



Hong Kong Institute of
Certified Public Accountants
香港會計師公會

The Hong Kong Institute of CPAs
**Best Corporate
Governance
Disclosure Awards 2015**
Judges' Report



2015 最佳企業管治資料披露大獎

Best Corporate Governance Disclosure Awards

Award Winners

Hang Seng Index Category

Diamond	CLP Holdings Limited
Gold	Hong Kong Exchanges and Clearing Limited

Non-Hang Seng Index (Large Market Capitalisation) Category

Platinum	The Hongkong and Shanghai Hotels, Limited
Gold	Hysan Development Company Limited

Non-Hang Seng Index (Mid-to-small Market Capitalisation) Category

Gold	Pacific Basin Shipping Limited
Gold	Transport International Holdings Limited

H-share Companies and Other Mainland Enterprises Category

Platinum	Lenovo Group Limited
Gold	China CITIC Bank Corporation Limited
Gold	Shenzhen Expressway Company Limited
Special Mention	COSCO Pacific Limited

Public Sector/Not-for-profit Category

Gold	Airport Authority Hong Kong
Gold	Securities and Futures Commission
Special Mention	Mandatory Provident Fund Schemes Authority

Sustainability and Social Responsibility Reporting Award

Hang Seng Index Category	CLP Holdings Limited
Non-Hang Seng Index (Large Market Capitalisation) Category	The Hongkong and Shanghai Hotels, Limited
Non-Hang Seng Index (Large Market Capitalisation) Category	VTech Holdings Limited

Introduction

Background, Aims and Scope

Background

The annual Best Corporate Governance Disclosure Awards (“BCGDA” or “Awards”) organised by the Hong Kong Institute of Certified Public Accountants (“the Institute”), which are now in their sixteenth year, have become a major event in the corporate governance (“CG”) calendar and are seen as a highly-reputable and trusted benchmark of CG standards in Hong Kong.

The Awards play an important role in encouraging improvements in the quality of CG, while reflecting changing attitudes and expectations among shareholders, investors and other stakeholders. They have been continually refined and updated as CG standards and best practice have developed and progressed. This year, the Awards organising committee proposed modifications to the marking scheme for listed companies and public organisations, to take account of, amongst other things, the impending implementation of changes on risk management and internal control in the CG Code¹ under the listing rules. The marking scheme also reflects a shifting emphasis towards specific areas of good CG that are regarded as increasingly important, such as corporate social responsibility (“CSR”). The compliance review checklists were also extensively revised in the light of the implementation of the new Companies Ordinance (Cap. 622) (“CO”).

Since their launch in 2011, the Sustainability and Social Responsibility Reporting Awards (“SSR Awards”) have played an increasingly significant role in the BCGDA. This will continue in future as Hong Kong Stock Exchange (“HKSE”) is planning to turn some of the recommended practices in its Environmental Social and Governance (“ESG”) Reporting Guide² from recommendations into “comply-or-explain” requirements. At the same time, the new CO requires Hong Kong companies that are not eligible for the small company exemption to provide a discussion of environmental policies and performance in the directors’ report³, to the extent necessary for an understanding of the development, performance or position of the company’s business. This will be incorporated into the listing rules for all listed companies for accounting periods ending on or after 31 December 2015. This year, minor changes were also made to the marking scheme for SSR awards, to improve and clarify certain criteria.

The Institute wishes to express its gratitude for the long-standing and continuing support given to the Awards by the Hong Kong SAR Government, financial services regulators, investor groups, academia, and the business and professional communities, including through their participation on the judges’ and reviewers’ panels. The Institute also thanks those companies and organisations that enter BCGDA and allow themselves to be judged against their peers and benchmarked against the highest standards of CG in Hong Kong.

¹ *Listing rules, Appendix 14 (Main Board)/ Appendix 15 (Growth Enterprise Market (“GEM”)).*

² *Listing rules, Appendix 27 (Main Board)/ Appendix 20 (GEM).*

³ *Listing rules, Appendix 16, paragraph 28(2) (Main Board) / Chapter 18, paragraph 18.07A (GEM) relating to section 390 and Schedule 5 of the CO.*

The BCGDA aims to:

- establish current Hong Kong benchmarks of CG best practice, against which companies⁴ can measure their own performance; and
- encourage more companies to refer to those benchmarks and improve their own CG standard.

In individual categories, diamond, platinum and gold awards are available to be given out, as well as significant improvement awards (“SIAs”) for companies demonstrating substantial improvements in their CG practices and disclosures. “Special mentions (“SMs”)” are used to acknowledge other entries that reflect commendable efforts in the relevant category.

Companies’ annual reports remain the principal basis of the reviews and assessments carried out for the BCGDA, as they still represent the main channel of communication with shareholders and stakeholders, even though, nowadays, most companies supplement their annual report with information published on their website.

For SSR reporting, starting from last year, awards may be given out in any of the five main categories indicated below. The sources of relevant information include annual reports, standalone CSR/ sustainability reports and, to some extent also, related website information.

Reviewers and judges seek to identify, through disclosures in annual reports and CSR/ sustainability reports, those companies that have embedded good governance and socially responsible and sustainable practices within their organisational culture.

Categories and Judging Criteria

(1) There are five main categories, which are:

(a) Listed companies:

Main Board

(i) Hang Seng Index (“HSI”)-constituent companies

Main Board or Growth Enterprise Market (“GEM”)

(ii) Non-HSI-constituent companies (large market capitalisation)

(iii) Non-HSI-constituent companies (mid-to-small market capitalisation)

(iv) H-share companies and other Mainland enterprises

(b) Public sector/Not-for-profit organisations

⁴ In this report, the term “company” is used to refer to both listed companies and public sector organisations, unless the context suggests otherwise. In the detailed commentaries on the annual reports of the award winners, references to “company” also include references to the listed group.

The judging criteria for the main CG awards cover:

- Overall presentation
- Promptness of reporting
- Quality of disclosure in relation to the following information:
 - CG statement and practices
 - Capital structure
 - Board structure, including composition and diversity, and board functioning
 - Management discussion and analysis (“MD&A”), including operating and financial reviews and strategic outlook
 - Remuneration policy and details of directors’ and senior management’s remuneration packages
 - Nomination committee’s work and policies and nomination processes
 - Internal controls and risk management
 - CSR and environmental reporting
 - Connected transactions and relationships
 - Other voluntary disclosures relating to, e.g., audit committees, internal audit and investor relations
- Compliance with the CG-related disclosure requirements of CO and the listing rules governing the listing of securities on the HKSE main board or GEM, as appropriate.
- Ease of identifying compliance information.

(2) There are also separate awards for SSR reporting.

Review and Judging Procedures

The following two levels of review are conducted, after an initial vetting procedure to exclude reports that do not meet the minimum standard required for being shortlisted:

- (i) Quality Review:** This involves an assessment of the quality and standard of presentation and disclosure of CG information in annual reports, with an emphasis on voluntary disclosures that exceed the minimum requirements.
- (ii) Compliance Review:** Reports that are shortlisted in the quality review undergo a further review to verify their compliance with the mandatory CG-related disclosure requirements under the CO and the listing rules. Reviewers are also asked to score the clarity and quality of presentation of mandatory compliance information.

Other relevant publicly-known information that reflects on companies' actual CG practices may also be taken into account, where appropriate.

In the initial vetting process, annual reports undergo a preliminary review to see if they merit a more in-depth analysis of companies' CG performance. At this stage, companies may be filtered out for a variety of reasons including:

- Qualified/ modified auditors' report (subject to the reasons for the qualification/ modification).
- Shares suspended from trading for three months or more.
- Unable to report within external reporting deadlines.
- Unable to meet the requirements of having one third (with a minimum of three) of the board being independent non-executive directors ("INEDs"), or having at least one INED with appropriate professional qualifications or accounting or related financial management expertise.
- Unable to comply with the CG Code Provisions ("CPs"), or provide convincing explanations for any deviations.
- Reprimanded by the Securities and Futures Commission ("SFC") or HKSE (depending on the nature of the reprimand).
- Little or no disclosure in some fundamental areas of good CG.

This year, the initial vetting process was expanded substantially from around 220 annual reports to around 600, to improve the chances of identifying companies with a high standard of CG, which might otherwise have slipped through the net.

After the initial vetting, the reviewers conduct comprehensive reviews of those annual reports that pass the first stage and, based on the results of two rounds of quality reviews and a compliance review, a shortlist is produced of the best companies in each category for final judging by the judges. Against the background of the reviewers' findings, the judges conduct their own evaluations of the shortlisted companies to determine the award winners in each category.

For the SIAs, the reviewers identify companies that attain a good overall standard of CG, while demonstrating a substantial increase in overall marks, in the current year compared with the previous year (and also prior years). A more detailed comparison of the current and previous years' reporting is then conducted to identify specific areas of improvement and assess whether these are sufficient for the companies concerned to be shortlisted for the judges.

To determine the winners of SSR awards, the CSR/ sustainability disclosures and practices of companies that obtain high marks in the CSR part of the quality reviews, and other companies that are known to be leaders in this aspect of reporting, undergo a more detailed review against specifically-designed assessment criteria. A shortlist of companies is then referred to the judges' for final determination. In addition to relevant disclosures in annual reports, standalone CSR/ sustainability reports and other readily-available information (e.g., website information) are also considered.

The assessment criteria for the SSR awards make reference to existing recognised and objective benchmarks, such as the Global Reporting Initiative criteria (“GRI”; see the Appendix) and the HKSE’s ESG Reporting Guide. The scope covers various aspects of SSR reporting, including strategy and governance; background and objective of reporting; oversight of, and accountability for, reporting; the content, quality and scope/ boundary of reporting; performance indicators; and whether independent assurance has been obtained.

