

星展銀行（香港）有限公司
DBS BANK (HONG KONG) LIMITED
(Incorporated in Hong Kong with limited liability)

Annual Report 2019

DBS Bank (Hong Kong) Limited and its Subsidiaries

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DBS Bank (Hong Kong) Limited and its Subsidiaries

REPORT OF THE DIRECTORS

The directors of DBS Bank (Hong Kong) Limited (the “Bank”) submit their report together with the audited financial statements of the Bank and its subsidiaries (together the “Group”) for the year ended 31 December 2019.

Principal activities

The principal activity of the Bank is the provision of banking and related financial services. The principal activities of the subsidiaries are shown in Note 21 of the financial statements.

Results and appropriations

The results of the Group for the year ended 31 December 2019 are set out in the consolidated income statement on page 6.

During the year, interim dividends totalling HK\$4,500 million (2018: HK\$4,000 million) was paid to the holder of ordinary shares and preferential dividend of HK\$55 million (2018: HK\$55 million) was paid to holder of Class A preference shares.

The directors do not recommend the payment of a final dividend for the year ended 31 December 2019 (2018: Nil).

Share capital

Details of the movements in the share capital during the year are set out in Note 29 to the financial statements.

No debentures were issued by the Bank during the year.

Donations

Donations made by the Group during the year amounted to HK\$814,881 (2018: HK\$399,283).

Directors

The directors, including Executive Director (“ED”), non-executive directors (“NED”) and independent non-executive directors (“INED”) of the Bank during the year and up to the date of this report are:

Seah Lim Huat, Peter (NED) – Chairman	
Piyush Gupta (NED) – Vice Chairman	
J. E. Sebastian Paredes Muirragui (ED) – Chief Executive	
Dominic Chiu Fai Ho (INED)	
Kwok Kwok Chuen (INED)	
Yip Dicky Peter (INED)	(resigned on 20 July 2019)
Nancy Sau Ling Tse (INED)	
Liu Chee Ming (INED)	
Ho Hing Yuen, David (INED)	(appointed on 20 March 2019)

In accordance with the articles of association of the Bank, Ms. Nancy Sau Ling Tse and Mr. Ho Hing Yuen, David will retire from office at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-election.

Directors (continued)

During the year and up to the date of this report, Mr. J. E. Sebastian Paredes Muirragui is also a director of the Bank's subsidiaries. Other directors of the Bank's subsidiaries during the year and up to the date of this report include Mr. Nimish Anil Bhanulal Panchmatia, Mr. Januar Tjandra, Mr. Cheung Kin Sang, Ms. Soh Fern Boey, Mr. Ajay Surendra Mathur and Mr. Alfian Michael Sharifuddin. Ms. Soh Fern Boey ceased to be director of the Bank's subsidiary on 1 July 2019.

Directors' material interests in significant transactions, arrangements and contracts

No transactions, arrangements and contracts of significance in relation to the Bank's business, to which the Bank or any of its subsidiaries or its holding companies or any subsidiary of its holding companies was a party and in which a director of the Bank or the director's connected party had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Directors' interest in shares

As at the end of the year or at any time during the year, the DBSH Share Plan (the "Share Plan") was the only arrangement that enabled a director of the Bank to acquire benefits by means of the acquisition of shares of DBS Group Holdings Ltd. ("DBSH"), or to be awarded shares of DBSH (or their equivalent cash value).

The Share Plan is granted to DBSH Group executives as determined by the Compensation and Management Development Committee ("CMDC") of DBSH appointed to administer the Share Plan from time to time. Participants are awarded shares of DBSH, their equivalent cash value or a combination of both.

Awards consist of the main award and the retention award (being 20% of the main award). The vesting of the main award is staggered between two to four years after grant, i.e. 33% of the shares comprised in the main award will vest 2 years after grant; another 33% will vest in the third year; and the remainder 34% plus the retention award will vest four years after grant. The fair value of the shares awarded is computed based on the market price of the ordinary shares at the time of the award.

During the year, the following directors were eligible to receive awards under the Share Plan as set out below:

- 1) A total of 21,466 share awards were granted to Mr. Seah Lim Huat, Peter and 21,466 share awards were vested in him;
- 2) A total of 388,582 share awards were granted to Mr. Piyush Gupta and 352,942 share awards were vested in him;
- 3) A total of 90,651 share awards were granted to Mr. J. E. Sebastian Paredes Muirragui and 92,875 share awards were vested in him.

Apart from the above, at no time during the year was the Bank or any of its subsidiaries or its holding companies or any subsidiaries of its holding companies a party to any arrangement to enable the directors of the Bank to acquire benefits by means of the acquisition of shares in or debentures of the Bank or any other body corporates.

Permitted indemnity provisions

The articles of association of the Bank provide that every director of the Bank shall be entitled to be indemnified out of the assets of the Bank against all liabilities incurred by him/her as a director for the benefit of the Bank or in defending any proceedings in which judgement is given in his/her favour, or in which he/she is acquitted or in connection with relief granted to him/her by the court.

All directors of the Bank and its associated companies are covered by the Directors and Officers Liability Insurance Policy taken out by DBSH.

Management contracts

In December 2017, the Bank renewed a five-year outsourcing agreement, with respect to the provision of information technology and related support for the Group's operation in Hong Kong. There are various termination clauses contained within the agreement which indicated that under certain circumstances the service company could require the Group to pay termination cost on early termination of the contract. The exact amount of termination cost cannot be reliably determined as it is dependent upon business volumes over the period of the contract and on the timing of the termination itself.

Apart from the foregoing, no contract concerning the management and administration of the whole or any substantial part of the business of the Bank was entered into or existed during the year.

Auditor

The financial statements have been audited by PricewaterhouseCoopers who will retire at the forthcoming Annual General Meeting and, being eligible, offer themselves for re-appointment.

On behalf of the Board

Seah Lim Huat, Peter
Chairman

Hong Kong, 7 February 2020

DBS Bank (Hong Kong) Limited and its Subsidiaries

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF DBS BANK (HONG KONG) LIMITED

(incorporated in Hong Kong with limited liability)

Opinion

What we have audited

The consolidated financial statements of DBS Bank (Hong Kong) Limited (the "Bank") and its subsidiaries (the "Group") set out on pages 6 to 56, which comprise:

- the consolidated statement of financial position as at 31 December 2019;
- the consolidated income statement for the year then ended;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated cash flow statement for the year then ended; and
- the notes to the consolidated financial statements, which include a summary of significant accounting policies.

Our opinion

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for Opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSA") issued by the HKICPA. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report.

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

Independence

We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants ("the Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code.

Other Information

The directors of the Bank are responsible for the other information. The other information comprises the information included in the report of the directors and corporate governance report, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Directors and Those Charged with Governance for the Consolidated Financial Statements

The directors of the Bank are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. We report our opinion solely to you, as a body, in accordance with Section 405 of the Hong Kong Companies Ordinance and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 7 February 2020

DBS Bank (Hong Kong) Limited and its Subsidiaries

CONSOLIDATED INCOME STATEMENT

In HK\$ millions	Note	Year ended 31 December	
		2019	2018
Interest income		13,087	11,118
Interest expense		(4,176)	(3,261)
Net interest income	4	8,911	7,857
Net fee and commission income	5	3,084	2,950
Net trading income	6	486	528
Net income from investment securities	7	87	22
Other income	8	75	567
Total income		12,643	11,924
Total expenses	9	(5,533)	(5,315)
Profit before allowances for credit and other losses		7,110	6,609
Allowances for credit and other losses	10	(622)	(567)
Profit before income tax		6,488	6,042
Income tax expense	12	(1,127)	(914)
Profit attributable to shareholders		5,361	5,128

The notes on pages 11 to 56 form part of these financial statements.

DBS Bank (Hong Kong) Limited and its Subsidiaries

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

In HK\$ millions	Year ended 31 December	
	2019	2018
Profit attributable to shareholders	5,361	5,128
Other comprehensive income:		
Items that may be reclassified subsequently to income statement:		
Debt instruments classified at fair value through other comprehensive income and others		
– Net valuation taken to equity	148	(11)
– Transferred to income statement	(74)	1
– Deferred income tax (debited)/credited to equity	(11)	2
Cash flow hedge		
– Net valuation taken to equity	356	88
– Transferred to income statement	(182)	(59)
– Deferred income tax debited to equity	(29)	(5)
Items that will not be reclassified to income statement:		
Equity instruments classified at fair value through other comprehensive income		
– Net valuation taken to equity	86	9
Other comprehensive income attributable to shareholders, net of tax	294	25
Total comprehensive income attributable to shareholders	5,655	5,153

The notes on pages 11 to 56 form part of these financial statements.

DBS Bank (Hong Kong) Limited and its Subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

In HK\$ millions	Note	As at 31 December 2019	2018
Assets			
Cash and balances with central banks	15	2,789	3,028
Government securities and treasury bills	16	30,949	38,289
Due from banks	17	236,511	222,057
Derivatives	32	633	471
Bank and corporate securities	18	9,544	9,418
Loans and advances to customers	19	155,128	162,171
Other assets	20	6,552	7,893
Properties and other fixed assets	23	4,423	2,166
Goodwill	22	168	168
Total assets		446,697	445,661
Liabilities			
Due to banks		5,810	9,880
Deposits and balances from customers	24	374,100	363,658
Derivatives	32	566	840
Certificates of deposit issued	25	6,358	5,558
Other liabilities	26	16,633	23,544
Subordinated liability	28	4,203	4,229
Total liabilities		407,670	407,709
Equity			
Share capital	29(a)	8,995	8,995
Reserves	29(b)	30,032	28,957
Total equity		39,027	37,952
Total liabilities and equity		446,697	445,661

The notes on pages 11 to 56 form part of these financial statements.

Nancy Sau Ling Tse
Director

J.E. Sebastian Paredes Muirragui
Director

DBS Bank (Hong Kong) Limited and its Subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

In HK\$ millions	Share capital	Other reserves	Retained earnings	Total equity
Balance as at 1 January 2018	8,995	2,430	27,151	38,576
Acquisition of a commonly controlled business (Note 2(a))	–	–	(222)	(222)
Total comprehensive income	–	25	5,128	5,153
Dividend paid	–	–	(5,555)	(5,555)
Balance as at 31 December 2018	8,995	2,455	26,502	37,952
Balance as at 1 January 2019	8,995	2,455	26,502	37,952
Impact of adopting HKFRS 16 on 1 January 2019 (Note 2(b))	–	–	(25)	(25)
Restated balance as at 1 January 2019	8,995	2,455	26,477	37,927
Total comprehensive income	–	294	5,361	5,655
Dividend paid	–	–	(4,555)	(4,555)
Balance as at 31 December 2019	8,995	2,749	27,283	39,027

Retained earnings as at 1 January 2018 has been restated to reflect the impact of merging a commonly controlled business in accordance with Accounting Guideline No.5 – “Merger Accounting for Common Control Combinations” issued by the HKICPA; and change in measurement model of investment properties from fair value to cost model. These have resulted in an increase of \$231 million and a decrease of HK\$7 million respectively in the balance previously reported in the financial statements for the year ended 31 December 2017. Please refer to Note 29 for details.

The notes on pages 11 to 56 form part of these financial statements.

DBS Bank (Hong Kong) Limited and its Subsidiaries

CONSOLIDATED CASH FLOW STATEMENT

In HK\$ millions	Note	Year ended 31 December 2019	2018
Cash flows from operating activities			
Profit before income tax		6,488	6,042
Adjustments for non-cash items:			
Net gain on disposal of asset held for sale and fixed assets		–	(488)
Allowances for credit and other losses		622	567
Write-off of properties and other fixed assets		7	–
Depreciation and amortisation		608	272
Advances and other assets written off net of recoveries		(331)	(443)
Interest expense for subordinated liability		174	162
Interest expense on lease liabilities	31(a)	31	–
Profit before changes in operating assets and liabilities		7,599	6,112
Increase / (decrease) in:			
Due to banks		(4,070)	2,214
Deposits and balances from customers		10,442	36,175
Other liabilities and derivatives		(10,241)	9,092
Certificates of deposit issued		800	1,369
(Increase) / decrease in:			
Due from banks		(9,074)	(37,738)
Government securities and treasury bills		8,802	(14,347)
Loans and advances to customers		6,657	(8,590)
Bank and corporate securities		(23)	1,771
Other assets and derivatives		1,311	(1,629)
Net cash generated from / (used in) operating activities before income tax		12,203	(5,571)
Hong Kong profits tax paid		(192)	(1,097)
Overseas tax paid		(6)	(6)
Net cash generated from / (used in) operating activities		12,005	(6,674)
Cash flows from investing activities			
Purchase of fixed assets		(381)	(459)
Proceeds from disposal of asset held for sale and fixed assets		1	598
Acquisition of a commonly controlled business		–	(222)
Net cash used in investing activities		(380)	(83)
Cash flows from financing activities			
Principal element of lease payments	31(a)	(293)	–
Interest element of lease payment	31(a)	(31)	–
Dividend paid		(4,555)	(5,555)
Interest paid for subordinated liability		(176)	(159)
Net cash used in financing activities		(5,055)	(5,714)
Exchange differences and other adjustments		(26)	9
Net change in cash and cash equivalents		6,544	(12,462)
Cash and cash equivalents as at 1 January		73,522	85,984
Cash and cash equivalents as at 31 December	31(b)	80,066	73,522

The notes on pages 11 to 56 form part of these financial statements.

DBS Bank (Hong Kong) Limited and its Subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 31 December 2019

1 GENERAL INFORMATION

The principal activities of DBS Bank (Hong Kong) Limited (the "Bank") and its subsidiaries (together the "Group") are the provision of banking and related financial services. The Bank is a limited company incorporated and domiciled in Hong Kong. The address of its registered office is 11th Floor, The Center, 99 Queen's Road Central, Hong Kong.

The immediate holding company is DHB Limited^(a), which is incorporated in Hong Kong. The ultimate holding company is DBS Group Holdings Ltd ("DBSH") which is listed, incorporated and domiciled in the Republic of Singapore. The address of its registered office is 12 Marina Boulevard, Marina Bay Financial Centre Tower 3, Singapore 018982.

The consolidated financial statements were approved for issue by the Board of Directors on 7 February 2020.

For regulatory reporting purposes, the Bank computes key regulatory ratios on a combined basis including the Bank and its overseas branch that is different from the basis of consolidation for accounting purposes. The basis is set out in the Regulatory Disclosure Statements. The disclosures of regulatory capital, liquidity and other disclosures are available in the section of Regulatory Disclosures on our website www.dbs.com/hongkong/investor/financial-results.page.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The following is a summary of the principal accounting policies applied by the Group and, except where noted, are consistent with those applied in the previous financial year.

(a) Basis of preparation

The consolidated financial statements are prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and the requirements of the Hong Kong Companies Ordinance Cap 622.

The consolidated financial statements are presented in Hong Kong dollars and rounded to the nearest million, unless otherwise stated. Comparative figures in the consolidated financial statements have been reclassified to conform with current year's presentation.

The preparation of financial statements requires management to exercise judgement, use estimates and make assumptions that affect the application of policies and reported amounts in the financial statements. Although these estimates are based on management's best knowledge of current events and actions, actual results may differ from these estimates. Critical accounting estimates and assumptions used that are significant to the financial

statements, and areas involving a higher degree of judgement and complexity, are disclosed in Note 3.

Application of merger accounting

On 20 July 2018, the Bank signed a Business Transfer Agreement with DBS Vickers (Hong Kong) Limited ("DBSVHK") to purchase certain rights in connection with the securities broking business for retail customers (the "Acquired Business") and the transaction ("Business Transfer") was completed on 13 October 2018 (the "Effective Date").

As part of the Business Transfer, the assets (comprising mainly loans and advances to customers) of HK\$222 million and liabilities (comprising mainly deposits and balances with customers) of HK\$1,364 million were transferred to the Bank at their carrying amounts in form of cash on the Effective Date.

As the Bank and DBSVHK were under common control of DBSH before and after the Business Transfer, the Group applied Accounting Guideline No.5 – "Merger Accounting for Common Control Combinations" issued by the HKICPA ("AG5") in accounting for the acquisition of the Acquired Business in the Group's consolidated financial statements.

In accordance with the principles of merger accounting, the Group's consolidated financial statements and the Bank's own financial statements have been presented as if the acquisition by the Bank had occurred from the date when the Acquired Business first came under the common control.

The assets and liabilities of the Acquired Business have been included at their carrying amounts of DBSH. In accordance with merger accounting principles, no adjustments to fair value are made and no goodwill is recognised.

The net assets of the Acquired Business have been recognised using the carrying amounts in the consolidated financial statements of the Group and the financial statements of the Bank.

The Business Transfer was completed on 13 October 2018 and the positions of the Acquired Business have already been merged to the Group as at 31 December 2018. Thus, no effect of the combination on the financial position of the Group as at 31 December 2018 was presented.

(b) Adoption of new and revised accounting standards

On 1 January 2019, the Group adopted the following new or revised HKFRSs that are issued by HKICPA and relevant for the Group.

HKFRS 16: Leases

On 1 January 2019, the Group has adopted HKFRS 16 Leases, which replaced the existing leases accounting guidance under HKAS 17. It requires almost all leases to be recognised on the

^(a) *In Members' Voluntary Liquidation for the purpose of simplification of group structure*

balance sheet, including a lessee's right-of-use asset, which represent its right to use the underlying assets, and its lease liabilities, which represent its obligations to make lease payments. The existing straight-line operating lease expense in profit or loss is also replaced by a depreciation charge for right-of-use assets and by an interest expense for lease liabilities.

The Group applied HKFRS 16 on 1 January 2019, using the modified retrospective approach. The cumulative effect of adopting HKFRS 16 is recognised as an adjustment to the opening balance of retained earnings at 1 January 2019, with no restatement of comparative information. On transition, the impact to retained earnings was a decrease of HK\$25 million.

Lease liabilities of HK\$2,846 million were recognised for leases that had previously been classified as operating leases under HKAS 17 Leases. These lease liabilities, which have been included within other liabilities, were measured by discounting the remaining lease payments using the relevant incremental borrowing rates.

The following reconciliation to the opening balance of lease liabilities as at 1 January 2019 is based upon the operating lease obligations as at 31 December 2018:

In HK\$ millions	2019
Operating lease commitments disclosed as at 31 December 2018	1,787
Effect from discounting using incremental borrowing rate as at 1 January 2019	(95)
	1,692
Less: Short-term leases exempted	(32)
Add: Inclusion of renewal options under HKFRS 16	1,186
Lease liabilities recognised as at 1 January 2019	2,846

The associated right-of-use assets of HK\$2,786 million were recognised and included within the properties and other fixed assets line item. Right-of-use assets on significant property leases were measured on a retrospective basis as if HKFRS 16 had been applied since their lease commencement dates using the relevant incremental borrowing rates; the carrying values of other right-of-use assets were equal to the corresponding lease liabilities. No significant practical expedients were applied. Refer to Note 2(j) for more details.

New HKFRS and Interpretations effective for future periods

Other than amendments relating to Interest Rate Benchmark Reform, the other amendments and interpretations effective for future periods do not have a significant impact on the Group's financial statements.

Amendments to HKFRS 9, HKAS 39 and HKFRS 7 Interest Rate Benchmark Reform

In December 2019, the HKICPA issued 'Amendments to HKFRS 9, HKAS 39 and HKFRS 7 Interest Rate Benchmark Reform' (effective 1 January 2020). The amendments provide exceptions that allow entities to continue hedge accounting for existing hedge relationships under the assumption that Inter Bank Offer Rate

(IBOR) based hedged cash flows are not altered as a result of the IBOR Reform.

These amendments are issued due to global reform of interest rate benchmarks such as IBORs. IBORs are key reference rates for financial instruments such as derivatives, loans and bonds. In response to cases of attempted manipulation in relation to key IBORs, and to the decline in liquidity in key interbank unsecured funding markets, the Financial Stability Board made several recommendations relating to:

- strengthening of IBORs by anchoring them to a greater number of transactions, where possible, and improving the processes and controls around submissions;
- identifying alternative near-risk-free rates (RFRs) and, where suitable, encouraging market participants to transition new contracts to an appropriate RFR.

Regulators in a number of jurisdictions, including Hong Kong, are in the midst of phasing out IBORs and replacing them with more suitable alternative reference rates. There is currently uncertainty around the timing and precise nature of these changes.

For the current financial year, the Group has determined that hedge relationships that include IBORs as a hedged risk continue to qualify for hedge accounting without early adoption of the amendments. The Group continues to monitor the developments of IBOR reform and it will assess the impact for the Group as further information becomes available.

General Accounting Policies

(c) Group accounting

Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when it is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date control is transferred to the Group to the date control ceases.

All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Business combinations – common control combinations

Business combinations under common control are accounted for in accordance with the AG5. In applying merger accounting, the consolidated financial statements incorporate the items of the combining entities or businesses in which the common control combination occurs as if they had been combined from the date when the combining entities or businesses first came under the control of the controlling party.

The net assets of the combining entities or businesses are consolidated using the existing book values from the controlling party's perspective. No amount is recognised in respect of goodwill or excess of acquirer's interest in the net fair value of acquiree's identifiable assets, liabilities and contingent liabilities over cost at

the time of common control combination, to the extent of the continuation of the controlling party's interest.

The comparative amounts in the consolidated financial statements are presented as if the entities or businesses had been combined at the beginning of the previous reporting period or when they first came under common control, whichever is shorter.

Business combinations under acquisition method

The acquisition method is used to account for business combinations other than common control. Refer to Note 2(i) for the Group's accounting policy on goodwill.

Investment cost at Bank level

Investments in subsidiaries are stated at cost less accumulated impairment losses in the Bank's statement of financial position. On disposal of investments in subsidiaries and joint venture, the difference between the net proceeds and the carrying amounts of the investments is taken to the income statement.

(d) Foreign currency treatment

(i) Functional and presentation currency

Items in the financial statements are measured using the functional currency of each entity in the Group, being the currency of the primary economic environment in which the entity operates. The Group's financial statements are presented in Hong Kong dollars, which is the functional currency of the Bank.

(ii) Foreign currency transactions and balances

Transactions in foreign currencies are measured using exchange rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated into Hong Kong dollars at the exchange rate as at the end of the reporting period. Foreign exchange differences arising from this translation are recognised in the income statement as trading income.

