ANT BANK 螞蟻銀行(香港)

Ant Bank (Hong Kong) Limited

Condensed Interim Financial Statements (Unaudited)

30 June 2024



ANT BANK (HONG KONG) LIMITED

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

For the period ended 30 June 2024

		6 months ended 30 June 2024	6 months ended 30 June 2023
	Notes	HKD'000	HKD'000
Interest income	3	51,998	32,652
Interest expense	3	(19,908)	(2,948)
Net interest income		32,090	29,704
Net foreign exchange differences		(115)	5,263
Other income		84	-
Administrative expenses	4	(146,658)	(95,800)
Net charge of impairment losses	5	(3,907)	(1,230)
Loss before taxation		(118,506)	(62,063)
Income tax expense	6		
Loss for the period and total comprehensive income for the period		(118,506)	(62,063)



Condensed Statement of financial position (unaudited)

As at 30 June 2024

		30 June 2024	31 December 2023
Assets	Notes	HKD'000	HKD'000
Assets			
Balances with banks	7 8	788,410	127,185
Loans and advances to customers Amount due from a fellow subsidiary	12	543,862 -	314,375 37
Financial investments Intangible assets	9 10	1,960,632 11,375	1,135,728 16,250
Prepayment and other assets		481	45
	_	3,304,760	1,593,620
Liabilities			
Deposits from customers Amounts due to fellow subsidiaries	11	2,468,428	633,822
and other related parties	12	69,893	67,619
Other payables and accruals		36,164	45,417
	_	2,574,485	746,858
NET ASSETS	_	730,275	846,762
EQUITY			
Share capital	13	1 562 510	1 562 F10
Reserves	13 	1,563,510 (833,235)	1,563,510 (716,748)
Total equity		730,275	846,762
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Condensed statement of changes in equity (unaudited)

For the period ended 30 June 2024

			Share- based		
		Share	payment	Retained	Total
	Notes	capital HKD'000	reserve HKD'000		equity HKD'000
	110103				
At 1 January 2023		1,563,510	97,954	(644,868)	1,016,596
Share-based payment	14	-	6,052	-	6,052
Total comprehensive loss for the period		_	-	(62,063)	(62,063)
·	-				
At 30 June 2023	-	1,563,510	104,006	(706,931)	960,585
At 1 July 2023		1,563,510	104,006	(706,931)	960,585
Share-based payment		-	4,376	-	4,376
Total comprehensive loss for the period		_	_	(118,199)	(118,199)
	.=				
At 31 December 2023	-	1,563,510	108,382	(825,130)	846,762
At 1 January 2024		1,563,510	108,382	(825,130)	846,762
Share-based payment	14	-	2,019	-	2,019
Total comprehensive loss for the period	-			(118,506)	(118,506)
At 30 June 2024	=	1,563,510	110,401	(943,636)	730,275



Condensed statement of cash flows (unaudited)

For the period ended 30 June 2024

		6 months ended 30 June 2024	6 months ended 30 June 2023
	Notes	HKD'000	HKD'000
Cash flows from Operating activities		(440 500)	(00,000)
Loss before tax Adjustments for:		(118,506)	(62,063)
Unrealised foreign exchange differences		116	(5,263)
Share-based payment expense	14	4,983	6,052
Amortisation of intangible assets	10	4,875	4,875
Net charge of impairment allowances	5	3,907	1,230
Operating cash flows before changes in operating assets and liabilities		(104,625)	(55,169)
Changes in operating assets and liabilities: Placements with banks with an original maturity beyond three months but less than one year		-	30,108
Certificate of deposit with an original maturity beyond three			
months		(117,138)	(709,548)
Financial investments		(391,865)	39,933
Loans and advances to customers		(232,776)	(16,557)
Prepayments and other receivables		(436)	(99)
Increase in deposits from customers		1,834,606	292,213
Amounts due to the fellow subsidiaries and other related parties		2,311	8,610
Other payables and accruals		(12,216)	(9,291)
		·	
Net cash generated from / (used in) operating activities		977,861	(419,800)
Net increase / (decrease) in cash and cash equivalents		977,861	(419,800)
Cash and cash equivalents at 1 January		127,185	982,492
Net foreign exchange difference		(116)	5,263
Cash and cash equivalents at 30 June	17	1,104,930	567,955
Analysis of Balances of cash and cash equivalents			
Balance with central bank and banks	17	307,828	354,388
Placements with banks with original maturity of three months or	4-	400 700	000 000
less when acquired	17	480,790	203,600
Certificates of deposit with original maturity within three months	17	316,312	9,967
Cash and cash equivalents in the statements of cash flows		1,104,930	567,955
Cash flows from operating activities include:			
Interest received		55,920	28,344
Interest paid		12,232	2,905



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 2023.

The condensed interim financial statements should be read in conjunction with the financial statements for the period ended 31 December 2023, 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 2023.