Judging Considerations

The emphasis of the BCGDA is very much on voluntary disclosure of relevant information in annual reports that exceeds the statutory and regulatory requirements. Areas of importance include risk management and internal control, board composition, diversity and functioning; the composition, role and transparency of reporting of remuneration and nomination committees, as well as the clarity of disclosures and policies in relation to the remuneration and nomination processes; companies’ explanations of the basis on which they generate or preserve value over the longer term and their strategy for delivering their objectives; the expanded role of audit committees to ensure channels are available for employees and others to report on corporate irregularities and “whistle-blowing” policies generally; and CSR practices and reporting.

Another major ingredient of good governance practices is the quality and informativeness of reporting in the MD&A section of annual reports, in terms of, e.g., providing a balanced explanation of the performance and prospects of the business or, in the case of the public sector, in terms of the delivery of services to the public, and the discussion of challenges that the company may face.

The SSR awards section of the BCGDA examines how companies are addressing the longer-term issues of the sustainability of their business model and whether ESG issues are being integrated into their strategy and operations, in addition to performance in terms of basic environmental awareness and practices, community participation, charitable activities, etc. The organising committee believes that the quality of SSR reporting is a good barometer of a well-run company that is attuned to the environment in which it operates. This includes its wider social and ethical responsibilities, besides its immediate responsibility to its shareholders or stakeholders to create and maintain value or to deliver public services that provide value for money. The SSR awards seek to identify Hong Kong listed companies and public sector organisations that set the benchmarks for their peers in this key area of non-financial reporting.

The public sector/not-for-profit category remains a key part of the Awards. The judges look to find examples of good CG disclosures and practices amongst organisations of all shapes and sizes. It is often a challenge for smaller non-governmental organisations (“NGOs”) with limited resources to develop a comprehensive CG framework. The Institute continues to work with the Hong Kong Council of Social Service to educate small NGOs on financial management and CG, with a view to raising their general level of awareness and understanding of CG. Larger, well-resourced, public sector organisations should be more geared up and self-driven towards attaining high standards of CG and meeting the community’s expectations of them, not only in terms of the quality of the services that they provide, but also their transparency, accountability and social responsibility.

The quality review is core part of the BCGDA. The annual reports of companies being considered for the shortlist undergo two separate reviews conducted by two different reviewers, ensuring consistency and reducing the impact of variations in marking approaches between individual reviewers.

The reviewers and judges assess the scope of CG-related disclosures, the quality of the information provided, both in form and substance, and the standard of the underlying governance practices, as evidenced in annual reports. They endeavour to take an overall view of companies' CG structures, practices and disclosures and form an impression of the extent to which a good CG culture is entrenched within those companies. They also consider whether efforts are being made towards further improving standards. Where applicable, the reviewers and judges consider the transparency and clarity of any disclosures in annual reports relating to developments or incidents affecting companies that may have raised public interest or concern.

Recent Corporate Governance Developments

The development of CG frameworks and their application, both in Hong Kong and internationally, is a continuing and iterative process. Raising the baseline CG requirements is not a matter of imposing an additional regulatory burden and costs on companies, but, rather, of responding to market expectations while providing an effective framework for better strategic decision-making, operations and management of companies. It also helps ensure greater consistency and a level playing field for investors and companies, particularly in terms of non-financial disclosure, just as the application of generally accepted accounting principles and the adoption of, or convergence with, international financial reporting standards has largely achieved this for financial reporting. When good CG practices are integrated into the strategy and operation of the business, the quality and integrity of decision making is improved. Better risk assessment and management, potentially, opens up more opportunities, in terms of easier access to funding and an increased capacity to take on additional risk for the further development of the business.

A number of notable CG developments have taken place since the conclusion of the 2014 Awards, both domestically and internationally. Some of these are highlighted below.

Hong Kong

HKSE published consultation conclusions to its consultation on risk management and internal control conducted in 2014. The consultation highlighted the need to delineate more clearly the roles and responsibilities of a company's board, management and internal control systems and to set out the minimum specific disclosures that a company should make in its CG Report in order to enhance transparency. As a result of this exercise, the following changes will take effect for accounting periods beginning on or after 1 January 2016 (See the Appendix):

- Incorporating risk management into the CG Code where appropriate;
- Defining the roles and responsibilities of the board and management;
- Clarifying that the board has an ongoing responsibility to oversee the issuer's risk management and internal control systems;
- Upgrading to CPs, the current recommended best practices ("RBPs") in relation to the annual review of the effectiveness of the issuer's risk management and internal control systems, and upgrading some disclosures in the CG Report from recommendations to mandatory disclosures; and
- Upgrading to a CP the RBP that issuers should have an internal audit function and, for those without, should review the need for such a function on an annual basis.

During 2014, a concept paper on weighted voting rights (“WVR”) was issued by HKSE for consultation to seek views from the market and other stakeholders as to whether Hong Kong should relax the one-share-one-vote restriction that generally applies to companies listing on the local bourse. It was noted that some markets, including the United States and China, allow WVR, with, in some cases, certain type of limitations. It was also noted that new technology companies, such as Alibaba and Google, tend to adopt WVR to ensure that the original creative minds and innovators behind the companies can retain control, at least for a certain number of years after listing, without holding a majority stake in the expanded company. However, there are possible risks for investors in allowing such structures and for that reason the Securities and Futures Commission (“SFC”) indicated that it was not supportive of allowing WVR for primary listings in Hong Kong at this time. Following the consultation, the HKSE’s Listing Committee has recently decided not to pursue the option of WVR for either primary or secondary listings, for the time being. However, this consultation did serve to stimulate a healthy discussion on market development and to highlight the question of Hong Kong’s competitive position and the different approaches adopted by different markets. This is a debate that is likely to continue in the years ahead.

Early in 2015, the Institute published a printed version of its new CG guide, *A Guide on Better Corporate Governance Disclosure*, first published on-line in 2014. Printed copies were sent out, together with copies of the judges’ report for the BCGDA 2014, to all listed companies in Hong Kong with a covering letter explaining the background and objective.

In the third quarter of 2015, HKSE also conducted a consultation on changes to its ESG Reporting Guide. The proposals aim to strengthen ESG disclosure requirements, encourage more widespread and standardised ESG reporting amongst issuers, and help issuers meet greater demand and expectations for non-financial information from investors and other stakeholders. The Consultation Conclusions are pending. The key proposals in the consultation paper are summarised below:

- Upgrade the general disclosure under each of the aspects of the guide to “comply or explain” and align the wording with the directors’ report requirements under the CO (see above).
- Amend the listing rules to require issuers to state in their annual reports or ESG reports whether they have complied with the “comply or explain” provisions of the ESG Guide for the relevant financial year.
- Revise the introductory section of the guide to provide more guidance on reporting and to be more in line with international standards.
- Re-arrange the guide into two subject areas (“Environmental” and “Social”).
- Upgrade the key performance indicators (“KPIs”) under the “Environmental” subject area to “comply or explain”.
- Revise the wording of the recommended general disclosure and KPIs under employment and labour standards, bringing them more in line with international standards, by incorporating disclosure of gender diversity.

A relatively new area of attention in CG is the development of “stewardship” or responsible investment guidelines and codes. These are aimed primarily at institutional investors and seek to encourage them to actively engage with investee companies on CG issues, particularly where there may be deficiencies, and to report back to their clients and beneficiaries. Currently, where they exist, e.g., United Kingdom (“UK”), Australia, Japan and Malaysia, such codes and guidelines tend to be voluntary or applicable on a “comply or explain” basis. Other jurisdictions are considering introducing codes. In the first half of 2015, the SFC issued a consultation on seven principles of responsible ownership (see the Appendix). The consultation conclusions are pending.

The Hong Kong Monetary Authority, together with the SFC and the Insurance Authority, has been consulting on establishing an effective financial resolution regime for financial institutions in Hong Kong. In the aftermath of the global financial crisis, this is part of an international initiative, driven by the Financial Stability Board⁵, to establish mechanisms for dealing with systemically important financial institutions that may find themselves in financial distress, without having to bail them out with public funds, except as a last resort. The Institute’s Restructuring and Insolvency Faculty studied the second stage public consultation proposals and submitted views in May 2015 (see the Appendix).


International

Integrated reporting (“<IR>”) continued to be a focus during the year. This is an important international initiative aimed at improving corporate reporting and encouraging companies to focus on longer-term, more sustainable, performance. <IR> is supported by a number of international professional and multilateral organisations, including the International Federation of Accountants (“IFAC”), the IFRS Foundation and GRI. According to the International Integrated Reporting Council (“IIRC”), <IR> is being adopted by more than 1000 business worldwide. This includes a number of major international corporations, listed by IIRC as <IR> Reporters on the IIRC website (see the Appendix). Several listed companies in Hong Kong have also started on the road to <IR>.

In order to aid understanding of how to adopt <IR>, IIRC has been releasing examples of emerging <IR> practice, illustrating the way in which organisations report concise information about how their strategy, governance, performance and prospects, in the context of their external environment, lead to the creation of value over the short, medium and long term (see the Appendix).

The Organisation for Economic Cooperation and Development (“OECD”) has released revised *Principles of Corporate Governance*, providing recommendations for national policymakers on shareholder rights, executive remuneration, financial disclosure, the behaviour of institutional investors and how stock markets should function (see the Appendix). The IFAC Professional Accountants in Business Committee (“IFAC PAIBC”) commented on the proposed revisions, through its membership of Business and Industry Advisory Council, which is an OECD private sector consultation group. While it was hoped that OECD would take the opportunity to undertake an extensive revision, given that the principles have become an international benchmark, having been adopted as one of the Financial Stability Board’s key standards for sound financial systems and also serving as a standard for governments and regulators worldwide, there were constraints on making wholesale changes.

⁵ *The Financial Stability Board succeeded the Financial Stability Forum, after the global financial crisis, with a remit to coordinate, at the international level, the work of national financial authorities and international standard setting bodies and to develop and promote the implementation of effective regulatory, supervisory and other financial sector policies. It brings together national authorities responsible for financial stability in significant international financial centres, international financial institutions, sector-specific international groupings of regulators and supervisors, and committees of central bank experts.*



In addition, OECD has updated its *Guidelines on Corporate Governance of State-Owned Enterprises*, first published in 2005, which are a complement to the CG Principles (see the Appendix). The guidelines are the internationally agreed standard for how governments should exercise the state ownership function to avoid the pitfalls of both passive ownership and excessive state intervention.

