



大华银行（中国）有限公司
2011年度报告

UNITED OVERSEAS BANK (CHINA) LIMITED
Annual Report 2011

目录 Contents

2	目标与使命	Mission
3	重要提示	Important Notice
4	公司简介	About United Overseas Bank (China) Limited
5	母行简介	About United Overseas Bank Limited
6	主要财务信息	Financial Highlights
7	董事长致辞	Chairman's Message
11	公司信息	Corporate Information
12	董事会	Board of Directors
18	组织架构图	Organisation Chart
20	管理层报告	2011 in Review
30	公司治理	Corporate Governance
44	风险管理	Risk Management
55	重要事项	Important Highlights
56	营业网点	Our Network
58	审计报告	Auditors' Report
60	资产负债表	Balance Sheet
61	利润表	Income Statement
62	现金流量表	Cash Flow Statement
64	所有者权益变动表	Statement of Changes in Equity
65	财务报表附注	Notes to Financial Statements



甜甜的红毛丹 —— 张荔英 (1906—1993)
油画

张荔英女士的这幅画作是大华银行艺术藏品中最受赞誉的作品之一。从上世纪70年代开始，大华银行集团便通过艺术收藏的方式，支持当地视觉艺术的发展。至今，大华银行共有艺术藏品1500余件，分别在集团全球范围内的分行与办事处展出。

大华银行是新加坡历史悠久、家喻户晓的银行。同样，张荔英女士被誉为新加坡先驱画家之一，在视觉艺术领域享有盛名。她深刻领悟西方美术技法与审美精髓，西为中用。张荔英静物画作品中多出现以红毛丹为代表的热带水果，呈现后印象主义的创作风格。

张荔英一生所绘，包括肖像画、静物画与风景画，是对生命的礼赞。她于1982年被新加坡政府授予文化艺术奖章。另外，还成立了以她命名的“张荔英美术奖学金”。

Sweet Rambutans by Georgette Chen
Oil on Canvas

This painting by Georgette Chen is one of the most acclaimed pieces in UOB's art collection. The Group started its collection in the 1970s as a way to support the local arts scene. Through this programme, UOB has collected more than 1,500 artworks which are displayed at the Group's offices worldwide.

As UOB is acknowledged as one of the pioneer banks in Singapore, so is Chen recognised as a forerunner of the visual arts in the country. The rambutan fruit is a signature element of Chen's still-life paintings. Chen who is known for her Post-Impressionist style has blended western and eastern elements in this artwork.

Chen has forged a reputation for her portraits, landscape and still-life paintings. She was conferred the Cultural Medallion in 1982. A national arts scholarship has been established in her name.

目标与使命

大华银行有限公司致力于发展成为亚太地区的主要银行，承诺为客户提供优质的产品与最完善的服务。

大华银行（中国）将秉承这一使命，竭尽所能，达到客户满意的最高水平。

Mission

United Overseas Bank Limited's mission is to be a premier bank in the Asia Pacific region, committed to providing quality products and excellent service.

We, at UOB (China) will uphold this mission and strive to achieve the highest level of customer satisfaction.

重要提示 Important Notice

本行董事会保证本行《2011年度报告》所披露信息的真实、准确与完整。本行董事会于2012年3月22日会议审计并一致通过了本行《2011年度报告》。

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

大华银行（中国）有限公司董事会

2012年3月22日

The Board of Directors of the Company assures that the information presented in this report is true, accurate and complete. This report was passed at the Board of Directors Meeting held on 22 March, 2012.

The financial statements of the Company for Year 2011 were audited by Ernst & Young Hua Ming Shanghai Office in accordance with the China Certified Public Accountants' Independent Auditing Standards, and have obtained standard auditors' reports without any reserved opinions.

Board of Directors, United Overseas Bank (China) Limited

22 March, 2012

公司简介

About United Overseas Bank (China) Limited

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

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

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

大华银行在中国的发展已有超过20年的历史。早在1984年，大华银行便在北京开设了第一间办事处。在上海，大华银行是第一家获批为客户处理资本账目的东南亚银行。2006年，大华银行获得合格境外机构投资者（QFII）资格，可以在深交所和上交所买卖人民币A股；2008年，大华银行（中国）获得了人民币零售业务牌照，2011年又获得了上海黄金交易所授予的在华黄金交易会员资格，这些都进一步扩展了大华银行在中国的业务。

目前，大华银行（中国）的综合财务实力信用等级为AAA级，评级展望为稳定。

United Overseas Bank (China) Limited (UOB (China)) is a wholly-owned subsidiary of the United Overseas Bank Limited (UOB), a leading bank in Asia. UOB (China) was incorporated in the People's Republic of China on 18 December 2007 with a registered capital of RMB 3 billion.

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

UOB has more than 20 years' experience in China. Our first representative office was set up in Beijing in 1984. We were also the first bank from Southeast Asia authorised to settle capital accounts in Shanghai. In 2006, we received a Qualified Foreign Institutional Investor (QFII) licence which enabled us to buy and sell yuan-denominated "A" shares in China's mainland stock exchanges in Shanghai and Shenzhen.

UOB (China) received a retail Renminbi (RMB) licence and Shanghai Gold Exchange trading membership in 2008 and 2011 respectively. This extended further our business offerings to customers operating in China.

UOB (China) is triple A rated for comprehensive financial credibility and stable for financial strength outlook.

母行简介

About United Overseas Bank Limited

大华银行于1935年8月6日注册成立，当时的英文名称为United Chinese Bank。大华银行由拿督黄庆昌创办，在成立初期主要服务福建社群。在1965年，大华银行的英文名称改为United Overseas Bank，以彰显其致力于成为区域主要银行的决心。

在过去77年，大华银行通过一系列的收购行动和有机增长而不断成长壮大。除了在新加坡的远东银行，大华银行在区域的主要附属银行有大华银行（马来西亚）、大华银行（泰国）、大华宇宙银行（印尼）以及大华银行（中国）。

至今，大华银行共有超过500间分行与办事处，分布在亚太、西欧与北美的19个国家与地区。

大华银行通过其全球分行、办事处、附属公司以及联号公司，提供范围广泛的金融服务：个人财务服务、财富管理、私人银行服务、商业与企业银行服务、投资银行服务、企业融资、资本市场业务、外汇资金服务、期货经纪服务、资产管理、创业资金管理、保险以及股票经纪服务。大华银行也经营多元化业务，如旅游和租赁。

在新加坡，大华银行是信用卡业务及私人住宅房屋贷款业务的市场领导者。它也在中小企业贷款市场扮演重要角色。大华银行的基金管理公司大华资产管理是新加坡获奖最多的基金经理之一，其区域业务不断增长。

大华银行是世界最佳银行之一，穆迪评级为Aa1级，标普评级为AA-。

大华银行致力在社区发展中发挥积极作用，尤其是在艺术、教育及儿童发展领域。在过去三十年间，大华银行每年举办“全国绘画比赛及展览”，以扶持亚洲年轻艺术家。我们也鼓励区域内全体员工参与志愿者活动，以此回馈社区，目前在新加坡、印尼、马来西亚和泰国举行的“热心公益义跑与义走”活动就是其中一项员工志愿者活动。

欲了解更多信息请登陆大华银行的官方网站：www.uobgroup.com。

United Overseas Bank Limited (UOB) was incorporated in Singapore on 6 August 1935 as the United Chinese Bank. Founded by Datuk Wee Kheng Chiang, the Bank catered mainly to the Fujian community in its early years. In 1965, the Bank changed its name to United Overseas Bank to reflect its ambition to become a premier bank in the Asia Pacific region.

Over the past 77 years, UOB has grown through a series of strategic acquisitions and organic growth. UOB's major banking subsidiaries in the region now include United Overseas Bank (Malaysia), United Overseas Bank (Thai), PT Bank UOB Indonesia and United Overseas Bank (China). UOB's portfolio also includes Far Eastern Bank.

Today, UOB has a global network of more than 500 branches and offices in 19 countries and territories in Asia Pacific, Western Europe and North America.

UOB provides a wide range of financial services through its global network including personal financial services, wealth management, private banking, commercial and corporate banking, investment banking, corporate finance, capital market activities, treasury services, futures broking, asset management, venture capital management, insurance and stockbroking services. UOB also has diversified interests in travel and property management.

In Singapore, UOB is a market leader in the credit card and private residential home loan businesses. It is also a key player in loans to small and medium enterprises. Its fund management arm, UOB Asset Management, is one of Singapore's most awarded fund managers with a growing regional presence.

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

UOB plays an active role in the community, focusing its corporate responsibility efforts on the arts, promoting education and helping children. For three decades, UOB has organised the annual UOB Painting Of The Year Competition which promotes the works of budding Asian artists. UOB also encourages its employees across the region to get involved in its corporate responsibility programme through regular volunteer activities. This includes UOB's Heartbeat Run/Walk which is held in Singapore, Indonesia, Malaysia and Thailand.

For more information, please visit www.uobgroup.com.

主要财务信息 Financial Highlights

	2011	2010	Increase (Decrease)
经营成果 Operating result	人民币千元 RMB'000		%
利息净收入 Net interest income	461,559	305,996	50.8
手续费及佣金净收入 Net fee and commission income	34,178	23,017	48.5
营业收入合计 Total operating income	634,500	476,774	33.1
营业费用 Total operating expenses	498,261	319,589	55.9
资产减值损失 Impairment charges	5,379	39,396	(86.3)
营业利润 Operating profit	130,859	117,789	11.1
税前利润 Profit before tax	123,205	125,971	(2.2)
税后利润 Net profit after tax	94,509	92,993	1.6
资产负债 Balance sheet	人民币千元 RMB'000		%
资产总计 Total assets	35,269,369	22,762,027	54.9
发放贷款及垫款 Customer loans, net	13,422,820	9,533,099	40.8
负债合计 Total liabilities	31,711,663	19,313,929	64.2
吸收存款 Customer deposits	21,105,907	13,692,361	54.1
所有者权益合计 Shareholders' equity	3,557,706	3,448,098	3.2
财务指标 Financial indicators	%	%	% point
资本利润率 Return on average ordinary shareholders' equity	2.7	2.7	0.0
资产利润率 Return on average total assets	0.3	0.5	(0.2)
成本收入比 Expenses/income ratio	78.5	67.0	11.5
手续费及佣金净收入比总收入 Net fee and commission income/total operating income	5.4	4.8	0.6
净利息收益率 Net interest margin	2.3	1.9	0.4
存贷比 Loans-to-Deposits ratio	64.9	71.7	(6.8)
不良贷款率 Non-performing loan ratio	0.6	2.9	(2.3)
拨备覆盖率 Non-performing loan coverage	310.7	101.0	209.7
资本充足率指标 Capital adequacy ratio			
核心资本充足率 Tier 1 CAR	24.3	37.0	(12.7)
资本充足率 Total CAR	25.5	39.2	(13.7)

董事长致辞 Chairman's Message



2011年在我们对亚洲经济的谨慎乐观态度中开始。与我们的预期一致，在国际经济的种种不确定从美国延伸至欧洲大陆时，亚洲却以稳健的发展经受住了考验。亚洲经济的表现远胜于欧美，尤其是中国，在国际地位取得显著提升的同时，经济也得到了进一步发展，旺盛的内需和逐渐增加的区域商机使得中国在过去的2011年取得了9.2%的经济增长。

对中国来说2011年也是具有里程碑意义的一年——加入WTO十周年，国民经济和社会发展“十二五规划”（2011-2015）的首年——中国的政策决策者们再一次向我们证明了他们在建立稳定、一流的金融体系方面的实力。

凭借对机遇和风险的准确把握和及时应对，中国承受住了前所未有的国际经济挑战，并显示出越来越强的国际领导力。这种对机遇和风险的准确把握，也同样体现在大华银行（中国）过去一年的稳健的业务发展中。

稳中求进

在商业和经济环境越来越具有挑战性的预期下，管理资本和成本，提高产能是集团的首要任务。

2011年，大华银行（中国）在秉承了坚实稳健的发展原则的同时，力求拓展和客户的长期合作关系。我们不断寻求新举措拓展个人和企业客户，并为他们提供度身定制的产品和服务，以满足他们不同的需求。

We began 2011 cautiously optimistic that Asia would prove resilient in the face of global turbulence caused by uncertainty emanating from the United States and Eurozone nations. True to our expectations, Asian economies by and large fared better than their Western counterparts and in particular China's rise as a global economic powerhouse was accentuated in 2011. China's strong domestic demand and the increase in intra-regional trade flows into China helped maintain a respectable growth rate of 9.2% in 2011.

The year also marked several important milestones for China including the 10th anniversary of China's World Trade Organisation accession and the first year of the 12th Five-Year Plan (2011-2015) on National Economic and Social Development. These significant milestones were a timely reminder of the important role China's policymakers have played in building a stable and world-class financial system.

It is through the prudent management of opportunity and risk, that China has been able to navigate through unprecedented economic uncertainty and to emerge stronger. This prudence was also on display at UOB (China), as we remained selective and disciplined in growing our business.

Balancing growth with stability

In anticipation of a more challenging business and economic

资产负债表的管理对我们2011年的成长非常重要。2011年，我行存贷比从71.7%下降到64.9%，资产质量显著提高，不良贷款率在上一年度的2.9%的基础上下了0.6%。存款融资能力继续增强，存款额增长54%，达211亿元人民币。这些增长都促使我行能够为客户提供更多金融支持，使我行贷款总额较2010年增长了40.8%，达134亿元人民币。

2011年，我行实现营业利润1.29亿元人民币，较去年增长11.1%；税后净利润达9451万元人民币，涨幅为1.6%。

助力客户拓展区域市场

亚洲发展的一个重要趋势就是蓬勃发展的区域内贸易，这几乎占到亚洲所有贸易的50%。集团丰富的区域经验和整合的区域平台为我们捕捉新的贸易机会，拓展各项业务提供了得天独厚的支持。

随着中国经济地位的提高，我们看到了人民币跨境贸易清算在区域内的发展前景。在中国市场逐渐发展的基础上，我们成为了最早获得中国人民银行许可在中国提供人民币跨境贸易账户、人民币融资和人民币避险服务的外资银行之一。通过我们的产品解决方案和深入的专业经验，为客户处理人民币交易、合理配置人民币业务并提供人民币融资。

2011年结合集团在贵金属交易方面的成功经验，我行成功获得了上海黄金交易所外资交易类会员资格，成为第一家获此资格的东南亚外资银行。

另外，我行将产业范围倍增至六个，且受到国家重点扶持和具有市场发展潜力的产业，即：

- 消费品及食品饮料行业
- 房地产及基础设施建设行业
- 能源相关行业
- 交通运输行业
- 汽车相关行业
- 金属及大宗商品行业

environment, capital and cost management and improving productivity were among the Group's top priorities.

In 2011, UOB (China) stayed true to our philosophy of balancing growth with stability and, at the same time, building relationships with customers for the longer term. As part of this, we sought new ways to build our retail and commercial banking business through products and services tailored to meet the needs of the Chinese customer.

Balance sheet management played an important part in our growth in 2011. Our loans-to-deposits ratio decreased from 71.7% to 64.9% and asset quality improved as seen in the decline of our non-performing loans ratio from 2.9% in 2010 to 0.6% in 2011. Funding capabilities were also strengthened as total deposits rose 54% year-on-year to RMB21.1 billion. All these activities meant we could deploy our balance sheet towards customer loans which rose by 40.8% year-on-year to reach RMB13.4 billion.

As a result, UOB (China) grew its operating profit by 11.1% to RMB129 million and its net profit after tax rose 1.6% to RMB 94.51 million.

Partnering our customers for regional growth

One of the most important trends in Asia has been the rise in intra-regional trade – which is estimated to account for almost half of all trade in Asia. Our regional expertise and integrated platform place us in a unique position to support businesses looking to capitalise on new trade flows.

With the rise of China as an economic powerhouse, we also identified a huge opportunity in providing renminbi (RMB) cross-border settlement services in the region. Following market developments in China, we became one of the first foreign banks authorised by the People's Bank of China to offer cross-border RMB trading accounts, RMB financing solution structure options and hedging of RMB risks and exposures. We put in place the product solutions and matched these with deep-industry expertise to handle, to structure and to finance RMB trade transactions for our customers.

In 2011, UOB (China) also became the first foreign funded Asian bank permitted by Shanghai Gold Exchange to trade gold in China. This development underlined the Bank's expertise in the precious metals business.

Additionally, in line with the development priority of the local government, our team in China expanded our strategic industry coverage to six sectors:

- Consumer and F&B,
- Real Estate and Infrastructure,
- Energy and Resources,

行业的专门化管理使得我们在波动的、充满挑战的市场环境下更好地向客户提供专业和迅速的解决方案。这也有助于我们帮助客户把握中国以及全球的新机会。

为支持更多的国企和私企拓展海外市场，我们进一步加强了与区域各分支机构联动。为了助力中国捕捉更多区域内贸易业务，集团成立了外国直接投资咨询部门。这个全新成立的部门，是我行在新加坡的首创，它利用集团历史悠久的专属区域网络，为客户提供从企业本地化、个人和企业银行全方位咨询、以及广泛财务咨询服务。同时，我们与新加坡国际企业发展局、新加坡经济发展局等政府机构开展了密切的合作，协助中国企业在区域建立分支机构。

我们相信亚洲稳健的经济环境将继续促进区域内贸易机会。大华集团的区域优势和在商业银行、企业银行、交易银行、跨境清算、现金管理、贸易融资领域的专业经验，以及我们在中国拥有的长期的客户关系，使我们有能力把握这些发展机遇。

创新的交易解决方案和财富管理

为了满足客户高效交易的需求，去年，我行成为了中国银联的会员。现在，我们的国内外客户能够通过我行战略性的金融网络和合作伙伴平台，获得专属的金融服务和高端生活方式礼遇。

目前，中国的高净值人群占亚太地区的16%¹，根据我们对客户在各个生活阶段的需求、生活目标、社会经济特征和财富驱动力的深入理解，我们重新定义了财富概念，融入更多亚洲元素。根据对中国高净值人群的了解，我们把高规格的「尊享理财」中心数量从3间拓展到了5间，并确保每一间「尊享理财」中心都设立在高端财富人群工作和生活的中国主要城市。在中国，我们的「尊享理财」服务提升了财富管理标准，今后我们将在中国这个战略性的市场内继续扩大、深化我们的服务。

重视人才培养 提升团队实力

我们认为人才是企业成功的关键。为了配合我行业务的不断增长，截至2011年末，我行正式员工较上年同期增长近50%。

Transportation and Logistics,
Automotive, and
Metals and Hard Commodities.

Our industry expertise enables us to develop stronger, sector-specific solutions in time-critical, volatile and challenging markets. This in turn enables us to help our customers seize new opportunities in China and beyond.

In order to support more state-owned enterprises and private enterprises as they expand in the region, we leveraged the strength of our regional network to offer a seamless banking experience across borders. To help Chinese businesses capitalise more fully on intra-regional trade flows, we set up a dedicated Foreign Direct Investment Advisory Unit in Singapore and worked closely with various Singapore Government bodies such as International Enterprise Singapore and the Economic Development Board to help Chinese companies set up overseas offices in the region. The new unit, a first for a bank in Singapore, provides assistance ranging from company incorporation, access to UOB's full suite of corporate and personal banking products to borderless financial services through our well-established and fully-owned regional network.

We believe that Asia's resilient economic environment will continue to generate more regional trade opportunities. UOB's strong regional presence and expertise in commercial, corporate and transaction banking, cross-border settlement and cash management services, trade financing, together with our long-standing client relationships in China, place us in a unique position to capture these business opportunities.

Transaction solutions and wealth management innovations as a competitive advantage

To serve our customers more effectively on a transaction level, UOB (China) also became a member of China UnionPay. Today, our customers in China and the region are able to tap into our strategic business network and exclusive partnerships to enjoy financial and lifestyle benefits through China UnionPay's payments network.

With China accounting for more than 16% of the high net worth individuals (HNWIs) residing in Asia Pacific¹, we created new definitions of wealth within an Asian context based on our deep understanding of customers and their life stages and life goals, social-economic demographics and wealth drivers. Through this insight into China's HNWIs, we increased the number of our high-end Privilege Banking centres from three to five centres – ensuring each was situated in strategic locations - where our Privilege Banking customers live and work. Our Privilege Banking services in China may have raised the bar for local and foreign banks but we will continue to broaden and deepen our offerings in this strategically important market.

¹资料来源：美林与凯捷联合发布的2011《全球财富报告》

¹Source: Capgemini and Merrill Lynch, 2011 Asia-Pacific Wealth Report

尽管如此，中国市场上对人才的竞争仍然激烈。但是我们相信，我们有优秀的人才、丰富的培训课程和良好的流程使我们有能力吸引更多的人才，并帮助现有员工挖掘自身潜力，与大华银行一道迈向成功。

2011年，我行与国内多所高等院校合作，以招募更多顶尖的年轻人才加入大华银行（中国）。我行的管理培训生项目，为这些优秀的年轻人提供了在我行各主要部门进行轮岗实习的机会，并鼓励他们积极地与高管们互动，以发觉自身的潜力。

同时，我们通过多样化的培训帮助员工提升管理技能及领导力。2011年，通过在线电子培训平台，我行11间分支行的员工，共710人次获得了培训提升的机会。

2012年的工作重点

经过8年的高速发展，我们预计中国经济将在2012实现软着陆。随着2012年中国经济增长预期下调至7.5%，我们相信中国未来的发展将更具可持续性。

展望2012年，我行已经整装待发，并有信心把握新机遇，创造新成绩。在人民币国际化进程加速的大背景下，2012年我行将继续把握区域内业务发展机遇，进一步促进人民币跨境结算业务发展。

鸣谢

我谨代表董事会对蔡天枢先生在过去三年担任非执行董事期间所作出的贡献表示感谢。他已于2011年4月离开董事会。同时欢迎叶杨诗明女士加入董事会，担任非执行董事。

在此，我也向其他董事在过去一年间所作出的贡献表示感谢。在此，我谨代表董事会感谢管理层及所有员工在过去一年对我行所做的贡献。最后，感谢广大客户一如既往地支持，我们将竭诚为您提供更好地服务。

黄一宗
二零一二年四月

Investing in our people

We recognise that growing and nurturing local talent is a key to our success. As part of our business expansion plans, we increased our employee headcount by almost 50% compared with 2010.

While our talent pipeline is strong, competition for talent in China will continue to be intense. We believe we have the people, programmes and processes in place to attract new talent and to help existing employees to uncover their potential and to succeed in their careers with us.

In 2011, UOB (China) teamed up with the country's most prestigious universities to attract the best and brightest into our organisation. Through our Management Associates Programme, participants were exposed to a full rotation across all key functions and business units in the Bank. This programme helps them to realise their full potential and encourages interaction with senior management.

We also rolled out training programmes focusing on management and leadership skills. Through e-learning training modules, 710 employees across all 11 offices in China benefitted from continuous training opportunities.

Our key priorities for 2012

After eight years of high speed economic growth in China, a soft landing for China's economy in 2012 can be expected. With a projected GDP growth rate of 7.5% for 2012, we believe that China will develop in a more sustainable way.

We are prepared for growth and are confident that we are well-positioned to capture new opportunities in China. As a result of the government's efforts in RMB internationalisation, we see great potential and inter-regional demand for RMB cross-border settlement from 2012 onwards.

Acknowledgement

I would like to express our deep appreciation to Mr Chua Tian Chu for his invaluable contributions as non-executive director over the past three years. We would like to welcome Ms Christine Ip to the Board as a non-executive director.

I also want to extend my appreciation to the other Board Directors for their wise counsel during the past year. On behalf of the Board, I would like to thank Management and all staff for their commitment and hard work. To our customers, I look forward to your continued support as we seek to serve you better.

Wee Ee Cheong
April 2012

公司信息

Corporate Information

法定名称

大华银行（中国）有限公司

法定代表人

黄一宗

注册地址

上海市浦东新区东园路111号1层105单元，2层，3层

邮政编码：200120

电话：(86) (21) 6061 8888

传真：(86) (21) 6886 0908

SWIFT：UOVBCNSH

网址：uobchina.com.cn

公司成立日期

2007年12月18日

登记机关

上海市工商行政管理局

企业法人营业执照注册号

310000400553992（市局）

注册资本

人民币300000 万元

股东(发起人)

大华银行有限公司

公司类型

有限责任公司（外国法人独资）

税务登记号码

国地税沪字310043669414723

监事

黄祖耀

董事会

黄一宗（董事长）

李振荣

叶杨诗明

陈建发（行长兼首席执行官）

詹道存

曾之杰

执行委员会

黄一宗（主席）

李振荣

叶杨诗明

陈建发

提名及薪酬委员会

詹道存（主席）

黄一宗

李振荣

曾之杰

审计委员会

詹道存（主席）

李振荣

叶杨诗明

曾之杰

关联交易控制委员会

曾之杰（主席）

李振荣

张锦康

詹道存

风险管理委员会

曾之杰（主席）

李振荣

叶杨诗明

詹道存

审计师

安永华明会计师事务所上海分所

Registered Name

United Overseas Bank (China) Limited

Legal Representative

Wee Ee Cheong

Registered Office

Unit 105, 2F, 3F, 111 Dongyuan Road Pudong New Area

Shanghai 200120

Tel: (86) (21) 6061 8888

Fax: (86) (21) 6886 0908

SWIFT: UOVBCNSH

Website: uobchina.com.cn

Date of Incorporation

18 December 2007

Registration Authority

Shanghai Administration of Industry and Commerce

Registered Business Licence Number

310000400553992

Paid Up Share Capital

RMB 3,000,000,000

Shareholder (Founder)

United Overseas Bank Limited

Type of Company

Limited Company (Wholly Foreign-owned)

Tax Registration Number

310043669414723

Supervisor

Wee Cho Yaw

Board of Directors

Wee Ee Cheong (Chairman)

Lee Chin Yong Francis

Christine Ip

Tan Kian Huat (President & CEO)

Cham Tao Soon

Zeng Zhi Jie

Executive Committee

Wee Ee Cheong (Chairman)

Lee Chin Yong Francis

Christine Ip

Tan Kian Huat

Nominating and Remuneration Committee

Cham Tao Soon (Chairman)

Wee Ee Cheong

Lee Chin Yong Francis

Zeng Zhi Jie

Audit Committee

Cham Tao Soon (Chairman)

Lee Chin Yong Francis

Christine Ip

Zeng Zhi Jie

Connected Transaction Control Committee

Zeng Zhi Jie (Chairman)

Lee Chin Yong Francis

Chong Kim Khong William

Cham Tao Soon

Risk Management Committee

Zeng Zhi Jie (Chairman)

Lee Chin Yong Francis

Christine Ip

Cham Tao Soon

Auditors

Ernst & Young Hua Ming (Shanghai Branch)

董事会 Board of Directors



黄一宗 董事长

59岁，2007年9月17日受委任加入董事会。董事长，本行执行委员会主席，提名及薪酬委员会成员。

黄一宗先生是一位职业银行家，他于1979年加入大华银行，在银行的各个职能部门都有着丰富的经验。他自2000年至2007年4月任大华银行有限公司副主席兼行长，2007年4月27日受委任为首席执行官。他是大华银行有限公司执行委员会和风险管理委员会成员。

黄一宗先生也是多家大华银行附属公司与联号公司的董事，包括远东银行、大华保险、大华银行（马来西亚）、大华银行（泰国）以及大华证券。他还是大华宇宙银行（印尼）的监事副总裁。

黄一宗先生参与了业内多个重要机构组织，从而积极投入到该区域行业的发展中来。他是现任新加坡银行公会理事会成员，并担任新加坡银行与金融学院的董事和金融业资格标准督导委员会主席。他亦是新加坡—中国基金会理事会、Visa Inc亚太咨询委员会以及INSEAD东亚理事会和国际理事会的咨询委员会成员。

他还担任黄氏基金的董事，以及南洋美术学院的赞助人。此外，黄一宗先生是新加坡中华总商会的荣誉理事会成员。他曾担任新加坡建屋发展局的副主席以及新加坡港务局、华业集团和文雅酒店的董事。

黄一宗先生拥有华盛顿美国大学理学士（工商管理）学位和文硕士（应用经济）学位。

Wee Ee Cheong Chairman

Age 59. Mr Wee was appointed to the Board on 17 September 2007 as the Chairman. He is also the Chairman of the Bank's Executive Committee and a member of the Nominating and Remuneration Committee.

A career banker, Mr Wee joined United Overseas Bank (UOB) in 1979, and has extensive experience handling various functions across the Bank. He served as Deputy Chairman and President of the Bank from 2000 to April 2007 before being appointed as CEO on 27 April 2007. He is a member of the UOB Executive and Board Risk Management Committees.

He also holds directorships in several UOB subsidiaries and affiliates, including Far Eastern Bank, United Overseas Insurance, United Overseas Bank (Malaysia), United Overseas Bank (Thai) Public Company and United International Securities. He is the Vice President Commissioner of PT Bank UOB Indonesia.

Mr Wee is actively engaged in regional business development through his participation in key industry bodies. He serves as a council member of The Association of Banks in Singapore and as a director of The Institute of Banking & Finance and chairs the Financial Industry Competency Standards (FICS) Steering Committee. He is a member of the Board of Governors of Singapore-China Foundation, Visa APCEMEA Senior Client Council and Advisory Board of INSEAD East Asia Council and International Council.

He is a director of the Wee Foundation, as well as the patron of the Nanyang Academy of Fine Arts. Mr. Wee is an honorary council member of the Singapore Chinese Chamber of Commerce & Industry. He had previously served as Deputy Chairman of the Housing & Development Board, and as a director of the Port of Singapore Authority, UOL Group and Pan Pacific Hotels Group.

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



李振荣

58岁，2007年12月27日受委任加入董事会。非执行董事、本行执行委员会、提名及薪酬委员会、审计委员会、关联交易控制委员会和风险管理委员会成员。

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

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

李振荣先生拥有马来西亚教育证书，并具有31年以上丰富的银行工作经验。

Lee Chin Yong Francis

Age 58. Mr Lee was appointed to the Board on 27 December 2007 as a non-executive director. He is also a member of the Bank's Executive, Nominating and Remuneration, Audit, Connected Transaction Control and Risk Management Committees.

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

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

He holds a Malaysia Certificate of Education and has more than 31 years of experience in the financial industry.



叶杨诗明

49岁，2011年8月22日受委任加入董事会。非执行董事，本行执行委员会、审计委员会和风险管理委员会成员。

叶杨诗明女士于2011年加入大华银行，担任大华银行有限公司国际策略部董事总经理，负责大中华业务策略。叶女士于2012年1月起兼任大华银行有限公司香港区总裁。

叶杨诗明女士拥有超过25年的个人银行及企业银行从业经验。在加入大华银行之前，叶女士曾在澳新银行、渣打银行和汇丰银行的中国、香港、美国、加拿大、新加坡等地区担任过一系列高级管理层职位。并在产品开发、销售管理、客户管理和风险管理等领域都有所建树。

由于业绩卓著，叶杨诗明女士于2008年荣获亚洲零售商会议颁发的“全球零售银行家领导奖”。

叶杨诗明女士拥有香港大学文学士学位及香港科技大学工商管理硕士学位。

Christine Ip

Age 49. Mrs Ip was appointed to the Board on 22 August 2011 as a non-executive director. She is also a member of the Bank's Executive, Audit and Risk Management Committees.

Mrs Ip joined UOB in 2011. She is currently Managing Director, Corporate Planning and International Strategy of United Overseas Bank Limited (UOB) and responsible for developing Greater China strategy for the Bank. Mrs Ip has been appointed as CEO of United Overseas Bank Hong Kong Office with effect from January 2012.

Mrs Ip is a seasoned banker with more than 25 years of experience in both consumer and corporate banking. Prior to joining UOB, Mrs Ip held several senior management positions in product and sales management, customer segment management and risk management in Hong Kong, the United States, Canada, Singapore and China with Australia and New Zealand Bank, Standard Chartered Bank and HSBC.

Mrs Ip's achievements have brought her the Asia Retail Congress award for "Best International Retail Banker" in 2008.

Mrs Ip holds a Bachelor Degree of Arts from University of Hong Kong and MBA from Hong Kong University of Science and Technology.



陈建发

行长兼首席执行官

54岁，2008年6月6日受委任加入董事会。执行董事，也是本行执行委员会成员。

陈建发先生现任大华银行（中国）有限公司行长兼首席执行官，并于2008年5月6日起在华履职。在其加入大华银行（中国）之前，陈建发先生就职于大华银行（马来西亚），担任高级副总裁之职务。

陈建发先生具有丰富的银行工作经验，在其28年的从业经历中，其曾历任信贷员、客户经理、信贷部主管、分行经理、马来西亚北区中心区域主管，以及零售商业银行部主管。

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

Tan Kian Huat

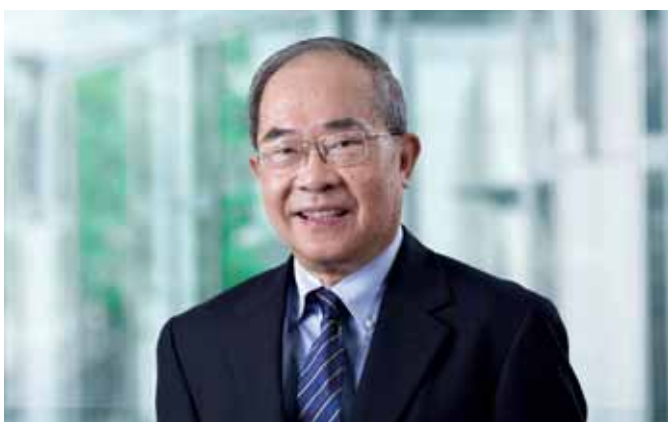
President & Chief Executive Officer

Age 54. Mr Tan was appointed to the Board on 6 June 2008 as an Executive Director. He is also a member of the Bank's Executive Committee.

Mr Tan has been the President and CEO of UOB (China) since 6 May 2008. Prior to his current appointment, he was a Senior Vice President in United Overseas Bank (Malaysia).

In his 28 years in the banking industry, he has served as a Credit Officer, Head of Credit, Branch Manager, Regional Manager and Head of Business Banking.

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



詹道存

72岁，2007年12月27日受委任加入董事会。独立与非执行董事，本行提名及薪酬委员会和审计委员会主席，关联交易控制委员会和风险管理委员会成员。

詹道存教授是大华银行有限公司独立董事，同时也是大华银行附属公司远东银行的独立董事。詹道存教授是新加坡NSL Ltd、MFS科技和新加坡——中国基金会理事会主席以及新加坡报业控股的副主席。他还是新加坡Soup Restaurant Group和新加坡国际基金会的董事。

詹道存教授是新加坡新跃大学的荣誉校长和董事会主席，曾于1981年到2002年间担任新加坡南洋理工大学的创校校长。

詹道存教授拥有马来西亚大学土木工程学士荣誉学位、伦敦大学数学理学士荣誉学位和英国剑桥大学流体力学机械博士学位。他也是新加坡工程师学会、新加坡工程研究院、英国皇家工程院、英国机械工程师学会的成员，以及瑞典皇家工程科学院外籍院士。

Cham Tao Soon

Age 72. Prof Cham was appointed to the Board on 27 December 2007 as an independent and non-executive director. He is also the Chairman of the Bank's Nominating and Remuneration Committee and Audit Committee, and a member of the Bank's Connected Transaction Control Committee and Risk Management Committee.

