



Ant Bank (Hong Kong) Limited

Condensed Interim Financial Statements (Unaudited)

30 June 2022

ANT BANK (HONG KONG) LIMITED

CONTENTS

	Pages
CONDENSED FINANCIAL STATEMENTS (Unaudited)	
Condensed statement of profit or loss and other comprehensive income (Unaudited)	1
Condensed statement of financial position (Unaudited)	2
Condensed statement of changes in equity (Unaudited)	3
Condensed statement of cash flows (Unaudited)	4
Notes to condensed financial statements (Unaudited)	5-15

Condensed Statement of profit or loss and other comprehensive income (unaudited)

For the period ended 30 June 2022

		6 months ended 30 June 2022	6 months ended 30 June 2021
	Notes	HKD'000	HKD'000
Interest income	3	3,192	924
Interest expense	3	<u>(2,653)</u>	<u>(3,252)</u>
Net interest income/(expense)		539	(2,328)
Net foreign exchange differences		7,387	1,059
Other income		15	-
Administrative expenses	4	(111,512)	(119,123)
Net (charge)/reversal of impairment allowances	5	<u>(26)</u>	<u>1,114</u>
Loss before taxation		(103,597)	(119,278)
Income tax expense	6	<u>-</u>	<u>-</u>
Loss for the period		<u><u>(103,597)</u></u>	<u><u>(119,278)</u></u>
Other comprehensive income for the period, net of tax		<u>-</u>	<u>-</u>
Total comprehensive loss for the period		<u><u>(103,597)</u></u>	<u><u>(119,278)</u></u>

Condensed Statement of financial position (unaudited)

As at 30 June 2022

		30 June 2022	31 December 2021
	Notes	HKD'000	HKD'000
Assets			
Balances with banks	7	923,454	1,330,154
Loans and advances to customers	8	2,916	545
Financial investments	9	893,662	622,487
Intangible assets	10	30,873	35,748
Prepayment and other assets		417	4
		<u>1,851,322</u>	<u>1,988,938</u>
Liabilities			
Deposits from customers		686,454	740,862
Amounts due to fellow subsidiaries and other related parties	11	36,860	26,952
Other payables and accruals		22,017	24,491
		<u>745,331</u>	<u>792,305</u>
NET ASSETS		<u>1,105,991</u>	<u>1,196,633</u>
CAPITAL AND RESERVES			
Share capital	12	1,563,510	1,563,510
Reserves		(457,519)	(366,877)
Total equity		<u>1,105,991</u>	<u>1,196,633</u>

Condensed statement of changes in equity (unaudited)

For the period ended 30 June 2022

	Notes	<i>Share capital</i>	<i>Share- based payment reserve</i>	<i>Retained loss</i>	<i>Total equity</i>
		HKD'000	HKD'000	HKD'000	HKD'000
At 1 January 2021		784,870	41,711	(209,268)	617,313
Share-based payment	13	-	18,161	-	18,161
Total comprehensive loss for the period		-	-	(119,278)	(119,278)
At 30 June 2021		<u>784,870</u>	<u>59,872</u>	<u>(328,546)</u>	<u>516,196</u>
At 1 July 2021		784,870	59,872	(328,546)	516,196
Capital injection		778,640			778,640
Share-based payment		-	14,914	-	14,914
Total comprehensive loss for the period		-	-	(113,117)	(113,117)
At 31 December 2021		<u>1,563,510</u>	<u>74,786</u>	<u>(441,663)</u>	<u>1,196,633</u>
At 1 January 2022		1,563,510	74,786	(441,663)	1,196,633
Share-based payment	13	-	12,955	-	12,955
Total comprehensive loss for the period		-	-	(103,597)	(103,597)
At 30 June 2022		<u>1,563,510</u>	<u>87,741</u>	<u>(545,260)</u>	<u>1,105,991</u>

Condensed statement of cash flows (unaudited)