Non-monetary assets and liabilities measured at cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Non-monetary assets and liabilities measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined, which is generally the end of the reporting period.

Unrealised foreign exchange differences arising from non-monetary financial assets and liabilities classified as FVPL are recognised in the income statement as trading income. Non-monetary financial assets that are classified as FVOCI relates mainly to FVOCI equities. Refer to section 2(f) for the accounting treatment.

(iii) Subsidiaries and branches

The results and financial positions of subsidiaries and branches whose functional currency is not Hong Kong dollars ("foreign operations") are translated into Hong Kong dollars in the following manner:

- Assets and liabilities are translated at the exchange rates as at the end of the reporting period;
- Income and expenses in the income statement are translated at exchange rates prevailing at each month-end, approximating the exchange rates at the dates of the transactions; and
- All resulting exchange differences are recognised in other comprehensive income and accumulated under capital reserves in equity. When a foreign operation is disposed of, or when it is liquidated, such currency translation differences are recognised in the income statement as part of the gain or loss on disposal.

Income Statement

(e) Income recognition

(i) Interest income and interest expense

Interest income and interest expense as presented in Note 4 arise from all interest-bearing financial assets and financial liabilities regardless of their classification and measurement, with the exception of the Group's structured investment deposits which are carried at FVPL. Interest expense on such structured investment deposits is presented together with other fair value changes in "net trading income".

Interest income and interest expense are recognised on a time-proportionate basis using the effective interest method as prescribed by HKFRS. The calculation includes significant fees and transaction costs that are integral to the effective interest rate, as well as premiums or discounts.

(ii) Fee and commission income

The Group earns fee and commission income from a diverse range of products and services provided to its customers.

Fee and commission income are recognised when the Group has satisfied its performance obligation in providing the promised products and services to the customer, and are recognised based on contractual rates agreed with customers, net of expected waivers based on historical experience, and net of expenses directly related to it. The Group generally satisfies its performance obligation and recognises the fee and commission income on the following basis:

- Transaction-based fee and commission income is recognised on the completion of the transaction. Such fees include underwriting fees, brokerage fees, bancassurance sales commission and variable service fees, and fees related to the completion of corporate finance transactions.
- For a service that is provided over a period of time, fee and commission income is generally recognised on equal

proportion basis over the period during which the related service is provided or credit risk is undertaken. This basis of recognition most appropriately reflects the nature and pattern of provision of these services to the customers over time. Fees for these services can be billed to customers in advance or periodically over time. Such fees include the income from issuance of financial guarantees and bancassurance fixed service fees.

The Group does not provide any significant credit terms to customers for the above products and services.

Directly related expenses typically include brokerage fees paid, card-related expenses and sales commissions, but do not include expenses for services delivered over a period (such as service contracts) and other expenses that are not specifically related to fee and commission income transactions.

(iii) Dividend income

Dividend income is recognised when the right to receive payment is established. This is generally the ex-dividend date for listed equity securities, and usually the date when shareholders approve the dividend for unlisted equity securities. Dividend income arising from financial assets classified as FVPL is recognised in "Net trading income", while those arising from FVOCI financial assets is recognised in "Net income from investment securities".

(iv) Rental income

Rental income from operating leases on properties is recognised on a straight-line basis over the lease term.

(v) Allowances for credit losses

Please refer to Note 2(h) for the accounting policy on impairment of financial assets including loan loss provisions.

Statement of Financial Position

(f) Financial assets

Initial recognition

Purchases and sales of all financial assets are recognised on the date that the Group enters into the contractual arrangements with counterparties. When the Group acts as a trustee or in a fiduciary capacity for assets it does not directly control or benefit from, the assets and the corresponding income belonging to a customer are excluded from the financial statements.

Financial assets are initially recognised at fair value, which is generally the transaction price.

Classification and subsequent measurement

HKFRS 9 categorises debt-like financial assets based on the business model within which the assets are managed, and whether the assets constitute a "basic lending arrangement" where their contractual cash flows represent solely payments of principal and interest ("SPPI"). Interest is defined as consideration for the time

value of money, credit risk, other basic lending risks and may include a profit margin.

The classification of the financial assets and the associated accounting treatment is as follows:

- Debt instruments are measured at amortised cost when they are in a "hold to collect" (HTC) business model and have contractual cash flows that are SPPI in nature. The objective of a HTC business model is to collect contractual principal and interest cash flows. Sales are incidental to the objective and expected to be either insignificant or infrequent.
- Debt instruments are measured at FVOCI when they are in a "hold to collect & sell" (HTC & S) business model and have cash flows that are SPPI in nature. Both the collection of contractual cash flows and sales are integral to achieving the objective of the HTC & S business model.

Unrealised gains or losses on FVOCI debt instruments are recorded in other comprehensive income and accumulated in FVOCI reserves. When they are sold, the accumulated fair value adjustments in FVOCI are reclassified to the income statement as "Net income from investment securities".

- Debt instruments are measured at FVPL when:
 - (i) the assets are not SPPI in nature;
 - (ii) the assets are not part of a "HTC" or "HTC & S" business model; or
 - (iii) the assets are designated at FVPL to eliminate or significantly reduce the measurement or recognition inconsistencies that would otherwise arise from measuring assets or liabilities on different bases.

Realised and unrealised gains or losses on FVPL financial assets, except interest income, are taken to "Net trading income" in the income statement in the period they arise.

- Subsequent changes in fair value of non-trading equity can be taken through profit or loss or comprehensive income, as elected. The Group generally elects its non-trading equity instruments to be classified as FVOCI. Other than dividend income, gains and losses on FVOCI equity instruments are recorded in other comprehensive income and accumulated in FVOCI reserves, and not reclassified to profit or loss upon derecognition.
- Derivatives (including derivatives embedded in financial liabilities but separated for accounting purposes) are also classified as held for trading unless they are designated as hedging instruments. Derivatives are classified as assets when the fair value is positive and as liabilities when the fair value is negative. Changes in the fair value of derivatives other than those designated as hedging instruments in cash flow or net investment hedges are included in "Net trading income".

Reclassification of financial assets

Reclassification of financial assets are prohibited unless the Group changes its business model for managing financial assets. In practice, this is expected to be infrequent.

Determination of fair value

The fair value of financial assets is the price that would be received if the asset is sold in an orderly transaction between market participants at the measurement date. Fair value is generally estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments. Where applicable, a valuation reserve or pricing adjustment is applied to arrive at the fair value. The determination of fair value is considered a significant accounting policy for the Group and further details are disclosed in Note 30 on fair value measurements.

Offsetting

Financial assets and liabilities are presented net when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle them on a net basis, or realise the asset and settle the liability simultaneously.

Derecognition

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or when they have been transferred together with substantially all risks and rewards of ownership.

The Group enters into certain transactions where it transfers financial assets recognised on its statement of financial position but retains either all or a portion of the risks and rewards of the transferred financial assets. In such cases, the transferred financial assets are not derecognised from the statement of financial position. They also include certain transactions where control over the financial asset is retained, for example, by a simultaneous transaction (such as options) with the same counterparty to which the asset is transferred. In such cases, the Group continues to recognise the asset to the extent of its continuing involvement which is the extent to which it is exposed to changes in the value of the transferred asset. Please refer to Note 35 for disclosures on transfers of financial assets.

(g) Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise balances with less than three months' maturity from the date of acquisition including cash, balances with banks, placements with and advances to banks and short-term bills and notes classified as held-for-trading and FVOCI which are readily convertible into cash and which are subject to an insignificant risk of changes in value.

(h) Impairment

Expected Credit Loss ("ECL")

All financial assets, except for financial assets classified or designated as FVPL and equity securities, are subject to impairment and recognition of ECL. Off-balance sheet items that are also subject to ECL include financial guarantees and undrawn loan commitments.

Under HKFRS 9, ECL will be assessed using an approach which classifies financial assets into three stages, each of which is

associated with an ECL requirement that is reflective of the assessed credit risk profile. A financial asset is classified under:

- Stage 1, if it was not credit-impaired upon origination, and there has not been a significant increase in its credit risk. Stage 1 ECLs are measured as the credit loss that is expected to result from a default occurring within the next 12 months.
- Stage 2, if it was not credit-impaired upon origination but has since experienced a significant increase in credit risk. Stage 2 ECLs are measured as the lifetime expected credit loss from a default from the expected remaining life of the financial instrument.
- Stage 3, if it has been credit-impaired with objective evidence of default. Stage 3 ECLs are also measured as lifetime expected credit loss from the expected remaining life of the financial instrument.

The impairment requirements of HKFRS 9 require management judgements, estimates and assumptions, particularly in the areas discussed below.

Measurement of ECLs

ECLs are unbiased probability-weighted estimates of credit losses determined by evaluating a range of possible outcomes and taking into account past events, current conditions and assessments of future economic conditions. The measurement of ECL is based primarily on the product of the instrument's probability of default ("PD"), loss given default ("LGD") and exposure at default ("EAD") discounted using the Effective Interest Rate to the reporting date. The main difference between Stage 1 and Stage 2 ECL is the respective calculation horizon. Stage 1 estimates project PD, LGD and EAD over a maximum period of 12 months while Stage 2 estimates these parameters over the expected remaining life of the financial asset.

The Group leverages the models / parameters implemented under the Basel II Internal Ratings-Based ("IRB") framework where feasible and available, with calibration to meet the HKFRS 9 requirements. For portfolio without appropriate Basel model/parameter, other relevant historical information, loss experience or proxies will be utilised if deemed feasible, with a view to maximise the use of available information that is reliable and supportable. LGD has been primarily determined on collective basis grouped by industry or products with shared risk characteristics.

A simplified approach using appropriate proxies has been applied to estimate the ECL for other assets such as trade receivables.

The Group's approach to retail and wholesale portfolios including key judgements is set out below.

Expected Life

When measuring the ECL for Stage 2 assets, cashflows over the expected remaining life of the financial asset are considered. For most financial instruments, this is the same as the remaining contractual life which represents the maximum contractual period over which the Group is exposed to the credit risk of the customers.

However, for certain retail revolving products like credit cards, the expected remaining life may exceed the contractual remaining

maturity. For such products, a behavioural expected remaining life is estimated using the Group's internal historical data based on the period over which the Group is exposed to the credit risk of such customers.

Assessments of significant increase in credit risk

The analysis underpinning the assessment of whether a financial asset has experienced a significant increase in credit risk since origination is multi-factor in nature, with a range of qualitative and quantitative parameters taken into consideration.

For wholesale exposures, financial assets are deemed to have experienced a significant increase in credit risk when: (1) observed changes in the probability of default, as measured in the downgrade in internal credit risk rating for each obligor between initial recognition and reporting date, are more than pre-specified thresholds; and (2) exposures are placed on certain categories of internal credit "watchlists" for closer scrutiny of developing credit issues. For retail exposures, days past due is the main driver, supplemented with a probability of default-based criterion.

In any event, all retail and wholesale exposures that are more than 30 days past due are considered to have demonstrated a significant increase in credit risk and are classified as Stage 2.

A Stage 2 exposure can migrate back to Stage 1 if it is assessed that there the exposure no longer meets the significant increase in credit risk criteria.

The Group has not used the low credit risk exemption for any financial instruments.

Definition of default for credit-impaired financial assets

Exposures are classified as Stage 3 if deemed to be credit-impaired or have suffered objective evidence of default as at the reporting date. The definition of default that will be applied upon adoption of HKFRS 9 is consistent with that specified in the Basel regulatory capital rules.

The Group assesses whether there is evidence that a financial asset or a group of financial assets is impaired at each balance sheet date. The Group carries out regular and systematic reviews of all credit facilities extended to customers. The criteria that the Group uses to determine whether there is evidence of an impairment loss include:

- Significant financial difficulty of the issuer or obligor, including breach of covenants and/or financial conditions.
- A breach of contract, such as a default or delinquency in interest or principal payments.
- Granting of a concession to the borrower, for economic or legal reasons relating to the borrower's financial difficulty, that the Group would not otherwise consider.
- High probability of bankruptcy or other financial reorganisation of the borrower.

In any event, all retail and wholesale exposures that are 90 days past due or more are classified under Stage 3.

A Stage 3 exposure can be upgraded to Stage 2 if there are reasonable grounds to conclude that the obligor is able to service

future principal and interest payments on the credit facility in accordance with the restructured terms.

ECL Modelling- Point-in-Time and Forward-Looking Adjustments

Portfolio-specific adjustments are made to the Group's existing credit rating systems, models and processes to meet the requirements of HKFRS 9.

For the wholesale portfolios, credit risk cycle indices (CCIs) have been developed for significant industries and geographies using expected default frequencies. Expected default frequency is a market based default risk measure driven by equity prices, market volatility and leverage. CCIs are then used as inputs to convert the through-the-cycle PDs from Basel models / parameters into the point-in-time equivalents and also to incorporate forward-looking factors into the PDs. LGDs are based on historical data adjusted for latest and forecasted recovery experience. No adjustments are made to Basel EADs for stage 1 exposures. For retail portfolios, forecasted loss rates based on adjustments to historical loss experience, informed by management's forecast on relevant macroeconomic variables, such as property-price indices and unemployment rates, are used.

Model Sensitivity

ECLs are sensitive to the inputs used in CCIs for the wholesale portfolios, macroeconomic variables used in the forward-looking forecasts and retail portfolios, as well as other factors considered when applying expert credit judgement. The ECL calculation relies on multiple variables and is inherently non-linear and portfolio-dependent, which implies that no single analysis can fully demonstrate the sensitivity of ECL to changes in the macroeconomic variables.

Expert credit judgement and post model adjustments

The measurement of ECLs requires application of expert credit judgement. Key areas of judgement include:

- The risk rating assignment and determining whether exposures should be placed on credit watchlists;
- Determination of the criteria for significant increase in credit risk;
- Establishment of groups of similar financial assets for measuring ECL;
- Forecast and the selection of macro-economic variables such as property-price indices, unemployment rates and gross domestic product and determining its effect on the loss rates for the retail portfolio; and
- Adjustments made as part of the post-model adjustment framework (elaborated below)

DBS has in place a robust governance framework for making thematic overlays based on themes that are discussed at the Board Risk Management Committee level. As at 31 December 2019, overlays were made to address the prolonged geo-political tensions between US and China, which may have a spill-over effect on the other parts of the world as well as the economic outlook in Hong Kong. As at 31 December 2019, this adjustment was approximately 23% (2018: 9%) of the Stage 1 and Stage 2 ECLs.

(i) Goodwill

Goodwill arising from business combinations generally represents the excess of the acquisition cost over the fair value of the

identifiable assets acquired and liabilities and contingent liabilities assumed on acquisition date. Goodwill is stated at cost less impairment losses and it is tested at least annually for impairment.

At the acquisition date, any goodwill acquired is allocated to each of the cash-generating units (CGU) or group of CGUs expected to benefit from the combination's synergies.

An impairment loss is recognised when the carrying amount of a CGU, or a group of CGUs, including the goodwill, exceeds the applicable recoverable amount. The recoverable amount of a CGU or CGU group is the higher of the CGU's or CGU group's fair value less cost to sell and its value-in-use. An impairment loss on goodwill is recognised in the income statement and cannot be reversed in subsequent periods.

(j) Properties and other fixed assets

Owned properties and other fixed assets

Properties (including investment properties) and other fixed assets are stated at cost less accumulated depreciation and impairment losses.

Depreciation is calculated using the straight-line method to write down the costs of the assets to their estimated residual values over the estimated useful lives of the assets. No depreciation is recognised when the residual value is higher than the carrying amount.

The Group reviewed the estimated useful lives and residual value of its properties. As a result of the review, the Group changed its estimates and applied these prospectively with effect from 1 January 2019 in accordance with HKAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The change has resulted in a decrease of depreciation charge of HK\$39 million for the year ended 31 December 2019.

Generally, the useful lives are as follows:

Freehold land	Not depreciated
Land	Over the remaining lease period
Buildings	Over the remaining lease period of the land on which it is situated or 50 years, whichever is shorter
Leasehold improvements	Over the lease term of the leased properties or 5 years, whichever is shorter
Furniture, fixtures and equipment	3 – 8 years

Subsequent expenditure relating to properties and other fixed assets that has already been recognised is added to the carrying amount of the asset only when it is probable that future economic benefit associated with the item can be measured reliably. Other subsequent expenditure is recognised as hire and maintenance expense in the income statement during the financial year in which it is incurred.

Property and other fixed assets are subject to an impairment review if there are events or changes in circumstances which indicate that the carrying amount may not be recoverable.

Upon disposal, the difference between the net disposal proceeds and its carrying amount is taken to the income statement.

Leased properties and other fixed assets

Lease liabilities are initially measured at the present value of lease payments not paid at the lease commencement date, discounted using the respective lessee's incremental borrowing rate. Lease liabilities are subsequently measured using the effective interest method. It is remeasured when there is a change in expected future lease payments arising from a change in an index or rate, or if the Group changes its assessment of whether it will exercise an extension or termination option. A corresponding adjustment is made to the carrying amount of the right-of-use asset. If the carrying amount of the right-of-use asset has been reduced to zero and there is a further reduction in the measurement of the lease liability, the reduction is recognised in profit or loss.

Right-of-use assets are initially measured at cost and subsequently depreciated using the straight-line method from the lease commencement date to the end of the lease term. Extension options are included in the lease term if the lease is reasonably certain to be extended. The right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for the remeasurements of the lease liabilities described above.

Right-of-use assets and lease liabilities for short-term leases and leases of low-value assets are not recognised. Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss over the lease term.

Please refer to Note 23 for the details of owned and leased properties and other fixed assets and their movements during the year.

(k) Financial liabilities

Initial recognition, classification and subsequent measurement

Financial liabilities are initially recognised at fair value. The Group generally classifies and measures its financial liabilities in accordance with the purpose for which the financial liabilities are incurred and managed. Accordingly:

- Financial liabilities are classified as financial liabilities at fair value through profit or loss if they are incurred for the purpose of repurchasing in the near term (held-for-trading), and this may include debt securities issued and short positions in securities for the purpose of ongoing market-making, or trading. Financial liabilities at the fair value through profit or loss can also be designated by management on initial recognition (designated at fair value through profit or loss).

Realised or unrealised gains or losses on financial liabilities held for trading and financial liabilities designated at fair value through profit or loss, except interest expense, are taken to "Net trading income" in the income statement in the period they arise. Interest expense on structured investment deposits

at fair value through profit or loss are also presented together with other fair value changes in "Net trading income".

The changes to the fair value of financial liabilities designated under the fair value option that are attributable to a reporting entity's own credit risk are taken to retained earnings through other comprehensive income. These amounts are not transferred to the income statement even when realised.

- Derivative liabilities are treated consistently with derivative assets. Please refer to Note 2(f) for the accounting policy on derivatives.
- Other financial liabilities are carried at amortised cost using the effective interest method. These comprise predominantly the Group's deposit portfolio under "Deposits and balances from customers" and "Due to banks" and those under "Other liabilities".

Please refer to Note 14 for further details on the types of financial liabilities classified and measured as above.

Determination of fair value

The fair value of financial liabilities is the price that would be paid to transfer the liability in an orderly transaction between market participants at the measurement date.

Please refer also to Note 30 for further fair value measurement disclosures.

Derecognition

A financial liability is derecognised from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired.

(l) Loan commitments, letters of credit and financial guarantees

Loan Commitments

Loan commitments are typically not financial instruments and are not recognised on statement of financial position but are disclosed as off-balance sheet in accordance with HKAS 37. They form part of the disclosures in Note 33. Upon a loan draw-down, the amount of the loan is accounted for at amortised cost as described in Note 2(f).

Letters of Credit

Letters of credit are recorded off-balance sheet as contingent liabilities upon issuance, and the corresponding payables to the beneficiaries and receivables from the applicants are recognised on-balance sheet upon acceptance of the underlying documents.

Financial Guarantees

A financial guarantee is initially recognised in the financial statements at fair value on the date the guarantee is given. Financial guarantees are subsequently measured at the higher of:

- The amount of the ECL (note 2 (h)); and
- The unamortised portion of the fees that were received on initial recognition. The fee is recognised over time as income in accordance with the principles in Note 2(e).

Off-balance sheet credit exposures are managed for credit risk in the same manner as financial assets.

(m) Provisions

Provisions are recognised when:

- the Group has a present legal or constructive obligation as a result of past events;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate of the amount of the obligation can be made.

The amount recognised as a provision is the best estimate of the expenditure required to settle the present obligation at the end of the reporting period.

(n) Share capital

Ordinary shares, and preference shares which do not result in the Group having a contractual obligation to deliver cash or another financial asset, or to exchange financial assets or financial liabilities with the holder under conditions that are potentially unfavourable to the Group, are classified as equity. Incremental external costs directly attributable to the issuance of these instruments are accounted for as a deduction from equity.

Interim dividends are recorded during the financial year in which they are declared payable. Final dividends are recorded during the financial year in which the dividends are approved by the shareholders at the Annual General Meeting.

Other Specific Topics

(o) Hedging and hedge accounting

As part of the overall risk management of the Group, derivatives and other instruments are used to manage exposures to interest rate and foreign currency risks, including exposures arising from forecast transactions.

Where hedge accounting is not applied, the derivatives are treated in the same way as derivatives held for trading purposes, i.e. realised and unrealised gains and losses are recognised in "Net trading income".

The Group applies hedge accounting for economic hedge relationships that meet the hedge accounting criteria. To qualify for hedge accounting, at the inception of each hedging relationship, the Group designates and documents the relationship between the hedging instrument and the hedged item; the risk management objective for undertaking the hedge transaction; and the methods used to assess the effectiveness of the hedge. At inception and on an on-going basis, the Group also assesses and measures the effectiveness of the hedging relationship between the hedging instrument and the hedged item.

Where all relevant criteria are met, hedge accounting is applied to remove the accounting mismatch between hedging instrument and the hedged item. The Group designates certain derivatives as hedging instruments in respect of foreign currency risk and interest

rate risk in fair value hedges or cash flow hedges as described below.

Fair value hedge

The Group's fair value hedges consist principally of interest rate swaps used for managing the interest rate gaps that naturally arise from its purchases or issues of debt securities.

