



銀娛 GEG

銀河娛樂集團有限公司
Galaxy Entertainment Group Limited

Stock Code: 27

2023 Annual Report



星際酒店
StarWorld Hotel

GALAXY
MACAU
澳門銀河

澳門百老匯
BROADWAY MACAU

GALAXY™
ARENA
銀河綜藝館

GALAXY™
INTERNATIONAL
CONVENTION CENTER
銀河國際會議中心



OUR VISION

Galaxy's vision is to be:

Globally recognized as Asia's leading gaming and entertainment corporation. This vision will be achieved through adhering to our proven business philosophy.

GALAXY'S BUSINESS PHILOSOPHY

LOCAL MARKET INSIGHTS

Leveraging Chinese heritage and deep understanding of Asian and Chinese customer preferences

PROVEN EXPERTISE

Focus on ROI (return on investment) with prudent CAPEX (capital expenditure) plan, proven construction and hotel expertise, and controlled development

WELL POSITIONED

Position Galaxy as a leading operator of integrated gaming, leisure and entertainment facilities

DEMAND DRIVEN STRATEGY

Monitor the market's developments and expand prudently in a timely manner



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CORPORATE INFORMATION

CHAIRMAN

Dr. Lui Che Woo, *GBM, MBE, JP, LLD, DSSc, DBA*

DEPUTY CHAIRMAN

Mr. Francis Lui Yiu Tung

EXECUTIVE DIRECTORS

Mr. Joseph Chee Ying Keung

Mrs. Paddy Tang Lui Wai Yu, *BBS, JP*

NON-EXECUTIVE DIRECTOR

Dr. Charles Cheung Wai Bun, *JP*

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. James Ross Ancell

Dr. William Yip Shue Lam, *LLD*

Professor Patrick Wong Lung Tak, *BBS, JP*

Mr. Michael Victor Mecca

EXECUTIVE BOARD

Dr. Lui Che Woo, *GBM, MBE, JP, LLD, DSSc, DBA*

Mr. Francis Lui Yiu Tung

Mr. Joseph Chee Ying Keung

Mrs. Paddy Tang Lui Wai Yu, *BBS, JP*

AUDIT COMMITTEE

Mr. James Ross Ancell (*Chairman*)

Dr. William Yip Shue Lam, *LLD*

Professor Patrick Wong Lung Tak, *BBS, JP*

Dr. Charles Cheung Wai Bun, *JP*

REMUNERATION COMMITTEE

Dr. William Yip Shue Lam, *LLD (Chairman)*

Mr. Francis Lui Yiu Tung

Professor Patrick Wong Lung Tak, *BBS, JP*

NOMINATION COMMITTEE

Dr. William Yip Shue Lam, *LLD (Chairman)*

Mr. Francis Lui Yiu Tung

Professor Patrick Wong Lung Tak, *BBS, JP*

CORPORATE GOVERNANCE COMMITTEE

Mr. Francis Lui Yiu Tung (*Chairman*)

Mr. James Ross Ancell

Professor Patrick Wong Lung Tak, *BBS, JP*

Dr. Charles Cheung Wai Bun, *JP*

COMPANY SECRETARY

Mrs. Jenifer Sin Li Mei Wah

CORPORATE INFORMATION

INDEPENDENT AUDITOR

PricewaterhouseCoopers
 Certified Public Accountant and
 Registered Public Interest Entity Auditor

REGISTERED OFFICE

22nd Floor
 Wing On Centre
 111 Connaught Road Central
 Hong Kong

SHARE REGISTRAR

Computershare Hong Kong Investor Services Limited
 Shops 1712-1716
 17th Floor, Hopewell Centre
 183 Queen's Road East
 Wanchai, Hong Kong

PRINCIPAL BANKERS[#]

Banco Nacional Ultramarino, S.A.
 Bank of China Limited, Macau Branch
 DBS Bank (Hong Kong) Limited
 Industrial and Commercial Bank of China (Macau) Limited
 The Hongkong and Shanghai Banking Corporation Limited

[#] listed in alphabetical order

SOLICITORS*

Jorge Neto Valente, Escritório de Advogados e Notários
 White & Case

* listed in alphabetical order

SHARE LISTING

The Stock Exchange of Hong Kong Limited ("SEHK")

STOCK CODE

SEHK	:	27
Bloomberg	:	27 HK
Reuters	:	0027.HK

INVESTOR RELATIONS CONTACT

Please direct enquiries to:
 Investor Relations Department
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 Fax : (852) 3150 1100
 Email : ir@galaxyentertainment.com

WEBSITE ADDRESS

<http://www.galaxyentertainment.com>



CORPORATE PROFILE

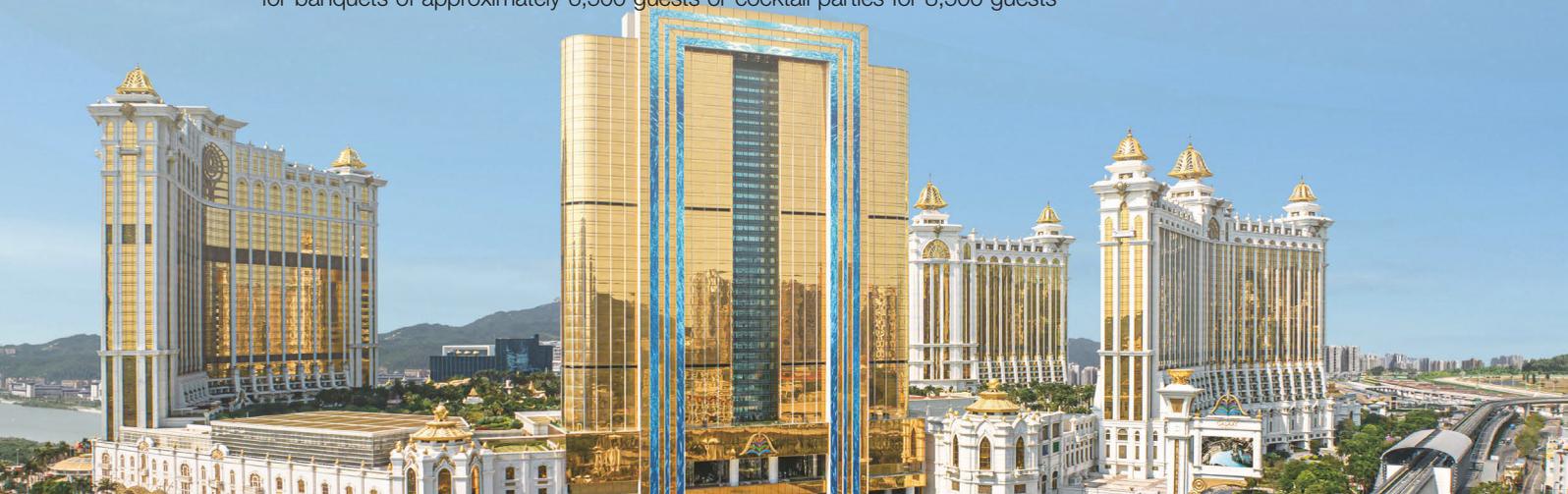
Galaxy Entertainment Group Limited (“GEG” or the “Company”) and its subsidiaries (“GEG” or the “Group”) is one of the world’s leading resorts, hospitality and gaming companies. The Group primarily develops and operates a large portfolio of integrated resort, retail, dining, hotel and gaming facilities in Macau. GEG is listed on the Hong Kong Stock Exchange and is a constituent stock of the Hang Seng Index.