IFAC PAIBC, on which the Institute is represented, develops a range of guidance and other materials on CG-related areas. Understanding the importance of incorporating risk management in daily business, IFAC PAIBC developed a thought paper, entitled, *From Bolt-on to Built-in—Managing Risk as an Integral Part of Managing an Organisation*. The paper demonstrates the benefits of properly integrating the management of risk and provides guiding principles and a practical example on how such integration can be achieved.

The Committee of Sponsoring Organisations of the Treadway Commission, better known simply as “COSO”, which recently revised its internal control framework, is now updating its enterprise risk management framework. The International Organisation for Standardisation or “ISO” is reviewing its risk management standards (ISO 31000) (see the Appendix).

Given the increasing importance of ESG reporting, IFAC PAIBC has developed a briefing, *Accounting for Sustainability. From Sustainability to Business Resilience*. This clarifies the important role accountants can, and should, play in embracing sustainability and helping the organisations that they serve to incorporate sustainability into a broader business agenda and strategy. The guidance includes references to some of the many resources and tools available to professional accountants to help develop their knowledge and skill sets (see the Appendix).

Commentaries

Observations in 2015

This section looks at some of the general and more specific observations emerging from this year's Awards and, in particular, from the judges' evaluations of the shortlisted companies and the work performed by the reviewers during the earlier rounds of reviews.

While the CG practices and disclosures of the shortlisted companies were compared with their peers, at the same time, they were benchmarked against the highest standards of CG in Hong Kong. The judges this year continue to take the view that diamond, platinum, and gold awards should not simply be given to the first, second and third-place companies in each category. Instead, each level of award should be seen as reflecting a certain standard of CG that companies need to achieve.

This year, there is only one diamond awardee. There are other companies whose CG performance is also of a high standard and displays commitment by the board and senior management and, often, strength in particular areas of good CG. The judges wish to encourage them to continue to work towards achieving best practices and to make it an objective to achieve higher levels of awards in the future.

In total, fewer awards are given out this year than last year. As the bar is progressively raised in terms of the minimum regulatory requirements, companies may need to make more effort to increase their disclosure beyond the level of mere compliance. In addition, this is sixteenth year of the BCGDA and the judges expect to see continuing improvements and may be more ready to mark down where they can still see material information gaps. It should be emphasised once again that the BCGDA is not an annual reports competition but, rather, it aims to recognise good CG disclosures that reflect high quality CG practices and a sound and ethical corporate culture.

Notwithstanding the above, the overall quality of companies' presentation of key information impressed the judges. Many companies are making greater efforts to engage their stakeholders' attention through their annual reports and sustainability reports, and to communicate clearly and effectively. While the quality of CG disclosures of the best companies in the HSI category continues to set the standard, the judges consider that, in some cases, there remains scope for improvement in terms of aligning aspirations with actual practices. The standard of the shortlisted companies in the non-HSI (large market capitalisation) category is also generally high.

The governance of companies in the H-share companies and other Mainland enterprises category has been steadily improving and there are more companies vying closely for awards. Interestingly, it is not necessarily the largest companies in this category that occupy the top spots. There are also some consistent performers among the winners which seem to recognise and embrace the benefits of good CG to the strategic decision making and operation of the business. An increasing number of companies in this category set out details of their compliance with the CPs of the CG Code and explain clearly the reasons for any deviations.

The judges are pleased to note that the best companies in the non-HSI (mid-to-small market capitalisation) category can hold their own against much larger companies, in terms of attractively presented, well-rounded CG information, and the good practices that this reveals. The reviewers and judges hope to see a larger group of potential award winners coming through in this category in future.

The winners in “public sector/ not-for-profit organisations” category are familiar faces. They should be commended for maintaining high standards of CG, notwithstanding the absence of specific CG requirements in the public sector. In this category, additional CG structures are being put in place, in terms of, e.g., risk management and internal audit functions and more organisations are beginning to report on SSR issues. However, information gaps are still quite prevalent and, generally, too few organisations appear to see the value of greater transparency as a means of strengthening their overall performance and stakeholder relations.

The SSR awards have become one of the brightest spots in the BCGDA as a whole. The judges are pleased to see increased competition, with strong candidates from different backgrounds being shortlisted for SSR awards. More companies are using recognised benchmarks for their reporting, like GRI and HKSE’s ESG Reporting Guide, and are providing well-presented, extensive and relevant information with clearly-defined SSR targets.

Observations of Judges and Reviewers on Specific Areas of Strength and Weakness

The judges and reviewers in the 2015 Awards highlight a few specific areas to be commended and encouraged, as well as areas for further improvement. These include the following:

1. In terms of Hong Kong’s CG requirements, the best companies in most categories are still achieving high scores on the strength of their voluntary additional disclosures, even though the baseline CG requirements have been raised. This suggests that there is a progressive improvement in CG standards, which is essential if Hong Kong is to maintain its position in a highly competitive environment, as other markets in Asia continue to strengthen their CG frameworks and enforcement.
2. It was observed that a number of companies benchmark themselves against most of the RBPs in the CG Code, with explanations of any deviations. This provides readers with useful information.
3. Against the background of the implementation of the revisions to the CG Code on risk management and internal control next year, the shortlisted companies generally perform well in disclosing their risk management and internal control framework and processes. Some of them have established dedicated risk committees and disclose key risks and mitigation measures. This information helps investors to analyse the overall risk profile of particular companies and facilitates more informed investment decisions.
4. A number of listed companies and public sector organisations are improving the standard of their CSR/ sustainability reporting. While some are still at the early stages of maturity and their reports are more marketing orientated, the best performers’ SSR reports provide information that is clear, transparent and comprehensive, with the use of graphics, tables and charts to enhance the readability of the reports. There is still room for improvement, even among the better reporters, in terms of highlighting and addressing the key sustainability issues and challenges for their specific industries.
5. The judges note that a few companies are moving in the direction of <IR>. This includes some of the awardees and, also, for example, The Link Real Estate Investment Trust. The efforts of Hong Kong listed companies in starting to adopt <IR> is a welcome development and something to be further encouraged.

6. Another welcome development is the adoption by some companies, including Standard Chartered PLC and KAZ Minerals PLC, both of which are also UK listed, of the long-form audit report. This requires the auditors to highlight, amongst other things, significant matters considered in the course of the audit. Although this is now a UK requirement, it sets a good example for the Hong Kong market. The new and revised Auditor Reporting Standards will be effective for audits of financial statements for periods ending on or after 15 December 2016 and the Institute encourages other Hong Kong listed companies to consider early adoption. Audit committees should be alerted to the need to work closely with the companies' auditors as the committees will need to approve the audited financial statements with long-form reports.
7. The judges observed that in cases where companies' boards are dominated by INEDs, who mainly serve an oversight role, it is important for those companies to disclose more detailed information about members of senior management, as they have a greater influence on the day-to-day running of the company.
8. Listed companies and public sector organisations still need to enhance the transparency of their processes and criteria for the nomination and appointment of directors. They should also do more to explain how individual directors' skill sets contribute to the operation of the board. In the public sector, INEDs and NEDs should be more clearly differentiated and, in some cases, they may need to step up their attendance on committees. In addition, although it is still a relatively new area of CG in Hong Kong, more needs to be done in terms of explaining board diversity policies and setting measurable targets.
9. Listed companies and public sector organisations could improve the disclosure of the details of director remuneration policies and senior management's remuneration packages, which is important information for investors and other stakeholders.

Hang Seng Index Category

DIAMOND AWARD

CLP Holdings Limited

Board of Directors:

EXECUTIVE

Richard Kendall Lancaster (Chief Executive Officer)

NON-EXECUTIVE

The Hon Sir Michael Kadoorie, *GBS* (Chairman)

William Elkin Mocatta (Vice Chairman)

Ronald James McAulay

John Andrew Harry Leigh

Andrew Clifford Winawer Brandler

Lee Yui Bor

INDEPENDENT NON-EXECUTIVE

Vernon Francis Moore, *BBS*

Sir Rod Ian Eddington

Nicholas Charles Allen

Cheng Hoi Chuen Vincent, *GBS, OBE, JP*

Law Fan Chiu Fun Fanny, *GBS, JP*

Lee Yun Lien Irene

Rajiv Behari Lall

Audit Committee:

Vernon Francis Moore, *BBS* (Chairman)

Nicholas Charles Allen

Law Fan Chiu Fun Fanny, *GBS, JP*

Lee Yun Lien Irene

Auditors:

PricewaterhouseCoopers



Findings

The annual report of CLP Holdings Limited (“CLP”) is well-structured and very informative, with comprehensive coverage. Laymen will find the company’s report easy to read. Highlights include:

1. Presentation and scope:
 - Eye-catching graphics, charts and diagrams, making the company’s report easy to comprehend
 - A consistent leader in Hong Kong in areas such as the adoption of <IR>, and also sustainability reporting, in an industry where this is inherently challenging to implement
 - Provides QR codes to make report reading more mobile-friendly
 - Presents an effective snapshot of the company in different dimensions, e.g., by regions, major events, financial and non-financial figures.
2. An unambiguous commitment to high standards and continued improvement:
 - Impressive implementation of voluntary CLP CG code, including a breakdown of the major respects in which CLP’s own code meets or exceeds the CPs of the CG Code under the listing rules. A clear explanation is also given of the deviation from the RBP on quarterly financial reporting
 - Highlights the company’s responses to new CO and other relevant regulations
 - Issues quarterly statements, demonstrating the management’s commitment to high transparency and willingness to be open to investors in both good and difficult times
 - Includes separate reports on each of the major areas, with clear philosophy, framework, individual responsibilities and assessment criteria.
3. Clear and systematic risk management report:
 - CLP identifies, in a tabular format, different types of major risks in the market, evaluates the change in their levels and indicates ways in which these risks can be mitigated, helping readers to have a clearer understanding of the company’s risk exposures
 - The company also explains emerging risks resulting from the increasing occurrence of extreme weather events, together with a heat map of top-tier risks to evaluate the likelihood of the events and the corresponding consequences.
4. CLP again uses plain language to explain technical accounting principles and terms in the “Accounting Mini-series” section, facilitating readers to understand the company’s financial statements. This year the company explains “debt-to-equity ratio” by using its own financial information as an example, together with exemplary diagrams.
5. The remuneration reports sets out comprehensive and transparent remuneration disclosures, including the basis of determining annual and long-term incentive schemes and the components of the remuneration packages of directors and senior management, on a named basis.
6. The section on “Shareholder Value and Engagement” is comprehensive, showing the company’s responsibility towards its shareholders. CLP has established a “Shareholders’ Communication Policy”, which forms the basis for extensive and ongoing engagement with its shareholders and the investment community, and it also welcomes and invites feedback from stakeholders via different channels.
7. CLP has published an integrated annual report that encapsulates a number of different reference guidelines, including IIRC, HKSE’s ESG Reporting Guide, the Institute’s approach on CG disclosure and GRI G4.
8. CLP produces a creditable sustainability report showing the company’s overall social, environment and ethical performance, and stakeholder relations, in a succinct manner. The judges’ comments on this area of reporting are discussed in more detail on pages 40-41.