For a qualifying fair value hedge, the changes in the fair value of the hedging derivative are recorded in the income statement, together with any changes in the fair value of the hedged item attributable to the hedged risk. Gain or loss arising from hedge ineffectiveness is recognised in the income statement under "Net trading income".

If the hedge no longer meets the criteria for hedge accounting, the adjustment to the carrying amount of a hedged item is amortised to the income statement over its remaining maturity, using the effective interest method.

Cash flow hedge

For transactions with highly probable cash flows, derivatives are used to hedge against cash flow variability due to exchange rate movements in certain situations. Cash flow hedge accounting is principally applied in such cases.

The effective portion of changes in the fair value of a derivative designated and qualifying as a cash flow hedge is recognised in other comprehensive income and accumulated under the cash flow hedge reserve in equity. This amount is reclassified to the income statements in the periods when the hedged forecast cash flows affect the income statement. The ineffective portion of the gain or loss is recognised immediately in the income statement under "Net trading income".

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in the cash flow hedge reserve remains until the forecast transaction is recognised in the income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss in the cash flow hedge reserve is reclassified from equity to the income statement.

Economic hedges which do not qualify for hedge accounting

Some derivatives may be transacted as economic hedges as part of the Group's risk management but do not qualify for hedge accounting under HKFRS 9. This includes swaps and other derivatives (e.g. futures and options) that the Group transacts to manage interest rate, foreign exchange and other risks. Such derivatives are treated in the same way as derivative held for trading purposes, i.e. realised and unrealised gains and losses are recognised in "Net trading income". In some cases, the hedged exposures are designated at fair value through profit or loss, thereby achieving some measure of offset in the income statement.

Please refer to Note 32 for disclosures on hedging derivatives.

(p) Employee benefits

Employee benefits, which include base pay, cash bonuses, share-based compensation, contribution to defined contribution plans

and other staff related allowances, are recognised in the income statement when incurred. For defined contribution plans, contributions are made to publicly or privately administered funds on a mandatory, contractual or voluntary basis. Once the contributions have been paid, the Group has no further payment obligations.

Employee entitlement to annual leave is recognised when they accrue to employees. A provision is made for the estimated liability for annual unutilised leave as a result of services rendered by employees up to the end of the reporting period.

(q) Share-based compensation

Employee benefits also include share-based compensation, namely, the DBSH Share Plan, the DBSH Employee Share Plan and the DBSH Employee Share Purchase Plan ("the Plans") run by DBSH, the ultimate holding company of the Bank. The details of the Plans are described in Note 40.

These share-based compensation expenses, which are measured at their fair values at grant date, are cash-settled with DBSH, amortised and recognised in the income statement over the relevant vesting periods. Non-market vesting conditions are taken into account in determining the number of shares to be granted or number of options that are expected to become exercisable on vesting dates. The impact of subsequent revision of original estimates, if any, is recognised in the income statement.

(r) Current and deferred taxes

Current income tax for current and prior periods is recognised as the amount expected to be paid or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. The Group considers uncertain tax positions generally at the level of the total tax liability to each tax authority for each period. The liability is determined based on the total amount of current tax expected to be paid, taking into account all tax uncertainties, using either an expected value approach or a single best estimate of the most likely outcome.

Tax assets and liabilities of the same type (current or deferred) are offset when a legal right of offset exists and settlement in this manner is intended. This applies generally when they arise from the same tax reporting group and relate to the same tax authority.

Deferred income tax is provided on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted by the end of the reporting period.

The amount of deferred tax assets recognised takes into account the likelihood the amount that can be used to offset payables taxes for future profits.

Deferred tax related to fair value re-measurement of FVOCI investments, which are recognised outside the income statement,

is also recognised outside the income statement i.e. in other comprehensive income and accumulated in the FVOCI reserve.

(s) Leases

(i) Finance leases

Leases where substantially all the risks and rewards of ownership are transferred to the Group are accounted for as finance leases. Finance leases are capitalised at the commencement of the leases at the lower of the fair values of the leased assets and the present values of the minimum lease payments. The Group's interests in leasehold land are accounted for as finance leases.

Where the Group is a lessor under finance leases and hire purchase transactions, the amounts due under the leases, net of unearned finance income, are recognised as receivables and included in "Loans and advances to customers". Finance income implicit in rentals receivable is credited to the income statement over the lease period so as to produce an approximately constant periodic rate of return on the net investments outstanding for each financial period.

(ii) Operating leases

Policy applicable before 1 January 2019

Leases where substantially all the risks and rewards of ownership of assets remain with the lessor are accounted for as operating leases. Operating leases are charged to the income statement on a straight-line basis over the period of the lease. When an operating lease is terminated before the lease period has expired, any payment that has to be made to the lessor is recognised as an expense in the period the termination takes place.

Where the Group is a lessor under operating leases, rentals receivable under operating leases is credited to the income statement on a straight-line basis over the lease term.

3 CRITICAL ACCOUNTING ESTIMATES

The Group's accounting policies and use of estimates are integral to the reported results. Certain accounting estimates require management's judgement in determining the appropriate methodology for valuation of assets and liabilities. Procedures are in place to ensure that methodologies are reviewed and revised as appropriate. The Group believes its estimates for determining the valuation of its assets and liabilities are appropriate.

The following is a brief description of the Group's critical accounting estimates that involve management's valuation judgement.

(a) Impairment of financial assets

It is the Group's policy to recognise, through charges against profit, allowances in respect of estimated and inherent credit losses in its portfolio as described in Note 2(h).

ECLs are probability-weighted amounts determined by evaluating a range of possible outcomes and taking into account past events, current conditions and assessments of future economic conditions, which will necessarily involve the use of judgement.

In estimating specific allowances under HKFRS 9, the Group assesses the gap between borrowers' obligations to the Group and their repayment ability. The assessment takes into account various factors, including the economic or business outlook, the future profitability of the borrowers and the liquidation value of collateral. Such assessment requires considerable judgement.

The general allowances under HKFRS 9 are determined after taking into account historical data and management's assessment of the current economic and credit environment, country and portfolio risks, as well as industry practices.

(b) Fair value of financial instruments

The majority of the Group's financial instruments reported at fair value are based on quoted and observable market prices or on internally developed models that are based on independently sourced or verified market parameters.

The fair value of financial instruments without an observable market price in a liquid market may be determined using valuation models. The choice of model requires significant judgement for complex products.

Policies and procedures have been established to facilitate the exercise of judgement in determining the risk characteristics of various financial instruments, discount rates, estimates of future cash flows and other factors used in the valuation process.

Please refer to Note 30 for details on valuation process and the fair value hierarchy of the Group's financial instruments measured at fair value.

(c) Goodwill impairment

The Group performs an impairment review to ensure that the carrying amount of the CGU to which goodwill is allocated, does not exceed the recoverable amount of the CGU. Note 22 provides details of goodwill as of the reporting date.

The recoverable amount represents the present value of the estimated future cash flows expected to arise from continuing operations. Therefore, in arriving at the recoverable amount, management exercises judgement in estimating the future cash flows, growth rate and discount rate.

(d) Income taxes

Judgement is involved in determining the group-wide provision for income taxes. The Group recognises liabilities for expected tax issues based on reasonable estimates of whether additional taxes will be due. Note 27 provides details of the Group's deferred tax assets / liabilities.

4 NET INTEREST INCOME

In HK\$ millions	2019	2018
Cash and balances with central banks and Due from banks	5,935	4,449
Customer non-trade loans	5,139	4,970
Trade assets	911	933
Securities and others	1,102	766
Total interest income	13,087	11,118
Deposits and balances from customers	(3,497)	(2,749)
Interest expense on subordinated liability	(174)	(162)
Other interest expense	(505)	(350)
Total interest expense	(4,176)	(3,261)
Net interest income	8,911	7,857
Comprising:		
Interest income from financial assets at FVPL	283	196
Interest income from financial assets at FVOCI	419	311
Interest income from financial assets at amortised cost	12,385	10,611
Interest expense from financial liabilities at FVPL	(236)	(156)
Interest expense from financial liabilities not at FVPL ^(a)	(3,940)	(3,105)
Total	8,911	7,857

(a) Includes interest expense on lease liabilities of HK\$31 million (2018: nil)

5 NET FEE AND COMMISSION INCOME

In HK\$ millions	2019	2018
Fee and commission income	3,764	3,565
Less: Fee and commission expense	(680)	(615)
Net fee and commission income	3,084	2,950
Comprising:		
– Wealth management	1,482	1,328
– Trade and transaction services ^(a)	1,014	1,004
– Loan related	233	225
– Cards	338	331
– Stockbroking	17	62
Total net fee and commission income	3,084	2,950

(a) Includes trade & remittances, guarantees, deposit-related fees and investment banking. The 'Others' category has been subsumed under 'Trade and Transaction services' from 2019. The change has been applied retrospectively.

Of which:

Fee and commission income arising from:		
– Financial assets or financial liabilities not at FVPL	1,254	1,224
– Trust or other fiduciary activities	47	35
Fee and commission expense arising from:		
– Financial assets or financial liabilities not at FVPL	536	490

6 NET TRADING INCOME

In HK\$ millions	2019	2018
Net trading income ^(a)		
– Foreign exchange	495	560
– Interest rates, equities and others	61	22
	556	582
Net loss from financial instruments designated at fair value	(70)	(54)
	486	528

(a) Includes income from assets that are mandatorily classified at FVPL as they are not SPPI in nature.

7 NET INCOME FROM INVESTMENT SECURITIES

In HK\$ millions	2019	2018
Debt securities at FVOCI	74	(1)
Equity securities at FVOCI	13	23
	87	22
Of which dividend income from:		
– Listed investments	–	–
– Unlisted investments	13	23
	13	23

8 OTHER INCOME

In HK\$ millions	2019	2018
Net gain on disposal of asset held for sale and fixed assets	–	488
Rental income	25	35
Others	50	44
	75	567

9 TOTAL EXPENSES

In HK\$ millions	2019	2018
Employee benefits		
– Salaries and other short term employee benefits	3,018	2,756
– Pensions	162	154
– Share-based compensation	58	51
Premises and equipment expenses excluding depreciation		
– Rental of premises	–	348
– Expenses relating to short-term leases and low-value assets	38	–
– Others	249	238
Depreciation expenses		
– Owned properties and other fixed assets	292	272
– Leased properties and other fixed assets	316	–
Auditor's remuneration	10	10
Computerisation expenses	425	494
Other operating expenses	965	992
	5,533	5,315

10 ALLOWANCES FOR CREDIT AND OTHER LOSSES

In HK\$ millions	2019	2018
Loans and advances to customers	613	597
Off-balance sheet credit exposures	9	(14)
Other assets	–	(16)
Total	622	567

The table below shows the movements in specific and general allowances during the year.

In HK\$ millions	Balance at 1 January	Charge/ (Write-back) to income statement	Recoveries	Write-off	Exchange and other movements	Balance at 31 December
2019						
Specific allowances						
Loans and advances to customers (Note 19)	1,107	409	82	(309)	19	1,308
Others	125	–	–	(104)	–	21
Total specific allowances	1,232	409	82	(413)	19	1,329
General allowances						
Loans and advances to customers (Note 19)	1,191	204	–	–	–	1,395
Others ^(a)	108	9	–	–	–	117
Total general allowances	1,299	213	–	–	–	1,512
Total allowances for credit and other losses	2,531	622	82	(413)	19	2,841
2018						
Specific allowances						
Loans and advances to customers (Note 19)	995	452	67	(445)	38	1,107
Others	206	(16)	–	(65)	–	125
Total specific allowances	1,201	436	67	(510)	38	1,232
General allowances						
Loans and advances to customers (Note 19)	1,046	145	–	–	–	1,191
Others ^(a)	122	(14)	–	–	–	108
Total general allowances	1,168	131	–	–	–	1,299
Total allowances for credit and other losses	2,369	567	67	(510)	38	2,531

(a) Include general allowances for other assets and off balance sheet exposures.

The following table outlines the changes in ECL allowances under HKFRS 9 in 2019 and 2018 which are attribute to the following:

- Transfers between stages.
- Net portfolio changes, which are determined on an obligor basis i.e. originations with new obligors net of derecognitions from former obligors.
- Remeasurements, which include the impact of changes in model inputs or assumptions, partial repayments, additional drawdowns on existing facilities and changes in ECL following a transfer between stages.
- Model refinements, which reflect the impact of significant changes that have been made to credit models used to estimate ECL. In particular, the retail ECL models were updated to incorporate the 12 months average loss rate that had been adjusted for forecasted macroeconomic variables.

In HK\$ millions	General allowances (Non-impaired)		Specific allowances (Impaired)	Total
	Stage 1	Stage 2	Stage 3	
2019				
Balance at 1 January	462	837	1,232	2,531
Allowance for credit and other losses				
Transfer to/(from)	144	(175)	31	–
– Stage 1	(16)	12	4	–
– Stage 2	160	(187)	27	–
– Stage 3	–	–	–	–
Net portfolio change	25	(26)	–	(1)
Remeasurements	(112)	357	378	623
Net write-offs ^(b)	–	–	(331)	(331)
Exchange and other movements	–	–	19	19
Balance at 31 December	519	993	1,329	2,841
Charge in the income statement	57	156	409	622
In HK\$ millions	General allowances (Non-impaired)		Specific allowances (Impaired)	Total
	Stage 1	Stage 2	Stage 3	
2018				
Balance at 1 January	513	655	1,201	2,369
Allowance for credit and other losses				
Transfer to/(from)	125	(146)	21	–
–Stage 1	(15)	14	1	–
–Stage 2	144	(147)	3	–
–Stage 3	(4)	(13)	17	–
Net portfolio change	41	(59)	–	(18)
Remeasurements	(103)	354	415	666
Model refinements ^(a)	(114)	33	–	(81)
Net write-offs ^(b)	–	–	(443)	(443)
Exchange and other movements	–	–	38	38
Balance at 31 December	462	837	1,232	2,531
Charge/(release) in the income statement	(51)	182	436	567

(a) The retail methodology was refined in 2018 to replace Basel models with actual historical losses and forecasted losses based on adjustments to historical losses, adjusted by macroeconomic forecasts. No other significant model refinements were made.

(b) Write-offs are net of recoveries.

There were no significant modifications of financial assets during the period.

The following table provides additional information on the financial instruments that are subject to loss allowances as at 31 December 2019 and 31 December 2018. FVPL assets and FVOCI equity instruments are not subject to loss allowances and therefore not reflected in the table.

In HK\$ millions	Gross carrying value				ECL allowances balances			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
2019								
Assets								
Cash and balances with central banks	2,789	–	–	2,789	–	–	–	–
Government securities and treasury bills ¹	28,824	–	–	28,824	–	–	–	–
Due from banks	236,511	–	–	236,511	–	–	–	–
Bank and corporate securities ¹	8,270	–	–	8,270	1	–	–	1
Loans and advances to customers	137,660	17,784	2,387	157,831	437	958	1,308	2,703
Other assets	1,461	–	21	1,482	6	–	21	27
Liabilities								
ECL on guarantees and other off-balance sheet exposures	–	–	–	–	75	35	–	110
Total	415,515	17,784	2,408	435,707	519	993	1,329	2,841

In HK\$ millions	Gross carrying value				ECL allowances balances			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
2018								
Assets								
Cash and balances with central banks	3,028	–	–	3,028	–	–	–	–
Government securities and treasury bills ¹	27,220	–	–	27,220	–	–	–	–
Due from banks	222,059	–	–	222,059	2	–	–	2
Bank and corporate securities ¹	8,218	–	–	8,218	1	–	–	1
Loans and advances to customers	144,136	17,828	2,505	164,469	391	800	1,107	2,298
Other assets	1,993	–	136	2,129	4	–	125	129
Liabilities								
ECL on guarantees and other off-balance sheet exposures	–	–	–	–	64	37	–	101
Total	406,654	17,828	2,641	427,123	462	837	1,232	2,531

Notes:

¹ Includes loss allowances of HK\$0.5 million for debt securities that are classified at FVOCI (2018: HK\$1 million)

11 BENEFITS AND INTERESTS OF DIRECTORS

(a) Directors' emoluments

The aggregate amounts of emoluments paid or payable to directors of the Bank during the year are as follows:

In HK\$ millions	2019	2018
Fees ^(a)	5	5
Salaries, housing and other allowances and benefits ^(b)	26	25
Contributions paid under a retirement benefit scheme	1	1
	32	31

(a) The directors' fees, if any, are payable in 2020 to eligible persons who acted as directors of the Bank during the year ended 31 December 2019. Such fees are subject to the approval of the shareholders of the Bank.

(b) The amount included cash bonus accrued during the year, to be paid in the following year. Such cash bonus is subject to the approval of DBSH's Board of Directors. The amount also included the estimated money value of other perquisites.

During the year, no termination benefits were paid by the Bank to any of the Bank's directors.

During the year, the Bank did not incur any payment to third parties for making available directors' services.

(b) Directors' material interests in transactions, arrangements and contracts

No transaction, arrangement and contracts of significance in relation to the Bank's business, to which the Bank or any of its subsidiaries or its holding companies or any subsidiary of its holding companies was a party and in which a director of the Bank or the director's connected party had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

12 INCOME TAX EXPENSE

(a) Income tax expense in the consolidated income statement is comprised of:

In HK\$ millions	2019	2018
Profit before income tax		
– Current year	1,075	949
– Under/(over) provision in prior years	108	(8)
Overseas tax		
– Current year	4	5
Current income tax	1,187	946
Deferred income tax (Note 27(b))		
– Current year	(22)	(32)
– Under provision in prior years	(38)	–
	(60)	(32)
	1,127	914

Hong Kong profits tax has been provided at 16.5% (2018: 16.5%) on the estimated assessable profits for the year. Taxation for overseas subsidiaries and branch are charged at the appropriate current rates of taxation ruling in the countries in which they operate.

(b) The deferred income tax credited to the consolidated income statement comprises the following temporary differences:

In HK\$ millions	2019	2018
Accelerated depreciation allowances	11	17
Impairment allowances	(73)	(23)
Share-based compensation	(1)	–
Right-of-use assets and lease liabilities	(4)	–
Accrued expenses	7	(26)
	(60)	(32)

(c) The tax on the Group's profit before income tax differs from the theoretical amount that would arise using the Hong Kong profits tax rate of 16.5% (2018: 16.5%) is as follows:

In HK\$ millions	2019	2018
Profit before income tax	6,488	6,042
Tax calculated at tax rate of 16.5% (2018: 16.5%)	1,071	997
Effect of different tax rates in other countries	(2)	(2)
Income not subject to tax	(90)	(138)
Expenses not deductible for tax purposes	78	65
Under/(over) provision in prior years	70	(8)
Income tax expense	1,127	914

13 DIVIDEND

(a) Ordinary shares

	2019		2018	
	Per share HK\$	HK\$ millions	Per share HK\$	HK\$ millions
First interim dividend	0.357	2,500	0.286	2,000
Second interim dividend	0.286	2,000	0.286	2,000
Final dividend	–	–	–	–
	0.643	4,500	0.572	4,000

(b) Preference shares

Preferential dividend of HK\$55 million (2018: HK\$55 million) was paid to holder of Class A preference shares during the year.

14 CLASSIFICATION OF FINANCIAL INSTRUMENTS

In HK\$ millions	Mandatorily at FVPL ^(a)	FVPL designated	FVOCI-Debt	FVOCI-Equity	Amortised cost	Hedging derivatives	Total
2019							
Assets							
Cash and balances with central banks	-	-	-	-	2,789	-	2,789
Government securities and treasury bills	2,125	-	22,167	-	6,657	-	30,949
Due from banks	-	-	-	-	236,511	-	236,511
Derivatives	607	-	-	-	-	26	633
Bank and corporate securities	1,080	-	2,146	195	6,123	-	9,544
Loans and advances to customers	-	-	-	-	155,128	-	155,128
Other financial assets	-	-	-	-	6,369	-	6,369
Total financial assets	3,812	-	24,313	195	413,577	26	441,923
Non-financial assets ^(a)	-	-	-	-	-	-	4,774
Total assets	-	-	-	-	-	-	446,697
Liabilities							
Due to banks	-	-	-	-	5,810	-	5,810
Deposits and balances from customers	-	3,517	-	-	370,583	-	374,100
Derivatives	553	-	-	-	-	13	566
Certificates of deposit issued	-	-	-	-	6,358	-	6,358
Other financial liabilities	541	-	-	-	12,391	-	12,932
Subordinated liability	-	-	-	-	4,203	-	4,203
Total financial liabilities	1,094	3,517	-	-	399,345	13	403,969
Non-financial liabilities ^(b)	-	-	-	-	-	-	3,701
Total liabilities	-	-	-	-	-	-	407,670
2018							
Assets							
Cash and balances with central banks	-	-	-	-	3,028	-	3,028
Government securities and treasury bills	11,069	-	21,348	-	5,872	-	38,289
Due from banks	-	-	-	-	222,057	-	222,057
Derivatives	434	-	-	-	-	37	471
Bank and corporate securities	1,092	-	2,367	109	5,850	-	9,418
Loans and advances to customers	-	-	-	-	162,171	-	162,171
Other financial assets	-	-	-	-	7,740	-	7,740
Total financial assets	12,595	-	23,715	109	406,718	37	443,174
Non-financial assets ^(a)	-	-	-	-	-	-	2,487
Total assets	-	-	-	-	-	-	445,661
Liabilities							
Due to banks	-	-	-	-	9,880	-	9,880
Deposits and balances from customers	-	4,185	-	-	359,473	-	363,658
Derivatives	741	-	-	-	-	99	840
Certificates of deposit issued	-	-	-	-	5,558	-	5,558
Other financial liabilities	2,793	-	-	-	20,303	-	23,096
Subordinated liability	-	-	-	-	4,229	-	4,229
Total financial liabilities	3,534	4,185	-	-	399,443	99	407,261
Non-financial liabilities ^(b)	-	-	-	-	-	-	448
Total liabilities	-	-	-	-	-	-	407,709

(a) Includes goodwill, properties and other assets, and deferred tax assets

(b) Includes current tax liabilities, deferred tax liabilities and lease liabilities

(c) Assets and liabilities are mandatorily classified as FVPL when they are held for trading. In addition, debt-type financial assets that are not SPPI in nature are mandatorily classified as FVPL

15 CASH AND BALANCES WITH CENTRAL BANKS

In HK\$ millions	2019	2018
Cash in hand	959	636
Balances with central banks	1,830	2,392
	2,789	3,028

16 GOVERNMENT SECURITIES AND TREASURY BILLS

In HK\$ millions	Mandatorily at FVPL	FVOCI	Amortised cost	Total
2019				
Treasury bills	1,052	17,167	-	18,219
Other debt securities	1,073	5,000	6,657	12,730
	2,125	22,167	6,657	30,949
Of which:				
- listed in Hong Kong, at fair value	1,071	427	-	1,498
- listed outside Hong Kong, at fair value	-	934	-	934
- listed outside Hong Kong, at cost	-	-	6,657	6,657
- unlisted, at fair value	1,054	20,806	-	21,860
	2,125	22,167	6,657	30,949
Analysed by issuer as follows:				
- Sovereigns	2,125	22,167	6,657	30,949
Analysed by rating agency designation as follows:				
- AAA	-	3,447	-	3,447
- AA- to AA+	2,123	17,835	-	19,958
- A- to A+	2	885	6,657	7,544
	2,125	22,167	6,657	30,949

2018				
Treasury bills	10,394	13,362	-	23,756
Other debt securities	675	7,986	5,872	14,533
	11,069	21,348	5,872	38,289
Of which:				
- listed in Hong Kong, at fair value	673	600	-	1,273
- listed outside Hong Kong, at fair value	-	552	-	552
- listed outside Hong Kong, at cost	-	-	5,872	5,872
- unlisted, at fair value	10,396	20,196	-	30,592
	11,069	21,348	5,872	38,289
Analysed by issuer as follows:				
- Sovereigns	11,069	21,348	5,872	38,289
Analysed by rating agency designation as follows:				
- AAA	-	6,817	-	6,817
- AA- to AA+	11,067	13,961	-	25,028
- A- to A+	2	570	5,872	6,444
	11,069	21,348	5,872	38,289

The ratings refer to Standard & Poor's ratings (or their equivalent) to the respective issues of the securities, while in the absence of such issue ratings, ratings designated for the issuers or location of incorporation of the issuers are reported.