GEG through its subsidiary, Galaxy Casino S.A., is one of the three original concessionaires in Macau with a successful track record of delivering innovative, spectacular and award-winning properties, products and services, underpinned by a “World Class, Asian Heart” service philosophy, that has enabled it to consistently outperform and lead the market in Macau.

The Group operates three flagship destinations in Macau: on Cotai, Galaxy Macau™, one of the world’s largest integrated destination resorts, and the adjoining Broadway Macau™, a unique landmark entertainment and food street destination; and on the Peninsula, StarWorld Hotel, an award-winning world-class five-star luxury hotel.

GALAXY MACAU™

- Opened in May 2011; significantly expanded in May 2015 with the opening of Phase 2; and further expanded in 2023 with the opening of Phase 3 including Galaxy International Convention Center (“GICC”), Galaxy Arena, Raffles at Galaxy Macau and Andaz Macau
- Footprint of 1.4 million square meters
- Comprises seven world-class hotels with approximately 4,750 rooms, suites and villas, including:
 - Andaz Macau
 - Banyan Tree Macau
 - Galaxy Hotel™
 - Hotel Okura Macau
 - JW Marriott Hotel Macau
 - Raffles at Galaxy Macau
 - The Ritz-Carlton, Macau
- Features an unprecedented range of retail, food & beverage, entertainment, leisure and Meetings, Incentives, Conferences and Events (MICE) options, including:
 - Featuring the latest in fashion and curated experiences, Galaxy Promenade is the hottest shopping destination in Macau. Spanning over 100,000 square meters, Galaxy Promenade brings lifestyle trends and the world’s most sought-after brands in fashion and beauty to you. Embark on a world-class journey with more than 200 luxury brands at the flagship stores and lifestyle boutiques
 - As the dining destination in Asia, Galaxy Macau™ offers a wide variety of gastronomic delights, exquisite experiences and ingredients of the finest quality with over 120 dining options from Michelin dining to authentic delicacies
 - Grand Resort Deck is the signature attraction of Galaxy Macau™. Sprawling across 75,000 square meters, it is the world’s largest skytop oasis complete with best-in-class facilities – the world’s longest Skytop Adventure Rapids at 575 meters, the largest Skytop Wave Pool with waves up to 1.5 meters high and a 150-meter pristine white sand beach
 - Macau’s most luxurious 10-screen 3D Cineplex – Galaxy Cinemas is equipped with 3D technology and a groundbreaking 4K laser projection system for an ultimate movie experience
 - Galaxy International Convention Center (“GICC”) — Asia’s most iconic and advanced MICE destination — is a world-class event venue and the latest addition to GEG’s ever-expanding integrated resort precinct, featuring 40,000 sqm of total flexible MICE space that can cater for up to 8,500 banquet guests, or cocktail parties for as many as 16,000 guests. The 10,000-sqm pillar-less exhibition hall located on the ground floor is perfectly suited for banquets of approximately 6,500 guests or cocktail parties for 8,500 guests



CORPORATE PROFILE

- The all-new 16,000-seat Galaxy Arena is the largest indoor arena in Macau, where spectacular events come to life – from world concert tours to thrilling fight nights. Our arena offers center-stage, end-stage or boxing ring set-ups, all of which are customizable for events. With unobstructed views and high-definition broadcasting enabled by advanced technical infrastructure, every guest will enjoy amazing 360° views and high quality surround sound. The arena also features 8 Hospitality Suites for guests to relax and network in luxuriously private surrounds

STARWORLD HOTEL

- Opened in 2006 as the Group's first 5-star hotel
- Located in the heart of the Macau Peninsula
- Multi award-winning world-class luxury hotel
- Offers over 500 luxury rooms and suites
- With sensational live performances and dazzling entertainment offerings, StarWorld Hotel is the destination to embark on a prestigious star experience of refined luxury



BROADWAY HOTEL

- Opened in May 2015; connected by bridge to Galaxy Macau™, Broadway Hotel is a popular dining and entertainment destination that offers the best of authentic Macau flavors and vibrant Asian experiences
- Broadway Hotel with approximately 310 rooms and suites, is an exquisitely designed boutique hotel boasting 180-degree river views overlooking the Pearl River Delta
- Broadway Theatre with approximately 2,500 seats features the best in up-close-and-personal entertainment
- An array of popular dining options including authentic local dishes and Asian favorites served in restaurants and roadside hawker stalls and retail



FUTURE DEVELOPMENT OPPORTUNITIES

Phase 4

The Group has the largest development pipeline of any casino operator in Macau. The Group is currently expanding its Cotai footprint by a further 600,000 square meters with the addition of Cotai Phase 4.

Phase 4 is planned to include multiple high-end hotel brands new to Macau, together with a 4000-seat theater, extensive F&B, retail, non-gaming amenities, landscaping, a water resort deck and a casino. On completion our total Macau hotel capacity will be around 7,500 rooms and suites.

Hengqin, Greater Bay Area & Overseas

GEG is progressing plans for its Hengqin project and we are also expanding our focus beyond Hengqin and Macau to potentially include opportunities within the rapidly expanding Greater Bay Area. These projects will help GEG develop and support Macau in its vision of becoming a World Centre of Tourism and Leisure.

In July 2015, GEG made a strategic investment in Société Anonyme des Bains de Mer et du Cercle des Étrangers à Monaco ("Monte-Carlo SBM"), a world renowned owner and operator of iconic luxury hotels and resorts in the Principality of Monaco. GEG continues to explore a range of international development opportunities with Monte-Carlo SBM.