For the period ended 30 June 2022

		6 months ended 30 June 2022	6 months ended 30 June 2021
	<i>Notes</i>	HKD'000	HKD'000
Operating activities			
Loss before tax		(103,597)	(119,278)
Adjustments for:			
Unrealised foreign exchange differences		(7,387)	(1,059)
Equity-settled share-based payment expense	13	12,955	18,161
Amortisation of intangible assets	10	4,875	4,875
Net (charge)/reversal of impairment allowances	5	26	(1,114)
		<u>(93,128)</u>	<u>(98,415)</u>
Increase in placements with banks with an original maturity beyond three months		(197,947)	(110,924)
Increase in amounts due to the fellow subsidiaries and related parties		9,909	17,945
Increase in loans and advances to customers		(2,420)	-
Increase in prepayment and other receivables		(418)	(542)
Decrease in deposits from customers		(54,407)	(154,091)
Decrease in other payables and accruals		(2,476)	(9,897)
Increase in certificate of deposit with an original maturity beyond three months		(426,450)	(298,391)
Increase in financial investments		(640)	-
		<u>(767,977)</u>	<u>(654,315)</u>
Investing activities			
Additions to intangible assets		-	-
		<u>-</u>	<u>-</u>
Net cash used in investing activities			
		-	-
Net decrease in cash and cash equivalents			
		(767,977)	(654,315)
Cash and cash equivalents at 1 January		1,416,088	1,346,732
Net foreign exchange difference		7,387	1,059
Cash and cash equivalents at 30 June	16	<u>655,498</u>	<u>693,476</u>
Cash flows from operating activities include:			
Interest received		3,017	825
Interest paid		2,641	3,259

Notes to condensed financial statements

1. General information

Ant Bank (Hong Kong) Limited (the “Bank”) is a limited liability Bank incorporated in Hong Kong on 16 August 2018. The banking license was approved and obtained on 9 May 2019. The registered office of the Bank is located at Suites 2312-13, Tower One, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong.

The Bank’s holding company is Alipay (Hong Kong) Investment Limited, a company incorporated in Hong Kong and the Bank’s ultimate holding company is Ant Group Co., Ltd., a company incorporated in the People’s Republic of China.

The Bank is a licensed bank registered under the Hong Kong Banking Ordinance. The Bank has commenced business on 28 September 2020. The principal activities of the Bank are to provide banking services to its customers.

2. Significant accounting policies

2.1 Statement of compliance

These condensed interim financial statements have been prepared in compliance with Hong Kong Accounting Standard (“HKAS”) 34, Interim Financial Reporting, issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”).

The preparation of the condensed interim financial statements in conformity with HKAS 34 requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses on a year-to-date basis. Actual results may differ from these estimates. In preparing the condensed interim financial statements, the significant judgements made by management in applying the Bank’s accounting policies and the key sources of estimation uncertainty were consistent with those that were applied to the financial statements for the period ended 31 December 2021.

The condensed interim financial statements should be read in conjunction with the financial statements for the period ended 31 December 2021, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”). The condensed interim financial statements fulfill the disclosure requirements in accordance with the Banking (Disclosure) Rules.

2.2 Basis of preparation

These financial statements have been prepared under the historical cost convention. These financial statements are presented in Hong Kong dollars (“HKD”).

2.3 Accounting policies

The accounting policies applied in the preparation of the condensed interim financial statements are consistent with those used and described in the Bank’s audited annual financial statements for the year ended 31 December 2021.

3. Net Interest income/(expense)

	6 months ended 30 June 2022	6 months ended 30 June 2021
	HKD'000	HKD'000
Interest income arising from financial assets at amortised cost	3,192	924
Interest expense arising from financial liabilities at amortised cost	<u>(2,653)</u>	<u>(3,252)</u>
	<u>539</u>	<u>(2,328)</u>

4. Administrative expenses

	6 months ended 30 June 2022	6 months ended 30 June 2021
	HKD'000	HKD'000
Staff costs (a)	(56,683)	(55,565)
Server and technical service fees	(34,440)	(43,465)
Rental expenses	(5,530)	(5,494)
Legal and professional fees	(3,641)	(1,421)
Amortisation of intangible assets	(4,875)	(4,875)
Auditor's remuneration	-	-
Other expenses	<u>(6,343)</u>	<u>(8,303)</u>
	<u>(111,512)</u>	<u>(119,123)</u>

(a) The staff costs include share-based payment expenses (note 13).