Prof Cham is a director of United Overseas Bank (UOB) and a director of UOB's subsidiary, Far Eastern Bank. He is the Chairman of NSL Ltd, MFS Technology and Board of Governors of Singapore-China Foundation, and Deputy Chairman of Singapore Press Holdings. He is a director of Soup Restaurant Group and Singapore International Foundation.

Prof Cham is the Chancellor of SIM University and Chairman of its Board of Trustees, and founding President of Nanyang Technological University (1981-2002).

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



曾之杰

44岁，2010年10月26日受委任加入董事会。独立与非执行董事，本行关联交易控制委员会和风险管理委员会主席，提名及薪酬委员会和审计委员会成员。

曾之杰先生现任开信创业投资管理有限公司总经理兼管理合伙人，同时兼任中特物流有限公司董事长。曾之杰先生还在长城科技股份有限公司、中软国际、上海爱建股份、E-House、Vimicro、AutoNavi六家上市公司以及国微电子等公司担任董事或独立董事职务。此外，曾之杰先生还担任中国投资协会创业投资专业委员会第一届联席会长、AAMA中国分会执行董事和欧美同学会2005委员会理事职务。

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

曾先生拥有日本长崎大学经济学学士和斯坦福大学管理学硕士学位。

Zeng Zhi Jie

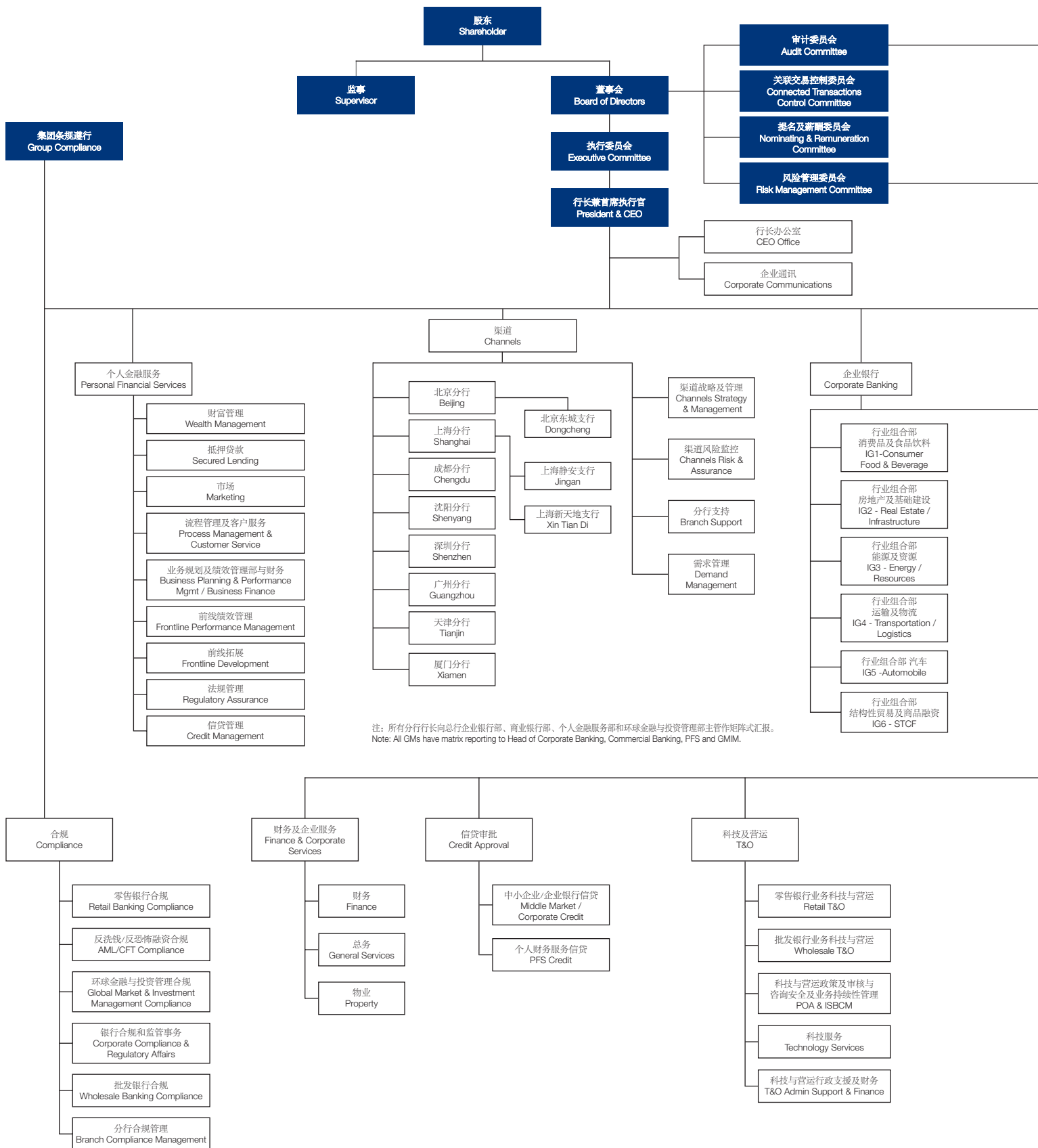
Age 44. Mr Zeng was appointed to the Board on 26 October 2010 as an independent and non-executive director. He is also the Chairman of Connected Transaction Control Committee and Risk Management Committee, and the Member of Nominating and Remuneration Committee and Audit Committee.

Mr Zeng is currently the General Manager & Managing Partner of Kaixin Investment Co., Ltd., also the Chairman of China Special Article Logistics Company. Meanwhile, Mr. Zeng serves as director or independent director for six listed companies: Hunan Talkweb Information System Co.,Ltd., Chinasoft International Ltd., Shanghai AJ Corporation, E-house, Vimicro and AutoNavi as well as other companies such as State Microelectronics. In addition, Mr. Zeng serves as Co-chairman of the Venture Capital Association of Investment Association of China, the executive director of AAMA China branch and board member of WRSACC 2005 Committee.

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

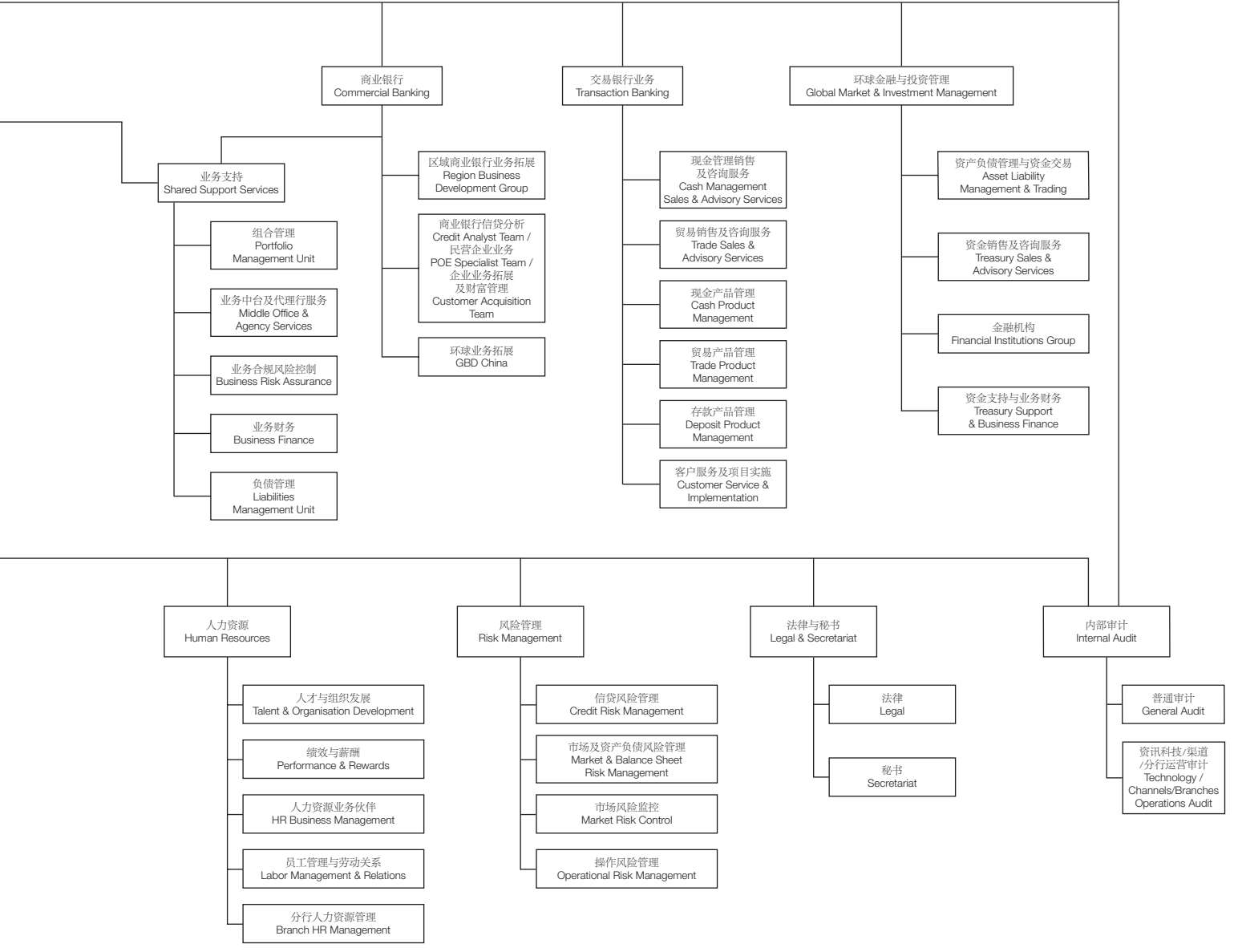
Mr Zeng holds his B.S. in Economics from the University of Nagasaki, Japan, and M.M. from Stanford University.

组织架构图 Organisation Chart



风险与资本委员会
Risk & Capital Committee

资产负债委员会
Asset & Liability Committee



管理层报告 2011 in Review



商业银行部11月17日在珠海举办区域客户答谢会
Commercial Banking organised client appreciation event in Zhuhai on 17 November



商业银行

2010年，为协助集团成为亚太地区的主要银行，并更好的服务于中国客户，大华银行（中国）成立了商业银行部。中国商业银行部充分利用集团的区域金融网络优势和业务专长，协助我们的客户扩张亚洲业务和拓展中国市场。

在2011年，我们战略性地设立了中国环球业务开发小组。该小组承担起提供“一站式”金融服务的中枢职能，为开展跨境业务的国内外客户提供专业的金融咨询和融资方案。环球业务开发小组与新加坡和东南亚地区的集团伙伴紧密合作，满足想要“走进来”的外国企业和想要“走出去”的中国企业各方面的金融需求，尤其是在我们拥有业务优势的东南亚地区，帮助我们的客户发掘更多的区域投资机遇。

作为一个年轻的专职部门，我们的努力已有所成效。2011年，商业银行部的信贷资产（包括贸易融资授信）增长了68%。全年总收入（含非利息收入和利息收入）较上年也显著增长了65%，其中非利息收入增长幅度高达73%。资产质量显著提高，不良贷款率从2010年的2.19%下降至2011年的1.27%。

展望未来，大华银行（中国）商业银行部将会更进一步地加快拓展中国民营企业市场的步伐，以便全方位地了解、服务并满足中国中小企业市场的需求。我们将在人才储备及新产品开发方面继续加大投资，构建一个可持续发展的，并具有竞争力的商业银行团队和业务经营模式。

Commercial Banking

In line with UOB's objective to be a premier bank in the Asia Pacific region and to serve our business customers in China better, in 2010 we established a dedicated Commercial Banking Division. This division taps into the experience and expertise within the Group's strong franchise network to support customers looking to expand into Asia, as well as those setting up operations in China.

In 2011, a new strategic Global Business Development (GBD) China team was set up to provide a one-stop shop for advisory services and financing solutions for our cross-border customers. The GBD China team works closely with counterparts in Singapore and our other subsidiaries to assist Chinese enterprises investing overseas, particularly in Southeast Asia where our Group has a strong presence, as well as helping regional customers seeking new opportunities in China.

Our Commercial Banking Division has performed well since launch. In 2011, loan assets (including contingent exposure) increased by 68% over the last year. During the year, total income (interest and non-interest income) grew by 65% compared with 2010 and non-interest income increased by 73% over the same period. Our non-performing loan ratio improved to 1.27% in 2011 compared with 2.19% in 2010.

Going forward, our Commercial Banking team in China shall step up its engagement with the local privately-owned enterprises in China to understand their needs better and to build the right solutions for them to seize new opportunities. We shall continue to invest in and expand our expertise and capabilities while enhancing our suites of products to build a sustainable and competitive commercial banking business model in China.



大华银行(中国)11月15日在上海举行2011年度客户答谢会暨人民币跨境结算专题研讨会
UOB(China) client appreciation event 2011/RMB cross-border settlement seminar in shanghai on 15 November



企业银行

2011年,日本经历大地震,欧洲债务危机加速爆发,美国经济持续疲软,在持续的国际经济危机及国内调控政策的影响下,中国国内经济发展增速减缓。尽管面对诸多挑战,企业银行部仍努力为客户提供妥善的解决方案,避免因为这些不利因素对其自身业务带来的消极影响。

2011年企业银行部延续了上年度行业专门化管理,并进一步将目标行业由2010年的3个扩展为6个,即:消费品及食品饮料行业、房地产及基础建设行业、能源相关行业、交通运输行业、汽车相关行业、金属及大宗商品行业。行业的专门化管理使得我们在波动的、充满挑战的市场环境下更好地向客户提供专业和迅速的解决方案。

在国内市场取得好成绩的同时,依托集团在东南亚地区的网络,企业银行部在境外地区市场的业务获得了迅速发展。我们依托集团在现金管理、贸易、银团及俱乐部融资、并购贷款、大宗商品融资各个产品领域内的丰富经验,提供无缝化跨境解决方案,协助中国企业“走出去”,开拓境外新市场。值得一提的是,2011年我行被汤姆森路透评为香港银团贷款业务前十大银行。

基于我们的专业知识和强大的区域平台,我们致力于为客户提供境外人民币交易和结算方案。伴随人民币国际化的深入,我们的跨境人民币业务量在这一年里也呈现倍数的增长。

Corporate Banking

2011 was an eventful year - we witnessed the massive earthquake and tsunami in Japan, an escalation of the European sovereign debt crisis across more of the eurozone and the US economy struggle and its recovery remain slow. Faced with ongoing global crises and economic tightening measures introduced by the Chinese government, the Chinese economy was steered to slower growth in 2011. Our Corporate Banking team worked with customers to help them navigate and manage the impact of these issues on their business.

In 2011, we expanded our Corporate Banking strategic industry coverage to six sectors (from three in 2010) and now offer expertise in the Consumer and Food & Beverage sector, Real Estate sector, Infrastructure, Energy and Resources sector, Transportation, Automotive and Metals & Hard Commodities sector. Our customers have benefited from this dedicated industry coverage as we are able to develop stronger, sector-specific solutions in time-critical, volatile and challenging markets.

We also tapped our regional network and expertise in cash management, trade, syndication/club deals, M&A financing and structured commodity financing to support Chinese enterprises as they ventured overseas. Our ability to provide a one-bank approach to our customers helped them to take advantage of new market opportunities across the region. As a result of our achievements, Thomson Reuters named us one of the top 10 banks in the Hong Kong syndication loan market.

Customers turned to us for support with their offshore RMB transactions and settlement. Based on our local expertise and unrivalled regional network, we have successfully grown our offshore RMB business by several fold over the past year.

凭借客户的长期支持，企业银行部在2011年业绩喜人。我们的非利息收入强劲增长，是2010年的2倍多，存款余额则同比增长了65%。这主要归功于，我们在继续扩大资产规模的基础上，致力于发展包括现金管理、外汇交易、存款和贸易等以利息收益为主导的业务。

展望未来，大华银行（中国）的企业银行部将继续运用集团的网络及能力，为企业客户提供优质的产品和金融解决方案，以满足他们日益增长区域业务发展需求。

With the support of our customer, our Corporate Banking business recorded strong results in 2011. Most notably, our fee income grew significantly by more than 200% over last year, and our deposits base has also grown remarkably by 65% year-on-year. These results were achieved through a sharpened focus on providing cash management, foreign exchange, deposits and trade cross-selling opportunities and as a result increasing our fee based income. We also continued to build on our asset business throughout the year.

Moving forward, UOB (China)'s Corporate Banking team will continue to leverage the Group's regional network and strong capabilities to deliver excellent products and services to our clients as they continue to expand across the region.

交易银行

依靠国内和区域分行及合作银行网络，大华银行（中国）交易银行部始终致力于为客户提供全面的量身定制的端对端现金管理和贸易解决方案。我们的现金管理解决方案覆盖了收付款和流动性管理服务，可通过分行网点以及电子银行平台办理。在贸易服务方面，我们为客户提供全套的贸易与融资服务，其中包括：咨询服务、结构性贸易融资和风险规避方案。

2011年，我们继续扩大贸易产品和现金服务，并完善了电子银行服务，为客户提供便捷的同时也提高了运营效率。在跨境人民币结算方面，通过我们不懈的努力，在2011年我行跨境人民币交易量取得了大幅增长；同时为积极响应跨境人民币直接投资需求的不断增长，我行新增了外商直接投资人民币结算业务。

2011年，我们通过组织信息交流会和研讨会继续加强与客户的合作伙伴关系，并通过这些平台更好地了解客户的需求，为客户提供创新的解决方案，如：更便捷的人民币跨境结算。

2011年，我们的现金和贸易收入都有显著增长。2012年，在集团交易银行业务部的指导下，我们将继续战略投资，更好地为不断增长的客户需求提供最新的解决方案。

Transaction Banking

Our Transaction Banking team in China focuses on providing customers with comprehensive end-to-end cash management and trade finance solutions suited to their business needs. Our cash management solutions cover payables, receivables and liquidity management services and are accessible through our branch network and business internet banking platform. For trade finance solutions, we provide a full suite of trade products and financing services, as well as trade advisory, structuring and risk mitigation solutions.

In 2011 we continued to invest in our suite of cash management and trade products, including enhancing our business internet banking platform, so that it could provide customers with added convenience and operating efficiency. There were also increased demand from customers for cross-border RMB settlement services. In 2011, we introduced RMB foreign direct investment settlement services in recognition of the growing demand by our regional customers investing in China.

In 2011 we also sought to strengthen our relationships with customers through organising of information and knowledge sharing workshops and seminars. From these sessions, we studied our customers' requirements in detail and used the insights we gained to build new solutions, such as more efficient RMB cross-border settlement.

In 2011, both cash and trade revenues experienced strong growth. With support from our Group Transaction Banking team based in Singapore, we will continue to seek strategic investments and build new solutions to meet the growing needs of our customers.



上海新天地支行——「尊享理财」全新启航
Shanghai Xin Tian Di Sub-branch – a new start to our privilege journey in China



个人金融服务

2011年央行收紧银根，银行利息议价能力提升，资金供求关系发生变化，房地产政策调控，客户需求等，银行面临的经营环境远比这复杂。面对2011年复杂的经济形势，大华银行（中国）积极应对，不断实现发展中的新突破，特别是在国家出台一系列宏观调控政策对银行经营发展产生重要影响的环境下，我行仍然实现了资产规模的逐步扩张，经营业绩的稳步增长，同时各项新业务不断推进，显示了强劲的发展潜力。

理财服务

2011年大华银行（中国）个人业务持续稳定发展，帮助我们的客户财富保值和增值。伴随着中国人均收入水平的提高，针对中国富裕人群及其日益增长的财富管理需求，在2011年，我们启动了「尊享理财」服务，主要面向投资资产达到100万元人民币的客户群体。作为拓展在华「尊享理财」业务的第一步，位于上海高端地段的新天地「尊享理财」中心正式开业，为客户度身定做理财计划，以满足高端财富人群在财富管理 with 品质生活方面的独特需求。此外，我们还发行了「尊享黑晶卡」，持卡人将享有我行提供的一系列专属特惠和尊享礼遇。「尊享理财」高端品牌所带来客户价值的全面升级，使得我们该业务部门的客户群同比增长了一倍。

与此同时，我们还陆续在上海、北京、厦门、成都及沈阳等城市的分支行推出在行式自动柜员机，为个人客户提供更方便、更快捷的服务。

2011年，我们为客户提供了品种充足的理财产品。在遵守公平交易原则的基础上，满足客户的各种投资需求。同时，我们针对客户不同的金融需求和风险承受力，提供专业的咨询建议，帮助客户合理配置投资组合。



大华银行（中国）
「尊享」系列借记卡
UOB (China)
Privilege Banking
Debit Card

Personal Financial Services

The tightening of monetary policy by the PBOC and property cooling measures introduced by the government had a marked impact on the banking industry and customer demand in 2011. Despite challenging economic circumstances in China, we continue to focus on our customers' needs and as a result our performance remained positive, and we recorded growth in both assets and new businesses.

Wealth Management Business

In 2011, UOB (China) Personal Finance Service (PFS) continue to help our customers grow and preserve their wealth. With rising income levels in China, a growing number of customers are now looking for specialist investment advice. To meet this need, we introduced Privilege Banking to our customers in 2011. Privilege Banking is targeted at customers with investible assets of at least RMB 1 million. As part of building our Privilege Banking capabilities, we also opened the Shanghai Xin Tian Di Privileged Banking Centre at the high-end location of Shanghai to customers with a dedicated centre from which to manage their wealth. In addition, we launched a new Privilege Banking debit card for this customer segment which offers a range of privileges and services suited to the needs of this segment. Our Privilege Banking customers appreciated the value-added services we offer, and a result, our customer base for this segment doubled in 2011.

In 2011 we also installed ATMs in our branches and sub-branches in Shanghai, Beijing, Xiamen, Chengdu and Shenyang.

During the year, we provided a wide range of products to meet the investment needs of our customers, while abiding with fair-dealing principles. We also provided professional advisory services to help customers with their investment portfolio according to their specific financial needs and risk tolerance.



2011大华银行高层论坛
UOB (China) Investment Seminar

抵押贷款业务

2011年，大华银行（中国）的抵押贷款业务走过了极其不平凡的一年。尽管政府实施了持续紧缩的调控政策，导致房地产市场遭遇了多年不遇的严冬，大华银行（中国）的房贷业务仍然在重重阻力下取得了强劲的业绩增长，创造了不俗的市场佳绩。在持续业务增长的同时严格执行政府相关政策，资产质量运行良好，无任何呆、坏账出现。

继2010年我们的房贷业务拓展到北京、成都之后，2011年6月又正式拓展到沈阳。我们将继续以客户要求和反馈意见为出发点，不断优化房贷产品和服务。2012年我行将继续加大房贷业务新产品的开发推广力度，并将业务拓展到更多的二线城市，如杭州、天津。

Secured Lending Business

UOB (China) recognises the need for our customers to own their homes even in the midst of challenging global market conditions. We continued to provide home loans tailored to customers needs, while abiding by new government property investment cooling measures. Our mortgage loan portfolio grew up steadily with zero non-performing loans as we continued to develop our lending business prudently.

In 2011, we extended our home financing services to customers in Shenyang. This built on our home loan marketing efforts in Beijing and Chengdu in 2010. We will continue to refine our home loan products and services based on customer demand and feedback and will expand our services to customers to Hangzhou and Tianjin in 2012.

环球金融与投资管理

2011年西方经济局势动荡不安，尽管如此，大华银行（中国）环球金融与投资管理部门在外汇交易及衍生产品服务方面仍实现大幅增长。为满足客户投资需求，我们一如既往的开拓一系列外汇和利率的衍生产品，以及多样化结构性存款产品，为中国国内大中型企业客户提供一整套完善的多样化产品和服务平台。

我们在强化对客户产品服务的同时也拓展了自身的交易能力。作为一家外资本地法人银行，2011年，大华银行（中国）有幸成功获得上海黄金交易所授予的在华黄金交易外资金类会员资格，并于2011年11月底启动了贵金属交易。

同时，环球金融与投资管理部不仅增强了与境内同业间的交易，也根据客户需求大力拓展了人民币跨境贸易的人民币业务。

我们通过增加债券投资来提高投资收益，我们的债券资产组合由国债、央行票据、政策性银行债以及高评级的短期融资券和中期票据组成。这一业务已经成为我们的核心业务之一。

伴随2011年市场波动性的增加，债券交易依旧活跃。我们的债券资产组合已不仅由国债、央行票据、政策性银行债以及高评级的短期融资券和中期票据组成，还包括核心业务之一的银行间债券交易。

2011年，得益于积极掌握和抓住客户需求及市场机遇，即便经济大环境不容乐观，但大华银行（中国）环球金融与投资管理部门仍旧在业务等各方面都取得了长足的进展。

Global Markets & Investment Management

Despite economic uncertainty in the West, our Global Markets & Investment Management (GMIM) business continued to enhance its foreign exchange and derivative services to meet the demands of our customers. In 2011, we developed a series of new foreign exchange and interest rate derivative products as well as various structured deposit products for our customers' investment needs. We also set up a good platform to offer diversified market products and services to those large and middle corporate customers in China.

We also expanded our trading capabilities so as to enhance the services we can offer to customers. In 2011, we were the first foreign Asian Bank to be given membership to the Shanghai Gold Exchange, and launched precious metal trading in late November 2011.

We also engaged our onshore institutional counterparties more actively in 2011, and saw an increase in trading volume as a result. We also recognised the demand by our customers for cross-border RMB transactions and actively provided our services in this area.

With increased volatility in the market, bond market trading remained active in 2011. Interbank market bond trading is one of our core businesses and our portfolio includes but is not limited to Treasury bills, PBOC notes, Policy bank bonds and high-rating commercial papers and medium-term notes.

By listening to our customer needs and monitoring and seizing opportunities, GMIM delivered strong results in a volatile year.

科技与营运

大华银行（中国）有限公司科技与营运部在贯彻落实我行业务发展战略中起着举足轻重的作用。通过为银行提供后台操作处理及流程控制、系统以及基础设施等服务保障，从而使银行能更好地满足不断变化的客户与业务需求。

2011年我行成功实施了以下主要项目：

1. 在同财务及企业服务部的通力合作下，完成了国内监管报表系统的二期升级，成功实现了监管报表统计的自动化，从而进一步提高了监管报送数据的准确性和及时性。
2. ATM及借记卡系统的成功实施，通过银联网络为我行客户存取款及消费提供了极大的便利。

为给我行客户提供更丰富的业务产品支持与服务，改善客户对我行产品的投资体验，科技与营运部会同个人财务服务部计划在2012年推出以下项目：

1. 个人网上银行
2. 个人投资理财系统
3. 银联支付网关

展望未来，为适应不断发展变化的金融市场环境，科技与营运部将本着继续完善并提高工作效率，加强风险控制宗旨，不断为客户提供所期望的高品质的产品与服务。

Technology & Operations

UOB (China)'s Technology & Operations (T&O) is a key strategic enabler of our growth aspirations. T&O provides the back office processes, systems and infrastructure which allows the Bank to meet our customers' and business' changing needs.

In 2011, we successfully completed two major projects:

1. Local Regulatory Reporting System phase II Project - a joint initiative with our Finance & Corporate Services Department to automate and improve the accuracy and timeliness of our local regulation reporting;
2. ATM & Debit Card System Project - marking a milestone in providing customers with the convenience of cash withdrawals and deposits through China UnionPay's ATM network.

To improve the experience of our customers when dealing with us and to support our wider product offering, together with Personal Financial Service, we have embarked on the following projects which we target to complete in 2012:

1. Personal Internet Banking
2. Local Retail Investment system
3. CUP online payment gateway

Despite the volatile financial landscape in the year ahead, T&O will still seek out avenues of efficiency and areas of improvements while strengthening risk controls so as to continue to deliver the quality of services our customers have come to expect of us.



2011年大华银行（中国）推出多种形式的培训项目
UOB (China) launched various training projects in 2011

人力资源

2011年是大华银行（中国）实现稳步发展，不断扩张银行网络和拓展业务的一年。随着业务的增长，截至2011年末，我行正式员工已达914人，较上年同期增长近50%。

我行的人才战略定位是吸引并留住一流的人才，大批优秀银行人才的加入为实现这一战略目标，同时又更好地服务满足客户需求，提供了充分保障。

培训与发展是我行人才战略的重要措施之一。我行积极开展人才培训与发展，2011年人才培训计划主要集中于管理技能及领导力的专项培训和教育，培训课程增至60多种。通过推出在线电子学习平台，我们的员工可以随时获得培训机会；同时，在母行的大力支持下，优秀员工还有机会前往新加坡参加培训。

Human Resources

2011 was a year of solid development for UOB (China) as we continued to expand our banking network and business volumes. As part of our business expansion, we increased our employee base by almost 50% to 914 full-time employees in 2011.

The growth in our staff strength is a reflection of the importance we place in securing a strong talent pool to serve the needs of our customers.

Training and development remained a key pillar for our people. Our training programmes focus on management and leadership skills and in 2011 we offered more than 60 training courses from which our people could develop their skills. By using technology to roll-out e-learning training modules, all employees across our offices in China could participate in continuous training opportunities. Select employees also received training in Singapore.



大华银行（中国）管理培训生项目校园宣讲现场
UOB Management Associate (MA) Programme campus recruitment

2011年，大华银行（中国）推出了多种形式的培训项目，旨在吸引、保留人才，并提高员工的整体素质。管理培训生项目是我行2011年度人才战略的重要措施之二，除继续组织在上海高校进行校园宣讲活动外，我行还将人才引进的足迹拓展至北京和成都，从而吸引更多优秀的年轻人才加入大华银行（中国）。

此外，我行采用了全新的人才甄选和技能提升模式。开发了胜任力模型，针对银行不同层级员工，构建详细具体的胜任能力素质标准。通过落实新框架和新模式，使我们能够更好地甄选人才，进而优化人才发展，为客户提供更加优质的服务。

UOB (China) launched various projects in 2011 to attract, retain and empower employees. The UOB Management Associate (MA) Programme was introduced at prestigious universities in Shanghai, Beijing and Chengdu to attract outstanding graduates to join UOB (China).

We implemented new systems to identify talent and to help employees upgrade their skills. We developed a Competency Development Framework and an accompanying Guide that spells out core and level-specific competencies.

We also built a Job Competency Model for different functions. These two frameworks helped to identify talent, as well help to plot the development of our employees to ensure that they are well-equipped to meet the needs of our customers.

公司治理

Corporate Governance

董事会相信完善的公司治理是银行持续经营的根本，为此大华银行（中国）始终坚持最高的公司治理标准。在构建公司治理架构时，我行严格遵守《中华人民共和国公司法》、《中华人民共和国商业银行法》、《中华人民共和国外资银行管理条例》及其实施细则等相关监管要求。我行董事会及其下设专业委员会、监事、高级管理层按照《大华银行（中国）有限公司章程》（以下简称《公司章程》）所赋予的职责，依法独立履行各自的权利与义务。

关于董事与董事会

董事会现有六名董事*，其中独立董事两名，董事会的人数、构成符合监管要求和《公司章程》的规定。现任董事会成员名单及其职务如下（截止2011年12月31日）：

UOB (China) is committed to uphold the highest standards of corporate governance which the Board sees as fundamental to sustaining the Bank's business. In setting the Bank's corporate governance framework, the Bank takes into account the provisions of:

- the PRC Company Law;
- the PRC Commercial Bank Law;
- the PRC Regulations on Administration of Foreign-funded Banks, Rules for Implementing the PRC Regulations on Administration of Foreign-funded Banks; and
- other relevant regulatory requirements.

Board of Directors

There are six directors* on the Board, two of which are independent directors. The size and composition of the Board is in compliance with regulatory requirements and the provisions of Articles of Association. The Board members as at 31 December 2011 are:

姓名 Name	性别 Gender	年龄 Age	职务 Position	本届任期 Current term of office
黄一宗 Wee Ee Cheong	男 Male	59	董事长/非执行董事 Chairman/Non-executive	2010年9月17日至2013年9月16日 17 September 2010 to 16 September 2013
李振荣 Lee Chin Yong Francis	男 Male	58	非执行董事 Non-executive	2010年12月27日至2013年12月26日 27 December 2010 to 26 December 2013
叶杨诗明 Christine Ip	女 Female	48	非执行董事 Non-executive	2011年8月22日至2014年8月21日 22 August 2011 to 21 August 2014
陈建发 Tan Kian Huat	男 Male	54	执行董事(行长兼首席执行官) Executive (President & CEO)	2011年6月6日至2014年6月5日 6 June 2011 to 5 June 2014
詹道存 Cham Tao Soon	男 Male	72	独立董事 Independent	2010年12月27日至2013年12月26日 27 December 2010 to 26 December 2013
曾之杰 Zeng Zhi Jie	男 Male	44	独立董事 Independent	2010年10月26日至2013年10月25日 26 October 2010 to 25 October 2013

* 原非执行董事蔡天枢先生于2011年4月28日辞去非执行董事一职。
叶杨诗明女士2011年7月12日被委任为我行非执行董事，其任职资格于2011年8月22日经中国银行业监督管理委员会上海监管局核准。

* Mr Chua Tian Chu resigned as non-executive director on 28 April 2011. Mrs Christine Ip was appointed as non-executive director of the Bank on 12 July 2011 and her qualification as non-executive director of the Bank was approved by CBRC Shanghai on 22 August 2011.