As at 31 December 2019, the fair value of the above debt securities classified as amortised cost is HK\$6,695 million (2018: HK\$5,927 million).

As at 31 December 2019 and 2018, there were no impaired, overdue, or rescheduled fair value through other comprehensive income and amortised cost financial assets.

17 DUE FROM BANKS

In HK\$ millions	2019	2018
Balances with banks	2,957	4,352
Placements with and advances to banks		
Remaining maturity		
- Within one month	71,662	64,307
- One year or less but over one month	37,113	40,502
- Over one year and others	124,779	112,898
	233,554	217,707
Gross amount due from banks	236,511	222,059
Allowance for credit and other losses	-	(2)
Net amount due from banks	236,511	222,057

As at 31 December 2019 and 2018, there were no impaired, overdue or rescheduled placements with and advances to banks.

18 BANK AND CORPORATE SECURITIES

In HK\$ millions	Mandatorily at FVPL	FVOCI	Amortised cost	Total
2019				
Debt securities	1,080	2,146	6,124	9,350
Equity securities	-	195	-	195
	1,080	2,341	6,124	9,545
Allowance for credit and other losses	-	-	(1)	(1)
	1,080	2,341	6,123	9,544
Of which:				
Debt securities				
- Listed in Hong Kong, at fair value	1	107	-	108
- Listed outside Hong Kong, at fair value	-	1,965	-	1,965
- Listed outside Hong Kong, at cost	-	-	1,518	1,518
- Unlisted, at fair value	1,079	74	-	1,153
- Unlisted, at cost	-	-	4,605	4,605
	1,080	2,146	6,123	9,349
Equity securities				
- Unlisted, at fair value	-	195	-	195
	1,080	2,341	6,123	9,544

In HK\$ millions	Mandatorily at FVPL	FVOCI	Amortised cost	Total
2019				
Analysed by issuer as follows:				
– Public sector entities	–	–	792	792
– Banks	1,078	2,146	5,331	8,555
– Corporates	2	195	–	197
– Others	–	–	–	–
	1,080	2,341	6,123	9,544
Debt securities analysed by rating agency designation as follows:				
– AAA	–	1,533	5,331	6,864
– A- to A+	1,078	613	–	1,691
– BBB- to BBB+	2	–	–	2
– Unrated	–	–	792	792
	1,080	2,146	6,123	9,349
2018				
Debt securities	1,092	2,367	5,851	9,310
Equity securities	–	109	–	109
	1,092	2,476	5,851	9,419
Allowance for credit and other losses	–	–	(1)	(1)
	1,092	2,476	5,850	9,418
Of which:				
Debt securities				
– Listed in Hong Kong, at fair value	1	445	–	446
– Listed outside Hong Kong, at fair value	–	1,707	–	1,707
– Listed outside Hong Kong, at cost	–	–	1,849	1,849
– Unlisted, at fair value	1,091	215	–	1,306
– Unlisted, at cost	–	–	4,001	4,001
	1,092	2,367	5,850	9,309
Equity securities				
– Unlisted, at fair value	–	109	–	109
	1,092	2,476	5,850	9,418
Analysed by issuer as follows:				
– Banks	1,090	2,339	5,850	9,279
– Corporates	2	109	–	111
– Others	–	28	–	28
	1,092	2,476	5,850	9,418
Debt securities analysed by rating agency designation as follows:				
– AAA	–	1,397	5,850	7,247
– A- to A+	1,090	942	–	2,032
– BBB- to BBB+	2	–	–	2
– Unrated	–	28	–	28
	1,092	2,367	5,850	9,309

The ratings refer to Standard & Poor's ratings (or their equivalent) to the respective issues of the securities, while in the absence of such issue ratings, ratings designated for the issuers are reported.

As at 31 December 2019, the fair value of the above debt securities classified as amortised cost is HK\$6,186 million (2018: HK\$5,797 million).

As at 31 December 2019 and 2018, there were no impaired, overdue or rescheduled fair value through other comprehensive income and amortised cost financial assets.

19 LOANS AND ADVANCES TO CUSTOMERS

In HK\$ millions	2019	2018
Gross loans and advances to customers	157,831	164,469
Allowance for credit and other losses		
– Specific allowances	(1,308)	(1,107)
– General allowances	(1,395)	(1,191)
	155,128	162,171
Comprising:		
– Trade bills	6,707	10,482
– Loans	148,421	151,689
	155,128	162,171
Loans and advances to customers include finance leases and hire purchase contracts receivables and are analysed as follows:		
In HK\$ millions	2019	2018
Gross investments in finance leases and hire purchase contracts receivables:		
– Not later than one year	553	433
– Later than one year and not later than five years	2,039	1,593
– Later than five years	5,254	6,806
	7,846	8,832
Unearned future finance income	(11)	(8)
Net investments in finance leases and hire purchase contracts receivables	7,835	8,824
The net investments in finance leases and hire purchase contracts receivables are analysed as follows:		
– Not later than one year	550	429
– Later than one year and not later than five years	2,031	1,588
– Later than five years	5,254	6,807
	7,835	8,824

The unguaranteed residual values included in the gross investments in finance leases and hire purchase contracts receivables as at 31 December 2019 and 2018 are not material.

The individual impairment allowances for finance leases and hire purchase contracts receivables amounted to HK\$22 million as at 31 December 2019 (2018: HK\$1 million).

20 OTHER ASSETS

In HK\$ millions	2019	2018
Accrued interest receivables	1,638	1,729
Acceptances	1,461	1,993
Deferred tax assets (Note 27(b))	183	153
Cash collateral placed	1	105
Others	3,296	4,042
	6,579	8,022
Allowance for credit and other losses	(27)	(129)
	6,552	7,893

21 SUBSIDIARIES

The main operating subsidiary of the Group, which is wholly and directly owned by the Bank, is listed below:

Name of company	Place of incorporation	Place of operation	Particulars of issued share capital	Principal activities
Ting Hong Nominees Limited	Hong Kong	Hong Kong	10,000 shares	Provision of nominee, trustee and agency services

22 GOODWILL

As at 31 December 2019, the carrying value of the Group's goodwill arising from acquisition of subsidiaries is allocated to the Group's cash-generating units (CGUs) or groups of CGUs as follows:

In HK\$ millions	2019	2018
Goodwill	168	168

The carrying values of the CGUs are reviewed at least once a year to determine if the goodwill associated with them should be impaired. If a CGU's carrying value exceeds its recoverable value, a goodwill impairment charge is recognised in the income statement.

The recoverable value is determined based on a value-in-use calculation. The CGU's five-year projected cash flows, taking into account projected regulatory capital requirements, are discounted by its cost of capital to derive their present value. To derive the value beyond the fifth year, a long-term growth rate is imputed to the fifth-year cash flow and then discounted by the cost of capital to derive the terminal value. The long-term growth rate used does not exceed the historical long-term growth rate of the market the CGU operates in. The recoverable value is the sum of the present value of the five-year cash flows and the terminal value.

A growth rate of 4.5% (2018: 4.5%) and discount rate of 9.0% (2018: 9.0%) were assumed in the value-in-use calculation.

The process of evaluating goodwill impairment involves management judgement and prudent estimates of various factors including future cash flows as well as the cost of capital and long-term growth rates. The results can be highly sensitive to the assumptions used. Management believes that any reasonably possible change in the key assumptions would not cause the carrying amount of the operating unit to exceed its recoverable amount at 31 December 2019. However, if conditions in Hong Kong and the banking industry deteriorate and turn out to be significantly worse than anticipated in the Group's performance forecast, the goodwill may be impaired in future periods.

23 PROPERTIES AND OTHER FIXED ASSETS

In HK\$ millions	2019	2018
Owned properties and other fixed assets (Note 23(a))	2,247	2,166
Leased properties and other fixed assets (Note 23(b))	2,176	–
Total	4,423	2,166

(a) Owned properties and other fixed assets

In HK\$ millions	Freehold land and building	Land and buildings	Furniture, fixtures and equipment	Subtotal	Investment properties	Total
2019						
Cost						
As at 1 January 2019	23	2,346	2,134	4,503	33	4,536
Additions	–	21	360	381	–	381
Disposals/written off ^(a)	–	(3)	(104)	(107)	–	(107)
As at 31 December 2019	23	2,364	2,390	4,777	33	4,810
Accumulated depreciation and impairment						
As at 1 January 2019	17	961	1,372	2,350	20	2,370
Charge for the year (Note 9)	–	18	273	291	1	292
Disposals	–	(1)	(98)	(99)	–	(99)
As at 31 December 2019	17	978	1,547	2,542	21	2,563
Net book value						
As at 31 December 2019	6	1,386	843	2,235	12	2,247
2018						
Cost						
As at 1 January 2018	23	2,361	1,707	4,091	2	4,093
Additions	–	17	442	459	–	459
Disposals	–	(1)	(15)	(16)	–	(16)
Transfers	–	(31)	–	(31)	31	–
As at 31 December 2018	23	2,346	2,134	4,503	33	4,536
Accumulated depreciation and impairment						
As at 1 January 2018	17	928	1,168	2,113	1	2,114
Charge for the year (Note 9)	–	53	219	272	–	272
Disposals	–	(1)	(15)	(16)	–	(16)
Transfers	–	(19)	–	(19)	19	–
As at 31 December 2018	17	961	1,372	2,350	20	2,370
Net book value						
As at 31 December 2018	6	1,385	762	2,153	13	2,166

(a) Included amount written off of HK\$8 million (2018: Nil).

The total market value of all properties as at 31 December 2019 was HK\$7,855 million (2018: HK\$9,000 million), of which investment properties accounted for HK\$278 million (2018: HK\$332 million). The market values are determined using investment method, or using a combination of comparable sales and investment methods. The properties are classified under Level 3 of the fair value hierarchy and the significant unobservable input used for valuation is market yields. As at 31 December 2019, there were no transfers into or out of Level 3.

The Group leases out investment properties under operating leases that run for a period of three years.

The minimum lease receivables as at the balance sheet date are as follows:

In HK\$ millions	2019	2018
Minimum lease receivables		
Not later than 1 year	9	9
Later than 1 year but not later than 5 years	8	17
Total	17	26

During the year, the Group did not purchase any furniture, fixtures and equipment from a fellow subsidiary (2018: HK\$5 million).

The net book values of land and buildings and investment properties held by the Group are as follows:

In HK\$ millions	2019		2018	
	Land and buildings	Investment properties	Land and buildings	Investment properties
Freeholds				
Held outside Hong Kong	6	–	6	–
Leaseholds				
Held in Hong Kong				
– Leases of over 50 years	134	1	142	1
– Leases of between 10 to 50 years	1,250	11	1,241	12
Held outside Hong Kong				
– Leases of between 10 to 50 years	2	–	2	–
	1,386	12	1,385	13

(b) Leased properties and other fixed assets

2019 In HK\$ millions	Properties	Other fixed assets	Total
As at 1 January 2019	2,692	94	2,786
Additions of right-of-use assets during the year	62	59	121
Changes of lease term	(415)	–	(415)
Depreciation charge for the year	(286)	(30)	(316)
As at 31 December 2019	2,053	123	2,176

The Group's leases comprise primarily of office premises, branches and data centres. The leases of office premises are typically contracted for periods up to 9 years, whilst leases of other assets are up to 5 years. Some leases may also include renewal rights.

Lease payments are generally agreed upfront except for lease payments on certain significant leases of office premises and for renewal periods whereby the lease payments are subject to periodic adjustments based on prevailing market rates.

24 DEPOSITS AND BALANCES FROM CUSTOMERS

In HK\$ millions	2019	2018
Deposits from customers, at amortised Cost	370,583	359,473
Structured investment deposits classified as financial liabilities designated at FVPL ^(a)	3,517	4,185
	374,100	363,658
Analysed by:		
– Demand deposits and current accounts	68,982	67,130
– Savings deposits	143,736	140,032
– Time, call and notice deposits	161,382	156,496
	374,100	363,658

(a) Changes in fair value arising from changes in credit risk are determined as the amount of change in their fair value that is not attributable to changes in market conditions that give rise to market risk. Changes in market conditions that give rise to market risk include changes in benchmark interest rate, foreign exchange rate or index of prices or rates. Changes in fair value arising from changes in credit risk are considered not significant. The carrying amount of the financial liabilities designated at fair value through profit or loss was HK\$15 million higher than the contractual amount at maturity as at 31 December 2019 (2018: HK\$21 million lower).

25 CERTIFICATES OF DEPOSIT ISSUED

In HK\$ millions	2019	2018
Certificates of deposit issued, measured at amortised cost	6,358	5,558

26 OTHER LIABILITIES

In HK\$ millions	2019	2018
Accrued interest payable	763	716
Acceptances	1,461	1,993
Current income tax liabilities (Note 27(a))	1,440	446
Deferred tax liabilities (Note 27(b))	2	2
Payable in respect of short sale of securities (Note 35)	541	2,793
Lease Liabilities ^(c)	2,259	–
Other liabilities and provisions ^{(a) (b)}	10,167	17,594
	16,633	23,544

(a) Included income received in advance of HK\$1,226 million (2018: HK\$1,337 million) arising from the 15-year distribution agreement with Manulife to be amortised on a straight-line basis. HK\$117 million (2018: HK\$111 million) of the income received in advance was recognized as fee income during the year.

(b) Included allowance for credit and other losses of HK\$110 million (2018: HK\$101 million).

(c) Total lease payments made during the year amount to HK\$324 million. (2018: Nil).

27 TAXATION**(a) Current income tax assets and liabilities**

In HK\$ millions	2019	2018
Current income tax liabilities (Note 26)		
Hong Kong profits tax payable	1,424	428
Overseas tax payable	16	18
	1,440	446

(b) Deferred income tax

In HK\$ millions	2019	2018
Included in "Other assets" (Note 20)		
– Deferred tax assets	183	153
Included in "Other liabilities" (Note 26)		
– Deferred tax liabilities	(2)	(2)
	181	151

The movements on the net deferred tax assets and liabilities are as follows:

In HK\$ millions	2019	2018
As at 1 January	151	122
Impact of adopting HKFRS 16 at 1 January 2019	10	–
Deferred income tax charged to income statement (Note 12(a))	60	32
Deferred income tax debited to equity (Note 29(b))	(40)	(3)
As at 31 December	181	151

Deferred tax assets and liabilities are attributable to the following items:

In HK\$ millions	2019	2018
Deferred tax assets		
Impairment allowances	286	213
Share-based compensation	18	17
Right-of-use assets and lease liabilities	14	–
Accrued expenses	21	28
Revaluation of investment securities	2	13
	341	271
Deferred tax liabilities		
Impairment allowances	(2)	(2)
Accelerated depreciation allowances	(124)	(113)
Cash flow hedge investment	(34)	(5)
	(160)	(120)

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The deferred tax assets and liabilities are to be recovered and settled after one year and the following amounts, determined after appropriate offsetting, are shown in the statement of financial position:

In HK\$ millions	2019	2018
Deferred tax assets	341	271
Deferred tax liabilities	(158)	(118)
Deferred tax assets included in "Other assets"	183	153

28 SUBORDINATED LIABILITY

On 13 December 2017, the Bank issued a subordinated loan (the "Loan") of US\$540 million to DBS Group Holdings Ltd. Interest on the Loan is payable quarterly at USD 3-month LIBOR plus 1.62% per annum. The Loan will mature on 13 December 2027, and is repayable on 13 December 2022 or any date thereafter. The terms require the Loan to be written off if and when the Hong Kong Monetary Authority ("HKMA") notifies the Bank that a write-off, or a public sector injection of capital (or equivalent support), is necessary, without which the Bank would become non-viable. In addition, the lender of the Loan is subject to the exercise of the Hong Kong Resolution Authority Power by the relevant Hong Kong Resolution Authority. The Loan is qualified as Tier 2 capital of the Bank under the Banking (Capital) Rules made by the HKMA.

29 CAPITAL AND RESERVES**(a) Share capital**

	2019		2018	
	Number of shares	HK\$ millions	Number of shares	HK\$ millions
Ordinary shares				
At 1 January and 31 December	7,000 million	7,595	7,000 million	7,595
Preference shares⁽ⁱ⁾				
At 1 January and 31 December	140	1,400	140	1,400
Issued share capital at 31 December		8,995		8,995

(i) The Bank issued 140 non-cumulative Class A preference shares to its parent holding company, DBS Group Holdings Ltd, on 13 October 2016 for an aggregate issue price of HK\$1,400 million. Dividends are payable annually at the rate of 3.9% per annum at the discretion of the Bank. The preference shares are redeemable on 13 October 2021 or any date thereafter. The terms require the preference shares to be converted into ordinary shares if and when the HKMA notifies the Bank that a conversion of the instrument, or a public sector injection of capital (or equivalent support), is necessary, without which the Bank would become non-viable. In addition, the holder of the preference shares is subject to the exercise of the Hong Kong Resolution Authority Power by the relevant Hong Kong Resolution Authority. The preference shares qualify as Additional Tier 1 capital of the Bank under the Banking (Capital) Rules made by the HKMA.

(b) Reserves**Group**

In HK\$ millions	Capital reserves	FVOCI reserve	Cash flow hedge reserve	Property revaluation reserve	General reserve	Retained earnings	Total reserves
2019							
Balance as at 1 January 2019	12	11	24	9	2,399	26,502	28,957
Impact of adopting HKFRS 16 on 1 January 2019 (Note 2(b))	–	–	–	–	–	(25)	(25)
Restated balance as at 1 January 2019	12	11	24	9	2,399	26,477	28,932
Net valuation taken to equity	–	234	356	–	–	–	590
Transferred to income statement	–	(74)	(182)	–	–	–	(256)
Deferred income tax debited to equity (Note 27(b))	–	(11)	(29)	–	–	–	(40)
Profit attributable to shareholders	–	–	–	–	–	5,361	5,361
Dividend paid	–	–	–	–	–	(4,555)	(4,555)
Balance as at 31 December 2019	12	160	169	9	2,399	27,283	30,032
2018							
Balance as at 1 January 2018	12	(86)	–	9	2,399	27,341	29,675
Impact of merger of a commonly controlled business (Note 2(a))	–	–	–	–	–	231	231
Impact of change in measurement model of investment properties (Note 2(j))	–	–	–	–	–	(7)	(7)
Restated balance as at 1 January 2018	12	(86)	–	9	2,399	27,565	29,899
Impact of adopting HKFRS 9 on 1 January 2018 (Note 2(b))	–	96	–	–	–	(414)	(318)
Restated balance as at 1 January 2018	12	10	–	9	2,399	27,151	29,581
Net valuation taken to equity	–	(2)	88	–	–	–	86
Transferred to income statement	–	1	(59)	–	–	–	(58)
Deferred income tax debited to equity (Note 27(b))	–	2	(5)	–	–	–	(3)
Acquisition of a commonly controlled business	–	–	–	–	–	(222)	(222)
Profit attributable to shareholders	–	–	–	–	–	5,128	5,128
Dividend paid	–	–	–	–	–	(5,555)	(5,555)
Balance as at 31 December 2018	12	11	24	9	2,399	26,502	28,957

Bank

In HK\$ millions	FVOCI reserve	Cash flow hedge reserve	Property revaluation reserve	General reserve	Retained earnings	Total reserves
2019						
Balance as at 1 January 2019	11	24	9	2,285	26,431	28,760
Impact of adopting HKFRS 16 on 1 January 2019 (Note 2(b))	–	–	–	–	(25)	(25)
Restated balance as at 1 January 2019	11	24	9	2,285	26,406	28,735
Net valuation taken to equity	234	356	–	–	–	590
Transferred to income statement	(74)	(182)	–	–	–	(256)
Deferred income tax credited to equity (Note 27(b))	(11)	(29)	–	–	–	(40)
Profit attributable to shareholders	–	–	–	–	5,360	5,360
Dividend paid	–	–	–	–	(4,555)	(4,555)
Balance as at 31 December 2019	160	169	9	2,285	27,211	29,834
2018						
Balance as at 1 January 2018	(86)	–	9	2,285	27,272	29,480
Impact of merger of a company controlled business (Note 2(a))	–	–	–	–	231	231
Impact of change in measurement model of investment properties (Note 2(j))	–	–	–	–	(7)	(7)
Impact of adopting HKFRS 9 on 1 January 2018 (Note 2(b))	(86)	–	9	2,285	27,496	29,704
Restated balance as at 1 January 2018	10	–	9	2,285	27,082	29,386
Net valuation taken to equity	(2)	88	–	–	–	86
Transferred to income statement	1	(59)	–	–	–	(58)
Deferred income tax credited to equity (Note 27(b))	2	(5)	–	–	–	(3)
Consideration paid for acquiring a commonly controlled business	–	–	–	–	(222)	(222)
Profit attributable to shareholders	–	–	–	–	5,126	5,126
Dividend paid	–	–	–	–	(5,555)	(5,555)
Balance as at 31 December 2018	11	24	9	2,285	26,431	28,760

The investment revaluation reserve represents the cumulative net change in the fair value of financial instruments classified at fair value through other comprehensive income.

