借款。因此，流动性管理的主旨在于应付银行确定的及不可确定的资金需求。

我行流动性风险管理是在完整的风险管理框架下进行的，包含经由资产负债委员会和执行委员会批准的各项政策、控制流程、风险限额。这些政策、控制流程及风险限额确保我行在不同的市场环境下有充足的资金以应对流动性需求。这些措施包括通过多样化资金的来源及其期限将资金集中度降至最小，以及持有高流动性债券。

我行在流动性风险管理方面采取保守立场，积极管理核心存款，严格遵守流动性风险额度，保留充足的流动资产等措施来防范可能出现的资金短缺。

我行积极管理存款组合，在成本控制、资金的持续性与资金来源多样化之间维持平衡。流动性管理的重要考虑因素包括维持有竞争力的定价水平，主动管理银行核心存款和维持客户的信心。

和监管当局的流动性风险管理框架一致，我行通过预测银行现金流来度量和流动性风险，现金流的预测是基于“正常业务情景”和“压力情景”来进行。我行设置现金流错配限额来控制银行流动性风险敞口的同时，还采用流动性早期预警指标和警戒线以揭示可能出现的危机状况。

我行在建立的流动性应急计划中运用一系列的预警指标揭示可能发生的流动性危机。在该应急计划中，我行通过设立危机上报流程及包括融资、沟通等危机处理策略来减少流动性危机所带来的负面影响。

### Liquidity Risk

The Bank maintains sufficient liquidity to fund its day-to-day operations, to meet deposit withdrawals and loan disbursements, to participate in new investments and to repay borrowings. Hence, liquidity is managed in a manner to address known as well as unanticipated cash funding needs.

Liquidity risk is managed in accordance with a framework of policies, controls and limits approved by the ALCO and EXCO. These policies, controls and limits enable the Bank to monitor and manage liquidity risk to ensure that sufficient sources of funds are available over a range of market conditions. These include minimising excessive funding concentrations by diversifying the sources and terms of funding as well as maintaining a portfolio of high quality and marketable debt securities.

The Bank takes a conservative stance in its liquidity management by continuing to gather core deposits, ensuring that liquidity limits are strictly adhered to and that there are adequate liquid assets to meet cash shortfall.

The distribution of deposits is managed actively to ensure a balance between cost effectiveness, continued accessibility to funds and diversification of funding sources. Important factors in ensuring liquidity are competitive pricing, proactive management of the Bank's core deposits and the maintenance of customer confidence.

Liquidity risk is aligned with the regulatory liquidity risk management framework, and is measured and managed on a projected cash flow basis. The Bank is monitored under business-as-usual and stress scenarios. Cash flow mismatch limits are established to limit the Bank's liquidity exposure. The Bank also employs liquidity early warning indicators and trigger points to signal possible contingency situations.

Contingency funding plans are in place to identify potential liquidity crises using a series of warning indicators. Crisis escalation processes and various strategies including funding and communication have been developed to minimise the impact of any liquidity crunch.

## 银行帐簿下的利率风险

资产负债委员会，在董事会的授权下，负责总揽利率风险管理框架的有效性。市场和资产负债风险管理部协助资产负债委员会负责监测银行账簿下的利率风险。

利率风险管理的主要目标就是在多样化的经济环境中，通过确保银行有充足、稳定、可靠的净利息收入来保护并促进银行资本和经济价值的增长。

我行使用静态分析工具，包括重定价期限和敏感性分析，每月定量测算银行账簿利率风险敞口。通过对利率敏感资产负债相对于利率变动的分析，揭示利率变动对利息收入及经济价值潜在影响。利率敏感度受重新定价期限、币种及隐含的期权的影响，相比于短期错配，长期的利率错配对利率头寸价值的影响更大。

我行亦采用如净利息收入定量方法和持续区间（净资产经济价值定量分析）方法定期进行利率风险压力测试，以确保银行有足够的资本金应付因为利率的大幅波动对银行资产负债表的影响。同时，该压力测试也用于对极端情况下可能发生高额损失的早期预警并促进银行在快速波动的市场环境下积极地管理利率风险。

## Interest Rate Risk in the Banking Book

The ALCO, under delegated authority from the Board, maintains oversight of the effectiveness of the interest rate risk management structure. The MBSM Division supports the ALCO in monitoring the interest rate risk profile of the banking book.

The primary objective of interest rate risk management is to protect and enhance capital or economic net worth through adequate, stable and reliable growth in net interest earnings under a broad range of possible economic conditions.

Banking book interest rate risk exposure is quantified on a monthly basis using static analysis tools which include repricing schedules and sensitivity analysis. They provide indications of the potential impact of interest rate changes on interest income and price value through the analysis of the sensitivity of assets and liabilities to changes in interest rates. Interest rate sensitivity varies with different repricing periods, currencies and embedded options. Mismatches in the longer tenor will experience greater change in the price-value of interest rate positions than similar positions in the shorter tenor.

Stress testing, such as the static net interest income approach and duration (static economic value of equity) approach, is also performed regularly to determine the adequacy of capital in meeting the impact of extreme interest rate movements on the balance sheet. Such tests are also performed to provide early warnings of potential extreme losses, facilitating the proactive management of interest rate risks in an environment of rapid financial market changes.

# 风险管理

## Risk Management

### 操作风险

我行操作风险的管理是基于由已建立的操作风险管理政策、流程和程序所形成的管理框架，由各业务部门对各自业务领域的操作风险进行识别、评估、监视和缓释。

操作风险自我评估包括对固有风险进行识别和评估以及对缓释已发现风险的内部控制措施的有效性进行评估。操作风险整改计划用于记录和跟踪因控制缺漏而采取的整改行动计划。

关键操作风险指标由各个业务/支持部门持续搜集有关本部门风险指标的统计数据并持续跟踪，旨在能及早发现可能引起操作风险事件的控制缺漏。同时我行还通过对关键操作风险指标的趋势性分析帮助识别需要解决的系统性问题。

我行已建立针对操作风险事件和损失的数据库，在必要时将采取整改措施针对根本诱因进行修正。操作损失的趋势性分析和对风险事件的根本诱因分析将帮助我行更有针对性地加强内部控制。

我行已为可能产生高额操作风险损失的要素购买了保险以缓释其可能产生的高额损失。

我行已建立新产品或服务开发政策与流程，旨在确保有关的操作风险在新产品或服务推出前已被有效识别、分析并妥善解决。向个人客户销售零售投资产品时，产品销售委员会对产品的适合度、风险披露以及相关声誉风险进行审阅。对已上线的产品和服务，我行会特别审慎处理并采取预防性措施以保护客户的信息和利益。

我行的外包政策及其管理框架确保有关外包的风险已于外包正式启动前被充分有效识别和管理，并且这样的风险识别和管理在外包之后同样持续进行。

我行建立了有效的业务连续性管理和危机管理的策略和计划并执行演练，以确保关键职能部门在重大业务和/或系统中断的情况下能快速恢复其职能。

法律风险在我行定义中是操作风险的一部分。它是指因不能被有效执行的、对我行不利的、有瑕疵和疏漏的和/或未能充分反应双方立约意图的合同、法律诉讼或法律主张、法律法规的更新和演变以及违反法律法规等因素所造成的风险。各个业务部门会同行内法务顾问及外部律师确保银行能有效管理日常业务活动中所涉及的法律风险。

### Operational Risk

Operational risk is managed through a framework of policies, processes and procedures by which business units identify, assess, monitor and mitigate their operational risks.

Operational Risk Self Assessments involve identifying and assessing inherent risks, as well as assessing the effectiveness of controls to mitigate the identified risks. Action plans to address issues are documented and monitored through Operational Risk Action Plans.

Key Operational Risk Indicators are statistical data collected and monitored by business and support units on an ongoing basis to facilitate early detection of potential operational control weaknesses. Trend analysis is carried out to identify systemic issues that need to be addressed.

A database of operational risk events and losses has been established and corrective actions, where necessary, will be taken to rectify the underlying root causes. The analysis of loss trends and root causes of loss events helps in strengthening the internal control environment.

An insurance programme is in place to mitigate the risk of high impact operational losses.

A Product/Service Programme ensures that risks associated with the introduction of new products and services are identified, analysed and addressed prior to launch. The Product Sales Committee also reviews product suitability, product risk disclosures and reputation issues associated with the distribution of retail investment products to individual customers. For online products and services, extra care and precautionary measures are implemented to protect customers' confidentiality and interests.

The Bank's Outsourcing Policy and Framework ensures that outsourcing risks are adequately identified and managed prior to entering into any new arrangements and on an ongoing basis.

Effective business continuity and crisis management strategies and plans have been developed and tested to ensure prompt recovery of critical business functions in the event of major business and/or system disruptions.

Legal risk is part of operational risk. Legal risk arises from unenforceable, unfavourable, defective or unintended contracts, lawsuits or claims, developments in laws and regulations or non compliance with applicable laws and regulations. Business units work with the Bank's legal counsel and external legal counsel to ensure that legal risks are effectively managed.

我行在合规风险治理框架下对合规风险进行识别、评估、监督和管理。合规风险是指由违反本行业务及运营所适用的法律、法规、规定、标准或行为准则而引起的监管制裁、财务损失或损害本行声誉和品牌价值的风险。该框架也同时管理与反洗钱和打击恐怖主义融资相关的银行违规和被制裁的风险。

我行建立了管理欺诈风险的框架，包括反欺诈政策、匿名举报程序、重大操作风险报告预案以及面向全体员工提高反欺诈意识的教育项目。

我行亦建立了管理贿赂风险的框架。我行的员工行为准则明确了关于反贿赂反贪污腐败的规定。所有员工都必须严格遵守行为准则及相关指引。对未能遵照执行的员工会被纪律处分，包括暂停或终止雇佣关系。我行定期向全体员工发送反贪腐的文摘以使员工了解这方面的最新进展并以此强化反贿赂反贪腐的企业文化。

声誉风险是指因银行利益相关方对我行的经营、活动和财务状况的负面预期或看法，进而对我行盈利能力、流动性或资本引发负面影响的风险。我行已建立了全面管理声誉风险的框架。

我行已开展有关操作风险管理的培训以持续培养和倡导健康的操作风险管理文化。

Regulatory compliance risk is identified, assessed, monitored and managed under a Regulatory Compliance Risk Governance Framework. Regulatory compliance risk refers to the risk of regulatory sanctions, financial loss or damage to the Bank's reputation and franchise value that may arise from non-compliance with laws, regulations, rules, standards or codes of conduct applicable to the Bank's business and operations. The framework also manages the risk of breaches and sanctions relating to Anti-Money Laundering and Countering the Financing of Terrorism.

A framework to manage fraud risk is in place. It includes a policy on fraud, a whistle-blowing programme, a material risk notification protocol and a fraud risk awareness training programme for all employees of the Bank.

A framework to manage bribery risk is also in place. The Bank's Code of Conduct sets out anti-bribery and corruption provisions. All employees are required to observe the Code of Conduct and comply with the guidelines. Disciplinary action will be taken against any employee who fails to do so. Such disciplinary action may include suspension or termination of employment. An anti-corruption digest is sent to all employees regularly to keep them updated of latest developments and to foster an anti-bribery culture.

Reputation risk is the adverse impact on earnings, liquidity or capital arising from negative stakeholder perception or opinion on the Bank's business practices, activities and financial condition. The Bank has a framework for managing reputation risk.

An operational risk management training and awareness programme is in place to facilitate ongoing promotion of an effective risk management culture.

## 重要事项 Important Highlights

### (一) 股东情况

股东名称：大华银行有限公司，持股比 100%。

(二) 报告其内，我行未发生注册资本的变更、合并等重大事项。

(三) 报告期内，我行董事、监事及高级管理人员无受监管部门处罚的情况发生。

### (四) 报告期内我行发生的重大事件

- 2013 年，大华银行（中国）的净利润为人民币 1.27 亿元。
- 截至 2013 年 12 月 31 日，我行的存贷比为 65.90%。
- 2013 年 6 月，大华银行（中国）获得“证券投资基金销售业务资格”。
- 2013 年 7 月，北京燕莎中心支行获得筹建批复。
- 2013 年 10 月，重庆分行获得筹建批复。
- 2013 年 11 月，上海外滩支行正式开业。
- 2013 年 11 月，上海自贸试验区支行获得筹建批复。

### (1) Shareholder Status Update

Name of Shareholder: United Overseas Bank Limited

Percentage of shares held: 100 per cent.

(2) There were no changes to the Bank's registered capital, nor any split or merger during the reporting period.

(3) None of the Bank's directors, supervisors or top management was penalised by the regulatory authorities during the reporting period.

### (4) Other highlights during the reporting period:

- In 2013, UOB (China) registered a record net profit of RMB 127 million.
- As at 31 December 2013, our loans-to-deposit ratio was 65.9 per cent.
- In June 2013, UOB (China) became one of the first foreign banks to obtain regulatory approval for local mutual fund distribution.
- In July 2013, UOB (China) obtained regulatory approval to proceed with the establishment of a UOB Privilege Banking sub-branch in Beijing Lufthansa Centre.
- In October 2013, UOB (China) obtained regulatory approval to proceed with the establishment of a universal branch in Chongqing.
- In November 2013, UOB (China)'s Shanghai Bund sub-branch opened.
- In November 2013, UOB (China) obtained regulatory approval to proceed with the establishment of a sub-branch in the Shanghai Pilot Free Trade Zone.

**总行**

上海市浦东新区东园路 111 号  
1 层 105 单元, 2 层, 3 层  
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电话: (86) (21) 6061 8888  
传真: (86) (21) 6886 0908  
SWIFT: UOVBCNSH  
网址: www.UOBChina.com.cn

**上海分行**

上海市浦东新区东园路 111 号  
1 层 101-104 单元  
邮编: 200120  
电话: (86) (21) 6061 8288  
传真: (86) (21) 6886 1113

**静安支行 (上海)**

上海市南京西路 1468 号  
中欣大厦 1P-01/02 室  
邮编: 200040  
电话: (86) (21) 6080 9388  
传真: (86) (21) 6289 1001

**新天地支行 (上海)**

上海市马当路 156-158 号  
邮编: 200020  
电话: (86) (21) 2312 0888  
传真: (86) (21) 3330 2193

**外滩支行 (上海)**

上海市黄浦区中山东一路 20 号  
邮编: 200002  
电话: (86) (21) 2319 8388  
传真: (86) (21) 6323 3022

**上海自贸试验区支行 (上海)  
(筹备)**

中国 (上海) 自由贸易试验区台中  
南路 2 号 103 室  
邮编: 200131  
电话: (86) (21) 2067 2888  
传真: (86) (21) 5019 6220

**Head Office**

Unit 105, 2F, 3F, 111 Dongyuan  
Road, Pudong New Area,  
Shanghai 200120  
Tel: (86) (21) 6061 8888  
Fax: (86) (21) 6886 0908  
SWIFT: UOVBCNSH  
Website: www.UOBChina.com.cn

**Shanghai Branch**

Unit 101-104,  
111 Dongyuan Road,  
Pudong New Area,  
Shanghai 200120  
Tel: (86) (21) 6061 8288  
Fax: (86) (21) 6886 1113

**Jing'an Sub-branch (Shanghai)**

1P-01/02, United Plaza,  
1468 Nanjing Road West,  
Shanghai 200040  
Tel: (86) (21) 6080 9388  
Fax: (86) (21) 6289 1001

**Xintiandi Sub-branch (Shanghai)**

156-158 Ma Dang Road,  
Shanghai 200020  
Tel: (86) (21) 2312 0888  
Fax: (86) (21) 3330 2193

**Bund Sub-branch (Shanghai)**

No.20 Zhong Shan Dong Yi  
Road, Huangpu District,  
Shanghai 200002  
Tel: (86) (21) 2319 8388  
Fax: (86) (21) 6323 3022

**Shanghai Pilot Free Trade Zone  
Sub-branch (Preparatory)**

Room 103, No.2 Tai Zhong Nan  
Road, Pudong New Area,  
Shanghai Pilot Free Trade Zone  
200131  
Tel: (86) (21) 2067 2888  
Fax: (86) (21) 5019 6220

**北京分行**

北京市朝阳区景华南街 5 号 C 座  
1 层 22/25 单元、2 层 25 单元、  
25 层 01-03 单元、05-09 单元  
邮编: 100020  
电话: (86) (10) 5879 2626  
传真: (86) (10) 8590 6725

**东城支行 (北京)**

北京市东城区朝阳门北大街 7 号  
第五广场 C 座 1 层 108 单元  
邮编: 100010  
电话: (86) (10) 8418 3688  
传真: (86) (10) 8418 3668

**燕莎中心支行 (北京) (筹备)**

北京市朝阳区亮马桥路 50 号  
S104/S105 单元及 C806/C807 单元  
邮编: 100016  
电话: (86) (10) 8489 3888  
传真: (86) (10) 6461 5750

**成都分行**

成都市顺城大街 308 号  
冠城广场 1 楼  
邮编: 610017  
电话: (86) (28) 8667 6121  
传真: (86) (28) 8667 7121

**广州分行**

广州市天河北路 183-187 号  
大都会广场 1107-1114 单位  
1113-1114 单位  
邮编: 510075  
电话: (86) (20) 8755 8787  
传真: (86) (20) 8755 6661

**沈阳分行**

沈阳市沈河区北站路 55 号  
财富中心 C 座 C1 单元 1-2 层  
邮编: 110013  
电话: (86) (24) 3128 0606  
传真: (86) (24) 3128 0628

**Beijing Branch**

Unit 22/25 1/F, Unit 25 2/F,  
Unit 01-03, 05-09 25/F,  
Tower C Office Park,  
No.5 Jinghua South Street,  
Chaoyang District,  
Beijing 100020  
Tel: (86) (10) 5879 2626  
Fax: (86) (10) 8590 6725

**Dongcheng Sub-branch (Beijing)**

Unit 108, Tower C,  
The Fifth Square,  
7 Chaoyangmen, North Avenue,  
Beijing 100010  
Tel: (86) (10) 8418 3688  
Fax: (86) (10) 8418 3668

**Lufthansa Centre Sub-branch  
(Beijing) (Preparatory)**

Unit S104/S105, C806/C807,  
No.50 Liang Ma Qiao Road,  
Chaoyang District,  
Beijing 100016  
Tel: (86) (10) 8489 3888  
Fax: (86) (10) 6461 5750

**Chengdu Branch**

Level 1, First City Plaza,  
No. 308 Shuncheng Street,  
Chengdu 610017  
Tel: (86) (28) 8667 6121  
Fax: (86) (28) 8667 7121

**Guangzhou Branch**

Unit 1107 - 1114  
Metro Plaza,  
183 - 187 Tianhe Bei Road,  
Guangzhou 510075  
Tel: (86) (20) 8755 8787  
Fax: (86) (20) 8755 6661

**Shenyang Branch**

Fortune Plaza Tower C,  
Unit C1, 1-2 Floor,  
No.55 Beizhan Road,  
Shenhe District,  
Shenyang 110013  
Tel: (86) (24) 3128 0606  
Fax: (86) (24) 3128 0628

## 营业网点 Our Network

### 深圳分行

深圳市深南东路 5002 号  
信兴广场地王商业中心  
写字楼 13 层北面 2、3、5、6 单元  
邮编：518008  
电话：(86) (755) 2294 5688  
传真：(86) (755) 8246 3326

### 厦门分行

厦门市湖滨北路 19 号  
大华银行大厦 1-2 层  
邮编：361012  
电话：(86) (592) 508 1601  
传真：(86) (592) 508 1605

### 天津分行

天津市和平区河北路 236 号、238 号、252 号  
君隆广场 B2 座 304-305 单元  
邮编：300040  
电话：(86) (22) 8321 1888  
传真：(86) (22) 2321 0166

### 杭州分行

杭州市天目山路 171 号、181 号  
天际大厦 201、203 室  
邮编：310013  
电话：(86) (571) 2809 0666  
传真：(86) (571) 8190 9619

### 重庆分行 (筹备)

重庆市渝中区民生路 235 号  
1 楼 103 室, 31 楼 A 座  
邮编：400010  
电话：(86) (23) 8826 6782  
传真：(86) (23) 6037 2788

### Shenzhen Branch

Unit 2, 3, 5 and 6, 13 Floor,  
(North Side) Di Wang,  
Commercial Centre,  
Shun Hing Square,  
5002 Shennan Road East,  
Shenzhen 518008  
Tel: (86) (755) 2294 5688  
Fax: (86) (755) 8246 3326

### Xiamen Branch

1-2 Floor United Overseas  
Bank Building,  
19 Hubin Bei Road,  
Xiamen 361012  
Tel: (86) (592) 508 1601  
Fax: (86) (592) 508 1605

### Tianjin Branch

Unit 304-305  
The Emperor Place Tower B2,  
No. 236, 238 and 252,  
Hebei Road, Heping District,  
Tianjin 300040  
Tel: (86) (22) 8321 1888  
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### Hangzhou Branch

Room 201 and 203, No.171  
and 181 Tian Mu Shan Road,  
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### Chongqing Branch (Preparatory)

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Yuzhong District,  
Chongqing 400010  
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Fax: (86) (23) 6037 2788



**大华银行（中国）有限公司**

2013年12月31日

**United Overseas Bank (China) Limited**

31 December 2013

# 已审财务报表 Audited Financial Statements

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# 审计报告 Auditors' Report

安永华明 (2014) 审字第 60658622\_B01 号

大华银行（中国）有限公司董事会：

我们审计了后附的大华银行（中国）有限公司财务报表，包括 2013 年 12 月 31 日的资产负债表、2013 年度的利润表、所有者权益变动表和现金流量表以及财务报表附注。

## 一、管理层对财务报表的责任

编制和公允列报财务报表是大华银行（中国）有限公司管理层的责任。这种责任包括：（1）按照企业会计准则的规定编制财务报表，并使其实现公允反映；（2）设计、执行和维护必要的内部控制，以使财务报表不存在由于舞弊或错误而导致的重大错报。

## 二、注册会计师的责任

我们的责任是在执行审计工作的基础上对财务报表发表审计意见。我们按照中国注册会计师审计准则的规定执行了审计工作。中国注册会计师审计准则要求我们遵守中国注册会计师职业道德守则，计划和执行审计工作以对财务报表是否不存在重大错报获取合理保证。

审计工作涉及实施审计程序，以获取有关财务报表金额和披露的审计证据。选择的审计程序取决于注册会计师的判断，包括对由于舞弊或错误导致的财务报表重大错报风险的评估。在进行风险评估时，注册会计师考虑与财务报表编制和公允列报相关的内部控制，以设计恰当的审计程序，但目的并非对内部控制的有效性发表意见。审计工作还包括评价管理层选用会计政策的恰当性和作出会计估计的合理性，以及评价财务报表的总体列报。

我们相信，我们获取的审计证据是充分、适当的，为发表审计意见提供了基础。

Ernst and Young Hua Ming (2014) Shen Zi No 60658622\_B01

To the Board of Directors of United Overseas Bank (China) Limited:

We have audited the accompanying financial statements of United Overseas Bank (China) Limited, which comprise the balance sheet as at 31 December 2013, the income statement, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements.

## Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements. This responsibility includes: (1) preparing and fairly presenting the financial statements in accordance with Accounting Standards for Business Enterprises; (2) designing, implementing and maintaining internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

## Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Chinese Standards on Auditing. Those standards require that we comply with Code of Ethics for Chinese Certified Public Accountants and plan and perform the audit to obtain a reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal control relevant to the entity's preparation and fair presentation of financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### 三、 审计意见

我们认为，上述财务报表在所有重大方面按照企业会计准则的规定编制，公允反映了大华银行(中国)有限公司2013年12月31日的财务状况以及2013年度的经营成果和现金流量。

安永华明会计师事务所(特殊普通合伙)上海分所

Ernst and Young Hua Ming (LLP) Shanghai Office

中国 上海

Shanghai, the People's Republic of China

### Opinion

In our opinion, the financial statements present fairly, in all material aspects, the financial position of United Overseas Bank (China) Limited as at 31 December 2013 and its financial performance and cash flows for the year then ended in accordance with Accounting Standards for Business Enterprises.

中国注册会计师 黄悦栋

Chinese Certified Public Accountant: Huang, Yue Dong

中国注册会计师 张 健

Chinese Certified Public Accountant: Zhang, Jian

2014年3月6日

6 March 2014

# 资产负债表

## Balance Sheet

2013年12月31日 31 December 2013

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		附注五	2013年12月31日	2012年12月31日
		Note 5	31-12-2013	31-12-2012
<b>资产</b>	<b>ASSETS</b>			
现金及存放中央银行款项	Cash and balances with the central bank	1	6,059,454,561	4,868,920,953
存放同业款项	Due from banks	2	3,859,977,732	5,915,321,787
拆出资金	Placements with banks and other financial institutions	3	2,348,429,530	3,458,240,679
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	4	971,568,210	633,769,055
衍生金融资产	Derivative financial assets	5	1,162,547,669	380,562,194
买入返售金融资产	Reverse repurchase financial assets	6	4,322,810,000	-
应收利息	Interest receivables	7	209,200,271	178,642,756
发放贷款和垫款	Loans and advances to customers	8	18,853,289,353	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	9	3,455,446,675	3,499,934,488
固定资产	Fixed assets	10	37,983,962	40,722,620
无形资产	Intangible assets	11	60,549,623	64,904,631
递延所得税资产	Deferred tax assets	12	91,697,343	48,663,293
其他资产	Other assets	13	539,457,388	576,941,581
<b>资产总计</b>	<b>TOTAL ASSETS</b>		<b>41,972,412,317</b>	<b>34,583,262,256</b>
<b>负债</b>	<b>LIABILITIES</b>			
同业及其他金融机构存放款项	Due to banks and other financial institutions	15	220,199,022	217,861,781
拆入资金	Placements from banks and other financial institutions	16	6,920,961,913	5,700,255,538
衍生金融负债	Derivative financial liabilities	5	1,270,307,268	410,625,504
吸收存款	Customer deposits	17	29,059,960,553	23,944,690,429
应付职工薪酬	Payroll payables	18	65,181,838	44,117,262
应交税费	Tax payables	19	89,396,386	41,070,152
应付利息	Interest payables	20	409,734,876	377,331,083
其他负债	Other liabilities	21	63,545,977	70,895,264
<b>负债合计</b>	<b>TOTAL LIABILITIES</b>		<b>38,099,287,833</b>	<b>30,806,847,013</b>
<b>所有者权益</b>	<b>EQUITY</b>			
实收资本	Paid-up capital	22	3,000,000,000	3,000,000,000
资本公积	Capital reserves	23	(26,242,239)	4,393,784
盈余公积	Surplus reserves	24	60,861,195	48,126,669
一般风险准备	General reserves	25	492,879,631	430,856,697
未分配利润	Retained earnings	26	345,625,897	293,038,093
<b>所有者权益合计</b>	<b>TOTAL EQUITY</b>		<b>3,873,124,484</b>	<b>3,776,415,243</b>
<b>负债及所有者权益总计</b>	<b>TOTAL LIABILITIES AND EQUITY</b>		<b>41,972,412,317</b>	<b>34,583,262,256</b>

载于第 62 页至第 138 页的财务报表附注为本财务报表的组成部分。

The notes on pages 62 to 138 form an integral part of these financial statements.