2011年，我行共召开董事会会议四次，会议的召集程序、出席人数、议事程序、表决程序、董事会决议的作出程序及其内容等各方面均符合中华人民共和国有关法律法规和《公司章程》的有关要求。董事会会议记录由我行董事会秘书保存，会议记录真实、完整。

以下为各次董事会会议的具体情况：

1. 2011年第一次董事会会议于当年4月1日在上海召开，除了蔡天枢先生因公缺席，其余董事均出席了本次会议。会议了解主要管理人员的任命情况，审议批准了我行2010年度经审计财务报告、2011年预算、我行未来5年的战略计划和筹建杭州分行的计划；聘任了我行2011财政年度的外部审计机构；听取了董事会下设专业委员会的报告、管理层的工作汇报及银行公司治理结构自评报告；并了解了银监会有关董事履职评价的最新监管要求。
2. 2011年第二次董事会会议于当年7月6日在上海召开，所有董事均出席了会议。会议审议批准了我行组织架构变动及主要管理人员的任命，听取并确认了未经审计的第一季度财务报告、董事会下设各专业委员会的报告及管理层的工作汇报。
3. 2011年第三次董事会会议于当年9月2日在上海召开，所有董事均出席了会议。会议了解了2011年第二次董事会会议讨论事宜进展情况，主要管理人员的任命及分行开设情况，审议通过任命新执行委员会成员及修改审计委员会会议事规程，听取并确认未经审计的第二季度财务报告、董事会下设专业委员会的报告及管理层的工作汇报等。
4. 2011年第四次董事会会议于当年11月4日在上海召开，所有董事均出席了会议。会议了解了2011年第三次董事会会议讨论事宜进展情况，主要管理人员的任命情况，听取并确认未经审计的第三季度财务报告、董事会下设专业委员会的报告及管理层的工作汇报等。

In 2011, the Board met four times. The convening, discussion, voting and resolution procedures of the meetings, number of directors present and the content of resolutions made during the meetings are in line with the requirements of relevant PRC laws and the Articles of Association. The minutes of the meetings, which are true and complete, are kept by the Company Secretary.

The detailed information of the abovementioned Board meetings is as follows:

1. The first meeting in 2011 was held on 1 April in Shanghai. All directors were present except for Mr Chua Tian Chu who was absent due to a prior business engagement. The meeting noted appointment of key personnel, reviewed and approved the Audited Financial Results for 2010, 2011 Budget, 5-year strategic plan and setting up of Hangzhou Branch, appointed the external auditors for 2011, reviewed reports from the Bank's management and board committees and the report on self-assessment of corporate governance of the Bank, and acknowledged latest regulatory requirements with regards to directors performance evaluation by CBRC Shanghai.
2. The second meeting in 2011 was held on 6 July in Shanghai. All directors were present. The meeting considered and approved the changes to organization chart and the appointment of key personnel, reviewed and acknowledged the unaudited financial results of first quarter of 2011, reports from the Bank's management and board committees.
3. The third meeting in 2011 was held on 2nd September in Shanghai. All directors were present. The meeting noted the follow-up matters from the second meeting in 2011, appointment of key personnel and branch opening, reviewed and approved the appointment of Executive Committee Member and revisions to Terms of Reference of Audit Committee, reviewed and acknowledged the unaudited financial results of second quarter of 2011, reports from the Bank's management and board committees.
4. The fourth meeting in 2011 was held on 4 November in Shanghai. All directors were present. The meeting noted the follow-up matters from the third meeting in 2011 and appointment of key personnel, reviewed and acknowledged the unaudited financial results of third quarter of 2011, and the reports from the Bank's management and board.

2011年，我行董事会还通过传签的方式，做出了十项决议，详细情况如下：

In addition, ten Board resolutions were made by circulation in 2011. The details are as follows:

序号 Number	决议事项 Resolution Matters	签署日期 Resolution Date
1	认可我行组织架构图变动，更改我行开户及账户操作授权签字人；提取2010年度法定盈余公积金 Revisions to Organisation Chart, Change of Authorised Signatories for Bank Account Opening & Transaction and Appropriation of Net Profits for Financial Year 2010	2011年4月1日 1 April 2011
2	推荐新任非执行董事——叶杨诗明女士 Recommendation of Appointment of New Non-executive Director - Mrs Christine Ip	2011年6月30日 30 June 2011
3	通过2010年度董事费 Endorsement of proposed Director Fee for Year 2010	2011年7月27日 27 July 2011
4	关联交易授信——沈阳华新国际城市发展有限公司 Extension of facility to Connected Party - Shenyang Huaxin International City Development Co., Ltd	2011年8月6日 6 August 2011
5	任命关联交易控制委员会、风险管理委员会主席——曾之杰先生 Appointment of Chairman of Connected Transaction Control Committee and Risk Management Committee - Mr Zeng Zhi Jie	2011年8月23日 23 August 2011
6	任命独立董事担任各专业委员会成员 Appointment of Independent Directors as Member of Specialised Committee	2011年9月26日 26 September 2011
7	关联交易条款修改——天津华业希望房地产开发有限公司 Change of terms and covenants of connected transaction - Tianjin UOL Xiwang Real Estate Development Co., Ltd	2011年9月26日 26 September 2011
8	关联交易授信——华业(厦门)酒店有限公司* (见备注) Extension of facility to Connected Party - Hua Ye Xiamen Hotel Co., Ltd * (See remark)	2011年11月15日 15 November 2011
9	通过内部审计工作评价制度和董事会绩效及董事履职评价制度 Ratification of Performance Evaluation Mechanism for Internal Audit Function & Performance Evaluation Mechanism for Board of Directors and Individual Directors	2011年11月29日 29 November 2011
10	通过公司薪酬政策和2011年度董事费 Ratification of Country Remuneration Policy & proposed Director Fee for Year 2011	2011年12月20日 20 December 2011

备注*：该笔交易已于2011年12月被取消。

Remark: Such transaction was cancelled in December 2011.

关于董事会下设专业委员会

大华银行(中国)董事会目前下设五个专业委员会,即:执行委员会、关联交易控制委员会、审计委员会、提名及薪酬委员会和风险管理委员会。独立董事曾之杰先生担任关联交易控制委员会、风险管理委员会的主席,独立董事詹道存教授担任审计委员会、提名及薪酬委员会的主席。

(1) 执行委员会

a. 委员会成员:黄一宗(主席)、李振荣、叶杨诗明*、陈建发

*经董事会批准,叶杨诗明女士自2011年9月2日起担任执行委员会成员。

b. 执行委员会的主要职能如下:

管理银行的营运,包括制定内部制度,监督银行业务计划地执行,批准相关的信用额度;
处理除行长兼首席执行官、首席执行官及副行长以外的银行人力资源管理事项。

c. 执行委员会根据我行业务发展的需要随时召开会议,且至少每月召开一次会议以履行上述职责。

2011年,执行委员会召开会议25次。

(2) 关联交易控制委员会

a. 委员会成员:曾之杰*(主席)、李振荣、詹道存、张锦康

*经董事会批准,曾之杰先生于2011年8月23日起担任关联交易控制委员会主席,詹道存教授不再担任该委员会主席,担任委员会成员。

b. 关联交易控制委员会的主要职能如下:

制订并执行关联交易管理制度;
管理关联交易并控制由此而生的风险;
审查一般关联交易;和
审核重大关联交易并提交董事会批准。

c. 2011年,关联交易控制委员共召开会议一次,会议情况详如下:

Board Committees

The Board has five specialised committees, namely Executive Committee ("EXCO"), Connected Transactions Control Committee ("CTCC"), Audit Committee ("AC"), Nominating and Remuneration Committee ("NRC") and Risk Management Committee ("RMC"). CTCC and RMC are chaired by independent director, Mr Zeng Zhi Jie, while AC and NRC are chaired by independent director, Professor Cham Tao Soon.

(1) Executive Committee

a. The EXCO members are: Wee Ee Cheong (Chairman), Lee Chin Yong Francis, Christine Ip* and Tan Kian Huat.

*Mrs Christine Ip was appointed as EXCO member by Board of Directors on 2 September 2011.

b. EXCO's main responsibilities are:

- to take charge of the Bank's overall business operation, including making internal policies, monitoring the progress for executing business plans and approving relevant credit limits or facilities; and
- to manage all human resource matters of the Bank (except for the matters pertaining to President & CEO, Deputy CEO and Deputy President).

c. EXCO meets as frequently as may be necessary, at least once a month to fulfill the abovementioned responsibilities.

In 2011, EXCO met twenty-five times.

(2) Connected Transactions Control Committee

a. CTCC members are: Zeng Zhi Jie* (Chairman), Lee Chin Yong Francis, Cham Tao Soon and Chong Kim Khong William.

*Mr Zeng Zhi Jie was appointed as CTCC Chairman by the Board of Directors on 23 August 2011, and Professor Cham Tao Soon stepped down from CTCC Chairman but remains as CTCC member.

b. CTCC's main responsibilities are:

- to formulate and administer the connected transactions management rules;
- to manage connected transactions and control the risks therein;
- to examine non-material connected transactions; and
- to review and recommend material connected transactions for Board approval.

c. In 2011, CTCC met one time. The details of the meeting are as follows:

序号 Number	会议主要内容 Summary Meeting Agenda	开会时间 Meeting Date
1	<p>a) 确认2010年度关联交易管理报告 Acknowledged the Connected Transactions Management Report of the Committee of Y2010</p> <p>b) 确认一笔一般关联交易——向虎豹(厦门)医药保健有限公司提供210万人民币银行保函 Acknowledged the Connected Transaction of RMB 2.1 Million Bank Guarantee to Haw Par Healthcare (Xiamen) Co., Ltd</p> <p>c) 确认银行存量关联交易(截至2011年5月31日) Acknowledged the outstanding Connected Transactions of the Bank as at 31 May 2011.</p> <p>d) 审议批准了银行关联方名单(截至2010年12月31日) Approved the list of Connected Parties (as at 31 Dec 2010) for announcement within the Bank</p>	<p>2011年7月6日 6 July 2011</p>

2011年, 关联交易控制委员会还通过传签方式作出了3项决议, 详细情况如下:

In addition, three CTCC resolutions were made by circulation in 2011. The details are as follows:

序号 Number	决议事项 Resolution Matters	签署日期 Resolution Date
1	<p>关联交易授信——沈阳华新国际城市发展有限公司 Extension of facility to Connected Party - Shenyang Huaxin International City Development Co., Ltd</p>	<p>2011年7月27日 27 July 2011</p>
2	<p>关联交易授信条款条件修改——天津华业希望房地产开发有限公司 Revision to terms and conditions of the Connected Transaction - Tianjin UOL Xiwang Real Estate Development Co., Ltd</p>	<p>2011年9月7日 7 September 2011</p>
3	<p>关联交易授信——华业(厦门)酒店有限公司* (见备注) Extension of facility to Connected Party - Hua Ye Xiamen Hotel Co., Ltd * (See remark)</p>	<p>2011年10月21日 21 October 2011</p>

备注*: 该笔交易已于2011年12月被取消。

Remark: Such transaction was cancelled in December 2011.

(3) 审计委员会

a. 委员会成员: 詹道存(主席)、李振荣、叶杨诗明*、曾之杰*
*经董事会批准, 叶杨诗明女士于2011年8月22日起担任审计委员会成员。
经董事会批准, 曾之杰先生于2011年9月26日起担任审计委员会成员。

(3) Audit Committee

a. AC members are: Cham Tao Soon (Chairman), Lee Chin Yong Francis, Christine Ip* and Zeng Zhi Jie*
*Mrs Christine Ip was appointed as AC member by the Board of Directors with effect from 22 August 2011.
Mr Zeng Zhi Jie was appointed as AC member by the Board of Directors on 26 September 2011.

b. 审计委员会的主要职能如下:

- 和外部审计人员及管理层的审核/讨论银行的财务相关事宜;
- 核查内部及外部审计职能, 包括但不限于提名外部审计以供董事会决定聘用, 评估内部审计和外部审计的表现; 审计费用以及外部审计的解聘事宜。

b. AC's main responsibilities are:

- to review or discuss with the external auditors and the Management regarding the financial performance of the Bank; and
- to review the internal and external audit performance, including but not limited to nominating external auditor(s) for appointment by the Board, evaluating the performance of internal and external auditor(s), the audit fees and the resignation or dismissal of the external auditor(s)

c. 2011年, 审计委员会共召开会议3次*, 会议情况详如下:

*根据审计委员会议事规程, 审计委员会一年应至少召开四次会议。报告期内, 因原董事兼委员会成员蔡天枢先生于2011年4月28日辞职, 新任董事兼委员会成员叶杨诗明女士的任职资格于2011年8月22日方获银监局批准。故在委员会成员更换期间, 因委员会人数不足法定人数, 审计委员会休会一次。

c. In 2011, AC met three times*. The details are as follows:

* According to Terms of Reference of AC, the Committee shall meet at least four times annually. But the Committee adjourned one meeting due to insufficient quorum arising from membership change as former director and committee member, Mr Chua Tian Chu resigned on 28 April 2011, while Mrs Christine Ip's appointment as director was approved by CBRC Shanghai on 22 August 2011.

序号 Number	会议主要内容 Summary Meeting Agenda	开会时间 Meeting Date
1	<ul style="list-style-type: none"> a) 审议银行2010年度经审计的财务报告 Reviewed external audit results for Y2010 b) 提名银行2011年外部审计机构 Nominated Public Accountants (Auditors) for appointment by the Board for Y2011 c) 审议银行2010年度内部审计报告 Reviewed internal audit results for Y2010 d) 审议银行2010年内部审计预算使用情况 Reviewed budget utilization of internal audit e) 审议欺诈/企图欺诈事件报告 Reviewed report on fraud / attempted fraud cases f) 审议员工不当行为报告 Reviewed report on employee misconduct 	2011年4月1日 1 April 2011
2	<ul style="list-style-type: none"> a) 了解2011年第一次委员会会议讨论事宜跟进情况 Noted follow-up matters arising from the 1st Committee Meeting b) 审议银行内部审计结果 Reviewed internal audit results c) 审议欺诈/欺诈准备案例报告 Reviewed report on fraud / attempted fraud cases d) 审议员工履职不当的报告 Reviewed report on employee misconduct 	2011年9月2日 2 September 2011
3	<ul style="list-style-type: none"> a) 审议了有关内部审计结果 Reviewed internal audit results b) 审议认可内部审计工作评价制度 Reviewed Performance Evaluation Mechanism for Internal Audit c) 审议了欺诈/企图欺诈事件报告 Reviewed report on fraud / attempted fraud cases d) 审议了员工不当行为报告 Reviewed report on employee misconduct 	2011年11月4日 4 November 2011

(4) 提名及薪酬委员会

a. 委员会成员：詹道存（主席）、黄一宗、李振荣、曾之杰*
* 经董事会批准，曾之杰先生于2011年9月26日起担任委员会成员。

b. 提名及薪酬委员会的主要职能如下：

就董事会及其下属专业委员会推荐候选人，设计董事、行长兼首席执行官、副首席执行官以及副行长等主要高级管理人员的薪酬制度并报全体董事会批准；

建立一套正规的机制以评价董事会的整体效率，董事会下设各委员会的贡献以及行长兼首席执行官的表现。

c. 2011年，提名及薪酬委员会召开会议两次，会议情况详如下：

(4) Nominating and Remuneration Committee

a. NRC members are: Cham Tao Soon (Chairman), Wee Ee Cheong, Lee Chin Yong Francis and Zeng Zhi Jie*

*Mr Zeng Zhi Jie was appointed as Committee member by the Board of Directors on 26 September 2011.

b. NRC's main responsibilities are:

- to make recommendations for the appointments or reappointments of members of the Board and its committees; devise a framework of remuneration for Directors, President & CEO, Deputy CEO and Deputy President for the full Board's approval; and
- to establish a mechanism for the formal assessment on the effectiveness of the Board as a whole and the contribution of the Board's various committees and the performance of the President & CEO

c. In 2011, NRC met twice. The details are as follows:

序号 Number	会议内容 Summary Meeting Agenda	开会时间 Meeting Date
1	a) 审议批准银行2010年董事会及董事履行评价结果 Reviewed results of the performance evaluation for the Board and individual directors for 2010 b) 了解银监会关于董事履职评价的最新监管要求 Noted the latest regulatory requirements on directors performance evaluation	2011年4月1日 1 April 2011
2	a) 审议银行2011年度董事费 Reviewed Director Fee for the Bank of Y2011 b) 审议银行薪酬政策 Reviewed Country Remuneration Policy c) 审议通过董事会绩效及董事履职评价制度修改 Ratified revisions of Performance Evaluation Mechanism for the Board and individual directors	2011年11月4日 4 November 2011

2011年，我行提名及薪酬委员会还通过传签的方式，做出了五项决议，详细情况如下：

In addition, five NRC resolutions were made by circulation in 2011. The details are as follows:

序号 Number	决议事项 Resolution Matters	签署时间 Resolution Date
1	审查2010年度董事费议案并提请董事会批准 Review Director Fee Proposal for Y2010 and recommend to the Board for approval	2011年6月25日 25 June 2011
2	推荐非执行董事——叶杨诗明女士 Recommendation of appointment of new Non-executive Director - Mrs Christine Ip	2011年6月30日 30 June 2011
3	推荐关联交易控制委员会、风险管理委员会主席——曾之杰先生 Recommendation of appointment of Chairman of Connected Transaction Control Committee and Risk Management Committee - Mr Zeng Zhi Jie	2011年8月11日 11 August 2011
4	推荐独立董事担任各专业委员会成员 Recommendation of appointment of Independent Directors as members of Board Committees	2011年9月10日 10 September 2011
5	审查公司薪酬政策及2011年度董事费议案并提请董事会批准 Review Country Remuneration Policy and Director Fee Proposal for Y2011 and recommend to the Board for approval	2011年12月5日 5 December 2011

5) 风险管理委员会

a. 委员会成员：曾之杰*（主席）、李振荣、叶杨诗明*、詹道存

*经董事会批准，曾之杰先生于2011年8月23日起担任风险管理委员会主席，詹道存先生不再担任该委员会主席，担任委员会成员。

经董事会批准，叶杨诗明女士于2011年8月22日起担任风险管理委员会成员。

b. 风险管理委员会的主要职能如下：

- 审查风险管理战略、政策和风险接受程度，并提交董事会批准。
- 确保风险管理体系的建立和运作符合董事会批准的战略和政策。
- 在识别、衡量、监督和控制各种风险的过程中，审查和评估风险管理构架（包括框架、政策、方法、人力资源、程序、信息、基础设施和系统）的充分性和有效性。
- 审查管理层关于风险敞口、风险组合结构及其管理和风险监控的定期报告。
- 定期向董事会报告并提示董事会注意负面风险事件或趋势。

c. 2011年，风险管理委员会共召开会议三次*，会议情况详如下：

*根据风险管理委员会会议事规程，风险管理委员会一年应至少召开四次会议。报告期内，因原董事兼委员会成员蔡天枢先生于2011年4月28日辞职，新任董事兼委员会成员叶杨诗明女士的任职资格于2011年8月22日方获银监局批准。故在委员会成员更换期间，因委员会人数不足法定人数，风险管理委员会休会一次。

(5) Risk Management Committee

a. RMC members are: Zeng Zhi Jie* (Chairman), Lee Chin Yong Francis, Christine Ip* and Cham Tao Soon

* Mr Zeng Zhi Jie was appointed as RMC Chairman by the Board of Directors on 23 August 2011, and Professor Cham Tao Soon stepped down from RMC Chairman but remains as member. Mrs Christine Ip was appointed as RMC member by the Board of Directors with effect from 22 August 2011.

b. RMC's main responsibilities are:

- to review and recommend risk management strategies, policies and risk tolerance for the Board's approval;
- to oversee the establishment and operation of risk management system that is consistent with approved strategies and policies;
- to review and assess the adequacy and effectiveness of risk management structure including framework, policies, methodologies, human resources, processes, information, infrastructure and systems, in identifying, measuring, monitoring and controlling the various types of risks;
- to review management's periodic reports on risk exposures, risk portfolio composition and the management, monitoring and control of risks;
- to report directly to the Board on a regular basis and highlight any adverse risk events or trends for the Board's attention.

c. In 2011, RMC met three times*. The details are as follows:

*According to Terms of Reference of RMC, the Committee shall meet at least four times annually. The Committee adjourned one meeting due to insufficient quorum arising from membership change as former director and Committee member, Mr Chua Tian Chu resigned on 28 April 2011, while Mrs Christine Ip's appointment as Director was approved by CBRC Shanghai on 22 August 2011.

序号 Number	会议主要内容 Summary Meeting Agenda	开会时间 Meeting Date
1	a) 听取资产负债委员会、风险管理与合规委员会报告 Acknowledged reports from the ALCO & RMCC b) 审议风险管理工作报告（包括贷款组合、市场风险、资产负债表风险以及操作风险） Reviewed and acknowledged risk management reports (including loan portfolio, market & balance sheet risk and operational risk) c) 审议并确认银行2010年度风险自评报告； Reviewed and acknowledged Annual Risk Self Assessment Report for Y2010 d) 审议并确认银行2010年度业务持续性管理测试报告。 Reviewed and acknowledged Annual BCM Attestation for Y2010	2011年4月1日 1 April 2011
2	a) 确认资产负债委员会与风险管理与合规委员会报告 Acknowledged reports from the ALCO & RMCC b) 审议并确认风险管理工作报告（包括贷款组合、市场风险、资产负债表风险以及操作风险） Reviewed and acknowledged risk management reports (including loan portfolio, market risk, balance sheet risk and operational risk)	2011年9月2日 2 September 2011
3	a) 确认资产负债委员会与风险管理与合规委员会报告 Acknowledged reports from the ALCO & RMCC b) 审议并确认风险管理工作报告（包括贷款组合、市场风险、资产负债表风险以及操作风险） Reviewed and acknowledged risk management reports (including loan portfolio, market & balance sheet risk and operational risk)	2011年11月4日 4 November 2011

关于监事

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

监事的职权主要包括：

- 检查银行财务；
- 对董事、高级管理人员违反法律法规或《公司章程》的行为进行监督并纠正；
- 防止董事会、高级管理人员的行为损害银行、股东及其他利益相关者特别是存款人的合法权益；
- 依照《公司法》及相关法律法规的规定，对董事、高级管理人员提起诉讼等。

2011年，监事受邀列席董事会及各专业委员会会议，严格按照《中华人民共和国公司法》和《公司章程》等规定，积极履行对董事会和高级管理层实施监督的职责。监事并且通过听取管理层的工作报告、审阅我行董事会按月度、季度、半年度及年度上报的我行经营和风险管理情况的方式，对我行的经营情况、财务状况、董事和高级管理人员的履职情况、董事会批准的各项政策和制度等进行了监督。

Supervisor

The Bank has one Supervisor, who is appointed by the Bank's shareholder. The present Supervisor is Mr Wee Cho Yaw. The appointment of Supervisor is in compliance with regulatory requirements and the Articles of Association.

The main responsibilities and powers of the Supervisor include:

- inspecting the accounts of the Bank;
- supervising and correcting the act of any director or senior executive which is in violation of laws, regulations or these Articles;
- preventing the Board or any senior executive from acting in such a way that may prejudice the lawful rights and interests of the Bank, the Shareholder and other interested parties, particularly the depositors; and
- commencing legal proceedings against any director or senior executive in accordance with the PRC Company Law and other applicable laws and regulations.

In 2011, the Supervisor was invited to observe Board meetings and meetings of board committees and has duly performed his responsibility of supervising the Board and the senior management strictly according to the PRC Company Law and the Articles of Association. By participating in discussion on management reports and reviewing the monthly, quarterly and yearly operation and risk management reports, the Supervisor oversaw operations, finance, directors' and management's performance as well as the policies and mechanisms approved by the Board.

独立董事履行职责情况

截止2011年12月31日，我行设两名独立董事，分别为詹道存教授和曾之杰先生，符合《外资银行法人机构公司治理指引》、《股份制商业银行独立董事、外部监事指引》以及《加强外资法人转制银行公司治理指导意见》的要求。其中，詹道存教授同时兼任董事会下设的审计委员会、提名及薪酬委员会主席，以及关联交易控制委员会、风险管理委员会成员。曾之杰先生同时兼任董事会下设的关联交易控制委员会、风险管理委员会主席，以及审计委员会、提名及薪酬委员会成员。

报告期内，詹道存教授和曾之杰先生均出席了2011年召开的全部四次董事会会议，并本着对股东负责的态度，履行诚信和勤勉义务，认真审议了各项议案。作为关联交易控制委员会、审计委员会、提名及薪酬委员会和风险管理委员会的主席或成员，两位独董在其在上述四个专业委员会任职期间分别参加并主持了专业委员会在2011年度召开的会议。两位独董为董事会、董事会下设专业委员会切实履行决策和监督职能发挥了积极作用，维护了我行的整体利益以及股东的合法权益。

Performance of Independent Directors

The Bank has two independent directors as of 31 December 2011, i.e. Professor Cham Tao Soon and Mr Zeng Zhi Jie, which is in compliance with the requirements of Guidelines for Corporate Governance of Locally Incorporated Foreign Banks, Guidelines for Independent Directors and External Supervisors of Shareholding Commercial Banks and Opinion on Enhancing the Corporate Governance of Locally Incorporated Foreign Banks. Professor Cham Tao Soon chairs AC and NRC, and stepped down as member of CTCC and RMC. Mr Zeng Zhi Jie is Chairman of CTCC and RMC, and member of AC and NRC.

Two independent directors duly attended four Board meetings convened in 2011, reviewed matters on the meeting agendas and are considered to be responsible to the shareholder of the Bank, objective and diligent. Being chairman / member of CTCC, AC, NRC and RMC, two independent directors also participated and presided at CTCC, AC, NRC and RMC meetings subject to their roles respectively. They are considered to have effectively supervised the Board and its committees in the procedure of decision making and safeguarded the lawful rights and interests of the Bank and the shareholder.

(1) 2011年独立董事出席董事会的情况

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

(1) Board Meeting Attendance Record of Independent Directors for 2011

(2) 独立董事对我行有关事项提出异议的情况

2011年，独立董事均未对我行本年度的董事会会议议案及其他非董事会议案事项提出异议。

(2) Dissent Raised by Independent Directors

In 2011, independent directors did not raise any dissent towards any matters at Board meeting or under any other circumstance.

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

姓名 Name	职务 Position	性别 Sex	年龄 Age	任期起始 Assignment Commencement	学历 Academic Degree	相关经验年限 Relevant Years of Experience
陈建发 TAN Kian Huat	行长兼首席执行官 President & CEO 兼分行 / 渠道部主管 Head, Branches/Channels	男 Male	54	May 2008	英国利兹大学机械工程学士学位 Mechanical Engineering, Honours University of Leeds 英国布拉德福德大学工商管理硕士 Master in Business Administration University of Bradford	28
张哲才 TEO Tiat Chye	副行长兼科技及营运部主管 Deputy President Head, Technology & Operations	男 Male	64	Dec 2007	新加坡南洋大学商学士 Bachelor of Commerce Nanyang University	41
洪茂全 ANG Moh Chuan	企业银行部主管 Head, Corporate Banking	男 Male	41	Oct 2010	新加坡南洋理工大学理学学士 Bachelor of Accountancy Nanyang Technological University	16
邱子殷 KU Tse Kian	商业银行部主管 Head, Commercial Banking	男 Male	41	Mar 2010	新加坡南洋理工大学荣誉学位 Bachelor of Business, Honours Nanyang Technological University	16
周曼 ZHOU Man Cherry	个人财务服务部主管 Head, Personal Financial Services	女 Female	38	May 2011	上海财经大学工商管理学士 Bachelor of Business Administration Shanghai University of Finance and Economics 上海财经大学工商管理硕士 Master in Business Administration Shanghai University of Finance and Economics	13
叶德镛 YAP Teck Yong Douglas	环球金融与 投资管理部主管 Head, Global Market & Investment Management	男 Male	52	Nov 2010	计算机科学荣誉理学士 英国哥伦比亚大学 Bachelor of Science Honours in Computer Science University of British Columbia	24
郑伟仁 TEH Wee Jin	信贷审批部主管 Head, Credit Approval	男 Male	54	Sep 2008	新西兰大学商学士 Bachelor of Commerce University of Otago, New Zealand	30
张锦康 CHONG Kim Khong William	风险管理部主管 Head, Risk Management	男 Male	44	Jan 2008	新加坡南洋理工大学商学士荣誉学位 Bachelor of Business, Honours Nanyang Technological University	20
严顺利 YAM Soon Lee Ronnie	企业及企业服务部主管 Head, Finance & Corporate Services	男 Male	44	Dec 2008	马来西亚拉曼学院 商科专业文凭 Diploma in Commerce Tunku Abdul Rahman College 特许公认会计师公会会员 Fellow, Association of Chartered Certified Accountants	19
洪晓燕 HONG Xiao Yan Amy	人力资源部主管 Head, Human Resources	女 Female	35	Dec 2007	复旦大学工商管理硕士 Master in Business Administration Fudan University	14
李刚 LI Gang Rick	内部审计部主管 Head, Internal Audit	男 Male	38	Dec 2007	上海大学经济学士 Bachelor of Economics Shanghai University	15

王媛 WANG Yuan Eliza	法律与秘书部主管 Head, Legal & Secretariat	女 Female	38	Dec 2007	河海大学法学士 Bachelor of Laws Hohai University 复旦大学工商管理硕士 Master in Business Administration Fudan University	15
陈宗明 TAN Chong Meng Louis	合规部主管 Head, Compliance	男 Male	40	Jun 2009	伦敦大学国王学院法学学士 Bachelor of Laws King's College London, University of London	13
杨国林 YEONG Kok Leng Vincent	北京分行行长 General Manager of Beijing Branch	男 Male	43	Aug 2010	新加坡国立大学工商管理学士 Bachelor of Business Administration National University of Singapore	18
卢尔添 LOH Nee Thiam Harry	上海分行行长 General Manager of Shanghai Branch	男 Male	41	May 2010	新加坡南洋理工大学商学士 Bachelor of Business Nanyang Technological University	15
卓益丰 TOK Aik Hong Lawrence	广州分行行长 General Manager of Guangzhou Branch	男 Male	37	Mar 2010	银行与金融学士荣誉学位 伦敦大学 Bachelor in Banking and Finance, Honours University of London	11
黄莹 HUANG Ying	厦门分行行长 General Manager of Xiamen Branch	女 Female	40	Sep 2011	国际经济、金融与银行学硕士学位 英国加的夫大学商学院 Master of Science in International Economics Banking & Finance Cardiff University, U.K.	17
吴端祝 GOH Tuan Chiok	深圳分行行长 General Manager of Shenzhen Branch	男 Male	40	Sep 2008	新加坡国立大学工商管理学士 Bachelor in Business Administration National University of Singapore	14
陈育文 Chan Yoke Voon	沈阳分行行长 General Manager of Shenyang Branch	男 Male	45	Aug 2010	经济学学士 马来西亚国民大学 Bachelor of Economic National University of Malaysia	17
林道明 LIM Tow Meng	成都分行行长 General Manager of Chengdu Branch	男 Male	59	Nov 2011	新加坡南洋大学商学士 Bachelor of Commerce Nanyang University 新加坡国家生产力局生产力培训学院 管理咨询文凭 Diploma in Management Consultancy National Productivity Board, Singapore 英国莱塞斯特大学工商管理硕士 Master in Business Administration University of Leicester	31
黄志平 HUANG Zhi Ping Kenneth	天津分行行长 General Manager of Tianjin Branch	男 Male	37	Feb 2011	北京大学法学硕士 Master of Law Peking University	8
张大林 ZHANG Da Lin Alex	上海静安支行行长 Branch Manager of Jingan Sub-Branch	男 Male	42	Oct 2010	法国工商管理硕士 格勒诺布尔第二大学 Master of Business Administration Grenoble University	9
陈文 CHEN Wen Wanda	上海新天地支行行长 Branch Manager of Xintiandi Sub-Branch	女 Female	34	May 2011	工商管理硕士 澳大利亚南十字星大学 Master of Business Administration Southern Cross University, Australia	9
许杰 XU Jie Sting	北京东城代理支行行长 Acting Branch Manager of Dongcheng Sub-Branch	男 Male	33	Oct 2011	工商管理硕士 澳大利亚阳光海岸大学 Master of Business Administration University of Sunshine Coast, Australia	5

董事会、高级管理层对风险的监控

我行一贯秉承风险管理是业务决策重要组成部分的理念。在既定的风险管理框架下为银行的各项业务设定风险偏好，并着力于识别、控制和管理各项风险。

我行的风险监控管理分三个组织层次，包括：

1. 董事会及其所属委员会
2. 行长兼首席执行官和各高级管理委员会
3. 业务部门和业务支持部门负责人

作为风险管理的最高决策层和主导，董事会全面负责批准银行的风险治理结构、风险资本及风险偏好，并就银行的业务战略和经营方向提供指导意见。

董事会授权的执行委员会负责批准风险管理的政策和策略，审查和批准风险额度及大额风险敞口交易。另一经董事会授权的风险管理委员会则负责监督风险管理框架及汇报机制的建立，以确保与既定政策和策略的一致性。风险管理委员会还负责对银行内部各项风险管理措施的充分性和有效性进行评估，审阅各类风险敞口报告，并将对银行经营不利的风险事件和趋势上报给董事会。

除执行委员会和风险管理委员会外，董事会下属的审计委员会、关联交易控制委员会及银行独立运作的风险管理部也会就各自负责领域的相关风险管理事宜向董事会作定期的汇报、更新和反馈，为董事会在其决策过程中提供协助。

资产负债委员会和风险与资本委员会则分别监督管理银行日常的风险相关事宜。两高级管理委员会由行长兼首席执行官担任主席，银行高层管理人员任成员，每月至少召开一次会议审阅由风险管理部提交的独立风险评估和监测报告。银行所有的风险政策、限额和程序在提交执行委员会批准前需经相应委员会审议通过。委员会的例行会议纪要须提交风险管理委员会和董事会知悉，以作为日常风险管理工作中内部定期汇报机制的一项重要环节。

Risk Oversight by Board of Directors and Senior Management

The Bank regards risk management as an integral part of its business strategy. Under the risk management framework established, risk appetites are set and risks are identified, controlled and managed in all areas of the Bank's business.

At the organisational level, the Bank is divided into three layers for the purpose of risk oversight. These are:

1. The Board and its committees,
2. The President & Chief Executive Officer and senior management committees and
3. The heads of business and support units.

The Board takes overall responsibility in the approval of risk governance structure, risk capital and risk appetite and provides guidance in the Bank's business strategies and direction.

The Executive Committee (EXCO), a board committee, approves risk management policies and strategies, reviews and approves risk limits and substantial credits. The Risk Management Committee (RMC), another board committee, oversees the establishment of risk management framework and reporting system to ensure consistency with approved policies and strategies. The RMC also reviews and assesses the adequacy and effectiveness of risk management infrastructure of the Bank, reviews risk exposure reports and highlights adverse risk events or trends to the Board.

Besides the EXCO and RMC, other board committees namely Audit Committee and Connected Transaction Control Committee as well as the independent Risk Management Function of the Bank provides regular reports, updates and inputs to assist the Board in its decision making process.

On a day to day basis, the Asset and Liability Committee (ALCO) and the Risk and Capital Committee (RCC), provide oversight of all risk related matters. Chaired by the President & Chief Executive Officer and represented by senior management members, these senior management committees meet at least once a month to review independent risk assessment and monitoring reports submitted by the Risk Management Function of the Bank. All risk policies, limits and processes are reviewed by these committees before submission for approval by the EXCO. Meeting minutes of the committees are submitted for notation by the RMC and the Board as part of the internal risk reporting system instituted.