Hang Seng Index Category

GOLD AWARD

Hong Kong Exchanges and Clearing Limited

Board of Directors:

EXECUTIVE

Li Xiaojia, Charles (Chief Executive)

INDEPENDENT NON-EXECUTIVE

Chow Chung Kong*, JP (Chairman)

Chan Tze Ching Ignatius, BBS, JP

Freshwater Timothy George*

Harrison John Barrie*

Hu Zulu Fred

Hui Chiu Chung Stephen*, JP

Kwok Chi Piu Bill, JP

Lee Kwan Ho Vincent Marshall

Lee Tze Hau Michael*, JP

Leung Ko May Yee, Margaret*, SBS, JP

Williamson John Mackay McCulloch

Wong Sai Hung Oscar

* Government Appointed Directors

Audit Committee:

Harrison John Barrie (Chairman)

Lee Kwan Ho Vincent Marshall (Deputy Chairman)

Chan Tze Ching Ignatius, BBS, JP

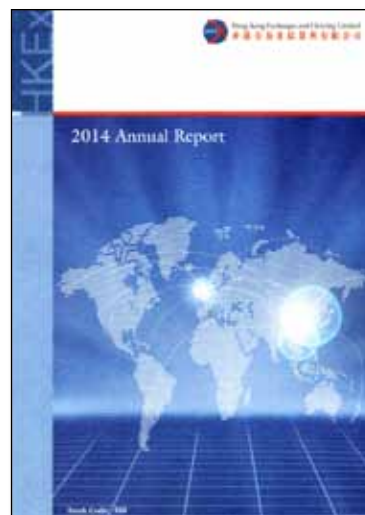
Kwok Chi Piu Bill, JP

Lee Tze Hau Michael, JP

Williamson John Mackay McCulloch

Auditors:

PricewaterhouseCoopers



Findings

The judges found the presentation of information in Hong Kong Exchanges and Clearing Limited (“HKEx”)’s annual report to be well organised and comprehensive. Highlights include:

1. Impressive use of cross-references, colourful graphics, tables and charts, aiming to enhance the report’s readability.
2. The report provides an overview of the company’s financial statistics and major events, assisting readers to find key information at a glance.
3. Board structure and functioning and shareholding:
 - The board committees each have their own separate report to describe work done during the year
 - Disclosure of board diversity policy and practices with its policy available on the company’s website
 - Well-disclosed shareholding analysis and related information, including share ownership by type.
4. HKEx maintains a balance between its dual roles as a regulator and a listed company and remains a good role model for other listed companies. The company is in full compliance with most of the CPs and RBPs and makes an effective use of coloured tables and charts to help the presentation.
5. Structured, concise and clear financial review section, with appropriate and clear linkages to various components of the financial statements.
6. HKEx adopts an enterprise risk management framework to enhance its risk management so that all material risks are identified from the regulatory, financial, operational and strategic aspects. Analysis of percentages of these risks faced by HKEx, the London Metal Exchange (“LME”) and LME Clear are also illustrated to enhance readers’ understanding.
7. Comprehensive CSR reporting:
 - Detailed discussions on stakeholder engagement, marketplace, workplace, community and environment
 - An ESG committee has been formed, comprising five board members, including HKEx’s chairman, who acts as the ESG Committee’s chairman, and HKEx’s chief executive. The involvement of these senior executives shows the company’s commitment from the top towards effective CSR reporting.
8. It was noted that the board resolved in March 2015 to set up a risk committee to be responsible for the group enterprise-wide risk management. The judges considered this to be prudent move to improve oversight of risk management function, given the group’s diversified risks, encompassing securities, futures and commodity exchanges and clearing houses, in Hong Kong and London.

Non-Hang Seng Index (Large Market Capitalisation) Category

PLATINUM AWARD

The Hongkong and Shanghai Hotels, Limited

Board of Directors:

EXECUTIVE

Clement King Man Kwok (Chief Executive Officer)

Peter Camille Borer

Alan Philip Clark

NON-EXECUTIVE

The Hon Sir Michael Kadoorie, *GBS* (Chairman)

Andrew Clifford Winawer Brandler (Deputy Chairman)

Ronald James McAulay

William Elkin Mocatta

John Andrew Harry Leigh

Nicholas Timothy James Colfer

INDEPENDENT NON-EXECUTIVE

The Hon Sir David Kwok Po Li, *GBM, GBS, OBE, JP*

Patrick Blackwell Paul, *CBE*

Pierre Roger Boppe

William Kwok Lun Fung, *SBS, OBE, JP*

Rosanna Yick Ming Wong, *DBE, JP*

Audit Committee:

Patrick Blackwell Paul, *CBE* (Chairman)

Andrew Clifford Winawer Brandler

William Kwok Lun Fung, *SBS, OBE, JP*

Auditors:

KPMG



Findings

The judges regarded the disclosures in the annual report of The Hongkong and Shanghai Hotels, Limited (“HSH”) to be well presented and reflective of good CG practices. Highlights include:

1. HSH has a clear summary of the business, performance, financial and operating statistics at a glance, together with good explanations of major financial statement items in the Financial Review Summary. The first ten pages of the report give readers a quick overview of the company’s business portfolio and financial performance.
2. The CG report, successfully conveys the quality of the company’s culture in terms of CG:
 - Setting out clearly the functions and structures of Audit, Nomination, Remuneration, Executive and Finance Committees
 - Delineating the details, responsibilities and roles of the senior management and key functions in an informative manner
 - HSH develops its own internal CG guidance and incorporates HKSE’s CG Code, aiming to benchmark high-quality CG structures and practices
 - The majority of board members are non-executives, including five INEDs, with one female INED. The company acknowledges that gender diversity at board level can be improved, while applying the principle of appointments based on merit. Women occupy a significant percentage of senior management and key function areas.
3. A comprehensive and dynamic risk management report:
 - Adopts a “Three Lines of Defence Model” in respect of internal controls, elaborating operations, in-house policies and guidelines in detail
 - Refers to the Group Risk Committee, including its role, responsibilities, key activities performed during the reporting year
 - Discusses in detail, the company’s principal risks together with key control and mitigating measures.
4. Well-structured business and financial review:
 - Fairly discusses the company’s business prospects, in which both positive and negative factors affecting each major operating location are presented to give a balanced picture
 - Discloses major financial indicators and certain industry-specific indicators, such as occupancy rate, average room rate and revenue per available room, over a sufficiently long time span (e.g., the Ten Year Operating Statistics). This helps investors conduct a long-term trend analysis of the company’s financial position.
5. The company’s feature stories enhance investors’ understanding of the company’s future direction, allowing readers to look at the company from different perspectives.
6. HSH has conducted training on an inside information escalation policy for selected managers, enhancing their understanding of how to deal with this kind of information. In addition, data privacy practices are in place to reinforce the company’s operation.
7. Impressive sustainability review section, explaining the company’s sustainability vision in seven areas of focus, setting out the current year’s progress, next year’s commitments and ambitions in 2020. Further analysis of the company’s sustainability reporting is set out on pages 42-43.

Non-Hang Seng Index (Large Market Capitalisation) Category

GOLD AWARD

Hysan Development Company Limited

Board of Directors:

EXECUTIVE

Irene Yun Lien Lee (Chairman)
Siu Chuen Lau
(Deputy Chairman and Chief Executive Officer)
Wendy Wen Yee Yung

NON-EXECUTIVE

Hans Michael Jebsen, *BBS*
Anthony Hsien Pin Lee
Chien Lee
Michael Tze Hau Lee

INDEPENDENT NON-EXECUTIVE

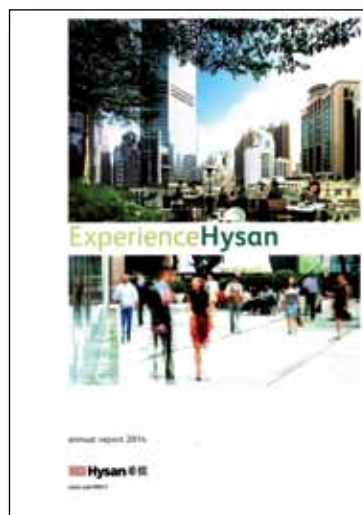
Nicholas Charles Allen
Frederick Peter Churchouse
Philip Yan Hok Fan
Lawrence Juen-Yee Lau
Joseph Chung Yin Poon

Audit Committee:

Nicholas Charles Allen (Chairman)
Frederick Peter Churchouse
Philip Yan Hok Fan
Anthony Hsien Pin Lee

Auditors:

Deloitte Touche Tohmatsu



Findings

The annual report of Hysan Development Company Limited (“Hysan”) has a well-structured format. It not only provides shareholders, investors and other stakeholders with comprehensive information evaluating the whole group’s performance, but also illustrates how the board and management are structured to achieve and ensure the rigorous standard of CG. Other key information includes:

1. A well-organised report with clear index, useful cross references, and brief descriptions to highlight the focus of each section. The company also shows useful summary information to provide readers with a quick overview of Hysan’s business portfolio and performance.
2. CG statement and practices, evidencing a continuing commitment to good CG. Other notable matters include:
 - A board evaluation questionnaire is adopted to evaluate the board’s performance, with responses analysed and discussed by the board
 - The company exceeds the CPs of the CG Code in a number of areas, as indicated in the CG report, demonstrating its effort to achieve a high standard of CG practices
 - Additional voluntary information, such as detailed policies and terms of reference, are disclosed on the company’s website
 - In addition to the CG report, the company also issues Audit Committee, Directors’ Remuneration and Interests, and Internal Control and Risk Management Reports
 - The company has established a corporate disclosure policy to ensure compliance with its continuous disclosure obligations
 - Hysan has engaged an external independent third party provider, which reports directly to the Audit Committee, to monitor its whistle blowing mechanism, ensuring greater independence.
3. Regarding the disclosure of internal control and risk management, Hysan enables readers to obtain a quick grasp of the relevant information. A diagrammatic illustration of the company’s risk management framework showing the “top-down” and “bottom-up” approach in risk management is clear and easily understood.