Properties revaluation reserve represents the difference between the carrying amount and the fair value of the properties transferred as investment property at the date of changes.

The general reserve is comprised of transfers from the previous years' retained earnings.

As at 31 December 2019, HK\$229 million (2018: HK\$534 million) was earmarked as the regulatory reserve from the retained earnings. The regulatory reserve is maintained to satisfy the provisions of the Banking Ordinance for prudential supervision purposes. Movements in the reserve are made directly through retained earnings and in consultation with the HKMA.

30 FAIR VALUE OF FINANCIAL INSTRUMENTS

(a) Valuation process

The valuation processes within the Group are governed by the Valuation Policy and Supporting Standards. These policy and standards apply to financial assets and liabilities where mark-to-market or model valuation is required. The overall framework is endorsed by Group Market and Liquidity Risk Committee and Risk Executive Committee before approval by the Board Risk Management Committee.

The Valuation Policy and supporting Standards govern the revaluation of all financial assets and liabilities that are fair value measured, covering both market prices as well as model inputs. Financial assets and liabilities are marked directly using reliable and independent market prices or by using reliable and independent market parameters (as model inputs) in conjunction with a valuation model. Products with a liquid market or those traded via an exchange will fall under the former while most over-the-counter ("OTC") products will form the latter. Market parameters include interest rate yield curves, credit spreads, exchange prices, dividend yields, option volatilities and foreign exchange rates.

Valuation models go through an assurance process carried out by the Risk Management Group, independent of the model developers. This assurance process would review the underlying methodology including its logic and conceptual soundness together with the model inputs and outputs. Model assurances are conducted prior to implementation and subject to regular review or when there are significant changes arising from market or portfolio changes. Where necessary, the Group also imposes model reserves and other adjustments in determining fair value. Models are approved by the Group Market and Liquidity Risk Committee.

The majority of OTC derivatives are traded in active markets. Valuations are determined using generally accepted models (discounted cash flows, Black-Scholes model, interpolation techniques) based on quoted market prices for similar instruments or underlyings or market parameters.

A process of independent price verification ("IPV") is in place to establish the accuracy of the market parameters used when the marking is performed by the Front Office. The IPV process entails independent checks to compare traders' marks to independent sources such as broker/dealer sources or market consensus providers. The results of the IPV are reviewed by independent control functions on a monthly basis.

For illiquid financial instruments where mark-to-market is not possible, the Group will value these products using an approved valuation model. Prices and parameters used as inputs to the model or to any intermediate technique involving a transformation process must be derived using approved market reliable sources. Where possible, the inputs must be checked against multiple sources for reliability and accuracy. Reliance will be placed on the model assurance process established by Risk Management Group for assurance of valuation models as fit for purpose.

The Group uses various market accepted benchmark interest rates such as LIBOR and Swap Offer Rates to determine the fair value of the financial instruments.

Where unobservable inputs are used in these models resulting in Level 3 classification, valuation adjustments or reserves will be taken for the purpose of adjusting for uncertainty in valuations. Valuation adjustment or reserve methodologies are used to substantiate the unobservable inputs and attempt to quantify the level of uncertainty in valuations. Such methodologies are governed by the Valuation Policy and supporting Standards and require approval by the Group Market and Liquidity Risk Committee.

The main valuation adjustments and reserves are described below:

Model and Parameter Uncertainty Adjustments

Valuation uncertainties may occur during fair value measurement either due to uncertainties in the required input parameters or uncertainties in the modeling methods used in the valuation process. In such situations, adjustments may be necessary to take these factors into account.

For example, where market data such as prices or rates for an instrument are no longer observable after an extended period of time, these inputs used to value the financial instruments may no longer be relevant in the current market conditions. In such situations, adjustments may be necessary to address the pricing uncertainty arising from the use of stale market data inputs.

Credit Valuation Adjustments

Credit valuation adjustments are taken to reflect the impact on fair value of counterparty credit risk. Credit valuation adjustments are based upon the creditworthiness of the counterparties, magnitude of the current or potential exposure on the underlying transactions, netting and collateral arrangements, and the maturity of the underlying transactions.

Day 1 Profit or Loss (P&L) Reserve

In situations where the market for an instrument is not active and its fair value is established using a valuation model based on significant unobservable market parameters, Day 1 P&L reserve is utilised to defer the P&L arising from the difference between the

transaction price and the model value. A market parameter is defined as being significant when its impact on the Day 1 P&L is greater than an internally determined threshold. The Day 1 P&L reserve is released to profit or loss as the parameters become observable or the transaction closed out or amortised over the duration of the transaction. As at 31 December 2019, there was no Day 1 P&L reserve (31 December 2018: nil).

Bid Offer Adjustments

The Group often holds, at varying points in time, both long or short positions in financial instruments which are valued using mid market levels. Bid offer adjustments are then made to account for close-out costs.

(b) Fair value hierarchy

The fair value hierarchy accords the highest level to observable inputs such as unadjusted quoted prices in active markets for identical assets or liabilities and the lowest level to unobservable inputs. The fair value measurement of each financial instrument is categorised in accordance to the same level of the fair value hierarchy as the input with the lowest level that is significant to the entire measurement. If unobservable inputs are deemed as significant, the financial instrument will be categorised as Level 3.

Financial instruments that are valued using quoted prices in active markets are classified as Level 1 of the valuation hierarchy. These would include government and sovereign securities, listed equities and corporate debt securities which are actively traded. Derivatives contracts which are traded in an active exchange market are also classified as Level 1 of the valuation hierarchy.

Where fair value is determined using quoted market prices in less active markets or quoted prices for similar assets and liabilities, such instruments are generally classified as Level 2. In cases where quoted prices are generally not available, the Group will determine the fair value based on valuation techniques that use market parameters as inputs including but not limited to yield curves, volatilities and foreign exchange rates. The majority of valuation techniques employ only observable market data and so reliability of the fair value measurement is high. These would include corporate debt securities, repurchase, reverse repurchase agreements and most of the Group's over-the-counter derivatives.

The Group classifies financial instruments as Level 3 when there is reliance on unobservable market parameters whether used directly to value a financial asset or liability, or used as inputs to the valuation model attributing to a significant contribution to the instrument value. These would include all input parameters which are derived from historical data for example asset correlations or certain volatilities as well as unquoted equity securities. The fair value of unquoted equity securities is measured in comparison with recent transactions in the equity of the company in question or comparable companies in similar industries. Level 3 instruments also include unquoted equity securities which are measured based on the net asset value of the investments. In addition, Level 3 inputs include all stale quoted security prices and other approximations (e.g. bonds valued using credit default swap spreads).

The following table presents assets and liabilities measured at fair value, classified by level of the fair value hierarchies:

In HK\$ millions	Level 1	Level 2	Level 3	Total
2019				
Assets				
Financial assets at fair value through profit or loss				
– Government securities and treasury bills	2,125	–	–	2,125
– Bank and corporate securities	1	1,079	–	1,080
Fair value through other comprehensive income financial assets				
– Government securities and treasury bills	21,760	407	–	22,167
– Bank and corporate securities	2,116	30	195	2,341
Derivatives	–	633	–	633
Liabilities				
Financial liabilities at fair value through profit or loss				
– Payable in respect of short sale of securities	541	–	–	541
– Deposits and balances from customers	–	3,517	–	3,517
Derivatives	–	566	–	566

In HK\$ millions	Level 1	Level 2	Level 3	Total
2018				
Assets				
Financial assets at fair value through profit or loss				
– Government securities and treasury bills	11,069	–	–	11,069
– Bank and corporate securities	–	1,092	–	1,092
Fair value through other comprehensive income financial assets				
– Government securities and treasury bills	21,038	310	–	21,348
– Bank and corporate securities	2,239	128	109	2,476
Derivatives	–	471	–	471
Liabilities				
Financial liabilities at fair value through profit or loss				
– Payable in respect of short sale of securities	2,793	–	–	2,793
– Deposits and balances from customers	–	4,185	–	4,185
Derivatives	–	840	–	840

During the year, the Group transferred financial assets and liabilities from Level 1 to Level 2 due to reduced market activity and from Level 2 to Level 1 arising from increased market activity.

(c) Fair value of financial assets and liabilities not carried at fair value

For financial assets and liabilities not carried at fair value on the financial statements, the Group has ascertained that their fair values were not materially different from the carrying amounts at year end as shown below. The bases of arriving at their fair values are as follows:

(i) Due from banks

The estimated fair value of placements with and advances to banks is based on the discounted cash flows using the prevailing money market interest rates for placements and advances with similar remaining maturity.

(ii) Loans and advances to customers

The fair value approximates their carrying amount as majority of the loans and advances to customers are on floating rate terms.

(iii) Bank and corporate securities – loans and receivables

The fair values are determined based on independent market quotes, where available. Where market prices are not available, fair values are estimated using discounted cash flow method. The fair value is set out in Note 18.

(iv) Due to banks and Deposits and balances from customers

The estimated fair value of deposits with no stated maturity, which includes non-interest-bearing deposits, is the amount repayable on demand. The estimated fair value of deposits and other borrowings with fixed interest rates is based on discounted cash flows using prevailing interest rates with similar remaining maturity.

(v) Certificates of deposit issued

The estimated fair value of certificates of deposit issued is based on discounted cash flows using the prevailing money market interest rates with similar remaining maturity.

(vi) Subordinated liability

The fair value of subordinated liability approximates its carrying amount as it is on floating rate term and bears interest at prevailing market interest rate.

31 NOTES TO CONSOLIDATED CASH FLOW STATEMENT

(a) Analysis of changes in financing activities during the year

In HK\$ millions	Lease liabilities
Balance as at 1 January 2019	–
Impact of adopting HKFRS 16 on 1 January 2019	2,846
Interest element of lease liabilities	31
Cash outflow from financing activities	(324)
Net change due to addition and changes of lease term	(294)
Balance as at 31 December 2019	2,259

(b) Analysis of the balances of cash and cash equivalents

In HK\$ millions	2019	2018
Cash and balances with central banks	2,789	3,028
Due from banks		
– Balances with banks	2,957	4,352
– Placements with and advances to banks repayable with original maturity within three months	66,081	59,308
Bills and notes repayable with original maturity within three months	8,239	6,834
	80,066	73,522

32 DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGING ACTIVITIES

(a) Derivatives

The Group uses financial derivatives to hedge the positions of the Group. It also trades in financial instruments where it takes positions in traded and over-the-counter instruments, including derivatives, to take advantage of short term market movements in bond price, currency and interest rate. The Group places trading limits on the level of exposure that can be taken in relation to both overnight and intra-day market positions. With the exception of specific hedging arrangements, foreign exchange and interest rate exposures associated with these derivatives are normally offset by entering into counterbalancing positions, thereby controlling the variability in the net cash amounts required to liquidate market positions.

The following is a summary of each significant type of derivatives:

In HK\$ millions	Contract/ notional amount	Positive fair values	Negative fair values
2019			
Derivatives held for trading			
Interest rate derivatives			
– Interest rate swaps	18,540	198	250
– Interest rate options	2,336	3	3
– Interest rate caps/floors	1,374	–	–
Sub-total	22,250	201	253
Foreign exchange (FX) derivatives			
– FX contracts	91,833	296	191
– Currency swaps	7,388	33	33
– Currency options	30,784	53	52
Sub-total	130,005	382	276
Equity derivatives	1,132	18	18
Credit derivatives	8,801	6	6
Commodity derivatives	3	–	–
Total derivatives held for trading	162,191	607	553
Derivatives held for hedging			
Interest rate swaps held for fair value hedge	1,351	14	–
Currency swaps held for cash flow hedge	6,397	12	13
Total derivatives held for hedging	7,748	26	13
Total derivatives	169,939	633	566

In HK\$ millions	Contract/ notional amount	Positive fair values	Negative fair values
2018			
Derivatives held for trading			
Interest rate derivatives			
– Interest rate swaps	16,531	139	166
– Interest rate options	–	–	–
– Interest rate caps/floors	2,538	–	–
Sub-total	19,069	139	166
Foreign exchange (FX) derivatives			
– FX contracts	129,283	189	457
– Currency swaps	7,599	27	27
– Currency options	8,547	42	54
Sub-total	145,429	258	538
Equity derivatives	1,282	28	28
Credit derivatives	6,503	9	9
Commodity derivatives	–	–	–
Total derivatives held for trading	172,283	434	741

Derivatives held for hedging

Interest rate swaps held for fair value hedge	1,665	37	–
Currency swaps held for cash flow hedge	5,691	–	99
Total derivatives held for hedging	7,356	37	99
Total derivatives	179,639	471	840

The amounts are shown on a gross basis and do not take into account the effect of bilateral netting arrangements. The contract or notional amounts of these instruments indicate the volume of transactions outstanding as at the end of the reporting period; they do not represent amounts at risk.

(b) Hedging derivatives

The accounting treatment of the hedge derivative transactions varies according to the nature of the hedge and whether the hedge meets the specified criteria to qualify for hedge accounting. Derivatives transacted as economic hedges but do not qualify for hedge accounting are treated in the same way as derivative instruments held for trading purposes.

(c) Hedge accounting

The Group enters into hedging transactions to manage exposures to interest rate and foreign currency risks. Hedge accounting is applied to minimise volatility in earnings arising from changes in interest rate and foreign exchange rates.

Refer to Note 37 for more information on market risk and the Group's risk management practices and Note 2(o) for the Group's accounting policy for hedge accounting.

Fair value hedge

In accordance with the risk management strategy in place, the Group enters into interest rate swaps to mitigate the risk of changes in interest rates on the fair value of the following:

- issued fixed rate debt; and
- a portion of purchased fixed rate bonds.

In such instances, the Group hedges the benchmark interest rate risk component which is an observable and reliably measurable component of interest rate risk. Specifically, the Group has designated fair value hedge relationships, on a hedge-by-hedge basis, to hedge against movements in the benchmark interest rate. This effectively results in the recognition of interest expense (for fixed rate liabilities), or interest income (for fixed rate assets) at floating rates.

The Group manages all other risks derived by these exposures, such as credit risk, but hedge accounting is not applied for those risks.

The Group assesses prospective hedge effectiveness by comparing the changes in fair value of the hedged item resulting from

movements in the benchmark interest rate with the changes in fair value of the interest rate swaps used to hedge the exposure. The Group determines the hedge ratio by comparing the notional of the derivative with the principal of the debt issued or the bond asset purchased, or the loan granted.

For all interest rate swaps used for hedging purposes, critical terms match or nearly match those of the underlying hedged items.

The Group has identified the following possible sources of ineffectiveness:

- The use of derivatives as a protection against interest rate risk creates an exposure to the derivative counterparty's credit risk which is not offset by the hedged item. This risk is minimised by entering into derivatives with high credit quality counterparties; or
- Use of different discounting curves when measuring the fair value of the hedged items and hedging instruments. For derivatives the discounting curve used depends on collateralisation and the type of collateral used; or
- Difference in the timing of settlement of hedging instruments and hedged items.

No other significant sources of ineffectiveness were identified in these hedge relationships.

The following table sets out the maturity profile of the hedging instruments used in fair value hedges. The amounts shown in the table reflect the notional amounts of derivatives and the carrying amounts of loans and deposits (if any). Refer to Note 32 for the carrying values of the derivatives.

In HK\$ millions	Less than 1 year	1 to 5 years	More than 5 years	Total
2019				
Derivatives (notional)				
Interest rate swaps	900	451	–	1,351
2018				
Derivatives (notional)				
Interest rate swaps	313	1,352	–	1,665

The table below provides information on hedged items relating to fair value hedges.

In HK\$ millions	Carrying amounts (including hedge adjustments)	Fair value hedge adjustments included in carrying amounts
2019		
Assets		
Bank and corporate debt securities	231	(2)
Liabilities		
Other debt securities	1,119	2
2018		
Assets		
Bank and corporate debt securities	538	(10)
Liabilities		
Other debt securities	1,133	17

For the year ended 31 December 2019, the net losses on hedging instruments used to calculate hedge effectiveness was HK\$20 million (2018: losses of HK\$25 million). The net gains on hedged items attributable to the hedged risk amounted to HK\$20 million (2018: gains of HK\$25 million). The ineffectiveness arising from these hedges for 2019 and 2018 were insignificant and recorded in the income statement as "net trading income".

Cash flow hedge

The Group is predominantly exposed to variability in future cash flows due to interest rate movements and foreign currency fluctuations against HKD from the following:

- forecasted interest earnings denominated in foreign currency;
- issued floating or fixed rate foreign currency debt; and
- a portion of purchased floating or fixed rate foreign currency bonds.

In accordance with the Group risk management strategy the Group enters into interest rate swaps, forward contracts or cross currency swaps to protect against the variability of cash flows due to changes in interest rates and/or foreign currency exchange rates. In such instances, cash flow hedge relationships are designated. These are applied on a hedge-by-hedge basis.

The Group also enters into cross currency swaps to mitigate 100% of the risk of fluctuation of coupon and principal cash flows due to changes in foreign currency rates of issued foreign currency debt and a portion of purchased foreign currency bonds. Critical terms of the cross-currency swaps match that of the issued foreign currency debt or purchased foreign currency bonds. In this way the Group exchanges foreign currency interest and principal cash flows, to HKD cash flows.

The Group manages all other risks derived by these exposures, such as credit risk, but they do not apply hedge accounting for these risks.

The Group has identified the following possible sources of ineffectiveness in its cash flow hedge relationships:

- The use of derivatives as a protection against currency and interest rate risk creates an exposure to the derivative counterparty's credit risk which is not offset by the hedged item. This risk is minimised by entering into derivatives with high credit quality counterparties;
- Difference in tenor of hedged items and hedging instruments;
- Difference in timing of settlement of the hedging instrument and hedged item.
- Designation of off-market hedging instruments.

The following table sets out the maturity profile of the hedging instruments used in cash flow hedges. The amounts shown in the table reflect the notional amounts of derivatives and the carrying amounts of loans and deposits. Refer to Note 32 for the carrying values of the derivatives.

In HK\$ millions	Less than 1 year	1 to 5 years	More than 5 years	Total
2019				
Derivatives (notional)				
Currency swaps FX contracts	–	394	6,003	6,397
2018				
Derivatives (notional)				
Currency swaps FX contracts	–	–	5,691	5,691

The currency swaps have maturity dates that coincide within the expected occurrence of these transactions. The forecast transactions are expected to occur within seven years from the balance sheet date, and are expected to affect income statements in the same period these cash flow occur.

The ineffectiveness arising from these hedges for 2019 and 2018 were insignificant.

Refer to Note 29 for information on the cash flow hedge reserve.

33 CONTINGENT LIABILITIES AND COMMITMENTS

The following is a summary of the contractual amounts of each significant class of contingent liabilities and commitments:

In HK\$ millions	2019	2018
Direct credit substitutes	273	525
Transaction-related contingencies	2,835	2,252
Trade-related contingencies	8,762	8,197
Forward deposits placed	–	2,276
Other commitments with an original maturity of not more than one year	27	9,377
Other commitments with an original maturity of more than one year	2,156	2,109
Other commitments which are unconditionally cancellable	161,566	150,084
	175,619	174,820
Credit risk-weighted amount	15,735	19,531

The information is prepared with reference to the Banking (Capital) Rules. For accounting purposes, acceptances are recognised on the statement of financial position in "Other assets" and "Other liabilities" in accordance with HKFRS 9 Financial Instruments. For the purpose of the Banking (Capital) Rules, acceptances are included in the capital adequacy calculation as if they were trade-related contingencies. The contract amount of acceptances included in the table above was HK\$1,461 million (2018: HK\$1,993 million).

In December 2017, the Bank renewed a five-year outsourcing agreement, with respect to the provision of information technology and related support for the Group's operation in Hong Kong. There are various termination clauses contained within the agreement

which indicated that under certain circumstances the service company could require the Group to pay termination cost on early termination of the contract. The exact amount of termination cost cannot be reliably determined as it is dependent upon business volumes over the period of the contract and on the timing of the termination itself.

Other than the claims with provisions recognised in other liabilities, the Group is currently being served a number of claims related to the normal commercial activities. It is not probable that a significant liability would arise from these claims.

34 CAPITAL COMMITMENTS

Capital commitments outstanding at the end of the reporting period but not yet incurred are as follows:

In HK\$ millions	2019	2018
Expenditure contracted but not provided for	23	109
Expenditure authorised but not contracted for	16	71
	39	180

35 SECURITIES PLEDGED AND TRANSFERS OF FINANCIAL ASSETS

The Group enters into transactions in the normal course of business by which it transfers financial assets to third parties or group companies. These transfers may give rise to full or partial derecognition of those financial assets.

The financial assets are primarily the debt securities and treasury bills deposited with central depositories to secure the Group's short position in securities and to facilitate settlement operations, and the transferred securities under securities lending arrangements. These transactions are generally conducted under terms that are in accordance with normal market practice. The Group has determined that it retains substantially all the risks and rewards of these securities and therefore has not derecognised them. In respect of securities lending transactions, the counterparty is allowed to transfer those securities lent, but has an obligation to return the securities at maturity.

The aggregate amount of secured liabilities and the nature and carrying amounts of the assets pledged as security are as follows:

In HK\$ millions	2019	2018
Secured liabilities – short positions in securities (Note 26)	541	2,793
Assets pledged as security		
– Treasury bills	500	2,772
– Other securities	46	23
	546	2,795

The assets pledged as security included financial assets at fair value through profit or loss of HK\$46 million (2018: HK\$2,795 million).