内部控制和全面审计情况

内部控制

我行依据中国的政策法规和监管要求并结合新加坡母行的具体实践，逐步建立、完善我行的内部控制，为银行业务发展设立具有战略性和可实践性的目标。

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

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

全面审计

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

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

内部审计部严格遵照中国银监会关于金融机构内部审计的监管要求，对总行和分行的业务发展以及运营情况进行审计。

内部审计部依据“风险导向”的审计方法论制定年度审计计划，并根据对被审计对象的固有风险和控制有效性的评估结果确定审计项目的优先次序以及审计范围。所有内部审计报告将被呈报至审计委员会。同时，对于重大审计发现，内部审计部将提示审计委员会予以关注。内部审计部严密监督管理层针对内部审计、外部审计以及监管机构所提出的需整改事项而采取的后续行动，并对整改结果予以独立评价。

Internal Control and Audit

Internal Control

UOB (China) has a well-established internal control system and adheres strictly to local regulators' requirements and the Group's guidelines. These practices enable the Bank to set strategic and operational objectives in providing quality assurance for its business development.

The Board emphasises establishing a sound internal control system through the review of various committees' meeting minutes, management and budget reports, internal audit reports, and also from the exchange of insights with industry peers.

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

Audit

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

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

Internal Audit reviews and audits all businesses and operations in headquarters and branches. Internal Audit activities adhere to the Internal Audit Guidelines for Financial Institutions as governed by CBRC.

Internal Audit adopts a risk-based approach in developing its strategic audit plan, which is reviewed annually. Audit projects are prioritised and scoped according to the assessment of inherent risks and controls of various risk types. All audit reports are provided to the AC with significant issues highlighted. Internal Audit also closely monitors the follow-up actions taken by the Management on the issues highlighted by Internal Audit, external audit and regulators.

风险管理

Risk Management

承担财务和非财务风险是存在于银行业务经营中无法回避的部分。本行的风险管理策略是着力于确保持续有效的风险发现和实现有效的资本管理。各种风险应在董事会和其下属委员会批准核定的水平范围内得到管理。

我行遵循下述风险管理原则：

通过结合健全的风险管理原则和商业惯例以促进可持续的长期增长；

不断提高风险发现能力和建立适当的、创造价值的风险控制方式；

专注于在一个审慎的、一贯的和有效的并能平衡风险与回报的风险管理框架下促进业务的发展。

我行已建立起一个全面的风险管理框架并具备了与之相适应的政策和程序，用于风险的发现、衡量、监测和控制。该风险管理框架由董事会和相关高级管理委员会共同监督、治理。

总行直属并独立于业务部门的风险管理部负责在全行范围推行相关风险政策和程序，监督并确保业务部门和支持部门对这些政策和程序的遵循。并就风险敞口分析、风险政策和程序的遵循情况等定期向各风险决策相关的委员会和董事会汇报。

The assumption of financial and non financial risks is an integral part of the Bank's business. The Bank's risk management strategy is targeted at ensuring ongoing effective risk discovery and achieving effective capital management. Risks are managed within levels approved by the Board and its committees.

The Bank adopts the following risk management principles:

- promotion of sustainable long term growth through embracing sound risk management principles and business practices;
- continual improvement of risk discovery capabilities and establishment of appropriate value-creating risk controls; and
- focus on facilitating business development within a prudent, consistent and efficient risk management framework that balances risks and returns.

The Bank has a comprehensive risk management framework of policies and procedures for the identification, measurement, monitoring and control of risks. This framework is governed by the appropriate Board and senior management committees.

An independent Risk Management Function performs the primary roles of implementing risk policies and procedures, and monitoring the compliance of these policies and procedures by the business units. Regular analysis and reporting on risk exposures as well as compliance with risk policies and procedures are updated to the various risk related committees and the Board.

信贷风险

信贷风险被定义为因借款人或交易对手无法履行其到期金融债务而引发经济损失的风险。这些债务可能是资产负债表内也可能是表外的风险敞口引起的，比如贷款、贸易融资、衍生工具和外汇合约及其他信贷相关业务项下客户应支付的款项。业务部门对于日常积极地管理信贷风险负有首要的责任。

风险政策和程序

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

独立的信贷批准

为了保持信贷审批程序的健全和独立性，我行的信贷审批职能与信贷业务发起是相分离的。信贷审批授权通过一个基于风险和客户信用评级相联系的授信批准限额结构进行。授信批准限额的授予遵循严格的程序，将根据审批官的经验、资历和工作记录情况予以委任。所有具审批权限的审批官接受信贷政策和信贷接纳标准的指导，而个人贷款业务的审批则依照相应产品的既定信贷接纳标准和操作流程进行。上述信贷政策、指导方针和产品相关的信贷接纳标准和操作流程将按周期进行审阅及更新以确保其连续性和适用性。

内部评级系统

我行建立了一套内部信用评级系统作为信贷决策程序的组成部分。该系统使用包括统计模型和专家判断记分卡方式对非零售贷款业务客户进行信用评级，并以此作为信贷审批的组成环节。该系统可确保对借款人评级的一致性，并能系统地记录评级的历史信息供将来对模型的回溯测试和验证之用。与此对照，我行的个人贷款业务则按组合的方式进行管理，为相关业务的开展制定了严格的信贷接纳标准和产品操作流程。

Credit Risk

Credit risk is defined as the risk of loss arising from any failure by a borrower or a counterparty to fulfill its financial obligations as and when they fall due. These obligations may arise from on-balance sheet or off-balance sheet exposures such as direct lending, trade finance, receivables under derivative and foreign exchange contracts and other credit related activities. The business units have primary responsibility for the day-to-day and active management of credit risk.

Credit Risk Policies and Processes

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

Independent Credit Approval

To maintain independence and integrity of the credit approval process, the credit approval function is segregated from credit origination. Credit approval authority is delegated through a risk based credit discretionary limit (CDL) structure that is tiered according to the borrower's rating. Delegation of CDL follows a stringent process that takes into consideration the experience, seniority and track record of the approving officers. All credit approving officers are guided by credit policies and credit acceptance guidelines while approval of consumer loans is guided by product programmes. These credit policies, guidelines and product programmes are periodically reviewed to ensure their continued relevance.

Internal Rating System

The Bank has implemented an internal credit rating system as part of its credit decision process. The system incorporates both statistical models and expert judgment scorecards as part of the credit approval process for non retail exposures. The system ensures that ratings are assigned to borrowers in a consistent manner and systematically captures the rating history for future model backtesting and validation. In contrast, consumer exposures are managed on a portfolio basis and stringent product programmes have been established for credit underwriting purposes.

信贷集中度风险

我行设立了一系列严格的程序以定期审查、管理和报告信贷集中度风险和信贷组合质量。这包括监测单一借款人、单一集团客户、行业、抵押品和国别风险相关的集中度风险限额与敞口。集中度风险限额通常设定为我行资本金的一定百分比。

客户限额确保了对于信用评级较弱客户的借贷处于可控水平。该类限额一般与客户的内部信用评级相联系。集团授信限额则确保我行不会因对某一集团或相关借款人不适当的、过于集中的信贷投放而引致潜在的单一集团风险。行业限额则确保由于特定的行业风险事件引发的不利影响被限制在可接受水平。

国别风险

国别风险通过已建立的相应框架（包括根据主权信用评级、以国内生产总值衡量的经济潜力及我行业务发展决策为各国设定国别风险限额）得到管理。国别风险敞口被定期审阅并将显著趋势上报风险与资本委员会和风险管理委员会。

风险缓释

作为一项基本的信贷原则，我行不允许仅凭收到抵押品即给予客户授信，所有的授信必须基于借款人信用水平、还款来源和偿付能力的综合考量。尽可能地获取抵押品是为了作为风险缓释的一种手段。抵押品的市场价值会被定期监控，而评估的频度则取决于抵押品的种类，可变性及其价值的波动程度。我行可接受抵押品的主要种类包括房地产、银行担保、现金和机械设备等。向中小企业提供融资时，个人担保往往被视作体现企业股东和董事诚信和承诺的支持性要件。当借款人的信用水平不足以作为授信的充分依据时，我行会要求其母公司相应提供公司担保。

Credit Risk Concentration

The Bank has in place a rigorous process to regularly review, manage and report credit risk concentration and portfolio quality. This includes monitoring concentration limits and exposures by borrowers, obligors, industries, collaterals, and countries. Concentration limits are generally set as a percentage of the Bank's capital fund.

Borrower limits ensure lending to borrowers with weaker credit ratings is confined to acceptable levels. These limits are generally tiered according to the borrowers' internal ratings. Obligor limits ensure that there is no undue concentration to a group or related borrowers that may potentially pose a single risk to the Bank. Industry limits ensure that any adverse effect arising from an industry-specific risk event is confined to acceptable levels.

Country Risk

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

Credit Risk Mitigation

As a fundamental credit principle, the Bank generally does not grant credit facilities solely on the basis of the collateral provided. All credit facilities are granted based on the credit standing of the borrower, source of repayment and debt servicing ability. Collateral is taken whenever possible to mitigate the credit risk assumed. The market value of collateral is monitored periodically. The frequency of valuation depends on the type, liquidity and volatility of the collateral value. The main types of collateral accepted by the Bank are real estate, bank guarantee, cash and machinery. In extending credit facilities to small and medium enterprises (SMEs), personal guarantees are often taken as a form of moral support to ensure moral commitment from the principal shareholders and directors. Corporate guarantees are also often obtained when the borrower's credit worthiness is not sufficient to justify an extension of credit.

外汇及衍生产品交易的信贷敞口

按照币种和期限确定的潜在敞口风险乘数设定外汇或衍生产品交易的结算前风险限额，以此控制因不利市场趋势而可能引致的信贷风险敞口。

根据内部风险管理的要求和不同的适用情况，我行与交易对手方签订国际掉期及衍生工具协会（ISDA）主协议及相关的信用支持附件（CSA）或中国银行间市场金融衍生产品交易主协议（NAFMII），以控制外汇及衍生产品交易的信贷风险。此类安排允许我行在交易对手方违约时以净额结算方式平盘未了结的交易，从而仅产生一个向交易对手收取的终止净额。

压力测试

信贷压力测试被纳入作为信贷资产组合管理的一个重要组成部分。定期开展的信贷压力测试允许银行评估由假定的小概率不利影响事件引发的信贷损失。必要时我行将采取包括如减少信贷风险敞口，贷款组合再平衡，使用对冲工具和修订信贷接纳标准等应急补救措施。

逾期账户管理

我行由业务部门和信贷风险管理部门定期对所有逾期贷款和信用额度超限交易以及信贷质量下降的账户进行跟踪和管理。当有需要时，将对相应账户加大复审的频度。经监测、分析的贷款逾期趋势将定期上报风险与资本委员会和风险管理委员会。

Credit Exposures from Foreign Exchange and Derivatives

Pre-settlement limits for foreign exchange and derivative transactions are established using the Potential Future Exposure factor based on the transaction currency and tenor to address the credit risk exposures arising from adverse market movements.

For internal risk management, master agreements such as International Swaps and Derivatives Association (ISDA) agreement and related Credit Support Annex (CSA) and National Association of Financial Market Institutional Investors (NAFMII) agreement are executed with active counterparties to manage credit risk arising from foreign exchange and derivative transactions. Such agreements allow the Bank to cash-settle transactions in the event of counterparty default, resulting in a single net claim against or in favour of the counterparty.

Credit Stress Test

Credit stress test forms an integral part of the Bank's internal credit portfolio management process. Periodic credit stress tests conducted allow the Bank to assess the potential credit losses arising from the impact of exceptional but plausible adverse events. Remedial actions such as exposure reduction, portfolio rebalancing, hedging and reviewing of credit policies and credit acceptance guidelines are taken if necessary.

Delinquency Monitoring

All delinquent accounts, including credit limit excesses, as well as vulnerable accounts are closely monitored and managed through a robust process by business units and CRM. Where appropriate, these accounts are also subject to more frequent credit reviews. Delinquency trends are monitored, analysed and reported to the RCC and RMC periodically.

贷款分类、损失准备和不良贷款核销

我行依据借款人以正常经营收入归还贷款的能力对贷款组合进行分类，按照银监会要求将所有对客户的贷款和垫付款项分为“正常”、“关注”、“次级”、“可疑”及“损失”五类。重组贷款须被划归为不良类，并根据银行对借款人财务状况和基于重组条款的还款能力评估给予适当的贷款分类评级。

提高不良贷款的分类至“正常”或“关注”时，必需以对借款人的财务状况、现金流和还款能力的全面评估结果作为支持的依据。银行应确信一旦被解除不良分类后，该账户将不会在短期内再次被降级。

贷款损失准备的计提严格按照有关指引并谨慎考量包括不良贷款项下抵押品变现收入在内的不良贷款未来清收处置价值。仅当不良贷款已不存在可被执行的有形抵押品并且其它可能的还款来源均被追索受偿后，该不良贷款才被准予核销。

Loan Classification, Provisioning and Write Off

The Bank classifies its loan portfolio according to the borrower's ability to repay the loan from its normal source of income. All loans and advances to customers are classified into "Pass", "Special Mention", "Substandard", "Doubtful" or "Loss" in accordance with the requirements of China Banking Regulatory Commission (CBRC). A restructured loan is also categorised as non-performing and placed on the appropriate classified grade depending on the Bank's assessment of the financial condition and repayment ability of the borrower based on the restructured terms.

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

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

贷款的主要行业分布 Loans by Industry Distribution	人民币百万元 RMB millions	占比(%)
制造业Manufacturing	4,326.4	31.6%
房地产业Property & Real Estate	3,303.0	24.1%
个人金融服务贷款Professionals & Private Individuals	2,873.0	21.0%
批发和零售业Wholesale & Retails	1,484.7	10.8%
农、林、牧、渔业Agriculture, Forestry, Animal Husbandry & Fishery	407.1	3.0%
其他Others	1,303.1	9.5%
合计Total	13,697.4	100%

贷款按管理分行分布 Loans by Booking Branch	人民币百万元 RMB millions	占比(%)
上海Shanghai	6,450.0	47.1%
北京Beijing	1,752.4	12.8%
天津Tianjin	604.3	4.4%
成都Chengdu	1,172.5	8.6%
广州Guangzhou	1,291.0	9.4%
沈阳Shenyang	421.6	3.1%
深圳Shenzhen	1,129.9	8.2%
厦门Xiamen	875.6	6.4%
合计Total	13,697.4	100.0%

贷款风险分类及不良贷款情况 Loans by Classification	人民币百万元 RMB millions	占比(%)
正常Pass	13,535.5	98.8%
关注Special Mention	73.5	0.5%
次级Substandard	0.0	0.0%
可疑Doubtful	24.6	0.2%
损失Loss	63.8	0.5%
合计Total	13,697.4	100%

2011年底，不良贷款合计人民币88.4百万元，占贷款总额比例为0.65%。

As at year-end 2011, total non-performing loans amounted to RMB 88.4 million, representing 0.65% of the Bank's total loan portfolio.

市场风险

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

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

我行市场风险管理框架包含市场风险政策和程序、风险模型与估值的验证、适当的风险管理的授权和市场风险限额。此外，推出新产品与服务前，会通过产品或服务开发流程充分识别所有市场风险。风险管理部下属的市场风险监控部门每日独立的对交易产品进行估价、监控市场风险限额的使用情况、并汇报任何的超额及其审批情况。

我行在市场风险管理中采用的是99%置信区间下测算日风险价值（VaR）的历史模拟法。该方法并未对交易组合的回报分布及其包含的风险因子的相关性做任何的特定假设，而是认为诸如利率、汇率等风险因子在未来的变动特征可以通过观察其历史数据得到。我行会通过回溯测试比较交易帐簿的损益与估算和风险价值（VaR）的差异来验证该方法的可靠性。若发生不匹配，也能通过回溯测试找出其原因是模型缺陷或市场波动性，所有回溯测试反映的问题都将得到关注并在适当情况下对模型缺陷进行修正。

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

Market Risk

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

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

The Bank's market risk framework comprises market risk policies and practices, the validation of valuation and risk models, the control structure with appropriate delegation of authority and market risk limits. In addition, a product/service program process ensures that all market risk issues identified are adequately addressed prior to the launch of new products and services. The Market Risk Control Division (MRC) provides independent valuation of products traded, monitoring of market risk limits and the reporting of any limit excesses and ratification on a daily basis.

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

The VaR estimates are back-tested against profit and loss of the trading book to validate the robustness of the methodology. The backtesting process analyses whether the exceptions are due to model deficiencies or market volatility. The backtesting exceptions are reviewed and addressed where appropriate.

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

流动性风险

流动性风险是指银行无法偿还其到期债务的风险。流动性风险来源于银行本身的资金运作及资产负债管理，也包括表外项目。我行保持充足的流动性以保障银行日常运营的开展，满足存款的提款和贷款的发放，投资新项目以及支付到期的借款。

我行流动性风险管理是在完整的风险管理框架下进行的，包含经由资产负债委员会和执行委员会批准的各项政策、控制流程、风险限额。资产负债委员会负责制定重要的流动性风险管理策略，并每月审查银行资产负债结构和流动性风险整体状况。全球市场与投资管理部负责银行日常现金流管理。市场和资产负债风险管理部独立监控流动性风险敞口，并向资产负债委员会、风险管理委员会和董事会汇报相关情况。

流动性管理的主旨在于应付银行确定的及不可确定的资金需求。我行在流动性风险管理方面采取保守立场，通过积极管理核心存款，监控流动性风险额度，最小化资金集中度，保留充足的流动资产等措施来防范可能出现的资金短缺。积极管理存款组合，有效地平衡了成本控制、资金取得与资金来源多样化之间的关系。

我行通过预测银行现金流来度量和管理流动性风险，现金流的预测是基于“正常业务情景”及“压力情景”如“银行特有危机”、“共有市场危机”和“负面综合情景”等特定情景进行。我行在设置按日及按月现金流错配限额来控制银行流动性风险敞口的同时，还采用流动性早期预警指标和警戒线以揭示可能出现的危机状况。

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

Liquidity Risk

Liquidity risk is defined as the risk that the Bank is unable to meet its financial obligations as and when they fall due. Liquidity risk arises from the general funding of the Bank's banking activities and in the management of its assets and liabilities including off-balance sheet items. The Bank maintains sufficient liquidity to fund its day-to-day operations, meet deposit withdrawals and loan disbursements, fund new investments and repay borrowings.

Liquidity risk is managed in accordance with a framework of policies, controls and limits approved by the ALCO and EXCO. The ALCO formulates key strategies on liquidity risk management and reviews the Bank's asset liability structure and liquidity risk profile on a monthly basis. Day-to-day management of the Bank's liquidity cash flows is undertaken by the Global Markets & Investment Management Function (GMIM) while MBSM independently monitors and reports liquidity risk exposures to the ALCO, RMC and the Board.

Liquidity is managed to address known as well as unexpected cash funding needs. The Bank takes a conservative stance in its liquidity management by proactively managing its core deposit base, ensuring liquidity risk limits are strictly adhered to, minimizing funding concentrations as well as maintaining adequate liquid assets to meet cash shortfall. The distribution of deposits is managed actively to ensure a balance between cost effectiveness, continued accessibility to funds and diversification of funding sources.

Liquidity risk is measured and managed on a projected cash flow basis. The Bank monitors liquidity risk under the "Business as Usual" scenario as well as stress scenarios involving "Bank Specific Crisis", "General Market Crisis" and "Combined and Reverse Scenario". Daily and monthly cash flow mismatch limits are established to limit the Bank's liquidity exposure. The Bank also employs liquidity early warning indicators and trigger points to signal possible contingency situations.

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

银行帐簿下的利率风险

银行帐簿下的利率风险指因利率的变动对银行帐簿的净利息收入和经济价值的影响。

资产负债委员会建立了相应的政策、策略和风险限额来管理我行利率风险敞口。根据批准的政策和策略，全球市场和投资管理部负责管理利率风险。市场和资产负债风险管理部独立分析和监控我行利率风险敞口并每月向资产负债委员会汇报。

重新定价的错配和其他我行资产负债及表外项目的特性会增加我行对利率变动的敏感度。当利率和收益率曲线发生改变时，这种缺口可能导致银行净利息收入的下降。因此，利率风险管理的主要目标就是确保银行有充足、稳定、可靠的净利息收入来促进银行资本和经济价值的增长，这是由确保利率风险在一系列模拟或真实的利率情景下（包括压力情景）能被识别、计量、监控和管理来实现。

我行主要使用利率重定价缺口分析和基点价格分析方法对利率风险敞口进行定量分析，以揭示在利率变动情况下，我行利息收入及净价值可能会受到的影响。利率敏感度受重新定价期限，币种及隐含的期权的影响。相比于短期错配，长期的利率错配对利率头寸价值的影响更大。

我行亦采用如净利息收入定量方法和持续区间（净资产经济价值定量分析）方法定期进行利率风险压力测试，以确保银行有足够的资本金应付因为利率的大幅波动对银行净利息收入和经济价值的影响。同时，该压力测试也用于度量银行在压力测试假定的市场情况下遭受损失的抗压程度并促进银行在快速波动的市场环境下积极地管理利率风险。

Interest Rate Risk in the Banking Book

Interest rate risk in the Banking Book is the impact to net interest income and economic value of the Bank due to fluctuation in interest rates on the structural banking book of the Bank.

The ALCO establishes policies, strategies and limits to manage interest rate risk exposure of the Bank. GMIM is responsible for the effective management of interest rate risk in accordance with approved policies and strategies while MBSM independently analyses and monitors interest rate risk exposure and reports to ALCO on a monthly basis.

Mismatches in re-pricing and other characteristics of assets, liabilities and off-balance sheet items of the Bank give rise to sensitivity to interest rate movements. As interest rates and yield curves change over time, these mismatches may result in decline in net interest income of the Bank. Hence, the main purpose of interest rate risk management is to protect and enhance capital or economic value of the Bank through adequate, stable and reliable growth in net interest income. This is achieved by ensuring that the structural interest rate risk is identified, measured, monitored and managed over a range of potential and realistic interest rate scenarios, including under stress situations.

Interest rate risk exposure of the Bank is quantified mainly using static analysis tools such as the repricing gap approach and price value of a basis point (PV01) approach where sensitivity analysis of assets and liabilities to interest rate fluctuation provides indications of the potential impact of interest rate changes on interest income and the Bank's net price value. Interest rate sensitivity varies with different repricing periods, currency and embedded optionality. Mismatches in the longer tenor will result in greater change in the price-value of interest rate positions than similar positions in the shorter tenor.

Stress testing, such as the static net interest income approach and duration (static Economic Value of Equity) approach, is also performed regularly to determine the Bank's capital adequacy in meeting the impact of extreme interest rate fluctuations on the Bank's net interest income and economic value. Such tests are also performed to provide a measure of the Bank's vulnerability to loss under stressed market conditions, which facilitates the proactive management of interest rate risk in a rapidly changing financial market.

操作风险

操作风险是指由不完善的或有瑕疵的内部流程、员工、系统或者外部风险事件（诸如：火灾、洪水或其它灾害等）给银行造成损失的风险。操作风险损失可能是财务方面的，抑或是其它方面的，比如，声誉受损和公众信心的丧失从而影响我行在市场上的可信度、交易能力、维持资金流动性的能力以及获取新业务的能力。

我行操作风险的管理是由已建立的操作风险管理政策、流程和程序形成管理框架，并由各业务部门和各业务支持部门基于该框架对各自业务领域进行操作风险的识别、评估、监视和控制/缓释。风险管理部下属的操作风险管理部协助我行风险与资本委员会以及董事会开发和维持我行操作风险管理框架并提供该框架在我行各业务/支持部门/分行层面执行的有关支持。操作风险管理部同时按该框架所要求的方式跟踪监视银行操作风险并定期向我行风险与资本委员会以及风险管理委员会提交有关操作风险报告。

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

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

Operational Risk

Operational risk is defined as the risk of loss arising from inadequate or failed internal processes, people and systems or from external events such as fire, flood or other disasters. Operational risk losses may be in the form of financial loss or other damages, for example, loss of reputation and public confidence that will impact the Bank's credibility and ability to transact, maintain liquidity and obtain new business.

Operational risk is managed through a framework of policies, processes and procedures by which business and support units identify, assess, monitor and mitigate their operational risks. The Operational Risk Management Division (ORM) assists the RCC and the Board in the development and maintenance of the operational risk management framework and supports its implementation within the Bank. ORM also monitors and submits operational risk reports to the RCC and RMC periodically.

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

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

我行已建立针对操作风险事件和损失的数据库。其目的之一，是为我行将来使用高级计量法来计算操作风险资本时提供操作风险的历史量化数据。其次，操作损失的趋势性分析和对风险事件的根本诱因分析将帮助我行更有针对性地加强内部控制。

我行已建立新产品或服务开发政策与流程，旨在确保有关的操作风险在新产品或服务推出前已被有效识别、分析并妥善解决。新产品或服务推出之后的定期审阅确保了任何操作风险状况的变化都能在产品或服务推出后被有效识别并得到妥善解决。

应为达到营运成本和营运效率的最优化而不断增加的外包要求，我行建立了外包政策及其管理框架来确保有关外包的风险已于外包正式启动前被有效识别和管理。并且，这样的风险识别和管理在外包之后同样持续进行。

为确保我行在重大业务和/或系统中断的情况下快速恢复关键业务职能，我行建立了有效的业务连续性管理和危机管理的策略和计划并执行演练。

我行已为可能产生巨大操作风险的要素购买了保险以适当地规避其可能产生的高额损失。

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

声誉风险是指因银行利益相关方对银行的经营、活动和/或财务状况的负面看法而对我行盈利能力、资金流动性和/或资本金引起负面影响的风险。我行已建立全面的声誉风险管理框架。

我行已开展操作风险管理的培训（包括意识培训以及我行如何具体管理操作风险的培训）以持续地培养和增强我行健康的操作风险管理文化。

A database of operational risk events and losses has been established to facilitate the future use of advanced approaches for quantification of operational risks. Additionally, the analysis of loss trends and root causes of loss events helps in strengthening the internal control environment.

A product/service program process ensures that risks associated with the introduction of new products and services are identified, analysed and addressed prior to launch. Product reviews are performed periodically to ensure that any change in risk profile is identified and addressed.

With the increasing need to outsource for cost and operational efficiency, an Outsourcing Policy & Framework is established to ensure that outsourcing risks are adequately identified and managed prior to entering into any new arrangements and on an on-going basis.

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

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

Legal risk, which is part of operational risk, arises from unenforceable, unfavourable, defective or unintended contracts, lawsuits or claims, developments in laws and regulations or non-compliance with applicable laws and regulations. Business and support units work closely with the Bank's Legal & Secretariat Function and external legal counsels (when necessary) to ensure that legal risks are effectively managed.

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

An operational risk management training and awareness program is in place to facilitate on-going promotion of an effective risk management culture within the Bank.

重要事项 Important Highlights

(一) 股东情况

股东名称：大华银行有限公司，持股比100%。

(二) 报告其内，我行未发生注册资本的变更、合并等重大事项。

(三) 报告期内，我行董事、监事及高级管理人员无受监管部门处罚的情况发生。

(四) 报告期内我行发生的重大事件

- 2011年，大华银行（中国）的净利润为人民币9451万。
- 截至2011年12月，我们的存贷比为64.9%。
- 2011年6月，大华银行（中国）获得上海黄金交易所授予的在华黄金交易外资金类会员资格。
- 2011年6月上海新天地支行获得开业许可。
- 2011年7月上海新天地支行正式开业。
- 2011年7月银监会批准设立杭州分行
- 2011年11月大华银行（中国）成为中国银联会员，并正式发行银联联名“尊享”系列白金借记卡。
- 2011年11月北京分行搬迁至朝阳区远洋光华中心。

(1) Shareholder Status Update

Name of Shareholder: United Overseas Bank Limited
Percentage of shares held: 100%

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

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

(4) Other highlights during the reporting period:

- In 2011, UOB (China) registered a record net profit of RMB94.51million since local incorporation.
- As at December 2011, our loan-to-deposit ratio was 64.9%.
- In June 2011, UOB (China) was granted trading membership by the Shanghai Gold Exchange.
- In June 2011, UOB (China) obtained regulatory approval to open Shanghai Xin Tian Di sub-branch.
- In July 2011, UOB (China) Shanghai Xin Tian Di sub-branch officially opened.
- In July 2011, UOB (China) obtained regulatory approval to establish Hangzhou branch.
- In November 2011, UOB (China) became membership of China UnionPay, and launched Privilege Debit Card.
- In November 2011, UOB (China) Beijing branch was relocated to new office at Office Park, Chaoyang District in Beijing.

营业网点 Our Network

总行

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

静安支行 (上海)

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

北京分行

北京市朝阳区景华南街5号1层
22/25单元, 2层25单元, 25层
远洋光华中心C座
邮编: 100020
电话: (86) (10) 5879 2626
传真: (86) (10) 8590 6728

成都分行

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

沈阳分行

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

厦门分行

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

上海分行

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

新天地支行 (上海)

上海市马当路156-158号
邮编: 200020
电话: (86) (21) 2312 0888
传真: (86) (21) 3330 1806

东城支行 (北京)

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

广州分行

广州市天河北路183-187号
大都会广场1107-1110
1113-1114单位
邮编: 510075
电话: (86) (20) 8755 8787
传真: (86) (20) 8755 6661

深圳分行

深圳市深南东路5002号
信兴广场地王商业中心
写字楼G2层北面2单元
邮编: 518008
电话: (86) (755) 8246 1298
传真: (86) (755) 8246 3326

天津分行

天津市和平区河北路236号和238号
君隆广场
邮编: 300040
电话: (86) (22) 2339 3688
传真: (86) (22) 2321 0166

Head Office

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

Jing'an Sub-branch (Shanghai)

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

Beijing Branch

Unit 22/25 1/F, Unit 25 2/F, 25/F
Tower C Office Park
No.5 Jinghua South Street
Chaoyang District
Beijing 100020
Tel: (86) (10) 5879 2626
Fax: (86) (10) 8590 6728

Chengdu Branch

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

Shenyang Branch

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

Xiamen Branch

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

Shanghai Branch

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

Xintiandi Sub-branch (Shanghai)

156-158 Ma Dang Road
Shanghai 200020
Tel: (86) (21) 2312 0888
Fax: (86) (21) 3330 1806

Dongcheng Sub-branch (Beijing)

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

Guangzhou Branch

Unit 1107 - 1110 & 1113-1114
Metro Plaza
183 - 187 Tianhe Bei Road
Guangzhou 510075
Tel: (86) (20) 8755 8787
Fax: (86) (20) 8755 6661

Shenzhen Branch

Unit 2, G2 Floor (North Side)
Di Wang Commercial Centre
Shun Hing Square
5002 Shennan Road East
Shenzhen 518008
Tel: (86) (755) 8246 1298
Fax: (86) (755) 8246 3326

Tianjin Branch

The Emperor Place
No. 236 & 238, Hebei Road
Heping District
Tianjin 300040
Tel: (86) (22) 2339 3688
Fax: (86) (22) 2321 0166

大华银行（中国）有限公司

2011年12月31日

United Overseas Bank (China) Limited

31 December 2011

已审财务报表

Audited Financial Statements

目录/Index

58 审计报告	Auditors' Report
60 资产负债表	Balance Sheet
61 利润表	Income Statement
62 现金流量表	Cash Flow Statement
64 所有者权益变动表	Statement of Changes in Equity
65 财务报表附注	Notes to Financial Statements

审计报告

Auditors' Report

安永华明(2012)审字第60658622_B01号

Ernst & Young Hua Ming (2012) Shen Zi No 60658622_B01

大华银行(中国)有限公司董事会:

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

我们审计了后附的大华银行(中国)有限公司财务报表,包括2011年12月31日的资产负债表,2011年度的利润表、所有者权益变动表和现金流量表以及财务报表附注。

一、管理层对财务报表的责任

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

二、注册会计师的责任

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

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

我们相信,我们获取的审计证据是充分、适当的,为发表审计意见提供了基础。

We have audited the accompanying financial statements of United Overseas Bank (China) Limited, which comprise the balance sheet as at 31 December 2011, the income statement, the statement of changes in equity and the cash flow statement for the year then ended, and notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

三、 审计意见

我们认为，上述财务报表在所有重大方面按照企业会计准则的规定编制，公允反映了大华银行（中国）有限公司2011年12月31日的财务状况以及2011年度的经营成果和现金流量。

安永华明会计师事务所 上海分所

Ernst & Young Hua Ming Shanghai Office

中国 上海

Shanghai, the People's Republic of China

Opinion

In our opinion, the financial statements present fairly, in all material aspects, the financial position of United Overseas Bank (China) Limited as at 31 December 2011 and their financial performance and cash flows for the year then ended in accordance with Accounting Standards for Business Enterprises.

中国注册会计师 黄悦栋

Chinese Certified Public Accountant: Huang, Yuedong

中国注册会计师 俞 梅

Chinese Certified Public Accountant: Yu, Mei

2012年3月22日

22 March 2012

资产负债表

Balance Sheet

2011年12月31日 31 December 2011

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		附注五	2011年12月31日	2010年12月31日
		Notes 5	31-12-2011	31-12-2010
资产	ASSETS			
现金及存放中央银行款项	Cash and balances with central banks	1	4,485,106,078	2,430,489,928
存放同业款项	Due from banks	2	5,334,996,852	1,650,383,493
拆出资金	Placements with banks and other financial institutions	3	3,453,454,659	3,450,718,335
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	4	1,002,657,140	-
衍生金融资产	Derivative financial assets	5	268,391,844	171,499,753
应收利息	Interest receivables	6	266,221,686	118,268,811
发放贷款和垫款	Loans and advances to customers	7	13,422,820,499	9,533,098,828
可供出售金融资产	Available-for-sale financial assets	8	6,313,879,613	3,640,054,803
买入返售金融资产	Reverse repurchase financial assets	9	476,400,000	1,592,450,000
固定资产	Fixed assets	10	45,005,471	33,129,770
无形资产	Intangible assets	11	49,516,106	36,018,006
递延所得税资产	Deferred tax assets	12	52,990,043	41,087,937
其他资产	Other assets	13	97,928,775	64,827,312
资产总计	TOTAL ASSETS		35,269,368,766	22,762,026,976
负债	LIABILITIES			
同业及其他金融机构存放款项	Due to banks and other financial institutions	15	3,220,674,628	295,852,719
拆入资金	Placements from banks and other financial institutions	16	6,666,770,493	5,111,338,851
衍生金融负债	Derivative financial liabilities	5	339,841,818	53,811,733
吸收存款	Customer deposits	17	21,105,906,994	13,692,361,400
应付职工薪酬	Payroll payables	18	37,995,833	22,263,859
应交税费	Tax payables	19	52,899,182	6,059,034
应付利息	Interest payables	20	246,122,305	92,698,077
其他负债	Other liabilities	21	41,451,807	39,543,577
负债合计	TOTAL LIABILITIES		31,711,663,060	19,313,929,250
所有者权益	EQUITY			
实收资本	Paid-up capital	22	3,000,000,000	3,000,000,000
资本公积	Capital reserves	23	271,974	(14,826,623)
盈余公积	Surplus reserves	24	26,667,896	17,216,958
一般风险准备	General reserves	25	304,607,460	202,536,188
未分配利润	Retained earnings	26	226,158,376	243,171,203
所有者权益合计	TOTAL EQUITY		3,557,705,706	3,448,097,726
负债及所有者权益总计	TOTAL LIABILITIES AND EQUITY		35,269,368,766	22,762,026,976

载于第65页至第137页的财务报表附注为本财务报表的组成部分

The notes on pages 65 to 137 form an integral part of these financial statements.