# 利润表

## Income Statement

2013 年度 For the year ended 31 December 2013  
(除特别注明外, 金额单位均为人民币元)  
(Unless otherwise stated, expressed in RMB Yuan)

		附注五	2013 年度	2012 年度
		Note 5	2013	2012
一、营业收入	1. OPERATING INCOME			
利息收入	Interest income	27	1,506,519,152	1,367,300,621
利息支出	Interest expense	27	(698,307,629)	(741,645,757)
利息净收入	Net interest income	27	808,211,523	625,654,864
手续费及佣金收入	Fee and commission income	28	125,158,757	66,580,507
手续费及佣金支出	Fee and commission expense	28	(14,499,593)	(9,841,087)
手续费及佣金净收入	Net fee and commission income	28	110,659,164	56,739,420
投资收益	Investment income	29	147,055,493	219,338,798
公允价值变动净(损失)/收益	(Losses)/gains from changes in fair value	30	(74,620,773)	40,820,906
汇兑及汇率产品净损失	Foreign exchange losses		(50,672,202)	(39,015,303)
其他业务支出	Other operating expense		(63,804,090)	(32,935,871)
营业收入合计	TOTAL OPERATING INCOME		876,829,115	870,602,814
二、营业支出	2. OPERATING EXPENSES			
营业税金及附加	Business tax and surcharges		(64,926,091)	(60,948,796)
业务及管理费	General and administrative expenses	31	(595,092,585)	(502,716,495)
资产减值损失	Impairment losses	32	(58,755,475)	(24,716,124)
营业支出合计	TOTAL OPERATING EXPENSES		(718,774,151)	(588,381,415)
三、营业利润	3. OPERATING PROFIT		158,054,964	282,221,399
加: 营业外收入	Add: Non-operating income	33	10,382,330	5,138,596
减: 营业外支出	Less: Non-operating expenses	34	(453,793)	(572,026)
四、税前利润总额	4. PROFIT BEFORE TAX		167,983,501	286,787,969
减: 所得税费用	Less: Income tax expense	35	(40,638,237)	(72,200,242)
五、净利润	5. NET PROFIT		127,345,264	214,587,727
六、其他综合收益	6. OTHER COMPREHENSIVE INCOME	36	(30,636,023)	4,121,810
七、综合收益总额	7. TOTAL COMPREHENSIVE INCOME		96,709,241	218,709,537

载于第 62 页至第 138 页的财务报表附注为本财务报表的组成部分。

The notes on pages 62 to 138 form an integral part of these financial statements.

第 56 页至第 138 页的财务报表由以下人士签署:

The financial statements from page 56 to 138 have been signed by:

董事: 连文辉  
Director: Eric Lian Voon Fui

财务总监: 郑汉仪  
Chief Financial Officer: Teh Han Yi

财务主管: 陈思梦  
Head, Finance: Juliet Chen Si Meng

## 所有者权益变动表 Statement of Changes in Equity

2013 年度 For the year ended 31 December 2013

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		实收资本	资本公积	盈余公积	一般风险准备	未分配利润	合计
		Paid-up capital	Capital reserves	Surplus reserves	General reserves	Retained earnings	Total
2012 年 12 月 31 日余额	Balance as at 31 December 2012	3,000,000,000	4,393,784	48,126,669	430,856,697	293,038,093	3,776,415,243
本年增减变动金额	Movements during the year	-	(30,636,023)	12,734,526	62,022,934	52,587,804	96,709,241
(一) 净利润	(i) Net profit	-	-	-	-	127,345,264	127,345,264
(二) 其他综合收益	(ii) Other comprehensive income	-	(30,636,023)	-	-	-	(30,636,023)
1. 可供出售金融资产公允价值净变动	1. Net change in fair value of available-for-sale financial assets	-	(40,848,030)	-	-	-	(40,848,030)
2. 与计入所有者权益相关的所得税影响	2. Income tax impact recognised directly in equity	-	10,212,007	-	-	-	10,212,007
综合收益总额	Total comprehensive income	-	(30,636,023)	-	-	127,345,264	96,709,241
(三) 利润分配	(iii) Profit appropriation	-	-	12,734,526	62,022,934	(74,757,460)	-
1. 提取盈余公积	1. Appropriation to surplus reserves	-	-	12,734,526	-	(12,734,526)	-
2. 提取一般风险准备	2. Appropriation to general reserves	-	-	-	62,022,934	(62,022,934)	-
2013 年 12 月 31 日余额	Balance as at 31 December 2013	3,000,000,000	(26,242,239)	60,861,195	492,879,631	345,625,897	3,873,124,484

		实收资本	资本公积	盈余公积	一般风险准备	未分配利润	合计
		Paid-up capital	Capital reserves	Surplus reserves	General reserves	Retained earnings	Total
2011 年 12 月 31 日余额	Balance as at 31 December 2011	3,000,000,000	271,974	26,667,896	304,607,460	226,158,376	3,557,705,706
本年增减变动金额	Movements during the year	-	4,121,810	21,458,773	126,249,237	66,879,717	218,709,537
(一) 净利润	(i) Net profit	-	-	-	-	214,587,727	214,587,727
(二) 其他综合收益	(ii) Other comprehensive income	-	4,121,810	-	-	-	4,121,810
1. 可供出售金融资产公允价值净变动	1. Net change in fair value of available-for-sale financial assets	-	5,495,747	-	-	-	5,495,747
2. 与计入所有者权益相关的所得税影响	2. Income tax impact recognised directly in equity	-	(1,373,937)	-	-	-	(1,373,937)
综合收益总额	Total comprehensive income	-	4,121,810	-	-	214,587,727	218,709,537
(三) 利润分配	(iii) Profit appropriation	-	-	21,458,773	126,249,237	(147,708,010)	-
1. 提取盈余公积	1. Appropriation to surplus reserves	-	-	21,458,773	-	(21,458,773)	-
2. 提取一般风险准备	2. Appropriation to general reserves	-	-	-	126,249,237	(126,249,237)	-
2012 年 12 月 31 日余额	Balance as at 31 December 2012	3,000,000,000	4,393,784	48,126,669	430,856,697	293,038,093	3,776,415,243

载于第 62 页至第 138 页的财务报表附注为本财务报表的组成部分。

The notes on pages 62 to 138 form an integral part of these financial statements.

# 现金流量表 Cash Flow Statement

2013 年度 For the year ended 31 December 2013

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		附注五 Note 5	2013 年度 2013	2012 年度 2012
<b>一、经营活动产生的现金流量</b>	<b>1. CASH FLOWS FROM OPERATING ACTIVITIES</b>			
存放同业款项净减少额	Net decrease in due from banks		1,993,565,000	1,857,497,999
拆出资金净减少额	Net decrease in placements with banks and other financial institutions		515,131,391	580,353,508
吸收存款和同业及其他金融机构存放款项净增加额	Net increase in customer deposit and due to banks and other financial institutions		5,122,812,881	-
拆入资金净增加额	Net increase in placements from banks and other financial institutions		1,220,706,375	-
收取的利息、手续费及佣金的现金	Cash received from interest, service fee and commission		1,582,987,106	1,464,892,161
买入返售金融资产净减少额	Net decrease in reverse repurchase financial assets		-	176,400,000
收到其他与经营活动有关的现金	Cash received from other operating activities		10,381,138	5,083,596
<b>经营活动现金流入小计</b>	<b>Sub-total of cash inflows from operating activities</b>		<b>10,445,583,891</b>	<b>4,084,227,264</b>
买入返售金融资产净增加额	Net increase in reverse repurchase financial assets		2,956,280,000	-
发放贷款和垫款净增加额	Net increase in loans and advances to customers		3,990,372,395	1,518,925,779
存放中央银行款项净增加额	Net increase in due from the central bank		801,049,252	321,333,879
吸收存款和同业及其他金融机构存放款项减少额	Net decrease in customer deposits and due to banks and other financial institutions		-	164,029,412
拆入资金净减少额	Net decrease in placements from banks and other financial institutions		-	966,514,955
支付的利息、手续费及佣金的现金	Payments made for interest, service fee and commission		680,403,429	620,278,066
支付给职工及为职工支付的现金	Cash paid to and on behalf of employees		366,037,447	308,812,491
支付的各项税费	Cash paid for all types of taxes		90,060,137	142,025,255
支付的其他与经营活动有关的现金	Cash paid for other operating activities		199,692,557	212,585,516
<b>经营活动现金流出小计</b>	<b>Sub-total of cash outflows from operating activities</b>		<b>9,083,895,217</b>	<b>4,254,505,353</b>
<b>经营活动产生的现金流量净额</b>	<b>Net cash flows from operating activities</b>	<b>37</b>	<b>1,361,688,674</b>	<b>(170,278,089)</b>
<b>二、投资活动产生的现金流量</b>	<b>2. CASH FLOWS FROM INVESTING ACTIVITIES</b>			
收回投资收到的现金	Cash received from maturity of investments		9,952,823,282	12,042,404,576
取得投资收益收到的现金	Cash received from investment income		174,480,118	247,669,742
处置固定资产和其他长期资产收回的现金	Proceeds from disposal of fixed assets and other long term assets		1,192	54,987
<b>投资活动现金流入小计</b>	<b>Sub-total of cash inflows from investing activities</b>		<b>10,127,304,592</b>	<b>12,290,129,305</b>
投资所支付的现金	Cash paid for investment		10,287,058,119	8,830,370,569
购建固定资产和其他长期资产支付的现金	Cash paid for purchase of fixed assets and other long term assets		46,673,188	465,413,821
<b>投资活动现金流出小计</b>	<b>Sub-total of cash outflows from investing activities</b>		<b>10,333,731,307</b>	<b>9,295,784,390</b>
<b>投资活动产生的现金流量净额</b>	<b>Net cash flows from investing activities</b>		<b>(206,426,715)</b>	<b>2,994,344,915</b>
<b>三、汇率变动对现金及现金等价物的影响</b>	<b>3. Effect of exchange rate changes on cash and cash equivalents</b>		<b>(53,358,519)</b>	<b>(39,204,872)</b>
<b>四、现金及现金等价物净增加额</b>	<b>4. Net increase in cash and cash equivalents</b>	<b>37</b>	<b>1,101,903,440</b>	<b>2,784,861,954</b>
加: 年初现金及现金等价物余额	Add: Cash and cash equivalents at beginning of the year		6,136,587,687	3,351,725,733
<b>五、年末现金及现金等价物余额</b>	<b>5. Cash and cash equivalents at end of the year</b>	<b>38</b>	<b>7,238,491,127</b>	<b>6,136,587,687</b>

载于第 62 页至第 138 页的财务报表附注为本财务报表的组成部分。

The notes on pages 62 to 138 form an integral part of these financial statements.

# 财务报表附注

## Notes to the Financial Statements

2013 年度 For the year ended 31 December 2013

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

### 一、公司的基本情况

大华银行(中国)有限公司(大华银行(中国)或我行)是由大华银行有限公司(大华银行)在中华人民共和国上海市成立的外商独资银行。

经中国银行业监督管理委员会(以下简称“银监会”)于2007年4月5日批准,大华银行按《中华人民共和国外资银行管理条例》(以下简称“《管理条例》”)、《中华人民共和国外资银行管理条例实施细则》(以下简称“《实施细则》”)的有关规定,在上海市筹建由其单独出资的外商独资银行——大华银行(中国),并将其中国境内的大华银行上海分行、北京分行、深圳分行、广州分行、成都分行、厦门分行、沈阳分行及上海静安支行(以下简称“原中国区分行及支行”)改制为大华银行(中国)的分支机构。

大华银行(中国)持有银监会颁发的金融许可证,机构编码为:B0308H131000001号,持有上海市工商行政管理局核准颁发的企业法人营业执照,注册号为:310000400553992(市局)。注册地址为上海市浦东新区东园路111号1层105单元,2层,3层。注册资本为人民币30亿元。

根据大华银行(中国)营业执照的规定,我行经营期限为不约定期限。我行的经营范围为经有关监管机构批准的外汇业务和人民币业务。2008年1月2日为我行与原中国区分行的业务切换日。

截至2013年12月31日,除在上海设立总行外,我行已在上海、北京、深圳、广州、成都、厦门、沈阳、天津、杭州设立了9家分行及4家支行。

### 二、编制基础

本财务报表按照中华人民共和国财政部(以下简称“财政部”)于2006年2月颁布的《企业会计准则——基本准则》和38项具体会计准则、其后颁布的应用指南、解释以及其他相关规定(统称“企业会计准则”)编制。

本财务报表以我行持续经营为基础列报。

### (1) Corporate information

United Overseas Bank (China) Limited (UOB (China) or the Bank) is a wholly foreign-owned bank established in Shanghai, PRC, by United Overseas Bank (UOB).

In accordance with the Regulation of the PRC on the Administration of Foreign-funded Banks (the Regulation), and the Detailed Rules on the Implementation of Regulation of the People's Republic of China on the Administration of Foreign-funded Banks (the Implementation), China Banking Regulatory Committee (CBRC) granted approval to UOB on 5 April 2007 to set up a wholly-owned subsidiary bank, UOB (China), in Shanghai by converting its Shanghai Branch, Beijing Branch, Shenzhen Branch, Guangzhou Branch, Chengdu Branch, Xiamen Branch, Shenyang Branch and Jing'an sub-branch (collectively known as the Former PRC Branches).

The Bank obtained the license for conducting financial transaction from the CBRC (Institution Code: B0308H131000001), and obtained its business license (Registered Number: 310000400553992 Shi Ju) from State Administration for Industry and Commerce of the People's Republic of China. The registered address is Unit 105, 2F, 3F, 111 Dongyuan Road, Pudong New Area, Shanghai. The registered capital of the Bank is RMB three billion equivalents.

The Bank obtained its business licence issued with an unlimited operating period. The business scope of the Bank are Renminbi and foreign currency businesses as approved by relevant regulatory authorities. The date of business conversion from former PRC branches to UOB (China) was on 2 January 2008.

As of 31 December 2013, besides the Head Office incorporated in Shanghai, the Bank has set up nine branches and four sub-branches respectively in Shanghai, Beijing, Shenzhen, Guangzhou, Chengdu, Xiamen, Shenyang, Tianjin and Hangzhou.

### (2) Preparation basis of the financial statements

The financial statements have been prepared in accordance with the Accounting Standards for Business Enterprises-Basic Standard and 38 specific standards issued in February 2006, and the implementation guidance, interpretations and other relevant provisions issued subsequently by the Ministry of Finance of PRC (MOF) (collectively referred to as "Accounting Standards for Business Enterprises").

The financial statements have been prepared on a going concern basis.



### 三、遵循企业会计准则的声明

本财务报表符合企业会计准则的要求，真实、完整地反映了我行2013年12月31日的财务状况以及2013年度的经营成果和现金流量。

### 四、重要会计政策和会计估计

#### 1. 会计年度

我行的会计年度采用公历年度，即每年自1月1日起至12月31日止。

#### 2. 记账本位币

我行的记账本位币和编制本财务报表所采用的货币均为人民币。除有特别说明外，本财务报表均以人民币元为单位列示。

#### 3. 记账基础和计价原则

我行的会计核算以权责发生制为基础，除衍生金融工具、以公允价值计量且其变动计入当期损益的金融资产、金融负债及可供出售金融资产等以公允价值计量外，其他项目均以历史成本为计价原则。资产如果发生减值，则按照相关规定计提相应的减值准备。

#### 4. 外币折算

我行对于发生的外币交易，将外币金额折算为记账本位币金额。

外币交易在初始确认时，采用交易发生日的即期汇率将外币金额折算为记账本位币金额。于资产负债表日，对于外币货币性项目采用资产负债表日即期汇率折算，由此产生的结算和货币性项目折算差额计入当期损益。以历史成本计量的外币非货币性项目按初始交易日的汇率折算；以公允价值计量的外币非货币性项目以公允价值确认日的即期汇率折算，由此产生的差额根据非货币性项目的性质计入当期损益或其他综合收益。

#### 5. 金融资产

我行的金融资产于初始确认时分成以下四类：以公允价值计量且其变动计入当期损益的金融资产；持有至到期投资；贷款及应收款项类金融资产和可供出售金融资产。金融资产在初始确认时以公允价值计量。对于以公允价值计量且其变动计入当期损益的金融资产，相关交易费用直接计入当期损益，其他类别的金融资产相关交易费用计入其初始确认金额。

### (3) Compliance with the Accounting Standards for Business Enterprises

The financial statements of the Bank have been prepared in accordance with the Accounting Standards for Business Enterprises, and present fairly and fully, the financial position of the Bank as of 31 December 2013 and the results of the operations and the cash flows for the year then ended.

### (4) Significant accounting policies and estimates

#### 1. Accounting year

The accounting year of the Bank is from 1 January to 31 December of each calendar year.

#### 2. Functional currency

The Bank's functional currency is RMB. These financial statements are presented in RMB and all amounts are stated in RMB, unless otherwise stated.

#### 3. Basis of accounting and principles for measurement

The Bank's financial statements have been prepared on an accrual basis under the historical cost as the basis of measurement, except for derivative financial instruments, the financial assets and financial liabilities that are measured at fair value with changes recorded in profit and loss, and available-for-sale financial assets. Subsequently, if the assets are impaired, corresponding provisions should be recognised in accordance with relevant standards.

#### 4. Foreign currency transactions

Transactions in foreign currencies are translated into the reporting currency accordingly.

Foreign currency transactions are translated using the exchange rates ruling at the transaction date. Subsequent to initial recognition, monetary assets and liabilities denominated in foreign currencies are translated at the applicable exchange rates ruling at the balance sheet date. Exchange differences arising on the settlement of monetary items or on the translation of monetary items at balance sheet date are recognised in the income statement. Non-monetary items measured at historical cost in a foreign currency are translated using the exchange rates ruling at the dates of the initial transactions; Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates when the fair value is determined, the exchange difference thus resulted is recognised in the income statement or other comprehensive income of the current period.

#### 5. Financial assets

Financial assets are classified as follows: Financial assets at fair value through profit or loss; Held-to-maturity investment; Loans and receivables and Available-for-sale financial assets. Financial assets are initially recognised at their fair value. For financial assets at fair value through profit and loss, the related transaction costs are directly charged to income statement of the current period. Transaction costs relating to financial assets of other categories are included in the amount initially recognised.

### 以公允价值计量且其变动计入当期损益的金融资产

以公允价值计量且其变动计入当期损益的金融资产包括为交易而持有的金融资产和初始确认时就被指定为以公允价值计量且其变动计入当期损益的金融资产。为交易而持有的金融资产是指满足下列条件之一的金融资产：1) 取得该金融资产的目的是为了在短期内出售；2) 属于进行集中管理的可辨认金融工具组合的一部分，且有客观证据表明企业近期采用短期获利方式对该组合进行管理；3) 属于衍生工具，但是被指定为有效套期工具的衍生工具、属于财务担保合同的衍生工具、与在活跃市场中没有报价且其公允价值不能可靠计量的权益工具投资挂钩并须通过交付该权益工具结算的衍生工具除外。这类金融资产在后续计量期间以公允价值计量。所有已实现和未实现的损益均记入当期损益。

只有符合以下条件之一，金融资产或金融负债才可在初始计量时指定为以公允价值计量且变动计入损益的金融资产或金融负债：

- (i) 该项指定可以消除或明显减少由于金融资产或金融负债的计量基础不同所导致的相关利得或损失在确认或计量方面不一致的情况。
- (ii) 风险管理或投资策略的正式书面文件已载明，该金融工具组合以公允价值为基础进行管理、评价并向关键管理人员报告。
- (iii) 包含一项或多项嵌入衍生工具的混合工具，除非嵌入衍生工具不会对混合工具的现金流量产生重大改变，或者所嵌入的衍生工具明显不应当从相关混合工具中分拆。
- (iv) 包含需要分拆但无法在取得或后续的资产负债表日对其进行单独计量的嵌入工具的混合工具。

### 持有至到期投资

持有至到期投资是指到期日固定、回收金额固定或可确定，且我有明确意图和能力持有至到期的非衍生金融资产。对于此类金融资产，采用实际利率法，按照摊余成本进行后续计量，其终止确认、发生减值或摊销产生的利得或损失，均计入当期损益。如果我将尚未到期的某项持有至到期投资在本会计年度内出售或重分类为可供出售金融资产的金额，相对于该类投资在出售或重分类前的总额较大时，该类投资的剩余部分将会重新分类为可供出售金融资产，且在本会计年度及以后两个完整的会计年度内不得再将该金融资产划分为持有至到期投资。但是，下列情况除外：

### Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets which are either classified as held for trading or designated by the Bank as such upon initial recognition. Financial assets are classified as held for trading if they meet any of the following: 1) acquired for the purpose of sale in the short term; 2) part of a portfolio of identifiable financial instruments that are collectively managed, and there is objective evidence indicating that the enterprise recently managed this portfolio for the purpose of short-term profits; 3) derivatives unless they are designated as effective hedging instruments, they are financial guarantee contracts or they are derivatives that linked to and must be settled by delivery of equity instruments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured. For such kind of financial assets, fair values are adopted for subsequent measurement. All realised or unrealised gains or losses on these financial assets are recognised in the income statement of the current period.

Financial assets/liabilities are designated as fair value through profit and loss only if they meet any of the following criteria:

- (i) The designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise from measuring the assets or liabilities on a different basis.
- (ii) In accordance with documented risk management or investment strategy, this financial assets portfolio are managed, and evaluated at fair value and reported on that basis to key management personnel.
- (iii) The financial instrument contains one or several embedded derivatives, unless the embedded derivatives do not significantly modify the cash flow of the mixed instrument or it is clear that they would not be separately recorded.
- (iv) The financial instrument contains an embedded instrument, which need to be separated but is unable to be measured separately at initial recognition or subsequent measurement at each subsequent balance sheet dates.

### Held-to-maturity Investment

Non-derivative financial assets with fixed or determinable payments and fixed maturity are classified as held-to-maturity investments when the Bank has the intention and ability to hold the assets till maturity. After initial recognition, held-to-maturity financial assets are subsequently measured at amortised cost using the effective interest rate method, less any allowance for impairment. Gains and losses are recognised in the income statement when the held-to-maturity financial assets are derecognised or impaired, as well as through the amortisation process. The Bank shall not classify any financial assets as held-to-maturity if the Bank has, during the current financial year or during the two preceding financial years, sold or reclassified more than an insignificant amount of held-to-maturity investments before maturity (more than insignificant in relation to the total amount of held-to-maturity investments), any remaining held-to-maturity investments are reclassified as available-for-sale financial assets except for:

- (1) 出售日或重分类日距离该项投资的到期日或赎回日很近 (如到期前三个月内), 以至于市场利率的变化对该项投资的公允价值没有显著影响;
- (2) 根据合同约定的定期偿付或提前还款方式收回该项投资几乎所有初始本金后, 将剩余部分出售或重分类; 或
- (3) 出售或重分类是由于我行无法控制、预期不会重复发生且难以合理预计的独立事项所引起。

#### **贷款及应收款项**

贷款及应收款项, 是指在活跃市场中没有报价、回收金额固定或可确定的非衍生金融资产。对于此类金融资产, 采用实际利率法, 按照摊余成本进行后续计量, 其终止确认、发生减值或摊销产生的利得或损失, 均计入当期损益。

#### **可供出售金融资产**

可供出售金融资产, 是指初始确认时即指定为可供出售的非衍生金融资产, 以及除上述以外的金融资产。在后续计量期间, 该类金融资产以公允价值计量。可供出售金融资产持有期间获得的利息收入采用实际利率法确认在损益中。除减值损失及外币货币性金融资产的汇兑差额确认为当期损益外, 可供出售金融资产的公允价值变动作为其他综合收益于资本公积确认, 直到该金融资产终止确认或发生减值时, 其累计利得或损失转入当期损益。

#### **6. 金融资产减值**

我行在每个资产负债表日对以公允价值计量且其变动计入当期损益的金融资产以外的金融资产的账面价值进行检查, 以判断是否有证据表明金融资产已由于一项或多项事件的发生而出现减值 (即减值事项)。减值事项是指在该等资产初始确认后发生的、对预期未来现金流量有影响的, 且我行能对该影响做出可靠计量的事项。资产减值的客观证据包括下列各项: 借款人或借款集团发生严重财务困难; 偿付利息或本金发生违约或逾期; 债务人很可能倒闭或进行其他财务重组; 以及公开的数据表明债务人预计未来现金流量减少且可计量, 如拖欠款情况的恶化或经济条件的骤变等可以导致债务人不履行责任的因素的变化。

- (1) Sales that are so close to maturity (i.e.: three months before maturity date) that changes in the market interest rate would not have a significant effect on the financial asset's fair value;
- (2) Sales that occur after the Bank has collected substantially all of the financial asset's original principal through scheduled payments or prepayments; or
- (3) Sales that are attributable to an isolated event that is beyond the Bank's control, is non-recurring, and could not have been reasonably anticipated by the Bank.

#### **Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently carried at amortised cost using the effective interest rate method, and gains or losses arising from derecognition, impairment or amortisation are recognised in the income statement.

#### **Available-for-sale financial assets**

Available-for-sale financial assets are non-derivative financial assets which are designated as such or are not classified in any of the three preceding categories. After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Interest income earned during the holding period is accrued using the effective interest rate method and recognised to the income statement as interest rate income. Changes in fair value of available-for-sale financial assets are recognised as other comprehensive income in capital reserves until the financial asset is derecognised at which time the cumulative gains or losses previously reported in capital reserves are included in the income statement. Impairment losses and foreign exchange gains or losses on available-for-sale financial assets which are monetary items are recognised in the income statement.

#### **6. Impairment of financial assets**

The carrying value of financial assets other than financial assets at fair value through profit or loss is assessed at each reporting date to determine whether there is any objective evidence that it is impaired as a result of one or more events ("impairment events"). The impairment events are referred to those occurring after the initial recognition of the assets, which have an impact on the estimated future cash flows of the financial assets and can be reliably estimated by the Bank. Evidence of impairment may include indications that the borrower or a group of borrowers are experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as deterioration of the situation in arrears or sudden change of economic conditions, which may lead to the debtors' failing to fulfill the responsibility of repayment.