Galaxy Entertainment Group Foundation

GEG is committed to building a sustainable future for Macau and contributing to the local community. In July 2014, it launched the HK\$1.3 billion Galaxy Entertainment Group Foundation, which will focus on educating and empowering the young people of Macau and Mainland China.

FINANCIAL & OPERATIONAL HIGHLIGHTS

GROUP

- Net Revenue of HK\$35.7 billion, up 211% year-on-year
- Adjusted EBITDA of HK\$10.0 billion versus HK\$(0.6) billion in 2022
- Net profit attributable to shareholders ("NPAS") of HK\$6.8 billion versus HK\$(3.4) billion in 2022
- Adjusted NPAS of HK\$7.5 billion after adjusting for non-recurring and other charges
- Played unlucky in gaming operations which decreased Adjusted EBITDA by approximately HK\$162 million in 2023. Normalized Adjusted EBITDA was HK\$10.1 billion versus HK\$(520) million in 2022
- As of 31 December 2023, balance sheet remains liquid and healthy with cash and liquid investments of HK\$25.0 billion and net cash of HK\$23.5 billion. Debt was HK\$1.5 billion
- Paid a special dividend of HK\$0.20 per share on 27 October 2023 and announced a special dividend of HK\$0.30 per share payable on or about 26 April 2024



GALAXY MACAU™

- Net Revenue of HK\$27.7 billion, up 274% year-on-year
- Adjusted EBITDA of HK\$9.1 billion, versus HK\$295 million in 2022
- Played unlucky in gaming operations which decreased Adjusted EBITDA by approximately HK\$162 million in 2023. Normalized Adjusted EBITDA was HK\$9.3 billion, up 2,739% year-on-year
- Hotel occupancy for 2023 across the seven hotels was 87%
- Non-gaming revenue of HK\$4.8 billion, up 159% year-on-year



STARWORLD MACAU

- Net Revenue of HK\$4.6 billion, up 343% year-on-year
- Adjusted EBITDA of HK\$1.3 billion versus HK\$(0.5) billion in 2022
- There was no luck impact on StarWorld Macau Adjusted EBITDA in 2023
- Hotel occupancy for 2023 was 99%
- Non-gaming revenue of HK\$490 million, up 376% year-on-year



BROADWAY MACAU™, CITY CLUBS and CONSTRUCTION MATERIALS DIVISION

- Broadway Macau™: Adjusted EBITDA of HK\$(36) million, versus HK\$(62) million in 2022
- City Clubs: Adjusted EBITDA of HK\$15 million, versus HK\$(21) million in 2022
- Construction Materials Division: Adjusted EBITDA of HK\$698 million, up 23% year-on-year

DEVELOPMENT UPDATE

- Cotai Phase 3 – Opened GICC, Galaxy Arena, Raffles at Galaxy Macau and Andaz Macau
- Cotai Phase 4 – Our efforts are firmly focused on the development of Phase 4. Phase 4 has a strong focus on non-gaming, primarily targeting MICE, entertainment, family facilities and also includes gaming

FINANCIAL & OPERATIONAL HIGHLIGHTS

GROUP

Key Financial Data

(HK\$'m)	2022	2023
Revenues:		
Net Gaming	6,566	27,290
Non-gaming	2,021	5,396
Construction Materials	2,887	2,998
Total Net Revenue	11,474	35,684
Adjusted EBITDA	(553)	9,955

Gaming Statistics¹

(HK\$'m)	2022	2023
Rolling Chip Volume ²	31,157	117,660
Win Rate %	3.0%	2.9%
Win	923	3,447
Mass Table Drop ³	23,685	107,531
Win Rate %	26.1%	24.6%
Win	6,188	26,486
Electronic Gaming Volume	11,679	50,884
Win Rate %	3.5%	3.5%
Win	405	1,780
Total GGR Win ⁴	7,516	31,713

Key Financial Metrics

	2022	2023
Net (Loss)/Profit Attributable To Shareholders (HK\$'m)	(3,434)	6,828
(Loss)/Earnings Per Share (HK cents)	(78.7)	156.2
Total Assets (HK\$'m)	80,961	87,215
Cash and Liquid Investments (HK\$'m)	26,380	24,986
Debt (HK\$'m)	7,505	1,453
Share Price on 31 December (HK\$)	51.6	43.75
Market Capitalization (HK\$'m)	225,436	191,344

¹ Gaming statistics are presented before deducting commission and incentives.

² Reflects sum of junket VIP and inhouse premium direct.

³ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

⁴ Total GGR win includes gaming win from City Clubs.

FINANCIAL & OPERATIONAL HIGHLIGHTS

GALAXY MACAU™

Key Financial Data

(HK\$'m)	2022	2023
Revenues:		
Net Gaming	5,560	22,911
Hotel/F&B/Others	782	3,246
Mall	1,076	1,560
Total Net Revenue	7,418	27,717
Adjusted EBITDA	295	9,149
Adjusted EBITDA Margin	4%	33%

Gaming Statistics⁵

(HK\$'m)	2022	2023
Rolling Chip Volume ⁶	31,157	115,566
Win Rate %	3.0%	2.9%
Win	923	3,383
Mass Table Drop ⁷	17,282	80,774
Win Rate %	29.0%	27.0%
Win	5,012	21,775
Electronic Gaming Volume	7,556	35,542
Win Rate %	4.3%	4.2%
Win	323	1,499
Total GGR Win	6,258	26,657

⁵ Gaming statistics are presented before deducting commission and incentives.

⁶ Reflects sum of junket VIP and inhouse premium direct.

⁷ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

FINANCIAL & OPERATIONAL HIGHLIGHTS

STARWORLD MACAU

Key Financial Data

(HK\$m)	2022	2023
Revenues:		
Net Gaming	945	4,154
Hotel/F&B/Others	85	468
Mall	18	22
Total Net Revenue	1,048	4,644
Adjusted EBITDA	(527)	1,278
Adjusted EBITDA Margin	NEG ⁸	28%

星際酒店
StarWorld Hotel

Gaming Statistics⁹

(HK\$m)	2022	2023
Rolling Chip Volume ¹⁰	0	2,094
Win Rate %	0	3.1%
Win	0	64
Mass Table Drop ¹¹	5,280	25,709
Win Rate %	18.7%	17.7%
Win	985	4,553
Electronic Gaming Volume	1,567	11,170
Win Rate %	2.4%	1.9%
Win	37	214
Total GGR Win	1,022	4,831

⁸ NEG represents negative margin.

⁹ Gaming statistics are presented before deducting commission and incentives.

¹⁰ Reflects inhouse premium direct.