利润表

Income Statement

2011年度 For the year ended 31 December 2011

(除特别注明外，金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		附注五 Notes 5	2011年度 2011	2010年度 2010
一、营业收入	1. OPERATING INCOME			
利息收入	Interest income	27	1,046,550,414	522,425,003
利息支出	Interest expense	27	(584,991,524)	(216,428,705)
利息净收入	Net interest income	27	461,558,890	305,996,298
手续费及佣金收入	Fee and commission income	28	43,102,898	26,246,371
手续费及佣金支出	Fee and commission expense	28	(8,924,447)	(3,229,718)
手续费及佣金净收入	Net fee and commission income	28	34,178,451	23,016,653
投资收益	Investment income	29	204,780,078	36,709,735
公允价值变动净(损失)/收益	(Losses)/gains from changes in fair value	30	(186,583,766)	116,536,811
汇兑及汇率产品净收益/(损失)	Foreign exchange gains/(losses)		108,485,712	(31,244,298)
其他业务收入	Other operating income		12,080,647	25,758,652
营业收入合计	TOTAL OPERATING INCOME		634,500,012	476,773,851
二、营业支出	2. OPERATING EXPENSES			
营业税金及附加	Business tax and surcharges		(47,654,155)	(22,034,678)
业务及管理费	General and administrative expenses	31	(450,607,386)	(297,553,866)
资产减值损失	Impairment losses	32	(5,379,210)	(39,395,820)
营业支出合计	TOTAL OPERATING EXPENSES		(503,640,751)	(358,984,364)
三、营业利润	3. OPERATING PROFIT		130,859,261	117,789,487
加: 营业外收入	Add: Non-operating income	33	850,364	8,688,858
减: 营业外支出	Less: Non-operating expenses	34	(8,504,481)	(507,540)
四、税前利润总额	4. PROFIT BEFORE TAX		123,205,144	125,970,805
减: 所得税费用	Less: Income tax expense	35	(28,695,761)	(32,977,490)
五、净利润	5. NET PROFIT		94,509,383	92,993,315
六、其他综合收益	6. OTHER COMPREHENSIVE INCOME	37	15,098,597	(8,055,280)
七、综合收益总额	7. TOTAL COMPREHENSIVE INCOME		109,607,980	84,938,035

载于第65页至第137页的财务报表附注为本财务报表的组成部分

The notes on pages 65 to 137 form an integral part of these financial statements.

第65页至第137页的财务报表由以下人士签署：

The financial statements from page 65 to 137 have been signed by:

董事：陈建发

Director: TAN Kian Huat

财务总监：严顺利

Chief Financial Officer: YAM Soon Lee Ronnie

财务主管：陈思梦

Head, Finance: CHEN Si Meng Juliet

现金流量表

Cash Flow Statement

2011年度 For the year ended 31 December 2011

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		附注五 Notes 5	2011年度 2011	2010年度 2010
一、经营活动产生的现金流量	1. CASH FLOWS FROM OPERATING ACTIVITIES			
吸收存款和同业及其他金融机构存放款项净增加额	Net increase in customer deposit and due to banks and other financial institutions		10,413,417,035	7,332,926,520
拆入资金净增加额	Net increase in placements from banks and other financial institutions		1,849,855,661	820,125,354
收取的利息、手续费及佣金的现金	Cash received from interest, service fee and commission		984,066,375	481,647,840
买入返售金融资产净减少额	Net decrease in reverse repurchase financial assets		393,600,000	-
收到其他与经营活动有关的现金	Cash received from other operating activities		54,709,954	29,598,768
经营活动现金流入小计	Sub-total of cash inflows from operating activities		13,695,649,025	8,664,298,482
存放同业款项净增加额	Net increase in Due from banks		3,308,471,999	415,288,800
拆出资金净增加额	Net increase in placements with banks and other financial institutions		1,753,579,057	436,650,987
买入返售金融资产净增加额	Net increase in reverse repurchase financial assets		-	570,000,000
发放贷款和垫款净增加额	Net increase in loans and advances to customers		4,094,995,825	297,053,322
存放中央银行款项净增加额	Net increase in due from the Central Bank		1,712,567,797	1,372,829,146
支付的利息、手续费及佣金的现金	Payments made for interest, service fee and commission		438,240,130	136,663,254
支付给职工及为职工支付的现金	Cash paid to and on behalf of employees		258,136,266	171,431,968
支付的各项税费	Cash paid for all types of taxes		50,077,293	59,546,007
支付的其他与经营活动有关的现金	Cash paid for other operating activities		202,925,176	109,513,688
经营活动现金流出小计	Sub-total of cash outflows from operating activities		11,818,993,543	3,568,977,172
经营活动产生的现金流量净额	Net cash flows from operating activities		1,876,655,482	5,095,321,310
二、投资活动产生的现金流量	2. CASH FLOWS FROM INVESTING ACTIVITIES			
收回投资收到的现金	Cash received from maturity of investments		10,496,027,038	4,084,536,450
取得投资收益收到的现金	Cash received from investment income		162,414,140	15,951,748
处置固定资产和其他长期资产收回的现金	Proceeds from disposal of fixed assets and other long term assets		210,315	572,094
投资活动现金流入小计	Sub-total of cash inflows from investing activities		10,658,651,493	4,101,060,292
债券投资所支付的现金	Cash paid for investment		14,316,082,570	6,997,560,120
购建固定资产和其他长期资产支付的现金	Cash paid for purchase of fixed assets and other long term assets		82,224,980	34,936,781
投资活动现金流出小计	Sub-total of cash outflows from investing activities		14,398,307,550	7,032,496,901
投资活动产生的现金流量净额	Net cash flows from investing activities		(3,739,656,057)	(2,931,436,609)
三、汇率变动对现金及现金等价物的影响	3. Effect of Exchange Rate Changes on Cash and Cash Equivalents		(13,625,436)	(74,282,222)
四、现金及现金等价物净(减少)/增加额	4. Net (decrease)/increase in Cash and Cash Equivalents		(1,876,626,011)	2,089,602,479
加: 年初现金及现金等价物余额	Add: Cash and cash equivalents at beginning of the year		5,228,351,744	3,138,749,265
五、年末现金及现金等价物余额	5. Cash and cash equivalents at end of the year	36	3,351,725,733	5,228,351,744

载于第65页至第137页的财务报表附注为本财务报表的组成部分

The notes on pages 65 to 137 form an integral part of these financial statements.

现金流量表 (续)

Cash Flow Statement (Continued)

2011年度 For the year ended 31 December 2011

(除特别注明外，金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

补充资料		附注五	2011年度	2010年度
Supplementary information		Notes 5	2011	2010
1、将净利润调节为经营活动的现金流量： 1. Reconciliation of net profit to cash flows from operating activities:				
净利润	Net profit		94,509,383	92,993,315
资产减值损失	Impairment losses		5,379,210	39,395,820
固定资产折旧	Fixed assets depreciation		9,233,963	4,948,312
无形资产摊销	Intangible assets amortisation		4,981,790	4,190,436
长期待摊费用摊销	Amortisation for long term deferred expenses		6,623,518	4,455,865
处置固定资产/其他长期资产损失/(收益)	Losses/(Gains) on disposal of fixed assets and other long-term assets		5,704,784	(395,307)
公允价值变动净损失/(收益)	Losses/(gains) from changes in fair value		186,583,766	(116,536,811)
债券投资利息收入及投资收益	Interest received from bond investments and investment income		(204,780,078)	(36,709,735)
汇兑损失	Foreign Exchange losses		26,027,592	79,674,289
递延所得税款	Increase/decrease in deferred tax assets/liabilities		(16,934,972)	19,505,196
经营性应收项目的增加	Increase in operating receivables		(10,348,089,043)	(3,037,110,990)
经营性应付项目的增加	Increase in operating payables		12,107,415,569	8,040,910,920
经营活动产生的现金流量净额	Net cash flows from operating activities		1,876,655,482	5,095,321,310
2、现金及现金等价物净变动情况： 2. Net change in cash and cash equivalents:				
现金的年末余额	Cash on hand at end of year	36	8,256,622	6,179,239
减：现金的年初余额	Less:Cash on hand at beginning of year		6,179,239	5,367,965
加：现金等价物的年末余额	Add:Cash equivalents at end of year	36	3,343,469,111	5,222,172,505
减：现金等价物的年初余额	Less:Cash equivalents at beginning of year		5,222,172,505	3,133,381,300
现金及现金等价物净(减少)/增加额	Net (decrease)/increase in cash and cash equivalents		(1,876,626,011)	2,089,602,479

载于第65页至第137页的财务报表附注为本财务报表的组成部分

The notes on pages 65 to 137 form an integral part of these financial statements.

所有者权益变动表

Statement Of Changes In Equity

2011年度 For the year ended 31 December 2011

(除特别注明外, 金额单位均为人民币元)

(Unless otherwise stated, expressed in RMB Yuan)

		实收资本	资本公积	盈余公积	一般风险准备	未分配利润	合计
		Paid - up Capital	Capital Reserves	Surplus Reserves	General Reserves	Retained Earnings	Total
2010年12月31日余额	Balance as at 31 December 2010	3,000,000,000	(14,826,623)	17,216,958	202,536,188	243,171,203	3,448,097,726
本年增减变动金额	Movements during the year	-	15,098,597	9,450,938	102,071,272	(17,012,827)	109,607,980
(一) 净利润	(i) Net profit	-	-	-	-	94,509,383	94,509,383
(二) 其他综合收益	(ii) Other comprehensive income	-	15,098,597	-	-	-	15,098,597
1. 可供出售金融资产公允价值净变动	1. Net change in fair value of available-for-sale financial assets	-	20,131,463	-	-	-	20,131,463
2. 与计入所有者权益相关的所得税影响	2. Income tax impact recognised directly in equity	-	(5,032,866)	-	-	-	(5,032,866)
综合收益总额	Total Comprehensive income	-	15,098,597	-	-	94,509,383	109,607,980
(三) 利润分配	(iii) Profit appropriation	-	-	9,450,938	102,071,272	(111,522,210)	-
1. 提取盈余公积	1. Appropriation to surplus reserves	-	-	9,450,938	-	(9,450,938)	-
2. 提取一般风险准备	2. Appropriation to general reserves	-	-	-	102,071,272	(102,071,272)	-
2011年12月31日余额	Balance as at 31 December 2011	3,000,000,000	271,974	26,667,896	304,607,460	226,158,376	3,557,705,706

		实收资本	资本公积	盈余公积	一般风险准备	未分配利润	合计
		Paid - up Capital	Capital Reserves	Surplus Reserves	General Reserves	Retained Earnings	Total
2009年12月31日余额	Balance as at 31 December 2009	3,000,000,000	(6,771,343)	7,917,626	132,103,606	229,909,802	3,363,159,691
本年增减变动金额	Movements during the year	-	(8,055,280)	9,299,332	70,432,582	13,261,401	84,938,035
(一) 净利润	(i) Net profit	-	-	-	-	92,993,315	92,993,315
(二) 其他综合收益	(ii) Other comprehensive income	-	(8,055,280)	-	-	-	(8,055,280)
1. 可供出售金融资产公允价值净变动	1. Net change in fair value of available-for-sale financial assets	-	(10,740,374)	-	-	-	(10,740,374)
2. 与计入所有者权益相关的所得税影响	2. Income tax impact recognised directly in equity	-	2,685,094	-	-	-	2,685,094
综合收益总额	Total Comprehensive income	-	(8,055,280)	-	-	92,993,315	84,938,035
(三) 利润分配	(iii) Profit appropriation	-	-	9,299,332	70,432,582	(79,731,914)	-
1. 提取盈余公积	1. Appropriation to surplus reserves	-	-	9,299,332	-	(9,299,332)	-
2. 提取一般风险准备	2. Appropriation to general reserves	-	-	-	70,432,582	(70,432,582)	-
2010年12月31日余额	Balance as at 31 December 2010	3,000,000,000	(14,826,623)	17,216,958	202,536,188	243,171,203	3,448,097,726

载于第65页至第137页的财务报表附注为本财务报表的组成部分

The notes on pages 65 to 137 form an integral part of these financial statements.

财务报表附注

2011年度

Notes To Financial Statements

For the year ended 31 December 2011

一、公司的基本情况

大华银行（中国）有限公司（以下简称“本公司”）是由大华银行有限公司（以下简称“大华银行”）在中华人民共和国上海市成立的外商独资银行。

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

经银监会批准，本公司于2007年12月12日领取了00000386号金融许可证并于2007年12月18日领取了上海市工商行政管理局颁发的第310000400553992号（市局）企业法人营业执照。注册资本为等值人民币30亿元。

根据本公司营业执照的规定，本公司经营期限为不约定期限。本公司的经营范围为经有关监管机构批准的外汇业务和人民币业务。2008年1月2日为本公司与原中国区分行的业务切换日。

截至2011年12月31日，除在上海设立的大华银行（中国）有限公司总行外，本公司已在上海、北京、深圳、广州、成都、厦门、沈阳、天津设立了8家分行。

二、编制基础

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

本财务报表以本公司持续经营为基础列报。

三、遵循企业会计准则的声明

本财务报表符合企业会计准则的要求，真实、完整地反映了本公司2011年12月31日的财务状况以及2011年度的经营成果和现金流量。

(1) Corporate Information

United Overseas Bank (China) Ltd. (The “Bank” or “UOB (China)”) is a wholly-owned foreign-funded bank established in Shanghai, P.R.China, by United Overseas Bank Ltd. (“UOB”).

In accordance with the Regulation of the People’s Republic of China on the Administration of Foreign-funded Banks (the “Regulation”), and the Detailed Rules on the Implementation of Regulation of the People’s Republic of China on the Administration of Foreign-funded Banks (the “Implementation”), China Banking Regulatory Committee (“CBRC”) approved on 5 April 2007 to prepare the setting up of its wholly-owned subsidiary bank, UOB(China), in Shanghai and to convert its branches in mainland of People’s Republic of China (“PRC”) to UOB (China) Shanghai Branch, Beijing Branch, Shenzhen Branch, Guangzhou Branch, Chengdu Branch, Xiamen Branch, Shenyang Branch and Jing’an sub-branch respectively.

The Bank obtained its Financial License No. 00000386 on 12 December 2007 upon approval from CBRC. On 18 December 2007, the Bank obtained its Business License No. 310000400553992 issued by Shanghai City Administration of Industry and Commerce, with a registered capital equivalent to RMB 3 billion.

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

As of 31 December 2011, besides the Head Office incorporated in Shanghai, the Bank has set up 8 branches respectively in Shanghai, Beijing, Shenzhen, Guangzhou, Chengdu, Xiamen, Shenyang and Tianjin.

(2) Preparation basis of the financial statements

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

(3) Compliance with the Accounting Standards for Business Enterprises

The financial statements of the Bank have been prepared in accordance with the Accounting Standards for Business Enterprises, and present fairly and fully, the financial position of the Bank as of 31 December 2011 and the results of the operations and the cash flows for the year then ended.

四、重要会计政策和会计估计

1. 会计年度

本公司的会计年度采用公历年度，即每年自1月1日起至12月31日止。

2. 记账本位币

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

3. 记账基础和计价原则

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

4. 外币折算

本公司对于发生的外币交易，将外币金额折算为记账本位币金额。

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

5. 金融资产

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

(4) Significant accounting policies and estimates

1. Accounting year

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

2. Functional currency

Both the reporting currency and the presentation currency for financial statements are the Renminbi ("RMB"). All amounts are stated in RMB, unless otherwise stated.

3. Basis of accounting and principles for measurement

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

4. Foreign currency transactions

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

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

5. Financial assets

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

以公允价值计量且其变动计入当期损益的金融资产

以公允价值计量且其变动计入当期损益的金融资产包括为交易而持有的金融资产和初始确认时就被指定为以公允价值计量且其变动计入当期损益的金融资产。为交易而持有的金融资产是指满足下列条件之一的金融资产：1)取得该金融资产的目的是为了在短期内出售；2)属于进行集中管理的可辨认金融工具组合的一部分，且有客观证据表明企业近期采用短期获利方式对该组合进行管理；3)属于衍生工具，但是被指定为有效套期工具的衍生工具除外。这类金融资产在后续计量期间以公允价值计量。所有已实现和未实现的损益均记入当期损益。

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

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

持有至到期投资

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

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets which are either classified as held for trading or designated by the Bank at fair value through profit or loss upon initial recognition. Financial assets are classified as held for trading if they meet any of the following: 1) acquired for the purpose of sale in the short term; 2) part of a portfolio of identifiable financial instruments that are collectively managed, and there is objective evidence indicating that the enterprise recently managed this portfolio for the purpose of short-term profits; 3) derivatives unless they are designated as effective hedging instruments. For such kind of financial assets, fair values are adopted for subsequent measurement. All realised or unrealised gains or losses on these financial assets are recognised in the income statement of the current period.

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

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

Held-to-maturity Investment

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

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

贷款及应收款项

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

可供出售金融资产

可供出售金融资产，是指初始确认时即指定为可供出售的非衍生金融资产，以及除上述以外的金融资产。在后续计量期间，该类金融资产以公允价值计量。可供出售金融资产持有期间获得的利息收入采用实际利率法确认在损益中。可供出售金融资产的公允价值变动形成的利得或损失，除减值损失和外币货币性金融资产形成的汇兑差额外，直接计入所有者权益，在该金融资产终止确认时，计入当期损益。

6. 金融资产减值

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

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

Loans and receivables

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

Available-for-sale financial assets

Available-for-sales financial assets are non-derivative financial assets which are designated as such or are not classified in any of the three preceding categories. After initial recognition, available-for-sale financial assets are subsequently measured at fair value. Interest income earned during the holding period is accrued using the effective interest rate method and recognised to the income statement as interest rate income. Changes in fair value of available-for-sale financial assets except for the impairment and exchange gain or loss are recognised as a separate component of equity until the financial asset is derecognised at which time the cumulative gains or losses previously reported in equity are included in the income statement.

6. Impairment of financial assets

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

以摊余成本计量的金融资产

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

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

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

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

以成本计量的金融资产

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

可供出售金融资产

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

Financial assets carried at amortised cost

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

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

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

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

Financial assets carried at cost

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

Available-for-sale financial assets

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

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

7. 金融负债

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

以公允价值计量且其变动计入当期损益的金融负债

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

财务担保合同

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

其他金融负债

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

8. 金融工具的终止确认

金融资产：

金融资产满足下列条件之一的，将被终止确认：

- (i) 收取该金融资产现金流量的合同权利终止；或
- (ii) 本公司已转移几乎所有与该金融资产有关的风险和报酬，或虽然没有转移也没有保留该金融资产所有权上几乎所有的风险和报酬，不过已放弃对该金融资产的控制。

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

7. Financial liabilities

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

Financial liabilities at fair value through profit or loss

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

Financial guarantee contracts

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

Other financial liabilities

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

8. Derecognition of financial instruments

Financial asset:

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

- (i) the rights to receive cash flows from the financial assets have expired; or
- (ii) the Bank has transferred substantially all the risks and rewards of ownership of the financial asset; or has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset, but has transferred control over the asset.

当本公司既没有转移也没有保留金融资产所有权上几乎所有的风险和报酬，也没有放弃对该金融资产的控制，则本公司会根据所有继续涉入所转移金融资产的程度确认有关金融资产。如果本公司采用为所转移金融资产提供担保的形式继续涉入，则本公司的继续涉入程度是下属二者中的孰低者，该金融资产的初始账面金额或本公司可能被要求偿付对价的最高金额。

金融负债：

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

9. 衍生金融工具

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

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

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

10. 买入返售和卖出回购交易

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

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

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

Financial liability:

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

9. Derivatives and hedge accounting

Derivative financial instruments are recognised initially, and subsequently measured, at fair value. Derivatives with positive and negative fair values are presented as assets and liabilities in the balance sheet respectively.

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

Any gains or losses arising from changes in fair value on derivatives that do not qualify for hedge accounting are taken directly to the income statement.

10. Repurchase and reverse repurchase transactions

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

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

11. 在建工程

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

在建工程在达到预定可使用状态时转入固定资产、无形资产或其他长期资产。

12. 固定资产及累计折旧

固定资产确认

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

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

固定资产计价及折旧

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

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

11. Construction in progress

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

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

12. Fixed assets and accumulated depreciation

Recognition of Fixed Assets

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

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

Valuation and depreciation of fixed assets

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

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

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

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

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

13. 无形资产

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

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

本公司的无形资产为软件，其使用年限为10年。

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

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

14. 长期待摊费用

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

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

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

15. 资产减值

本公司对除金融资产和递延所得税资产外的资产减值，按以下方法确定：

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

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

13. Intangible assets

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

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

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

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

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

14. Long-term deferred expenses

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

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

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

15. Impairment of assets

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

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

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

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

上述资产减值损失一经确认，在以后会计期间不再转回。

16. 收入及支出确认原则和方法

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

利息收入和利息支出

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

手续费及佣金收入

手续费及佣金收入于已提供有关服务后及收取的金额可以合理地估算时确认。

17. 所得税

所得税包括当期所得税和递延所得税。

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

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

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

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

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

16. Recognition of income and expense

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

Interest income and expense

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

Fee and commission income

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

17. Income tax

Income tax includes current tax and deferred tax.

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

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

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

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

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

于资产负债表日，本公司对递延所得税资产的账面价值进行复核。如果未来期间很可能无法获得足够的应纳税所得额用以抵扣递延所得税资产的利益，减记递延所得税资产的账面价值。在很可能获得足够的应纳税所得额时，减记的金额予以转回。

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

18. 员工福利

短期员工福利

工资与奖金、社会保障福利及其它短期员工福利会于本公司员工提供服务的期间计提。

定额供款计划

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

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

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

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

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

18. Employee benefits

Short term employee benefits

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

Defined contribution plans

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

19. 现金等价物的确定标准

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

20. 关联方

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

仅同受国家控制而不存在其他关联方关系的企业，不构成本公司的关联方。

21. 受托业务

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

22. 经营租赁

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

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

23. 或有负债

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

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

19. Cash and cash equivalents

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

20. Related parties

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

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

21. Fiduciary activities

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

22. Operating leases

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

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

23. Contingent liabilities

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

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

24. 预计负债

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

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

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

25. 抵销

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

26. 重大会计判断和会计估计

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

贷款和垫款的减值损失

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

24. Accrued liability

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

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

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

25. Offsetting

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

26. Significant accounting judgment and estimates

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

Impairment losses of loans and advances

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

所得税

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

金融工具的公允价值

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

投资分类

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

金融工具终止确认

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

Income tax

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

Fair value of financial instruments

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

Classification of investment

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

Derecognition of financial instruments

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

五、财务报表主要项目附注

(5) Notes to financial statements

1. 现金及存放中央银行款项

1. Cash and balances with central banks

		31-12-2011	31-12-2010
库存现金	Cash on hand	8,256,622	6,179,239
存放中央银行法定准备金-人民币	Statutory deposit reserve with the central banks-RMB	3,719,753,888	1,989,270,082
存放中央银行法定准备金-外币	Statutory deposit reserve with the central banks-foreign currency	55,549,552	73,465,560
存放中央银行的其他款项	Other deposits with central banks	701,546,016	361,575,047
合计	Total	4,485,106,078	2,430,489,928

根据中国人民银行的有关规定，本公司必须按一定比率缴付存款准备金于中国人民银行。期末实行的外币存款准备金按上月末外币存款余额的5%缴存，人民币存款准备金则按上月末人民币存款余额的19%缴存（2010年：16.5%）。

In accordance with relevant regulations issued by the People's Bank of China ("PBOC"), the Bank should place a statutory deposit reserve fund with the PBOC. The statutory deposit reserve fund could not be used for daily operations. The required statutory deposit reserve ratios set by the PBOC is 5% of the balance of customer deposits denominated in foreign currencies at the end of last month, and 19% (2010: 16.5%) of the balance of customer deposits denominated in RMB each 10 calendar days of the month respectively.

2. 存放同业款项

2. Due from banks

		31-12-2011	31-12-2010
存放境内银行同业	Due from domestic banks	5,262,507,753	1,574,765,716
存放境外银行同业	Due from foreign Banks	73,468,701	75,617,777
小计	Sub-total	5,335,976,454	1,650,383,493
减：存放同业减值准备(注1)	Less: Impairment provisions for due from banks (Note1)	(979,602)	-
存放同业净额	Net amount of due from banks	5,334,996,852	1,650,383,493

注1：存放同业减值准备为本公司根据银监发[2010]45号中国银监会关于印发《银行业金融机构国别风险管理指引》的通知的规定而计提的国别风险减值准备。

Note1: Impairment provisions for due from banks represented the country risk reserve provided according to Yin Jian Fa [2010] No. 45 "Circular of the China Banking Regulatory Commission on Printing and Distributing the Guidelines for Country Risk Management of the Banking Financial Institutions" issued by CBRC.

3. 拆出资金

3. Placements with banks and other financial institutions

		31-12-2011	31-12-2010
拆放及借出境内银行同业及其他金融机构	Net amount of placements with domestic banks and other financial institutions	3,453,454,659	3,450,718,335

4. 以公允价值计量且其变动计入当期损益的金融资产

4. Financial assets at fair value through profit or loss

		31-12-2011	31-12-2010
债券投资：	Bond investments:		
中央银行票据及国债	Central bank bills and government bonds	500,274,580	-
银行同业债券	Bonds issued by banks	147,381,000	-
政策性银行债券	Bonds issued by policy banks	355,001,560	-
合计	Total	1,002,657,140	-

5. 衍生金融工具

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

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

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

本公司无为套期保值目的而被指定为套期工具的衍生金融工具。

本公司于资产负债表日所持有的衍生金融工具如下：

5. Derivative financial instruments

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

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

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

The bank has no derivative designated as hedging instruments.

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

31-12-2011							
		按剩余到期日分析的名义金额				公允价值	
		Notional amounts by remaining life				Fair values	
		3个月内	3个月到1年	1年到5年	合计	资产	负债
		Within three months	Over three months but within one year	Over one year but within five years	Total	Assets	Liabilities
外汇衍生工具:	Exchange rate contracts:						
远期合约	Forwards	1,176,956,165	1,594,135,169	398,543,171	3,169,634,505	14,498,814	10,595,829
掉期合约	Swaps	10,056,246,818	4,706,421,969	63,009,000	14,825,677,787	46,829,291	104,320,986
期权合约	Options	642,686,200	15,235,965	5,975,230	663,897,395	2,543,087	3,347,644
小计	Sub-total	11,875,889,183	6,315,793,103	467,527,401	18,659,209,687	63,871,192	118,264,459
利率衍生工具:	Interest rate contracts:						
掉期合约	Swaps	3,053,072,000	8,904,915,286	12,281,402,864	24,239,390,150	143,341,262	141,572,569
期权合约	Options	1,054,840,660	201,888,738	-	1,256,729,398	-	-
小计	Sub-total	4,107,912,660	9,106,804,024	12,281,402,864	25,496,119,548	143,341,262	141,572,569
商品价格挂钩工具:	Commodity contracts:						
掉期合约	Swaps	36,567,947	86,931,055	80,488,134	203,987,136	3,828,193	4,762,044
期权合约	Options	-	49,057,584	8,730,869	57,788,453	559,104	559,104
小计	Sub-total	36,567,947	135,988,639	89,219,003	261,775,589	4,387,297	5,321,148
股票价格挂钩工具:	Equity Contracts:						
掉期合约	Swaps	72,908,905	403,972,076	1,987,005,531	2,463,886,512	54,492,431	65,417,075
期权合约	Options	1,979,521,474	26,437,887	50,592,036	2,056,551,397	1,461,831	1,461,831
小计	Sub-total	2,052,430,379	430,409,963	2,037,597,567	4,520,437,909	55,954,262	66,878,906
贵金属衍生工具	Precious Metal derivatives	196,114,257	-	-	196,114,257	837,831	7,804,736
合计	Total	18,268,914,426	15,988,995,729	14,875,746,835	49,133,656,990	268,391,844	339,841,818

31 - 12 - 2011

		按剩余到期日分析的名义金额				公允价值	
		Notional amounts by remaining life				Fair values	
		3个月内	3个月到1年	1年到5年	合计	资产	负债
		Within three months	Over three months but within one year	Over one year but within five years	Total	Assets	Liabilities
外汇衍生工具:	Exchange rate contracts:						
远期合约	Forwards	57,572,120	1,842,355,499	40,695,600	1,940,623,219	125,612,082	1,011,865
掉期合约	Swaps	6,452,255,907	2,735,484,100	-	9,187,740,007	25,526,085	33,657,985
期权合约	Options	289,640,086	373,071,846	-	662,711,932	1,983,862	1,983,862
小计	Sub-total	6,799,468,113	4,950,911,445	40,695,600	11,791,075,158	153,122,029	36,653,712
利率衍生工具:	Interest rate contracts:						
掉期合约	Swaps	1,309,632,000	999,340,500	781,671,136	3,090,643,636	10,411,287	8,869,658
期权合约	Options	1,826,439,514	2,393,649,412	129,758,561	4,349,847,487	16,868	16,868
小计	Sub-total	3,136,071,514	3,392,989,912	911,429,697	7,440,491,123	10,428,155	8,886,526
商品价格挂钩工具:	Commodity contracts:						
掉期合约	Swaps	-	42,358,721	-	42,358,721	66,715	74,128
期权合约	Options	-	10,311,743	6,431,501	16,743,244	1,309,345	1,309,345
小计	Sub-total	-	52,670,464	6,431,501	59,101,965	1,376,060	1,383,473
股票价格挂钩工具:	Equity Contracts:						
掉期合约	Swaps	-	31,697,020	37,954,190	69,651,210	1,561,802	1,704,586
期权合约	Options	690,229,726	1,162,971,491	199,230,190	2,052,431,407	5,011,707	5,183,436
小计	Sub-total	690,229,726	1,194,668,511	237,184,380	2,122,082,617	6,573,509	6,888,022
合计	Total	10,625,769,353	9,591,240,332	1,195,741,178	21,412,750,863	171,499,753	53,811,733

6. 应收利息

6 Interest receivable

		31-12-2011	31-12-2010
债券投资应收利息	Interest receivable on bond	102,142,865	59,776,927
贷款应收利息	Interest receivable on loan	71,740,651	34,667,845
买入返售债券应收利息	Interest receivable on reverse repurchase bond	5,028,775	5,766,397
同业应收利息及其他	Interest receivable from banks and others	87,309,395	18,057,642
合计	Total	266,221,686	118,268,811

7. 发放贷款和垫款

7 Loans and advances to customers

7.1 按个人和企业分布

7.1 Distribution of loans and advances by individual and corporate is as follows:

		31-12-2011	31-12-2010
个人贷款和垫款:	Individual loans and advances:		
住房按揭	Mortgages	2,873,009,453	1,538,487,198
其它	Others	13,342,782	25,570,849
小计	Sub-total	2,886,352,235	1,564,058,047
企业贷款和垫款:	Corporate loans and advances:		
贷款	Loans	10,385,528,605	8,223,502,930
押汇	Trust receipts	54,272,133	19,420,224
贴现	Discounted bills	148,183,965	4,993,556
其他	Others	223,039,179	6,749,235
小计	Sub-total	10,811,023,882	8,254,665,945
贷款和垫款总额	Total	13,697,376,117	9,818,723,992
减: 贷款损失准备	Less: Loan impairment provisions	(274,555,618)	(285,625,164)
贷款和垫款账面价值	Net value of Loans and advances to customers	13,422,820,499	9,533,098,828

7.2 按行业分布

7.2 Distribution of loans and advances to customers by industry is as follows:

		31 - 12 - 2011	
		账面余额	比例(%)
		Amount	Rate(%)
农林牧渔业	Agriculture, forestry, farming and fishing	407,113,962	3%
制造业	Manufacturing	4,604,592,343	34%
电力, 燃气及水的生产和供应业	Electricity, gas and water supply	219,913,759	2%
建筑业	Construction	128,098,142	1%
交通运输, 仓储和邮政业	Transportation, storage and post	47,727,469	-
信息传输, 计算机服务和软件业	Telecommunication, computer service and software	150,000,000	1%
批发和零售业	Wholesale and retail	1,498,541,325	11%
住宿和餐饮业	Accommodation and catering	182,511,646	1%
房地产业	Real estates	3,298,134,233	24%
租赁和商务服务业	Leasing and commercial services	162,687,908	1%
科学研究, 技术服务和地质勘察业	Scientific research, technical services and geologic perambulation	14,700,000	-
水利, 环境和公共设施管理业	Water conservancy, environment and public facilities administration	-	-
居民服务和其他服务业	Residents services and other services	95,041,625	1%
卫生, 社会保障和社会福利业	Health, social security and social welfare	1,961,470	-
个人消费信贷	Consumer credit	2,886,352,235	21%
贷款和垫款总额	Total amount of loans and advances	13,697,376,117	100%
减: 贷款损失准备	Less: Loan impairment provisions	(274,555,618)	
贷款和垫款账面价值	Net value of loans and advances	13,422,820,499	

		31 - 12 - 2010	
		账面余额	比例(%)
		Amount	Rate(%)
农林牧渔业	Agriculture, forestry, farming and fishing	84,974,927	1%
制造业	Manufacturing	3,818,609,002	39%
电力, 燃气及水的生产和供应业	Electricity, gas and water supply	207,965,845	2%
建筑业	Construction	173,053,286	2%
交通运输, 仓储和邮政业	Transportation, storage and post	67,375,286	1%
信息传输, 计算机服务和软件业	Telecommunication, computer service and software	150,000,000	2%
批发和零售业	Wholesale and retail	883,959,423	9%
住宿和餐饮业	Accommodation and catering	240,360,767	2%
房地产业	Real estates	2,399,862,939	24%
租赁和商务服务业	Leasing and commercial services	127,209,073	1%
科学研究, 技术服务和地质勘察业	Scientific research, technical services and geologic perambulation	12,000,000	-
水利, 环境和公共设施管理业	Water conservancy, environment and public facilities administration	22,790,000	-
居民服务和其他服务业	Residents services and other services	64,443,750	1%
卫生, 社会保障和社会福利业	Health, social security and social welfare	2,061,647	-
个人消费信贷	Consumer credit	1,564,058,047	16%
贷款和垫款总额	Total amount of loans and advances	9,818,723,992	100%
减: 贷款损失准备	Less: Loan impairment provisions	(285,625,164)	
贷款和垫款账面价值	Net value of loans and advances	9,533,098,828	