5. Net (charge)/reversal of impairment allowances

	6 months ended 30 June 2022 HKD'000	6 months ended 30 June 2021 HKD'000
Balances with banks – Stage 1	29	1,114
Loans and advances to customers - Stage 1	(53)	-
Financial investments – Stage 1	(2)	-
	<u>(26)</u>	<u>1,114</u>

Under HKFRS 9, ECL is assessed using an approach which classifies financial assets into three stages, each of which is associated with an ECL requirement that is reflective of the assessed credit risk profile in each instance.

6. Income tax expense

The applicable Hong Kong profits tax rate is 16.5% (2021 Jun: 16.5%). No provision for Hong Kong Profits tax has been made (2021 Jun: Nil) as the Bank had no estimated assessable profits for the period.

No deferred tax assets have been recognized in respect of the losses incurred due to unpredictability of future profit streams.

7. Balances with banks

	30 June 2022 HKD'000	31 December 2021 HKD'000
Balances with central bank	312,890	491,647
Balances with banks	342,608	561,388
Placements with banks with original maturity of three months or less	-	207,139
Placements with banks with original maturity of beyond three months	268,056	70,109
	<u>923,554</u>	<u>1,330,283</u>
Less: Allowances for expected credit losses – Stage 1	(100)	(129)
	<u>923,454</u>	<u>1,330,154</u>

7. Balances with banks (continued)

The movement in provision for impairment against balances with banks is as follows:

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Beginning of year – Stage 1	129	1547
Net reversal of impairment allowances	(29)	(1,418)
	<u>100</u>	<u>129</u>

8. Loans and advances to customers

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Loans and advances to customers	2,974	550
Less: Allowances for expected credit losses – Stage 1	(58)	(5)
	<u>2,916</u>	<u>545</u>

The movement in provision for impairment against balances with loans and advances to customers is as follows:

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Beginning of year – Stage 1	5	-
Net charge of impairment allowances	53	5
	<u>58</u>	<u>5</u>

9. Financial Investments

	30 June 2022	31 December 2021
	HKD'000	HKD'000
At amortised cost:		
Debt Securities	893,806	622,629
Less: Allowances for expected credit losses – Stage 1	(144)	(142)
	<u>893,662</u>	<u>622,487</u>

9. Financial Investments (continued)

The movement in provision for impairment against balances with financial investments is as follows:

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Beginning of year – Stage 1	142	-
Net charge of impairment allowances	<u>2</u>	<u>142</u>
	<u><u>144</u></u>	<u><u>142</u></u>

10. Intangible assets

30 June 2022

	Software
	HKD'000
Cost	
At 1 January 2022	48,747
Addition	-
At 30 June 2022	<u>48,747</u>
Accumulated depreciation	
At 1 January 2022	(12,999)
Amortisation provided during the year	<u>(4,875)</u>
At 30 June 2022	<u>(17,874)</u>
Net book value	
At 30 June 2022	<u>30,873</u>

31 December 2021

	Software
	HKD'000
Cost	
At 1 January 2021	-
Addition	48,747
Disposal	-
At 31 December 2021	<u>48,747</u>
Accumulated depreciation	
At 1 January 2021	(3,250)
Amortisation provided during the year	<u>(9,749)</u>
At 31 December 2021	<u>(12,999)</u>
Net book value	
At 31 December 2021	<u>35,748</u>

11. Amounts due to fellow subsidiaries and related parties

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Taobao China Holding Limited	8,760	6,812
Alipay (Hangzhou) Information Technology Co., Ltd.	25,310	18,108
Alibaba Cloud (Singapore) Private Limited	500	180
Alipay Financial Services (HK) Limited	2,092	1,738
Alipay Payment Services (HK) Limited	197	110
Alibaba.com Singapore E-Commerce Private Limited	-	2
Alipay (China) Internet Technology	1	1
阿里巴巴(中国)网络技术有限公司	-	1
	36,860	26,952

The amounts due to fellow subsidiaries and other related parties are unsecured, interest-free and repayable within 12 months.