There were no securities lending transaction outstanding as at 31 December 2019 and 2018.

36 OFFSETTING FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Financial assets and liabilities are presented net when there is a legally enforceable right to set off the recognised amounts, and there is intention to settle them on a net basis or to realise the asset and settle the liability simultaneously. As at 31 December 2019, no financial assets and liabilities were offset on the statement of financial position (2018: nil).

Financial assets and liabilities subject to netting agreement but not offset on the statement of financial position

The Group enters into master netting arrangements with counterparties where it is appropriate and feasible to do so to mitigate counterparty risk. The credit risk associated with favourable contracts is reduced by a master netting arrangement to the extent that if an event of default occurs, all amounts with the counterparty are settled on a net basis. Master netting arrangements do not result in an offset of financial assets and liabilities on the statement of financial position, as the legal right to set off the transactions is conditional upon default.

These agreements include derivative master agreements (including the International Swaps and Derivatives Association (ISDA) Master Agreement, global master repurchase agreements and global securities lending agreements). The collaterals received and posted under these agreements are generally conducted under terms that are in accordance with normal market practice. In these agreements, the counterparty is typically allowed to sell or repledge those non-cash collaterals (i.e. securities) lent or transferred, but has an obligation to return the securities at maturity. If the securities decrease in value, the Group may, in certain circumstances, be required to pay additional cash collateral, and typically the counterparty has recourse only to the securities. Please see Note 37 for additional disclosures. Furthermore, the Group's short position in securities was secured by the deposit of assets under sale and repurchase agreements.

In addition, the Group receives cash and other collaterals such as marketable securities to reduce its credit exposure. The Group also engages in a variety of counterparty credit mitigation strategies in addition to netting and collateral arrangements. Please see Note 37.

The disclosures set out in the tables below pertain to financial assets and liabilities that are not offset in the Group's statement of financial position but are subject to enforceable master netting arrangement or similar agreement that covers similar financial instruments. The disclosures enable the understanding of both the gross and net amounts (for IFRS and US GAAP readers respectively), as well as provide additional information on how such credit risk is mitigated.

In HK\$ millions	Related amounts not offset on statement of financial position			Net amounts ^(b)
	Carrying amounts on statement of financial position	Financial instruments (including non-cash collateral) ^(a)	Cash collateral received / pledged	
Types of financial assets/liabilities	(A)	(B)	(C)	(D)= (A)-(B)-(C)
2019				
Financial assets				
Positive fair values for financial derivatives	633	386	92	155
Financial liabilities				
Negative fair values for financial derivatives	566	386	1	179
Payable in respect of short sale of securities	541	541	–	–
Total	1,107	927	1	179
2018				
Financial assets				
Positive fair values for financial derivatives	471	292	8	171
Financial liabilities				
Negative fair values for financial derivatives	840	291	105	444
Payable in respect of short sale of securities	2,793	2,793	–	–
Total	3,633	3,084	105	444

(a) Amounts under "Financial instruments (including non-cash collateral)" represent the amounts of financial liabilities/assets position and other non-cash collateral that are subject to netting agreement or similar arrangements, capped at the carrying amount of the financial instruments.

(b) Net amounts represent

- Financial instruments that are not subject to netting agreement or similar arrangements; or
- Financial assets/liabilities that are subject to netting agreement or similar arrangements but the Group's counterparty does not have equivalent financial liabilities/assets position with the Group to offset upon default.

37 FINANCIAL RISK MANAGEMENT

Risk governance

Under the risk management approach, the Board of Directors, through the Board Risk Management Committee ("BRMC"), sets risk appetite, oversees the establishment of enterprise-wide risk management policies and processes, and set risk appetite limits to guide the Group's risk-taking.

(a) Credit risk

Credit risk arises from the Group's daily activities in various businesses. These activities include lending to retail, corporate and institutional customers. It includes both the risk of lending as well as the pre-settlement and settlement risk of foreign exchange, derivatives and debt securities.

Credit Risk Management

The Group's approach to credit risk management comprises the following building blocks:

- **Policies**

The dimensions of credit risk and the scope of its application are defined in DBSH's Credit Risk Management Policy. Senior management sets the overall direction and policy for managing credit risk at the enterprise level.

DBSH's Core Credit Risk Policies established for Consumer Banking/Wealth Management and Institutional Banking (herein referred to as "CCRPs") set forth the principles by which DBS conducts its credit risk management and control activities. These policies, supplemented by a number of operational standards and guidelines, ensure consistency in identifying, assessing, underwriting, measuring, reporting and controlling credit risk across DBS, and provide guidance in the formulation of business-specific and/or location-specific credit risk policies and standards.

The operational standards and guidelines are established to provide greater details on the implementation of the credit principles within the CCRPs and are adapted to reflect different credit environments and portfolio risk profiles.

- **Risk Methodologies**

Credit risk is managed by thoroughly understanding our customers – the businesses they are in, as well as the economies in which they operate. It is also managed through statistical models and data analytics for retail customers.

The assignment of credit risk ratings and setting of lending limits is an integral part of DBS' credit risk management process, and we use an array of rating models for our corporate and retail portfolios. Most of these models are built internally by DBSH using DBSH's loss data.

Wholesale borrowers are assessed individually using both judgmental credit risk models and statistical credit risk models. They are further reviewed and evaluated by experienced credit risk managers who consider the relevant credit risk factors in the final determination of the borrower's risk. For some portfolios within

the SME segment, DBS also uses a programme-based approach to achieve a balanced management of risks and rewards. Retail exposures are assessed using credit scoring models, credit bureau records, and internally and externally available customer behaviour records. Credit applications are proposed by the business unit, and are independently assessed by credit risk managers.

Pre-settlement credit risk for derivatives arising from a counterparty potentially defaulting on its obligations is quantified by evaluation of the market price plus potential future exposure.

The Group actively monitors and manages its exposure to counterparties in over-the-counter ("OTC") derivative trades to protect its balance sheet in the event of a counterparty default. DBSH has a policy to guide handling of specific wrong-way risk transactions.

- **Concentration Risk Management**

The Group's risk management processes aim to ensure that an acceptable level of risk diversification is maintained across the Group on an ongoing basis. Limits are established and regularly monitored in respect of country exposures and major industry groups, as well as for single counterparty exposures.

- **Country Risk**

Country risk refers to the risk of loss due to events in a specific country (or a group of countries). This includes political, exchange rate, economic, sovereign and transfer risks. The Group manages country risk as part of concentration risk management.

Transfer risk limits for priority countries are set based on country-specific strategic business considerations as well as the acceptable potential loss.

- **Environmental, Social and Governance Risk**

Responsible financing, covering Environmental, Social and Governance (ESG) issues, is a topic of increasing importance to societal constituents, and one that affects investing and lending decisions across the bank. The Bank recognises that our financing practices have an impact on society and failure of our customers to appropriately manage ESG issues can directly impact their operations and long-term economic viability, and the communities and environment in which they operate.

The Bank adopts DBSH's Responsible Financing Standard that documents the overarching approach to responsible financing and additional assessment required when entering into transactions with elevated ESG risks. The requirements of this Standard represent the minimum standards. Where significant ESG issues are identified, escalation is required to the relevant industry specialist and IBG Sustainability Office in DBSH for further guidance before submitting the credit memorandum to the credit approving authority.

- **Credit Stress Testing**

The Group performs various types of credit stress tests which are directed by the regulators or driven by internal requirements and management. Credit stress tests are performed at a portfolio or sub-portfolio level and are generally meant to assess the impact

of changing economic conditions on asset quality, earnings performance, capital adequacy and liquidity.

- **Processes, Systems and Reports**

The end-to-end credit process is continually being reviewed and improved through various front-to-back initiatives involving the business units, the operations units, the Risk Management Group and other key stakeholders.

Non-performing assets

The Group classifies its credit facilities as "Performing Assets" or "Non-performing assets" in accordance with HKMA's loan classification framework.

Refer to Note 2(h) for the Group's accounting policies on the impairment of financial assets. In general, impairment allowance is made when there is objective evidence of impairment as a result of the occurrence of loss events that will have an impact on the estimated future cash flows.

When required, the Group will take possession of collateral and dispose of them as soon as practicable. Realised proceeds are used to reduce the outstanding indebtedness.

Credit Risk Mitigants

- **Collateral Received**

Where possible, the Group takes collateral as a secondary source of repayment. This includes, but not limited to, cash, marketable securities, real estate, trade receivables, inventory and equipment, and other physical and/or financial collateral. The Group may also take fixed and floating charges on the assets of borrowers.

Policies are in place to determine the eligibility of collateral for credit risk mitigation. The Group's collateral is generally diversified and periodic valuations of collateral are required.

For derivatives, repurchase agreements (repo) and other repo-style transactions with financial market counterparties, collateral arrangements are typically covered under market standard documentation, such as International Swaps & Derivatives Association (ISDA) Agreements and Master Repurchase Agreements. The collateral received is marked-to-market on a frequency the Group and the counterparties mutually agreed upon, governed by internal guidelines with respect to collateral eligibility. In the event of a default, the credit risk exposure is reduced by master-netting arrangements where the Group is allowed to offset what the Group owes a counterparty against what is due from that counterparty in a netting-eligible jurisdiction.

In times of difficulty, the Group will review the customer's specific situation and circumstances to assist them in restructuring their repayment liabilities.

Maximum exposure to credit risk

The maximum exposure to credit risk for financial assets recognised on the statement of financial position is the carrying amount. For contingent liabilities, the maximum exposure to credit risk is the maximum amount the Group would have to pay if the instrument

is called upon. For undrawn facilities, the maximum exposure to credit risk is the full amount of the undrawn credit facilities granted to customers. Refer to Note 33 for the contractual amounts of each significant class of contingent liabilities and commitments.

The Group's exposures to credit risk, measured using the expected gross credit exposures that will arise upon a default of the end obligor are as shown in the disclosures required under the Banking (Disclosure) Rules.

Analysis of Collateral

Whilst the Group's maximum exposure to credit risk is the carrying amount of the assets or, in the case of off-balance sheet instruments, the amount guaranteed, committed, accepted or endorsed, the likely exposure may be lower due to offsetting collateral, credit guarantees and other actions taken to mitigate the Group's exposure.

The description of collateral for each class of financial asset is set out below:

Balances with central banks, government securities and treasury bills, due from banks and bank and corporate debt securities

Collateral is generally not sought for these assets.

Derivatives

The Group maintains collateral agreements and enters into master netting agreements with most of the counterparties for derivative transactions. The impact of netting arrangements recognised for the computation of capital adequacy ratio is shown in the disclosures required under the Banking (Disclosure) Rules.

Loans and advances to customers, contingent liabilities and commitments

Certain loans and advances to customers, contingent liabilities and commitments are typically collateralised to a substantial extent. In particular, residential mortgage exposures are generally fully secured by residential properties. Income-producing real estate, which is a sub-set of the Specialised Lending exposure, are fully secured by the underlying assets financed.

The extent to which credit exposures are covered by eligible collateral under the Banking (Capital) Rules, besides real estate, after the application of the requisite regulatory hair-cuts, is shown in the disclosures required under the Banking (Disclosure) Rules. The amount shown is a sub-set of the actual collateral arrangements entered by the Group as the Banking (Capital) Rules imposes strict legal and operational standards before collateral can be admitted as credit risk mitigants. As a result, certain collateral arrangements which do not meet its criteria will not be included. Certain collateral types which are not permitted as credit risk mitigants for credit exposures under the Standardised Approach are also excluded. There are five broad classifications that describe the credit quality of the Group's lending portfolio including "pass" and "special mention". These classifications each encompass a range of more granular, internal credit rating grades. This mapping reference is reviewed on a regular basis. Please refer to Note 2(h) for details on impairment. Analysis of allowances for credit and other losses as at 31 December 2018 and the movement during the year are disclosed in Note 10.

ECL Stage 1 and 2 Sensitivity

ECL will reduce by HK\$699m should all stage 2 exposures migrate to stage 1. This is simulated based on appropriate stage 1 credit risk ratings of the exposures upon migration. The impact also reflects the higher PDs ascribed to Stage 2 exposures in addition to the recognition of lifetime instead of 12-month ECL. The impact assessment excludes potential adjustment of thematic ECL overlay held to address heightened risks of a global synchronised slowdown.

Loans and advances to customers by credit quality

In HK\$ millions	2019			Total
	Stage 1	Stage 2	Stage 3	
Neither past due nor impaired				
– Pass	135,515	16,266	–	151,781
– Special Mention	86	1,170	–	1,256
Past due but not impaired ^(a)	2,059	348	–	2,407
Impaired	–	–	2,387	2,387
	137,660	17,784	2,387	157,831

In HK\$ millions	2018			Total
	Stage 1	Stage 2	Stage 3	
Neither past due nor impaired				
– Pass	141,983	16,472	–	158,455
– Special Mention	152	1,108	–	1,260
Past due but not impaired ^(a)	2,001	248	–	2,249
Impaired	–	–	2,505	2,505
	144,136	17,828	2,505	164,469

(a) The majority of past due but not impaired assets are classified as "Pass" in 2019 and 2018.

Impaired loans and advances to customers are individually assessed customer advances with objective evidence of impairment.

(i) Analysis of loans and advances to customers that were neither past due nor impaired by reference to the loan gradings under the HKMA guidelines

In HK\$ millions	Pass	Special mention	Total
2019			
Manufacturing	11,710	288	11,998
Building and construction	23,221	108	23,329
Housing loans	22,787	17	22,804
General commerce	40,192	792	40,984
Transportation, storage and communication	10,410	7	10,417
Financial institutions, investments and holding companies	8,423	6	8,429
Professionals and private individuals (except housing loans)	31,107	6	31,113
Others	3,931	32	3,963
	151,781	1,256	153,037

2018			
Manufacturing	12,683	350	13,033
Building and construction	24,336	147	24,483
Housing loans	24,612	19	24,631
General commerce	50,759	697	51,456
Transportation, storage and communication	11,415	15	11,430
Financial institutions, investments and holding companies	4,838	6	4,844
Professionals and private individuals (except housing loans)	26,605	14	26,619
Others	3,207	12	3,219
	158,455	1,260	159,715

(ii) Loans and advances to customers that were past due but not impaired

In HK\$ millions	Past due				Total
	Less than 1 month	1-2 months	2-3 months	More than 3 months	
2019					
Manufacturing	415	5	2	–	422
Building and construction	159	3	2	–	164
Housing loans	384	38	–	–	422
General commerce	562	202	18	1	783
Transportation, storage and communication	156	11	5	1	173
Financial institutions, investments and holding companies	–	–	–	–	–
Professionals and private individuals (except housing loans)	239	34	7	–	280
Others	97	57	6	3	163
	2,012	350	40	5	2,407

2018					
Manufacturing	194	9	1	–	204
Building and construction	162	4	5	–	171
Housing loans	699	45	–	–	744
General commerce	477	143	18	3	641
Transportation, storage and communication	105	13	5	–	123
Financial institutions, investments and holding companies	–	–	–	–	–
Professionals and private individuals (except housing loans)	211	23	8	–	242
Others	84	36	4	–	124
	1,932	273	41	3	2,249

Loans and advances to customers that were past due by more than 3 months represent individually insignificant advances which are subject to general allowances assessment.

(iii) Impaired loans and advances to customers

In HK\$ millions	2019	2018	2019		2018		
			HK\$'M	% of gross Loans and advances to customers	HK\$'M	% of gross Loans and advances to customers	
Manufacturing	318	455					
Building and construction	114	89					
Housing loans	35	15					
General commerce	1,480	1,558					
Transportation, storage and communication	99	53					
Financial institutions, investments and holding companies	–	–					
Professionals and private individuals (except housing loans)	284	275					
Others	57	60					
	2,387	2,505					
			Gross impaired advances	2,387	1.51	2,505	1.52
			Specific allowances	(1,308)		(1,107)	
				1,079		1,398	
			Impaired advances covered by collateral	903		1,069	

The specific allowances were made after taking into account the value of collateral in respect of the above advances.

Analysis of specific allowances

In HK\$ millions	As at 1 January 2019	Amounts written off	Recoveries of advances written off in previous years	Net charge/ (release) to income statement	Others	As at 31 December 2019
Manufacturing	206	(10)	1	(6)	(2)	189
Building and construction	14	(7)	1	9	–	17
Housing loans	–	–	–	–	–	–
General commerce	726	(47)	5	223	(3)	904
Transportation, storage and communication	48	(28)	–	23	24	67
Financial institutions, investments and holding companies	–	–	10	(10)	–	–
Professionals and private individuals (except housing loans)	79	(211)	65	156	–	89
Others	34	(6)	–	14	–	42
	1,107	(309)	82	409	19	1,308

In HK\$ millions	As at 1 January 2018	Amounts written off	Recoveries of advances written off in previous years	Net charge/ (release) to income statement	Others	As at 31 December 2018
Manufacturing	223	(40)	2	21	–	206
Building and construction	19	(11)	–	6	–	14
Housing loans	–	–	2	(2)	–	–
General commerce	568	(115)	–	273	–	726
Transportation, storage and communication	55	(48)	–	3	38	48
Financial institutions, investments and holding companies	–	–	–	–	–	–
Professionals and private individuals (except housing loans)	115	(218)	62	120	–	79
Others	15	(13)	1	31	–	34
	995	(445)	67	452	38	1,107

Analysis of general allowances

In HK\$ millions	As at 1 January 2019	Additions/ (Releases)	As at 31 December 2019
Manufacturing	103	(15)	88
Building and construction	314	35	349
Housing loans	4	(1)	3
General commerce	258	(27)	231
Transportation, storage and communication	188	79	267
Financial institutions, investments and holding companies	2	11	13
Professionals and private individuals (except housing loans)	296	101	397
Others	26	21	47
	1,191	204	1,395

In HK\$ millions	As at 1 January 2018	Additions/ (Releases)	As at 31 December 2018
Manufacturing	85	18	103
Building and construction	209	105	314
Housing loans	26	(22)	4
General commerce	192	66	258
Transportation, storage and communication	144	44	188
Financial institutions, investments and holding companies	2	–	2
Professionals and private individuals (except housing loans)	366	(70)	296
Others	22	4	26
	1,046	145	1,191

Geographical concentration

The analysis of the Group's gross advances to customers by geographical area is based on the location of the counterparty after taking into account the transfer of risk. In general, transfer of risk applies if the claim is guaranteed by a party in a country which is different from that of the counterparty.

In HK\$ millions	Loans	Trade Finance (including trade bills)	Total
As at 31 December 2019			
Hong Kong	116,990	18,222	135,212
Mainland China	6,543	6,729	13,272
Others	7,729	1,618	9,347
	131,262	26,569	157,831
As at 31 December 2018			
Hong Kong	114,675	23,699	138,374
Mainland China	4,784	10,522	15,306
Others	8,287	2,502	10,789
	127,746	36,723	164,469

Analysis of impaired advances, impairment allowances for loans and trade finance which accounted for 10% or more of the Group's gross advances to customers:

In HK\$ millions	Impaired advances to customers	Specific allowances	General allowances
As at 31 December 2019			
Hong Kong	1,874	860	1,375
As at 31 December 2018			
Hong Kong	1,831	652	1,169

(b) Market risk

The Group's exposure to market risk is categorised into:

- Trading portfolios: Arising from positions taken for (i) market-making (ii) client-facilitation and (iii) benefiting from market opportunities.
- Non-trading portfolios: Arising from (i) positions taken to manage the interest rate risk of the Group's retail and commercial banking assets and liabilities (ii) debt securities comprising of investments held for yield and/or liquidity risk management (iii) strategic stakes in entities and (iv) structural foreign exchange risk arising mainly from the Group's strategic investments which are denominated in currencies other than the Hong Kong dollar.

The Group uses a variety of financial derivatives such as swaps, forwards and futures, and options for trading and hedging against market movements.

Market Risk Management

The Group's approach to market risk management is formulated on the following building blocks:

• Policies

The Group Market Risk Management Policy sets out the Group's overall approach towards market risk management. The Policy is supported by standards and guides, which establishes the basic requirements for the market risk management within the Group, and provides more details regarding specific subject matters. The standards and guides facilitate the identification, measurement, control, monitoring and reporting of market risk in a consistent manner within the Group. They also set out the overall approach, requirements and controls governing market risk stress testing across the Group.

The criteria for determining the positions to be included in the trading book are stipulated in the Trading Book Policy Statement.

• Risk Methodologies

The Group utilizes Value-at-Risk (VaR), a statistical risk measure, to estimate the potential loss from market movements. This measure uses historical simulation based on data for the previous

12 months. It assumes that historical changes in market values reflect the distribution of potential outcomes in the immediate future.

The Group limits and monitors market risk exposures using Expected Shortfall (ES) that is VaR calculated with a one-day holding period and an expected tail-loss methodology which approximates a 97.5% confidence interval. ES is supplemented by risk control metrics such as sensitivities to risk factors and loss triggers for management action.

The Group conduct backtesting to verify the predictiveness of the VaR model. Backtesting compares VaR calculated for positions at the close of each business day with the profit and loss (P&L) that arises from those positions on the following business day. The backtesting P&L excludes fees and commissions, revenues from intra-day trading, non-daily valuation adjustments and time effects.

For backtesting, VaR at the 99% confidence interval and over a one-day holding period is used. The Group adopt the standardised approach to compute market risk regulatory capital for the trading book positions. As such, VaR backtesting does not impact our regulatory capital for market risk.

There are limitations to VaR models; for example, past changes in market risk factors may not provide accurate predictions of future market movements, and the risk arising from adverse market related events may be understated.

To monitor our vulnerability to unexpected but plausible extreme market risk related events, multiple market risk stress tests are conducted regularly. These cover trading and non-trading portfolios and follow a combination of historical and hypothetical scenarios depicting risk-factor movement.

ES and Net Interest Income (NII) variability are the key market risk metrics used to manage our assets and liabilities. As an exception, credit risk arising from loans and receivables is managed under the credit risk management framework. Interest rate risk in the banking book arises from mismatches in the interest rate profile of assets, liabilities and capital instruments. It includes basis risk arising from different interest rate benchmarks, interest rate repricing risk and yield curve risk. Behavioural assumptions are applied when managing the interest rate risk of non-maturity deposits. We measure interest rate risk in the banking book on a weekly basis.