¹¹ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

CHAIRMAN'S STATEMENT

Chairman
Dr. Lui Che Woo

GBM, MBE, JP, LLD, DSSc, DBA



DEAR SHAREHOLDERS,

I am pleased to provide an update on our financial results for the full year 2023. At GEG, we continue to drive every segment of the business with a particular focus on the mass business, and allocate resources to their most efficient use. Our efforts are reflected in the Group's full-year Adjusted EBITDA of HK\$10.0 billion, versus HK\$(0.6) billion in 2022. This was despite continuing competition in both Macau and regionally as well as a number of geopolitical and economic issues that impacted consumer sentiment.

Our balance sheet continued to be solid, with total cash and liquid investments of HK\$25.0 billion and net cash of HK\$23.5 billion as of 31 December 2023. We paid a special dividend of HK\$0.20 per share on 27 October 2023, and we are pleased to announce another special dividend of HK\$0.30 per share to be paid on or about 26 April 2024. We are the first Macau concessionaire to resume dividends and return capital to shareholders after the border reopened. These dividends demonstrate our continued confidence in the longer-term outlook of Macau and for the Group. Our solid balance sheet and cash flow from operations allow us to fund our development pipeline and pursue our international expansion ambitions.

CHAIRMAN'S STATEMENT

In 2023, GEG had a busy year with the completion of multiple development projects. These included the opening of the 450 all-suite Raffles at Galaxy Macau, the new premium mass area Horizon Club, the Galaxy International Convention Center (“GICC”) and Galaxy Arena. Following the progressive opening, Andaz Macau was fully operational prior to Chinese New Year 2024. In 2023, GEG hosted approximately 200 MICE events and 85 concerts and performances across GICC, Galaxy Arena and Broadway Theatre.

Moving to Phase 4, we continue to progress with its construction. Phase 4 encompasses approximately 600,000 square metres of development and is scheduled to complete in 2027. Phase 4 will include multiple high-end hotel brands new to Macau, together with a 4000-seat theatre, extensive F&B, retail, non-gaming amenities, landscaping, a water resort deck and a casino, which is targeted to capture the ongoing expanding market that seeks a more encompassing lifestyle experience.

Furthermore, we are actively working with the Macao Government Tourism Office (“MGTO”) to develop international markets. We are aligning our business accordingly and supporting the Government’s vision. The non-gaming businesses are focused on attracting a broader range of customers to our resorts, leveraging our existing facilities and growing the overall market. These efforts will take time, and we are doing our best. GEG opened overseas offices in Tokyo and Seoul in 2023, and will soon be opening another office in Bangkok. The competition for high-value international tourists is significant and we will strive to support this Government initiative.

Macau’s Gross Gaming Revenue for 2023 exceeded MOP180 billion^{Note}. In accordance with the gaming concession agreement, the six concessionaires will increase their investment commitments by 20% over the term of the concession. This demonstrates our support to the Government in developing Macau into the World Centre of Tourism and Leisure.

Finally, I would like to thank all our team members who deliver “World Class, Asian Heart” service each and every day and contribute to the success of the Group.

Dr. Lui Che Woo

GBM, MBE, JP, LLD, DSSc, DBA
Chairman

Hong Kong, 28 February 2024

^{Note} For the purpose of the new concession the investment threshold is stated in MOP.

FINANCIAL CALENDAR FOR SPECIAL DIVIDEND AND 2024 AGM

Book close dates for Special Dividend	:	26 March 2024 (Tuesday) to 28 March 2024 (Thursday) (both days inclusive)
Record date for Special Dividend	:	28 March 2024 (Thursday)
Ex-dividend date	:	22 March 2024 (Friday)
Expected payment date	:	26 April 2024 (Friday)
Latest time to lodge transfer documents with the Company's share registrar to entitle Special Dividend	:	4:30 p.m. on 25 March 2024 (Monday)
Book close dates for 2024 AGM	:	8 May 2024 (Wednesday) to 14 May 2024 (Tuesday) (both days inclusive)
Record date for 2024 AGM	:	14 May 2024 (Tuesday)
Date and time of 2024 AGM	:	3:00 p.m. on 14 May 2024 (Tuesday)
Latest time to lodge transfer documents with the Company's share registrar to attend and vote at 2024 AGM	:	4:30 p.m. on 7 May 2024 (Tuesday)
Latest time to lodge proxy forms with the Company's registered office at 22nd Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong	:	3:00 p.m. on 11 May 2024 (Saturday)
Name and address of the Company's share registrar	:	Computershare Hong Kong Investor Services Limited at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

SELECTED MAJOR AWARDS

Award	Presenter
GEG	
Best Gaming Operator	Asia Gaming Awards 2023
2023 IAG Academy IR Awards – Best Integrated Resort – Best CSR Initiative – GEG Integrated Resort Youth Development Program	Inside Asian Gaming
Sustainability Award	International Gaming Awards 2023
2023 PATA Gold Award for Climate Change Initiative	Pacific Asia Travel Association
MECC Award for EuroExcellence in Innovation	Macau European Chamber of Commerce
3rd Greater China Hotel Business Sustainability Index – Top 10	Centre for Hospitality and Real Estate Research of the School of Hotel and Tourism Management, Chinese University of Hong Kong
4th Greater Bay Area Business Sustainability Index – Top 20	Centre for Business Sustainability of the Chinese University of Hong Kong
Outstanding Corporate Social Responsibility Award	Mirror Post of Hong Kong
The 10th Regional Safety Quiz – 2nd Place in the Enterprise Category	Occupational Safety and Health Council of Hong Kong, Department of Emergency Management of Guangdong Province, and the Labour Affairs Bureau of the Macao SAR Government
2023 Macao International Environmental Co-operation Forum & Exhibition – Certificate of Appreciation – Green Booth	Macao Fair & Trade Association
The 4th Family – Friendly Employers Award Scheme – Outstanding Family-Friendly Employer Award – United Against the Pandemic Award – Family-Friendly Employer Award – Breastfeeding-Friendly Workplace Award	The Women’s General Association of Macau
Certificate of Commendation – Support and promote the “Breastfeeding Friendly Workplace”	Office of the Secretary for Social Affairs and Culture of the Macao SAR Government
2023 Passing Love to the City Volunteer Award Ceremony – Care Service Award	Youth Volunteers Association of Macao
GALAXY MACAU™	
2023 Forbes Travel Guide Five-Star Hotel – Banyan Tree Macau – Galaxy Hotel™ – Hotel Okura Macau – The Ritz-Carlton, Macau	Forbes Travel Guide
2023 Forbes Travel Guide Five-Star Spa – Banyan Tree Spa Macau – The Ritz-Carlton Spa, Macau	
Best Luxury Hotel – Raffles at Galaxy Macau Best Trendy Hotel – Andaz Macau	The Bund Design Hotel Awards