7.3 按地区分布

7.3 Distribution of loans and advances to customers by geographical region is as follows:

		31-12-2011	31-12-2010
东北	North-East	418,416,229	216,583,473
华东	East	7,095,427,606	4,668,984,279
华北	North	3,014,549,002	2,091,531,489
华中	Central	128,787,017	221,415,095
华南	South	1,911,756,967	1,528,694,662
西南	South-west	1,093,593,995	1,080,745,352
境外地区	Overseas	34,845,301	10,769,642
贷款和垫款总额	Total amount of loans and advances	13,697,376,117	9,818,723,992
减: 贷款损失准备	Less: Loan impairment provisions	(274,555,618)	(285,625,164)
贷款和垫款账面价值	Net value of loans and advances	13,422,820,499	9,533,098,828

7.4 按担保方式分布

7.4 Analysed by type of collateral or guarantee:

		31-12-2011	31-12-2010
信用贷款	Unsecured loans	1,317,959,621	1,312,875,619
保证贷款	Guaranteed loans	3,621,218,995	2,039,457,442
附担保物贷款	Loans with collateral	8,758,197,501	6,466,390,931
其中: 抵押贷款	Secured by mortgages	7,187,983,034	5,083,070,700
质押贷款	Secured by pledges	1,570,214,467	1,383,320,231
贷款和垫款总额	Total amount of loans and advances	13,697,376,117	9,818,723,992
减: 贷款损失准备	Less: Loan impairment provisions	(274,555,618)	(285,625,164)
贷款和垫款账面价值	Net value of loans and advances	13,422,820,499	9,533,098,828

7.5 逾期贷款

7.5 Overdue Loan

		31-12-2011				
		逾期1天至90天	逾期91天至1年(含1年)	逾期1年至3年(含3年)	逾期3年以上	合计
		Overdue 1day to 90 days	Overdue 91 days to 1 year (included)	Overdue 1 year to 3 years (included)	Overdue 3 years above	Total
保证贷款	Guaranteed loans	3,350,000	10,280,000	-	-	13,630,000
附担保物贷款	Loan with collaterals	100,225,931	-	60,265,399	12,601,800	173,093,130
其中:	Of which:					
抵押贷款	Secured by mortgages	100,225,931	-	60,265,399	12,601,800	173,093,130
质押贷款	Secured by pledges	-	-	-	-	-
合计	Total	103,575,931	10,280,000	60,265,399	12,601,800	186,723,130

		31-12-2011				
		逾期1天至90天	逾期91天至1年(含1年)	逾期1年至3年(含3年)	逾期3年以上	合计
		Overdue 1day to 90 days	Overdue 91 days to 1 year (included)	Overdue 1 year to 3 years (included)	Overdue 3 years above	Total
保证贷款	Guaranteed loans	16,700,000	-	9,200,362	-	25,900,362
附担保物贷款	Loan with collaterals	9,781,352	10,000,000	253,577,129	-	273,358,481
其中:	Of which:					
抵押贷款	Secured by mortgages	31,352	10,000,000	253,577,129	-	263,608,481
质押贷款	Secured by pledges	9,750,000	-	-	-	9,750,000
合计	Total	26,481,352	10,000,000	262,777,491	-	299,258,843

逾期贷款是指本金或利息逾期1天或以上的贷款。

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

7.6 贷款损失准备 (附注五、14)

7.6 Loan impairment provisions (Note5.14)

		2011年度		
		2011		
		单项	组合	合计
		Individual	Collective	Total
年初余额	Opening balance	137,646,841	147,978,323	285,625,164
本年计提	Charge for the year	(38,729,877)	43,129,485	4,399,608
本年核销	Write-off for the year	(8,563,310)	-	(8,563,310)
本年转回	Write back for the year	-	-	-
汇率差异	Exchange rate difference	(3,619,076)	(3,286,768)	(6,905,844)
年末余额	Closing balance	86,734,578	187,821,040	274,555,618

		2010年度		
		2010		
		单项	组合	合计
		Individual	Collective	Total
年初余额	Opening balance	186,691,076	118,776,973	305,468,049
本年计提	Charge for the year	8,821,841	30,573,979	39,395,820
本年核销	Write-off for the year	(52,306,560)	-	(52,306,560)
本年转回	Write back for the year	5,788	-	5,788
汇率差异	Exchange rate difference	(5,565,304)	(1,372,629)	(6,937,933)
年末余额	Closing balance	137,646,841	147,978,323	285,625,164

8. 可供出售金融资产

8. Available-for-sale financial assets

		31-12-2011	31-12-2010
债券投资：	Bond investments:		
中央银行票据及国债	Central bank bills and government bonds	3,084,391,490	2,355,936,970
银行同业债券	Bonds issued by banks	636,803,012	490,930,493
企业债券	Corporate bonds	1,441,597,960	447,736,300
政策性银行债券	Bonds issued by policy banks	1,151,087,151	345,451,040
合计	Total	6,313,879,613	3,640,054,803

9. 买入返售金融资产

9. Reverse repurchase financial assets

		31-12-2011	31-12-2010
按交易对手分类:	Classified by counter-party:		
银行同业	Other banks	476,400,000	1,592,450,000
按质押品分类如下:	Classified by pledge		
债券	Bonds	476,400,000	1,592,450,000

10. 固定资产

10. Fixed assets

		房屋及 建筑物	运输设备	办公及 电脑设备	合计
		Properties and buildings	Motor vehicles	Office equipment and computers	Total
2011年度	2011				
原价:	Cost or valuation:				
2011年1月1日	At 1 January 2011	4,798,060	3,818,420	45,551,813	54,168,293
本年增加	Additions	-	400,453	18,605,288	19,005,741
本年在建工程转入 (附注五、13.2)	Transfer from construction in progress (Note 5. 13.2)	-	-	2,935,589	2,935,589
本年处置	Disposals	-	(2,117,329)	(3,294,986)	(5,412,315)
2011年12月31日	At 31 December 2011	4,798,060	2,101,544	63,797,704	70,697,308
累计折旧:	Accumulated depreciation:				
2011年1月1日	At 1 January 2011	1,364,212	2,870,232	16,111,506	20,345,950
本年计提	Additions	80,101	292,121	8,861,741	9,233,963
本年处置	Disposals	-	(2,117,329)	(2,463,320)	(4,580,649)
2011年12月31日	At 31 December 2011	1,444,313	1,045,024	22,509,927	24,999,264
固定资产净值:	Net book value:				
2011年12月31日	At 31 December 2011	3,353,747	1,056,520	41,287,777	45,698,044
固定资产减值准备: (附注五、14)	Impairment provision: (Note 5.14)				
2011年1月1日	At 1 January 2011	692,573	-	-	692,573
本年转销	Disposals	-	-	-	-
2011年12月31日	At 31 December 2011	692,573	-	-	692,573
固定资产净额:	Net carrying amount:				
2011年12月31日	At 31 December 2011	2,661,174	1,056,520	41,287,777	45,005,471

2010年度	2010	房屋及 建筑物 Properties and buildings	运输设备 Motor vehicles	办公及 电脑设备 Office equipment and computers	合计 Total
原价:	Cost or valuation:				
2010年1月1日	At 1 January 2010	4,798,060	4,937,719	26,533,037	36,268,816
本年增加	Additions	-	338,000	17,528,754	17,866,754
本年在建工程转入: (附注五、13.2)	Transfer from construction in progress: (Note 5. 13.2)	-	-	2,093,125	2,093,125
本年处置	Disposals	-	(1,457,299)	(603,103)	(2,060,402)
2010年12月31日	At 31 December 2010	4,798,060	3,818,420	45,551,813	54,168,293
累计折旧:	Accumulated depreciation:				
2010年1月1日	At 1 January 2010	1,284,110	4,108,214	12,053,299	17,445,623
本年计提	Additions	80,102	219,317	4,648,893	4,948,312
本年处置	Disposals	-	(1,457,299)	(590,686)	(2,047,985)
2010年12月31日	At 31 December 2010	1,364,212	2,870,232	16,111,506	20,345,950
固定资产净值:	Net book value:				
2010年12月31日	At 31 December 2010	3,433,848	948,188	29,440,307	33,822,343
固定资产减值准备:(附注五、14)	Impairment provision: (Note 5.14)				
2010年1月1日	At 1 January 2010	692,573	-	-	692,573
本年转销	Disposals	-	-	-	-
2010年12月31日	At 31 December 2010	692,573	-	-	692,573
固定资产净额:	Net carrying amount:				
2010年12月31日	At 31 December 2010	2,741,275	948,188	29,440,307	33,129,770

于2011年12月31日，已提足折旧仍继续使用的固定资产具体信息如下：

As at 31 December 2011, details of fixed assets which were fully depreciated but still in use are as follows:

		房屋及 建筑物 Properties and buildings	运输设备 Motor vehicles	办公及 电脑设备 Office equipment and computers	合计 Total
账面原值	Original cost	-	407,403	4,973,598	5,381,001

11. 无形资产

11. Intangible assets

		2011年度	2010年度
		2011	2010
软件设备	Software		
原价:	Cost or valuation:		
年初余额	Opening balance	44,519,470	32,330,480
本年购置	Additions	715,517	4,541,223
在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	17,764,373	7,647,767
年末余额	Closing balance	62,999,360	44,519,470
累计摊销:	Accumulated amortisation:		
年初账面余额	Opening balance	8,501,464	4,311,028
本年计提	Additions	4,981,790	4,190,436
年末余额	Closing balance	13,483,254	8,501,464
无形资产净值及净额:	Net carrying amount:		
年末余额	Closing balance	49,516,106	36,018,006

12. 递延所得税资产/(负债)

12. Deferred tax assets/(liabilities)

2011年度		2011			
		年初余额	本年计入损益	本年直接计入所有者权益	年末余额
			Credited/ (charged)	Credited/ (Charged)	
递延所得税资产/(负债)	Deferred tax assets/(liabilities)	Opening balance	to profit and loss	to equity	Closing balance
贷款损失准备	Loan impairment provision	53,948,373	(28,824,024)	-	25,124,349
固定资产减值准备	Fixed asset impairment provision	173,143	-	-	173,143
固定资产折旧	Depreciation of the fixed asset	195,279	(48,143)	-	147,136
以公允价值计量且其变动计入当期损益的金融资产未实现收益	Unrealised profit or loss on the financial assets at fair value through profit or loss	-	(1,321,351)	-	(1,321,351)
可供出售金融资产未实现损益	Unrealised profit or loss on the available-for-sale financial assets	4,942,209	-	(5,032,866)	(90,657)
衍生金融工具公允价值变动	Changes in fair value of derivatives	(29,422,005)	47,284,499	-	17,862,494
期权重估增值	Revaluation of option	(2,001,961)	385,012	-	(1,616,949)
非应计利息	Non-accrued interest	7,488,638	(4,494,706)	-	2,993,932
经营租赁	Operating lease	198,296	20,692	-	218,988
预提职工工资及奖金	Payroll payable	5,565,965	3,932,993	-	9,498,958
合计	Total	41,087,937	16,934,972	(5,032,866)	52,990,043

2010年度

2010

		年初余额	本年计入损益	本年直接计入 所有者权益	年末余额
		Opening balance	Credited/ (charged) to profit and loss	Credited/ (Charged) to equity	Closing balance
递延所得税资产/(负债)	Deferred tax assets/(liabilities)				
贷款损失准备	Loan impairment provision	44,666,516	9,281,857	-	53,948,373
固定资产减值准备	Fixed asset impairment provision	173,143	-	-	173,143
固定资产折旧	Depreciation of the fixed asset	4,254	(4,254)	-	-
办公费	Pre-operating expense	232,958	(37,679)	-	195,279
可供出售金融资产未实现损益	Unrealised profit or loss on the available-for-sale financial assets	2,257,115	-	2,685,094	4,942,209
衍生金融工具公允价值变动	Changes in fair value of derivatives	462,449	(29,884,454)	-	(29,422,005)
期权重估增值	Revaluation of option	(1,755,883)	(246,078)	-	(2,001,961)
非应计利息	Non-accrued interest	7,624,209	(135,571)	-	7,488,638
经营租赁	Operating lease	177,604	20,692	-	198,296
预提职工工资及奖金	Payroll payable	4,065,674	1,500,291	-	5,565,965
合计	Total	57,908,039	(19,505,196)	2,685,094	41,087,937

13. 其他资产

13. Other assets

		附注	31-12-2011	31-12-2010
		Notes		
长期待摊费用	Long-term deferred expenses	13.1	43,764,149	25,788,615
在建工程	Construction in process	13.2	20,563,350	5,235,145
其他应收款	Other receivables	13.3	33,601,276	33,803,552
合计	Total		97,928,775	64,827,312

13.1 长期待摊费用

13.1 Long-term deferred expenses

		会员费	租入固定资产改良支出	租赁费	合计
		Membership fee	Leasehold improvement	Rental fee	Total
2011年度	2011				
年初余额	Opening balance	174,477	21,724,088	3,890,050	25,788,615
本年增加	Additions	-	6,908,892	-	6,908,892
本年在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	-	22,773,593	-	22,773,593
本年处置	Disposals	-	(5,083,433)	-	(5,083,433)
本年摊销	Amortisation	(19,031)	(6,405,846)	(198,641)	(6,623,518)
年末余额	Closing balance	155,446	39,917,294	3,691,409	43,764,149

		会员费	租入固定资产改良支出	租赁费	合计
		Membership fee	Leasehold improvement	Rental fee	Total
2010年度	2010				
年初余额	Opening balance	-	13,361,060	4,088,690	17,449,750
本年增加	Additions	192,248	2,988,568	-	3,180,816
本年在建工程转入(附注五、13.2)	Transfer from construction in progress (Note 5.13.2)	-	9,778,284	-	9,778,284
本年处置	Disposals	-	(164,370)	-	(164,370)
本年摊销	Amortisation	(17,771)	(4,239,454)	(198,640)	(4,455,865)
年末余额	Closing balance	174,477	21,724,088	3,890,050	25,788,615

13.2 在建工程

13.2 Construction in progress

		2011年度 2011	2010年度 2010
年初余额	Opening balance	5,235,145	1,364,471
本年增加	Additions	58,801,760	23,674,192
转入固定资产(附注五、10)	Transfer to fixed assets (Note5, 10)	(2,935,589)	(2,093,125)
转入无形资产(附注五、11)	Transfer to intangible assets(Note 5, 11)	(17,764,373)	(7,647,767)
转入长期待摊费用(附注五、13.1)	Transfer to long-term deferred expenses(Note5, 13.1)	(22,773,593)	(9,778,284)
其他减少	Other decrease	-	(284,342)
年末净值	Net closing balance	20,563,350	5,235,145

13.3 其他应收款

13.3 Other receivables

账龄	Ageing	31-12-2011	31-12-2010
1年以内	Within 1 year	18,230,493	27,161,044
1-2年	1-2 years	12,123,138	2,755,744
2-3年	2-3 years	2,541,245	2,405,910
3年以上	More than 3 years	706,400	1,480,854
合计	Total	33,601,276	33,803,552

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

The management of the Bank has assessed the recovery of other receivables on a regular basis and made the judgement that there is no need to provide bad debts provision for the balance as at 31 December 2011.

14. 资产减值准备

14. Provision for impairment losses

		年初余额	本年计提额	转销	汇率差异	年末余额
2011年度	2011	Opening balance	Accrual	Write off	Exchange rate difference	Closing balance
存放同业减值准备 (附注五、2)	Impairment provisions for due from banks (Note 5,2)	-	979,602	-	-	979,602
贷款损失准备 (附注五、7.6)	Provision for loans (Note 5, 7.6)	285,625,164	4,399,608	(8,563,310)	(6,905,844)	274,555,618
固定资产减值准备 (附注五、10)	Provision for fixed assets (Note 5, 10)	692,573	-	-	-	692,573
合计	Total	286,317,737	5,379,210	(8,563,310)	(6,905,844)	276,227,793

		年初余额	本年计提额	转销	汇率差异	年末余额
2010年度	2010	Opening balance	Accrual	Write off	Exchange rate difference	Closing balance
贷款损失准备 (附注五、7.6)	Provision for loans (Note 5, 7.6)	305,468,049	39,395,820	(52,300,772)	(6,937,933)	285,625,164
固定资产减值准备 (附注五、10)	Provision for fixed assets (Note 5, 10)	692,573	-	-	-	692,573
合计	Total	306,160,622	39,395,820	(52,300,772)	(6,937,933)	286,317,737

15. 同业及其他金融机构存放款项

15. Due to banks and other financial institutions

		31-12-2011	31-12-2010
境内银行同业及其他金融机构存放	Due to domestic banks and other financial institutions	2,097,679	2,086,350
境外银行同业存放	Due to foreign banks	3,218,576,949	293,766,369
合计	Total	3,220,674,628	295,852,719

16. 拆入及借入资金**16. Placements from banks and other financial institutions**

		31-12-2011	31-12-2010
境内银行同业拆入及借入	Placements from domestic banks	592,284,600	165,567,500
境外银行同业拆入及借入	Placements from foreign banks	6,074,485,893	4,945,771,351
合计	Total	6,666,770,493	5,111,338,851

17. 吸收存款**17. Customer deposits**

		31-12-2011	31-12-2010
活期存款	Current deposits:		
公司客户	Corporation	2,609,138,426	2,717,822,243
个人客户	Individual	209,295,866	179,344,123
小计	Sub-total	2,818,434,292	2,897,166,366
定期存款	Time deposits:		
公司客户	Corporation	15,306,003,006	9,434,407,546
个人客户	Individual	2,981,469,696	1,360,787,488
小计	Sub-total	18,287,472,702	10,795,195,034
合计	Total	21,105,906,994	13,692,361,400

吸收存款中包含的理财产品的余额为人民币4,453,733,901元（31-12-2010：人民币5,433,116,394元），在上述理财产品中，嵌入了衍生金融工具，主要为期权、股票价格挂钩掉期及商品价格挂钩掉期等。其中名义价值为人民币3,197,004,503元（31-12-2010：人民币1,083,268,907元）的嵌入式衍生金融工具被认定为与主合同没有密切联系，因此，本公司将其与存款分拆。其公允价值已计入衍生金融工具余额中。

Customer deposits include wealth management products amounting to RMB4,453,733,901 (RMB5,433,116,394 as at 31 December 2010). These structured deposits are embedded with derivatives which are mainly options, equity swap and commodity swap. Among which there are RMB3,197,004,503 (RMB1,083,268,907 as at 31 December 2010) book value derivatives which are considered not closely related to the host contract. Consequently, the Bank separates them from deposits and the fair value is recorded in derivatives.

18. 应付职工薪酬

18. Payroll payables

		31-12-2011	31-12-2010
工资、奖金、津贴和补贴	Salary, bonus, subsidy and allowance	35,079,345	20,216,200
社会保险费及住房公积金	Social insurance and Housing Fund	2,555,828	2,026,722
工会经费和职工教育经费	Labour union expenditure and staff education	360,660	20,937
合计	Total	37,995,833	22,263,859

19. 应交税费

19. Tax payable

		31-12-2011	31-12-2010
营业税及附加	Business tax and surcharges	16,617,671	6,394,247
企业所得税	Corporate income tax charge/(credit)	12,963,909	(20,414,941)
其他	Others	23,317,602	20,079,728
合计	Total	52,899,182	6,059,034

本公司本年度主要税项及其税率列示如下：

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

营业税	- 应税收入的5%计缴营业税。	Business tax	- The Bank is subjected to a business tax rate of 5%.
企业所得税	- 根据2008年1月1日起的施行的《企业所得税法》，企业所得税自2008年起按应纳税所得额的25%计缴，本公司人民币及外币业务所得税率均为25%。	Corporate income tax	- In accordance with the PRC Enterprise Income Taxation Law, which has been implemented since 1st January 2008, both domestic and foreign enterprises are subjected to a corporate tax rate of 25%. The corporate income tax rate adopted by the Bank for its RMB and foreign currency business has been amended to 25% since 1 st January 2008.
代扣缴个人所得税	- 本公司支付给雇员的薪金，由本公司按税法代扣缴个人所得税。	Withholding Individual Income tax	- In accordance with the relevant tax laws in the PRC, the Bank is required to withhold individual income tax on salaries paid to its employees.

20. 应付利息**20. Interest payables**

		31-12-2011	31-12-2010
存款应付利息	Interest payable arising from customer deposits	180,316,706	91,557,392
同业应付利息及其他	Interest payable to banks and others	65,805,599	1,140,685
合计	Total	246,122,305	92,698,077

21. 其他负债**21. Other liabilities**

		31-12-2011	31-12-2010
待结算及清算款项	Settlement and clearing	3,142,520	7,906,529
应付IT系统服务费	IT system service fee	3,000,000	10,977,731
其他	Others	35,309,287	20,659,317
合计	Total	41,451,807	39,543,577

22. 实收资本**22. Paid-up capital**

		2011年及2010年 2011 and 2010	
		等值人民币	%
		RMB equivalent	%
大华银行有限公司	Share Capital	3,000,000,000	100

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

The paid-up capital was verified by the Certified Public Accountants with capital verification. RMB equivalent amounting 1,198,580,917.65 was injected by United Overseas Bank Ltd., in cash, and the others was transferred from operating capital of former branches in Mainland China.

23. 资本公积

23. Capital reserves

		31-12-2011	31-12-2010
可供出售金融资产公允价值变动	Fair value changes of available-for-sale financial assets	362,631	(19,768,832)
所得税影响	Income tax impact recognised directly in equity	(90,657)	4,942,209
		271,974	(14,826,623)

24. 盈余公积

24. Surplus reserves

		年初余额	本年增加	本年减少	年末余额
		Opening balance	Increase	Decrease	Closing balance
法定盈余公积	Statutory surplus reserve	17,216,958	9,450,938	-	26,667,896

根据公司法和本公司章程的规定，并经2012年3月22日董事会决议，本公司按净利润的10%提取法定盈余公积金。法定盈余公积累计额为本公司注册资本50%以上的，可不再提取。

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

According to the Company Law of the People's Republic of China and the Bank's Articles of Association, accompanied with resolution passed by the board of directors on 22 March 2012, the Bank has appropriated 10% of its profit to the statutory surplus reserve. The Bank should appropriate until the reserve balance reaches 50% of its registered capital or above.

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

25. 一般风险准备

本公司依照财会[2005]49号文《金融业呆账准备提取管理办法》的规定，从税后利润中按原则上不低于风险资产期末余额的1%比例计提一般风险准备，作为利润分配处理。本公司根据2012年3月22日的董事会决议，提取一般风险准备计人民币102,071,272元。于2011年12月31日，本公司的一般风险准备余额为人民币304,607,460元，已达到本公司风险资产年末余额的1%。

25. General reserves

According to the regulation CaiKuai [2005] No. 49 "Circular on Impairment Loss on Loans" issued by the Ministry of Finance, the Bank is required to set aside a general reserves of at least 1% of its total risk assets at year end from net profit and the general reserve shall form part of the Shareholders' equity. With the approval of the Board of Directors on 22 March 2012, general reserves amounting to RMB 102,071,272 is set aside in 2011, and as at 31 December 2011, total general reserves is RMB 304,607,460, which reaches 1% of the Bank's total risk assets as at 31 December 2011.

		年初余额	本年增加	本年减少	年末余额
		Opening balance	Increase	Decrease	Closing balance
一般风险准备	General reserves	202,536,188	102,071,272	-	304,607,460

26. 未分配利润

26. Retained Earnings

		2011年度	2010年度
		2011	2010
年初未分配利润	Retained earnings brought forward	243,171,203	229,909,802
净利润	Net profit for the year	94,509,383	92,993,315
减：提取法定盈余公积	Less:Appropriation to statutory surplus reserves	9,450,938	9,299,332
减：提取一般风险准备	Less:Appropriation to general reserves	102,071,272	70,432,582
年末未分配利润	Closing balance of retained earnings	226,158,376	243,171,203

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

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

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

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

27. 利息净收入

27. Net interest income

		2011年度	2010年度
		2011	2010
利息收入：	Interest income:		
存放同业	Due from banks	186,925,710	55,997,393
存放中央银行	Due from central banks	49,049,531	19,810,756
发放贷款和垫款	Loans and advances to customers	619,845,432	394,168,562
买入返售债券	Reverse repurchase bonds	53,305,359	11,196,221
拆出资金及其他	Placement with banks and other financial institutions and others	137,424,382	41,252,071
小计	Sub-total	1,046,550,414	522,425,003
利息支出：	Interest expense:		
同业及其他金融机构存放	Due to banks and other financial institutions	30,965,249	377,865
吸收存款	Customer deposits	427,001,219	179,383,156
拆入资金及其他	Placement from banks and other financial institutions and others	127,025,056	36,667,684
小计	Sub-total	584,991,524	216,428,705
利息净收入	Net interest income	461,558,890	305,996,298

28. 手续费及佣金净收入

28. Net fees and commission income

		2011年度	2010年度
		2011	2010
手续费及佣金收入:	Fees and commission income:		
结算与清算手续费	Settlement and clearing fees	13,422,305	8,509,170
代理业务手续费	Agency brokerage fees	2,945,638	5,376,875
信用承诺手续费佣金	Credit commitment fees	4,162,699	2,040,455
与授信有关收入	Credit related income	20,873,816	8,043,268
其他	Others	1,698,440	2,276,603
小计	Sub-total	43,102,898	26,246,371
手续费及佣金支出:	Fees and commission expense:		
手续费支出	Fee expenses	8,924,447	3,229,718
小计	Sub-total	8,924,447	3,229,718
手续费及佣金净收入:	Net fees and commission income:	34,178,451	23,016,653

29. 投资收益

29. Investment income

		2011年度	2010年度
		2011	2010
为交易而持有的债券投资净损益	Gain/(Loss) on disposal of held for trading bond investments	3,627,852	(123,862)
可供出售债券投资出售净损益	Gain/(Loss) on disposal of available-for-sale bond investment	80,808	(59,880)
债券投资利息收入	Bond Interest income	201,071,418	36,893,477
合计	Total	204,780,078	36,709,735

30. 公允价值变动净(损失)/收益

30. (Losses)/gains from changes in fair values

		2011年度	2010年度
		2011	2010
为交易目的而持有的金融资产	Held for trading financial assets	5,285,405	-
衍生金融工具	Derivative financial instruments	(190,678,041)	120,522,128
其他	Others	(1,191,130)	(3,985,317)
合计	Total	(186,583,766)	116,536,811

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

		2011年度	2010年度
		2011	2010
职工费用:	Staff costs:		
工资及奖金	Salaries and bonuses	227,086,839	151,042,400
定额福利供款计划	Defined contribution schemes	30,082,323	20,010,603
其他职工费用	Other employee benefits	16,699,078	6,380,128
小计	Sub-total	273,868,240	177,433,131
折旧费	Depreciation	9,233,963	4,948,312
资产摊销费	Amortisation	11,605,308	8,646,301
业务费用	Other operating expenses	155,899,875	106,526,122
合计	Total	450,607,386	297,553,866

32. 资产减值损失**32. Impairment losses**

		2011年度	2010年度
		2011	2010
存放同业减值损失	Impairment losses for due from banks	979,602	-
贷款减值损失	Impairment losses for loans	4,399,608	39,395,820
合计	Total	5,379,210	39,395,820

33. 营业外收入**33. Non-operating income**

		2011年度	2010年度
		2011	2010
固定资产处置利得	Gain from the disposal of fixed assets	149,971	395,307
外资法人银行开办补贴(注2)	Subsidy for opening foreign-funded bank (Note 2)	-	6,000,000
其他	Others	700,393	2,293,551
合计	Total	850,364	8,688,858

注2：根据上海市财政局《关于支持外资法人银行在本市发展的若干政策补充意见》的规定，本公司获得一次性开办补贴，该补贴按比例分年获取。

Note 2: According to the policy "supplementary to the policy of supporting the development of foreign-funded banks in Shanghai" issued by Shanghai Financial Bureau, the Bank received a one-off start-up subsidy, which was obtained in proportion on yearly basis.

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

		2011年度	2010年度
		2011	2010
固定资产处置损失	Loss on the disposal of fixed assets	5,854,755	-
财政补贴退回	Fiscal subsidy refund	2,190,000	-
其他	Others	459,726	507,540
合计	Total	8,504,481	507,540

35. 所得税费用**35. Income tax expenses**

		2011年度	2010年度
		2011	2010
当期所得税	Income tax expenses for the current year/period	47,519,619	13,373,479
对以前期间当期税项的调整	Adjustment in respect of prior periods	(1,888,886)	98,815
递延所得税	Deferred income tax expenses	(16,934,972)	19,505,196
合计	Total	28,695,761	32,977,490

所得税费用与利润总额的关系列示如下：

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

		2011年度	2010年度
		2011	2010
税前利润	Profit before tax	123,205,144	125,970,805
按法定税率25%计算的税项	Tax charge on a tax rate at 25%	30,801,286	31,492,701
对以前期间当期税项的调整	Adjustment in respect of prior periods	(1,888,886)	98,815
免税的国债利息收入	Interest income of government bonds	(1,154,073)	(13,525)
不可抵扣的税项费用	Non-deductible items	937,434	1,399,499
所得税费用	Income tax expenses	28,695,761	32,977,490

36. 现金及现金等价物**36. Cash and cash equivalent**

		31-12-2011	31-12-2010
现金	Cash	8,256,622	6,179,239
现金等价物:	Cash equivalent:		
原期限在三个月以内的	With original maturity less than three months		
-存放同业款项	-Due from banks	1,484,913,455	1,091,702,493
-拆出资金	-Placements with banks and other financial institutions	857,009,640	2,596,762,515
-买入返售金融资产	Reverse repurchase financial assets	300,000,000	1,022,450,000
存放中央银行其他款项	Other Deposits with central banks-General deposit reserve	701,546,016	361,575,047
债券投资(从购买日起三个月内到期)	Bond investment with original maturity less than three months	-	149,682,450
小计	Sub-total	3,343,469,111	5,222,172,505
合计	Total	3,351,725,733	5,228,351,744

37. 其他综合收益**37. Other comprehensive income**

		2011年度	2010年度
		2011	2010
可供出售金融资产公允价值变动	Net change in the fair value of available-for-sale financial assets	20,131,463	(10,740,374)
所得税影响	Income tax impact recognised directly in equity	(5,032,866)	2,685,094
合计	Total	15,098,597	(8,055,280)

六、分部报告

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

(6) Segment Information

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

		2011年12月31日 31-12-2011		
		人民币业务	外币业务	合计
		RMB Business	Foreign Currency Business	Total
资产	ASSETS			
现金及存放中央银行款项	Cash and balances with central banks	4,426,637,114	58,468,964	4,485,106,078
存放同业款项	Due from banks	4,133,525,060	1,201,471,792	5,334,996,852
拆出资金	Placements with financial institutions	2,937,644,384	515,810,275	3,453,454,659
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	1,002,657,140	-	1,002,657,140
衍生金融资产	Derivative financial assets	140,700,552	127,691,292	268,391,844
应收利息	Interest receivables	244,703,586	21,518,100	266,221,686
发放贷款和垫款	Loans and advances to customers	9,092,983,288	4,329,837,211	13,422,820,499
可供出售金融资产	Available-for-sale financial assets	6,125,002,890	188,876,723	6,313,879,613
买入返售金融资产	Reverse repurchase financial assets	476,400,000	-	476,400,000
固定资产	Fixed assets	14,000	44,991,471	45,005,471
无形资产	Intangible assets	-	49,516,106	49,516,106
递延所得税资产	Deferred tax assets	10,601,068	42,388,975	52,990,043
其他	Other assets	(3,184,862,492)	3,282,791,267	97,928,775
资产总计	TOTAL ASSETS	25,406,006,590	9,863,362,176	35,269,368,766

2011年12月31日
31 - 12 - 2011

		人民币业务	外币业务	合计
		RMB Business	Foreign Currency Business	Total
负债	LIABILITIES			
同业及其他金融机构存放款项	Due to banks and other financial institutions	3,169,359,009	51,315,619	3,220,674,628
拆入资金	Placements from banks and other financial institutions	-	6,666,770,493	6,666,770,493
衍生金融负债	Derivative financial liabilities	140,436,018	199,405,800	339,841,818
吸收存款	Customer deposits	19,623,829,910	1,482,077,084	21,105,906,994
应付职工薪酬	Payroll payables	-	37,995,833	37,995,833
应交税费	Tax payables	12,993,825	39,905,357	52,899,182
应付利息	Interest payables	237,099,476	9,022,829	246,122,305
其他负债	Other liabilities	1,320,599	40,131,208	41,451,807
负债总计	TOTAL LIABILITIES	23,185,038,837	8,526,624,223	31,711,663,060
所有者权益	EQUITY			
实收资本	Paid-up capital	1,942,051,270	1,057,948,730	3,000,000,000
资本公积	Capital reserves	384,681	(112,707)	271,974
盈余公积	Surplus reserves	8,374,485	18,293,411	26,667,896
一般风险准备	General reserves	240,865,053	63,742,407	304,607,460
未分配利润	Retained earnings	29,292,264	196,866,112	226,158,376
所有者权益合计	TOTAL EQUITY	2,220,967,753	1,336,737,953	3,557,705,706
负债及所有者权益合计	TOTAL LIABILITIES AND EQUITY	25,406,006,590	9,863,362,176	35,269,368,766