### 以摊余成本计量的金融资产

如果有客观证据表明该金融资产发生减值，则将该金融资产的账面价值减记至预计未来现金流量（不包括尚未发生的未来信用损失）现值，减记金额计入当期损益。预计未来现金流量现值，按照该金融资产原实际利率折现确定，并考虑相关担保物的价值。

我行对单项金额重大的金融资产进行单项评价，以确定其是否存在减值的客观证据，并对其他单项金额不重大的资产，以单项或组合评价的方式进行检查，以确定是否存在减值的客观证据。已进行单独评价，但没有客观证据表明已出现减值的单项金融资产，无论重大与否，该资产仍会与其他具有类似信用风险特征的金融资产构成一个组合再进行组合减值评价。已经进行单独评价并确认或继续确认减值损失的金融资产将不被列入组合评价的范围内。

对于以组合评价方式来检查减值情况的金融资产组合而言，未来现金流量之估算乃参考与该资产组合信用风险特征类似的金融资产的历史损失经验确定。我行会对作为参考的历史损失经验根据当前情况进行修正，包括加入那些仅存在于当前时期而不对历史损失经验参考期产生影响的因素，以及去除那些仅影响历史损失经验参考期的情况但在当前已不适用的因素。我行会定期审阅用于估计预期未来现金流的方法及假设。

我行对以摊余成本计量的金融资产确认减值准备后，如有客观证据表明该金融资产价值已恢复，且客观上与确认该损失后发生的事项有关，原确认的减值损失予以转回，计入当期损益。但是，该转回后的账面价值不超过假定不计提减值准备情况下该金融资产在转回日的摊余成本。

### 以成本计量的金融资产

如果有客观证据表明该金融资产发生减值，将该金融资产的账面价值，与按照类似金融资产当时市场收益率对未来现金流量折现确定的现值之间的差额，确认为减值损失，计入当期损益。发生的减值损失一经确认，不再转回。

### 可供出售金融资产

如果可供出售金融资产发生减值，原直接计入其他综合收益的因公允价值下降形成的累计损失，当予以转出，计入当期损益。该转出的累计损失，为该资产的初始取得成本（扣除已收回本金和已摊销金额）与当前公允价值之间的差额，减去所有原已计入损益的减值损失。

### Financial assets carried at amortised cost

If there is objective evidence that an impairment loss on such financial assets carried at amortised cost has been incurred, the amount of the loss is measured as the difference between the financial asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate, taking into account the value of any related collateral.

The Bank first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If the Bank determines that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognised are not included in a collective assessment of impairment.

Future cash flows of a group of financial assets that are collectively assessed for impairment are estimated on the basis of historical loss experience for assets with similar credit risk characteristics. The historical loss experience is adjusted on the basis of current observable data, to reflect the effects of current conditions not affecting the period of historical experience and to eliminate the impact of historical conditions that do not exist currently. The methodology and assumptions used for estimating future cash flows are reviewed regularly by the Bank.

If, in a subsequent period, the amount of an impairment loss decreases and the decrease can be attributed objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss shall be reversed. Any subsequent reversal of an impairment loss is recognised in the income statement, to the extent that the carrying value of the assets does not exceed its amortised cost at the reversal date.

### Financial assets carried at cost

If objective evidence shows that the financial assets carried at cost are impaired, the difference between the present value discounted at the prevailing rate of return of similar financial assets and the book value of the financial asset are provided as an impairment loss in the income statement. The impairment loss recognised cannot be reversed.

### Available-for-sale financial assets

If there is objective evidence that an impairment loss for available-for-sale financial assets has been incurred, the cumulative loss, measured as the difference between the acquisition cost (net off any recovered principals and amortised amount) and the current fair value, less any impairment loss on that financial asset previously recognised in the income statement, is reversed from other comprehensive income and recognised in the income statement.

对于已确认减值损失的可供出售债务工具，在随后的会计期间公允价值已上升且客观上与确认原减值损失确认后发生的事项有关的，原确认的减值损失予以转回，计入当期损益。可供出售权益工具投资发生的减值损失，不通过损益转回。

## 7. 金融负债

我行持有的金融负债分成以公允价值计量且其变动计入当期损益的金融负债及其他金融负债。

### 以公允价值计量且其变动计入当期损益的金融负债

我行以公允价值计量且其变动计入当期损益的金融负债分成为交易而持有的金融负债和初始确认时管理层就指定为以公允价值计量且其变动计入当期损益的金融负债。所有公允价值的变动均计入当期损益。

### 财务担保合同

财务担保合同在初始确认时按公允价值计量，不属于指定为以公允价值计量且其变动计入当期损益的金融负债的财务担保合同，在初始确认后按照《企业会计准则第 13 号—或有事项》确定的金额和初始确认金额扣除按照《企业会计准则第 14 号—收入》的原则确定的累计摊销额后的余额之中的较高者进行后续计量。

### 其他金融负债

除以公允价值计量且其变动计入当期损益的金融负债外，此类金融负债均采用实际利率法，以摊余成本进行后续计量。

## 8. 金融工具的终止确认

### 金融资产

金融资产满足下列条件之一的，将被终止确认：

- (i) 收取该金融资产现金流量的合同权利终止；或
- (ii) 转移了收取金融资产现金流量的权利，或在“过手”协议下承担了及时将收取的现金流量全额支付给第三方的义务；并且 (a) 实质上转让了金融资产所有权上几乎所有的风险和报酬，或 (b) 虽然实质上既没有转移也没有保留金融资产所有权上几乎所有的风险和报酬，但放弃了对该金融资产的控制。

Debt instruments classified as available-for-sale with impairment loss recognised, if, in a subsequent period, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss, the previously impaired loss is reversed through the income statement. Reversal of impairment loss of equity instruments classified as available-for-sale is not recognised in the income statement.

## 7. Financial liabilities

Financial liabilities are classified as either financial liabilities at fair value through profit or loss, or other financial liabilities.

### Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and those designated as at fair value through profit or loss upon initial recognition. Gains and losses from changes in fair value are recognised in the income statement.

### Financial guarantee contracts

Financial guarantee contracts are measured at the fair value on initial recognition. For financial guarantee contracts that are not designated as at fair value through profit or loss, they are, after initial recognition, subsequently measured at the higher of, the amount determined in accordance with Accounting Standards for Business Enterprises No. 13 – Contingencies, and the amount initially recognised less the cumulative amortisation determined according to the principles of Accounting Standards for Business Enterprises No. 14 - Revenues.

### Other financial liabilities

Except for financial liabilities at fair value through profit or loss and financial guarantee contracts, deposits and other financial liabilities are subsequently measured at amortised cost using the effective interest rate method.

## 8. Derecognition of financial instruments

### Financial asset

A financial asset is derecognised when one of the following conditions is met:

- (i) the rights to receive cash flows from the financial assets have expired; or
- (ii) the Bank has transferred its rights to receive cash flows from the assets; or has retained its rights to receive cash flows from the assets but has assumed an obligation to pay them in full without material delay to a third party under a “pass-through” arrangement; and (a) the Bank has transferred substantially all the risks and rewards of ownership of the financial asset; or (b) the Bank has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset, but has transferred control of the asset.

当我行既没有转移也没有保留金融资产所有权上几乎所有的风险和报酬，也没有放弃对该金融资产的控制，则我行会根据所有继续涉入所转移金融资产的程度确认有关金融资产。如果我行采用为所转移金融资产提供担保的形式继续涉入，则我行的继续涉入程度是下属二者中的孰低者，即该金融资产的初始账面金额或我行可能被要求偿付对价的最大金额。

### 金融负债

如果金融负债的责任已履行、撤销或届满，则对金融负债进行终止确认。如果现有金融负债被同一债权人以实质上几乎完全不同条款的另一金融负债所取代，或者现有负债的条款几乎全部被实质性修改，则此类替换或修改作为终止确认原负债和确认新负债处理，差额计入当期损益。

## 9. 衍生金融工具

衍生金融工具初始以衍生交易合同签订当日的公允价值进行确认，并以其公允价值进行后续计量。公允价值为正数的衍生金融工具确认为一项资产，公允价值为负数的确认为一项负债。

当某些嵌入式衍生金融工具与其主合同的经济特征及风险不存在紧密关系，并且该混合工具并非以公允价值计量且其变动计入当期损益时，则该嵌入式衍生金融工具从主合同中予以分拆，作为独立的衍生金融工具处理。这些嵌入式衍生产品以公允价值计量，公允价值的变动计入当期损益。

某些衍生金融工具交易在我行风险管理的状况下虽对风险提供有效的经济套期，但因不符合运用套期会计的条件而作为交易而持有的衍生金融工具处理，其公允价值变动计入损益。

## 10. 买入返售和卖出回购交易

根据协议约定于未来某确定日期回购的已售出资产不在资产负债表内予以终止确认。出售该等资产所得款项，包括应计利息，在资产负债表中列示为卖出回购款项，以反映其作为向我行贷款的经济实质。售价与回购价之差额在协议期间内按实际利率法确认，计入利息支出。

相反，购买时根据协议约定于未来某确定日返售的资产将不在资产负债表内予以确认。为买入该等资产所支付的成本，包括应计利息，在资产负债表中列示为买入返售款项。购入与返售价格之差额在协议期间内按实际利率法确认，计入利息收入。

Where the Bank has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the financial asset, the asset is recognised to the extent of the Bank's continuing involvement of the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Bank could be required to repay.

### Financial liability

The financial liabilities are derecognised when the responsibilities over them have been discharged, cancelled, or expired. If the original financial liabilities are replaced with substantively different terms in essence by the same creditor, or the provisions of the contract are substantively modified in its nature, such replacement or modifications are treated as derecognition of original liabilities and recognition of new liabilities, with the difference recorded in the income statement.

## 9. Derivatives

Derivatives are initially recognised at fair value of the contract date and are subsequently measured at fair value. Derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

Derivatives embedded in other financial instruments are treated separately as derivatives when their economic characteristics and risks are not closely related to those of the host contract and the hybrid instrument is not carried at fair value through profit or loss. These embedded derivatives are measured at fair value with the changes in fair value recognised in the income statement.

Certain derivative transactions, while providing effective economic hedges under the Bank's risk management positions, do not qualify for hedge accounting and are therefore treated as derivatives held for trading with gains or losses arising from changes in fair value are recognised in the income statement.

## 10. Repurchase and reverse repurchase transactions

Assets sold under agreements to repurchase at a specified future date (repos) are not derecognised from the balance sheet. The corresponding cash received, including accrued interest, is recognised on the balance sheet as a "repurchase agreement", reflecting its economic substance as a loan to the Bank. The difference between the sale and repurchase prices is treated as an interest expense and is accrued over the life of the agreement using the effective interest method.

Conversely, assets purchased under agreements to resell at a specified future date ("reverse repos") are not recognised on the balance sheet. The corresponding cash paid, including accrued interest, is recognised on the balance sheet as a "reverse repurchase agreement". The difference between the purchase and resale prices is treated as an interest income and is accrued over the life of the agreement using the effective interest method.

## 11. 贵金属

贵金属主要包括黄金。为交易目的而获得的贵金属按照取得时的公允价值进行初始确认，并以公允价值于资产负债表日进行后续计量，相关变动计入当期损益。

## 12. 在建工程

在建工程成本按实际工程支出确定，包括在建期间发生的各项必要工程支出以及其他相关费用等。

在建工程在达到预订可使用状态时转入固定资产、无形资产或其他长期资产。

## 13. 固定资产及累计折旧

### 固定资产确认

固定资产仅在与有关的经济利益很可能流入我行，并且该固定资产的成本能够可靠地计量时才能予以确认。

与固定资产有关的后续支出，符合以上确认条件的，计入固定资产成本，并终止确认被替换部分的账面价值；否则，在发生时计入当期损益。

### 固定资产计价及折旧

本公司固定资产按照取得时的实际成本进行初始计量。固定资产按历史成本减累计折旧及减值损失后的余额列示。历史成本包括购买价款、相关税费、使该项资产达到预定可使用状态前所发生的可归属于该项资产的运输费、装卸费、安装费和专业人员服务费等。

固定资产折旧采用年限平均法计算，我行根据固定资产的性质和使用情况，合理确定固定资产的使用寿命和预计净残值。

## 11. Precious metal

Precious metals comprise gold. Precious metals acquired by the Bank for trading purposes are initially and subsequently measured at fair value and subsequent changes in fair value are recorded in income statement.

## 12. Construction in progress

The cost of construction in progress is determined according to the actual expenditure for the construction, including all necessary expenditure and other related expenses incurred during the construction period.

The costs are transferred to fixed assets, intangible assets or other long term assets when the asset is ready for its intended use.

## 13. Fixed assets and accumulated depreciation

### Recognition of fixed assets

The fixed assets can be recognised only when the economic benefits related to fixed assets are likely to flow into the Bank, and the cost of fixed assets can be measured reliably.

Subsequent expenditure can be recognised as the cost of fixed assets when the recognition criteria set above is met, and the replaced carrying amount shall be derecognised. Otherwise, such expenditure is to be charged to the income statement in the period when it is incurred.

### Valuation and depreciation of fixed assets

Fixed assets are initially measured at cost and presented at historical cost less accumulated depreciation and provision for impairment. The cost of a purchased fixed asset comprises the purchase price, relevant taxes and any directly attributable expenditure for bringing the asset to working condition for its intended use, such as delivery and handling costs, installation costs and other surcharge.

Depreciation is charged to profit or loss on a straight-line basis. And the respective estimated useful lives, estimated residual values and annual depreciation rates of fixed assets are set by the Bank considering the nature and usage of fixed assets.

		使用寿命	预计净残值率	年折旧率
		Estimated useful lives	Estimated residual value	Annual depreciation rate
房屋及建筑物	Properties and buildings	50 年	-	2%
办公及电脑设备	Office equipment and computers	5 年	-	20%
运输设备	Motor vehicles	5 年	-	20%

我行在每个资产负债表日均对固定资产的使用寿命、预计净残值和折旧方法进行复核，必要时进行调整。

Residual values, useful lives and depreciation methods are reviewed and adjusted if appropriate, at each balance sheet date.

#### 14. 无形资产

无形资产是指我行拥有或者控制的没有实物形态的可辨认非货币性资产。无形资产仅在与有关的经济利益很可能流入我行，且其成本能够可靠地计量时才予以确认。

我行无形资产按照成本进行初始计量，并于取得无形资产时按照其能为我行带来经济利益的期限确定使用寿命，无法预见其为我行带来经济利益期限的作为使用寿命不确定的无形资产。

我行的无形资产为软件，其使用年限为 10 年。

使用寿命为有限的，自无形资产可供使用时起，采用能反映与该资产有关的经济利益的预期实现方式的摊销方法，在预计使用年限内摊销；无法可靠确定预期实现方式的，采用直线法摊销；使用寿命不确定的无形资产，不作摊销。

我行在每个资产负债表日均对使用寿命有限的无形资产的使用寿命及摊销方法进行复核，必要时进行调整。

#### 15. 长期待摊费用

长期待摊费用是指已经发生，但摊销期限在 1 年以上（不含一年）的各项费用，主要包括租赁费和经营租入固定资产的改良支出等。

租赁费是指以经营性租赁方式租入固定资产发生的租赁费用，根据合同期限平均摊销。其他长期待摊费用根据合同或协议与受益期限孰短原则确定摊销期限，并平均摊销。

如果长期摊销的费用项目不能使以后会计期间受益的，将尚未摊销的项目的摊余价值全部转入当期损益。

#### 16. 资产减值

我行对除金融资产和递延所得税资产外的资产减值，按以下方法确定：

我行于资产负债表日判断资产是否存在可能发生减值的迹象，存在减值迹象的，我行将估计其可收回金额，进行减值测试。对使用寿命不确定的无形资产，无论是否存在减值迹象，至少于每年末都进行减值测试。

可收回金额根据资产的公允价值减去处置费用后的净额与资产预计未来现金流量的现值两者之间较高者确定。我行以单项资产为基础估计其可收回金额。

#### 14. Intangible assets

Intangible assets are identifiable non-monetary assets without physical substance owned or controlled by the Bank. The intangible assets can be recognised only when the economic benefits related to intangible assets are likely to flow into the Bank, and the cost of intangible assets can be measured reliably.

Intangible assets are initially recognised at cost and the useful life is determined according to the economic useful lives; those intangible assets with unforeseeable economic lives can be classified as intangible assets with infinite useful lives.

The Bank's intangible assets comprise computer software with a 10-year useful life.

For the intangible assets with finite useful lives, amortisation is charged to income statement over the assets' estimated economic lives using methods that best reflect the pattern of economic benefits; or on a straight line basis when the pattern of economic benefit realisation cannot be reliably determined. For the intangible assets with infinite useful lives, no amortisation is made.

The useful life and amortisation method for intangible assets with finite useful lives are reviewed at each balance sheet date, with proper adjustments made by the Bank when necessary.

#### 15. Long-term deferred expenses

Long-term deferred expenses refer to the expenses incurred with an amortisation period of more than one year (not including one year), mainly including rental fee and leasehold improvements.

Rental fee of the operating lease of fixed assets is amortised on a straight-line basis over the period of the lease contract. Other long-term deferred expenses are amortised on a straight-line basis over the lower period of lease period or useful life.

The carrying amount that has not been amortised is charged to income statement if the expenditure does not bring benefits to subsequent accounting periods.

#### 16. Impairment of assets

The Bank assesses impairment of assets as follows, except for financial assets and deferred tax assets:

The Bank assesses whether there is an indication that an asset is impaired at each balance sheet date. If any such indication exists, the Bank makes an estimate of the asset's recoverable amount and carries out impairment test. For those assets with infinite useful lives, regardless of whether the impairment indications exist, the impairment test is made at least annually.

An asset's recoverable amount is the higher of its fair value less costs to sell and the present value of estimated future discounted cash flows, which is determined on an individual basis.



当资产的可收回金额低于其账面价值时，我行将其账面价值减记至可收回金额，减记的金额计入当期损益，同时计提相应的资产减值损失。

上述资产减值损失一经确认，在以后会计期间不再转回。

## 17. 收入及支出确认原则和方法

收入是在与交易相关的经济利益很可能流入我行，且有关收入的金额能够可靠地计量时，按以下基准确认：

### 利息收入和利息支出

利息收入或利息支出以实际利率计量。实际利率是指按金融工具的预计存续期间或更短期间将其预计未来现金流入或流出折现至其金融资产或金融负债账面净值的利率。利息收入的计算需要考虑金融工具的合同条款并且包括所有归属于实际利率组成部分的费用和所有交易成本，但不包括未来信用损失。如果我行对未来收入或支出的估计发生改变，金融资产或负债的账面价值亦可能随之调整。由于调整后的账面价值是按照原实际利率计算而得，变动也记入利息收入或利息支出。

### 手续费及佣金收入

手续费及佣金收入于已提供有关服务后及收取的金额可以合理地估计时确认。

## 18. 所得税

所得税包括当期所得税和递延所得税。除与直接计入所有者权益的交易或事项相关的所得税计入所有者权益外，其他所得税均计入当期损益。

当期所得税是按照当期应纳税所得额计算的当期应交所得税金额。应纳税所得额系根据有关税法规定对本年度税前会计利润作相应调整后得出。

我行对于当期和以前期间形成的当期所得税负债或资产，按照税法规定计算的预期应交纳或返还的所得税金额计量。

我行根据资产与负债于资产负债表日的账面价值与计税基础之间的暂时性差异，以及未作为资产和负债确认但按照税法规定可以确定其计税基础的项目的账面价值与计税基础之间的差额产生的暂时性差异，采用资产负债表债务法计提递延所得税。

If the recoverable amount of the asset is less than its carrying value, an impairment loss is recognised immediately in income statement and the carrying value of the asset reduced by the amount of the loss.

Once an impairment loss is recognised, it shall not be reversed in a subsequent period.

## 17. Recognition of income and expense

Revenue is recognised to the extent when it is probable that the economic benefits will flow to the Bank and the revenue can be reliably measured. The following specific recognition criteria must be met before revenue is recognised:

### Interest income and expense

Interest income or expense are determined using the effective interest method, the effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. The calculation takes into account all contractual terms of the financial instrument and includes any fees or incremental costs that are directly attributable to the instrument and are an integral part of the effective interest rate, but not future credit losses. The carrying amount of the financial asset or financial liability is adjusted if the Bank revises its estimates of payments or receipts. The adjusted carrying amount is calculated based on original effective interest rate and the change in carrying amount is recorded as an interest income or expense.

### Fee and commission income

Fee and commission income is recognised when the services are rendered and the proceeds can be reasonably estimated.

## 18. Income tax

Income tax includes current tax and deferred tax. Current income tax and movements in deferred tax balances are recognised in the income statement except that it relates to items recognised directly in equity, in which case the tax is recognised directly in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the balance sheet date. The taxable income is calculated at the accounting results for the year as adjusted in accordance with relevant tax regulations.

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities in accordance with relevant tax regulations.

Deferred income tax is provided, using the liability method, on all temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the balance sheet date.

对于可抵扣暂时性差异、能够结转以后年度的可抵扣亏损和税款抵减，我行以很可能取得用来抵扣可抵扣暂时性差异、可抵扣亏损和税款抵减的未来应纳税所得额为限，确认由此产生的递延所得税资产。但是，同时具有下列特征的交易中因资产或负债的初始确认所产生的递延所得税资产不予确认：1) 该交易不是企业合并，并且交易发生时既不影响会计利润也不影响应纳税所得额（或可抵扣亏损）；2) 对于所有与子公司、合营公司、联营公司投资相关的可抵扣暂时性差异，同时满足下列条件的，确认相应的递延所得税资产：暂时性差异在可预见的未来很可能转回，且未来很可能获得用来抵扣可抵扣暂时性差异的应纳税所得额。

我行于资产负债表日，对于递延所得税资产和递延所得税负债，依据税法规定，按照预期收回该资产或清偿该负债期间的适用税率计量，并反映资产负债表日预期收回资产或清偿负债方式的所得税影响。

于资产负债表日，我对递延所得税资产的账面价值进行复核。如果未来期间很可能无法获得足够的应纳税所得额用以抵扣递延所得税资产的利益，减记递延所得税资产的账面价值。于资产负债表日，我重新评估未确认的递延所得税资产，在很可能获得足够的应纳税所得额可供所有或部分递延所得税资产转回的限度内，确认递延所得税资产。

如果我行拥有以当期所得税负债抵销当期所得税资产的法定行使权，并且递延所得税资产与负债归属于同一纳税主体和同一税务机关，则我行将抵销递延所得税资产和递延所得税负债。

## 19. 员工福利

### 短期员工福利

工资与奖金、社会保障福利及其它短期员工福利会于我行员工提供服务的期间计提。

### 定额供款计划

根据中国法律的规定，我行必须向各地方政府管理的社会基本养老保险作出供款。供款在发生时计入当期损益。

Deferred income tax assets are recognised for all deductible temporary differences, carryforward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except: (i) where the deferred tax assets arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable income or deductible loss; and; (ii) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised. Unrecognised deferred income tax assets are reassessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and deferred income tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred income taxes relate to the same taxable entity and the same taxation authority.

## 19. Employee benefits

### Short term employee benefits

Salaries and bonuses, social security contributions and other short term employee benefits are accrued in the period in which services have been rendered by the employees of the Bank.

### Defined contribution plans

According to relevant laws and regulations of Mainland China, the Bank is required to make contributions to several social security schemes separately administered by the local government authorities. The contribution is recognised to income statement of that period.

## 20. 现金等价物的确定标准

现金等价物包括原到期日不超过三个月的存放中央银行的非限定性款项、存放同业及其他金融机构款项、拆放同业及其他金融机构款项、买入返售款项，以及短期变现能力强、易于转换为可知数额的现金、价值变动风险小，而且由购买日起三个月内到期的债券投资。

## 21. 关联方

一方控制、共同控制另一方或对另一方施加重大影响，以及两方或两方以上同受一方控制、共同控制或重大影响的，构成关联方。

仅同受国家控制而不存在其他关联方关系的企业，不构成我行的关联方。

## 22. 受托业务

我行以被任命者、受托人或代理人等受托身份进行活动时，该委托活动所产生的资产与该资产偿还客户的保证未包括在本报表。

## 23. 经营租赁

实际上转移了与资产所有权相关的全部风险和报酬的租赁为融资租赁，除此以外的均为经营租赁。

我行作为承租人记录经营租赁业务，经营租赁的租金支出，在租赁期内各个期间按照直线法计入当期损益。

## 24. 或有负债

或有负债指过去的交易或者事项形成的潜在义务，其存在须通过未来不确定事项的发生或不发生予以证实；或过去的交易或者事项形成的现时义务，履行该义务不是很可能导致经济利益流出或该义务的金额不能可靠计量，因此该义务不予确认。

我行对或有负债不予确认，仅在附注中加以披露。如情况发生变化使得该事项很可能导致经济利益的流出时，则将其确认为预计负债。

## 20. Cash and cash equivalents

Cash equivalents comprise non-statutory deposits due from the central bank, amounts due from banks and other financial institutions, reverse repurchase agreements maturing within three months, and short-term highly liquid investments that are readily convertible into known amounts of cash, and which are subject to an insignificant risk of changes in value, which have an original maturity date within three months.

## 21. Related parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party. Parties are also considered to be related if they are subject to common control or common significant influence.

The state-owned enterprises without other relationships do not constitute related parties.

## 22. Entrusted business

Where the Bank acts in a entrusted business such as nominee, custodian or agent, assets arising thereon together with related undertakings to return such assets to customers are excluded from the financial statements.

## 23. Operating leases

Leases which transfer substantially all the risks and rewards of ownership of the assets to the lessees are classified as finance leases. Other leases are classified as operating leases.

The Bank mainly recorded operating leases as a lessee. Rental payments are charged to the income statement on the straight-line basis over the lease terms.

## 24. Contingent liabilities

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

The Bank will not recognise contingent liabilities, but disclosed in the notes to financial statements. In case the condition changes, which led to the outflow of economic resources is probable, provision will be made.

## 25. 预计负债

除企业合并中的或有对价及承担的或有负债之外，当与或有事项相关的义务同时符合以下条件，我行将其确认为预计负债：

- (i) 该义务是我行承担的现时义务；
- (ii) 该义务的履行很可能导致经济利益流出我行；
- (iii) 该义务的金额能够可靠地计量。

预计负债按照履行相关现时义务所需支出的最佳估计数进行初始计量，并综合考虑与或有事项有关的风险、不确定性和货币时间价值等因素。每个资产负债表日对预计负债的账面价值进行复核。有确凿证据表明该账面价值不能反映当前最佳估计数的，按照当前最佳估计数对该账面价值进行调整。

## 26. 抵销

在我行拥有合法权利与同一交易对手抵销相对应的金额，且交易双方损失以净额的方式结算时，资产及负债才会被相互抵销。

## 27. 重大会计判断和会计估计

在我行执行会计政策的过程中，管理层对财务报表未来不确定事项作出了判断及假设。管理层在资产负债表日就未来不确定事项作出的下列判断及主要假设及其他主要的不确定估计，对我行下个会计期间资产及负债的账面价值有可能需要作较大的调整。

### 贷款和垫款的减值损失

我行定期判断是否有任何客观证据表明贷款和垫款发生了减值损失。如有，我行将估算减值损失的金额。减值损失金额为贷款和垫款账面金额与预计未来现金流量的现值之间的差额。估算减值损失金额时，需要对是否存在客观证据表明贷款和垫款已发生减值损失作出重大判断，并需要对预期未来现金流量的现值作出重大估计。

## 25. Accrued liability

An obligation related to a contingency is recognised as accrued liability when all of the following conditions are satisfied (except for contingent liability recognised in a business combination):

- (i) the obligation is a present obligation of the Bank;
- (ii) it is probable that an outflow of economic benefits will be required to settle the obligation; and
- (iii) the amount of the obligation can be measured reliably.