- **Processes, Systems and Reports**

Robust internal control processes and systems have been designed and implemented to support the Group's approach for market risk management. The Group reviews these control processes and systems regularly, and these reviews allow senior management to assess their effectiveness.

The day-to-day market risk monitoring, control and analysis is managed by the RMG Market and Liquidity Risk unit – an independent risk management function that reports to the Senior Risk Executive. DBS Bank Ltd provides RMG Market and Liquidity Risk with model analytics, risk infrastructure and risk report production support.

Market Risk Metrics

The trading portfolio ES is tabulated below, showing the period-end, average, high and low ES.

Group (97.5% ES)

In HK\$ millions	As at 31 Dec 2019	1 Jan 2019 to 31 Dec 2019		
		Average	High	Low
Total	3.7	3.3	4.9	1.9

In HK\$ millions	As at 31 Dec 2018	1 Jan 2018 to 31 Dec 2018		
		Average	High	Low
Total	5.0	2.5	5.3	1.5

Note: ES is computed in Singapore dollars and translated into Hong Kong dollars using the prevailing exchange rates on the reporting dates for presentation purpose.

Trading portfolios' average daily ES increased by HK\$0.8 million, contributed largely by an increase in interest rate risk exposures.

Trading portfolio experienced 4 backtesting exceptions in 2019 which occurred in April, June and 2 times in October. The backtesting exceptions were largely due to swings in HKD interest rates.

The key market risk drivers of the Group's non-trading portfolios are HKD and USD interest rate exposures. The Net Interest Income (NII) of the Group is assessed under various rate scenarios to determine the impact of interest rate movements on future earnings. Based on a 100bps parallel upward and downward shift in yield curves on the Group's exposure, NII is estimated to increase by HK\$226 million and decrease by HK\$997 million respectively.

Equity price risk arises from the Group's strategic investments which are overseen by the Hong Kong Management Committee. The Group's equity exposures booked in its banking book portfolio as at 31 December 2019 and 2018 were not material and were held for long term investment purpose. They were reported as bank and corporate securities in Note 18 to the financial statements and are subject to the accounting and valuation policies set out in Notes 2(f) and 2(h) to the financial statements.

(c) Liquidity risk

The Group's liquidity risk arises from its obligations to honour withdrawals of deposits, repayments of borrowed funds at maturity, and commitments to extend loans to our customers.

The Group seeks to manage its liquidity in a manner that ensures that its liquidity obligations would continue to be honoured under normal as well as adverse circumstances.

Liquidity Risk Management

Liquidity Management and Funding Strategy

The Group strives to develop a diversified funding base with access to funding sources across retail and wholesale channels. In particular, the Group has continuously made inroads in growing, deepening and diversifying its deposit base, spanning retail, wealth management, corporate and institutional customers across markets that it operates in. Supplementing the deposit base, the Group continues to maintain access to wholesale channels, to

support the growth of its investor base, as well as to increase flexibility and manage funding cost in capitalising on business opportunities.

In deploying the funds, the Group aims to predominantly fund its lending activities via customer deposits and borrowings. In the event where market conditions lead to insufficient or prohibitively expensive customer funding, flexibility is maintained to fund lending growth with duration matched wholesale funding. With increasing diversification of funding sources, optimising the mismatch in fund deployments against sources with respect to pricing, size, currency and tenor remains challenging. To this end, where practicable and transferable without loss in value, the Group makes appropriate use of swap markets for relevant currencies, commensurate with the liquidity of each, in the conversion and deployment of surplus funds.

The Assets and Liabilities Committee regularly reviews the composition and growth trajectories of the balance sheet and refine our funding strategy according to business momentum, competitive factors and prevailing market conditions.

Approach to Liquidity Risk Management

The Group's approach to liquidity risk management comprises the following building blocks:

- **Policies**

The Group Liquidity Risk Management Policy sets out the Group's overall approach towards liquidity risk management and describes the range of strategies employed by the Group to manage its liquidity. These strategies include maintaining an adequate counterbalancing capacity to address potential cash flow shortfalls and having diversified sources of liquidity. The Group's counterbalancing capacity includes liquid assets and the capacity to borrow from the money markets as well as forms of managerial interventions that improve liquidity. In the event of a potential or actual crisis, the Group has in place a set of liquidity contingency and recovery plans to ensure that we maintains adequate liquidity.

The Policy is supported by Standards that establish the detailed requirements for liquidity risk identification, measurement, reporting and control within the Group. The set of policies, standards and supporting guides communicate these baseline requirements to ensure consistent application throughout the Group.

- **Risk Methodologies**

The primary measure used to manage liquidity within the tolerance defined by the Board is the cash flow maturity mismatch analysis. This form of analysis is performed on a regular basis under normal and adverse scenarios. It assesses the adequacy of the counterbalancing capacity to fund or mitigate any cash flow shortfalls that may occur as forecasted in the cash flow movements across successive time bands. To ensure that liquidity is managed in line with the Risk Appetite, core parameters such as the types of scenarios, the survival period and the minimum level of liquid assets, are pre-specified for monitoring and control at the Group. Any occurrences of forecasted shortfalls that cannot be covered by the counterbalancing capacity will be escalated to the relevant committees for evaluation and action.

Liquidity risk testing is performed regularly using cash flow maturity mismatch analysis, and covers adverse scenarios including general market and idiosyncratic stress scenarios. Stress tests assess the Group's vulnerability when liability run-offs increase, asset rollovers increase and / or liquid assets buffer reduces. In addition, ad-hoc stress tests are performed as part of the Group's internal capital adequacy assessment process.

Liquidity risk control measures, such as liquidity-related ratios and balance sheet analysis are complementary tools to the cash flow maturity mismatch analysis, and they are performed regularly to obtain deeper insights and finer control over the liquidity profile across the Group. The liquidity risk control measures also include loan to deposit ratio, concentration measures on top depositors, wholesale borrowing ratios and swapped funds ratios.

- **Processes, Systems and Reports**

Robust internal control processes and systems support our overall approach for identifying, measuring, aggregating, controlling and monitoring liquidity risk across the Group.

Continuous improvement in data and reporting platforms has allowed most elements of internal liquidity risk reporting to be centralized.

The day-to-day liquidity risk monitoring, control, reporting and analysis are managed by the RMG Market and Liquidity Risk unit – an independent risk management function that reports to the Senior Risk Executive.

In HK\$ millions	Repayable on demand	Less than 1 month	3 months or less but over 1 month	1 year or less but over 3 months	5 years or less but over 1 year	After 5 years	Undated	Total
2018								
Assets								
– Cash and balances with central banks	2,982	–	–	–	–	–	46	3,028
– Government securities and treasury bills, classified as								
– Held-for-trading	–	1,613	1,415	7,405	117	519	–	11,069
– Fair value through other comprehensive income	–	7,067	4,030	6,844	2,814	593	–	21,348
– Amortised cost	–	–	–	–	–	5,872	–	5,872
– Due from banks	4,352	64,307	21,802	18,700	112,896	–	–	222,057
– Bank and corporate securities								
– Debt securities classified as held-for- trading	–	–	–	–	–	–	–	–
– Debt securities classified as fair value through profit and loss	–	–	–	–	1,092	–	–	1,092
– Debt securities classified as fair value through other comprehensive income	–	272	156	393	1,520	–	26	2,367
– Debt securities classified as amortised cost	–	–	196	1,314	4,340	–	–	5,850
– Equity securities	–	–	–	–	–	–	109	109
– Loans and advances to customers	9,083	44,751	24,172	19,506	29,399	33,862	1,398	162,171
– Others	291	4,256	1,339	455	1,059	41	3,257	10,698
Total assets	16,708	122,266	53,110	54,617	153,237	40,887	4,836	445,661
Liabilities								
– Due to banks	2,772	4,198	1,809	8	1,093	–	–	9,880
– Deposits and balances from customers	207,166	64,422	58,154	33,914	2	–	–	363,658
– Certificates of deposit issued	–	727	1,708	1,990	1,133	–	–	5,558
– Subordinated liability	–	–	–	–	4,229	–	–	4,229
– Others	13,079	5,553	2,165	403	20	90	3,074	24,384
Total liabilities	223,017	74,900	63,836	36,315	6,477	90	3,074	407,709
Of which:								
Certificates of deposit held included in bank and corporate securities, classified as:								
– Held-for-trading	–	–	–	–	–	–	–	–

The above tables indicate disclosure of contractual maturity of financial liabilities, which approximate the same analysis on an undiscounted basis as total future interest payments are not material relative to the principal amounts. Derivative assets and liabilities are included in “less than 1 month” bucket as they are mainly held for trading.

Lease liabilities in 2019 are included in other liabilities and predominantly to be matured over 5 years.

The table below shows the contractual undiscounted cash flows for derivatives, contingent liabilities and commitments.

In HK\$ millions	Repayable on demand	3 months or less	1 year or less but over 3 months	5 years or less but over 1 year	After 5 years	Total
2019						
Derivatives settled on a net basis	–	4	(14)	(24)	(9)	(43)
Derivatives settled on a gross basis						
– Inflow	–	72,430	27,454	12,388	6,128	118,400
– Outflow	–	(72,241)	(27,345)	(11,699)	(6,120)	(117,405)
Contingent liabilities and commitments						
– Contingent liabilities	–	11,870	–	–	–	11,870
– Commitments	95,522	68,227	–	–	–	163,749
	95,522	80,097	–	–	–	175,619
2018						
Derivatives settled on a net basis	–	7	(2)	(3)	(3)	(1)
Derivatives settled on a gross basis						
– Inflow	–	139,242	30,514	13,131	5,983	188,870
– Outflow	–	(139,468)	(30,405)	(12,527)	(5,762)	(188,162)
Contingent liabilities and commitments						
– Contingent liabilities	–	10,974	–	–	–	10,974
– Commitments	78,128	85,718	–	–	–	163,846
	78,128	96,692	–	–	–	174,820

The Group actively monitors and manages its liquidity profile based on the cash flow maturity mismatch analysis.

In forecasting the cash flow under the analysis, behavioural profiling is necessary in cases where a product has indeterminate maturity or the contractual maturity does not realistically reflect the expected cash flow. Two examples are maturity-indeterminate savings and current account deposits which are generally viewed as sources of stable funding for commercial banks. In fact, they consistently exhibit stability even under historic periods of stress.

A conservative view is adopted in the Group's behavioural profiling of assets, liabilities and off-balance sheet commitments that have exhibited cash flow patterns that differ significantly from the contractual maturity profile shown in this note.

The table below shows the Group's behavioural net and cumulative maturity mismatch between assets and liabilities over a one-year period in normal scenario without incorporating growth projections. The Group's liquidity is observed to remain adequate under the maturity mismatch analysis, amidst funding surplus from loans and deposits deployed to short-term interbank money market lending.

In HK\$ millions ⁽ⁱ⁾	Less than 7 days	1 week to 1 month	1 to 3 months	3 to 12 months
2019				
Net liquidity mismatch	48,333	12,895	21,228	20,358
Cumulative mismatch	48,333	61,228	82,456	102,814
2018⁽ⁱⁱ⁾				
Net liquidity mismatch	23,470	13,080	31,037	17,573
Cumulative mismatch	23,470	36,550	67,588	85,160

(i) Positive indicates a position of liquidity surplus. Negative indicates a liquidity shortfall that has to be funded.

(ii) As the behavioural assumptions used to determine the maturity mismatch between assets and liabilities are updated from time to time, the information presented above may not be directly comparable across past balance sheet dates.

(d) Operational risk

Operational risk is inherent in our business activities and may arise from inadequate or failed internal processes, people, systems, or from external events.

The Group's objective is to keep operational risk at appropriate levels, taking into account the markets the Bank operates in, the characteristics of the businesses as well as our economic and regulatory environment.

Operational Risk Management

The Group's approach to operational risk management comprises the following building blocks:

- **Policies**

The Group Operational Risk Management ("ORM") Policy sets our overall approach for managing operational risk in a structured, systematic and consistent manner.

There are policies, standards, tools and programmes in place to

govern ORM practices across the Group. These include corporate operational risk policies and standards that are owned by the respective corporate oversight and control functions. The key policies address risk areas relating to technology, compliance, fraud, money laundering, financing of terrorism and sanctions, new product and outsourcing.

- **Risk Methodologies**

The Group adopts the standardised approach to compute operational risk regulatory capital.

To manage and control operational risk, we use various tools including risk and control self-assessment, operational risk event management and key risk indicator monitoring.

The Group's three lines of defence adopt one common risk taxonomy, and a consistent risk assessment approach to managing operational risk. Risk and control self-assessment is conducted by each business or support unit to identify key operational risk and assess the effectiveness of internal controls. When control issues are identified, the units develop action plans and track the resolution of the issues.

Operational risk events are classified in accordance with Basel standards. Such events, including any significant incidents that may impact the Group's reputation, must be reported based on certain established thresholds. Key risk indicators with pre-defined escalation triggers are employed to facilitate risk monitoring in a forward-looking manner.

Additional methodologies are in place to address subject-specific risks, including, but not limited to, the following:

Technology risk

Information Technology (IT) risk is managed through an enterprise technology risk approach. It covers risk identification, assessment, mitigation, monitoring and reporting. In addition, the appropriate governance, IT policies and standards, control processes and risk mitigation programmes are in place to support the risk management approach.

Similarly, cybersecurity risk is managed through the same enterprise risk management approach. It cuts across all lines of business, and it takes a collective team effort to proactively address cybersecurity threats. Since January 2019, we have established a one stop competency centre for all cybersecurity related matters, and drive deep collaboration with the management of many other types of risks including operational risks and data protection/data privacy risks.

Compliance risk

Compliance risk refers to the risk of the Group not being able to successfully conduct our business because of any failure to comply with laws, regulatory requirements, industry codes or standards of business and professional conduct applicable to the financial sector.

This includes, in particular, laws and regulations applicable to the licensing and conducting of banking or other financial businesses, financial crime such as anti-money laundering and countering the financing of terrorism, fraud and bribery/corruption. We maintain a compliance programme designed to identify, assess, measure,

mitigate and report on such risks through a combination of policy and relevant systems and controls.

The Group also provides relevant training and implements assurance processes. We strongly believe in the need to promote a strong compliance culture as well, and this is developed through the leadership of our Board and senior management.

Fraud risk

The Group has established minimum standards for our business and support units to prevent, detect, investigate and remediate fraud and related events. This is based on the Fraud Management Programme, through which standards are implemented at the unit and geographical levels. These standards aim to provide end-to-end management for fraud and related issues within the Group.

Money laundering, financing of terrorism and sanctions risks

There are minimum standards for our business and support units to mitigate and manage our actual and/or potential exposure to money laundering, terrorist financing, sanctions, corruption, or other illicit financial activities. Accountabilities have also been established for the protection of the Group's assets and reputation, as well as the interests of our customers and shareholders.

New product and outsourcing and ecosystem partnership risks

Each new product, service or outsourcing arrangement or ecosystem partnership is subject to a risk review and sign-off process, where relevant risks are identified and assessed. Variations of existing products or services and existing outsourcing arrangements and ecosystem partnerships are also subject to a similar process.

Other mitigation programmes

A robust business continuity management programme is in place to ensure that essential banking services can continue in the event of unforeseen events or business disruptions. This includes a crisis management plan to enable quick response to manage incidents.

Exercises are conducted annually, simulating different scenarios to test business continuity plans and crisis management protocol. The effectiveness of these exercises, as well as the Group's business continuity readiness are communicated and attested by senior management to the BRMC on an annual basis.

To mitigate losses from specific risk events which are unexpected and significant, the Group purchases group-wide insurance policies – under the Group Insurance Programme. These include policies relating to crime and professional indemnity, directors and officers liability, cyber risk, property damage and business interruption, general liability, and terrorism.

- **Processes, systems and reports**

Robust internal control processes and systems are integral to identifying, monitoring, managing and reporting operational risk.

All units are responsible for the day-to-day management of operational risk in their products, processes, systems and activities, in accordance with the various frameworks and policies. The RMG Operational Risk unit and other corporate oversight and control functions:

- Oversee and monitor the effectiveness of operational risk management,
- Assess key operational risk issues with the units,

- Report and/or escalate key operational risks to risk committees with recommendations on appropriate risk mitigation strategies.

The Group implemented an integrated governance, risk and compliance system with aligned risk assessment methodology, common taxonomy, and unified processes for the three lines of defence.

(e) Capital management

The Group's capital management policies are to diversify its sources of capital, to allocate capital efficiently, guided by the need to maintain a prudent relationship between available capital and the risks of its underlying businesses and to meet the expectations of key constituencies, including investors and regulators.

The Banking Ordinance and the Banking (Capital) Rules set out the current requirements relating to the minimum capital adequacy ratios and leverage ratio for an authorised institution incorporated in Hong Kong and the methodology for calculating these ratios.

The Bank is required to compute its capital adequacy ratios and leverage ratio on a combined basis that includes the Bank and its overseas branch.

The Bank complied with the capital requirements imposed by the HKMA throughout 2019 and 2018.

38 MATERIAL RELATED PARTY TRANSACTIONS

(a) Holding companies and fellow subsidiaries

The Group's immediate holding company is DHB Limited and the ultimate holding company is DBS Group Holdings Ltd ("DBSH"). DBS Bank Ltd is an intermediate holding company of the Group.

As part of the Group's normal course of business, it enters into various transactions with holding companies and fellow subsidiaries on normal commercial terms. These transactions include interbank placements, taking of deposits, financial derivatives, contingent liabilities and commitments.

The Group has policies on credit processing for its affiliates, as well as transactions with its affiliates and related parties. Affiliate-related transactions must be conducted on an arm's length basis using credit standards, terms and conditions that are comparable to similar transactions with non-affiliates.

Information relating to income and expenses from these transactions during the year and balances outstanding as at 31 December are set out below:

(i) Income and expenses with holding companies and fellow subsidiaries

In HK\$ millions	DBS Group Holdings Ltd		DBS Bank Ltd		Fellow subsidiaries	
	2019	2018	2019	2018	2019	2018
Interest income	-	-	5,843	4,354	55	64
Interest expense	(174)	(162)	(122)	(110)	(3)	-
Net fee and commission income / (expense)	-	-	89	86	(18)	(10)
Net trading profit/(loss)	-	-	584	(353)	9	(3)
Other income	-	-	36	39	7	17
Total expenses recovered/ (charged)	-	-	32	(11)	57	80

(ii) Balances with DBS Bank Ltd as at 31 December

In HK\$ millions	2019	2018
Assets		
Due from banks	227,889	213,017
Derivatives	378	288
Other assets	1,576	1,782
	229,843	215,087
Liabilities		
Due to banks	3,976	7,334
Derivatives	446	628
Other liabilities	201	108
	4,623	8,070

(iii) Contract / notional amounts of financial derivatives with DBS Bank Ltd and fellow subsidiaries as at 31 December

In HK\$ millions	2019	2018
Foreign exchange contracts	101,517	125,776
Interest rate contracts	16,721	14,988
Equity contracts	567	640
Credit contracts	4,409	3,253
Commodity contracts	1	-
	123,215	144,657

(iv) Contingent liabilities and commitments with DBS Bank Ltd and fellow subsidiaries

As at 31 December 2019, total contingent liabilities and commitments with DBS Bank Ltd and fellow subsidiaries amounted to HK\$531 million (2018: HK\$12,046 million).

(v) Balances with immediate holding company and other intermediate holding companies as at 31 December

In HK\$ millions	2019	2018
Deposits and balances from customers	317	317

(vi) Balances with DBS Group Holdings Ltd as at 31 December

In HK\$ millions	2019	2018
Liabilities		
Subordinated liability	4,203	4,229
Other liabilities	8	10
	4,211	4,239

(vii) Balances with fellow subsidiaries as at 31 December

In HK\$ millions	2019	2018
Due from banks	13	72
Loans and advances to customers	-	400
Bank and corporate securities	1,078	1,090
Other assets	362	128
	1,453	1,690
Due to banks	163	118
Deposits and balances from customers	599	622
Other liabilities	265	188
	1,027	928

(b) Directors and key management personnel

(i) Transactions and balances with directors and key management personnel

For the year ended 31 December 2019 and 2018, the Group has banking and non-banking transactions with directors of the Bank and DBSH Group and key management personnel of the Bank and their close family members. These transactions, including the taking of deposit and extension of credit card and other loan facilities, are made in the ordinary course of business and on commercial terms, and are not material.

(ii) Compensation of directors and key management personnel

In HK\$ millions	2019	2018
Salaries, other short term employee benefits and directors' fee (Note)	86	80
Pension	3	3
Share-based compensation	25	23
	114	106

Note:

The directors' fees if any, are payable in 2020 to eligible persons who acted as directors of the Bank during the year ended 31 December 2019. Such fees are subject to the approval of the shareholders of the Bank.

The amount included cash bonus accrued during the year, to be paid in the following year. Such cash bonus is subject to the approval of DBSH's Board of Directors.

39 LOAN TO DIRECTOR AND ENTITY CONNECTED WITH DIRECTOR

No loan to director of the Bank and entity connected with director subsisted during the year.

40 SHARE BASED COMPENSATION PLANS

As part of the Group's remuneration policy, the Group provides various share-based compensation plans to foster a culture that aligns employees' interests with shareholders', enable employees to share in the Bank's performance and enhance talent retention.

Main Scheme/ Plan

DBSH Share Plan (Share Plan)

- The Share Plan is granted to Group executives as determined by the Committee appointed to administer the Share Plan from time to time.
- Participants are awarded shares of the Company or, at the Committee's discretion, their equivalent cash value or a combination.
- Awards consist of main award and retention award (20%/15% of main award) for employees on bonus/sales incentives plans respectively. Dividends on unvested shares do not accrue to employees.
- For employees on bonus plan, the main award vests from 2 to 4 years after grant i.e. 33% will vest 2 years after grant; another 33% will vest on the third year and the remaining 34% plus the retention award will vest 4 years after grant.
- For employees on sales incentives plans, the main award vests from 1 to 3 years after grant; i.e. 33% will vest 1 year after grant, another 33% will vest on the second year and the remaining 34% plus the retention award will vest 3 years after grant.
- There are no additional retention awards for shares granted to top performers and key employees as part of talent retention.
- The awards will lapse immediately upon termination of employment, except in the event of ill health, injury, disability, redundancy, retirement or death.
- The market price of shares on the grant date is used to estimate the fair value of the shares awarded.
- Vested and unvested shares are subject to clawback/malus. Conditions that trigger such clawback/malus are in the Corporate Governance section of the Annual Report.
- Shares are awarded to non-executive directors as part of director's remuneration. Details of these awards are disclosed in the Corporate Governance section of DBSH's Annual Report.