In addition to the disclosure of those elements generally expected of an effective risk management system (such as the roles of the Audit Committee, internal control policies and procedures), the annual report explains the company’s notable efforts and work done in strengthening its internal controls and risk management systems during the year.

The company’s risk profile and direction of risks are also presented in a concise manner, with cross-references made to various parts of the report for further details.

4. Hysan demonstrates a balanced presentation of essential information on financial and non-financial aspects of the business for stakeholders, including an analysis of market conditions and the board’s role in driving improvements on various fronts, etc.
5. Hysan is a family-owned business. Therefore, the board attaches high importance to avoiding any actual and perceived conflict of interests. For example, the independence status of individual directors is annually assessed by the Nomination Committee, and transactions that are exempt from listing rule requirements are also subject to reporting to the board after management’s approvals. This shows the company is committed to meeting or exceeding the highest standards under Hong Kong’s CG framework.
6. The company is mindful of the importance of environmental protection, and analyses in its annual report cover at great length the environmental impacts of its daily operations, in terms of greenhouse gas emissions, indoor environmental quality, waste generation and water consumption. Measures taken to minimise these impacts are also discussed. In addition, the company participates actively in various environmental programmes and continues to contribute to numerous charitable organisations.

Non-Hang Seng Index (Mid-to-small Market Capitalisation) Category

GOLD AWARD

Pacific Basin Shipping Limited

Board of Directors:

EXECUTIVE

David M Turnbull (Chairman)
Mats H Berglund (Chief Executive Officer)
Andrew T Broomhead
Chanakya Kocherla

INDEPENDENT NON-EXECUTIVE

Robert C Nicholson
Patrick B Paul
Alasdair G Morrison
Daniel R Bradshaw
Irene Waage Basili

Audit Committee:

Patrick B Paul (Chairman)
Robert C Nicholson
Alasdair G Morrison
Daniel R Bradshaw
Irene Waage Basili

Auditors:

PricewaterhouseCoopers



Findings

The judges found the information in Pacific Basin Shipping Limited (“PBSL”)’s annual report to be well presented and reader friendly, with impressive use of cross-references, a colourful and interesting design, as well as good use of tables and charts. Highlights include:

1. PBSL has adopted the principles, CPs and RBPs in the CG Code, with the exception that the company provides a quarterly trading update, rather than publishing quarterly financial results.
2. Use of symbols to indicate where further information is available on the website and linkages to related details within the annual report, audited information and KPIs.
3. Extensive board information showing:
 - High percentage of INEDs and separation of roles
 - The adoption of a board diversity policy
 - Excellent disclosure on directors. In addition, the company’s request under the general mandate provisions is only 10 percent.
3. There is a separate Risk Management Committee, which is headed by the CEO and is responsible to identify and review significant risks. The Audit Committee reviews the findings and opinion of the Risk Management Committee annually. Also, the risk management and internal control framework is consistent with the COSO framework.
4. PBSL discloses its strategic and risks overviews in a prominent position, demonstrating to shareholders how the management team utilises available resources to create value for shareholders and the corresponding outcomes. This is an innovative and effective way of presenting the company’s strategy.
5. The discussion of business highlights is good and there is also a focus on how the company creates value from different angles.
6. In terms of disclosures, the company encourages openness and discusses the tough and changing market conditions.
7. While the company does not report under the full <IR> framework, the focus on matters of key strategic importance and creation of value provides a rounded analysis of the company in a similar way to <IR>.
8. The section, “Corporate Social Responsibility”, follows the recommendations of HKSE’s ESG Reporting Guide. It focuses on areas that are material to the business and is supplemented by information on the company’s website.
9. Overall, while PBSL has been operating in difficult market conditions, it has maintained its commitment to good governance and transparency to its stakeholders, as also evidenced by the range of awards that the company gained in 2014.

Non-Hang Seng Index (Mid-to-small Market Capitalisation) Category

GOLD AWARD

Transport International Holdings Limited

Board of Directors:

EXECUTIVE

Charles Lui Chung Yuen, *MH*
 Roger Lee Chak Cheong (Managing Director)
 Evan Au Yang Chi Chun

NON-EXECUTIVE

Raymond Kwok Ping Luen, *JP*
 Ng Siu Chan
 William Louey Lai Kuen
 Winnie Ng
 Edmond Ho Tat Man
 John Anthony Miller, *SBS, OBE*
 Allen Fung Yuk Lun

INDEPENDENT NON-EXECUTIVE

Norman Leung Nai Pang, *GBS, JP* (Chairman)
 John Chan Cho Chak, *GBS, JP* (Deputy Chairman)
 Eric Li Ka Cheung, *GBS, OBE, JP*
 Gordon Siu Kwing Chue, *GBS, CBE, JP*
 Liu Pak Wai, *SBS, JP*

Audit Committee:

Eric Li Ka Cheung, *GBS, OBE, JP* (Chairman)
 Gordon Siu Kwing Chue, *GBS, CBE, JP*
 John Anthony Miller, *SBS, OBE*

Auditors:

KPMG



Findings

Transport International Holdings Limited (“TIH”)’s annual report is well organised and informative, with appropriate use of diagrams and charts to facilitate readers’ understanding. Highlights include:

1. TIH has implemented most of the RBPs on risk management and internal controls in its risk management and internal control systems, and has reviewed and upgraded the quality of its CG policies and practices to ensure compliance with local regulatory requirements, market changes, social expectations and international developments.
2. Disclosure of board structure and functioning:
 - High percentage of NEDs and INEDs, with separation of roles
 - Adoption of a board diversity policy.
3. TIH has produced a comprehensive business review, which presents a very informative and clear account of all aspects of the company’s operations in Hong Kong and the Mainland.
4. Good disclosure on risk management and internal control, which sets out clearly TIH’s internal control framework and risk management process. A whistle blowing policy has been established to encourage employees, business partners, suppliers and any third parties who have concerns about any suspected misconduct or malpractice to report these issues to the company.
5. There is a separate section in the annual report entitled, “Conversation with the Managing Director”, which is in a Q&A format to provide a reader-friendly means of highlighting some of the key challenges faced by the company, its strategy for future development, and how the company enhances its CG practices.
6. The section, “Engagement with Stakeholders”, discusses the company’s relationship with shareholders, the general public and employees, demonstrating that these three groups are key stakeholders of the company. There is a clear description of the procedure at annual general meetings, including voting by poll and a separate resolution for each matter, such as the election of individual directors. As regards customers, TIH continues to work hard to improve the passenger experience, e.g., providing next stop multi-lingual information on their buses.
7. TIH adequately discloses its remuneration policy and practices and directors’ fees on an individual and named basis, under the remuneration report and notes to the financial statement, respectively.
8. The “Sustainability Report” section provides good information about the company’s care for customers and employees, environmental policy and practices, supply chain management and community outreach.

H-share Companies and Other Mainland Enterprises Category

PLATINUM AWARD

Lenovo Group Limited

Board of Directors:

EXECUTIVE

Yang Yuanqing (Chairman and Chief Executive Officer)

NON-EXECUTIVE

Zhu Linan

Zhao John Huan

INDEPENDENT NON-EXECUTIVE

Ting Lee Sen

Tian Suning

Nicholas C Allen

Nobuyuki Idei

William O Grabe

William Tudor Brown

Ma Xuezheng

Yang Chih-Yuan Jerry

Audit Committee:

Nicholas C Allen (Chairman)

Ting Lee Sen

Ma Xuezheng

William Tudor Brown

Auditors:

PricewaterhouseCoopers



Findings

Lenovo Group Limited (“Lenovo”) has produced a well-designed and well-presented annual report, with good use of charts, diagrams and tables. The company published its report two months after the financial year end, allowing shareholders to obtain relevant information quickly. There are number of positive features in the company’s disclosures, including:

1. Extensive CG report:
 - Lists out the CG principles and structure and the rationale for the chairman and CEO to be the same person
 - Describes the functions and responsibilities of the board members, showing a clear mandate to perform their duties
 - Emphasis is given to internal control and risk management
 - Information given to shareholders and stakeholders is a clear indication of the company’s efforts to communicate with these parties through various channels.
2. Good board practices:
 - High proportion of INEDs on the board of directors
 - Appointment of a lead independent director with clear role and responsibilities
 - Clear disclosure of directors’ selection criteria, emolument policy, continuous professional training arrangements, and annual evaluation of performance
 - Adoption of a board diversity policy, taking into account age, gender, role, tenure and areas of experience
 - Separate executive sessions are arranged for the chairman to meet with NEDs in the absence of management, and the lead independent director to meet with other INEDs in the absence of executive directors and management, to discuss any matters of concern. The chairman meets with each NED on a one-on-one basis, at least once a year, with a view to enhancing communication with, and contributions from, all the directors.
3. Detailed compensation disclosure:
 - Clearly stated directors’ emolument policy, including incentives for accountability and long-term performance, rationale for relevant policies, etc. in the compensation report
 - Yearly review of directors’ remuneration for NEDs, chairman/CEO, senior management, and employees, with NEDs’ fees also being reviewed for alignment with market practice
 - Illustration of the high-level methodologies for determining the performance bonus for the chairman/CEO, senior management and employees
 - A claw back policy is also in place for selected executives, including the chairman/CEO and senior management.
4. Well-presented shareholding structure to set out details of shareholders by size of shareholding, which is not a common practice among listed companies.
5. The report provides links to Lenovo’s website, which contains documents setting out its corporate policies, e.g., climate change policy, supplier diversity programme, employee code of conduct and sustainability policy.
6. The company has introduced a confidential reporting system, known as LenovoLine, allowing employees to anonymously report concerns about business practices 24 hours-a-day, 7 days-a-week.
7. Lenovo is committed to CSR:
 - The company’s sustainability KPIs and the objectives of each target are clearly defined
 - Environmental compliance is supported through internal and external audits of Lenovo’s facilities and those of the company’s suppliers
 - Environmental and sustainability risks are included in the risk management evaluation template within Lenovo’s official risk management process.