The accrued liability is initially measured at the best estimate of the expenditure required to settle the related present obligation. Factors pertaining to a contingency such as the risks, uncertainties and time value of money are taken into account as a whole in reaching the best estimate. The Bank reviews the carrying amount of a provision at the balance sheet date. The carrying amount of a provision will be adjusted when there is clear evidence that the amount does not reflect the current best estimate.

## 26. Offsetting

Financial assets and financial liabilities are offset only when the Bank has a legally enforceable right to offset the recognised amounts and both parties of the transaction intend to settle on a net basis.

## 27. Significant accounting judgment and estimates

In the process of applying the accounting policies, the management has used its judgments and made assumptions of the effects of uncertain future events on the financial statements. The use of judgments and key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period.

### Impairment losses of loans and advances

The Bank determines periodically whether there is any objective evidence that impairment losses on loans and advances have occurred. If any such evidence exists, the Bank assesses the amount of impairment losses. The amount of impairment losses is measured as the difference between the carrying amount and the present value of estimated future cash flows. Assessing the amount of impairment losses involving significant judgement on whether the objective evidence for impairment exists and also significant estimates when determining the present value of the expected future cash flows.

## 所得税

我行需要对某些交易未来的税务处理作出判断以确认所得税。我行根据中国税收法规，谨慎判断交易对应的所得税影响并相应地计提所得税。递延所得税资产只会在未来应纳税利润有可能用作抵销有关暂时性差异时才可确认。对此需要就某些交易的税务处理作出重大判断，并需要就是否有足够的未来应纳税利润以抵销递延所得税资产的可能性作出重大的估计。

## 金融工具的公允价值

对于存在活跃市场的金融工具，我行优先采用活跃市场的报价确定其公允价值。对于不存在活跃市场的金融工具，我行采用估值技术确定其公允价值。估值技术包括参考熟悉情况并自愿交易的各方最近进行的市场交易中使用的价格、参照实质上相同的其他金融工具的当前公允价值和现金流量折现法等。在可行的情况下，估值技术尽可能使用市场参数。然而，当缺乏市场参数时，管理层需就自身和交易对手的信贷风险、市场波动率、相关性等方面作出估计。这些相关假设的变化会对金融工具的公允价值产生影响。

## 投资分类

管理层需要就投资的分类作出重大判断，不同的分类会影响会计核算方法及我行的财务状况。期后如发现我行错误判断了投资的分类，有可能需要对整体投资进行重分类。

## 金融工具终止确认

于金融工具转移交易中，我行管理层需就与所转移金融工具所有权有关的风险及报酬进行分析与判断，并根据分析的结果进行相应的账务处理。

## Income tax

Determining income tax provisions requires the Bank to estimate the future tax treatment of certain transactions. The Bank carefully evaluates tax implications of transactions in accordance with prevailing tax regulations and makes tax provisions accordingly. In addition, deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilised. This requires significant estimation on the tax treatments of certain transactions and also significant assessment on the probability that adequate future taxable profits will be available for the deferred tax assets to be recovered.

## Fair value of financial instruments

Fair value of financial assets and financial liabilities with active markets are determined based on the market prices. For financial instruments with no active markets, fair value are established using valuation techniques such as making reference to recent transactions or other comparable financial instruments, discounted cash flow method and option pricing models. To the extent practicable, valuation technique makes maximum use of market inputs. However, where market inputs are not available, management needs to make estimates on areas such as credit risk (both own and counterparty's), volatility and correlation. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

## Classification of investment

Significant management judgment is required in evaluating the classification of investments, since different classification will result in different accounting treatments and financial positions of the Bank. If improper judgement on the classification of investment is noticed after the balance sheet date, the Bank may need to reclassify the whole investment portfolio.

## Derecognition of financial instruments

The management of the Bank has assessed and made judgments on the extent to which it retains the risks and rewards of ownership of the financial instruments for the transferred transactions entered into, and make relevant accounting treatments accordingly.

## 五、财务报表主要项目附注

## (5) Notes to the Financial Statements

### 1. 现金及存放中央银行款项

### 1. Cash and balances with central bank

		31-12-2013	31-12-2012
库存现金	Cash on hand	15,018,187	14,334,388
存放中央银行法定准备金 - 人民币	Statutory deposit reserve with the central bank - RMB	4,836,447,793	4,014,507,613
存放中央银行法定准备金 - 外币	Statutory deposit reserve with the central bank - foreign currency	61,238,778	82,129,706
存放中央银行的其他款项	Other deposits with the central bank	1,146,749,803	757,949,246
合计	Total	6,059,454,561	4,868,920,953

根据中国人民银行的有关规定，我行必须按一定比率缴付存款准备金于中国人民银行。期末实行的外币存款准备金按上月末外币存款余额的5%缴存（2012年：5%），人民币存款准备金则按上月末人民币存款余额的18%缴存（2012年：18%）。

The Bank places statutory deposit reserves with the People's Bank of China (PBOC) in accordance with relevant regulations issued by it. The required statutory deposit reserve ratios are five per cent of the balance of customer deposits denominated in foreign currencies, and 18 per cent (2012: 18 per cent) of the balance of customer deposits denominated in RMB.

### 2. 存放同业款项

### 2. Due from banks

		31-12-2013	31-12-2012
存放境内银行同业	Due from domestic banks	3,176,099,274	5,851,245,748
存放境外银行同业	Due from foreign banks	686,624,453	64,474,137
小计	Sub-total	3,862,723,727	5,915,719,885
减：存放同业减值准备（注1）	Less: Impairment provisions for due from banks (Note 1)	(2,745,995)	(398,098)
存放同业净额	Net amount of due from banks	3,859,977,732	5,915,321,787

注1：存放同业减值准备为我行根据银监发【2010】45号《中国银监会关于印发〈银行业金融机构国别风险管理指引〉的通知》的规定而计提的国别风险减值准备。

Note 1: Impairment provisions for due from banks represented the country risk reserve provided according to Yin Jian Fa [2010] No. 45 "Circular of the China Banking Regulatory Commission on Printing and Distributing the Guidelines for Country Risk Management of the Banking Financial Institutions" issued by CBRC.

### 3. 拆出资金

### 3. Placements with banks and other financial institutions

		31-12-2013	31-12-2012
拆放及借出境内银行同业及其他金融机构	Net amount of placements with domestic banks and other financial institutions	2,348,429,530	3,458,240,679

### 4. 以公允价值计量且其变动计入当期损益的金融资产

### 4. Financial assets at fair value through profit or loss

		31-12-2013	31-12-2012
交易性金融资产	Held-for-trading financial assets		
债券投资：	Bond investments：		
中央银行票据及国债	Central bank bills and government bonds	-	49,497,700
银行同业债券	Bonds issued by banks	245,552,350	198,899,000
政策性银行债券	Bonds issued by policy banks	-	288,150,390
小计	Sub-total	245,552,350	536,547,090
买断式转贴现	Rediscounted bills	-	97,221,965
指定以公允价值计量且其变动计入当期损益的金融资产	Financial assets designated at fair value through profit or loss		
买入返售金融资产	Reverse repurchase financial assets	726,015,860	-
合计	Total	971,568,210	633,769,055

## 5. 衍生金融工具

衍生金融工具指一种金融产品，其价值取决于其所依附的另一种“基础性”金融产品指数或其他变量的价值。通常这些“基础性”产品包括股票、大宗商品、债券市价、指数市价或汇率及利率等。我行运用的衍生金融工具包括远期合约、掉期及期权。

衍生金融工具的名义金额是指其所依附的“基础性”资产的价值，体现资产负债表日未结清的部分。该合同价值反映了会计核算期末本公司的衍生金融工具的风险敞口而非公允价值。

公允价值是指在知情和自愿的交易者之间经公平交易达成的交换一项资产的价值或偿还一项负债的金额。

我行无为套期保值目的而被指定为套期工具的衍生金融工具。

我行于资产负债表日所持有的衍生金融工具如下：

## 5. Derivative financial instruments

A derivative is a financial instrument, the value of which is derived from the value of another “underlying” financial instrument, an index or some other variables. Typically, an “underlying” financial instrument is a share, commodity or bond price, an index value or an exchange or interest rate. The Bank uses derivative instruments such as forwards, futures, swaps and options.

The notional amount of a derivative represents the amount of underlying asset upon which the value of the derivative is based. It indicates the unsettled volume of business transaction at the balance sheet date. The amount of underlying asset reflects the risk exposure of derivative at the end of accounting period other than fair value.

The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable and willing parties in an arm’s length transaction.

The Bank has no derivative designated as hedging instruments.

The notional amount and fair value of the Bank’s derivative instruments are as follows:

		31-12-2013				公允价值	
		按剩余到期日分析的名义金额			公允价值		
		Notional amounts by remaining life			Fair values		
		3个月内	3个月到1年	1年到5年	合计	资产	负债
		Within three months	Over three months but within one year	Over one year but within five years	Total	Assets	Liabilities
外汇衍生工具：	Foreign exchange contracts:						
远期合约	Forwards	2,235,692,646	2,414,402,449	1,292,341,040	5,942,436,135	33,565,656	85,886,371
掉期合约	Swaps	37,249,681,518	25,633,992,129	1,317,604,632	64,201,278,279	338,624,708	341,008,501
期权合约	Options	671,508,054	156,419,234	-	827,927,288	11,366,770	11,020,840
小计	Sub-total	40,156,882,218	28,204,813,812	2,609,945,672	70,971,641,702	383,557,134	437,915,712
利率衍生工具：	Interest rate contracts:						
掉期合约	Swaps	14,988,963,842	32,780,547,562	27,458,913,541	75,228,424,945	634,484,456	636,424,302
期权合约	Options	12,861,818,574	3,337,938,583	-	16,199,757,157	1,035,579	76
小计	Sub-total	27,850,782,416	36,118,486,145	27,458,913,541	91,428,182,102	635,520,035	636,424,378
商品价格挂钩工具：	Commodity contracts:						
掉期合约	Swaps	244,463,868	54,333,893	51,508,244	350,306,005	8,350,128	9,834,271
期权合约	Options	-	-	3,777,576	3,777,576	23,266	-
小计	Sub-total	244,463,868	54,333,893	55,285,820	354,083,581	8,373,394	9,834,271
股票价格挂钩工具：	Equity contracts:						
掉期合约	Swaps	1,039,336,937	2,538,196,169	2,510,057,236	6,087,590,342	131,946,629	185,807,392
期权合约	Options	312,392,179	26,847,965	-	339,240,144	3,106,935	-
小计	Sub-total	1,351,729,116	2,565,044,134	2,510,057,236	6,426,830,486	135,053,564	185,807,392
贵金属衍生工具：	Precious metal derivatives:						
合计	Total	69,744,573,996	66,953,310,201	32,634,202,269	169,332,086,466	1,162,547,669	1,270,307,268

31-12-2012

		按剩余到期日分析的名义金额				公允价值	
		Notional amounts by remaining life				Fair values	
		3 个月内	3 个月到 1 年	1 年到 5 年	合计	资产	负债
		Within three months	Over three months but within one year	Over one year but within five years	Total	Assets	Liabilities
外汇衍生工具:	Foreign exchange contracts:						
远期合约	Forwards	1,279,495,037	1,637,553,745	12,571,000	2,929,619,782	18,849,852	17,549,038
掉期合约	Swaps	11,420,829,306	4,756,881,267	38,971,900	16,216,682,473	64,032,030	69,313,310
期权合约	Options	1,444,513,546	1,596,881,395	-	3,041,394,941	30,518,950	41,770,167
小计	Sub-total	14,144,837,889	7,991,316,407	51,542,900	22,187,697,196	113,400,832	128,632,515
利率衍生工具:	Interest rate contracts:						
掉期合约	Swaps	7,370,817,119	14,527,931,606	19,231,260,000	41,130,008,725	144,318,326	138,516,181
期权合约	Options	4,746,005,087	41,427,574,021	-	46,173,579,108	-	-
小计	Sub-total	12,116,822,206	55,955,505,627	19,231,260,000	87,303,587,833	144,318,326	138,516,181
商品价格挂钩工具:	Commodity contracts:						
掉期合约	Swaps	178,202,626	237,523,526	110,401,267	526,127,419	4,411,139	5,994,233
期权合约	Options	-	-	29,711,084	29,711,084	455,732	455,732
小计	Sub-total	178,202,626	237,523,526	140,112,351	555,838,503	4,866,871	6,449,965
股票价格挂钩工具:	Equity contracts:						
掉期合约	Swaps	1,044,454,429	3,164,466,334	2,330,218,126	6,539,138,889	110,916,673	130,147,428
期权合约	Options	437,581,785	70,186,121	66,805,192	574,573,098	6,804,806	6,804,806
小计	Sub-total	1,482,036,214	3,234,652,455	2,397,023,318	7,113,711,987	117,721,479	136,952,234
贵金属衍生工具:	Precious metal derivatives:	199,720,816	-	-	199,720,816	254,686	74,609
合计	Total	28,121,619,751	67,418,998,015	21,819,938,569	117,360,556,335	380,562,194	410,625,504



## 6. 买入返售金融资产

## 6. Reverse repurchase financial assets

		31-12-2013	31-12-2012
按交易对手分类:	Classified by counter-party:		
银行同业	Banks	4,322,810,000	-
按质押品分类如下:	Classified by type of pledged assets:		
债券	Bonds	4,322,810,000	-

## 7. 应收利息

## 7. Interest receivables

		31-12-2013	31-12-2012
债券投资应收利息	Interest receivable on bond	50,314,434	52,178,521
贷款应收利息	Interest receivable on loan	112,545,719	95,116,856
买入返售债券应收利息	Interest receivable on reverse repurchase bond	19,645,391	-
同业应收利息及其他	Interest receivable from banks and others	26,694,727	31,347,379
合计	Total	209,200,271	178,642,756

## 8. 发放贷款和垫款

## 8. Loans and advances to customers

### 8.1 按个人和企业分布

### 8.1 Distribution of loans and advances to customers by individual and corporate

		31-12-2013	31-12-2012
个人贷款和垫款:	Individual loans and advances:		
住房按揭	Mortgages	3,317,157,743	3,315,964,800
其它	Others	8,799,971	12,605,270
小计	Sub-total	3,325,957,714	3,328,570,070
企业贷款和垫款:	Corporate loans and advances:		
贷款	Loans	12,306,871,129	10,864,330,924
押汇	Trust receipts	265,839,103	72,854,907
贴现	Discounted bills	2,304,753,609	723,940,982
其他	Others	946,281,438	226,605,013
小计	Sub-total	15,823,745,279	11,887,731,826
贷款和垫款总额	Total	19,149,702,993	15,216,301,896
减: 贷款损失准备	Less: Loan impairment provisions	(296,413,640)	(299,663,677)
贷款和垫款账面价值	Net value of loans and advances	18,853,289,353	14,916,638,219

## 8.2 按行业分布

## 8.2 Distribution of loans and advances to customers by industry

		31-12-2013	
		账面余额	比例 (%)
		Amount	Percentage(%)
农林牧渔业	Agriculture, forestry, farming and fishing	246,614,047	1
采矿业	Mining	130,849,198	1
制造业	Manufacturing	6,347,957,463	34
电力, 燃气及水的生产和供应业	Electricity, gas and water supply	151,968,732	1
建筑业	Construction	549,887,618	3
交通运输, 仓储和邮政业	Transportation, storage and post	174,617,714	1
信息传输, 计算机服务和软件业	Telecommunication, computer services and software	221,821,973	1
批发和零售业	Wholesale and retail	3,107,221,386	16
住宿和餐饮业	Accommodation and catering	1,105,240,695	6
金融业	Finance	19,776,000	-
房地产业	Real estate	3,063,680,669	16
租赁和商务服务业	Leasing and commercial services	608,159,298	3
科学研究, 技术服务和地质勘察业	Scientific research, technical services and geologic perambulation	22,370,754	-
水利, 环境和公共设施管理业	Water conservancy, environment and public facilities administration	29,075,000	-
居民服务和其他服务业	Resident services and other services	44,504,732	-
卫生, 社会保障和社会福利业	Health, social security and social welfare	-	-
个人消费信贷	Consumer credit	3,325,957,714	17
贷款和垫款总额	Total amount of loans and advances	19,149,702,993	100
减: 贷款损失准备	Less: Loan impairment provision	(296,413,640)	
贷款和垫款账面价值	Net value of loans and advances	18,853,289,353	

31-12-2012

	账面余额	比例 (%)
	Amount	Percentage(%)

农林牧渔业	Agriculture, forestry, farming and fishing	477,697,291	3
采矿业	Mining	50,000,000	-
制造业	Manufacturing	4,920,087,214	32
电力, 燃气及水的生产和供应业	Electricity, gas and water supply	162,159,954	1
建筑业	Construction	261,193,575	2
交通运输, 仓储和邮政业	Transportation, storage and post	116,531,146	1
信息传输, 计算机服务和软件业	Telecommunication, computer service and software	164,843,547	1
批发和零售业	Wholesale and retail	1,614,551,327	11
住宿和餐饮业	Accommodation and catering	455,182,615	3
金融业	Finance	-	-
房地产业	Real estate	3,211,776,502	21
租赁和商务服务业	Leasing and commercial services	318,596,958	2
科学研究, 技术服务和地质勘察业	Scientific research, technical services and geologic perambulation	25,394,824	-
水利, 环境和公共设施管理业	Water conservancy, environment and public facilities administration	17,500,000	-
居民服务和其他服务业	Resident services and other services	90,260,197	1
卫生, 社会保障和社会福利业	Health, social security and social welfare	1,956,676	-
个人消费信贷	Consumer credit	3,328,570,070	22
贷款和垫款总额	Total amount of loans and advances	15,216,301,896	100
减: 贷款损失准备	Less: Loan impairment provisions	(299,663,677)	
贷款和垫款账面价值	Net value of loans and advances	14,916,638,219	

### 8.3 按地区分布

### 8.3 Distribution of loans and advances to customers by geographical region

		31-12-2013	31-12-2012
东北	North-east	938,376,235	690,518,441
华东	East	10,818,834,523	7,836,984,229
华北	North	4,144,727,469	3,598,501,599
华中	Central	170,716,722	201,972,044
华南	South	1,302,130,255	1,284,311,056
西南	South-west	1,665,925,097	1,475,103,078
西北	North-west	91,000,000	30,000,000
境外地区	Overseas	17,992,692	98,911,449
贷款和垫款总额	Total amount of loans and advances	19,149,702,993	15,216,301,896
减：贷款损失准备	Less: Loan impairment provisions	(296,413,640)	(299,663,677)
贷款和垫款账面价值	Net value of loans and advances	18,853,289,353	14,916,638,219

### 8.4 按担保方式分布

### 8.4 Loans and advances to customers by type of collateral or guarantee

		31-12-2013	31-12-2012
信用贷款	Unsecured loans	2,026,011,627	1,704,367,276
保证贷款	Guaranteed loans	3,991,376,661	3,698,666,890
附担保物贷款	Loans with collateral	13,132,314,705	9,813,267,730
其中：抵押贷款	Of which: Secured by mortgages	8,000,826,626	6,994,812,659
质押贷款	Secured by pledges	5,131,488,079	2,818,455,071
贷款和垫款总额	Total amount of loans and advances	19,149,702,993	15,216,301,896
减：贷款损失准备	Less: Loan impairment provisions	(296,413,640)	(299,663,677)
贷款和垫款账面价值	Net value of loans and advances	18,853,289,353	14,916,638,219

## 8.5 逾期贷款

## 8.5 Overdue loan

		31-12-2013				
		逾期 1 天至 90 天	逾期 91 天至 1 年 (含 1 年)	逾期 1 年至 3 年 (含 3 年)	逾期 3 年以上	合计
		Overdue 1 day to 90 days	Overdue 91 days to 1 year (inclusive)	Overdue 1 year to 3 years (inclusive)	Overdue 3 years above	Total
保证贷款	Guaranteed loans	2,917,225	6,274,653	-	-	9,191,878
附担保物贷款	Loan with collaterals	284,443	19,639,969	27,526,536	8,359,685	55,810,633
其中:	Of which:					
抵押贷款	Secured by mortgages	284,443	19,639,969	27,526,536	8,359,685	55,810,633
合计	Total	3,201,668	25,914,622	27,526,536	8,359,685	65,002,511

		31-12-2012				
		逾期 1 天至 90 天	逾期 91 天至 1 年 (含 1 年)	逾期 1 年至 3 年 (含 3 年)	逾期 3 年以上	合计
		Overdue 1 day to 90 days	Overdue 91 days to 1 year (inclusive)	Overdue 1 year to 3 years (inclusive)	Overdue 3 years above	Total
保证贷款	Guaranteed loans	685,109	-	10,280,000	-	10,965,109
附担保物贷款	Loan with collaterals	507,808	30,361,436	-	67,241,033	98,110,277
其中:	Of which:					
抵押贷款	Secured by mortgages	507,808	30,361,436	-	67,241,033	98,110,277
合计	Total	1,192,917	30,361,436	10,280,000	67,241,033	109,075,386

逾期贷款是指本金或利息逾期 1 天或以上的贷款。

Overdue loans are loans of which the principals or related interests are overdue for one day or above.

## 8.6 贷款损失准备 (附注五、14)

## 8.6 Loan impairment provisions (Note 5.14)

		2013		
		单项	组合	合计
		Individual	Collective	Total
年初余额	Opening balance	85,139,490	214,524,187	299,663,677
本年(转回)/计提	(Reversal)/charge during the year	(1,170,262)	57,577,840	56,407,578
本年核销	Write-off for the year	(59,021,606)	-	(59,021,606)
收回以前年度核销数	Recovery of loans and advances previously written-off	2,050,308	-	2,050,308
汇率差异	Exchange rate difference	(762,308)	(1,924,009)	(2,686,317)
年末余额	Closing balance	26,235,622	270,178,018	296,413,640

		2012		
		单项	组合	合计
		Individual	Collective	Total
年初余额	Opening balance	86,734,578	187,821,040	274,555,618
本年(转回)/计提	(Reversal)/charge during the year	(1,518,353)	26,815,981	25,297,628
汇率差异	Exchange rate difference	(76,735)	(112,834)	(189,569)
年末余额	Closing balance	85,139,490	214,524,187	299,663,677

## 9. 可供出售金融资产

## 9. Available-for-sale financial assets

		31-12-2013	31-12-2012
债券投资:	Bond investments:		
中央银行票据及国债	Central bank bills and government bonds	2,073,167,955	2,063,453,050
银行同业债券	Bonds issued by banks	758,625,980	496,418,450
企业债券	Corporate bonds	244,576,650	483,686,580
政策性银行债券	Bonds issued by policy banks	379,076,090	381,892,230
小计	Sub-total	3,455,446,675	3,425,450,310
买断式转贴现	Rediscounted bills	-	74,484,178
合计	Total	3,455,446,675	3,499,934,488

## 10. 固定资产

## 10. Fixed assets

		房屋及 建筑物	运输设备	办公及 电脑设备	合计
		Properties and buildings	Motor vehicles	Office equipment and computers	Total
2013					
原价:	Cost:				
2013年1月1日	At 1 January 2013	4,798,060	1,694,141	70,637,351	77,129,552
本年增加	Additions	-	1,439,277	8,190,010	9,629,287
本年在建工程转入 (附注五、13.2)	Transfer from construction in progress (Note 5. 13.2)	-	-	343,922	343,922
本年处置	Disposals	-	-	(1,476,170)	(1,476,170)
2013年12月31日	At 31 December 2013	4,798,060	3,133,418	77,695,113	85,626,591
累计折旧:	Accumulated depreciation:				
2013年1月1日	At 1 January 2013	1,524,267	976,462	33,213,630	35,714,359
本年计提	Additions	79,954	394,932	11,989,565	12,464,451
本年处置	Disposals	-	-	(1,228,754)	(1,228,754)
2013年12月31日	At 31 December 2013	1,604,221	1,371,394	43,974,441	46,950,056
固定资产净值:	Net book value:				
2013年12月31日	At 31 December 2013	3,193,839	1,762,024	33,720,672	38,676,535
固定资产减值准备: (附注五、14)	Impairment provision: (Note 5.14)				
2013年1月1日及2013年12月31日	At 1 January 2013 and 31 December 2013	692,573	-	-	692,573
固定资产净额:	Net carrying amount:				
2013年12月31日	At 31 December 2013	2,501,266	1,762,024	33,720,672	37,983,962

		房屋及 建筑物	运输设备	办公及 电脑设备	合计
		Properties and buildings	Motor vehicles	Office equipment and computers	Total
2012					
原价:	Cost or valuation:				
2012年1月1日	At 1 January 2012	4,798,060	2,101,544	63,797,704	70,697,308
本年增加	Additions	-	-	6,987,164	6,987,164
本年在建工程转入 (附注五、13.2)	Transfer from construction in progress (Note 5. 13.2)	-	-	1,025,243	1,025,243
本年处置	Disposals	-	(407,403)	(1,172,760)	(1,580,163)
2012年12月31日	At 31 December 2012	4,798,060	1,694,141	70,637,351	77,129,552
累计折旧:	Accumulated depreciation:				
2012年1月1日	At 1 January 2012	1,444,313	1,045,024	22,509,927	24,999,264
本年计提	Additions	79,954	338,841	11,740,373	12,159,168
本年处置	Disposals	-	(407,403)	(1,036,670)	(1,444,073)
2012年12月31日	At 31 December 2012	1,524,267	976,462	33,213,630	35,714,359
固定资产净值:	Net book value:				
2012年12月31日	At 31 December 2012	3,273,793	717,679	37,423,721	41,415,193
固定资产减值准备: (附注五、14)	Impairment provision: (Note 5.14)				
2012年1月1日及2012年12月31日	At 1 January 2012 and 31 December 2012	692,573	-	-	692,573
固定资产净额:	Net carrying amount:				
2012年12月31日	At 31 December 2012	2,581,220	717,679	37,423,721	40,722,620

于2013年12月31日, 已提足折旧仍继续使用的固定资产具体信息如下:

As at 31 December 2013, details of fixed assets which were fully depreciated but still in use are as follows:

		房屋及 建筑物	运输设备	办公及 电脑设备	合计
		Properties and buildings	Motor vehicles	Office equipment and computers	Total
账面原值	Original cost	-	625,751	15,883,595	16,509,346



## 11. 无形资产

## 11. Intangible assets

		2013	2012
软件设备	Software		
原价:	Cost or valuation:		
年初余额	Opening balance	86,219,359	62,999,360
本年购置	Additions	4,440,321	13,148,375
在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	30,440	10,071,624
本年减少	Disposal	(18,400)	-
年末余额	Closing balance	90,671,720	86,219,359
累计摊销:	Accumulated amortisation:		
年初账面余额	Opening balance	21,314,728	13,483,254
本年计提	Additions	8,825,769	7,831,474
本年处置	Disposal	(18,400)	-
年末余额	Closing balance	30,122,097	21,314,728
无形资产净值及净额:	Net carrying amount:		
年末余额	Closing balance	60,549,623	64,904,631