SELECTED MAJOR AWARDS

Award	Presenter
EarthCheck Gold Certification – Banyan Tree Macau	EarthCheck
EarthCheck Silver Certification – Galaxy Hotel™ – Hotel Okura Macau	
Macao Green Hotel Awards – Gold Award – Banyan Tree Macau – JW Marriott Hotel Macau – Hotel Okura Macau – The Ritz-Carlton, Macau	Environmental Protection Bureau of the Macau SAR Government
Macao Green Hotel Awards – Silver Award – Galaxy Hotel™	
City Travel Hotel Awards – The Recommended Travel Destination of The Year – Andaz Macau	City Travel Media China
2023 Voyage Hotel & Resort Awards China Top 50 Hotels – The Best Newly Opened Hotel – Andaz Macau	Voyage Media
Design Hotel of the Year – Andaz Macau Luxury Hotel of the Year – Raffles at Galaxy Macau	Platinum Traveller 2023
Travel + Leisure Luxury Awards Asia Pacific 2023 – Asia Pacific’s Integrated Resorts Award (rank second) – Galaxy Macau™ – “Hotels (Macau)” category (ranks third) – “Hotel General Managers (Macau)” category (top 5)	Travel + Leisure
M&C Asia Stella Awards 2023 – Best Meeting Hotel (Macau) – Galaxy Macau™	M&C
BROADWAY MACAU™	
Macao Green Hotel Awards – Silver Award	Environmental Protection Bureau of the Macau SAR Government
CONSTRUCTION MATERIALS DIVISION	
Caring Company Scheme – 20 Years Plus Caring Company Logo	The Hong Kong Council of Social Service
2022-23 Good Employer 5 Years+ e-Contribution Award and MPF Support Award	The Mandatory Provident Fund Schemes Authority
BOCHK Corporate Low-Carbon Environmental Leadership Awards 2022 – EcoPartners & EcoPioneer & Low-Carbon Commitment	Federation of Hong Kong Industries
22nd Hong Kong Occupational Safety & Health Award – Safety Performance Award – All Industries – Outstanding Award	Labour Department/Occupational Safety and Health Council
2022 Hong Kong Awards for Environmental Excellence – Manufacturing and Industrial Services – Certificate of Merit	Environmental Campaign Committee

SELECTED MAJOR AWARDS

A FOOD LOVERS PARADISE

Across GEG's portfolio of resorts, we offer the largest selection of pan-Asian and international food in Macau, with an excess of 120 food and beverage outlets.



SELECTED MAJOR AWARDS

Below is a selection of food accolades that were awarded in 2023:

Award	Presenter
GEG	
2023 IAG Academy IR Awards – Best Overall F&B Offering by an IR	Inside Asian Gaming
GALAXY MACAU™	
Michelin One-Star Restaurant – 8½ Otto e Mezzo BOMBANA – Lai Heen	The MICHELIN Guide Hong Kong Macau 2023
2023 Forbes Travel Guide Five-Star Restaurant – 8½ Otto e Mezzo BOMBANA – Lai Heen	Forbes Travel Guide
One-Diamond rating – 8½ Otto e Mezzo BOMBANA	2024 Black Pearl Restaurant Guide
SCMP 100 Top Tables 2023 Award – 8½ Otto e Mezzo BOMBANA – Lai Heen	South China Morning Post
China Best Champagne List – Hong Kong, Macao & Taiwan regions in China – Terrazza Italian Restaurant	2022 China Best Champagne List
Wine Spectator’s 2023 Restaurant Best of Award of Excellence – Terrazza Italian Restaurant	Wine Spectator’s Restaurant Awards
STARWORLD MACAU	
Michelin Two-Star Restaurant – Feng Wei Ju	The MICHELIN Guide Hong Kong Macau 2023
One-Diamond rating – Feng Wei Ju	2024 Black Pearl Restaurant Guide
SCMP 100 Top Tables 2023 Award – Feng Wei Ju	South China Morning Post
Trip.com Global Elite Restaurant List 2023 – Platinum Award – Feng Wei Ju	Trip.com
Favorite Food Awards 2023 - Feng Wei Ju	U Magazine

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

OVERVIEW OF MACAU GAMING MARKET

Based on DICJ reporting, Macau's GGR for 2023 was \$177.7 billion, up 334% year-on-year. GGR in Q4 2023 was \$52.5 billion, up 421% year-on-year and up 11% quarter-on-quarter.

In 2023, visitor arrivals to Macau were 28.2 million, up 395% year-on-year, which has recovered to 72% of 2019. Overnight visitors were 14.2 million, increased 472% year-on-year. Mainland visitor arrivals to Macau were 19 million, up 273% year-on-year, with Individual Visit Scheme visitors of 10.6 million, up 532% year-on-year. The numbers of Mainland, Hong Kong and international visitors in 2023 returned to 68%, 98% and 48% of the corresponding levels of pre-COVID.

REVIEW OF OPERATIONS

Group Financial Results

The Group posted Net Revenue of \$35.7 billion, up 211% year-on-year. Adjusted EBITDA was \$10.0 billion versus \$(0.6) billion in 2022. NPAS was \$6.8 billion versus \$(3.4) billion in 2022. Galaxy Macau™'s Adjusted EBITDA was \$9.1 billion, versus \$295 million in 2022. StarWorld Macau's Adjusted EBITDA was \$1.3 billion versus \$(527) million in 2022. Broadway Macau™'s Adjusted EBITDA was \$(36) million versus \$(62) million in 2022.

In 2023, GEG played unlucky in its gaming operation which decreased its Adjusted EBITDA by approximately \$162 million. Normalized Adjusted EBITDA was \$10.1 billion versus \$(520) million in 2022.

The Group's total GGR on a management basis¹ in 2023 was \$31.7 billion, up 322% year-on-year. Mass GGR was \$26.5 billion, up 328% year-on-year. VIP GGR was \$3.4 billion, up 273% year-on-year. Electronic GGR was \$1.8 billion, up 340% year-on-year.