DBSH Employee Share Plan (ESP)

- The Committee has ceased granting shares under the ESP effective from financial year 2018 remuneration. Shares granted from prior years continue to be outstanding until the shares are fully vested.

DBSH Employee Share Purchase Plan (ESPP)

- The ESPP was implemented in 2019. All confirmed permanent employees who hold the rank of Vice President or below with at least 3 months of service are eligible to participate in the scheme.
- The ESPP is a savings-based share ownership plan to help eligible employees own DBSH shares through monthly contributions via deductions from payroll or designated bank accounts.
- Participants contribute up to 10% of monthly salary (minimum S\$50, capped at S\$1,000) and the Group will match 25% of the participant's contributions to buy DBSH ordinary shares for a period of 12 months during each plan year.
- The matching shares bought from the Group's contribution will vest 24 months after the last contribution month for each plan year. The matching shares will lapse immediately upon termination of employment, except in the event of ill health, injury, disability, redundancy, retirement or death.

The following table sets out the outstanding awards at the end of each reporting period and the movement during the year:

Number of shares	2019			2018	
	Share Plan	ESP	ESPP	Share Plan	ESP
Balance at 1 January	1,245,166	374,359	–	1,394,378	448,577
Granted ^(a)	596,355	–	51,406	318,282	115,000
Transfer	100,020	(1,177)	(47)	40,242	6,398
Vested	(453,145)	(136,943)	(46)	(482,628)	(143,251)
Forfeited	(58,559)	(26,535)	(1,750)	(25,108)	(52,365)
Balance at 31 December	1,429,837	209,704	49,563	1,245,166	374,359
Weighted average fair value of the shares granted during the year ^(b)	SG\$21.36	–	SG\$22.54	SG\$26.24	SG\$26.46

Since the inception of the Share Plan and ESP, no awards have been cash-settled.

(a) 2018 amounts included adjustments (26,688 shares) made to all unvested share awards following the shareholders' approval for the special dividend of 50 cents per ordinary share at DBSH's Annual General Meeting held on 25 April 2018 in accordance with the terms of the Share Plan and ESP.

(b) The fair value of the shares granted in 2019 includes a deduction of the present value of future expected dividends to be paid during the vesting period

41 BANK LEVEL STATEMENT OF FINANCIAL POSITION

In HK\$ millions	Note	As at 31 December	
		2019	2018
Assets			
Cash and balances with central banks		2,789	3,028
Government securities and treasury bills		30,949	38,289
Due from banks		236,511	222,057
Derivatives		633	471
Bank and corporate securities		9,544	9,418
Loans and advances to customers		155,128	162,171
Other assets		6,552	7,893
Subsidiaries		53	53
Properties and other fixed assets		4,423	2,166
Total assets		446,582	445,546
Liabilities			
Due to banks		5,810	9,880
Deposits and balances from customers		374,115	363,672
Derivatives		566	840
Certificates of deposit issued		6,358	5,558
Other liabilities		16,633	23,544
Amounts due to subsidiaries		68	68
Subordinated liability		4,203	4,229
Total liabilities		407,753	407,791
Equity			
Share capital		8,995	8,995
Reserves	29(b)	29,834	28,760
Total equity		38,829	37,755
Total liabilities and equity		446,582	445,546

Nancy Sau Ling Tse
Director

J.E. Sebastian Paredes Muirragui
Director

DBS Bank (Hong Kong) Limited and its Subsidiaries

CORPORATE GOVERNANCE REPORT (unaudited)

The following information is disclosed as part of the accompanying information to the financial statements and does not form part of the audited financial statements.

1 BOARD AND BOARD COMMITTEES

DBS Bank (Hong Kong) Limited (the "Bank") is fully committed to effective corporate governance in order to ensure its proper functioning and protect the interests of all the Bank's stakeholders. The Bank is subject to, and during the year has complied, in all material aspects, with the guidelines set out in the HKMA Supervisory Policy Manual CG-1 Corporate Governance of Locally Incorporated Authorized Institutions.

The Board of Directors of the Bank (the "Board") directs the Bank in the conduct of its affairs and ensures that corporate responsibility and ethical standards underpin the conduct of the Bank's business. The Board provides sound leadership to the Management in setting the strategic vision, direction and long-term goals of the Bank as well as ensuring that adequate resources are available to meet these objectives and there is appropriate balance between promoting long-term growth and delivering short-term financial gains. The Board bears the ultimate responsibility for the Bank's governance, strategy, risk management, financial performance and key personnel decisions.

To discharge its stewardship and responsibilities in specific areas, the Board may delegate authority to specialized Board committees to more efficiently and effectively contribute to the strategic and operational development of the Bank. The composition, roles and functions of the Board committees of the Bank are set out below.

(a) Board Audit Committee

The Board Audit Committee (the "BAC") comprises four non-executive directors. A majority (three out of four) of the members of the BAC, including its Chairman, are independent non-executive directors ("INED") of the Bank. All members of the BAC are highly experienced in financial and internal control management; most with expertise in audit practices, financial reporting and accounting. The BAC held four meetings during the year ended 31 December 2019.

BAC members for the year ended 31 December 2019	
Mr. Dominic Chiu Fai HO (Chairman)	INED
Mr. SEAH Lim Huat, Peter	NED
Mr. KWOK Kwok Chuen	INED
Ms. TSE Sau Ling, Nancy	INED

The key responsibilities of the BAC include:

- monitoring the financial reporting process;
- reviewing the Bank's financial statements prior to submission to the Board for approval;
- overseeing and interacting with the internal and external auditors;
- making recommendations to the Board on the proposals to shareholders on the appointment, re-appointment and removal of the external auditor and approving the remuneration and terms of engagement of the external auditor;

- approving the appointment, removal and remuneration of the Head of Internal Audit;
- reviewing the adequacy and effectiveness of the internal audit function and processes;
- reviewing the independence and objectivity of the external auditor;
- approving the internal and external auditor's audit plans and audit reports;
- ensuring that any observations of internal or external auditors regarding internal control weaknesses or deficiencies are promptly communicated to the BAC and rectified by Management of the Bank; and
- reviewing the adequacy and effectiveness of the Bank's internal controls, such as financial, operational, compliance and information technology controls, as well as accounting policies and systems.

(b) Board Risk Management Committee

The Board Risk Management Committee (the "BRMC") comprises five directors. All of the members of the BRMC, including its Chairman, are non-executive directors ("NED"). A majority (three out of five) of the members of the BRMC, including its Chairman, are independent non-executive directors ("INED") of the Bank. The BRMC members are appropriately qualified to discharge their responsibilities with extensive experience in risk management issues and practices. The BRMC held four meetings during the year ended 31 December 2019.

BRMC members for the year ended 31 December 2019	
Ms. TSE Sau Ling, Nancy (Chairman)	INED
Mr. SEAH Lim Huat, Peter	NED
Mr. Piyush GUPTA	NED
Mr. Dominic Chiu Fai HO	INED
Mr. YIP Dicky Peter*	INED
Mr. HO Hing Yuan, David*	INED
*Mr. HO Hing Yuen, David replaced Mr. YIP Dicky Peter to be a member of the BRMC with effect from 20 July 2019.	

The BRMC has oversight of the Bank's risk governance, risk approaches and risk limits of the Bank to ensure that all risks are effectively managed within the Bank's overall risk governance framework. The BRMC also has oversight of the culture and behavioral standards that promote prudent risk taking and fair treatment of customers and ensure the effectiveness of initiatives designed to influence culture in alignment with the Bank's culture standards. In particular, the principal duties of the BRMC include:

- reviewing and recommending for the Board's approval the key risk policies and risk appetite statement setting out the Bank's risk strategies as well as specific risks relevant to the Bank, such as credit, market, liquidity, operational and reputational risks;
- approving the Bank's overall and specific risk governance frameworks, risk authority limits and major risk policies as delegated by the Board;
- approving risk exposures and profile against risk limits and risk strategy in accordance with approved risk appetite and/or guidelines;
- monitoring the quarterly portfolio reviews of total exposures as well as large exposures and asset quality;

- discussing large risk events and subsequent remedial action plans;
- monitoring market developments, such as macro-economic, credit, industry, country risk and stress tests related to these developments;
- overseeing the independence and adequacy of the risk management function;
- reviewing the plans to meet the Basel Capital Accord requirements;
- overseeing the Internal Capital Adequacy Assessment Process, including approving stress scenarios and commensurate results for capital, risk-weighted assets, profit and loss and liquidity;
- obtaining assurance on the sufficiency of the information systems, infrastructure, resources and systems for risk management;
- assessing the risks inherent in new products and services to be launched and approving the new product approval policy;
- reviewing and recommending the effectiveness of culture and behavioural standards to the Board; and
- approving the relevant statements and reports related to the risk culture.

The BRMC supervises the Bank's risk management and risk culture in accordance with the overall risk appetite established by the Board. This risk appetite framework guides Management in the pursuit of the Bank's strategy and business plans and is encapsulated in a formal risk appetite statement which considers capital adequacy, earnings volatility and the various risk types including but not limited to credit risk, country risk, market risk, liquidity risk, operational risk and reputational risk. Risk appetite takes into account potential impact arising from stressed conditions and concentration risk. Portfolio risk limits for the quantifiable risk types are established through a top-down approach and operationalised through a formal framework. Other significant risk aspects are guided by qualitative expression of principles. The risk appetite framework is reviewed annually.

(c) Board Nomination and Remuneration Committee

The Bank established the Board Nomination and Remuneration Committee (the "BNRC") on 20 July 2018, and ceased to rely on the Nominating Committee and Compensation and Management Development Committee of DBS Group Holdings Ltd. since. The BNRC comprises three directors. All of the members of the BNRC, including its Chairman, are non-executive directors ("NED"). A majority (two out of three) of the members of the BNRC, including its Chairman, are independent non-executive directors ("INED") of the Bank. The BNRC members are appropriately qualified to discharge their responsibilities with relevant expertise and skills. The BNRC held three meetings during the year ended 31 December 2019.

BNRC members for the year ended 31 December 2019	
Mr. LIU Chee Ming (Chairman)	INED
Mr. SEAH Lim Huat, Peter	NED
Mr. KWOK Kwok Chuen	INED

The BNRC oversees the overall remuneration policy of the Bank. It also identifies and nominates suitable individuals to become directors and senior management of the Bank and make recommendations to the Board for their appointment, reappointment and succession planning; and conducts evaluation on members of the Board. The key responsibilities of the BNRC include:

- reviewing and approving the remuneration policy applicable to the employees of the Bank;
- approving the remuneration packages and any subsequent adjustments of senior management and other key personnel;
- identifying and selecting fit and proper qualified candidates for appointment to the Board and Board committees;
- reviewing nominations for appointments and reasons for resignation or dismissal of senior management;
- making recommendation to the Board on the selection of nominated candidates for directorships and senior management positions and on the re-appointment of directors or succession planning of directors and chief executive officer;
- assessing the performance and effectiveness of the Board and Board committees;
- reviewing regularly the structure, size and composition (including skills, knowledge and experience of members) of the Board and Board committees; and
- determining the independence of the independent non-executive directors in accordance with the regulatory guidelines and other relevant factors.

2 SENIOR MANAGEMENT AND MANAGEMENT COMMITTEES

Senior Management of the Bank consists of a group of highly competent and experienced individuals responsible and accountable to the Board for the sound and prudent day-to-day management of the Bank in accordance with the business strategy, risk appetite and policies approved by the Board. Specialised Management committees are established to oversee and implement business strategies, risk management systems and internal controls. The roles, functions and composition of each of the Management committees are set out below.

(a) Hong Kong Management Committee

The Hong Kong Management Committee (the "HKMC") is responsible for formulating and implementing DBS Group's strategy for Hong Kong, as well as the financial and non-financial results of DBS Group's activities in this geographic segment. It provides leadership to the various business and support units in Hong Kong with a view to ensure sound and effective governance while achieving the targeted financial returns. Towards this end, the HKMC prioritises business development initiatives and support infrastructure projects necessary to underpin robust growth and allocates capital within the context of DBS Group's strategy. The HKMC is also responsible for ensuring that policies and practices are in place to maintain high standards of corporate governance, risk management and compliance in Hong Kong. Chaired by the CEO of the Bank, the HKMC comprises senior management staff in Hong Kong.

(b) Hong Kong Risk Executive Committee

The Hong Kong Risk Executive Committee provides oversight of all risk types (including those without an underlying risk committee oversight), interactions between risk types and cross-risk stress testing for major downside risk. It reviews, from a risk perspective, existing and new business proposals and establishes overall local risk architecture direction and determine reporting requirements in line with those established by DBS Group. It also monitors the Bank's risk profiles, as well as the market and regulatory developments; and oversees the establishment of risk controls and measurement tools, the non-financial compliance matters and financial crime related matters. The Hong Kong Risk Executive Committee comprises the CEO of the Bank, the Senior Risk Executive of Hong Kong and representatives from key business units and support units.

(c) Hong Kong Asset and Liability Committee

The Hong Kong Asset and Liability Committee oversees strategies to enhance the quality of net interest income, liquidity management and structural foreign exchange management for Hong Kong. The Hong Kong Asset and Liability Committee also oversees the capital management and planning process, and review the Bank's capital position and adequacy. The Hong Kong Asset and Liability Committee comprises the CEO of the Bank and representatives from the relevant business units and support units.

(d) Hong Kong Credit Risk Committee

The Hong Kong Credit Risk Committee serves as an executive forum for discussions and decisions pertaining to credit risk and its management. It assesses credit risk taking, and reviews and monitors credit risk portfolio, special loan and asset review situations, credit systems, specific credit concentrations and trends, key policy deviations, macroeconomic trends with material impact to the Bank. The Hong Kong Credit Risk Committee exercises active oversight on credit risk related regulatory developments, the use of internal rating systems and ensure the continuing appropriateness of stress testing. The Hong Kong Credit Risk Committee comprises the Credit Head of the Bank and representatives from relevant business units, credit, risk management and other support units.

(e) Hong Kong Market and Liquidity Risk Committee

The Hong Kong Market and Liquidity Risk Committee provides comprehensive and bank-wide oversight of all market and liquidity risks and their management in trading and banking books. It serves as an executive forum for discussions and decisions on all aspects of market and liquidity risks and their management. It maintains oversight on effectiveness of market and liquidity risk management framework including policies, models, people, systems, processes, information and methodologies. It sets standards and provides necessary guidance on the establishment and maintenance of the bank-wide liquidity contingency plan. The Hong Kong Market and Liquidity Risk Committee comprises the Market & Liquidity Risk Head of the Bank and representatives from risk management and other relevant business units and support units.

(f) Hong Kong Operational Risk Committee

The Hong Kong Operational Risk Committee provides comprehensive location-wide oversight and direction relating to the management of operational risk. It monitors and reviews the effectiveness of operational risk management, policies, processes, methodologies and infrastructure. It performs top-down assessment and monitors critical operational risk exposures and provides direction for resolution of critical operational risk issues and monitors issue resolution. The Hong Kong Operational Risk Committee comprises the Head of Risk Management Group – Operational Risk, and representatives from key business units and support units.

(g) Hong Kong Risk Culture and Conduct Committee

The Hong Kong Risk Culture and Conduct Committee ("HKRCCC") provides location-wide oversight and direction relating to the management and implementation of the risk culture and conduct agenda. It oversees and monitors the culture and behavioural standards across the Bank and approves the culture enhancement initiatives and plans of the Bank. Chaired by the CEO of the Bank, the HKRCCC comprises heads of key business units and support units.

(h) Hong Kong Product Oversight Committee

The Hong Kong Product Oversight Committee provides country oversight over the risks associated with new products in Hong Kong. It provides holistic overview of such risks to ensure new products are offered in line with the bank's strategy and risk appetite, in the interest of protecting the bank's franchise. The Hong Kong Product Oversight Committee comprises the Senior Risk Executive of Hong Kong and representatives from key business units and support units.

3 DISCLOSURE ON REMUNERATION PURSUANT TO THE HKMA SUPERVISORY POLICY MANUAL CG-5 "GUIDELINE ON A SOUND REMUNERATION SYSTEM"

(a) Design and implementation of the remuneration system

The Bank adopts the remuneration policy and practices formulated by DBSH. Please refer to the Annual Report of DBSH for major characteristics of the remuneration system.

(b) Aggregate quantitative information on remuneration for senior management and key personnel for the year ended 31 December 2019 are as follows:

Senior management is defined as those who are responsible for oversight of the Bank's strategy or activities or those of the Bank's material business lines. Key personnel is defined as individual employees whose duties or activities in the course of their employment involve the assumption of material risk or taking on of material exposures on behalf of the Bank.

Breakdown of remuneration awarded ⁽ⁱ⁾	2019	2018
Number of senior management	14	13
Number of key personnel *	12	10
In HK\$ millions		
Fixed remuneration		
• Cash based (non-deferred)	65	59
• Share based	–	–
• Other	–	–
Variable remuneration ⁽ⁱⁱ⁾		
• Cash based (non-deferred)	60	51
• Share based (deferred)	32	27
• Other	–	–
	157	137

* Aligns definition of key personnel to that of DBS Group in 2019

In HK\$ millions	2019	2018
Breakdown of deferred remuneration		
• Outstanding – vested	–	–
• Outstanding – unvested	124	105
• Awarded during the year	32	27
• Paid out during the year	45	52
• Reductions in current year due to ex-post adjustment – explicit ⁽ⁱⁱⁱ⁾	–	–
• Reductions in current year due to ex-post adjustment – implicit ^(iv)	–	(22)

(i) Remuneration figures for senior management and key personnel are aggregated due to data confidentiality.

(ii) Cash and share based variable remuneration are subject to the approval of the DBSH Board of Directors.

(iii) Examples of explicit ex-post adjustments include malus, clawbacks, or similar reversals or downward revaluation of awards.

(iv) Examples of implicit ex-post adjustments include fluctuations in the value of shares or performance units.

No senior management or key personnel has been awarded with new guaranteed bonus or severance payments in 2019 (2018: nil).

No severance payment being paid to senior management or key personnel (2018: nil).

No sign-on award being paid to senior management or key personnel (2018: nil).

4 INTERNAL AUDIT

Internal Audit is independent of the activities it audits. Its objectives, scope of authority and responsibilities are defined in the Hong Kong Audit Charter, which is approved by the BAC. Head of Internal Audit reports functionally to the Head of Group Audit and the Chairman of BAC, as well as administratively to the CEO.

Internal Audit's responsibilities include:

- (i) Evaluating the reliability, adequacy and effectiveness of the Bank's risk management and internal controls systems, including whether there is prompt and accurate recording of transactions and proper safeguarding of assets;
- (ii) Providing an objective and independent assessment of the Bank's credit portfolio quality, the execution of approved credit portfolio strategies and control standards relating to credit management processes;
- (iii) Reviewing whether the Bank complies with laws and regulations and adheres to established policies; and
- (iv) Reviewing whether management is taking appropriate steps to address control deficiencies.

Internal Audit adheres to the Bank's Code of Conduct and is guided by the Mission Statement in the Audit Charter. They have adopted the Code of Ethics and has aligned its practices with the International Professional Practices Framework established by the Institute of Internal Auditors (IIA). In addition, they have embedded IIA's 10 Core Principles for the Professional Practice of Internal Auditing into their activity.

Internal Audit has unfettered access to the BAC, the Board and management, as well as the right to seek information and explanation. Internal Audit has an organisational and strategic alignment to the Bank. The Head of Internal Audit has a seat in the Bank's HKMC. He or his delegate attends the business reviews and strategic planning forums.

Internal Audit adopts a risk-based approach in its auditing activities. An annual audit plan is developed using a structured risk and control assessment framework through which the inherent risk and control effectiveness of each auditable entity in the Bank is assessed. The assessment also covers risks arising from new lines of business, new products and emerging risks from the Bank's operating environment. Audit projects are planned based on the results of the assessment, with priority given to auditing higher risk areas and as required by regulators.

Audit reports containing identified issues and corrective action plans are reported to the BAC and senior management. Progress of the corrective action plans is monitored, and past due action plans are included in regular reports to the senior management and the BAC. In all routine audits, Internal Audit evaluates the control environment and management's control awareness which incorporates risk culture as guided by Financial Stability Board's Guidance on Sound Risk Culture.

Internal Audit appraises regulators and external auditors of all relevant audit matters. It works closely with external auditors to coordinate audit efforts.

QUALITY ASSURANCE & KEY DEVELOPMENTS

In line with leading practices, Internal Audit has a quality assurance and improvement programme (QAIP) that covers all aspects of its audit activity and conforms to the International Standards for the Professional Practice of Internal Auditing. As part of our QAIP programme, internal quality assessment reviews (QAR) are conducted quarterly and external QAR are carried out at least once every five years by qualified professionals from an external organisation.

Since 2014, the internal QAR has been contracted to an independent assessor, KPMG.

In 2018, KPMG was appointed to perform the external QAR. KPMG rated Group Audit (including Hong Kong Internal Audit) as adequate and effective and Generally Conforms¹ to the international standards promulgated by the Institute of Internal Auditors. In addition, KPMG's report indicated their strong endorsement of Internal Audit's leading practices in Agile, Data Analytics and technology advancement.

Internal Audit leverages on the use of data, technology and automation to provide greater insights and to enhance the Bank's audit assurance. Since 2017, Internal Audit has operationalised its Future of Auditing roadmap with the use of digital tools, rule based and predictive analytics, coupled with the continuous monitoring approach to perform risk assessments and control testing and provide better risk management insights.

¹ *Definition of Generally Conforms: Internal Audit activity has a charter, policies and processes that are judged to be in accordance with the IIA standards.*