2010年12月31日
31-12-2010

		人民币业务	外币业务	合计
		RMB Business	Foreign Currency Business	Total
资产	ASSETS			
现金及存放中央银行款项	Cash and balances with central banks	2,353,792,771	76,697,157	2,430,489,928
存放同业款项	Due from banks	1,144,651,628	505,731,865	1,650,383,493
拆出资金	Placements with financial institutions	2,510,000,000	940,718,335	3,450,718,335
衍生金融资产	Derivative financial assets	9,241,887	162,257,866	171,499,753
应收利息	Interest receivables	103,388,998	14,879,813	118,268,811
发放贷款和垫款	Loans and advances to customers	5,531,756,631	4,001,342,197	9,533,098,828
可供出售金融资产	Available-for-sale financial assets	3,251,931,470	388,123,333	3,640,054,803
买入返售金融资产	Reverse repurchase financial assets	1,592,450,000	-	1,592,450,000
固定资产	Fixed assets	18,200	33,111,570	33,129,770
无形资产	Intangible assets	-	36,018,006	36,018,006
递延所得税资产	Deferred tax assets	11,003,672	30,084,265	41,087,937
其他	Other assets	(2,317,120,932)	2,381,948,244	64,827,312
资产总计	TOTAL ASSETS	14,191,114,325	8,570,912,651	22,762,026,976
负债	LIABILITIES			
同业及其他金融机构存放款项	Due to banks and other financial institutions	240,355,851	55,496,868	295,852,719
拆入资金	Placements from banks and other financial institutions	-	5,111,338,851	5,111,338,851
衍生金融负债	Derivative financial liabilities	7,055,168	46,756,565	53,811,733
吸收存款	Customer deposits	12,226,718,254	1,465,643,146	13,692,361,400
应付职工薪酬	Payroll payables	-	22,263,859	22,263,859
应交税费	Tax payables	2,375,459	3,683,575	6,059,034
应付利息	Interest payables	88,295,267	4,402,810	92,698,077
其他负债	Other liabilities	1,567,383	37,976,194	39,543,577
负债总计	TOTAL LIABILITIES	12,566,367,382	6,747,561,868	19,313,929,250
所有者权益	EQUITY			
实收资本	Paid-up capital	1,390,051,270	1,609,948,730	3,000,000,000
资本公积	Capital reserves	(7,910,141)	(6,916,482)	(14,826,623)
盈余公积	Surplus reserves	4,781,864	12,435,094	17,216,958
一般风险准备	General reserves	142,180,591	60,355,597	202,536,188
未分配利润	Retained earnings	95,643,359	147,527,844	243,171,203
所有者权益合计	TOTAL EQUITY	1,624,746,943	1,823,350,783	3,448,097,726
负债及所有者权益合计	TOTAL LIABILITIES AND EQUITY	14,191,114,325	8,570,912,651	22,762,026,976

		2011年度 2011		
		人民币业务	外币业务	合计
		RMB Business	Foreign Currency Business	Total
一、营业收入	1. OPERATING INCOME			
利息收入	Interest income	834,801,700	211,748,714	1,046,550,414
利息支出	Interest expenses	(522,419,713)	(62,571,811)	(584,991,524)
利息净收入	Net interest income	312,381,987	149,176,903	461,558,890
手续费及佣金收入	Fee and commission income	24,884,846	18,218,052	43,102,898
手续费及佣金支出	Fee and commission expense	(6,851,935)	(2,072,512)	(8,924,447)
手续费及佣金净收入	Net fee and commission income	18,032,911	16,145,540	34,178,451
投资收益	Investment income	201,980,122	2,799,956	204,780,078
公允价值变动净收益/(损失)	Gains/(losses) on changes in fair value	1,825,633	(188,409,399)	(186,583,766)
汇兑及汇率产品净收益	Foreign exchange gains	-	108,485,712	108,485,712
其他业务收入/(支出)	Other operating income/(expense)	(6,293,279)	18,373,926	12,080,647
营业收入合计	TOTAL OPERATING INCOME	527,927,374	106,572,638	634,500,012
二、营业支出	2. OPERATING EXPENSES			
营业税金及附加	Business tax and surcharges	(32,420,834)	(15,233,321)	(47,654,155)
业务及管理费	General and administrative expenses	(389,010,426)	(61,596,960)	(450,607,386)
资产减值损失	Impairment losses	(51,453,175)	46,073,965	(5,379,210)
营业支出合计	TOTAL OPERATING EXPENSES	(472,884,435)	(30,756,316)	(503,640,751)
三、营业利润	3. OPERATING PROFIT	55,042,939	75,816,322	130,859,261
加：营业外收入	Add: Non-operating income		850,364	850,364
减：营业外支出	Less: Non-operating expenses	(5,404,008)	(3,100,473)	(8,504,481)
四、利润总额	4. PROFIT BEFORE TAX	49,638,931	73,566,213	123,205,144
减：所得税费用	Less: Income tax expenses	(13,712,943)	(14,982,818)	(28,695,761)
五、净利润	5. NET PROFIT	35,925,988	58,583,395	94,509,383
六、其他综合收益	6. OTHER COMPREHENSIVE INCOME	8,294,821	6,803,776	15,098,597
七、综合收益总额	7. TOTAL COMPREHENSIVE INCOME	44,220,753	65,387,171	109,607,980

		2010年度 2010		
		人民币业务	外币业务	合计
		RMB Business	Foreign Currency Business	Total
一、营业收入	1. OPERATING INCOME			
利息收入	Interest income	358,755,410	163,669,593	522,425,003
利息支出	Interest expenses	(175,864,064)	(40,564,641)	(216,428,705)
利息净收入	Net interest income	182,891,346	123,104,952	305,996,298
手续费及佣金收入	Fee and commission income	13,031,558	13,214,813	26,246,371
手续费及佣金支出	Fee and commission expense	(1,385,722)	(1,843,996)	(3,229,718)
手续费及佣金净收入	Net fee and commission income	11,645,836	11,370,817	23,016,653
投资收益	Investment income	32,952,306	3,757,429	36,709,735
公允价值变动净收益	Gains from on changes in fair value	2,591,983	113,944,828	116,536,811
汇兑及汇率产品净损失	Foreign exchange loss	-	(31,244,298)	(31,244,298)
其他业务收入/(支出)	Other operating income/(expense)	(892,924)	26,651,576	25,758,652
营业收入合计	TOTAL OPERATING INCOME	229,188,547	247,585,304	476,773,851
二、营业支出	2. OPERATING EXPENSES			
营业税金及附加	Business tax and surcharges	(15,680,449)	(6,354,229)	(22,034,678)
业务及管理费	General and administrative expenses	(172,287,562)	(125,266,304)	(297,553,866)
资产减值损失	Impairment losses	(33,780,624)	(5,615,196)	(39,395,820)
营业支出合计	TOTAL OPERATING EXPENSES	(221,748,635)	(137,235,729)	(358,984,364)
三、营业利润	3. OPERATING PROFIT	7,439,912	110,349,575	117,789,487
加：营业外收入	Add: Non-operating income	2,780,403	5,908,455	8,688,858
减：营业外支出	Less: Non-operating expenses	(290,176)	(217,364)	(507,540)
四、利润总额	4. PROFIT BEFORE TAX	9,930,139	116,040,666	125,970,805
减：所得税费用	Less: Income tax expenses	(2,954,607)	(30,022,883)	(32,977,490)
五、净利润	5. NET PROFIT	6,975,532	86,017,783	92,993,315
六、其他综合收益	6. OTHER COMPREHENSIVE INCOME	(7,903,632)	(151,648)	(8,055,280)
七、综合收益总额	7. TOTAL COMPREHENSIVE INCOME	(928,100)	85,866,135	84,938,035

七、承诺及或有负债

1. 财务承诺

资本性支出承诺

本公司于2011年12月31日并无重大资本承担。

经营性租赁承诺

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

		31-12-2011	31-12-2010
一年以内(含一年)	Within 1 year	64,228,554	60,990,043
一年以上二年以内(含二年)	1 to 2 years	50,080,578	52,480,508
二年以上三年以内(含三年)	2 to 3 years	15,331,550	41,287,362
三年以上	After 3 years	12,464,656	26,180,257
合计	Total	142,105,338	180,938,170

2. 信贷承诺

		31-12-2011	31-12-2010
财务担保合同:	Financial guarantee contracts:		
银行承兑汇票	Bank acceptance	129,238,060	5,000,000
保函款项	Letter of guarantee	35,044,304	23,613,048
备用信用证	Standby letter of credit	1,304,318,025	722,912,739
开出信用证	Letters of credit issued	1,242,975,174	878,398,841
小计	Sub-total	2,711,575,563	1,629,924,628
不可撤销的贷款承诺:	Irrevocable loan commitments with original maturity of:		
原到期日在1年或以上	More than one year	40,127,869	199,153,013
合计	Total	2,751,703,432	1,829,077,641
信贷承诺的信贷风险加权金额:	Weighted credit risk of credit commitments:	147,732,140	176,291,194

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

(7) Commitments and contingent liabilities

1. Commitments

Capital commitments

The Bank has no material capital commitments as at 31 December 2011.

Operating lease commitments

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

2. Credit commitments

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

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

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

3. 受托业务

3. Entrusted Business

		31 - 12 - 2011	31 - 12 - 2010
委托资金	Entrusted deposits	101,884,362	23,000,000
委托贷款	Entrusted loans	101,884,362	23,000,000

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

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

4. 或有负债

据管理层意见，于2011年底，本公司除附注七、2 信贷承诺披露的或有负债外，并无其他或有负债。

4. Contingent liabilities

As at 31 December 2011, according to the management there was no other contingent liabilities except those that have been disclosed in Note 7, 2.

八、资本管理

(8) Capital Management

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

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

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

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

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

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

		31 - 12 - 2011	31 - 12 - 2010
核心资本净额	Core capital	3,560,817,753	3,316,534,045
附属资本	Supplementary capital	186,244,398	195,177,001
资本净额	Net capital base	3,747,062,151	3,511,711,046
加权风险资产及市场风险资本调整	Risk weighted assets and market risk adjustment	14,697,873,152	8,967,355,235
核心资本充足率	Core capital adequacy ratio	24.23%	36.98%
资本充足率	Capital adequacy ratio	25.49%	39.16%

九、风险披露

1. 信用风险

1.1 信用风险管理

信用风险是债务人或交易对手违约的风险，主要指银行的借款人或交易对手不能按事先达成的协议履行其义务的潜在可能性。本公司的信用风险主要来自于发放贷款和垫款，表外项目的信用风险主要来自于开出信用证、各项担保款项和贷款承诺。

信用风险的集中程度：当一定数量的客户在进行相同的经营活动时，或处于相同的地理位置上或其行业具有相似的经济特性使其履行合同的能力会受到同一经济变化的影响。信用风险的集中程度反映了银行业绩对某一特定行业或地理位置的敏感程度。

本公司严格的授信前审查制度、授权审批制度和贷后的跟踪和上报机制有效地降低和防范了信用风险。本公司定期对客户的经营状况进行检查，对贷款质量进行分析并提取充足的贷款损失准备金。

财务担保及贷款承诺产生的风险在实质上与贷款和垫款的风险相似。因此，该类交易的申请、贷后管理以及抵质押担保要求等需要与贷款和垫款业务相同。

1.2 不考虑任何担保物及其他信用增级措施的最大信用风险敞口于资产负债表日，不考虑任何担保物及其他信用增级措施的最大信用风险敞口详情如下：

(9) Financial Instruments Risk Management

1. Credit risk

1.1 Credit risk management

Credit risk is the risk of loss arising from a borrower's or counterparty's inability to meet its obligations as and when they fall due. The Bank's credit risk exposure mainly arises from loans and advances to customers. Credit risk of off balance sheet items mainly arises from the letters of credit/guarantees issued as well as loan commitments.

Credit risk centralisation refers to the situation whereby there is a concentration of customers in the same business activities, geographical location, or industry sector with similar economic characteristics such that their repayment ability would be affected by the same economic fluctuations. Credit risk concentration reflects the sensitivity of the Bank's performance to such customer concentration.

The Bank establishes a comprehensive set of policies and procedures which effectively mitigate and control credit risk. The procedures cover credit evaluation, credit approval, credit monitoring as well as reporting. The Bank reviews the borrowers' business operations periodically, analyses the quality of credit portfolio and ensures adequacy of loan loss provisions.

The risk from financial guarantee and loan commitments is similar with that from loans and advances to customers. Hence, the Bank adopts the same policies and procedures for managing credit contingencies which cover application, follow-up monitoring and collateral requirements, etc.

1.2 Maximum credit risk exposure without consideration of any collateral and credit risk mitigation

As at the balance sheet date, the maximum credit risk exposure of the Bank without taking into consideration of collateral and credit risk mitigation is set out below:

		31 - 12 - 2011	31 - 12 - 2010
存放中央银行款项	Balances with central banks	4,476,849,456	2,424,310,689
存放同业款项	Due from banks	5,334,996,852	1,650,383,493
拆出资金	Placements with banks and other financial institutions	3,453,454,659	3,450,718,335
买入返售金融资产	Reverse repurchase financial assets	476,400,000	1,592,450,000
衍生金融资产	Derivative financial assets	268,391,844	171,499,753
发放贷款和垫款	Loans and advances to customers	13,422,820,499	9,533,098,828
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	1,002,657,140	-
可供出售金融资产	Available-for-sale financial assets	6,313,879,613	3,640,054,803
其他资产	Other assets	299,822,962	152,072,363
合计	Total	35,049,273,025	22,614,588,264
信贷承诺信用风险敞口(附注七、2)	Credit commitments (Note 7.2)	2,751,703,432	1,829,077,641
最大信用风险敞口	Maximum credit risk exposure	37,800,976,457	24,443,665,905

1.3 风险集中度

如交易对手集中于某一行业或地区，或共同具备某些经济特性，其信用风险通常会相应提高。此外，不同行业和地区的经济发展均有其独特的特点，因此不同的行业和地区的信用风险亦不相同。

本公司主要为境内客户提供贷款及财务担保合同。本公司发放贷款和垫款的行业集中度详情，请参看附注五、7。

1.4 担保物

本公司根据交易对手的信用风险评估决定所需的担保物金额及类型。本公司对接受担保物建立了相关的指南，包括对担保物评估频度作了明确的要求。

抵押物主要有以下几种类型：

- 对于商业贷款，担保物为房地产、现金及存款、银行担保或机械设备；
- 对于个人贷款，担保物为居民住宅。

管理层要求业务相关部门监测担保物的市场价值并根据相关协议要求追加抵押物，并在进行损失准备的充足性审查时充分考虑担保物的市价变化。

1.3 Risk concentration

The concentration of borrowers/counterparties in the same industry sector, geographical location or having similar economic characteristics would tend to pose higher credit risk to the Bank. On the other hand, the level of credit risk may be varied from each industry or geographical location in view of their unique economic development characteristics.

The Bank mainly provides loans and commitments/guarantees to domestic customers. Analysis on industry sector concentration for the Bank's loans and advances can be found at Note 5, 7.

1.4 Collateral

The amount and type of the collateral required would depend on the credit risk of the borrowers/counterparties as assessed by the Bank. The Bank has established a guideline on taking collateral including the frequency of collateral valuation.

The main types of collateral taken by the Bank include:

- For corporate & commercial loans, main collaterals taken include properties, cash deposits, bank guarantee and machinery; and
- For personal loans, collateral taken are mainly residential properties.

The management requires relevant Business Units to monitor the market value of the collateral and follow up with the borrowers/counterparties to top up collateral in accordance with the relevant provisions of the loan agreement. The change in market value of the collateral would also be taken into consideration when reviewing the adequacy of loan loss provisions.

1.5 信用质量

本公司各项金融资产（未扣除减值准备）的信用质量分析如下：

1.5 Credit quality

The credit quality of financial assets of the Bank (excluding loan provisions) is analysed as follows:

31-12-2011		既未逾期也 未减值	已逾期但 未减值	已减值	合计
		Neither overdue nor impaired	Overdue but not impaired	Impaired	Total
存放同业款项	Due from banks	5,335,976,454	-	-	5,335,976,454
拆出资金	Placements with banks and other financial institutions	3,453,454,659	-	-	3,453,454,659
应收利息	Interest receivable	266,221,686	-	-	266,221,686
发放贷款和垫款	Loans and advances to customers	13,505,431,456	103,575,931	88,368,730	13,697,376,117
以公允价值计量且其变动计 入当期损益的金融资产	Financial assets at fair value through profit or loss	1,002,657,140	-	-	1,002,657,140
可供出售金融资产	Available-for-sale financial assets	6,313,879,613	-	-	6,313,879,613
买入返售金融资产	Reverse repurchase financial assets	476,400,000	-	-	476,400,000
合计	Total	30,354,021,008	103,575,931	88,368,730	30,545,965,669

31-12-2010		既未逾期也 未减值	已逾期但 未减值	已减值	合计
		Neither overdue nor impaired	Overdue but not impaired	Impaired	Total
存放同业款项	Due from banks	1,650,383,493	-	-	1,650,383,493
拆出资金	Placements with banks and other financial institutions	3,450,718,335	-	-	3,450,718,335
应收利息	Interest receivable	118,268,811	-	-	118,268,811
发放贷款和垫款	Loans and advances to customers	9,509,445,448	26,481,352	282,797,192	9,818,723,992
可供出售金融资产	Available-for-sale financial assets	3,640,054,803	-	-	3,640,054,803
买入返售金融资产	Reverse repurchase financial assets	1,592,450,000	-	-	1,592,450,000
合计	Total	19,961,320,890	26,481,352	282,797,192	20,270,599,434

既未逾期也未减值的发放贷款及垫款

下表按担保方式列示于资产负债表日既未逾期也未减值的贷款：

Loans and advances that are neither overdue nor impaired

The composition of loans that are neither overdue nor impaired by collateral arrangement as at the balance sheet date is as follows:

		31 - 12 - 2011		
		正常	关注	合计
		Pass	Special Mention	Total
信用贷款	Unsecured loans	1,317,959,621	-	1,317,959,621
保证贷款	Loans secured by guarantees	3,602,367,464	-	3,602,367,464
抵押贷款	Loans secured by mortgage	6,951,468,261	63,421,643	7,014,889,904
质押贷款	Loans secured by pledges	1,563,464,467	6,750,000	1,570,214,467
合计	Total	13,435,259,813	70,171,643	13,505,431,456

		31 - 12 - 2010		
		正常	关注	合计
		Pass	Special Mention	Total
信用贷款	Unsecured loans	1,312,875,619	-	1,312,875,619
保证贷款	Loans secured by guarantees	2,003,537,379	-	2,003,537,379
抵押贷款	Loans secured by mortgage	4,814,993,480	4,468,739	4,819,462,219
质押贷款	Loans secured by pledges	1,373,570,231	-	1,373,570,231
合计	Total	9,504,976,709	4,468,739	9,509,445,448

已逾期但未减值的发放贷款及垫款

于资产负债表日，已逾期但未减值的发放贷款及垫款账龄分析如下：

Loans and advances that are overdue but not impaired

Ageing analysis of loans that are overdue but not impaired as at the balance sheet date is as follows:

		31 - 12 - 2011					
		1个月以内	1个月到2个月	2个月到3个月	3个月以上	合计	所持有担保物公允价值
		Within 1 month	1 to 2 months	2 to 3 months	More than 3 months	Total	Fair value of collaterals
贷款及垫款	Loans and advances to customers	103,575,931	-	-	-	103,575,931	1,785,243,910

		31 - 12 - 2010					
		1个月以内	1个月到2个月	2个月到3个月	3个月以上	合计	所持有担保物公允价值
		Within 1 month	1 to 2 months	2 to 3 months	More than 3 months	Total	Fair value of collaterals
贷款及垫款	Loans and advances to customers	26,481,352	-	-	-	26,481,352	75,451,725

已减值的发放贷款及垫款

如果有客观证据表明发放贷款及垫款在初始确认后有一项或多项负面情况发生，且该情况对贷款预计未来现金流量有影响且该影响能可靠估计，则该发放贷款及垫款被认为是已减值贷款。这些贷款会被评定为“次级”、“可疑”或“损失”类。

于资产负债表日，本公司持有的涵盖减值贷款的担保物的公允价值列示如下：

		31-12-2011	31-12-2010
减值贷款的担保物	The collateral value of impaired loan	362,673,300	2,082,673,300

上述抵押物的公允价值为本公司根据目前抵押物处置经验和市场状况对最新可得的外部评估价值进行调整的基础上确定。

经重组的发放贷款及垫款

本公司为了最大可能地回收贷款及管理客户关系，设立了贷款重组政策，即与客户重新商定合同条款。

于资产负债表日经重组的发放贷款及垫款账面价值列示如下：

		31-12-2011	31-12-2010
经重组的发放贷款及垫款	Restructured loans and advances		
- 已减值	- Impaired	5,221,531	10,019,701

Impaired loans and advances

Where there are objective evidences that a single or multiple negative events have occurred after the initial recognition of the loans and the impact from the events on the expected future cash flows can be estimated reliably, the relevant loans should be recognised as impaired loans. These loans are classified as “Substandard”, “Doubtful” or “Loss”.

As at the balance sheet date, the fair value of collateral of impaired loans held by the Bank were as follows:

The fair value of collateral that the Bank holds is determined from the latest external valuation with necessary adjustment made after considering the Bank’s own experience in collateral disposal as well as the current market conditions.

Restructured loans and advances

The Bank has formulated a set of loan restructuring policies to renegotiate the contractual terms with customers in order to maximise the recovery of impaired loans as well as to manage customer relationships.

The carrying amount of restructured loans and advances is as follows:

2. 流动性风险

流动性风险是指银行无法偿还其到期债务的风险。流动性风险来源于银行本身的资金运作及资产负债管理，其中包括表外项目。

本公司的流动性风险管理是在完整的风险管理框架下进行的，包含经由资产负债委员会和执行委员会批准的各项政策、控制流程、风险限额。资产负债委员会负责制定重要的流动性风险管理策略，并每月审查本公司资产负债结构和流动性风险整体状况。环球金融与投资管理部负责本公司日常现金流管理。市场与资产负债风险管理部独立监控流动性风险敞口和风险限额使用，并向资产负债委员会/风险管理委员会汇报相关情况。

本公司流动性风险管理的方法体系涵盖了流动性的事先计划、事中管理、事后调整以及应急计划的全部环节。目前本公司的流动性管理工具主要为合同性现金流分析法并且根据监管部门对流动性风险监控的指标体系，按适用性原则，设计了一系列符合本公司实际的日常流动性监测指标体系，逐日监控有关指标限额的执行情况，对指标体系进行分级管理，按不同的等级采用不同的手段进行监控与调节。

2. Liquidity risk

Liquidity risk is defined as the risk that the Bank is unable to meet its financial obligations as and when they fall due. Liquidity risk arises from the general funding of the Bank's banking activities and in the management of its assets and liabilities including off-balance sheet items.

Liquidity risk is managed in accordance with a framework of policies, controls and limits approved by the Asset Liability Committee and Executive Committee. The Asset Liability Committee formulates key strategies on liquidity risk management and reviews the Bank's asset liability structure and liquidity risk profile on a monthly basis. Day-to-day management of the Bank's liquidity is undertaken by Global Markets & Investment Management Division while Market & Balance Sheet Risk Management Department independently monitors and reports liquidity risk exposures against control limits to the Asset Liability Committee/Risk Management Committee.

The Bank's liquidity risk management covers the whole process of strategy development & planning, risk assessment & measurement, monitoring & review as well as contingency planning. The Bank measures and manages liquidity risk mainly by analysing contractual cash flows of maturing assets and liabilities. The Bank also employs liquidity early warning indicators, including indicators imposed by regulators, and control limits to monitor liquidity risk on a daily basis. Liquidity early warning indicators are further classified to signal different level of contingency situations for appropriate actions.

于2011年12月31日，本公司的金融资产及金融负债的到期日分析如下：

The Bank's maturity profile of financial assets and liabilities as at 31 December 2011 is as follows :

		31-12-2011							
		逾期/即时偿还	1个月内	1至3个月	3个月至1年	1至5年	5年以上	无期限	合计
		Overdue / On demand	Within 1 month	1 to 3 months	3 months to 1 years	1 to 5 years	5 years above	undated	Total
金融资产：									
现金及存放中央银行款项	Cash and deposits with central banks	709,802,638	-	-	-	-	-	3,775,303,440	4,485,106,078
存放同业及拆出资金	Due from and placement with banks and other financial institutions	117,062,171	2,603,056,321	2,527,844,908	3,502,609,129	37,878,982	-	-	8,788,451,511
衍生金融资产	Derivative financial assets	-	35,805,232	9,594,833	38,899,978	184,091,801	-	-	268,391,844
发放贷款和垫款	Loans and advances to customers	99,849,218	1,112,179,547	2,255,421,998	2,827,020,453	4,285,274,394	2,843,074,889	-	13,422,820,499
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	-	101,355,400	901,301,740	-	-	-	-	1,002,657,140
可供出售金融资产	Available-for-sale financial assets	-	284,382,192	577,778,380	1,292,990,511	4,158,728,530	-	-	6,313,879,613
买入返售资产	Reverse Repurchase financial assets	-	-	476,400,000	-	-	-	-	476,400,000
其他金融资产	Other assets	62,298	54,905,370	86,360,651	139,508,134	18,986,509	-	-	299,822,962
金融资产合计	Total financial assets	926,776,325	4,191,684,062	6,834,702,510	7,801,028,205	8,684,960,216	2,843,074,889	3,775,303,440	35,057,529,647
金融负债：									
同业存放及拆入资金	Due to and placement from banks and other financial institutions	136,581,254	1,819,275,586	1,953,919,453	5,668,987,737	308,681,091	-	-	9,887,445,121
衍生金融负债	Derivative financial liabilities	-	41,614,276	29,995,579	78,512,714	189,719,249	-	-	339,841,818
吸收存款	Customer deposits	2,818,434,194	2,883,357,400	6,041,998,800	4,476,645,400	4,880,471,200	-	-	21,105,906,994
其他金融负债	Other liabilities	656,475	26,593,524	67,016,775	100,283,201	51,572,330	-	-	246,122,305
金融负债合计	Total financial liabilities	2,955,671,923	4,775,840,786	8,092,930,607	10,324,429,052	5,430,443,870	-	-	31,579,316,238
流动性净额	Net liquidity	(2,028,895,598)	(584,156,724)	(1,258,228,097)	(2,523,400,847)	3,254,516,346	2,843,074,889	3,775,303,440	3,478,213,409
信贷承诺	Commitments	80,460	193,813,457	587,751,958	1,929,005,837	41,051,720	-	-	2,751,703,432

于2010年12月31日，本公司的金融资产及金融负债的到期日分析如下：

The Bank's maturity profile of financial assets and liabilities as at 31 December 2010 is as follows :

		31 - 12 - 2010							
		逾期/即时偿还	1个月内	1至3个月	3个月至1年	1至5年	5年以上	无期限	合计
		Overdue / On demand	Within 1 month	1 to 3 months	3 months to 1 years	1 to 5 years	5 years above	undated	Total
金融资产：									
现金及存放中央银行款项	Cash and deposits with central banks	367,754,287	-	-	-	-	-	2,062,735,641	2,430,489,928
存放同业及拆出资金	Due from and placement with banks and other financial institutions	184,248,494	1,302,194,407	2,818,486,048	796,172,879	-	-	-	5,101,101,828
衍生金融资产	Derivative financial assets	-	11,866,200	4,010,012	142,893,003	12,730,538	-	-	171,499,753
发放贷款和垫款	Loans and advances to customers	166,932,400	1,336,752,437	1,323,488,606	2,204,378,204	2,964,053,975	1,537,483,206	-	9,533,098,828
可供出售金融资产	Available-for-sale financial assets	-	149,682,450	2,056,036,870	1,093,082,457	341,253,026	-	-	3,640,054,803
买入返售资产	Reverse Repurchase financial assets	-	656,700,000	365,750,000	570,000,000	-	-	-	1,592,450,000
其他金融资产	Other assets	60,601	33,094,954	60,255,808	58,661,000	-	-	-	152,072,363
金融资产合计	Total financial assets	718,995,782	3,490,290,448	6,628,037,344	4,865,187,543	3,318,037,539	1,537,483,206	2,062,735,641	22,620,767,503
金融负债：									
同业存放及拆入资金	Due to and placement from banks and other financial institutions	169,874,370	1,623,832,300	624,539,200	2,941,344,700	47,601,000	-	-	5,407,191,570
衍生金融负债	Derivative financial liabilities	-	20,725,186	2,589,481	20,074,819	10,422,247	-	-	53,811,733
吸收存款	Customer deposits	2,897,166,500	1,984,121,900	2,337,360,800	5,740,056,000	733,656,200	-	-	13,692,361,400
其他金融负债	Other liabilities	1,821,409	9,995,315	21,356,594	46,027,907	13,496,852	-	-	92,698,077
金融负债合计	Total financial liabilities	3,068,862,279	3,638,674,701	2,985,846,075	8,747,503,426	805,176,299	-	-	19,246,062,780
流动性净额	Net liquidity	(2,349,866,497)	(148,384,253)	3,642,191,269	(3,882,315,883)	2,512,861,240	1,537,483,206	2,062,735,641	3,374,704,723
信贷承诺	Commitments	-	66,362,516	143,289,705	1,404,309,212	215,116,208	-	-	1,829,077,641

3. 市场风险

市场风险是指在交易平仓变现所需的期间内，交易组合的市值发生负面变化的风险。本公司面临的市场风险主要来自利率和汇率产品的敞口头寸。本公司的交易性业务及非交易性业务均可产生市场风险。本公司市场风险管理的目标是避免收入和权益由于市场风险产生的过度损失，同时降低本公司受金融工具内在波动性风险的影响。

本公司由风险管理部总览全行的市场风险敞口，并负责拟制相关市场风险管理政策报送资产负债委员会和执行委员会批准。并定期将银行市场风险敞口汇报给资产负债委员会/风险管理委员会。

本公司按照既定标准和当前管理能力监管市场风险，其主要的监管方法包括敏感性分析,风险价值,压力测试等。在新产品或新业务上线前，该产品和业务中的市场风险将按照规定予以辨识。

3.1 汇率风险

主要是由于本公司资产和负债的货币错配以及外汇交易无法及时规避风险敞口以至于暴露在市场波动而引起的风险。

于2011年12月31日，本公司的有关资产及负债按币种列示如下：

3. Market risk

Market risk is the risk of loss arising from adverse change in market value of the Bank's trading portfolio during the holding period. The Bank is exposed to market risk mainly from foreign exchange rate and interest rate related products arising from trading as well as non-trading businesses. The objective of market risk management is to minimise the negative impact of volatility of financial instruments on the Bank's earnings and equity.

The Risk Management Division monitors the Bank's market risk exposure and formulates market risk policies for approval by the Asset Liability Committee and the Executive Committee. Risk profile reports are submitted to the Asset Liability Committee and Risk Management Committee on a regular basis.

The Bank measures and manages its market risk in accordance with a framework of policies and practices which include sensitivity analysis, Value-at-Risk measure, stress testing etc. In addition, the market risk associated with any new product/business is required to be identified and addressed prior to launch.

3.1 Currency risk

The Bank's currency risk arises mainly from currency mismatches of assets and liabilities as well as foreign exchange trading business whereby the open positions are subject to exchange rate fluctuations.

As at 31 December 2011, the Bank's assets and liabilities by currency is as follows:

31-12-2011

		美元	人民币	其他	合计
		USD(RMB equivalent)	RMB	Other (RMB equivalent)	Total (RMB equivalent)
资产:	Assets:				
现金及存放中央银行款项	Cash and balances with the central bank	56,460,676	4,426,749,186	1,896,216	4,485,106,078
存放同业及拆出资金	Due from and placement with banks and other financial institutions	1,642,040,551	7,094,892,591	51,518,369	8,788,451,511
衍生金融资产	Derivative financial assets	32,471,409	235,920,435	-	268,391,844
发放贷款和垫款	Loans and advances to customers	3,782,667,623	9,091,716,282	548,436,594	13,422,820,499
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	-	1,002,657,140	-	1,002,657,140
可供出售金融资产	Available-for-sale financial assets	188,876,724	6,125,002,889	-	6,313,879,613
买入返售资产	Reverse Repurchase financial assets	-	476,400,000	-	476,400,000
其他资产	Other assets	8,644,447	476,089,595	26,928,039	511,662,081
资产合计	Total assets	5,711,161,430	28,929,428,118	628,779,218	35,269,368,766
负债:	Liabilities:				
同业存放及拆入资金	Due to and placement from banks and other financial institutions	5,998,398,373	3,169,359,009	719,687,739	9,887,445,121
衍生金融负债	Derivative financial liabilities	49,792,649	290,049,169	-	339,841,818
吸收存款	Customer deposits	607,406,395	19,623,829,909	874,670,690	21,105,906,994
其他负债	Other liabilities	6,534,644	354,010,005	17,924,478	378,469,127
负债合计	Total liabilities	6,662,132,061	23,437,248,092	1,612,282,907	31,711,663,060
资产负债净头寸	Net position	(950,970,631)	5,492,180,026	(983,503,689)	3,557,705,706
衍生金融工具名义金额	Notional amounts of derivative financial instruments	17,212,188,364	29,328,738,089	2,592,730,537	49,133,656,990
信贷承诺	Commitments	1,343,628,382	1,286,561,011	121,514,039	2,751,703,432

		31-12-2010			
		美元	人民币	其他	合计
		USD(RMB equivalent)	RMB	Other (RMB equivalent)	Total (RMB equivalent)
资产:	Assets:				
现金及存放中央银行款项	Cash and balances with the central bank	70,504,224	2,353,876,188	6,109,516	2,430,489,928
存放同业及拆出资金	Due from and placement with banks and other financial institutions	1,310,617,073	3,691,725,435	98,759,320	5,101,101,828
衍生金融资产	Derivative financial assets	8,956,620	162,363,916	179,217	171,499,753
发放贷款和垫款	Loans and advances to customers	3,504,457,318	5,531,756,630	496,884,880	9,533,098,828
可供出售金融资产	Available-for-sale financial assets	388,123,333	3,251,931,470	-	3,640,054,803
买入返售资产	Reverse Repurchase financial assets	-	1,592,450,000	-	1,592,450,000
其他资产	Other assets	15,037,639	276,851,940	1,442,257	293,331,836
资产合计	Total assets	5,297,696,207	16,860,955,579	603,375,190	22,762,026,976
负债:	Liabilities:				
同业存放及拆入资金	Due to and placement from banks and other financial institutions	4,555,744,398	240,355,851	611,091,321	5,407,191,570
衍生金融负债	Derivative financial liabilities	9,923,635	43,708,880	179,218	53,811,733
吸收存款	Customer deposits	1,202,341,815	12,226,718,253	263,301,332	13,692,361,400
其他负债	Other liabilities	5,542,678	137,334,044	17,687,825	160,564,547
负债合计	Total liabilities	5,773,552,526	12,648,117,028	892,259,696	19,313,929,250
资产负债净头寸	Net position	(475,856,319)	4,212,838,551	(288,884,506)	3,448,097,726
衍生金融工具名义金额	Notional amounts of derivative financial instruments	14,035,237,702	4,289,188,540	3,088,324,621	21,412,750,863
信贷承诺	Commitments	747,800,671	974,788,605	106,488,365	1,829,077,641

以下是在其他变量不变的情况下，外币对本位币汇率可能发生的合理变动对税前利润及权益的影响。

Holding all other variables constant, the impact from a change in foreign exchange rates on the 'Profit Before Tax' and 'Equity' of the Bank is as follows:

		31-12-2011	31-12-2010
		对税前利润影响	对税前利润影响
变量变动	Change in Foreign Exchange Rate	Impact on profit	Impact on profit
对本位币贬值1%	-1% change against RMB	9,509,706	4,758,563
对本位币升值1%	+1% change against RMB	(9,509,706)	(4,758,563)

以上敏感性分析基于资产和负债具有静态的汇率风险结构，其计算了当其他因素不变时，外币对人民币汇率的合理可能变动对税前利润及权益的影响。

The sensitivity analysis above is performed on the basis that assets and liabilities have static currency risk structure. It shows the impact of a change in other currency rates against RMB on the Bank's 'Profit Before Tax' and 'Equity', given other variables remain constant.