Andaz Lounge



Suite of Raffles at Galaxy Macau

¹ The primary difference between statutory gross revenue and management basis gross revenue is the treatment of City Clubs revenue where fee income is reported on a statutory basis and gross gaming revenue is reported on a management basis, this difference is up to 26 June 2022. At the Group level the gaming statistics include Company owned resorts plus City Clubs.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

Summary table of GEG Q4 and full year 2023 Adjusted EBITDA and adjustments:

(HK\$m)	Q4 2022	Q3 2023	Q4 2023	QoQ	FY 2022	FY 2023
Adjusted EBITDA	(163)	2,768	2,807	1%	(553)	9,955
Luck ²	(40)	(122)	(103)	–	(33)	(162)
Normalized Adjusted EBITDA	(123)	2,890	2,910	1%	(520)	10,117

Balance Sheet and Dividend

The Group's balance sheet remains healthy and liquid. As of 31 December 2023, cash and liquid investments were \$25.0 billion and net cash was \$23.5 billion. Debt was \$1.5 billion which primarily reflects our ongoing treasury yield management initiatives. Our strong balance sheet combined with substantial cash flow from operations allows us to return capital to shareholders via dividends and to fund our development pipeline. The Group paid a special dividend of \$0.20 per share on 27 October 2023. Subsequently we announced a special dividend of \$0.30 per share to be paid on or about 26 April 2024. This attests to our confidence in Macau, our financial strength and our future earnings potential.

Set out below is the segmental analysis of the Group's operating results for 2023:

Group Key Financial Data

(HK\$m)	2022	2023
Revenues:		
Net Gaming	6,566	27,290
Non-gaming	2,021	5,396
Construction Materials	2,887	2,998
Total Net Revenue	11,474	35,684
Adjusted EBITDA	(553)	9,955

Gaming Statistics³

(HK\$m)	2022	2023
Rolling Chip Volume ⁴	31,157	117,660
Win Rate %	3.0%	2.9%
Win	923	3,447
Mass Table Drop ⁵	23,685	107,531
Win Rate %	26.1%	24.6%
Win	6,188	26,486
Electronic Gaming Volume	11,679	50,884
Win Rate %	3.5%	3.5%
Win	405	1,780
Total GGR Win ⁶	7,516	31,713

² Reflects luck adjustments associated with our rolling chip program.

³ Gaming statistics are presented before deducting commission and incentives.

⁴ Reflects sum of junket VIP and inhouse premium direct.

⁵ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

⁶ Total GGR win includes gaming win from City Clubs.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

GAMING AND ENTERTAINMENT DIVISION

Galaxy Macau™

Financial and Operational Performance

Galaxy Macau™ is the primary contributor to Group revenue and earnings. In 2023, Net Revenue was \$27.7 billion, up 274% year-on-year. Adjusted EBITDA was \$9.1 billion, versus \$295 million in 2022. Galaxy Macau™ played unlucky in its gaming operations which decreased its Adjusted EBITDA by approximately \$162 million. Normalized 2023 Adjusted EBITDA was \$9.3 billion, up 2,739% year-on-year.

The combined seven hotels occupancy was 87% for 2023.

Galaxy Macau™ Key Financial Data

(HK\$m)	Q4 2022	Q3 2023	Q4 2023	FY2022	FY2023
Revenues:					
Net Gaming	1,378	6,258	6,781	5,560	22,911
Hotel/F&B/Others	208	1,004	1,046	782	3,246
Mall	248	366	364	1,076	1,560
Total Net Revenue	1,834	7,628	8,191	7,418	27,717
Adjusted EBITDA	58	2,562	2,569	295	9,149
Adjusted EBITDA Margin	3%	34%	31%	4%	33%

Gaming Statistics⁷					
(HK\$m)	Q4 2022	Q3 2023	Q4 2023	FY2022	FY2023
Rolling Chip Volume ⁸	6,815	31,090	33,874	31,157	115,566
Win Rate %	2.2%	2.5%	2.6%	3.0%	2.9%
Win	148	778	880	923	3,383
Mass Table Drop ⁹	4,916	22,812	23,692	17,282	80,774
Win Rate %	27.2%	27.2%	27.7%	29.0%	27.0%
Win	1,335	6,197	6,570	5,012	21,775
Electronic Gaming Volume	1,925	10,188	10,650	7,556	35,542
Win Rate %	4.2%	4.0%	3.9%	4.3%	4.2%
Win	81	411	418	323	1,499
Total GGR Win	1,564	7,386	7,868	6,258	26,657

⁷ Gaming statistics are presented before deducting commission and incentives.

⁸ Reflects sum of junket VIP and inhouse premium direct.

⁹ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

StarWorld Macau**Financial and Operational Performance**

In 2023, StarWorld Macau's Net Revenue was \$4.6 billion, up 343% year-on-year. Adjusted EBITDA was \$1.3 billion versus \$(527) million in 2022. There was no luck impact on StarWorld Macau's Adjusted EBITDA in 2023.

Hotel occupancy was 99% for 2023.

StarWorld Macau Key Financial Data

(HK\$m)	Q4 2022	Q3 2023	Q4 2023	FY2022	FY2023
Revenues:					
Net Gaming	217	1,101	1,122	945	4,154
Hotel/F&B/Others	24	121	127	85	468
Mall	5	6	6	18	22
Total Net Revenue	246	1,228	1,255	1,048	4,644
Adjusted EBITDA	(142)	347	353	(527)	1,278
Adjusted EBITDA Margin	NEG ¹⁰	28%	28%	NEG ¹⁰	28%

Gaming Statistics¹¹					
(HK\$m)	Q4 2022	Q3 2023	Q4 2023	FY2022	FY2023
Rolling Chip Volume ¹²	N/A	1,369	725	N/A	2,094
Win Rate %	N/A	2.6%	4.0%	N/A	3.1%
Win	N/A	35	29	N/A	64
Mass Table Drop ¹³	1,320	6,830	6,748	5,280	25,709
Win Rate %	17.3%	17.6%	18.0%	18.7%	17.7%
Win	229	1,204	1,217	985	4,553
Electronic Gaming Volume	522	2,981	4,533	1,567	11,170
Win Rate %	2.4%	2.1%	1.6%	2.4%	1.9%
Win	12	62	72	37	214
Total GGR Win	241	1,301	1,318	1,022	4,831

Broadway Macau™

Broadway Macau™ is a unique family friendly, street entertainment and food resort supported by Macau SMEs. In 2023, Broadway Macau™'s Net Revenue was \$103 million, up 72% year-on-year. Adjusted EBITDA was \$(36) million versus \$(62) million in 2022.

City Clubs

In 2023, City Clubs' Net Revenue was \$222 million, up 264% year-on-year. Adjusted EBITDA was \$15 million versus \$(21) million in 2022.

¹⁰ NEG represents negative margin.