H-share Companies and Other Mainland Enterprises Category

GOLD AWARD

China CITIC Bank Corporation Limited

Board of Directors:

EXECUTIVE

Li Qingping (President)
Sun Deshun

NON-EXECUTIVE

Chang Zhenming (Chairman)
Zhu Xiaohuang
Dou Jianzhong
Zhang Xiaowei
Gonzalo José Toraño Vallina

INDEPENDENT NON-EXECUTIVE

Li Zheping
Wu Xiaoqing
Wong Luen Cheung Andrew
Yuan Ming

Audit and Related Party

Transactions Control Committee:

Yuan Ming (Chairman)
Li Zheping
Wu Xiaoqing
Wong Luen Cheung Andrew
Gonzalo José Toraño Vallina

Auditors:

KPMG



Findings

China CITIC Bank Corporation Limited (“CITIC Bank”)’s annual report is impressive and well structured and indicates that the company has a sound CG structure. Highlights include:

1. Extensive CG report:
 - Outlining the principal roles and responsibilities of the board
 - The biographies of key personnel are clearly disclosed under the section on directors, supervisors, senior management and staff, containing information on title, gender, date of birth, term of office and holdings of company shares, if any
 - There are four specialised committees under the board, comprising the Strategic Development Committee, Audit and Related Party Transaction Control Committee, Risk Management Committee and Nomination and Remuneration Committee, with separate reports on each.
2. The chairman’s statement provides a brief and concise overview of the business in 2014 and highlights the challenges the company faced and addressed in 2014. The statement also briefly discloses how CITIC Bank has performed its social responsibility to promote sustainable economic, social and environmental development.
3. The MD&A is supported by detailed figures and diagrams to enable readers to understand the position of the company, providing them with insightful and comprehensive information in the business overview and financial analysis.
4. The company provides a detailed discussion of its risk management structure, policies, major risks and how they are assessed and managed. Also, the bank’s significant risk factors arising from different perspectives and their countermeasures are discussed.
5. CITIC Bank discloses information about proposals for performance evaluation and on remuneration mechanisms for directors and senior management, under the Nomination and Remuneration Committee report.
6. The company has issued a separate CSR report, providing readers with insightful and extensive information about its environmental policies and how it fulfils its social objectives. CITIC Bank also aligns its support for a green economy with its business, imposing tougher credit control over granting loans to polluting industries and supporting loans extended to an environment protection company and other “green credit” projects.

H-share Companies and Other Mainland Enterprises Category

GOLD AWARD

Shenzhen Expressway Company Limited

Board of Directors:

EXECUTIVE

Hu Wei (Chairman)
Wu Ya De (President)

NON-EXECUTIVE

Li Jing Qi
Zhao Jun Rong
Tse Yat Hong
Wang Zeng Jin
Zhang Yang
Chiu Chi Cheong Clifton

INDEPENDENT NON-EXECUTIVE

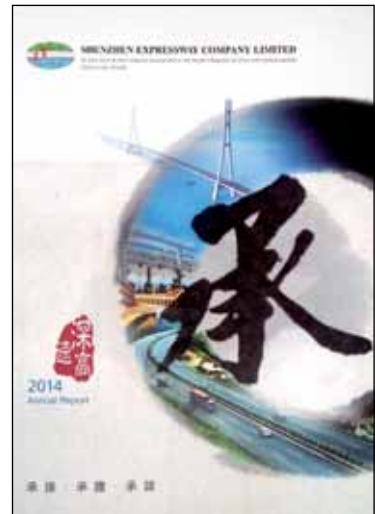
Au Sing Kun
Lin Chu Chang
Hu Chun Yuan
Shi Xian Liang

Audit Committee:

Hu Chun Yuan (Chairman)
Au Sing Kun
Chiu Chi Cheong Clifton

Auditors:

PricewaterhouseCoopers



Findings

The judges commended Shenzhen Expressway Company Limited (“Shenzhen Expressway”) for the comprehensive and clearly-presented information contained in its annual report. Some key points are:

1. Comprehensive CG reporting:
 - Listing out the number of committees and their respective composition, together with their terms of reference
 - Illustrating how the company complies with the CG Code and also provides explanations for deviations
 - Setting out the function of the board, the duties of the chairman and the president, the composition of the board, the responsibilities of the directors and the remuneration of the directors and senior management
 - Containing an excellent chart illustrating the group structure to show how different parties and committees interact with each other.
2. Shenzhen Expressway adopts a board diversity policy for the selection, evaluation and nomination of board members. The Nomination Committee is responsible for reviewing the policy and overseeing its implementation, as well as reviewing and expanding the measurable targets.
3. The backgrounds, ages and qualifications of directors, supervisors and senior management are diverse. Their biographies and general information are clear, including title, gender, age and terms of appointment; holding or trading of shares of the company; remuneration and whether they receive remuneration from shareholder entities during the reporting period.
4. There is a balanced picture of the positive and negative issues affecting the business. For example, although Shenzhen Expressway benefited from the organic growth of traffic volume, improvement of the road network and a proactive marketing campaign, the implementation of a toll-free policy for a section of the Meiguan Expressway put considerable pressure on the growth of the company’s toll highway business.
5. The company’s risk management disclosures are detailed and well organised. Risk analysis and management response measures are provided for policy risk, market risk, business expansion risk, investment and financing risk, and operation management risk.
6. The remuneration policies for directors and senior management are clearly presented. In 2014, key performance targets were determined by the board in four aspects and included nine key goals, which formed the basis for year-end appraisals on the performance of the executive directors and management.
7. The company has issued a 2014 social responsibility report, which is quite extensive and addresses its CSR policy and activities during the year.

H-share Companies and Other Mainland Enterprises Category

SPECIAL MENTION

COSCO Pacific Limited

Board of Directors:

EXECUTIVE

Qiu Jinguang (Vice Chairman and Managing Director)

Feng Jinhua

Tang Runjiang

Feng Bo

Wong Tin Yau, Kelvin, JP

NON-EXECUTIVE

Wan Min (Chairman)

Wang Wei

Wang Haimin

INDEPENDENT NON-EXECUTIVE

Timothy George Freshwater

Fan Hsu Lai Tai, Rita, GBM, GBS, JP

Adrian David Li Man Kiu, JP

Ip Sing Chi

Fan Ergang

Audit Committee:

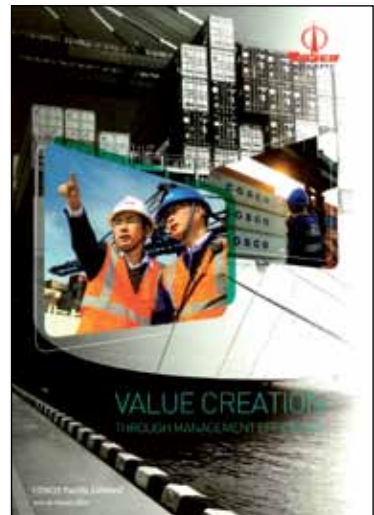
Adrian David Li Man Kiu, JP (Chairman)

Timothy George Freshwater

Fan Hsu Lai Tai, Rita, GBM, GBS, JP

Auditors:

PricewaterhouseCoopers



Findings

The annual report of COSCO Pacific Limited (“COSCO Pacific”) was considered by the judges to be concise and well structured, with a good flow in the presentation of information. Strengths include:

1. The reports of the chairman and vice chairman emphasise good CG and social responsibility, demonstrating a sound corporate culture where key messages from the top permeate through the whole company.
2. COSCO Pacific adopts a board diversity policy, regarding the diversity of the board as a crucial element in the company’s sustainable development and in maintaining its competitive advantages.
3. The comprehensive operational review is supported by a range of tables and charts. It is also easy to read, as COSCO Pacific presents this review by business lines, i.e., terminals and container leasing, management and sale.
4. Quantitative performance indicators are provided to help illustrate the performance of the company to shareholders and the general public, enhancing the report’s readability.
5. The company has established a Risk Management Committee, providing support to the board by identifying and minimising the operational risks of the company, setting the direction for the group’s risk management strategy and strengthening the group’s system of risk management. The committee discussed in detail the major financial, operational and compliance risk factors.
6. The company briefly discusses social responsibility in its annual report, with additional details elaborated in a separate good-quality sustainability report, which is also available on the company’s website.