## 12. 递延所得税资产/(负债)

## 12. Deferred tax assets/(liabilities)

2013		年初余额	本年计入损益	本年直接计入所有者权益	年末余额
		Opening balance	Credited/ (charged) to profit and loss	Credited/ (charged) to equity	Closing balance
递延所得税资产/(负债)	Deferred tax assets/(liabilities)				
贷款损失准备	Loan impairment provision	30,750,781	8,535,396	-	39,286,177
存放同业减值准备	Impairment provisions for due from banks	99,524	586,975	-	686,499
固定资产减值准备	Fixed asset impairment provision	173,143	-	-	173,143
固定资产折旧	Depreciation of the fixed asset	146,629	(16,737)	-	129,892
以公允价值计量且其变动计入当期损益的金融资产未实现损益	Unrealised profit or loss on the financial assets at fair value through profit or loss	(207,053)	(2,285,290)	-	(2,492,343)
可供出售金融资产未实现损益	Unrealised profit or loss on the available-for-sale financial assets	(1,464,594)	-	10,212,007	8,747,413
衍生金融工具公允价值变动损益	Changes in fair value of derivatives	7,515,829	19,424,071	-	26,939,900
嵌入期权结构性存款公允价值变动	Changes in fair value of structured deposits embedded with options	(2,592,171)	1,290,792	-	(1,301,379)
非应计利息	Non-accrued interest	2,972,210	-	-	2,972,210
经营租赁	Operating lease	239,680	20,692	-	260,372
预提职工工资及奖金	Payroll payable	11,029,315	5,266,144	-	16,295,459
合计	Total	48,663,293	32,822,043	10,212,007	91,697,343

2012

		年初余额	本年计入损益	本年直接计入 所有者权益	年末余额
		Opening balance	Credited/ (charged) to profit and loss	Credited/ (charged) to equity	Closing balance
递延所得税资产/(负债)	Deferred tax assets/(liabilities)				
贷款损失准备	Loan impairment provision	24,879,449	5,871,332	-	30,750,781
存放同业减值准备	Impairment provisions for due from banks	244,900	(145,376)	-	99,524
固定资产减值准备	Fixed asset impairment provision	173,143	-	-	173,143
固定资产折旧	Depreciation of the fixed asset	147,136	(507)	-	146,629
以公允价值计量且其变动计入当期 损益的金融资产未实现损益	Unrealised profit or loss on the financial assets at fair value through profit or loss	(1,321,351)	1,114,298	-	(207,053)
可供出售金融资产未实现损益	Unrealised profit or loss on the available- for-sale financial assets	(90,657)	-	(1,373,937)	(1,464,594)
衍生金融工具公允价值变动损益	Changes in fair value of derivatives	17,862,494	(10,346,665)	-	7,515,829
嵌入期权结构性存款公允价值变动	Changes in fair value of structured deposits embedded with options	(1,616,949)	(975,222)	-	(2,592,171)
非应计利息	Non-accrued interest	2,993,932	(21,722)	-	2,972,210
经营租赁	Operating lease	218,988	20,692	-	239,680
预提职工工资及奖金	Payroll payable	9,498,958	1,530,357	-	11,029,315
合计	Total	52,990,043	(2,952,813)	(1,373,937)	48,663,293

### 13. 其他资产

### 13. Other assets

		附注 Note	31-12-2013	31-12-2012
贵金属	Precious metal		-	53,375,200
长期待摊费用	Long-term deferred expenses	13.1	46,886,081	47,508,329
在建工程	Construction in process	13.2	17,908,235	1,529,148
其他应收款	Other receivables	13.3	474,659,292	474,528,904
其他	Others		3,780	-
合计	Total		539,457,388	576,941,581

#### 13.1 长期待摊费用

#### 13.1 Long-term deferred expenses

2013		会员费 Membership fee	租入固定资产改良支出 Leasehold improvement	租赁费 Rental fee	合计 Total
年初余额	Opening balance	144,690	43,870,871	3,492,768	47,508,329
本年增加	Additions	-	11,585,109	-	11,585,109
本年在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	-	873,961	-	873,961
本年摊销	Amortisation	(14,850)	(12,867,827)	(198,641)	(13,081,318)
年末余额	Closing balance	129,840	43,462,114	3,294,127	46,886,081

2012		会员费 Membership fee	租入固定资产改良支出 Leasehold improvement	租赁费 Rental fee	合计 Total
年初余额	Opening balance	155,446	39,917,294	3,691,409	43,764,149
本年增加	Additions	-	5,698,356	-	5,698,356
本年在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	-	9,520,840	-	9,520,840
本年摊销	Amortisation	(10,756)	(11,265,619)	(198,641)	(11,475,016)
年末余额	Closing balance	144,690	43,870,871	3,492,768	47,508,329

### 13.2 在建工程

### 13.2 Construction in progress

		2013	2012
年初余额	Opening balance	1,529,148	20,563,350
本年增加	Additions	17,627,410	1,583,505
转入固定资产 (附注五、10)	Transfer to fixed assets (Note 5. 10)	(343,922)	(1,025,243)
转入无形资产 (附注五、11)	Transfer to intangible assets (Note 5. 11)	(30,440)	(10,071,624)
转入长期待摊费用 (附注五、13.1)	Transfer to long-term deferred expenses (Note 5. 13.1)	(873,961)	(9,520,840)
年末净值	Net closing balance	17,908,235	1,529,148

### 13.3 其他应收款

### 13.3 Other receivables

账龄	Ageing	31-12-2013	31-12-2012
1 年以内	Within 1 year	29,976,748	458,072,172
1-2 年	1-2 years	432,137,378	2,503,713
2-3 年	2-3 years	2,365,197	11,272,074
3 年以上	More than 3 years	10,179,969	2,680,945
合计	Total	474,659,292	474,528,904

其他应收款中包含了我行支付预购新办公楼交易定金为人民币 430,000,000 元。

The other receivable contains down payment of RMB 430,000,000 for the purchase of the Bank's new office building.

我行管理层定期对其他应收款的可回收程度进行分析, 认为无需计提资产减值准备。

The management of the Bank has assessed the recoverability of other receivables on a regular basis and considered that no bad debts provision is needed to be made for the balance as at 31 December 2013.

## 14. 资产减值准备

## 14. Provision for impairment losses

		年初余额	本年计提 / (转回) 额	本年核销	收回以前 年度核销	汇率差异	年末余额
2013		Opening balance	Accrual/reversal	Write off	Recovery of assets previously written-off	Exchange rate difference	Closing balance
存放同业减值准备 (附注五、2)	Impairment provisions for due from banks (Note 5. 2)	398,098	2,347,897	-	-	-	2,745,995
贷款损失准备 (附注五、8.6)	Provision for loans (Note 5. 8.6)	299,663,677	56,407,578	(59,021,606)	2,050,308	(2,686,317)	296,413,640
固定资产减值准备 (附注五、10)	Provision for fixed assets (Note 5. 10)	692,573	-	-	-	-	692,573
合计	Total	300,754,348	58,755,475	(59,021,606)	2,050,308	(2,686,317)	299,852,208

		年初余额	本年计提 / (转回) 额	本年核销	收回以前 年度核销	汇率差异	年末余额
2012		Opening balance	Accrual/reversal	Write off	Recovery of assets previously written-off	Exchange rate difference	Closing balance
存放同业减值准备 (附注五、2)	Impairment provisions for due from banks (Note 5. 2)	979,602	(581,504)	-	-	-	398,098
贷款损失准备 (附注五、8.6)	Provision for loans (Note 5. 8.6)	274,555,618	25,297,628	-	-	(189,569)	299,663,677
固定资产减值准备 (附注五、10)	Provision for fixed assets (Note 5. 10)	692,573	-	-	-	-	692,573
合计	Total	276,227,793	24,716,124	-	-	(189,569)	300,754,348

## 15. 同业及其他金融机构存放款项

## 15. Due to banks and other financial institutions

		31-12-2013	31-12-2012
境内银行同业及其他金融机构存放	Due to domestic banks and other financial institutions	7,696	2,113,389
境外银行同业存放	Due to foreign banks	220,191,326	215,748,392
合计	Total	220,199,022	217,861,781

## 16. 拆入及借入资金

## 16. Placements from banks and other financial institutions

		31-12-2013	31-12-2012
境内银行同业拆入及借入	Placements from domestic banks	-	150,000,000
境外银行同业拆入及借入	Placements from foreign banks	6,920,961,913	5,550,255,538
合计	Total	6,920,961,913	5,700,255,538

## 17. 吸收存款

## 17. Customer deposits

		31-12-2013	31-12-2012
活期存款	<b>Current deposits:</b>		
公司客户	Corporate customers	3,204,376,000	2,208,985,314
个人客户	Individual customers	362,061,328	430,819,405
小计	Sub-total	3,566,437,328	2,639,804,719
定期存款	<b>Time deposits:</b>		
公司客户	Corporate customers	21,367,598,597	16,769,410,589
个人客户	Individual customers	4,125,924,628	4,535,475,121
小计	Sub-total	25,493,523,225	21,304,885,710
合计	Total	29,059,960,553	23,944,690,429

吸收存款中包含的结构性存款余额为人民币 11,438,468,055 元（2012-12-31：人民币 8,805,308,783 元），其中嵌入了衍生金融工具，主要为期权、股票价格挂钩掉期及商品价格挂钩掉期等。在上述结构性存款中，人民币 6,667,246,844 元（2012-12-31：人民币 6,017,714,896 元）所嵌入的衍生金融工具被认定为与主合同没有密切联系，其中人民币 2,537,777,092 元的结构性存款被整体指定以公允价值计量，剩余人民币 4,129,469,752 元未被指定，我们因此将其中的嵌入式衍生金融工具与存款分拆，其公允价值已计入衍生金融工具余额中。

Customer deposits include structured deposits amounting to RMB11,438,468,055 (RMB 8,805,308,783 as at 31 December 2012). These structured deposits are embedded with derivatives which are mainly options, equity swaps and commodity swaps. RMB 6,667,246,844 (RMB 6,017,714,896 as at 31 December 2012) of those deposits are embedded with derivatives which are considered not closely related to the host contract, of which deposits amounting to RMB 2,537,777,092 are designated at fair value through profit or loss as a whole while the rest are not designated. Consequently, the derivatives instruments embedded therein are separated and the fair value is recorded in derivative assets or liabilities.

## 18. 应付职工薪酬

		31-12-2013	31-12-2012
工资、奖金、津贴和补贴	Salary, bonus, subsidy and allowance	59,159,333	40,354,600
社会保险费及住房公积金	Social insurance and Housing Fund	5,985,881	3,314,109
工会经费和职工教育经费	Labour union expenditure and staff education fee	36,624	448,553
合计	Total	65,181,838	44,117,262

## 18. Payroll payables

## 19. 应交税费

		31-12-2013	31-12-2012
营业税及附加	Business tax and surcharges	18,299,695	15,426,698
企业所得税	Corporate income tax	42,290,108	1,604,190
其他	Others	28,806,583	24,039,264
合计	Total	89,396,386	41,070,152

## 19. Tax payable

我行本年度主要税项及其税率列示如下：

营业税	- 应税收入的 5% 计缴营业税。
企业所得税	- 根据 2008 年 1 月 1 日起施行的《企业所得税法》，企业所得税自 2008 年起按应纳税所得额的 25% 计缴，我行人民币及外币业务所得税率均为 25%。
代扣缴个人所得税	- 我行支付给雇员的薪金，由我行按税法代扣缴个人所得税。

The major categories of tax applicable to the Bank and the respective tax rates for the current financial year are as follows:

Business tax	- The Bank is subjected to a business tax rate of five per cent.
Corporate income tax	- In accordance with the PRC Enterprise Income Taxation Law, which has been implemented since 1st January 2008, both domestic and foreign enterprises are subjected to a corporate tax rate of 25 per cent. The corporate income tax rate adopted by the Bank for its RMB and foreign currency business has been amended to 25 per cent since 1 January 2008.
Withholding Individual Income tax	- In accordance with the relevant tax laws in the PRC, the Bank is required to withhold individual income tax on salaries paid to its employees.

## 20. 应付利息

## 20. Interest payables

		31-12-2013	31-12-2012
存款应付利息	Interest payable to customer deposits	405,943,975	374,982,861
同业应付利息及其他	Interest payable to banks	3,790,901	2,348,222
合计	Total	409,734,876	377,331,083

## 21. 其他负债

## 21. Other liabilities

		31-12-2013	31-12-2012
待结算及清算款项	Settlement and clearing	12,180,264	25,688,691
应付 IT 系统服务费	IT system service fee	22,876,557	18,419,318
其他	Others	28,489,156	26,787,255
合计	Total	63,545,977	70,895,264

## 22. 实收资本

## 22. Paid-up capital

		2013 年 12 月 31 日及 2012 年 12 月 31 日	
		31-12-2013 and 31-12-2012	
		等值人民币	%
		RMB equivalent	%
大华银行有限公司	United Overseas Bank Limited	3,000,000,000	100

上述实收资本已经会计师事务所验证,并出具了验资报告。其中由大华银行现金投入计等值人民币 1,198,580,917.65 元,由原中国区分行及支行营运资金及营运资金溢缴计转入为等值人民币 1,801,419,082.35 元。

The paid-up capital was verified by the Certified Public Accountants with capital verification report issued. RMB equivalent amounting to 1,198,580,917.65 was injected by UOB, in form of cash, and the remaining balance was transferred from operating capital of Former PRC Branches.



## 23. 资本公积

		31-12-2013	31-12-2012
可供出售金融资产公允价值变动	Fair value changes of available-for-sale financial assets	(34,989,652)	5,858,378
所得税影响	Income tax impact recognised directly in equity	8,747,413	(1,464,594)
合计	Total	(26,242,239)	4,393,784

## 23. Capital reserves

## 24. 盈余公积

		年初余额	本年增加	本年减少	年末余额
		Opening balance	Increase	Decrease	Closing balance
法定盈余公积	Statutory surplus reserve	48,126,669	12,734,526	-	60,861,195

## 24. Surplus reserves

根据公司法和我行章程的规定，并经2014年3月6日董事会决议，我行按净利润的10%提取法定盈余公积金。法定盈余公积累计额为我行注册资本50%以上的，可不再提取。

我行在提取法定盈余公积金后，可提取任意盈余公积金。经批准，任意盈余公积金可用于弥补以前年度亏损或增加股本。根据我行董事会会议的决议，本年度不提取任意盈余公积金。

According to the Company Law of the People's Republic of China and the Bank's Articles of Association, accompanied with resolution passed by the board of directors on 6 March 2014, the Bank has appropriated 10 per cent of its profit to the statutory surplus reserves. The Bank should appropriate until the reserve balance reaches 50 per cent of its registered capital or above.

After the statutory surplus reserves are appropriated, the Bank may appropriate discretionary surplus reserves. Discretionary surplus reserves can be used to compensate for the accumulated losses of previous years or convert to capital upon approval. It has been determined by the Board of Directors of the Bank that no discretionary surplus reserves are to be appropriated this year.

## 25. 一般风险准备

		年初余额	本年增加	本年减少	年末余额
		Opening balance	Increase	Decrease	Closing balance
一般风险准备	General reserves	430,856,697	62,022,934	-	492,879,631

## 25. General reserves

我行依照财金【2012】20号文《金融企业准备金计提管理办法》的规定，从税后利润中按原则上不低于风险资产期末余额的1.5%比例计提一般风险准备，作为利润分配处理。我行根据2014年3月6日的董事会决议，提取一般风险准备计人民币62,022,934元。于2013年12月31日，我行的一般风险准备余额为人民币492,879,631元。

According to the regulation CaiJin [2012] No. 20 "Financial institution provision measurement Guideline", the Bank is required to set aside general reserves of at least 1.5% of its total risk assets at year end from net profit. In accordance of the Board of Directors resolution on 6 March 2014, general reserves amounting to RMB 62,022,934 was appropriated. As at 31 December 2013, total general reserves of the Bank is RMB 492,879,631.

## 26. 未分配利润

		2013	2012
年初未分配利润	Retained earnings brought forward	293,038,093	226,158,376
净利润	Net profit for the year	127,345,264	214,587,727
减：提取法定盈余公积	Less: Appropriation to statutory surplus reserves	12,734,526	21,458,773
减：提取一般风险准备	Less: Appropriation to general reserves	62,022,934	126,249,237
年末未分配利润	Closing balance of retained earnings	345,625,897	293,038,093

根据《中华人民共和国公司法》及我行的公司章程，我行利润在（1）满足所有税务责任；（2）弥补以前年度亏损；（3）提取法定盈余公积金；（4）提取一般风险准备；（5）提取任意盈余公积金后，可以利润分配形式分配给股东。一般风险准备及各项基金的提取比例在符合有关法规的前提下，由我行董事会决定。

分配利润的决定由我行董事会决定，并参考营运结果、财务状况及其他有关的原因而厘定。

## 26. Retained earnings

According to the Company Law of the People's Republic of China and the Articles of Association of the Bank, the profit of the Bank can only be distributed to shareholders after (1) fulfilling all tax responsibilities; (2) compensating any accumulated losses; (3) making appropriation to statutory surplus reserves; (4) making appropriation to the general reserves; (5) making appropriation to discretionary surplus reserves. The appropriation ratios of the general reserves and surplus reserves are decided by the Bank's Board of Directors in compliance with relevant regulations.

The profit appropriation is decided by the Board of Directors of the Bank, with reference to the operating performance, financial positions, and other relevant factors.

## 27. 利息净收入

		2013	2012
利息收入：	Interest income:		
存放同业	Due from banks	246,465,645	283,380,689
存放中央银行	Due from the central bank	71,934,511	64,874,898
发放贷款和垫款	Loans and advances to customers	977,040,598	878,660,573
买入返售债券	Reverse repurchase financial assets-bonds	79,454,346	10,465,899
拆出资金及其他	Placement with banks and other financial institutions and others	131,624,052	129,918,562
小计	Sub-total	1,506,519,152	1,367,300,621
利息支出：	Interest expense:		
同业及其他金融机构存放	Due to banks and other financial institutions	36,423,699	31,470,287
吸收存款	Customer deposits	607,363,709	604,474,489
拆入资金及其他	Placement from banks and other financial institutions and others	54,520,221	105,700,981
小计	Sub-total	698,307,629	741,645,757
利息净收入	Net interest income	808,211,523	625,654,864

## 27. Net interest income

**28. 手续费及佣金净收入****28. Net fees and commission income**

		2013	2012
手续费及佣金收入：	Fees and commission income:		
结算与清算手续费	Settlement and clearing fees	36,208,260	16,672,552
代理业务手续费	Agency brokerage fees	6,824,418	6,903,239
信用承诺手续费佣金	Credit commitment fees	6,566,926	4,285,370
与授信有关收入	Credit related income	59,768,742	31,163,004
其他	Others	15,790,411	7,556,342
小计	Sub-total	125,158,757	66,580,507
手续费及佣金支出：	Fees and commission expense:		
手续费支出	Fee expenses	14,499,593	9,841,087
小计	Sub-total	14,499,593	9,841,087
手续费及佣金净收入	Net fees and commission income	110,659,164	56,739,420

**29. 投资收益****29. Investment income**

		2013	2012
为交易而持有的债券投资净损失	Loss on disposal of held-for-trading bond investments	(23,858,936)	(1,166,816)
指定以公允价值计量且其变动计入当期损益的金融资产投资净收益	Gain on financial assets designated at fair value through profit or loss	22,898,300	-
可供出售债券投资出售净收益	Gain on disposal of available-for-sale bond investments	4,572,121	3,972,227
债券投资利息收入	Bond interest income	143,444,008	216,533,387
合计	Total	147,055,493	219,338,798

**30. 公允价值变动净 ( 损失 ) / 收益****30. (Losses)/gains from changes in fair values**

		2013	2012
以公允价值计量的金融资产	Financial assets at fair value through profit or loss	9,215,872	(4,531,903)
衍生金融工具	Derivative financial instruments	(77,696,288)	45,287,551
其他	Others	(6,140,357)	65,258
合计	Total	(74,620,773)	40,820,906

**31. 业务及管理费****31. General and administrative expenses**

		2013	2012
职工费用:	Staff costs:		
工资及奖金	Salaries and bonuses	314,292,153	251,094,026
定额福利供款计划	Defined contribution schemes	51,899,868	44,798,215
其他职工费用	Other employee benefits	20,910,002	19,041,679
小计	Sub-total	387,102,023	314,933,920
折旧费	Depreciation	12,464,451	12,159,168
资产摊销费	Amortisation	21,907,087	19,306,490
业务费用	Other operating expenses	173,619,024	156,316,917
合计	Total	595,092,585	502,716,495

**32. 资产减值损失****32. Impairment losses**

		2013	2012
存放同业减值损失	Impairment losses for due from banks	2,347,897	(581,504)
贷款减值损失	Impairment losses for loans	56,407,578	25,297,628
合计	Total	58,755,475	24,716,124

**33. 营业外收入****33. Non-operating income**

		2013	2012
固定资产处置利得	Gain from the disposal of fixed assets	1,192	55,000
财政补贴收入	Fiscal subsidy	10,098,612	1,561,000
其他	Others	282,526	3,522,596
合计	Total	10,382,330	5,138,596

**34. 营业外支出****34. Non-operating expenses**

		2013	2012
固定资产处置损失	Losses on the disposal of fixed assets	247,416	136,103
其他	Others	206,377	435,923
合计	Total	453,793	572,026

**35. 所得税费用****35. Income tax expenses**

		2013	2012
当期所得税	Income tax expenses for the current year	73,552,356	66,318,100
对以前期间当期税项的调整	Adjustment in respect of prior periods	(92,076)	2,929,329
递延所得税	Deferred income tax expenses	(32,822,043)	2,952,813
合计	Total	40,638,237	72,200,242

所得税费用与利润总额的关系列示如下：

The reconciliation of income tax expenses to profit before tax is as follows:

		2013	2012
税前利润	Profit before tax	167,983,501	286,787,969
按法定税率 25% 计算的税项	Tax charge on a tax rate at 25%	41,995,875	71,696,992
对以前期间当期税项的调整	Adjustment in respect of prior periods	(92,076)	2,929,329
免税的国债利息收入	Interest income of government bonds	(3,157,490)	(2,060,782)
不可抵扣的税项费用	Non-deductible items	766,928	759,703
利用以前年度未确认的暂时性差异的影响	Utilisation of unrecognised deductible deferred tax impact	1,125,000	-
未确认的可抵扣暂时性差异的影响	Unrecognised deductible deferred tax impact	-	(1,125,000)
所得税费用	Income tax expenses	40,638,237	72,200,242

### 36. 其他综合收益

### 36. Other comprehensive income

		2013	2012
可供出售金融资产公允价值变动	Net change in the fair value of available-for-sale financial assets	(40,848,030)	5,495,747
所得税影响	Income tax impact recognised directly in equity	10,212,007	(1,373,937)
合计	Total	(30,636,023)	4,121,810

### 37. 现金流量表补充资料

### 37. Supplementary information for the statement of cash flows

		2013	2012
1、将净利润调节为经营活动的现金流量：	1. Reconciliation of net profit to cash flows from operating activities:		
净利润	Net profit	127,345,264	214,587,727
资产减值损失	Impairment losses	58,755,475	24,716,124
固定资产折旧	Fixed assets depreciation	12,464,451	12,159,168
无形资产摊销	Amortisation expenses for intangible assets	8,825,769	7,831,474
长期待摊费用摊销	Amortisation for long term deferred expenses	13,081,318	11,475,016
处置固定资产 / 其他长期资产损失	Losses on disposal of fixed assets and other long-term assets	246,224	81,103
公允价值变动净损失 / (收益)	Losses/(gains) from changes in fair value	74,620,773	(40,820,906)
债券投资利息收入及投资收益	Interest received from bond investments and investment income	(163,324,694)	(225,942,351)
汇兑损失	Foreign exchange losses	50,672,202	39,015,303
递延所得税款	Changes in deferred tax assets/liabilities	(32,822,043)	2,952,813
经营性应收项目的 (增加) / 减少	(Increase)/decrease in operating receivables	(5,229,562,460)	751,261,996
经营性应付项目的增加 / (减少)	Increase/(decrease) in operating payables	6,441,386,395	(967,595,556)
经营活动产生的现金流量净额	Net cash flows from operating activities	1,361,688,674	(170,278,089)
2、现金及现金等价物净变动情况：	2. Net change in cash and cash equivalents:		
现金的年末余额	Cash on hand at end of year	15,018,187	14,334,388
减：现金的年初余额	Less: Cash on hand at beginning of year	14,334,388	8,256,622
加：现金等价物的年末余额	Add: Cash equivalents at end of year	7,223,472,940	6,122,253,299
减：现金等价物的年初余额	Less: Cash equivalents at beginning of year	6,122,253,299	3,343,469,111
现金及现金等价物净增加额	Net increase in cash and cash equivalents	1,101,903,440	2,784,861,954

**38. 现金及现金等价物****38. Cash and cash equivalent**

		31-12-2013	31-12-2012
现金	Cash	15,018,187	14,334,388
现金等价物:	Cash equivalent:		
原期限在三个月以内的	With original maturity less than three months		
- 存放同业款项	-Due from banks	3,862,723,727	3,922,154,885
- 拆出资金	-Placements with banks and other financial institutions	847,469,410	1,442,149,168
- 买入返售金融资产	-Reverse repurchase financial assets	1,366,530,000	-
存放中央银行其他款项	Other deposits with the central bank-general deposit reserve	1,146,749,803	757,949,246
小计	Sub-total	7,223,472,940	6,122,253,299
合计	Total	7,238,491,127	6,136,587,687

## 六、分部报告

### 1. 分部业绩、资产及负债

我行按照人民币与外币业务分部进行日常管理，对于可明确确认业务币种的业务及管理费、折旧等费用分别计入外币与人民币业务；对于不可明确确认业务币种的以上费用按照当年人民币业务和外币业务利息及其他收入的比例，将其在人民币业务财务报表及外币业务折合人民币财务报表间进行分摊。利息收入及支出则直接按业务的币种类别分别计入相应的财务报表。我行按人民币和外币业务分别编制的财务报表如下：

### (1) Segment information

#### 1. Segment profit and loss, assets and liabilities

The Bank monitors its daily business operation according to RMB business and foreign currency business separately. Operating expenses and depreciation charge etc., which are directly attributed to such business are allocated to that business directly. Common operating expenses, are allocated between the RMB book and foreign currency book in accordance with the proportion of total interest income. Interest income and interest expense are recorded separately in accordance to the currency. Segment information of the Bank's RMB business and foreign currency business is as follows:

		31-12-2013		
		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
<b>资产</b>	<b>Assets</b>			
现金及存放中央银行款项	Cash and balances with the central bank	5,991,674,796	67,779,765	6,059,454,561
存放同业款项	Due from banks	2,319,037,750	1,540,939,982	3,859,977,732
拆出资金	Placements with financial institutions	1,600,000,000	748,429,530	2,348,429,530
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	971,568,210	-	971,568,210
衍生金融资产	Derivative financial assets	621,188,048	541,359,621	1,162,547,669
买入返售金融资产	Reverse repurchase financial assets	4,322,810,000	-	4,322,810,000
应收利息	Interest receivables	192,300,595	16,899,676	209,200,271
发放贷款和垫款	Loans and advances to customers	14,919,999,313	3,933,290,040	18,853,289,353
可供出售金融资产	Available-for-sale financial assets	3,455,446,675	-	3,455,446,675
固定资产	Fixed assets	-	37,983,962	37,983,962
无形资产	Intangible assets	-	60,549,623	60,549,623
递延所得税资产	Deferred tax assets	29,599,179	62,098,164	91,697,343
其他资产	Other assets	36,199,198	503,258,190	539,457,388
资产总计	Total assets	34,459,823,764	7,512,588,553	41,972,412,317