¹¹ Gaming statistics are presented before deducting commission and incentives.

¹² Reflects inhouse premium direct.

¹³ Mass table drop includes the amount of table drop plus cash chips purchased at the cage.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

CONSTRUCTION MATERIALS DIVISION (“CMD”)

In 2023, CMD experienced a solid year. For the full year Adjusted EBITDA was \$698 million, up 23% year-on-year.

Hong Kong and Macau

In Hong Kong, CMD experienced strong demand for ready-mixed concrete and precast products from the Hong Kong International Airport’s three runway project and associated infrastructure development. The contractors have been working to accelerate the project to catch up from COVID-19 related construction delays.

In Macau, the development works in Zone A reclamation area compensated for a softening of local market demand for ready-mixed concrete and piles.

Mainland China

Business in Mainland China was adversely impacted by the slowing of property development. It is anticipated that demand in Mainland China will remain subdued in the immediate future.



Production facility of Fast - I Fong Company Limited in Zone A reclamation area of Macau



GGBS production plant of Nanjing Nangang K. Wah High Tech Materials Co. Ltd. in Nanjing of Jiang Su Province

DEVELOPMENT UPDATE

Galaxy Macau™ and StarWorld Macau

We continue to make ongoing progressive enhancements to our resorts to ensure that they remain competitive and appealing to our guests with a particular focus on adding new and innovative F&B and retail offerings.

We are actively reconfiguring the main gaming floor of Galaxy Macau™ to deliver a better flow of people across the entire floor and to provide an enhanced customer experience. In late 2023, we relocated the central premium mass high limit gaming area and added a number of F&B options. We are also currently completing the construction of a new high limit slot area and other amenities.

At StarWorld Macau we are evaluating a range of major upgrades, that includes the main gaming floor, the lobby arrival experience and increasing the F&B options.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

Cotai – The Next Chapter

We have successfully opened GICC, Galaxy Arena, Raffles at Galaxy Macau and Andaz Macau. We are now firmly focused on the development of Phase 4, which is already well under way. Phase 4 will include multiple high-end hotel brands new to Macau, together with a 4000-seat theater, extensive F&B, retail, non-gaming amenities, landscaping, a water resort deck and a casino. Phase 4 is approximately 600,000 square meters of development and is scheduled to complete in 2027. We will continue to adjust the development timeline in accordance with the market demand. We remain highly confident about the future of Macau where Phases 3 & 4 will support Macau's vision of becoming a World Centre of Tourism and Leisure.

SUBSEQUENT EVENT

GEG announced a special dividend of \$0.30 per share payable on or about 26 April 2024.

GROUP OUTLOOK

We would like to take this opportunity to comment on how we see the longer-term outlook for Macau in general and GEG specifically. Our balance sheet remains exceptionally strong with \$23.5 billion net cash and with minimal debt. We have substantial positive cash flow from operations, and we have positive NPAS. In fact, the strength of our Company can be demonstrated with the announcement of another dividend to be payable in April this year.

Our resorts continue to remain extremely popular with near 100% occupancy across our approximately 5,000 hotel rooms. Our mass gaming drop and revenue in the recent Chinese New Year was 120% of 2019 level. Total visitation for the 8-day Chinese New Year was 1.4 million with daily average visitation of 167,725. Daily visitation rose 163% when compare with 2023 Chinese New Year Golden Week. Mainland visitors represented 76% of the total visitation, it has grown about 242% when compare with 2023 Chinese New Year Golden Week.

The Macau Government will spend an estimated MOP235 million this year to attract international visitors to Macau by actively promoting Macau in overseas destinations through roadshows and subsidizing airline tickets to Macau. We are actively supporting this important Government initiative through both attending their international marketing events and opening GEG international business development offices within the region. Macau welcomed 28 million visitors in 2023 and the MGTO expects Macau will receive around 33 million visitors in 2024.

We continue with the development of Phase 4, which we target to open in 2027. Phase 4 is the next generation integrated resort which has a strong focus on non-gaming, targeting entertainment, family facilities and also includes gaming. These projects will complete our ecosystem in Cotai and strategically position GEG for future growth.

Infrastructure continues to improve access to Macau and movement within Macau. The fourth cross-sea bridge linking Macau Peninsula and Taipa is expected to be completed in 2024. Furthermore, Light Rail Transit's new Macau Barra station, which connects Taipa with the Macau peninsula, opened in December 2023. The improvement of infrastructure will increase the accessibility and convenience for tourists and Macau citizens.

We remain very confident in the longer-term outlook for Macau and believe that our resorts offer a unique range of facilities and experiences to our guests that will continue to attract high value customers to Macau and further broaden the addressable visitor markets.

We are very pleased to welcome the 75th anniversary of the founding of the People's Republic of China and the 25th anniversary of Macau's return in 2024. We hope that the industry will continue to receive the full support of the Central Government and the Macau SAR Government. As always GEG will support these important milestones with a range of supportive promotional activities.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

Shorter term we acknowledge that globally the world is experiencing both geo-political and economic challenges that are impacting consumers and investors sentiment. However, we remain cautiously optimistic on the future of Macau and GEG. We will continue to explore overseas development opportunities on a case by case basis, but continue to believe that Macau offers the greatest growth opportunity.

LIQUIDITY AND FINANCIAL RESOURCES

The equity attributable to owners of the Company as at 31 December 2023 increased to \$70,759 million, an increase of 11% over that as at 31 December 2022 of \$63,914 million while the Group's total assets employed increased to \$87,215 million as at 31 December 2023 as compared to \$80,961 million as at 31 December 2022.

The Group continues to maintain a strong financial position. To preserve funds for future capital expenditure and new business opportunities, we continue to invest surplus cash in low risk fixed deposits as well as high quality listed debt securities issued by large financial institutions and corporations to generate low risk interest income for the Group. As at 31 December 2023, the listed debt securities were predominantly denominated in U.S. dollar with a weighted average tenor of approximately 1 year (2022: 2 years). Following the maturity of certain listed debt securities in our holding (all of investment grade) in 2023, and without sizeable re-investment of the proceeds in listed debt securities, our listed debt securities investment reduced considerably, from \$9,019 million as at 31 December 2022 to \$6,787 million as at 31 December 2023, of which a significant portion remained in investment grade rated securities. Listed debt securities investments are closely monitored by a designated team with the help of international leading banks. The listed debt securities were classified as financial assets at amortized cost and their carrying amounts as at 31 December 2023 approximated their fair values. These listed debt securities were considered to be of low credit risk and the expected credit loss was immaterial. As at 31 December 2023, none of the listed debt securities in any individual investee company held by the Group equaled or exceeded 5% of the Group's total assets.