Public Sector/Not-for-profit Category

GOLD AWARD

Airport Authority Hong Kong

Board of Directors:

EXECUTIVE

Fred Lam Tin-fuk, *JP* (Chief Executive Officer)

NON-EXECUTIVE

Secretary for Financial Services and the Treasury

– The Hon K C Chan, *GBS, JP*

Secretary for Transport and Housing

– The Hon Anthony Cheung Bing-leung, *GBS, JP*

Director-General of Civil Aviation

– Norman Lo Shung-man, *JP*

INDEPENDENT NON-EXECUTIVE

Vincent Lo Hong-sui, *GBS, JP* (Chairman)

The Hon Chan Kam-lam, *SBS, JP*

Edward Cheng Wai-sun, *SBS, JP*

Anita Fung Yuen-mei, *BBS*

The Hon Albert Ho Chun-yan

Benjamin Hung Pi-cheng, *JP*

Franklin Lam Fan-keung, *BBS*

The Hon Jeffrey Lam Kin-fung, *GBS, JP*

Lee Shing-see, *GBS, OBE, JP*

Lo Yiu-ching, *GBS, JP*

Peter To

The Hon Frankie Yick Chi-ming

Audit Committee and Finance Committee:

Benjamin Hung Pi-cheng, *JP* (Chairman)

Anita Fung Yuen-mei, *BBS*

The Hon Albert Ho Chun-yan

Franklin Lam Fan-keung, *BBS*

Secretary for Financial Services and the Treasury

Director-General of Civil Aviation

Auditors:

KPMG



Findings

The information disclosed in the Airport Authority Hong Kong (“AAHK”)’s annual report was regarded by the judges as being concise, informative and well-organised, with good use of charts and diagrams. Other highlights include:

1. Well-illustrated CG structure:
 - Voluntarily applies the CG Code with explanations of deviations, although AAHK is not a listed company
 - Comprehensive CG framework that includes risk management and security in a complex industry
 - Well-presented diagrams showing overview of its CG and internal control frameworks
 - Backgrounds of all board committee members are presented by bar charts, which is useful for readers in assessing the effectiveness of various board committees.
2. Board structure and functioning:
 - Good percentage of INEDs, with only one executive director, who is the CEO. The board comprises 16 members of whom 12 are considered to be INEDs and 3 NEDs
 - Sound disclosure and breakdown of board members’ and executive directors’ remuneration
 - Board composition chart helps the readers understand quickly the board composition from six different dimensions
 - Good summaries of the main board and project committees, the work they performed and matters they considered.
3. AAHK’s risk management report contains a well-presented diagram showing an overview of its risk identification and business continuity management process, and details of various risks and how they are mitigated. The participation of all levels shows AAHK’s emphasis and continuous endeavour in risk management and internal monitoring mechanisms.
4. There is also a comprehensive section on internal control, including roles/reporting lines of various parties in the internal control framework. In addition, the annual internal control review evaluates all major operations and processes of AAHK, based upon the five main components of the COSO framework: control environment, risk assessment, control activities, information and communication, and monitoring.
5. The “Looking Forward” section of AAHK’s annual report contains useful information about the development of the three-runway system from various perspectives and an overview of the North Commercial District development.
6. The corporate sustainability section provides a brief coverage of the various activities of AAHK relating to the environment, staff and the community. AAHK has also issued a separate sustainability report, which is still not a common practice among public sector entities.

Public Sector/Not-for-profit Category

GOLD AWARD

Securities and Futures Commission

The Board:

EXECUTIVE

Ashley Alder, *JP* (Chief Executive Officer)

Brian Ho

Julia Leung, *SBS*

Keith Lui

James Shipton

Mark Steward

NON-EXECUTIVE

Carlson Tong, *SBS, JP* (Chairman)

Leonard Cheng, *JP*

Teresa Ko, *JP*

Lawrence Lee, *JP*

Mary Ma

Wong Kai Man, *BBS, JP*

Kelvin Wong, *JP*

William Wong

Audit Committee:

Wong Kai Man, *BBS, JP* (Chairman)

Teresa Ko, *JP*

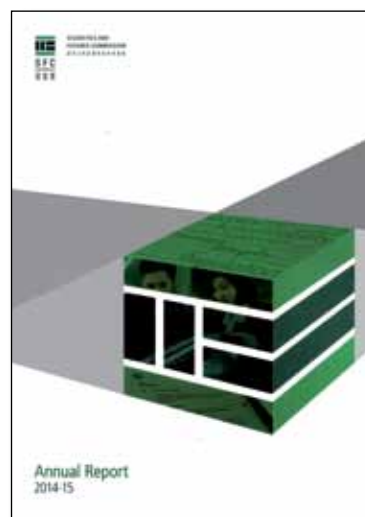
Lawrence Lee, *JP*

Kelvin Wong, *JP*

William Wong

Auditors:

KPMG



Findings

The judges commended the SFC for its informative and well-organised annual report. Key points include:

1. CG reporting and practices:
 - The CG framework is clearly demonstrated by a simple but clear diagram
 - Good disclosure on responsibilities and roles, committee work, and organisational structure
 - SFC has established different committees under the board, which are clearly described in terms of their membership, responsibilities and number of the meetings held during the year.
2. Board structure and functioning:
 - The board has 14 members with high ratio of NEDs (8 NEDs and 6 EDs)
 - Details of board and committee meetings are disclosed to help readers understand the organisation
 - The board conducts a self-assessment exercise from time to time to improve its effectiveness, evaluating basic board responsibilities and the performance of individual members. Assessment results are reported to the board on an anonymous basis.
3. SFC provides a thorough operational review, detailing the commission's work in the area of regulatory standards and update, market infrastructure, product development, intermediary licensing, conduct and practices, enforcement, etc. This is important for a regulator charged with protecting the public interest.
4. The report discloses in detail board members' remuneration by individual and by types of emoluments, including discretionary pay and retirement scheme contributions.
5. The "Direction and Outlook" section is informative, explaining the SFC's objectives and ways to achieve them, which is important given the constantly changing environment.
6. The CSR section provides good coverage of the various activities of SFC relating to workplace, the environment and the community.

Public Sector/Not-for-profit Category

SPECIAL MENTION

Mandatory Provident Fund Schemes Authority

The Board:

EXECUTIVE

Diana Chan Tong Chee-ching, *JP*
(Deputy Chairman and Managing Director)

Cheng Yan-chee

Alice Law Shing-mui

Darren Mark McShane

Cynthia Hui Wai-yee

NON-EXECUTIVE

David Wong Yau-kar, *BBS, JP* (Chairman)

The Hon Ip Kwok-him, *GBS, JP*

Paddy Lui Wai-yu, *BBS, JP*

John Poon Cho-ming, *JP*

Philip Tsai Wing-chung, *JP*

Horace Wong Yuk-lun, *JP*

Poon Siu-ping, *BBS, MH*

The Hon Abraham Shek Lai-him, *GBS, JP*

Kingsley Wong Kwok, *JP*

Secretary for Financial Services and the Treasury

– The Hon K C Chan, *GBS, JP*

Secretary for Labour and Welfare

– The Hon Mattlew Cheung Kin-chung, *GBS, JP*

Audit Committee:

Paddy Lui Wai-yu, *BBS, JP* (Chairman)

The Hon Ip Kwok-him, *GBS, JP*

Philip Tsai Wing-chung, *JP*

Auditors:

PricewaterhouseCoopers



Findings

The judges noted that the Mandatory Provident Fund Schemes Authority (“MPFA”) has produced a very readable annual report. It effectively uses colours, tables, charts and images to enhance the report’s attractiveness. Other observations include:

1. MPFA’s annual report reveals a sound CG structure. The diagram of the organisational structure is informative and shows reporting lines among different parties. This gives readers an overview of how various parties and committees communicate with each other.
2. There is a diversity of Management Board members, with a high proportion of NEDs (11 NEDs and 5 EDs) and clear roles and responsibilities. The directors’ length of service on the board and the expiry of their current terms are indicated.
3. A Remuneration Committee comprising 3 NEDs was established in 2014. Directors’ remuneration is disclosed, with a breakdown of the components, including retirement contributions and variable pay.
4. There are useful brief reports of meetings held, attendance of directors and work done by various standing committees, including the Audit Committee, Finance Committee and Remuneration Committee.
5. For finance-related internal controls, the MPFA follows the COSO model. Findings of internal audit exercises are reviewed by the management and reported to the Audit Committee.
6. MPFA has established a number of operating initiatives and objectives, with the past year’s results and the proposed future initiatives highlighted in a concise table. This aids readers’ understanding of the authority’s future direction.
7. The judges appreciated the informative and easy-to-understand statistical report, which facilitates stakeholders’ comprehension of the MPF schemes to which employers and employees have to contribute financially.
8. The MPFA reports on its extensive stakeholder engagement activities as well as other CSR dimensions, covering employee, social, and environment aspects.

Sustainability and Social Responsibility Reporting Award

Hang Seng Index Category


CLP Holdings Limited

Findings

The sustainability report of CLP Holdings Limited (“CLP”) was held up as being of a very high standard, showing the company’s overall governance and stakeholder relations in a succinct manner. CLP is an experienced and world-class reporter, and its report sets a benchmark for CSR reporting in Hong Kong. Highlights include:

1. CLP continues to be a leader in implementing a comprehensive business strategy incorporating sustainability considerations, which has been refined over several years. Against a rapidly changing and uncertain environment, including decreases in demand for electricity in mature economies, volatile fuel markets, tightening environmental regulation and policy uncertainty on climate change, CLP indicates that it undertook a thorough review of its investment strategy. Notwithstanding these uncertainties, the company believes that its long-term goal of reducing the carbon intensity of its generating portfolio remains achievable and renewable energy will play an increasing role in its future growth plans.
2. The report has an outstanding design and presentation, with many attractive graphics and diagrams. It is the most readable amongst the companies that publish CSR reports. CLP adopts an <IR> approach with an impressive use of cross-references, QR codes, tables and charts.
3. This year, the company produced its first GRI G4 report, in accordance with the Core option. It is noted, particularly, that CLP provides a thoughtful explanation of the transition from GRI 3.1 to GRI 4 and approaches to indicators.
4. Data assurance and verification processes for the sustainability report are conducted at both the local facility and group levels by independent third parties. To a certain extent, this allows the company to continuously improve and upgrade its reporting.
5. There is a section, “Sustainable Relationship”, which mentions CLP’s relationship with employees, shareholders, governments and regulators, community and industry and professional organisations. This demonstrates that the company pays attention to all its stakeholders and to achieving a long-term relationship with them.