12. Share Capital

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Issued and fully paid:		
200,000,000 ordinary shares	1,563,510	1,563,510

A summary of the movements in the Bank's share capital is as follows:

	Share capital HKD'000
At 1 January 2021	784,870
Issue of share capital	778,640
At 31 December 2021	1,563,510
At 1 January 2022	1,563,510
Issue of share capital	-
At 30 June 2022	1,563,510

13. Share option scheme

The following table lists the total fair value of share option schemes for the period ended 30 June 2022:

	30 Jun 2022	30 Jun 2021
	HKD'000	HKD'000
Granted during the period/ year	23,468	33,962
Vested during the period/ year	20,959	12,131
Replaced/forfeited during the period/ year	11,107	14,032
Average remaining life (years)	4.87	4.69

The fair values of SER, RSUs, SARs, Alibaba RSUs and GRUs were determined at the grant date using the binomial option-valuation model. The following table lists the inputs to the option pricing models for the year ended 30 June 2022:

	For the period ended 30 June 2022	For the period ended 30 June 2021
Risk free interest rate	2.55%~2.72%	2.93%~3.16%
Expected dividend yield	0%	0%
Expected life (years)	6.00	6.00
Expected volatility	24.80%~25.33%	23.50%~24.76%

Management estimated the equity volatility based on the average historical volatility of the comparable companies with a term commensurate with the time to expiration date as of the valuation dates.

Share Economic Interest Rights (“SERs”)

Since 2014, Hangzhou Junhan Equity Investment Partnership (“Junhan”) made a grant of Share Economic Interest Rights (“SERs”) similar to share-appreciation awards linked to the valuation of Ant Group Co., Ltd. to employees of the Bank. The vesting of SERs is conditional upon the fulfilment of requisite service conditions to the Bank, and SERs will be settled by Junhan according to the SERs plan. Junhan has the right to repurchase the vested awards from the holders upon certain conditions.

During this period, the Bank reversed share-based payment expense of HKD195,728 (2021 Jun: HKD2,083) in connection with the above SERs.

Restricted Share Units (“RSUs”)

In 2018, Ant Group Co., Ltd. adopted the 2018 Equity Incentive Plan (the “2018 Plan”). Ant International Co., Limited (“Ant International”) was established to hold the 2018 Plan. Some employees were granted RSUs. The fair value of RSUs at the grant date was based on the fair value of an ordinary share of Ant Group Co., Ltd.. The vesting of RSUs is conditional upon the fulfilment of requisite service conditions to the Bank and RSUs will be settled by Ant International according to the RSUs plan.

During this period, the Bank recognised share-based payment expense of HKD8,096,090 (2021 Jun: HKD10,964,714) in connection with the above RSUs.

13. Share option scheme (Continued)

Share Appreciation Right (“SAR”)

According to the 2018 Equity Incentive Plan (the “2018 Plan”), some employees were granted SAR by Ant International, its fellow subsidiary. The fair value of SAR at the grant date was based on the fair value of an ordinary share of Ant Group Co., Ltd.. The vesting of SAR is conditional upon the fulfilment of requisite service conditions to the Bank and SAR will be settled by Ant International according to the SAR plan.

During this period, the Bank recognised share-based payment expense of HKD4,682,342 (2021 Jun: HKD6,000,580) in connection with the above SAR.

Alibaba Restricted Share Units (“Alibaba RSUs”)

Some employees were granted Alibaba RSUs by Alibaba Group Holding Limited. The fair values of Alibaba RSUs are the fair value of the underlying stock of Alibaba Group Holding Limited. The vesting of Alibaba RSUs is conditional upon the fulfilment of requisite service conditions to the Bank.

During this period, the Bank recognised share-based payment expense of HKD372,182 (2021 Jun: HKD1,193,542) in connection with the above Alibaba RSUs.

Growth Rewards Units (“GRUs”)

According to the 2021 equity incentive plan (“2021 plan”), some employees were granted Growth reward units (GRUs) by the Ant Group Co., Ltd. The vesting of GRUs is conditional upon the fulfilment of requisite service conditions by the employee. The value of GRUs are linked to the equity value of the Group. Since GRUs shall be settled using cash of the subsidiaries of Ant Group according to the fair value of GRUs at exercise date, GRUs were recognized in cash-settled share-based payments.