		31-12-2013		
		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
<b>负债</b>	<b>Liabilities</b>			
同业及其他金融机构存放款项	Due to banks and other financial institutions	170,012,303	50,186,719	220,199,022
拆入资金	Placements from banks and other financial institutions	-	6,920,961,913	6,920,961,913
衍生金融负债	Derivative financial liabilities	629,573,348	640,733,920	1,270,307,268
吸收存款	Customer deposits	27,201,457,509	1,858,503,044	29,059,960,553
应付职工薪酬	Payroll payables	-	65,181,838	65,181,838
应交税费	Tax payables	41,804,609	47,591,777	89,396,386
应付利息	Interest payables	402,854,412	6,880,464	409,734,876
其他负债	Other liabilities	2,378,260,612	(2,314,714,635)	63,545,977
负债总计	Total liabilities	30,823,962,793	7,275,325,040	38,099,287,833
<b>所有者权益</b>	<b>Equity</b>			
实收资本	Paid-up capital	3,000,000,000	-	3,000,000,000
资本公积	Capital reserves	(26,242,239)	-	(26,242,239)
盈余公积	Surplus reserves	46,731,604	14,129,591	60,861,195
一般风险准备	General reserves	391,283,038	101,596,593	492,879,631
未分配利润	Retained earnings	224,088,568	121,537,329	345,625,897
所有者权益合计	Total equity	3,635,860,971	237,263,513	3,873,124,484
负债及所有者权益合计	Total liabilities and equity	34,459,823,764	7,512,588,553	41,972,412,317

		31-12-2012		
		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
<b>资产</b>	<b>Assets</b>			
现金及存放中央银行款项	Cash and balances with the central bank	4,780,986,103	87,934,850	4,868,920,953
存放同业款项	Due from banks	5,544,965,490	370,356,297	5,915,321,787
拆出资金	Placements with financial institutions	2,265,717,316	1,192,523,363	3,458,240,679
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	633,769,055	-	633,769,055
衍生金融资产	Derivative financial assets	136,621,155	243,941,039	380,562,194
应收利息	Interest receivables	156,611,119	22,031,637	178,642,756
发放贷款和垫款	Loans and advances to customers	11,509,729,217	3,406,909,002	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	3,499,934,488	-	3,499,934,488
固定资产	Fixed assets	-	40,722,620	40,722,620
无形资产	Intangible assets	-	64,904,631	64,904,631
递延所得税资产	Deferred tax assets	18,107,895	30,555,398	48,663,293
其他资产	Other assets	(2,692,778,036)	3,269,719,617	576,941,581
资产总计	Total assets	25,853,663,802	8,729,598,454	34,583,262,256

31-12-2012

		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
<b>负债</b>	<b>Liabilities</b>			
同业及其他金融机构存放款项	Due to banks and other financial institutions	166,212,388	51,649,393	217,861,781
拆入资金	Placements from banks and other financial institutions	150,000,000	5,550,255,538	5,700,255,538
衍生金融负债	Derivative financial liabilities	133,126,996	277,498,508	410,625,504
吸收存款	Customer deposits	22,409,108,028	1,535,582,401	23,944,690,429
应付职工薪酬	Payroll payables	-	44,117,262	44,117,262
应交税费	Tax payables	29,470,393	11,599,759	41,070,152
应付利息	Interest payables	365,098,417	12,232,666	377,331,083
其他负债	Other liabilities	2,279,107	68,616,157	70,895,264
负债总计	Total liabilities	23,255,295,329	7,551,551,684	30,806,847,013
所有者权益	Equity			
实收资本	Paid-up capital	2,162,051,270	837,948,730	3,000,000,000
资本公积	Capital reserves	4,393,784	-	4,393,784
盈余公积	Surplus reserves	23,713,625	24,413,044	48,126,669
一般风险准备	General reserves	347,994,660	82,862,037	430,856,697
未分配利润	Retained earnings	60,215,134	232,822,959	293,038,093
所有者权益合计	Total equity	2,598,368,473	1,178,046,770	3,776,415,243
负债及所有者权益合计	Total liabilities and equity	25,853,663,802	8,729,598,454	34,583,262,256

		2013		
		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
一、营业收入	1. Operating income			
利息收入	Interest income	1,387,030,798	119,488,354	1,506,519,152
利息支出	Interest expense	(640,372,606)	(57,935,023)	(698,307,629)
利息净收入	Net interest income	746,658,192	61,553,331	808,211,523
手续费及佣金收入	Fee and commission income	76,611,352	48,547,405	125,158,757
手续费及佣金支出	Fee and commission expense	(11,429,595)	(3,069,998)	(14,499,593)
手续费及佣金净收入	Net fee and commission income	65,181,757	45,477,407	110,659,164
投资收益	Investment income	147,055,493	-	147,055,493
公允价值变动净收益/(损失)	Gains/(losses) on changes in fair value	18,334,831	(92,955,604)	(74,620,773)
汇兑及汇率产品净收益/(损失)	Foreign exchange gains/(losses)	893,400	(51,565,602)	(50,672,202)
其他业务收入/(支出)	Other operating income/(expenses)	51,378,704	(115,182,794)	(63,804,090)
营业收入合计	Total operating income	1,029,502,377	(152,673,262)	876,829,115
二、营业支出	2. Operating expenses			
营业税金及附加	Business tax and surcharges	(54,224,852)	(10,701,239)	(64,926,091)
业务及管理费	General and administrative expenses	(593,591,791)	(1,500,794)	(595,092,585)
资产减值损失	Impairment losses	(59,527,511)	772,036	(58,755,475)
营业支出合计	Total operating expenses	(707,344,154)	(11,429,997)	(718,774,151)
三、营业利润/(亏损)	3. Operating profit/(loss)	322,158,223	(164,103,259)	158,054,964
加：营业外收入	Add: Non-operating income	436	10,381,894	10,382,330
减：营业外支出	Less: Non-operating expenses	(365,413)	(88,380)	(453,793)
四、利润/(亏损)总额	4. Profit/(loss) before tax	321,793,246	(153,809,745)	167,983,501
减：所得税费用	Less: Income tax expense	(91,613,455)	50,975,218	(40,638,237)
五、净利润/(亏损)	5. Net profit/(loss)	230,179,791	(102,834,527)	127,345,264
六、其他综合收益	6. Other comprehensive income	(30,636,023)	-	(30,636,023)
七、综合收益总额	7. Total comprehensive income	199,543,768	(102,834,527)	96,709,241

		2012		
		人民币业务	外币业务	合计
		RMB business	Foreign currency business	Total
一、营业收入	1. Operating income			
利息收入	Interest income	1,137,758,903	229,541,718	1,367,300,621
利息支出	Interest expense	(668,716,063)	(72,929,694)	(741,645,757)
利息净收入	Net interest income	469,042,840	156,612,024	625,654,864
手续费及佣金收入	Fee and commission income	38,685,572	27,894,935	66,580,507
手续费及佣金支出	Fee and commission expense	(7,823,643)	(2,017,444)	(9,841,087)
手续费及佣金净收入	Net fee and commission income	30,861,929	25,877,491	56,739,420
投资收益	Investment income	218,909,052	429,746	219,338,798
公允价值变动净收益	Gains on changes in fair value	2,673,321	38,147,585	40,820,906
汇兑及汇率产品净损失	Foreign exchange losses	-	(39,015,303)	(39,015,303)
其他业务支出	Other operating expense	(957,546)	(31,978,325)	(32,935,871)
营业收入合计	Total operating income	720,529,596	150,073,218	870,602,814
二、营业支出	2. Operating expenses			
营业税金及附加	Business tax and surcharges	(50,860,302)	(10,088,494)	(60,948,796)
业务及管理费	General and administrative expenses	(430,865,402)	(71,851,093)	(502,716,495)
资产减值损失	Impairment losses	(37,207,344)	12,491,220	(24,716,124)
营业支出合计	Total operating expenses	(518,933,048)	(69,448,367)	(588,381,415)
三、营业利润	3. Operating profit	201,596,548	80,624,851	282,221,399
加：营业外收入	Add: Non-operating income	-	5,138,596	5,138,596
减：营业外支出	Less: Non-operating expenses	(226,839)	(345,187)	(572,026)
四、利润总额	4. Profit before tax	201,369,709	85,418,260	286,787,969
减：所得税费用	Less: Income tax expense	(47,978,092)	(24,222,150)	(72,200,242)
五、净利润	5. Net profit	153,391,617	61,196,110	214,587,727
六、其他综合收益	6. Other comprehensive income	4,121,810	-	4,121,810
七、综合收益总额	7. Total comprehensive income	157,513,427	61,196,110	218,709,537

## 2. 其他信息

## 2. Other information

### (1) 按业务划分的对外营业收入

### (1) Operating income by segment

		2013	2012
机构金融服务业务	Wholesale banking	342,329,276	232,828,208
环球金融与投资管理业务	Global market and investment management	330,508,652	548,869,903
零售业务	Retail	201,984,324	93,695,791
其他	Others	2,006,863	(4,791,088)
对外营业收入合计	Total	876,829,115	870,602,814

### (2) 地理信息

对外营业收入是按照客户所在地为基础分配至相应的国家或地区，我行按不同地区列示的有关取得的对外营业收入的信息如下：

### (2) Operating income by geography

Operating income is distributed to respective countries and regions by their geography locations, shown as follows:

		2013	对外营业收入 Operating income 2012
境内	Domestic	703,837,491	805,245,052
境外	Overseas	172,991,624	65,357,762
合计	Total	876,829,115	870,602,814

于资产负债表日，我行没有在中国境外的非流动资产。

The Bank does not have any non-current asset held outside Mainland China as at the balance sheet date.

### (3) 主要客户信息

我行来源于年末十大贷款客户的利息收入为人民币 1.2 亿元（2012 年度：人民币 1.5 亿元），占本行贷款利息收入的 12%（2012 年：17%）。

### (3) Major customers information

Interest income of the Bank amounting to RMB 120 million comes from top 10 largest loan customers (2012: RMB 150 million), which contributed 12 per cent of the total interest income for the year (2012: 17 per cent).

## 七、承诺及或有负债

### 1. 财务承诺

#### 资本性支出承诺

		31-12-2013	31-12-2012
已批准但未签约	Approved but not contracted	48,000	-
已签约但未拨付	Contracted but not provided for	1,644,902,060	1,640,000,000
合计	Total	1,644,950,060	1,640,000,000

#### 经营性租赁承诺

我行作为承租方与出租方签订了房屋和设备的不可撤销经营性租赁合同。于各资产负债表日，我行须就以下期间需缴付的最低租金为：

		31-12-2013	31-12-2012
一年以内（含一年）	Within 1 year	129,968,976	65,775,488
一年以上二年以内（含二年）	1 to 2 years	55,491,339	25,390,161
二年以上三年以内（含三年）	2 to 3 years	24,296,546	19,569,700
三年以上	After 3 years	11,420,102	10,678,052
合计	Total	221,176,963	121,413,401

### 2. 信贷承诺

		31-12-2013	31-12-2012
财务担保合同：	Financial guarantee contracts：		
银行承兑汇票	Bank's acceptance	195,521,829	137,742,573
保函款项	Letter of guarantee	142,535,971	90,208,877
备用信用证	Standby letter of credit	1,516,058,972	1,131,913,351
开出信用证	Letter of credit issued	5,301,912,342	2,349,762,969
小计	Sub-total	7,156,029,114	3,709,627,770
不可撤销的贷款承诺：	Irrevocable loan commitments with original maturity of：		
原到期日在1年以内	Less than one year	5,130,195	11,627,303
原到期日在1年或以上	More than one year	110,695,078	228,697,615
小计	Sub-total	115,825,273	240,324,918
合计	Total	7,271,854,387	3,949,952,688
信贷承诺的信贷风险加权金额：	Weighted credit risk of credit commitments：	342,124,104	387,510,690

财务担保合同具有担保性质，一旦客户未按其与受益人签订的合同偿还债务或履行约定义务时，银行需履行担保责任。

## (7) Commitments and contingent liabilities

### 1. Commitments

#### Capital commitments

		31-12-2013	31-12-2012
已批准但未签约	Approved but not contracted	48,000	-
已签约但未拨付	Contracted but not provided for	1,644,902,060	1,640,000,000
合计	Total	1,644,950,060	1,640,000,000

#### Operating lease commitments

The Bank leases certain premises under operating lease arrangements. The total future minimum payments in respect of non-cancellable operating leases at the balance sheet date are as follows:

		31-12-2013	31-12-2012
一年以内（含一年）	Within 1 year	129,968,976	65,775,488
一年以上二年以内（含二年）	1 to 2 years	55,491,339	25,390,161
二年以上三年以内（含三年）	2 to 3 years	24,296,546	19,569,700
三年以上	After 3 years	11,420,102	10,678,052
合计	Total	221,176,963	121,413,401

### 2. Credit commitments

		31-12-2013	31-12-2012
财务担保合同：	Financial guarantee contracts：		
银行承兑汇票	Bank's acceptance	195,521,829	137,742,573
保函款项	Letter of guarantee	142,535,971	90,208,877
备用信用证	Standby letter of credit	1,516,058,972	1,131,913,351
开出信用证	Letter of credit issued	5,301,912,342	2,349,762,969
小计	Sub-total	7,156,029,114	3,709,627,770
不可撤销的贷款承诺：	Irrevocable loan commitments with original maturity of：		
原到期日在1年以内	Less than one year	5,130,195	11,627,303
原到期日在1年或以上	More than one year	110,695,078	228,697,615
小计	Sub-total	115,825,273	240,324,918
合计	Total	7,271,854,387	3,949,952,688
信贷承诺的信贷风险加权金额：	Weighted credit risk of credit commitments：	342,124,104	387,510,690

Financial guarantee contracts, with the nature of guarantee, require the Bank to be obliged to fulfill the customers' responsibility as guarantor in case that the customers fail to repay the contracted amount or fail to fulfill their obligations.

贷款承诺是指我行作出的在未来为客户提供约定数额贷款的承诺。贷款承诺一般附有有效期或终止条款，可能在到期前无需履行，故合同约定的贷款承诺总金额并不一定代表未来的预期现金流出。

Loan commitments represent the commitment made by the Bank to its customer to grant a certain amount of loan in the future. Loan commitments are normally attached with an effective date or termination clause, and it is possible that the Bank may not need to fulfill such commitment on the maturity date. Hence, the amount of the loan commitments does not necessarily represent the future expected cash outflow.

### 3. 受托业务

### 3. Entrusted business

		31-12-2013	31-12-2012
委托资金	Entrusted deposits	201,241,563	440,625,898
委托贷款	Entrusted loans	201,241,563	440,625,898
委托理财资金	Entrusted funds	492,870,285	113,797,494
委托理财资产	Entrusted assets	492,870,285	113,797,494

委托资金是指存款者存于我行的款项，仅用于向存款者指定的第三方发放贷款之用。贷款相关的信贷风险由资金委托人承担。

Entrusted deposits represent funds from depositors, which depositors have instructed the Bank to grant loans to third parties designated by them. The credit risk remains with the depositors.

委托理财业务是指我行按照与客户事先约定的投资计划和方式，以客户支付的本金进行投资和资产管理，投资收益由我行代为收取，根据约定条件和实际投资收益向客户支付收益的业务。

Entrusted wealth management business is the investment product according to the agreed investing plan with the clients. The investment principal is paid by the customers, which would be managed by the Bank. The Bank would receive the investment profit on behalf of the customers and pay the profit to the customers based on the agreed conditions.

### 4. 或有负债

据管理层意见，于2013年底，我行除附注七、2 信贷承诺披露的或有负债外，并无其他或有负债。

### 4. Contingent liabilities

As at 31 December 2013, according to the management there was no other contingent liabilities except those that have been disclosed in Note 7.2.

## 八、资本管理

我行采用足够能够防范我行经营业务的固有风险的资本管理办法，并且对于资本的管理符合监管当局的要求。我行资本管理的目标除了符合监管当局的要求之外，还必须保持能够保障经营的资本充足率和使股东权益最大化。视乎经济环境的变化和面临的风险特征，我行将积极调整资本结构。

## (8) Capital management

The Bank has adopted a robust capital management method to mitigate the inherent risk in the business operation and complied with the requirements of regulatory authorities on capital management. The Bank also targets to maintain sufficient capital adequacy ratio for operations and optimising shareholders' value. The Bank may adjust its capital structure actively to adapt with the change of economic environment and related risk characteristics.

核心资本包括股本、资本公积、盈余公积、一般风险准备和未分配利润。附属资本包括一般准备和其他附属资本。

Core capital includes paid-up capital, capital reserves, surplus reserves, general reserves and retained earnings. Supplementary capital includes general loan provision and others.

我行根据商业银行信息披露管理办法（中国银行业监督管理委员会〔2007〕第7号）计算的资本充足率如下：

The capital adequacy ratio calculated by the Bank in accordance with the "Regulations Governing Disclosure Information of Commercial Bank" (CBRC [2007] No.7) promulgated by CBRC is as follows:



		31-12-2013	31-12-2012
核心资本净额	Core capital	3,873,124,484	3,770,556,864
附属资本	Supplementary capital	266,024,733	215,410,922
资本净额	Net capital base	4,139,149,217	3,985,967,786
加权风险资产及市场风险资本调整	Risk weighted assets and market risk adjustment	20,488,516,435	16,935,305,872
核心资本充足率	Core capital adequacy ratio	18.90%	22.26%
资本充足率	Capital adequacy ratio	20.20%	23.54%

自 2013 年起，我行按照《商业银行资本管理办法（试行）》的规定，进行资本充足率信息披露工作并持续完善信息披露内容。银监会要求商业银行核心一级资本充足率不得低于百分之五，一级资本充足率不得低于百分之六，资本充足率不得低于百分之八。

我行按照《商业银行资本管理办法（试行）》的规定，计算的资本充足率情况如下：

Commencing from 2013, the Bank calculates and discloses capital adequacy ratio according to “Regulations Governing Capital of Commercial Banks (Provisional)”. CBRC requires that a commercial bank’s core tier-one capital adequacy ratio, tier-one capital adequacy ratio and capital adequacy ratio should not be lower than five per cent, six per cent and eight per cent respectively.

The capital adequacy ratios calculated by the Bank in accordance with “Measurement on Capital Management of Commercial Banks (Provisional)” are as follows:

		31-12-2013
核心一级资本	Core tier one capital	3,873,124,484
实收资本	Paid-up capital	3,000,000,000
资本公积可计入部分	Qualified capital reserve	(26,242,239)
盈余公积	Surplus reserves	60,861,195
一般风险准备	General reserves	492,879,631
未分配利润	Retained earnings	345,625,897
核心一级资本扣除项目	Core tier-one capital deductions	60,549,623
其他无形资产	Other intangible assets	60,549,623
核心一级资本净额	Net core tier-one capital	3,812,574,861
一级资本净额	Net tier-one capital	3,812,574,861
二级资本	Tier-two capital	232,500,996
超额贷款减值准备	Surplus provision for loan impairment	232,500,996
总资本净额	Net capital	4,045,075,857
风险加权资产	Risk-weighted assets	22,801,961,676
其中：信用风险加权资产	Of which: Credit risk-weighted assets	19,637,642,533
市场风险加权资产	Market risk-weighted assets	1,681,002,440
操作风险加权资产	Operational risk-weighted assets	1,483,316,703
核心一级资本充足率	Core tier-one capital adequacy ratio	16.72%
一级资本充足率	Tier-one capital adequacy ratio	16.72%
资本充足率	Capital adequacy ratio	17.74%

我行的资本充足率及相关数据是以按中国会计准则编制的法定财务报表为基础进行计算的。本年度，我行遵守了监管部门规定的资本要求。

## 九、风险披露

### 1. 信用风险

#### 1.1 信用风险管理

信用风险是债务人或交易对手违约的风险，主要指银行的借款人或交易对手不能按事先达成的协议履行其义务的潜在可能性。我行的信用风险主要来自于发放贷款和垫款，表外项目的信用风险主要来自于开出信用证、各项担保款项和贷款承诺。

信用风险的集中程度：当一定数量的客户在进行相同的经营活动时，或处于相同的地理位置上或其行业具有相似的经济特性使其履行合约的能力会受到同一经济变化的影响。信用风险的集中程度反映了银行业绩对某一特定行业或地理位置的敏感程度。

我行严格的授信前审查制度、授权审批制度和贷后的跟踪和上报机制有效地降低和防范了信用风险。我行定期对客户的经营状况进行检查，对贷款质量进行分析并提取充足的贷款损失准备金。

财务担保及贷款承诺产生的风险在实质上与贷款和垫款的风险相似。因此，该类交易的申请、贷后管理以及抵质押担保要求等需要与贷款和垫款业务相同。

**1.2 不考虑任何担保物及其他信用增级措施的最大信用风险敞口**  
于资产负债表日，不考虑任何担保物及其他信用增级措施的最大信用风险敞口详情如下：

The capital adequacy ratios and related components of the Bank are calculated based on the statutory financial statements prepared under the Chinese Accounting Standards for Business Enterprises. During the period, the Bank has complied with the capital requirements imposed by the regulator.

## (9) Financial instruments risk management

### 1. Credit risk

#### 1.1 Credit risk management

Credit risk is the risk of loss arising from a borrower's or counterparty's inability to meet its obligations as and when they fall due. The Bank's credit risk exposure mainly arises from loans and advances to customers. Credit risk of off balance sheet items mainly arises from the letters of credit/guarantees issued as well as loan commitments.

Credit risk concentration refers to the situation whereby there is a concentration of customers in the same business activities, geographical location, or industry sector with similar economic characteristics such that their repayment ability would be affected by the same economic fluctuations. Credit risk concentration reflects the sensitivity of the Bank's performance to such customer concentration.

The Bank establishes a comprehensive set of policies and procedures which effectively mitigate and control credit risk. The procedures cover credit evaluation, credit approval, credit monitoring as well as reporting. The Bank reviews the borrowers' business operations periodically, analyses the quality of credit portfolio and ensures adequacy of loan loss provisions.

The risk from financial guarantee and loan commitments is similar with that from loans and advances to customers. Hence, the Bank adopts the same policies and procedures for managing credit contingencies which cover application, follow-up monitoring and collateral requirements, etc.

#### **1.2 Maximum credit risk exposure without consideration of any collateral and credit risk mitigation**

As at the balance sheet date, the maximum credit risk exposure of the Bank without taking into consideration of collateral and credit risk mitigation is set out below:

		31-12-2013	31-12-2012
存放中央银行款项	Balances with central bank	6,044,436,374	4,854,586,565
存放同业款项	Due from banks	3,859,977,732	5,915,321,787
拆出资金	Placements with banks and other financial institutions	2,348,429,530	3,458,240,679
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	971,568,210	633,769,055
衍生金融资产	Derivative financial assets	1,162,547,669	380,562,194
买入返售金融资产	Reverse repurchase financial assets	4,322,810,000	-
发放贷款和垫款	Loans and advances to customers	18,853,289,353	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	3,455,446,675	3,499,934,488
其他资产	Other assets	244,613,485	219,821,659
合计	Total	41,263,119,028	33,878,874,646
信贷承诺信用风险敞口（附注七、2）	Credit commitments (Note 7.2)	7,271,854,387	3,949,952,688
最大信用风险敞口	Maximum credit risk exposure	48,534,973,415	37,828,827,334

### 1.3 风险集中度

如交易对手集中于某一行业或地区，或共同具备某些经济特性，其信用风险通常会相应提高。此外，不同行业和地区的经济发展均有其独特的特点，因此不同的行业和地区的信用风险亦不相同。

我行主要为境内客户提供贷款及财务担保合同。我行发放贷款和垫款的行业集中度详情，请参看附注五、8。

### 1.4 担保物

我行根据交易对手的信用风险评估决定所需的担保物金额及类型。我行对接受担保物建立了相关的指南，包括对担保物评估频率作了明确的要求。

抵押物主要有以下几种类型：

- 对于商业贷款，担保物为房地产、现金及存款、银行担保或机械设备；
- 对于个人贷款，担保物为居民住宅。

管理层要求业务相关部门监测担保物的市场价值并根据相关协议要求追加抵押物，并在进行损失准备的充足性审查时充分考虑担保物的市价变化。

### 1.3 Risk concentration

The concentration of borrowers/counterparties in the same industry sector, geographical location or having similar economic characteristics would tend to pose higher credit risk to the Bank. On the other hand, the level of credit risk may be varied from each industry or geographical location in view of their unique economic development characteristics.

The Bank mainly provides loans and commitments/guarantees to domestic customers. Analysis on industry sector concentration for the Bank's loans and advances can be found at Note 5. 8.

### 1.4 Collateral

The amount and type of the collateral required would depend on the credit risk of the borrowers/counterparties as assessed by the Bank. The Bank has established a guideline on taking collateral including the frequency of collateral valuation.

The main types of collateral include:

- For corporate and commercial loans, main collaterals taken include properties, cash deposits, bank guarantee and machinery; and
- For personal loans, collateral taken are mainly residential properties.

The management requires relevant Business Units to monitor the market value of the collaterals and follow up with the borrowers/counterparties to top up collaterals in accordance with the relevant provisions of the loan agreement. The change in market value of the collateral would also be taken into consideration when reviewing the adequacy of loan loss provisions.