有关的分析基于以下假设：

- (1) 各种汇率敏感度是指各币种对人民币于报告日当天收盘（中间价）汇率绝对值波动1%造成的汇兑损益；
- (2) 各币种汇率变动是指各币种对人民币汇率同时同向波动；
- (3) 该汇率风险敞口不包含资产负债表外科目；
- (4) 由于该行美金账簿占总外币帐簿的90%左右，故敏感性分析只考虑美金账簿受人民币汇率波动的影响。

由于基于上述假设，汇率变化导致本公司汇兑净损益出现的实际变化可能与此敏感性分析的结果不同。

3.2 利率风险

利率风险是指产生于银行资产、负债和表外头寸的到期日不同（就固定利率而言）或重新定价（就浮动利率而言）时间不同的风险。

本公司的利率风险由风险管理部监管，并制定相应政策及监管流程，定期向资产负债委员会/风险管理委员会报告风险状况。

贷款存款利率的设定严格按照人民银行的规定。对利率风险的监管主要包括利率重新定价缺口分析法。

于2011年12月31日，本公司的金融资产及金融负债按合同重定价日或到期日两者较早者分析如下：

The analysis is based on below assumptions:

- (1) Exchange rate sensitivity refers to the gains and losses caused by the 1% change of the closing rate (mid rate) of the different foreign currencies against RMB as at the balance sheet date;
- (2) Exchange rate fluctuation refers to the fluctuation against RMB in the same direction simultaneously;
- (3) Off-balance sheet items are excluded;
- (4) Since the Bank's USD currency book accounted for around 90% of all foreign currency structural positions, the sensitivity analysis only considers the impact of exchange rate fluctuation on the USD book.

Due to the above assumptions, the actual impact of exchange rate fluctuation on the Bank's earnings may differ from above sensitivity analysis.

3.2 Interest rate risk

The Bank's interest rate risk arises mainly from maturity mismatches (for fixed rate) or re-pricing mismatches (for floating rate) of the Bank's assets, liabilities, and off-balance sheet items.

The Risk Management Division monitors interest rate risk exposure, formulates related policies and procedures and provides regular report on interest rate risk profile to the Asset Liability Committee and Risk Management Committee.

The Bank adheres to PBOC regulations strictly in pricing its loans and deposits. Interest rate risk exposure is quantified and analysed mainly using gap analysis tools such as re-pricing schedules.

As at 31 December 2011, the Bank's assets liabilities re-pricing profiles (based on the earlier of maturity date and repricing date) is in the following page:

		31 - 12 - 2011					
		3个月内	3个月到1年	1年到5年	5年以上	不计息	合计
		Within 3 months	3 months to 1 year	1 to 5 years	5 years above	Non-interest bearing	Total
资产:	Assets:						
现金及存放中央银行款项	Cash and balances with the central bank	4,420,894,432	-	-	-	64,211,646	4,485,106,078
存放同业及拆出资金	Due from and placement with banks and other financial institutions	5,285,161,568	3,502,609,129	-	-	680,814	8,788,451,511
衍生金融资产	Derivative financial assets	-	-	-	-	268,391,844	268,391,844
发放贷款和垫款	Loans and advances to customers	11,527,714,268	1,895,098,121	8,110	-	-	13,422,820,499
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	1,002,657,140	-	-	-	-	1,002,657,140
可供出售金融资产	Available-for-sale financial assets	1,814,805,771	1,292,990,512	3,206,083,330	-	-	6,313,879,613
买入返售金融资产	Reverse Repurchase financial assets	476,400,000	-	-	-	-	476,400,000
其他资产	Other assets	-	-	-	-	511,662,081	511,662,081
资产合计	Total assets	24,527,633,179	6,690,697,762	3,206,091,440	-	844,946,385	35,269,368,766
负债:	Liabilities:						
同业存放及拆入资金	Due to and placement from banks and other financial institutions	7,486,368,196	2,401,076,925	-	-	-	9,887,445,121
衍生金融负债	Derivatives financial liabilities	-	-	-	-	339,841,818	339,841,818
吸收存款	Customer deposits	11,955,839,039	4,269,596,724	4,880,471,231	-	-	21,105,906,994
其他负债	Other liabilities	-	-	-	-	378,469,127	378,469,127
负债合计	Total liabilities	19,442,207,235	6,670,673,649	4,880,471,231	-	718,310,945	31,711,663,060
利率风险缺口	Net position	5,085,425,944	20,024,113	(1,674,379,791)	-	126,635,440	3,557,705,706

31 - 12 - 2010

		3个月内	3个月到1年	1年到5年	5年以上	不计息	合计
		Within 3 months	3 months to 1 year	1 to 5 years	5 years above	Non-interest bearing	Total
资产:	Assets:						
现金及存放中央银行款项	Cash and balances with the central bank	2,350,338,324	-	-	-	80,151,604	2,430,489,928
存放同业及拆出资金	Due from and placement with banks and other financial institutions	4,503,155,754	597,491,879	-	-	454,195	5,101,101,828
衍生金融资产	Derivative financial assets	-	-	-	-	171,499,753	171,499,753
发放贷款和垫款	Loans and advances to customers	8,789,677,845	743,420,983	-	-	-	9,533,098,828
可供出售金融资产	Available-for-sale financial assets	2,403,068,060	1,089,229,143	147,757,600	-	-	3,640,054,803
买入返售金融资产	Reverse Repurchase financial assets	1,022,450,000	570,000,000	-	-	-	1,592,450,000
其他资产	Other assets	-	-	-	-	293,331,836	293,331,836
资产合计	Total assets	19,068,689,983	3,000,142,005	147,757,600	-	545,437,388	22,762,026,976
负债:	Liabilities:						
同业存放及拆入资金	Due to and placement from banks and other financial institutions	5,281,213,219	125,978,351	-	-	-	5,407,191,570
衍生金融负债	Derivatives financial liabilities	-	-	-	-	53,811,733	53,811,733
吸收存款	Customer deposits	7,218,649,197	5,740,056,005	733,656,198	-	-	13,692,361,400
其他负债	Other liabilities	-	-	-	-	160,564,547	160,564,547
负债合计	Total liabilities	12,499,862,416	5,866,034,356	733,656,198	-	214,376,280	19,313,929,250
利率风险缺口	Net position	6,568,827,567	(2,865,892,351)	(585,898,598)	-	331,061,108	3,448,097,726

本公司对浮动利率工具按照重定价日，对固定利率工具按照到期日管理计息金融资产及计息金融负债的重定价情况。

以下是在其他变量不变的情况下，利率可能发生的合理变动对税前利润及对权益方面的影响。

The Bank profiles its interest bearing assets and liabilities based on maturity date (for fixed rate items) or re-pricing date (for floating rate items).

Holding other variables constant, the impact of interest rate movement on the Bank's 'Profit Before Tax' and 'Equity' is as follows:

31-12-2011			
变量变动	Change in interest rate	对税前利润的影响 Impact on profit	对权益的影响 Impact on equity
利率增加100个基点	+ 100 basis points	44,572,567	(102,626,842)
利率减少100个基点	- 100 basis points	(44,572,567)	102,626,842

31-12-2010			
变量变动	Change in interest rate	对税前利润的影响 Impact on profit	对权益的影响 Impact on equity
利率增加100个基点	+ 100 basis points	46,730,145	(9,935,394)
利率减少100个基点	- 100 basis points	(46,730,145)	9,935,394

以上敏感性分析基于资产和负债具有静态的利率风险结构。有关的分析仅衡量一年内利率变化，反映为一年内本公司资产和负债的重新定价对本公司按年化计算利息收入的影响，基于以下假设：

- (1) 所有在三个月内及三个月后但一年内重新定价或到期的资产和负债均假设在有关期间中间重新定价或到期；
- (2) 收益率曲线随利率变化而平行移动；
- (3) 资产和负债组合并无其他变化；
- (4) 此利率风险敞口不包含资产负债表表外科目。

由于基于上述假设，利率增减导致本公司利息净收入出现的实际变化可能与此敏感性分析的结果不同。

权益变动的敏感性分析是基于收益率曲线随利率变动而平移的假设，通过设定利率变动一定百分比对期末可供出售债券投资公允价值进行重新估算得出的。

The sensitivity analysis above is performed on the basis that assets and liabilities have static interest rate risk structure. It reflects the impact of interest rate movement on the Bank's net interest income over a one-year period. The key assumptions are as follows:

- (1) All assets and liabilities with re-pricing date less than three months or between three months and one year are assumed to be re-priced in the middle of the respective time bucket;
- (2) Yield curve shifts parallelly with interest rate change;
- (3) Assets and liabilities are not subject to other changes; and
- (4) Off-balance sheet items are excluded.

Due to the above assumptions, the actual impact of net interest income from interest rate movement may differ from above sensitivity analysis.

The impact on equity is estimated from the change in market value of 'Available For Sale' portfolio caused by a parallel shift of yield curve arising from interest rate change.

4. 公允价值

公允价值指在交易双方均知情及自愿下之公平交易中交换资产或清偿负债之数值。在交易活跃之市场（例如认可证券交易所）存在的条件下，市价乃金融工具公允价值之最佳证明。然而，本公司所持有及发行之部分金融资产及负债并无市价。因此，对于该部分无市价可依之金融工具，以如下所述之现值或其他估计方法估算公允价值。但是，运用此等方法所计之价值会受有关未来现金流量数额，时间性假设，以及所采用之折现率影响。

所采用之方法及假设如下：

- (i) 以公允价值计量且其变动计入当期损益的金融资产/金融负债（包括衍生金融资产/金融负债）乃参考可供参照之市价计算其公允价值。倘无可供参照之市价，则将现金流量折现估算公允价值或参照交易对方的报价确定公允价值。公允价值等于此等项目之账面金额；
- (ii) 于12个月内到期之其他金融资产金融负债由于期限较短，它们的账面价值与公允价值相若；
- (iii) 凡定息贷款按当时适用于类似贷款之市场利率贷出，其公允价值以参照市场利率方法估算。贷款组合中信贷质量之变化在确定总公允价值时不予考虑，因为信贷风险之影响将单独作为贷款损失，从账面价值及公允价值中扣除；
- (iv) 客户存款乃按不同品种使用固定或浮动利率。活期存款及无指定届满期之储蓄账户假设结算日按通知应付金额为公允价值。有固定期限之存款的公允价值以现金流量折现法估算，折现率为与该定期存款的剩余期限对应的现行存款利率。

本公司确定公允价值的方法可以归结为以下两种：

- (i) 市值计价：计价是运用独立并未经调整的市场报价；
- (ii) 估值计价：计价是运用估值技术进行估值。

估值调整作为实现公允价值的一个必要组成，要求根据客观情况，对交易价格进行调整以确保公允价值的准确性。本公司遵循的估值调整方法考虑到不同的因素，例如买卖价差估值调整和模型估值调整，以确保计价的合理有效。

4. Fair value of financial instruments

Fair value is the value for which an asset could be exchanged, or a liability could be settled, between willing parties with full knowledge and on arm's length basis. Subject to the existence of an active market, such as an authorised securities exchange, the market value is the best reflection of the fair value of financial instruments. As there is no available market value for some of the financial assets and liabilities held and issued by the Bank, the discounted cash flow method or other valuation methods described below are adopted to determine the fair value of these assets and liabilities. However, the value determined by such methods would depend on the amount of future cash flows, time period assumption and discount rates used.

The following methods and assumptions are used in estimating fair values:

- (i) Financial assets at fair value through profit or loss (including derivative assets/liabilities) are stated at fair value by reference to the quoted market prices when available. If quoted market prices are not available, the fair value is estimated using discounted cash flows or quoted price from the counter parties. The carrying amounts of these items reflect the fair value as at the balance sheet date;
- (ii) The fair values of other financial assets and liabilities maturing within 12 months are assumed to be equal to their carrying amounts in view of their short maturity;
- (iii) The fair value of fixed rate loans priced at market rate at the time the loans are extended shall be determined using prevailing market rates of similar loans. Changes in the credit quality of loans within the portfolio are not taken into account in determining the fair values as the impact of credit risk is recognised separately as impairment provision which shall be deducted from the carrying amounts and fair value;
- (iv) Customer deposits are priced based on fixed rate or floating rate depending on the product type. The fair value of demand deposits and saving deposits without specific maturity date is determined based on the amount payable on demand. The fair value of fixed deposits are estimated using discounted cash flows method with the prevailing deposit rate for the remaining tenor of the fixed deposit as the discount rate.

The method of determining a fair value in the Bank can be categorised into two main approaches:

- (i) Mark to Market - where the valuation uses independent unadjusted quoted market prices;
- (ii) Market to Model - where valuation techniques are used to determine the valuation.

Valuation adjustments are an integral part of the fair value process that requires the exercise of judgment to ensure correct fair value representation. In making appropriate valuation adjustments, the Bank follows the methodologies that consider factors such as bid-offer spread valuation adjustment and model valuation adjustment.

本公司建立了内部控制机制来确保公允价值的合理性。如果采用模型式估值，模型中的假设和技术都会事先经过独立专家小组的专门验证。此外，模型中的价格、输入参数、假设和估值调整方法都会经过核实和复查。其他的估值控制还包括复核和分析日常盈亏。

本公司将所有进行公允价值估值的金融产品划分为三个层级：

第一层级：公开市场价格

这种估值技术运用相同资产和负债的活跃市场报价得出估值金额。被归纳此层级的金融产品包括由中央国债登记结算有限公司每日公布市场价格的债券。

第二层级：估值输入参数可以通过市场观察得到的估值技术

这种估值方式是通过标准模型确定，而输入的参数都能在市场上直接观察。这种技术包括现金流折现分析、期权定价模型和一些市场参与者普遍使用和接受的技术。被纳入这个层级的金融产品主要为外汇远期，外汇互换，贵金属远期/互换及柜台交易的衍生品（如货币市场拆借、利率互换、外汇期权），并包括公允价值由交易对手提供的金融产品（如背对背对冲结构性产品）。

第三层级：当主要参数不能直接观察得到时采用的估值技术

这种估值技术运用合理市场假设的基础上获取主要不可观察参数。目前本公司还没有相关的金融产品被归纳在这个层次。

以上各假设及方法乃为本公司资产及负债之公允价值提供一致之计算准则。然而，由于其他机构或会使用不同之方法及假设，各金融机构所披露之公允价值未必完全具有可比性。

管理层估计，于年末，本公司的金融资产和金融负债的公允价值与相应的账面价值并无重大差异。

下表列示了确定（以公允价值计量的）金融工具公允价值的估值技术或方法。

The Bank has established internal control procedures over the valuation process to provide assurance over the appropriateness of the fair values applied. If fair value is determined by valuation models, the assumptions and techniques within the models are independently validated by a specialist group. In addition, price and parameter inputs, assumptions and valuation adjustments are subject to verification and review processes. Other valuation control includes review and analysis of daily profit and loss.

The Bank classifies all the fair value instruments according to the following hierarchy:

Level 1: Quoted market price

This valuation technique uses recent unadjusted quoted prices for identical assets or liabilities in active markets where the price represents actual and regularly occurring market transactions on an arm's length basis. Financial instruments included in this class are bonds with the Marked-to-market prices actively made available and announced by China Central Depository & Clearing Co. Ltd.

Level 2: Valuation technique using observable inputs

This valuation technique is used for financial instruments where the prices are derived from standard valuation models, and inputs to these models are directly observable. The valuation techniques include the use of discounted cash flow analysis, option pricing models and other valuation techniques widely used and accepted by market participants. The financial instruments included in this category are mainly Foreign Exchange Forward and Foreign Exchange Swaps, Precious Metals Forward and Swaps, and OTC derivatives (namely money market deposit and placement, interest rate swap, FX Option) and financial instruments with fair value derived from counterparty (for structured products arranged on back-to-back basis).

Level 3: Valuation technique with significant non-observable inputs

This valuation technique is used where at least one significant input is not observable and reliance is placed on reasonable assumptions made on market conditions. There is currently no financial instrument being classified under such category.

All the assumptions and methods mentioned above provide a consistent basis for the calculation of fair value of the Bank's assets and liabilities. However, other institutions may use different assumptions and methods. Therefore, the fair values disclosed by different financial institutions may not be entirely comparable.

In the opinion of the management, the difference between the fair value and the carrying amount of the financial assets and financial liabilities is not material as at the balance sheet date.

The following table shows the valuation techniques for evaluating fair value of financial instruments.

		第一层	第二层	第三层	合计
31-12-2011		Level 1	Level 2	Level 3	Total
以公允价值计量且其变动计入当期损益的金融资产	Financial assets at fair value through profit or loss	1,002,657,140	-	-	1,002,657,140
可供出售金融资产	Available-for-sale financial assets	6,313,879,613	-	-	6,313,879,613
衍生金融资产	Derivative financial assets	-	268,391,844	-	268,391,844
金融资产合计	Total financial assets	7,316,536,753	268,391,844	-	7,584,928,597
衍生金融负债	Derivative financial liabilities	-	339,841,818	-	339,841,818
金融负债合计	Total financial liabilities	-	339,841,818	-	339,841,818

		第一层	第二层	第三层	合计
31-12-2010		Level 1	Level 2	Level 3	Total
可供出售金融资产	Available-for-sale financial assets	3,640,054,803	-	-	3,640,054,803
衍生金融资产	Derivative financial assets	-	171,499,753	-	171,499,753
金融资产合计	Total financial assets	3,640,054,803	171,499,753	-	3,811,554,556
衍生金融负债	Derivative financial liabilities	-	53,811,733	-	53,811,733
金融负债合计	Total financial liabilities	-	53,811,733	-	53,811,733

本年度，本公司未发生以公允价值计量的第一层级和第二层级金融资产和负债之间的转换。

During the year, the Bank had no transfers between level 1 and level 2 of the fair value hierarchy for financial assets and liabilities which were recorded at fair value.

十、关联方关系及交易

1. 关联方的认定标准

于本年度，下列各方构成本公司的关联方：

- (1) 对本公司施加重大影响的投资方；
- (2) 本公司的关键管理人员以及与其关系密切的家庭成员；
- (3) 本公司的关键管理人员或与其关系密切的家庭成员控制、共同控制或施加重大影响的其他企业。

2. 本公司母公司：

名称	业务性质	注册地	注册资本	拥有权益比例
Name	Business Nature	Registered Address	Registered Capital	Shareholding
大华银行有限公司	银行及金融服务	新加坡	3,854百万新币	100%
United Overseas Bank Limited	Banking and Financial Service	Singapore	SGD 3,854 Million	100%

3. 于本期内与本公司有关联交易的其他关联方

同受母公司控制的公司

Company under the common control of parent company

名称	业务性质	注册地	注册资本	法定代表人
Name	Business Nature	Registered Address	Registered Capital	Legal Representative
大华银行（马来西亚）有限公司	银行及金融服务	马来西亚 吉隆坡	马来西亚元 20亿元	黄祖耀
United Overseas Bank (Malaysia) Bhd	Banking and Financial Service	Kuala Lumpur Malaysia	RM 2 Billion	Wee Cho Yaw

受母公司重大影响的公司

Company under the significant influence of the parent company

名称	业务性质	注册地	注册资本	法定代表人
Name	Business Nature	Registered Address	Registered Capital	Legal Representative
恒丰银行股份有限公司	银行及金融服务	中国 烟台	人民币 16.9亿元	姜喜运
Evergrowing Bank Co., Limited	Banking and Financial Service	Yantai China	RMB 1.69 Billion	Jiang Xi Yun

(10) Related party transactions

1. Criteria of identifying related parties

Details of the Bank's major related parties in 2011 are as follows:

- (1) Investors exercise significant influence over the Bank;
- (2) Key management personnel of the Bank or the close family members;
- (3) Enterprises under control, jointly control or significant influence of the key management personnel of the Bank or the close family members.

2. Parent company of the Bank:

3. The related parties which the Bank had transactions during the period are as follows:

受本公司董事或关键管理人员重大影响的公司

Company under the significant influence of the Bank's director and key management

名称	业务性质	注册地	注册资本	法定代表人
Name	Business Nature	Registered Address	Registered Capital	Legal Representative
华业（厦门）酒店有限公司	经营管理酒店	中国 厦门	美元2,500万元	粘为信
Hua Ye Xiamen Hotel Limited	Hotel management	Xiamen China	USD 25 Million	Liam Wee Sin
天津华业希望房地产开发有限公司	房地产开发	中国 天津	人民币5.8亿元	粘为信
Tianjin UOL Xiwang Real Estate Co.,Ltd	Real estate development	Tianjin China	RMB 580 Million	Liam Wee Sin
沈阳夏宫房地产开发有限公司	房地产开发	中国 沈阳	美元8,626万元	郑郭碧兰
Shenyang Summer Palace Property Development Co.,Ltd	Real estate development	Shenyang China	USD 86.26 Million	Quek Pi Lan (Mrs Tay Pi Lan)
优欧弼投资管理（上海）有限公司	咨询及投资管理	中国 上海	美元1,555万元	郭子德
UOB Venture Management (Shanghai) Co., Ltd	Consulting and investment management	Shanghai China	USD 15.55 Million	Seah Kian Wee
UOB Holdings (USA) Inc.	控股公司	美国 纽约	美元650万元	Philip Cheong Shin Keat
UOB Holdings (USA) Inc.	Holding company	New York USA	USD 6.5 Million	Philip Cheong Shin Keat
庆隆广东投资管理有限公司	咨询及投资管理	中国 广州	美元2,980万元	黄一超
Kheng Leong Guangdong Investment & Management Co., Ltd	Consulting and investment management	Guangzhou China	USD 29.8 Million	Wee Ee Chao
庆隆（上海）投资管理有限公司	咨询及投资管理	中国 上海	美元650万元	黄一超
Kheng Leong (Shanghai) Investment Management Co., Ltd	Consulting and investment management	Shanghai China	USD 6.5 Million	Wee Ee Chao
华瀚生物制药控股有限公司	制造和销售国药产品	中国 香港	新币2,358万元	张岳
Hua Han Bio-pharmaceutical Holding Ltd	Manufacture and sale of Chinese pharmaceutical products	Hong Kong China	SGD 23.58 Million	Zhang Yue
利通物流有限公司	货运代理	中国 大连	人民币3,021万元	赵希望
UBI Logistics (China) Limited	International freight forwarder	Dalian China	RMB 30.21 Million	Zhao Xi Wang

受本公司董事或关键管理人员重大影响的公司

Company under the significant influence of the Bank's director and key management

名称	业务性质	注册地	注册资本	法定代表人
Name	Business Nature	Registered Address	Registered Capital	Legal Representative
厦门虎标医药有限公司	制造和销售国药产品	中国 厦门	美元100万元	吴美蓉
Xiamen Tiger Medicals Co., Ltd.	Manufacture and sale of Chinese pharmaceutical products	Xiamen China	USD 1 Million	Goh Bee Leong
成都虎豹海洋游乐园有限公司	拥有和经营水族馆游乐和相关服务	中国 成都	美元500万元	黄一林
Chengdu Haw Par Oceanarium Amusement Park Limited	Owning and operating oceanariums entertainment and related services	Chengdu China	USD 5 Million	Wee Ee Lim
虎豹（厦门）医药保健有限公司	从事万金油、药油、药膏布、肌肉膏以及其他医药保健品的生产、加工的筹备工作	中国 厦门	美元720万元	吴美蓉
Haw Par Healthcare (Xiamen) Co.,Ltd	Prepare manufactory and process of Tiger Balm products, rub, pain patch and the like	Xiamen China	USD 7.2 Million	Goh Bee Leong
HAW PAR CORPORATION LIMITED	投资控股	新加坡	新币242,172,298.00	WEE CHO YAW(Chairman)
HAW PAR CORPORATION LIMITED	INVESTMENT HOLDING	Singapore	SGD 242,172,298.00	WEE CHO YAW(Chairman)
广州庆隆房地产咨询有限公司	房地产咨询；投资咨询（证券、期货投资咨询除外）	中国 广州	人民币400万元	WEE EE CHAO
Kheng Leong Guangdong Investment & Management Co., Ltd	Real estate consulting; Investment advice (Securities and futures investment consulting excluded)	Guangzhou China	RMB 4 Million	WEE EE CHAO

4. 本公司与关联方之主要交易

4. Main transactions between the Bank and related parties

发放贷款和垫款	Loans and advances to customers	31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例(%)	Balance	余额比例(%)
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	25,203,600	0.18	132,454,000	1.35
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	243,118,229	1.77	68,120,813	0.69
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	60,054,702	0.44	21,070,650	0.21
利通物流有限公司	UBI Logistics (China) Limited	8,748,000	0.06	9,450,000	0.10
		337,124,531	2.45	231,095,463	2.35

存放及拆放款项	Due from banks	31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例(%)	Balance	余额比例(%)
大华银行有限公司	United Overseas Bank Limited	26,673,771	0.30	35,052,104	0.69
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	127,938,068	1.46	77,209,013	1.51
大华银行(马来西亚)有限公司	United Overseas Bank (Malaysia) Bhd	680,814	0.01	436,928	0.01
		155,292,653	1.77	112,698,045	2.21

存入及拆入款项	Borrowing from others	31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例(%)	Balance	余额比例(%)
大华银行有限公司	United Overseas Bank Limited	9,293,062,843	93.99	5,237,532,191	96.86
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	2,096,279	0.02	2,086,350	0.04
		9,295,159,122	94.01	5,239,618,541	96.90

吸收存款	Borrowing from others	31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
		Balance	余额比例(%)	Balance	余额比例(%)
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	-	-	481,085,033	3.51
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	5,739,719	0.03	66,264,781	0.48
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd	58,995,306	0.28	31,769,374	0.23
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd	1,012,338	-	12,909,400	0.09
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	4,200,479	0.02	3,366,337	0.02
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd	12,034,829	0.06	4,138,687	0.03
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	786,758	-	756,823	0.01
利通物流有限公司	UBI Logistics (China) Limited	342,658	-	189,908	-
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	4,563	-	-	-
HAW PAR CORPORATION LIMITED	HAW PAR CORPORATION LIMITED	103,979,469	0.49	-	-
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co.,Ltd	403,359	-	-	-
		187,499,478	0.88	600,480,343	4.37

		31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
应收利息	Receivables-interest receivables	Balance	余额比例(%)	Balance	余额比例(%)
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	4,810,715	1.81	940,943	0.80
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	1,005,252	0.38	297,763	0.25
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	13,659	0.01	78,093	0.07
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	140,711	0.05	39,332	0.03
利通物流有限公司	UBI Logistics (China) Limited	3,826	-	1,601	-
		5,974,163	2.25	1,357,732	1.15

		31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
应付利息	Payables-interest payables	Balance	余额比例(%)	Balance	余额比例(%)
大华银行有限公司	United Overseas Bank Limited	65,348,630	26.55	1,128,811	1.22
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	-	-	2,196,300	2.37
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd	139,792	0.06	57,072	0.06
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	145	-	23,195	0.03
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd	62,954	0.03	15,717	0.02
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	1,998	-	1,147	-
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	408	-	292	-
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	243	-	187	-
利通物流有限公司	UBI Logistics (China) Limited	2,743	-	41	-
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	270	-	5	-
HAW PAR CORPORATION LIMITED	HAW PAR CORPORATION LIMITED	2,728	-	-	-
		65,559,911	26.64	3,422,767	3.70

		31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
应付款项-其他应付款	Payables- other payables	Balance	余额比例(%)	Balance	余额比例(%)
大华银行有限公司	United Overseas Bank Limited	3,026,756	7.30	8,781,430	22.21

		31-12-2011		31-12-2010	
		金额 Amount	占同类交易 金额比例(%)	金额 Amount	占同类交易 金额比例(%)
利息收入	Interest income				
利通物流有限公司	UBI Logistics (China) Limited	817,832	0.08	691,988	0.13
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	3,897,480	0.37	5,792,408	1.11
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	700,250	0.07	214,100	0.04
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	1,715,155	0.16	2,182,321	0.42
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	-	-	1,807,399	0.35
大华银行有限公司	United Overseas Bank Limited	92,150	0.01	49,971	-
		7,222,867	0.69	10,738,187	2.05

		31-12-2011		31-12-2010	
		金额 Amount	占同类交易 金额比例(%)	金额 Amount	占同类交易 金额比例(%)
利息支出	Interest expense				
大华银行有限公司	United Overseas Bank Limited	102,704,643	17.56	24,864,432	11.49
UOB Holdings (USA) Inc.	UOB Holdings (USA) Inc.	2,381,387	0.41	3,478,459	1.61
优欧弼投资管理(上海)有限公司	UOB Venture Management (Shanghai) Co., Ltd	1,194,000	0.20	806,531	0.37
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	22,490	-	757,430	0.35
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	79,560	0.01	189,565	0.09
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd	74,293	0.01	125,390	0.06
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	52,556	0.01	59,224	0.03
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	10,020	-	173,584	0.08
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	23,680	-	1,250	-
利通物流有限公司	UBI Logistics (China) Limited	6,913	-	323	-
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	3,309	-	-	-
HAW PAR CORPORATION LIMITED	HAW PAR CORPORATION LIMITED	264,914	0.05	-	-
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co.,Ltd	203	-	-	-
		106,817,968	18.25	30,456,188	14.08

		2011		2010	
		金额	占同类交易	金额	占同类交易
手续费及佣金收入	Fee and commission income	Amount	金额比例(%)	Amount	金额比例(%)
大华银行有限公司	United Overseas Bank Limited	-	-	2,026,271	7.72
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	-	-	1,299,700	4.95
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	506,870	1.18	821,181	3.13
沈阳夏宫房地产开发有限公司	Shenyang Summer Palace Property Development Co.,Ltd	-	-	167,900	0.64
华业(厦门)酒店有限公司	Hua Ye Xiamen Hotel Limited	-	-	29,143	0.11
利通物流有限公司	UBI Logistics (China) Limited	13,085	0.03	11,220	0.04
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	-	-	6,286	0.02
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	13,223	0.03	3,000	0.01
庆隆广东投资管理有限公司	Kheng Leong Guangdong Investment & Management Co., Ltd	251	-	-	-
庆隆(上海)投资管理有限公司	Kheng Leong (Shanghai) Investment Management Co., Ltd	490	-	-	-
成都(厦门)医药保健有限公司	Haw Par Healthcare (Xiamen) Co.,Ltd	6,300	0.01	-	-
广州庆隆房地产咨询有限公司	Kheng Leong (Guangzhou) Real Estate Consulting Co.,Ltd	355	-	-	-
		540,574	1.25	4,364,701	16.62

		2011		2010	
		金额	占同类交易	金额	占同类交易
手续费及佣金支出	Fee and commission expense	Amount	金额比例(%)	Amount	金额比例(%)
恒丰银行股份有限公司	Evergrowing Bank Co., Limited	-	-	309,888	9.59

		2011		2010	
		金额	占同类交易	金额	占同类交易
业务及管理费	General & administrative expense	Amount	金额比例(%)	Amount	金额比例(%)
信息技术支持费	IT support				
-大华银行有限公司	-United Overseas Bank Limited	19,122,578	4.24	19,529,365	6.56
房屋租金	Rental fee				
-大华银行有限公司	-United Overseas Bank Limited	515,376	0.11	515,376	0.17
-华业(厦门)酒店有限公司	-Hua Ye Xiamen Hotel Limited	198,641	0.04	198,641	0.07
		19,836,595	4.39	20,243,382	6.80

		2011		2010	
		金额	占同类交易	金额	占同类交易
开发软件	Software development	Amount	金额比例(%)	Amount	金额比例(%)
大华银行有限公司	United Overseas Bank Limited	9,817,647	53.00	10,150,370	74.00

		31-12-2011		31-12-2010	
		委托资金	占同类交易	委托资金	占同类交易
受托业务	Fiduciary activities	Entrusted deposits	金额比例(%)	Entrusted deposits	金额比例(%)
厦门虎标医药有限公司	Xiamen Tiger Medicals Co., Ltd.	11,040,000	10.84	3,000,000	13.04

		31-12-2011		31-12-2010	
		委托贷款	占同类交易	委托贷款	占同类交易
		Entrusted loan	金额比例(%)	Entrusted loan	金额比例(%)
成都虎豹海洋游乐园有限公司	Chengdu Haw Par Oceanarium Amusement Park Limited	11,040,000	10.84	3,000,000	13.04

		31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
不可撤销的贷款承诺	Irrevocable loan commitment	Balance	余额比例(%)	Balance	余额比例(%)
天津华业希望房地产开发有限公司	Tianjin UOL Xiwang Real Estate Co.,Ltd.	6,881,771	17.15	181,879,187	91.33

		31-12-2011		31-12-2010	
		余额	占同类交易	余额	占同类交易
衍生金融工具合约	Derivatives	Balance	余额比例(%)	Balance	余额比例(%)
大华银行有限公司	United Overseas Bank Ltd.	6,224,155,327	12.67	9,189,493,559	42.92

本公司与上述关联方进行的交易根据正常的商业交易条件进行，以一般交易价格为定价基础，并按正常业务程序进行。

本公司与关键管理人员在本期的交易情况如下：
关键管理人员包括本公司的董事、监事及高级管理人员。

Transactions between the Bank and related parties mentioned above are carried out in normal course of business and commercial terms and market price.

关键管理人员薪金福利如下：

Transactions between the Bank and key management personnel are as follows:

Key management personnel include directors, supervisors and senior management.

Key management personnel's salaries and benefits are as follows :

		2011年度	2010年度
		2011	2010
雇员薪金及其他短期福利	Employee salaries and other short-term benefits	35,689,427	37,488,590

十一、资产负债表日后事项

截至本财务报表批准报出日止，本公司没有其他任何需作披露或调整的重大资产负债表日后事项。

十二、比较数据

若干比较数据乃经过重新编排，以符合本年度之列报要求。

十三、财务报表之批准

本财务报表业经本公司董事会于2012年3月22日决议批准。

(11) Post balance sheet events

As at the date on which the financial statements are approved, there is no material post balance sheet event that needs to be disclosed or adjusted by the Bank.

(12) Comparative amounts

Certain comparative amounts have been adjusted to conform with the current year's presentation.

(13) Approval of the financial statements

The financial statements were approved for issue by the Board of Directors on 22 March 2012.

本页为空白

This page has been intentionally left blank

大华银行（中国）有限公司

上海市浦东新区东园路111号，1层105单元、2层、3层，邮编：200120

电话：(86)(21)6061 8888 传真：(86)(21)6886 0908

UNITED OVERSEAS BANK (CHINA) LIMITED

Unit 105, 2F, 3F, 111 Dongyuan Road, Pudong New Area, Shanghai 200120

Phone: (86) (21) 6061 8888 Fax: (86) (21) 6886 0908

uobchina.com.cn