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6. CLP is able to articulate sustainability issues clearly and precisely, including the issues of carbon emissions and climate change, in an industry where environmental concerns present challenges.
 7. The company has detailed information on its boundary policy from the angles of finance, environment, employees and safety. CLP also explains the addition of new power plants into the scope of the report.
 8. CLP communicates openly with stakeholders and actively collects their feedback to facilitate future improvements, via different channels, such as letters, faxes and emails. Subject to a ceiling amount, CLP donates HK\$60 to charity each time the company receives feedback from individual stakeholders on its sustainability report or annual report, which serves the dual purpose of encouraging stakeholders to take the time to provide comments and supporting deserving community initiatives.

Sustainability and Social Responsibility Reporting Award

Non-Hang Seng Index (Large Market Capitalisation) Category


The Hongkong and Shanghai Hotels, Limited

Findings

The judges found The Hongkong and Shanghai Hotels, Limited (“HSH”)’s sustainability review, which is incorporated into the company’s annual report, to be very clear, transparent and comprehensive. The use of graphics, tables and charts enhances the readability of the report. Highlights include:

1. The report discusses the CSR by seven key areas, which cover all business units of the company. In each area, the goals, the progress against the 2014 targets, commitments in 2015 and ambitions for 2020 are clearly stated, with effective use of data, charts and videos to enhance transparency and communication.
2. HSH’s Sustainable Luxury Vision 2020 engages a full spectrum of stakeholders to raise awareness of environmental issues. This is a good indication of the company’s commitment to good CSR practices.
3. The company’s CEO chairs a Group Corporate Responsibility Committee (“GCRC”), which oversees the group’s CSR responsibilities and each of the seven Vision 2020 pillars is championed by a GCRC member. The group risk register covers the sustainability-related risks.
4. An independent consultant was engaged to conduct interviews with the senior management team and general managers to enhance understanding of Vision 2020 internally. The vision is also communicated externally via different channels. This demonstrates that the top management is setting the right tone to ensure that CSR policies and awareness permeate throughout the company.
5. The sustainability report is balanced, covering some negative aspects of performance as well. For example, while HSH indicates the challenge of retaining young employees, it will continue to enhance its efforts to reduce the turnover rate of this group of staff. The company also discloses that it fell slightly short of its overall target of an 18.5% energy intensity reduction against the 2006-08 baseline.
6. The report boundary is considered comprehensive as the sustainability review section covers around 94% of the business portfolio. The seven focus areas include all the operations in value chains from upstream to downstream.



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7. The report mentions that there are multiple dialogues between the company and stakeholders. HSH has a two-year, three-phase stakeholder engagement plan to ensure that they inform and listen to stakeholders in the company's Vision 2020 journey. A global employee engagement survey was conducted in 2014, with a very high response rate of 92%. The results indicated a marked improvement over the 2011/12 survey, particularly in the areas of performance evaluation, communication, and working relationships and well-being. Employees also recognised the company as being environmentally responsible.
 8. The report follows the GRI G4 Core option reporting framework, cross-referenced to HKEx's ESG Reporting Guide, and also obtains independent limited assurance, which further strengthens its sustainability credentials.

Sustainability and Social Responsibility Reporting Award

Non-Hang Seng Index (Large Market Capitalisation) Category

VTech Holdings Limited

Board of Directors:

EXECUTIVE

Allan Wong Chi Yun, *GBS, MBE, JP*
(Chairman and Group Chief Executive Officer)
Pang King Fai (President)
Andy Leung Hon Kwong

INDEPENDENT NON-EXECUTIVE

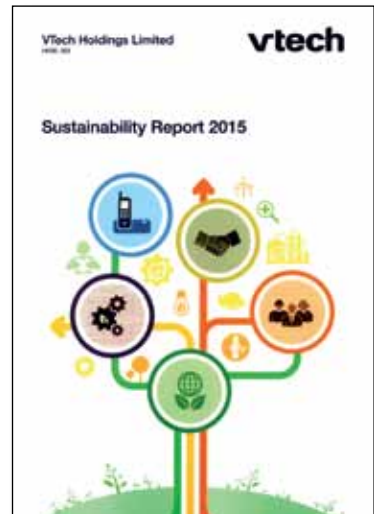
William Fung Kwok Lun, *SBS, OBE, JP*
Michael Tien Puk Sun, *BBS, JP*
Patrick Wang Shui Chung, *JP*
Wong Kai Man, *BBS, JP*

Audit Committee:

Wong Kai Man, *BBS, JP* (Chairman)
William Fung Kwok Lun, *SBS, OBE, JP*
Michael Tien Puk Sun, *BBS, JP*

Auditors:

KPMG



Findings

The judges commended the sustainability report of VTech Holdings limited (“VTech”) as being well-presented with attractive pictures and photographs. Strengths include:

1. This is the company’s fourth sustainability report and it is presented in an organised and informative manner, with abundant charts and graphical illustrations to aid readers in understanding VTech’s approaches and progress to achieving its sustainability targets.
2. The report follows the Core option of the GRI G4 Guidelines and also makes reference to HKSE’s ESG Reporting Guide. There is a clear top-level commitment to CSR, as evidenced in the “Chairman’s Message”, and the fact that the Risk Management and Sustainability Committee (“RMSC”) is chaired by the company’s chairman.
3. VTech elaborates in detail on its sustainability activities in five areas (product responsibility and innovation, environmental protection, workplace quality, sustainable operating practices and community investment). The close linkages with the company’s products and innovation, production chain and supply chain indicate that it is intent on incorporating sustainability considerations into its business and operational development.
4. The RMSC has been established to be responsible for providing strategic direction for sustainability activities, reviewing sustainability strategies, assessing how policies are implemented in achieving targets, and monitoring performance progress on a biannual basis. In addition, sustainability sub-committees have been established under the RMSC for each of the five strategy themes. These subcommittees ensure that CSR-related risks are fully integrated into the business operations and treated as part of the risk management process.
5. VTech includes a new section on “Sustainability Progress and Targets”, illustrating the key developments in its sustainability journey since 2006. The sustainability report also includes a section detailing progress updates for each of the 2015 targets.
6. There is a complete description in the sections on VTech’s five main sustainability activities of how the company contributes to the improvement of economic, environmental and social conditions in Hong Kong and the Mainland.
7. The company’s sustainability plan covers both short-term and longer-term goals and actions, with targets set for 2016 and 2020, to ensure an effective and consistent implementation of sustainability approaches.

Judges and Reviewers

The Institute would like to express its appreciation to the judges and reviewers for their invaluable contributions in reviewing, analysing and judging the entries in the 2015 BCGDA.

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	Eva Chan, Hong Kong Investor Relations Association
	Cheng Yan-chee, Mandatory Provident Fund Schemes Authority
	Gary Cheung, Hong Kong Securities Association
	K O Chia, Hong Kong Venture Capital and Private Equity Association
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	Henry Lai, The Hong Kong Institute of Directors
	Haitian Lu, The Hong Kong Polytechnic University
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Assistant Secretary:	Wallace Wong, manager, advocacy and practice development, HKICPA

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	Daniel Lin, Grant Thornton Hong Kong Ltd.
	Charles Lo, Charles Lo & Co.
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	Patrick Rozario
	Loren Tang, KPMG
	Thomas Wong, Nexia Charles Mar Fan Ltd.
	Gary Wong, Pan-China (H.K.) CPA Ltd.
	James Ye, Mazars CPA Ltd.
	Compliance Review
	Joel Chan, ZHONGHUI ANDA CPA Ltd.
	Mimosa Chan, Ernst & Young
	Brian Chu, HLB Hodgson Impey Cheng Ltd.
	Roy Lo, SHINEWING (HK) CPA Ltd.
	Johnny Yuen, Wong Brothers & Co., CPA
	Sustainability and Social Responsibility Review
	Melissa Brown, council member, HKICPA
	Gayle Donohue, PricewaterhouseCoopers
	Herbert Yung, Deloitte Touche Tohmatsu
Secretary:	Peter Tisman, director, advocacy and practice development, HKICPA
Assistant Secretary:	Wallace Wong, manager, advocacy and practice development, HKICPA

Supporting Organisations

The Institute would like to thank the following supporting organisations of the BCGDA (in alphabetical order):

BDO Ltd.	Companies Registry
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Deloitte Touche Tohmatsu	Hong Kong Exchanges and Clearing Ltd.
Ernst & Young	Hong Kong Investment Funds Association
Grant Thornton Hong Kong Ltd.	Hong Kong Investor Relations Association
HLB Hodgson Impey Cheng Ltd.	Hong Kong Monetary Authority
KLC Kennic Lui & Co.	Hong Kong Securities Association
KPMG	Hong Kong Securities and Investment Institute
Mazars CPA Ltd.	Hong Kong Venture Capital and Private Equity Association
Nexia Charles Mar Fan Ltd.	Mandatory Provident Fund Schemes Authority
Pan-China (H.K.) CPA Ltd.	Securities and Futures Commission
PricewaterhouseCoopers	The Hong Kong Institute of Chartered Secretaries
SHINEWING (HK) CPA Ltd.	The Hong Kong Institute of Directors
Wong Brothers & Co., CPA	
ZHONGHUI ANDA CPA Ltd.	

The Institute would also like to thank the BCGDA Organising Committee for its contribution and support in the development and organisation of the Awards programme.

Organising Committee for the Awards

Patrick Rozario, chairman
Derek Broadley
Stephen Chan
Clara Chin
Eddie Kam
Horace Ma
Loren Tang
Kim Man Wong
Peter Tisman, secretary
Wallace Wong, assistant secretary

Appendix

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