### 1.5 信用质量

我行各项金融资产（未扣除减值准备）的信用质量分析如下：

### 1.5 Credit quality

The credit quality of financial assets of the Bank (excluding loan provisions) is analysed as follows:

31-12-2013		既未逾期也未减值	已逾期但未减值	已减值	合计
		Neither overdue nor impaired	Overdue but not impaired	Impaired	Total
存放同业款项	Due from banks	3,862,723,727	-	-	3,862,723,727
拆出资金	Placements with banks and other financial institutions	2,348,429,530	-	-	2,348,429,530
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	971,568,210	-	-	971,568,210
买入返售金融资产	Reverse repurchase financial assets	4,322,810,000	-	-	4,322,810,000
应收利息	Interest receivable	209,200,271	-	-	209,200,271
发放贷款和垫款	Loans and advances to customers	19,082,588,681	3,201,668	63,912,644	19,149,702,993
可供出售金融资产	Available-for-sale financial assets	3,455,446,675	-	-	3,455,446,675
合计	Total	34,252,767,094	3,201,668	63,912,644	34,319,881,406

31-12-2012		既未逾期也未减值	已逾期但未减值	已减值	合计
		Neither overdue nor impaired	Overdue but not impaired	Impaired	Total
存放同业款项	Due from banks	5,915,719,885	-	-	5,915,719,885
拆出资金	Placements with banks and other financial institutions	3,458,240,679	-	-	3,458,240,679
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	633,769,055	-	-	633,769,055
应收利息	Interest receivable	178,642,756	-	-	178,642,756
发放贷款和垫款	Loans and advances to customers	15,107,226,510	1,192,918	107,882,468	15,216,301,896
可供出售金融资产	Available-for-sale financial assets	3,499,934,488	-	-	3,499,934,488
合计	Total	28,793,533,373	1,192,918	107,882,468	28,902,608,759

**既未逾期也未减值的发放贷款及垫款**

下表按担保方式列示于资产负债表日既未逾期也未减值的贷款：

**Loans and advances that are neither overdue nor impaired**

The composition of loans that are neither overdue nor impaired by collateral arrangement as at the balance sheet date is as follows:

		31-12-2013		
		正常	关注	合计
		Pass	Special mention	Total
信用贷款	Unsecured loans	2,026,011,627	-	2,026,011,627
保证贷款	Loans secured by guarantees	3,890,958,899	91,225,884	3,982,184,783
抵押贷款	Loans secured by mortgage	7,834,579,100	108,325,092	7,942,904,192
质押贷款	Loans secured by pledges	5,125,888,079	5,600,000	5,131,488,079
合计	Total	18,877,437,705	205,150,976	19,082,588,681

		31-12-2012		
		正常	关注	合计
		Pass	Special mention	Total
信用贷款	Unsecured loans	1,704,367,276	-	1,704,367,276
保证贷款	Loans secured by guarantees	3,687,701,781	-	3,687,701,781
抵押贷款	Loans secured by mortgage	6,795,624,354	101,078,028	6,896,702,382
质押贷款	Loans secured by pledges	2,818,455,071	-	2,818,455,071
合计	Total	15,006,148,482	101,078,028	15,107,226,510

**已逾期但未减值的发放贷款及垫款**

于资产负债表日，已逾期但未减值的发放贷款及垫款账龄分析如下：

**Loans and advances that are overdue but not impaired**

Ageing analysis of loans that are overdue but not impaired as at the balance sheet date is as follows:

		31-12-2013					合计	所持有担保物公允价值
		1个月以内	1个月到2个月	2个月到3个月	3个月以上	合计	所持有担保物公允价值	
		Within 1 month	1 to 2 months	2 to 3 months	More than 3 months	Total	Fair value of collaterals	
贷款及垫款	Loans and advances to customers	3,096,159	105,509	-	-	3,201,668	216,866,129	

		31-12-2012					合计	所持有担保物公允价值
		1个月以内	1个月到2个月	2个月到3个月	3个月以上	合计	所持有担保物公允价值	
		Within 1 month	1 to 2 months	2 to 3 months	More than 3 months	Total	Fair value of collaterals	
贷款及垫款	Loans and advances to customers	864,336	203,099	125,483	-	1,192,918	271,383,250	

### 已减值的发放贷款及垫款

如果有客观证据表明发放贷款及垫款在初始确认后有一项或多项负面情况发生，且该情况对贷款预计未来现金流量有影响且该影响能可靠估计，则该发放贷款及垫款被认为是已减值贷款。这些贷款会被评定为“次级”、“可疑”或“损失”类。

于资产负债表日，我行持有的涵盖减值贷款的担保物的公允价值列示如下：

		31-12-2013	31-12-2012
减值贷款的担保物	The collateral value of impaired loan	67,878,000	648,860,599

上述抵押物的公允价值为我行根据目前抵押物处置经验和市场状况对最新可得的外部评估价值进行调整的基础上确定。

### 经重组的发放贷款及垫款

我行为了最大可能地回收贷款及管理客户关系，设立了贷款重组政策，即与客户重新商定合同条款。

于资产负债表日经重组的发放贷款及垫款账面价值列示如下：

		31-12-2013	31-12-2012
经重组的发放贷款及垫款	Restructured loans and advances		
- 已减值	- Impaired	8,359,685	-

### Impaired loans and advances

Where there are objective evidences that a single or multiple negative events have occurred after the initial recognition of the loans and the impact from the events on the expected future cash flows can be estimated reliably, the relevant loans should be recognised as impaired loans. These loans are classified as “Substandard”, “Doubtful” or “Loss”.

As at the balance sheet date, the fair value of collateral of impaired loans held by the Bank were as follows:

The fair value of collateral that the Bank holds is determined from the latest external valuation with necessary adjustment made after considering the Bank’s own experience in collateral disposal as well as the current market conditions.

### Restructured loans and advances

The Bank has formulated a set of loan restructuring policies to renegotiate the contractual terms with customers in order to maximise the recovery of impaired loans as well as to manage customer relationships.

The carrying amount of restructured loans and advances is as follows:

## 2. 流动性风险

流动性风险是指银行无法偿还其到期债务的风险。流动性风险来源于银行本身的资金运作及资产负债管理，其中包括表外项目。

我行的流动性风险管理是在完整的风险管理框架下进行的，包含经由资产负债委员会和执行委员会批准的各项政策、控制流程、风险限额。资产负债委员会负责制定重要的流动性风险管理策略，并每月审查我行资产负债结构和流动性风险整体状况。环球金融与投资管理部负责我行日常现金流管理。市场与资产负债风险管理部独立监控流动性风险敞口和风险限额使用，并向资产负债委员会 / 风险管理委员会汇报相关情况。

我行流动性风险管理的方法体系涵盖了流动性的事先计划、事中管理、事后调整以及应急计划的全部环节。目前我行的流动性管理工具主要为合同性现金流分析法并且根据监管部门对流动性风险监控的指标体系，按适用性原则，设计了一系列符合我行实际的日常流动性监测指标体系，逐日监控有关指标限额的执行情况，对指标体系进行分级管理，按不同的等级采用不同的手段进行监控与调节。

## 2. Liquidity risk

Liquidity risk is defined as the risk that the Bank is unable to meet its financial obligations as and when they fall due. Liquidity risk arises from the general funding of the Bank's banking activities and in the management of its assets and liabilities including off-balance sheet items.

Liquidity risk is managed in accordance with a framework of policies, controls and limits approved by the Asset Liability Committee and Executive Committee. The Asset Liability Committee formulates key strategies on liquidity risk management and reviews the Bank's asset liability structure and liquidity risk profile on a monthly basis. Day-to-day management of the Bank's liquidity is undertaken by GMIM while Market & Balance Sheet Risk Management Department independently monitors and reports liquidity risk exposures against control limits to the Asset Liability Committee/Risk Management Committee.

The Bank's liquidity risk management covers the whole process of strategy development and planning, risk assessment and measurement, monitoring and review as well as contingency planning. The Bank measures and manages liquidity risk mainly by analysing contractual cash flows of maturing assets and liabilities. The Bank also employs liquidity early warning indicators, including indicators imposed by regulators, and controls limits to monitor liquidity risk on a daily basis. Liquidity early warning indicators are further classified to signal different level of contingency situations for appropriate actions.

于 2013 年 12 月 31 日, 我行的金融资产及金融负债的到期日分析如下:

The Bank's maturity profile of financial assets and liabilities as at 31 December 2013 is as follows:

	31-12-2013						合计 Total	
	逾期 / 即时偿还 Overdue / On demand	1 个月内 Within 1 month	1 至 3 个月 1 to 3 months	3 个月至 1 年 3 months to 1 years	1 至 5 年 1 to 5 years	5 年以上 5 years above		无期限 Undated
<b>金融资产:</b>								
现金及存放中央银行款项	1,161,767,990	-	-	-	-	-	4,897,686,571	6,059,454,561
存放同业及拆出资金	774,027,878	3,764,927,659	578,828,985	875,331,886	200,000,000	-	14,690,854	6,208,407,262
以公允价值计量且其变动计入当期损益的金融资产	-	306,608,892	385,329,218	279,630,100	-	-	-	971,568,210
衍生金融资产	-	137,346,489	141,438,180	294,791,447	588,971,553	-	-	1,162,547,669
买入返售资产	-	735,450,000	2,017,210,000	1,570,150,000	-	-	-	4,322,810,000
发放贷款和垫款	48,541,845	1,071,218,969	3,369,653,667	5,006,063,163	6,087,439,418	3,270,372,291	-	18,853,289,353
可供出售金融资产	-	469,250,549	99,178,986	1,345,166,610	1,541,850,530	-	-	3,455,446,675
其他金融资产	3,448,900	85,273,701	74,210,547	76,949,814	4,730,523	-	-	244,613,485
金融资产合计	1,988,386,613	6,570,076,259	6,665,849,583	9,448,083,020	8,422,992,024	3,270,372,291	4,912,377,425	41,278,137,215
<b>金融负债:</b>								
同业存放及拆入资金	99,160,849	526,259,177	1,265,297,546	5,062,668,843	187,784,520	-	-	7,141,160,935
衍生金融负债	-	112,573,583	181,794,911	381,666,691	594,272,083	-	-	1,270,307,268
吸收存款	3,750,728,546	6,147,387,741	4,480,535,491	10,878,680,541	3,802,628,234	-	-	29,059,960,553
其他金融负债	1,113,087	51,910,579	47,420,572	283,218,043	26,072,595	-	-	409,734,876
金融负债合计	3,851,002,482	6,838,131,080	5,975,048,520	16,606,224,118	4,610,757,432	-	-	37,881,163,632
流动性净额	(1,862,615,869)	(268,054,821)	690,801,063	(7,158,141,098)	3,812,234,592	3,270,372,291	4,912,377,425	3,396,973,583
信贷承诺	108,833,904	529,116,473	624,895,146	5,836,735,095	95,610,488	76,663,281	-	7,271,854,387



于2012年12月31日, 我行的金融资产及金融负债的到期日分析如下:

The Bank's maturity profile of financial assets and liabilities as at 31 December 2012 is as follows:

		31-12-2012							
		逾期 / 即时偿还	1 个月内	1 至 3 个月	3 个月至 1 年	1 至 5 年	5 年以上	无期限	合计
		Overdue / On demand	Within 1 month	1 to 3 months	3 months to 1 years	1 to 5 years	5 years above	Undated	Total
<b>金融资产:</b>									
现金及存放中央银行款项	Financial assets:	772,283,634	-	-	-	-	-	4,096,637,319	4,868,920,953
存放同业及拆出资金	Cash and deposits with the central bank	184,703,517	3,615,000,000	3,136,088,364	2,210,717,316	200,000,000	-	27,053,269	9,373,562,466
以公允价值计量且其变动计入当期损益的金融资产	Due from and placement with banks and other financial institutions	-	59,058,344	574,710,711	-	-	-	-	633,769,055
衍生金融资产	Financial assets at fair value through profit or loss	-	41,502,002	60,388,603	106,133,346	172,538,243	-	-	380,562,194
发放贷款和垫款	Loans and advances to customers	21,178,760	690,663,288	2,608,533,562	3,923,526,386	4,429,718,099	3,243,018,124	-	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	-	65,049,230	39,424,178	1,508,344,650	1,887,116,430	-	-	3,499,934,488
其他金融资产	Other assets	2,283,140	44,666,862	72,377,599	100,494,058	-	-	-	219,821,659
金融资产合计	Total financial assets	980,449,051	4,515,939,726	6,491,523,017	7,849,215,756	6,689,372,772	3,243,018,124	4,123,690,588	33,893,209,034
<b>金融负债:</b>									
同业存放及拆入资金	Due to and placement from banks and other financial institutions	68,277,576	2,296,139,133	790,091,371	2,763,609,239	-	-	-	5,918,117,319
衍生金融负债	Derivative financial liabilities	-	50,075,793	65,038,310	117,935,628	177,575,773	-	-	410,625,504
吸收存款	Customer deposits	2,664,243,209	4,139,871,037	6,019,768,577	7,232,435,154	3,788,372,452	100,000,000	-	23,944,690,429
其他金融负债	Other liabilities	539,476	28,386,375	92,600,073	158,645,370	97,159,789	-	-	377,331,083
金融负债合计	Total financial liabilities	2,733,060,261	6,514,472,338	6,967,498,331	10,272,625,391	4,063,108,014	100,000,000	-	30,650,764,335
流动性净额	Net liquidity	(1,752,611,210)	(1,998,532,612)	(475,975,314)	(2,423,409,635)	2,626,264,758	3,143,018,124	4,123,690,588	3,242,444,699
信贷承诺	Commitments	169,743	140,678,702	683,896,045	2,832,645,207	292,562,991	-	-	3,949,952,688

### 3. 市场风险

市场风险是指在交易平仓变现所需的期间内，交易组合的市值发生负面变化的风险。我行面临的市场风险主要来自利率和汇率产品的敞口头寸。我行的交易性业务及非交易性业务均可产生市场风险。我行市场风险管理的目标是避免收入和权益由于市场风险产生的过度损失，同时降低我行受金融工具内在波动性风险的影响。

我行由风险管理部总览全行的市场风险敞口，并负责拟制相关市场风险管理政策报送资产负债委员会和执行委员会批准。并定期将银行市场风险敞口汇报给资产负债委员会 / 风险管理委员会。

我行按照既定标准和当前管理能力监管市场风险，其主要的监管方法包括敏感性分析，风险价值，压力测试等。在新产品或新业务上线前，该产品和业务中的市场风险将按照规定予以辨识。

#### 3.1 汇率风险

主要是由于我行资产和负债的货币错配以及外汇交易无法及时规避风险敞口以至于暴露在市场波动而引起的风险。

### 3. Market risk

Market risk is the risk of loss arising from adverse change in market value of the Bank's trading portfolio during the holding period. The Bank is exposed to market risk mainly from foreign exchange rate and interest rate related products arising from trading as well as non-trading businesses. The objective of market risk management is to minimise the negative impact of volatility of financial instruments on the Bank's earnings and equity.

The Risk Management Division monitors the Bank's market risk exposure and formulates market risk policies for approval by the Asset Liability Committee and the Executive Committee. Risk profile reports are submitted to the Asset Liability Committee and Risk Management Committee on a regular basis.

The Bank measures and manages its market risk in accordance with a framework of policies and practices which include sensitivity analysis, Value-at-Risk measure, stress testing etc. In addition, the market risk associated with any new product/business is required to be identified and addressed prior to launch.

#### 3.1 Currency risk

The Bank's currency risk arises mainly from currency mismatches of assets and liabilities as well as foreign exchange trading business whereby the open positions are subject to exchange rate fluctuations.

于 2013 年 12 月 31 日，我行的有关资产及负债按币种列示如下：

As at 31 December 2013, the Bank's assets and liabilities by currency is as follows:

		31-12-2013			
		美元	人民币	其他	合计
		USD(RMB equivalent)	RMB	Other (RMB equivalent)	Total (RMB equivalent)
<b>资产：</b>	<b>Assets:</b>				
现金及存放中央银行款项	Cash and balances with the central bank	65,192,932	5,991,704,217	2,557,412	6,059,454,561
存放同业及拆出资金	Due from and placement with banks and other financial institutions	2,078,291,876	4,062,552,703	67,562,683	6,208,407,262
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	-	971,568,210	-	971,568,210
衍生金融资产	Derivative financial assets	235,558,574	908,410,360	18,578,735	1,162,547,669
买入返售金融资产	Reverse repurchase financial assets	-	4,322,810,000	-	4,322,810,000
发放贷款和垫款	Loans and advances to customers	3,328,333,692	14,919,999,313	604,956,348	18,853,289,353
可供出售金融资产	Available-for-sale financial assets	-	3,455,446,675	-	3,455,446,675
其他资产	Other assets	15,406,659	918,158,489	5,323,439	938,888,587
<b>资产合计</b>	<b>Total assets</b>	<b>5,722,783,733</b>	<b>35,550,649,967</b>	<b>698,978,617</b>	<b>41,972,412,317</b>
<b>负债：</b>	<b>Liabilities:</b>				
同业存放及拆入资金	Due to and placement from banks and other financial institutions	6,496,905,833	170,012,303	474,242,799	7,141,160,935
衍生金融负债	Derivative financial liabilities	510,519,943	708,181,142	51,606,183	1,270,307,268
吸收存款	Customer deposits	1,191,063,275	27,201,457,509	667,439,769	29,059,960,553
其他负债	Other liabilities	4,836,915	603,995,361	19,026,801	627,859,077
<b>负债合计</b>	<b>Total liabilities</b>	<b>8,203,325,966</b>	<b>28,683,646,315</b>	<b>1,212,315,552</b>	<b>38,099,287,833</b>
<b>资产负债净头寸</b>	<b>Net position</b>	<b>(2,480,542,233)</b>	<b>6,867,003,652</b>	<b>(513,336,935)</b>	<b>3,873,124,484</b>
衍生金融工具名义金额	Notional amounts of derivative financial instruments	75,557,609,301	91,240,114,357	2,534,362,808	169,332,086,466
信贷承诺	Commitments	1,123,544,701	5,907,147,965	241,161,721	7,271,854,387

		31-12-2012			
		美元	人民币	其他	合计
		USD(RMB equivalent)	RMB	Other (RMB equivalent)	Total (RMB equivalent)
资产:	Assets:				
现金及存放中央银行款项	Cash and balances with the central bank	85,461,844	4,781,011,448	2,447,661	4,868,920,953
存放同业及拆出资金	Due from and placement with banks and other financial institutions	1,446,193,741	7,850,625,623	76,743,102	9,373,562,466
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	-	633,769,055	-	633,769,055
衍生金融资产	Derivative financial assets	144,610,924	235,951,270	-	380,562,194
发放贷款和垫款	Loans and advances to customers	2,819,944,641	11,509,310,223	587,383,355	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	-	3,499,934,488	-	3,499,934,488
其他资产	Other assets	26,140,371	880,357,787	3,376,723	909,874,881
资产合计	Total assets	4,522,351,521	29,390,959,894	669,950,841	34,583,262,256
负债:	Liabilities:				
同业存放及拆入资金	Due to and placement from banks and other financial institutions	5,086,816,075	316,212,388	515,088,856	5,918,117,319
衍生金融负债	Derivative financial liabilities	162,936,710	247,688,794	-	410,625,504
吸收存款	Customer deposits	868,760,686	22,409,108,028	666,821,715	23,944,690,429
其他负债	Other liabilities	18,036,876	495,186,910	20,189,975	533,413,761
负债合计	Total liabilities	6,136,550,347	23,468,196,120	1,202,100,546	30,806,847,013
资产负债净头寸	Net position	(1,614,198,826)	5,922,763,774	(532,149,705)	3,776,415,243
衍生金融工具名义金额	Notional amounts of derivative financial instruments	72,427,943,771	43,172,505,425	1,760,107,139	117,360,556,335
信贷承诺	Commitments	996,835,528	2,734,022,467	219,094,693	3,949,952,688

以下是在其他变量不变的情况下，外币对本位币汇率可能发生的合理变动对税前利润及权益的影响。

Holding all other variables constant, the impact from a change in foreign exchange rates on the 'Profit before tax' and 'Equity' of the Bank is as follows:

		31-12-2013	31-12-2012
		对税前利润影响	对税前利润影响
变量变动	Change in foreign exchange rate	Impact on profit before tax	Impact on profit before tax
对本位币贬值 1%	-1% change against RMB	29,938,792	21,463,485
对本位币升值 1%	+1% change against RMB	(29,938,792)	(21,463,485)

以上敏感性分析基于资产和负债具有静态的汇率风险结构，其计算了当其他因素不变时，外币对人民币汇率的合理可能变动对税前利润及权益的影响。

The sensitivity analysis above is performed on the basis that assets and liabilities have static currency risk structure. It shows the impact of a change in other currency rates against RMB on the Bank's "Profit before tax" and "Equity", given other variables remain constant.

有关的分析基于以下假设：

- (1) 各种汇率敏感度是指各币种对人民币于报告日当天收盘（中间价）汇率绝对值波动 1% 造成的汇兑损益；
- (2) 各币种汇率变动是指各币种对人民币汇率同时同向波动；
- (3) 该汇率风险敞口不包含资产负债表外科目。

由于基于上述假设，汇率变化导致我行汇兑净损益出现的实际变化可能与此敏感性分析的结果不同。

### 3.2 利率风险

利率风险是指产生于银行资产、负债和表外头寸的到期日不同（就固定利率而言）或重新定价（就浮动利率而言）时间不同的风险。

我行的利率风险由风险管理部监管，并制定相应政策及监管流程，定期向资产负债委员会 / 风险管理委员会报告风险状况。

贷款存款利率的设定严格按照人民银行的规定。对利率风险的监管主要包括利率重新定价缺口分析法。

The analysis is based on below assumptions:

- (1) Exchange rate sensitivity refers to the gains and losses caused by the one per cent change of the closing rate (mid rate) of the different foreign currencies against RMB as at the balance sheet date;
- (2) Exchange rate fluctuation refers to the fluctuation against RMB in the same direction simultaneously;
- (3) Off-balance sheet items are excluded.

Due to the above assumptions, the actual impact of exchange rate fluctuation on the Bank's earnings may differ from above sensitivity analysis.

### 3.2 Interest rate risk

The Bank's interest rate risk arises mainly from maturity mismatches (for fixed rate) or re-pricing mismatches (for floating rate) of the Bank's assets, liabilities, and off-balance sheet items.

The Risk Management Division monitors interest rate risk exposure, formulates related policies and procedures and provides regular report on interest rate risk profile to the Asset Liability Committee and Risk Management Committee.

The Bank adheres to PBOC regulations strictly in pricing its loans and deposits. Interest rate risk exposure is quantified and analysed mainly using gap analysis tools such as re-pricing schedules.

于2013年12月31日，我行的资产及负债按合同重定价日或到期日两者较早者分析如下：

As at 31 December 2013, the Bank's assets and liabilities re-pricing profiles (based on the earlier of maturity date and repricing date) is as follows:

		31-12-2013					
		3个月内	3个月到1年	1年到5年	5年以上	不计息	合计
		Within 3 months	3 months to 1 year	1 to 5 years	5 years above	Non-interest bearing	Total
资产：	Assets:						
现金及存放中央银行款项	Cash and balances with the central bank	5,983,197,596	-	-	-	76,256,965	6,059,454,561
存放同业及拆出资金	Due from and placement with banks and other financial institutions	5,133,075,376	875,331,886	200,000,000	-	-	6,208,407,262
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	691,938,110	279,630,100	-	-	-	971,568,210
衍生金融资产	Derivative financial assets	-	-	-	-	1,162,547,669	1,162,547,669
买入返售金融资产	Reverse repurchase financial assets	2,752,660,000	1,570,150,000	-	-	-	4,322,810,000
发放贷款和垫款	Loans and advances to customers	14,497,765,856	3,869,463,041	486,060,456	-	-	18,853,289,353
可供出售金融资产	Available-for-sale financial assets	1,438,798,975	966,090,520	1,050,557,180	-	-	3,455,446,675
其他资产	Other assets	-	-	-	-	938,888,587	938,888,587
资产合计	Total assets	30,497,435,913	7,560,665,547	1,736,617,636	-	2,177,693,221	41,972,412,317
负债：	Liabilities:						
同业存放及拆入资金	Due to and placement from banks and other financial institutions	5,906,842,565	1,234,318,370	-	-	-	7,141,160,935
衍生金融负债	Derivatives financial liabilities	-	-	-	-	1,270,307,268	1,270,307,268
吸收存款	Customer deposits	14,378,651,778	10,878,680,541	3,802,628,234	-	-	29,059,960,553
其他负债	Other liabilities	-	-	-	-	627,859,077	627,859,077
负债合计	Total liabilities	20,285,494,343	12,112,998,911	3,802,628,234	-	1,898,166,345	38,099,287,833
利率风险缺口	Net position	10,211,941,570	(4,552,333,364)	(2,066,010,598)	-	279,526,876	3,873,124,484

于2012年12月31日，我行的资产及负债按合同重定价日或到期日两者较早者分析如下：

As at 31 December 2012, the Bank's assets and liabilities re-pricing profiles (based on the earlier of maturity date and repricing date) is as follows:

		31-12-2012					
		3个月内	3个月到1年	1年到5年	5年以上	不计息	合计
		Within 3 months	3 months to 1 year	1 to 5 years	5 years above	Non-interest bearing	Total
资产：	Assets:						
现金及存放中央银行款项	Cash and balances with the central bank	4,772,456,859	-	-	-	96,464,094	4,868,920,953
存放同业及拆出资金	Due from and placement with banks and other financial institutions	7,482,845,150	1,890,717,316	-	-	-	9,373,562,466
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	633,769,055	-	-	-	-	633,769,055
衍生金融资产	Derivative financial assets	-	-	-	-	380,562,194	380,562,194
发放贷款和垫款	Loans and advances to customers	13,028,233,591	1,888,404,628	-	-	-	14,916,638,219
可供出售金融资产	Available-for-sale financial assets	982,784,088	1,508,344,650	1,008,805,750	-	-	3,499,934,488
其他资产	Other assets	-	-	-	-	909,874,881	909,874,881
资产合计	Total assets	26,900,088,743	5,287,466,594	1,008,805,750	-	1,386,901,169	34,583,262,256
负债：	Liabilities:						
同业存放及拆入资金	Due to and placement from banks and other financial institutions	5,918,117,319	-	-	-	-	5,918,117,319
衍生金融负债	Derivative financial liabilities	-	-	-	-	410,625,504	410,625,504
吸收存款	Customer deposits	12,823,882,823	7,232,435,154	3,788,372,452	100,000,000	-	23,944,690,429
其他负债	Other liabilities	-	-	-	-	533,413,761	533,413,761
负债合计	Total liabilities	18,742,000,142	7,232,435,154	3,788,372,452	100,000,000	944,039,265	30,806,847,013
利率风险缺口	Net position	8,158,088,601	(1,944,968,560)	(2,779,566,702)	(100,000,000)	442,861,904	3,776,415,243

我行对浮动利率工具按照重定价日，对固定利率工具按照到期日管理计息金融资产及计息金融负债的重定价情况。

以下是在其他变量不变的情况下，利率可能发生的合理变动对税前利润及对权益方面的影响。

The Bank profiles its interest bearing assets and liabilities based on maturity date for fixed rate items or re-pricing date for floating rate items.

Holding other variables constant, the impact of interest rate movement on the Bank's "Profit before tax" and "Equity" is as follows:

31-12-2013			
变量变动	Change in interest rate	对税前利润的影响 Impact on profit before tax	对权益的影响 Impact on equity
利率增加 100 个基点	+ 100 basis points	72,283,239	(29,256,868)
利率减少 100 个基点	- 100 basis points	(72,283,239)	29,256,868

31-12-2012			
变量变动	Change in interest rate	对税前利润的影响 Impact on profit before tax	对权益的影响 Impact on equity
利率增加 100 个基点	+ 100 basis points	64,089,643	(29,498,539)
利率减少 100 个基点	- 100 basis points	(64,089,643)	29,498,539

以上敏感性分析基于资产和负债具有静态的利率风险结构。有关的分析仅衡量一年内利率变化，反映为一年内我行资产和负债的重新定价对我行按年化计算利息收入的影响，基于以下假设：

- (1) 所有在三个月内及三个月后但一年内重新定价或到期的资产和负债均假设在有关期间中间重新定价或到期；
- (2) 收益率曲线随利率变化而平行移动；
- (3) 资产和负债组合并无其他变化；
- (4) 此利率风险敞口不包含资产负债表表外科目。

由于基于上述假设，利率增减导致我行利息净收入出现的实际变化可能与此敏感性分析的结果不同。

权益变动的敏感性分析是基于收益率曲线随利率变动而平移的假设，通过设定利率变动一定百分比对期末可供出售债券投资公允价值进行重新估算得出的。

The sensitivity analysis above is performed on the basis that assets and liabilities have static interest rate risk structure. It reflects the impact of interest rate movement on the Bank's net interest income over a one-year period. The key assumptions are as follows:

- (1) All assets and liabilities with re-pricing date less than three months or between three months and one year are assumed to be re-priced in the middle of the respective time bucket;
- (2) Yield curve shifts in parallel with interest rate change;
- (3) Assets and liabilities are not subject to other changes; and
- (4) Off-balance sheet items are excluded.