During this period, the Bank recognised share-based payment expense of HKD167 (2021 Jun: Nil) in connection with the above GRUs.

14. Related party transaction

There were no changes in the related party transaction described in 2021 Annual Report that have had a material impact on the financial position or performance of the Bank in the six months ended 30 June 2022.

15. Financial instruments by category

The carrying amounts of each of the categories of financial instruments as at 30 June 2022 and 31 December 2021 are as follows:

Financial assets

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Loans and advances to customers	2,974	550
Financial Investments	893,806	622,629
Balances with banks	923,554	1,330,283
	<u>1,820,334</u>	<u>1,953,462</u>

Financial liabilities

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Deposits from customers	686,454	740,862
Amounts due to fellow subsidiaries and other related parties	36,860	26,952
Financial liabilities included in other payables and accruals	13,206	9,286
	<u>736,520</u>	<u>777,100</u>

The fair values of the financial assets and liabilities measured at amortised cost approximated the carrying amounts largely due to the short-term maturities of these instruments.

16. Cash and cash equivalents

	30 June 2022	31 December 2021
	HKD'000	HKD'000
Balances with central bank and banks	655,498	1,053,035
Placements with banks with original maturity of three months or less when acquired	-	207,139
Certificates of deposit with original maturity within three months	-	155,914
Cash and cash equivalents in the statement of cash flow	<u>655,498</u>	<u>1,416,088</u>

17. Financial risk management objectives and policies

The Bank's exposure to market risk (including interest rate risk and foreign currency risk), credit risk and liquidity risk arises in the normal course of its business. These risks are managed by the Bank's financial management policies and practices described below:

Interest rate risk

As at 30 June 2022, the Bank has short term deposits with fixed interest rates. The interest rate risk is considered to be minimal.

Foreign currency risk

The Bank has no significant foreign currency risk because most of the transactions are denominated in the Bank's functional currency and United States dollars. Since the Hong Kong dollar is pegged to the United States dollars, the Bank's exposure to foreign currency risk in respect of the bank balances denominated in United States Dollars is considered to be minimal.

Credit risk

Credit risk is the risk of financial loss to the Bank if a counterparty of a financial instrument fails to meet its obligations, and arise principally from banks and other financial institutions.

All the Bank's bank balances are held in major financial institutions located in Hong Kong, which management believes are of high credit quality. The Bank has no significant concentration of credit risk. The maximum exposure is the carrying amount as at the period end. There are no financial assets that are past due or impaired.

Liquidity risk

The Bank aims to maintain sufficient cash and credit lines to meet its liquidity requirements. The Bank finances its working capital requirements through balances with banks.

17. Financial risk management objectives and policies (continued)

The tables below summarise the maturity profile of the Bank's non-derivative financial liabilities at 30 June 2022 and 31 December 2021 based on the contractual undiscounted cash flows:

As at 30 June 2022	Total contractual undiscounted cash flow	On demand	Less than 3 months	3 to 12 months
	HKD'000	HKD'000	HKD'000	HKD'000
FINANCIAL LIABILITIES:				
Deposits from customers	686,454	686,454	-	-
Amounts due to fellow subsidiaries and other related parties	36,860	-	36,860	-
Financial liabilities included in other payables and accruals	13,206	-	13,206	-
Total financial liabilities	<u>736,520</u>	<u>686,454</u>	<u>50,066</u>	<u>-</u>
As at 31 December 2021				
	Total contractual undiscounted cash flow	On demand	Less than 3 months	3 to 12 months
	HKD'000	HKD'000	HKD'000	HKD'000
FINANCIAL LIABILITIES:				
Deposits from customers	740,862	740,862	-	-
Amounts due to fellow subsidiaries and other related parties	26,952	-	26,952	-
Financial liabilities included in other payables and accruals	9,286	-	9,286	-
Total financial liabilities	<u>777,100</u>	<u>740,862</u>	<u>36,238</u>	<u>-</u>

Capital management

The Bank's objectives for managing capital are to safeguard the Bank's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital.

The Bank manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Bank may adjust the dividend payment to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.