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3. Net Interest income

	6 months ended 30 June 2024	6 months ended 30 June 2023
	HKD'000	HKD'000
Interest income arising from financial assets at amortised cost Interest expense arising from financial liabilities	51,998	32,652
at amortised cost	(19,908)	(2,948)
	32,090	29,704

4. Administrative expenses

	6 months ended 30 June 2024	6 months ended 30 June 2023
	HKD'000	HKD'000
Staff costs (a)	(42,348)	(36,818)
Server and technical service fees	(42,368)	(37,586)
Marketing expenses	(25,902)	(1,142)
Rental expenses	(9,557)	(4,901)
Legal and professional fees	(4,498)	(7,117)
Amortisation of intangible assets	(4,875)	(4,875)
Auditor's remuneration	-	-
Other expenses	(17,110)	(3,361)
	(146,658)	(95,800)

⁽a) The staff costs include share-based payment expenses (note 14).



5. Net charge of impairment losses

	6 months ended 30 June 2024	6 months ended 30 June 2023
	HKD'000	HKD'000
Balances with banks	(409)	224
Loans and advances to customers (Note 8) Financial investments	(3,289) (209)	(1,516) 62
	(3,907)	(1,230)

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% (2023 Jun: 16.5%). No provision for Hong Kong Profits tax has been made (2023 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 2024	31 December 2023
	HKD'000	HKD'000
Balances with central bank	177,448	86,553
Balances with banks Placements with banks with original maturity of	131,170	40,632
three months or less Placements with banks with original maturity of	480,000	-
beyond three months	<u> </u>	
	788,618	127,185
Less: Allowances for expected credit losses	(208)	
	788,410	127,185

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7. Balances with banks (continued)

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

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Beginning of year – Stage 1	-	270
Net (reversal)/charge of impairment allowances	208	(270)
	208	<u> </u>
8. Loans and advances to customers		
	30 June 2024	31 December 2023
	HKD'000	HKD'000
Loans and advances to customers	560,342	327,567
Less: Allowances for expected credit losses	(16,480)	(13,192)
	543,862	314,375

The movement in allowances for expected credit losses is as follows:

	2024			
Allowances for expected credit losses	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Total HK\$'000
At 1 January Net transfers between stages Net change in exposures Net re-measurement from stage change	11,536 (5,057) 15,952 (18,397)	562 553 4,911 3,809	1,094 4,504 (3,169) 182	13,192 17,694 (14,406)
At 30 June	4,034	9,835	2,611	16,480
	2024			
Gross loans and advances to customers	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Total HK\$'000
At 1 January Transfer to Stage 1 Transfer to Stage 2	325,172 1,212	1,301 (971)	1,094 (241)	327,567 -
Transfer to Stage 2 Transfer to Stage 3 Net change in exposures	(109) - 214,458	109 (4,937) 21,410	4,937 (3,093)	232,775



8. Loans and advances to customers (continued)

	2023			
Allowances for expected credit losses	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Total HK\$'000
At 1 January Net transfers between stages Net change in exposures Net re-measurement from stage change Write-offs Recoveries	856 279 10,401 - -	38 (2,105) 2,629 -	104 1,826 (836) - -	998 - 12,194 - -
At 31 December	11,536	562	1,094	13,192
	2023			
Gross loans and advances to customers	Stage 1 HK\$'000	Stage 2 HK\$'000	Stage 3 HK\$'000	Total HK\$'000
At 1 January Transfer to Stage 1 Transfer to Stage 2 Transfer to Stage 3 Net change in exposures Write-offs	47,176 4,696 (6,492) (22) 279,814	422 (1,850) 6,492 (2,445) (1,318)	107 (2,846) - 2,467 1,366	47,705 - - - 279,862
At 31 December	325,172	1,301	1,094	327,567

9. Financial Investments

	30 June 2024	31 December 2023	
	HKD'000	HKD'000	
At amortised cost:			
Debt Securities (a) Less: Allowances for expected credit losses	1,961,177	1,135,863	
- Stage 1	(545)	(135)	
	1,960,632	1,135,728	

Note (a): Certificates of deposit with original maturity within three months amounting to HK\$316,312,149 (2023: Nil) have been included in the above debt securities balances.

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9. Financial Investments (continued)

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

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Beginning of year – Stage 1	135	211
Net (reversal)/ charge of impairment allowances	410	(76)
	545	135

10. Intangible assets

	Software
	HKD'000
Cost at 1 January 2023, net of accumulated amortisation Addition	25,999
Amortisation provided during the period	(9,749)
At 31 December 2023	16,250
At 31 December 2023 and 1 January 2024	
Cost	48,747
Accumulated amortisation	(32,497)
Net carrying amount	16,250
Cost at 1 January 2024, net of accumulated amortisation Addition	16,250
Amortisation provided during the period	(4,875)
At 30 June 30 2024	11,375
At 30 June 30 2024	
Cost	48,747
Accumulated amortisation	(37,372)
Net carrying amount	11,375



11. Deposits from Customers

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Savings deposits	2,468,428	633,822

12. Amounts due from / (to) fellow subsidiaries and related parties

The Bank had the following outstanding balances due from / (to) fellow subsidiaries and other related parties:

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Antfin (Hong Kong) Holding Limited		37
Taobao China Holding Limited	(23,418)	(21,641)
Alipay (Hangzhou) Information Technology Co., Ltd.	-	(18,700)
Alibaba Cloud (Singapore) Private Limited	(4,331)	(4,999)
Alipay Financial Services (HK) Limited	(810)	(504)
Alipay Payment Services (HK) Limited	(19,990)	(14,564)
Alipay (Hong Kong) Holding Limited	-	(497)
Shanghai Ant Chuangjiang Information Technology Co., Ltd.	(15,928)	(6,116)
Alipay Hong Kong Limited	(36)	(36)
Ant (Hong Kong) Holding Limited	(2,310)	(270)
Alipay (China) Internet Technology	(1)	(1)
Alipay Labs (Singapore) Pte. Ltd.	(262)	(291)
Zoloz Pte. Ltd.	(2,807)	
	(69,893)	(67,619)

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

13. SHARE CAPITAL

	30 June 2024		31 December 2023	
	Number of shares	HK\$'000	Number of shares	HK\$'000
Ordinary shares, issued and fully paid At beginning of year Issuance of shares (a)	200,000,000	1,563,510 	200,000,000	1,563,510
At end of year	200,000,000	1,563,510	200,000,000	1,563,510

In accordance with section 135 of the Hong Kong Companies Ordinance, the ordinary shares of the Bank do not have a par value.



14. Share option scheme

The following table lists the total fair value of share option schemes for the period ended 30 June 2024:

	30 Jun	30 Jun	
	2024	2023	
	HKD'000	HKD'000	
Granted during the period/ year	3,316	14,676	
Vested during the period/ year	10,087	9,482	
Replaced/forfeited during the period/ year	1,490	4,274	
Average remaining life (years)	2.75~4.23	4.75	

The fair values of SER, RSUs, SARs, Alibaba RSUs GRUs and ESOP 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 2024:

	For the period ended 30 June 2024	For the period ended 30 June 2023
Risk free interest rate	2.51%~3.66%	2.74%
Expected dividend yield	0%	0%
Expected life (years)	6.00	6.00
Expected volatility	28.13%~30.60%	27.80%

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 recognised share-based payment expense of HKD602,562 (2023 Jun: reversed HKD681,844) 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 HKD887,968 (2023 Jun: HKD3,601,294) in connection with the above RSUs.

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14. 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 HKD3,448,049 (2023 Jun: HKD3,074,818) 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 HKD11,474 (2023 Jun: HKD57,966) in connection with the above Alibaba RSUs.

Growth Rewards Units ("GRUs")

According to the 2022 equity incentive plan (the "2022 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 HKD33,221 (2023 Jun: Nil) in connection with the above GRUs.

Ant International Option ("ESOP")

In 2024, some of the employees of the Bank were granted ESOP. The fair value of ESOP at the grant date was based on the fair value of the relative ordinary share. The vesting of ESOP is conditional upon the fulfilment of requisite service conditions to the Bank.

During this period, the Bank recognised share-based payment expense of HKD689,577 (2023 Jun: Nil).

15. Related party transaction

There were no changes in the related party transaction described in 2023 Annual Report that have had a material impact on the financial position or performance of the Bank in the six months ended 30 June 2024.

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16. Financial instruments by category

The carrying amounts of each of the categories of financial instruments as at 30 June 2024 and 31 December 2023 are as follows:

Financial assets

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Loans and advances to customers	560,342	327,567
Financial Investments	1,961,177	1,135,863
Balances with banks	788,618	127,185
	3,310,137	1,590,615
<u>Financial liabilities</u>		
	30 June 2024	31 December 2023
	HKD'000	HKD'000
Deposits from customers Amounts due to fellow subsidiaries and other	2,468,428	632,656
related parties	69,893	67,619
Financial liabilities included in other payables and accruals	30,501	31,707
and accidate	2,568,822	731,982

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.

17. Cash and cash equivalents

	30 June 2024	31 December 2023
	HKD'000	HKD'000
Balances with central bank and banks Placements with banks with original maturity of	307,828	127,185
three months or less when acquired Certificates of deposit with original maturity within	480,790	-
three months	316,312	
Cash and cash equivalents in the statement of cash flow	1,104,930	127,185



18. 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 2024, 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.



18. 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 2024 and 31 December 2023 based on the contractual undiscounted cash flows:

As at 30 June 2024	Total contractual			
As at 30 June 2024	undiscounted		Less than 3	
	cash flow	On demand	months	3 to 12 months
	HKD'000	HKD'000	HKD'000	HKD,000
FINANCIAL LIABILITIES:				
Deposits from customers	2,468,428	2,468,428	-	-
Amounts due to fellow subsidiaries and other related parties	69,893	-	69,893	-
Financial liabilities included in other				
payables and accruals	30,501	<u> </u>	30,501	<u>-</u>
Total financial liabilities	2,568,822	2,468,428	100,394	
	Total			
As at 31 December 2023	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	632,656	632,656	_	_
Amounts due to fellow subsidiaries and other related parties	67,619	-	67,619	-
Financial liabilities included in other				
payables and accruals	31,707		31,707	
Total financial liabilities	731,982	632,656	99,326	

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.