Due to the above assumptions, the actual impact of net interest income from interest rate movement may differ from above sensitivity analysis.

The impact on equity is estimated from the change in market value of "Available-for-sale" portfolio caused by a parallel shift of yield curve arising from interest rate change.



#### 4. 公允价值

公允价值指在交易双方均知情及自愿下之公平交易中交换资产或清偿负债之数值。在交易活跃之市场（例如认可证券交易所）存在的条件下，市价乃金融工具公允价值之最佳证明。然而，我行所持有及发行之部分金融资产及负债并无市价。因此，对于该部分无市价可依之金融工具，以如下所述之现值或其他估计方法估算公允价值。但是，运用此等方法所计之价值会受有关未来现金流量数额，时间性假设，以及所采用之折现率影响。

所采用之方法及假设如下：

- (i) 以公允价值计量且其变动计入当期损益的金融资产 / 金融负债（包括衍生金融资产 / 金融负债）乃参考可供参照之市价计算其公允价值。倘无可供参照之市价，则将现金流量折现估算公允价值或参照交易对方的报价确定公允价值。公允价值等于此等项目之账面金额；
- (ii) 于 12 个月内到期之其他金融资产金融负债由于期限较短，它们的账面价值与公允价值相若；
- (iii) 凡定息贷款按当时适用于类似贷款之市场利率贷出，其公允价值以参照市场利率方法估算。贷款组合中信贷质量之变化在确定总公允价值时不予考虑，因为信贷风险之影响将单独作为贷款损失，从账面值及公允价值中扣除；
- (iv) 客户存款乃按不同品种使用固定或浮动利率。活期存款及无指定届满期之储蓄账户假设结算日按通知应付金额为公允价值。有固定期限之存款的公允价值以现金流量折现法估算，折现率为与该定期存款的剩余期限对应的现行存款利率。

我行确定公允价值的方法可以归结为以下两种：

- (i) 市值计价：计价是运用独立并未经调整的市场报价；
- (ii) 估值计价：计价是运用估值技术进行估值。

估值调整作为实现公允价值的一个必要组成，要求根据客观情况，对交易价格进行调整以确保公允价值的准确性。我行遵循的估值调整方法考虑到不同的因素，例如买卖价差估值调整和模型估值调整，以确保计价的合理有效。

#### 4. Fair value of financial instruments

Fair value is the value for which an asset could be exchanged, or a liability could be settled, between willing parties with full knowledge and on arm's length basis. Subject to the existence of an active market, such as an authorised securities exchange, the market value is the best reflection of the fair value of financial instruments. As there is no available market value for some of the financial assets and liabilities held and issued by the Bank, the discounted cash flow method or other valuation methods described below are adopted to determine the fair value of these assets and liabilities. However, the value determined by such methods would depend on the amount of future cash flows, time period assumption and discount rates used.

The following methods and assumptions are used in estimating fair values:

- (i) Financial assets at fair value through profit or loss (including derivative assets/liabilities) are stated at fair value by reference to the quoted market prices when available. If quoted market prices are not available, the fair value is estimated using discounted cash flows or quoted price from the counter parties. The carrying amounts of these items reflect the fair value as at the balance sheet date;
- (ii) The fair values of other financial assets and liabilities maturing within 12 months are assumed to be equal to their carrying amounts in view of their short maturity;
- (iii) The fair value of fixed rate loans priced at market rate at the time the loans are extended shall be determined using prevailing market rates of similar loans. Changes in the credit quality of loans within the portfolio are not taken into account in determining the fair values as the impact of credit risk is recognised separately as impairment provision which shall be deducted from the carrying amounts and fair value;
- (iv) Customer deposits are priced based on fixed rate or floating rate depending on the product type. The fair value of demand deposits and saving deposits without specific maturity date is determined based on the amount payable on demand. The fair value of fixed deposits are estimated using discounted cash flows method with the prevailing deposit rate for the remaining tenor of the fixed deposit as the discount rate.

The method of determining a fair value in the Bank can be categorised into two main approaches:

- (i) Mark to Market – where the valuation uses independent unadjusted quoted market prices;
- (ii) Mark to Model – where valuation techniques are used to determine the valuation.

Valuation adjustments are an integral part of the fair value process that requires the exercise of judgment to ensure correct fair value representation. In making appropriate valuation adjustments, the Bank follows the methodologies that consider factors such as bid-offer spread valuation adjustment and model valuation adjustment.

我行建立了内部控制机制来确保公允价值的合理性。如果采用模型式估值，模型中的假设和技术都会事先经过独立专家小组的专门验证。此外，模型中的价格、输入参数、假设和估值调整方法都会经过核实和复查。其他的估值控制还包括复核和分析日常盈亏。

我行将所有进行公允价值估值的金融产品划分为三个层级：

#### 第一层级：公开市场价格

这种估值技术运用相同资产和负债的活跃市场报价得出估值金额。被归纳此层级的金融产品包括由中央国债登记结算有限公司每日公布市场价格的债券。

#### 第二层级：估值输入参数可以通过市场观察得到的估值技术

这种估值方式是通过标准模型确定，而输入的参数都能在市场上直接观察。这种技术包括现金流折现分析、期权定价模型和一些市场参与者普遍使用和接受的技术。被纳入这个层级的金融产品主要为外汇远期，外汇互换，贵金属远期 / 互换及柜台交易的衍生品（如货币市场拆借、利率互换、外汇期权、买断式转贴现），并包括公允价值由交易对手提供的金融产品（如背对背对冲结构性产品）。

#### 第三层级：当主要参数不能直接观察得到时采用的估值技术

这种估值技术运用合理市场假设的基础上获取主要不可观察参数。目前我行还没有相关的金融产品被归纳在这个层次。

以上各假设及方法乃为我行资产及负债之公允价值提供一致之计算准则。然而，由于其他机构或会使用不同之方法及假设，各金融机构所披露之公允价值未必完全具有可比性。

下表列示了确定（以公允价值计量的）金融工具公允价值的估值技术或方法：

The Bank has established internal control procedures over the valuation process to provide assurance over the appropriateness of the fair values applied. If fair value is determined by valuation models, the assumptions and techniques within the models are independently validated by a specialist group. In addition, price and parameter inputs, assumptions and valuation adjustments are subject to verification and review processes. Other valuation control includes review and analysis of daily profit and loss.

The Bank classifies all the fair value instruments according to the following hierarchy:

#### Level 1: Quoted market price

This valuation technique uses recent unadjusted quoted prices for identical assets or liabilities in active markets where the price represents actual and regularly occurring market transactions on an arm's length basis. Financial instruments included in this class are bonds with the marked-to-market prices actively made available and announced by China Central Depository & Clearing Co. Ltd.

#### Level 2: Valuation technique using observable inputs

This valuation technique is used for financial instruments where the prices are derived from standard valuation models, and inputs to these models are directly observable. The valuation techniques include the use of discounted cash flow analysis, option pricing models and other valuation techniques widely used and accepted by market participants. The financial instruments included in this category are mainly Foreign Exchange Forward and Foreign Exchange Swaps, Noble Metals Forward and Swaps, and OTC derivatives (namely money market deposit and placement, interest rate swap, FX Option, Rediscounted bills) and financial instruments with fair value derived from counterparty (for structured products arranged on back-to-back basis).

#### Level 3: Valuation technique with significant non-observable inputs

This valuation technique is used where at least one significant input is not observable and reliance is placed on reasonable assumptions made on market conditions. There is currently no financial instrument being classified under such category.

All the assumptions and methods mentioned above provide a consistent basis for the calculation of fair value of the Bank's assets and liabilities. However, other institutions may use different assumptions and methods. Therefore, the fair values disclosed by different financial institutions may not be entirely comparable.

The following table shows the valuation techniques for evaluating fair value of financial instruments:

		第一层级	第二层级	第三层级	合计
		Level 1	Level 2	Level 3	Total
31-12-2013					
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	245,552,350	726,015,860	-	971,568,210
可供出售金融资产	Available-for-sale financial assets	3,455,446,675	-	-	3,455,446,675
衍生金融资产	Derivative financial assets	-	1,162,547,669	-	1,162,547,669
金融资产合计	Total financial assets	3,700,999,025	1,888,563,529	-	5,589,562,554
衍生金融负债	Derivative financial liabilities	-	1,270,307,268	-	1,270,307,268
金融负债合计	Total financial liabilities	-	1,270,307,268	-	1,270,307,268

		第一层级	第二层级	第三层级	合计
		Level 1	Level 2	Level 3	Total
31-12-2012					
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	536,547,090	97,221,965	-	633,769,055
可供出售金融资产	Available-for-sale financial assets	3,425,450,310	74,484,178	-	3,499,934,488
衍生金融资产	Derivative financial assets	-	380,562,194	-	380,562,194
金融资产合计	Total financial assets	3,961,997,400	552,268,337	-	4,514,265,737
衍生金融负债	Derivative financial liabilities	-	410,625,504	-	410,625,504
金融负债合计	Total financial liabilities	-	410,625,504	-	410,625,504

本年度，我行未发生以公允价值计量的第一层级和第二层级金融资产和负债之间的转换。

管理层认为，于年末，我行的其他金融资产和金融负债的公允价值与相应的账面价值并无重大差异。

During the year, the Bank had no transfers between level 1 and level 2 of the fair value hierarchy for financial assets and liabilities which were recorded at fair value.

In the opinion of the management, the difference between the fair value and the carrying amount of the financial assets and financial liabilities is not material as at the balance sheet date.

## 十、关联方关系及交易

### 1. 关联方的认定标准

于本年度，下列各方构成我行的关联方：

- (1) 对我行施加重大影响的投资方；
- (2) 我行的关键管理人员以及与其关系密切的家庭成员；
- (3) 我行的关键管理人员或与其关系密切的家庭成员控制、共同控制或施加重大影响的其他企业。

### 2. 我行母公司

名称 Name	业务性质 Business nature	注册地 Registered address	注册资本 Registered capital	拥有权益比例 Shareholding
大华银行有限公司 United Overseas Bank Limited	银行及金融服务 Banking and financial service	新加坡 Singapore	4,501 百万新币 SGD 4,501 Million	100%

### 3. 于本年内与我行有关联交易的其他关联方

同受母公司控制的公司

Company under the common control of parent company

名称 Name	业务性质 Business nature	注册地 Registered address	注册资本 Registered capital	法定代表人 Legal representative
大华银行（马来西亚）有限公司 United Overseas Bank (Malaysia) Bhd	银行及金融服务 Banking and financial service	马来西亚 吉隆坡 Kuala Lumpur Malaysia	马来西亚林吉特 20 亿元 RM 2 Billion	黄金松 Wong Kim Choong
大华银行（泰国）有限公司 United Overseas Bank (Thai) PCL	银行及金融服务 Banking and financial service	泰国 曼谷 Bangkok Thailand	泰铢 248.57 亿元 THB 24.86 Billion	符懋赞 Peter Foo Moo Tan

受母公司重大影响的公司

Company under the significant influence of the parent company

名称 Name	业务性质 Business nature	注册地 Registered address	注册资本 Registered capital	法定代表人 Legal representative
恒丰银行股份有限公司 Evergrowing Bank Co., Limited	银行及金融服务 Banking and financial service	中国 烟台 Yantai China	人民币 16.9 亿元 RMB 1.69 Billion	姜喜运 Jiang Xi Yun

## (10) Related party transactions

### 1. Criteria of identifying related parties

Details of the Bank's major related parties in 2013 are as follows:

- (1) Investors exercise significant influence over the Bank;
- (2) Key management personnel of the Bank or the close family members;
- (3) Enterprises under control, jointly control or significant influence of the key management personnel of the Bank or the close family members.

### 2. Parent company of the Bank

### 3. The related parties which the Bank had transactions during the period are as follows

受我行董事或关键管理人员重大影响的公司

Company under the significant influence of the Bank's director and key management

名称 Name	业务性质 Business nature	注册地 Registered address	注册资本 Registered capital	法定代表人 Legal representative
华业（厦门）酒店有限公司 Hua Ye Xiamen Hotel Limited	经营管理酒店 Hotel management	中国 厦门 Xiamen China	美元 2,500 万元 USD 25 Million	粘为信 Liam Wee Sin
天津华业希望房地产开发有限公司 Tianjin UOL Xiwang Real Estate Co.,Ltd	房地产开发 Real estate development	中国 天津 Tianjin China	人民币 7.8 亿元 RMB 780 Million	粘为信 Liam Wee Sin
优欧弼投资管理（上海）有限公司 UOB Venture Management (Shanghai) Co., Ltd	咨询及投资管理 Consulting and investment management	中国 上海 Shanghai China	美元 1,555 万元 USD 15.55 Million	郭子德 Seah Kian Wee
UOB Holdings (USA) Inc.	控股公司 Holding company	美国 纽约 New York USA	美元 650 万元 USD 6.5 Million	Philip Cheong Shin Keat Philip Cheong Shin Keat
庆隆（上海）投资管理有限公司 Kheng Leong (Shanghai) Investment Management Co., Ltd	咨询及投资管理 Consulting and investment management	中国 上海 Shanghai China	美元 650 万元 USD 6.5 Million	黄一超 Wee Ee Chao
利通物流有限公司 UBI Logistics (China) Limited	国际运输代理业务 Agency service for international transportation	中国 大连 Dalian China	人民币 3,021 万元 RMB 30.21 Million	赵希望 Zhao Xi Wang

受我行董事或关键管理人员重大影响的公司（续）

Company under the significant influence of the Bank's director and key management

名称 Name	业务性质 Business nature	注册地 Registered address	注册资本 Registered capital	法定代表人 Legal representative
厦门虎标医药有限公司 Xiamen Tiger Medicals Co., Ltd.	制造和销售国药产品 Manufacture and sale of Chinese pharmaceutical products	中国 厦门 Xiamen China	美元 100 万元 USD 1 Million	吴美蓉 Goh Bee Leong
成都虎豹海洋游乐园有限公司 Chengdu Haw Par Oceanarium Amusement Park Limited	拥有和经营水族馆游乐和相关服务 Owning and operating oceanariums entertainment and related services	中国 成都 Chengdu China	美元 500 万元 USD 5 Million	庄辉煌 Chng Hwee Hong
Haw Par Corporation Limited	投资控股 Investment holding	新加坡 Singapore	新币 242,172,298 SGD 242,172,298	黄祖耀 Wee Cho Yaw
广州庆隆房地产咨询有限公司 Kheng Leong (Guangzhou) Real Estate Consulting Co., Ltd.	房地产咨询；投资咨询（证券、期货投资咨询除外） Real estate consulting; investment advice (securities and futures investment consulting excluded)	中国 广州 Guangzhou China	人民币 900 万元 RMB 9 Million	黄一超 Wee Ee Chao
新嘉置地（成都）发展有限公司 Singland (Chengdu) Development Co.Ltd	房地产开发 Real estate industry	中国 成都 Chengdu China	美元 2400 万元 USD 24 Million	杨玉燕 Magdalene Yong Nyuk Yann
华业商务咨询（上海）有限公司 Uol Business Consulting (Shanghai) Co., Ltd.	商务信息咨询，企业管理咨询，投资咨询、建筑方案咨询 Business information consulting; corporate management consulting; investment advice; construction plan advice	中国 上海 Shanghai China	美元 8 万元 USD 80 Thousand	粘为信 Liam Wee Sin
上海锦鹏置业有限公司 Shanghai Jin Peng Realty Co., Ltd.	房地产开发 Real estate industry	中国 上海 Shanghai China	人民币 23 亿元 RMB 2.3 Billion	Lim Beng Teong

#### 4. 我行与关联方之主要交易

#### 4. Main transactions between the Bank and related parties

		31-12-2013		31-12-2012	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例	Balance	余额比例
<b>发放贷款和垫款</b>	<b>Loans and advances to customers</b>				
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	249,875,017	1.30	299,850,021	1.97
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	-	-	13,372,697	0.09
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	49,149,240	0.26	-	-
合计	Total	299,024,257	1.56	313,222,718	2.06

		31-12-2013		31-12-2012	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例	Balance	余额比例
<b>存放及拆放款项</b>	<b>Due from and placement with banks</b>				
大华银行有限公司	United Overseas Bank Limited	43,567,065	0.70	31,930,740	0.34
大华银行(马来西亚)有限公司	United Overseas Bank (Malaysia) Bhd	2,550,970	0.04	1,375,770	0.01
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	121,938,000	1.96	580,000,000	6.19
合计	Total	168,056,035	2.70	613,306,510	6.54

		31-12-2013		31-12-2012	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例	Balance	余额比例
<b>存入及拆入款项</b>	<b>Borrowings from banks</b>				
大华银行有限公司	United Overseas Bank Limited	7,141,153,238	100.00	5,766,003,780	97.43
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	816	-	2,105,711	0.04
合计	Total	7,141,154,054	100.00	5,768,109,491	97.47

		31-12-2013		31-12-2012	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例	Balance	余额比例
<b>吸收存款</b>	<b>Customer deposits</b>				
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	48,564,417	0.17	-	-
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd	133,954,172	0.46	85,450,978	0.36
华业商务咨询(上海)有限公司	Uol Business Consulting (Shanghai) Co., Ltd.	2,204,396	0.01	561,790	-
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	2,505,221	0.01	23,043,752	0.10
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd	7,250,705	0.02	1,225,713	0.01
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	6,075,761	0.02	8,064,494	0.04
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd	25,388,975	0.09	17,737,357	0.07
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	121,166,275	0.42	90,566,536	0.38
利通物流有限公司	UBI Logistics (China) Limited	9,912	-	346,235	-
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	2	-	2,989	-
Haw Par Corporation Limited	Haw Par Corporation Limited	249,074,194	0.86	109,771,250	0.46
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	1,937	-	-	-
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co., Ltd.	-	-	3,362,277	0.01
合计	Total	596,195,967	2.06	340,133,371	1.43

		31-12-2013		31-12-2012	
		余额	占同类交易 余额比例	余额	占同类交易 余额比例
应收利息	Receivables-interest receivables	Balance	Contribution (%)	Balance	Contribution (%)
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	3,862,907	1.85	4,379,259	2.45
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	-	-	80,292	0.04
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	14,904	0.01	2,139,861	1.20
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	86,503	0.04	-	-
合计	Total	3,964,314	1.90	6,599,412	3.69

		31-12-2013		31-12-2012	
		余额	占同类交易 余额比例	余额	占同类交易 余额比例
应付利息	Payables-interest payables	Balance	Contribution (%)	Balance	Contribution (%)
大华银行有限公司	United Overseas Bank Limited	28,932,415	7.06	13,235,481	3.51
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	10,482	-	-	-
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd.	198,899	0.05	100,805	0.03
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	726	-	152	-
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd.	90,583	0.02	32,063	0.01
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	1,175	-	3,272	-
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	-	-	315	-
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	13,554	-	12,120	-
利通物流有限公司	UBI Logistics (China) Limited	1	-	2,343	-
华业商务咨询(上海)有限公司	Uol Business Consulting (Shanghai) Co., Ltd.	263	-	100	-
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	35	-	-	-
大华银行(泰国)有限公司	United Overseas Bank (Thai) Pcl	11	-	-	-
Haw Par Corporation Limited	Haw Par Corporation Limited	66,215	0.02	151,532	0.04
合计	Total	29,314,359	7.15	13,538,183	3.59

		31-12-2013		31-12-2012	
		余额	占同类交易 余额比例	余额	占同类交易 余额比例
应收款项 - 其他应收款	Receivables- other receivables	Balance	Contribution (%)	Balance	Contribution (%)
大华银行有限公司	United Overseas Bank Limited	3,961,472	0.83	479,731	0.10

		31-12-2013		31-12-2012	
		余额	占同类交易 余额比例	余额	占同类交易 余额比例
应付款项 - 其他应付款	Payables-other payables	Balance	Contribution (%)	Balance	Contribution (%)
大华银行(马来西亚)有限公司	United Overseas Bank (Malaysia) Bhd	-	-	198,708	0.28
大华银行有限公司	United Overseas Bank Limited	18,165,636	28.59	17,397,813	24.54
合计	Total	18,165,636	28.59	17,596,521	24.82



		2013		2012	
		金额 Amount	占同类交易 余额比例 Contribution (%)	金额 Amount	占同类交易 余额比例 Contribution (%)
<b>利息收入</b>	<b>Interest income</b>				
利通物流有限公司	UBI Logistics (China) Limited	-	-	461,265	0.03
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	16,179,939	1.07	20,933,253	1.53
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	-	-	86,003	0.01
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	9,255,889	0.61	1,034,847	0.08
大华银行有限公司	United Overseas Bank Limited	15,974	-	3,910	-
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	818,011	0.05	-	-
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	1,005,851	0.07	122,490	0.01
合计	Total	27,275,664	1.80	22,641,768	1.66

		2013		2012	
		金额 Amount	占同类交易 余额比例 Contribution (%)	金额 Amount	占同类交易 余额比例 Contribution (%)
<b>利息支出</b>	<b>Interest expense</b>				
大华银行有限公司	United Overseas Bank Limited	42,477,041	6.08	78,181,951	10.54
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	88,656	0.01	-	-
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	172,981	0.02	69,344	0.01
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd.	3,388,900	0.49	2,242,634	0.30
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	156,164	0.02	50,494	0.01
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	9,358	-	5,905	-
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd.	364,370	0.05	303,808	0.04
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	68,073	0.01	56,516	0.01
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	261,093	0.04	9,360	-
华业商务咨询(上海)有限公司	Uol Business Consulting (Shanghai) Co., Ltd.	3,489	-	508	-
利通物流有限公司	UBI Logistics (China) Limited	-	-	10,724	-
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	6	-	17	-
Haw Par Corporation Limited	Haw Par Corporation Limited	1,670,234	0.24	409,031	0.06
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co., Ltd.	1,019	-	1,016	-
大华银行(泰国)有限公司	United Overseas Bank (Thai) Plc	51	-	-	-
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	73	-	-	-
合计	Total	48,661,508	6.96	81,341,308	10.97

		2013		2012	
		金额 Amount	占同类交易 余额比例 Contribution (%)	金额 Amount	占同类交易 余额比例 Contribution (%)
<b>手续费及佣金收入</b>	<b>Fee and commission income</b>				
大华银行有限公司	United Overseas Bank Limited	4,306,012	3.44	3,862,493	5.80
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co., Ltd.	-	-	1,400,000	2.10
新嘉置地(成都)发展有限公司	Singland (Chengdu) Development Co., Ltd.	260	-	150,000	0.23
利通物流有限公司	UBI Logistics (China) Limited	-	-	10,000	0.02
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	-	-	6,640	0.01
上海锦鹏置业有限公司	Shanghai Jin Peng Realty Co., Ltd.	2,500,000	2.00	-	-
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co., Ltd.	1,314	-	760	-
合计	Total	6,807,586	5.44	5,429,893	8.16

		2013		2012	
		金额 Amount	占同类交易 余额比例 Contribution (%)	金额 Amount	占同类交易 余额比例 Contribution (%)
<b>业务及管理费</b>	<b>General and administrative expense</b>				
信息技术支持费	IT support				
- 大华银行有限公司	-United Overseas Bank Limited	21,115,478	3.55	20,499,246	4.08
房屋租金	Rental fee				
- 大华银行有限公司	-United Overseas Bank Limited	759,728	0.13	651,029	0.13
- 华业(厦门)酒店有限公司	-Hua Ye Xiamen Hotel Limited	198,641	0.03	198,641	0.04
合计	Total	22,073,847	3.71	21,348,916	4.25

		2013		2012	
		金额 Amount	占同类交易 余额比例 Contribution (%)	金额 Amount	占同类交易 余额比例 Contribution (%)
<b>开发软件</b>	<b>Software development</b>				
大华银行有限公司	United Overseas Bank Limited	6,501,693	43.28	7,702,026	34.00

		31-12-2013		31-12-2012	
<b>受托业务</b>	<b>Entrusted business</b>	委托资金 Entrusted deposits	占同类交易 余额比例 Contribution (%)	委托资金 Entrusted deposits	占同类交易 余额比例 Contribution (%)
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	11,040,000	5.49	11,040,000	2.51

		31-12-2013		31-12-2012	
		委托贷款 Entrusted loan	占同类交易 余额比例 Contribution (%)	委托贷款 Entrusted loan	占同类交易 余额比例 Contribution (%)
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	11,040,000	5.49	11,040,000	2.51

		31-12-2013		31-12-2012	
<b>不可撤销的贷款承诺</b>	<b>Irrevocable loan commitment</b>	余额 Balance	占同类交易 余额比例 Contribution (%)	余额 Balance	占同类交易 余额比例 Contribution (%)
新嘉置地（成都）发展有限公司	Singland (Chengdu) Development Co.Ltd	-	-	11,627,303	4.84

		31-12-2013		31-12-2012	
<b>衍生金融工具合约</b>	<b>Derivatives</b>	余额 Balance	占同类交易 余额比例 Contribution (%)	余额 Balance	占同类交易 余额比例 Contribution (%)
大华银行有限公司	United Overseas Bank Limited	21,490,820,277	12.69	30,459,930,200	25.95
恒丰银行	Evergrowing Bank Co., Limited	1,974,000	-	-	-
合计	Total	21,492,794,277	12.69	30,459,930,200	25.95

我行与上述关联方进行的交易根据正常的商业交易条件进行，以一般交易价格为定价基础，并按正常业务程序进行。

我行与关键管理人员在本期的交易情况如下：  
关键管理人员包括我行的董事、监事及高级管理人员。

关键管理人员薪金福利如下：

Transactions between the Bank and related parties mentioned above are carried out in normal course of business and commercial terms and market price.

Transactions between the Bank and key management personnel are as follows:  
Key management personnel include directors, supervisors and senior management.

Key management personnel's salaries and benefits are as follows:

		2013	2012
雇员薪金及其他短期福利	Employee salaries and other short-term benefits	45,007,260	37,148,582

## 十一、资产负债表日后事项

截至本财务报表批准报出日止，我行没有其他任何需作披露或调整的重大资产负债表日后事项。

## 十二、比较数据

若干比较数据乃经过重新编排，以符合本年度之列报要求。

## 十三、财务报表之批准

本财务报表已经我行董事会于2014年3月6日决议批准。

## (11) Post balance sheet events

As at the date on which the financial statements are approved, there is no material post balance sheet event that needs to be disclosed or adjusted by the Bank.

## (12) Comparative amounts

Certain comparative amounts have been adjusted to conform with the current year's presentation.

## (13) Approval of the financial statements

The financial statements were approved for issue by the Board of Directors on 6 March 2014.

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