As at 31 December 2023, the Group invested \$6,787 million (\$9,019 million as at 31 December 2022) in listed debt securities and \$3,700 million (\$3,349 million as at 31 December 2022) in listed shares of Wynn Resorts, Limited ("Wynn Resorts"). As at 31 December 2023, the Group held 5.2 million shares of Wynn Resorts, which represented approximately 4.7% (4.6% as at 31 December 2022) of the issued share capital of Wynn Resorts. Investment cost was \$7,142 million. The principal businesses of Wynn Resorts are to develop and operate high end hotels and casinos and its shares are listed on the Nasdaq Stock Exchange (stock code: WYNN). This listed investment is denominated in U.S. dollar. The directors of the Group considered that the closing price as at 31 December 2023 was the fair value of this listed investment. As of 31 December 2023, fair value of our investment in Wynn Resorts was \$3,700 million, representing 4.2% of the Group's total asset of \$87,215 million. The market value of Wynn Resorts as of 31 December 2022 and 31 December 2023, and the performance of the investment during the year ended 31 December 2022 and 2023 are as follows:

(HK\$m)	2022	2023
Market value	3,349	3,700
Unrealised (loss)/gain for the year ended 31 December	(100)	351
Dividend income for the year ended 31 December	–	21

The Group considers this investment a long term asset and will continue to closely monitor the performance of our passive minority equity investment in Wynn Resorts, which is a globally recognized entertainment corporation with exceptionally high quality assets and a significant development pipeline.

The Group's total cash and bank balances (including fixed deposits) were \$14,500 million as at 31 December 2023 compared to \$14,011 million as at 31 December 2022 while total borrowings were \$1,453 million as at 31 December 2023 as compared to \$7,505 million as at 31 December 2022. The Group was in a net cash position as at 31 December 2023 and 31 December 2022.

MANAGEMENT DISCUSSION AND ANALYSIS

(All amounts are expressed in Hong Kong dollars unless otherwise stated)

The total borrowings of the Group mainly comprised bank loans which were largely denominated in Hong Kong dollar, Macau Patacas, U.S. dollar, Euro and Renminbi. The Group's borrowings are closely monitored to ensure a smooth repayment schedule to maturity.

The Group's liquidity position remains strong and the Group is confident that sufficient resources could be secured to meet its commitments and working capital requirements. The Group has no gearing ratio.

TREASURY POLICY

The Group continues to adopt a conservative treasury policy in liquidity and financial management. Surplus cash is generally placed in fixed deposits and high-quality listed debt securities mostly denominated in Hong Kong dollar, Macau Patacas, U.S. dollar, Renminbi or in the local currencies of the operating subsidiaries. Forward foreign exchange contracts are utilized and borrowings in foreign currencies are arranged when suitable opportunities arise and when considered appropriate, to hedge against foreign exchange exposure, which are considered necessary for the Group's treasury management activities.

The Group's borrowings were largely denominated in Hong Kong dollar, Macau Patacas, U.S. dollar, Euro and Renminbi. Euro bank loan was utilized to fund and hedge the foreign exchange risk on the Euro-denominated Société Anonyme des Bains de Mer et du Cercle des Étrangers à Monaco investment in August 2015.

CHARGES ON GROUP ASSETS

No property, plant and equipment, leasehold land and land use rights was pledged to secure banking facilities (31 December 2022: nil). Bank deposits of \$10 million (31 December 2022: \$299 million) was pledged to secure banking facilities.

GUARANTEES

GEG has executed guarantees in favour of banks in respect of facilities granted to subsidiaries amounting to \$4,770 million (31 December 2022: \$5,770 million). At 31 December 2023, facilities utilized by a subsidiary amounted to \$596 million (31 December 2022: \$4,228 million).

The Group has executed guarantees in favour of banks in respect of facilities granted to joint ventures amounting to \$42 million (31 December 2022: \$43 million). At 31 December 2023, \$20 million (31 December 2022: \$14 million) had been utilized.

EMPLOYEES AND REMUNERATION POLICY

As at 31 December 2023, the Group, excluding associated companies and joint ventures, employed approximately 20,400 employees in Hong Kong, Macau and Mainland China. Employee costs, excluding Directors' emoluments, amounted to \$7,049 million.

Remuneration Policy

The objective of the Group's remuneration policy is to attract, motivate and retain talented employees to achieve the Group's long-term corporate goals and objectives. To this end, the Group is committed to remunerating its employees in a manner that is market competitive, consistent with good industry practices as well as meeting the interests of shareholders.

The Group's remuneration structure for its employees comprises fixed compensation, performance-based variable incentive and long-term incentives. The overall remuneration arrangements are fair and justified, prudent and subject to regular review.

Share Option and Share Award Schemes

The Group operates a share option scheme and a share award scheme for its employees. It serves to attract, motivate and retain employees to work for the Group long term and to better align the interests of the employees with the shareholders' interests. The number of share options/shares granted to the eligible employees is determined with reference to the value of share options/shares, market positioning, job seniority and the individual contribution to the Group.

BIOGRAPHICAL INFORMATION OF DIRECTORS

EXECUTIVE DIRECTORS

Dr. Lui Che Woo, *GBM, MBE, JP, LLD, DSSc, DBA*, aged 94, the founder of the Group, has been a Director of the Company since August 1991 and is the Chairman and a member of the Executive Board of the Company. Dr. Lui is also the Chairman and the Managing Director of K. Wah International Holdings Limited. He has over 50 years' experience in quarrying, construction materials and property development. He was the Founding Chairman of the Institute of Quarrying in the UK (Hong Kong Branch) and the Chairman of the Tung Wah Group of Hospitals (1981-1982). Dr. Lui is also the Founding Chairman of The Federation of Hong Kong Hotel Owners, the President of Tsim Sha Tsui East Property Developers Association, the Founding President of Hong Kong – Guangdong Economic Development Association and an Honorary President of the 8th Committee of Hong Kong – Shanghai Economic Development Association. Dr. Lui was appointed as a member of Steering Committee on MICE (Meetings, Incentives, Conventions and Exhibitions) from 2007 to 2019. Furthermore, Dr. Lui was a member of the 9th National Committee of the Chinese People's Political Consultative Conference, a member of the Selection Committee for the First Government of the HKSAR and a member of the Election Committee of the HKSAR in 1996. Dr. Lui has been elected as a member of the Election Committee of the HKSAR in 2001, 2006, 2011 and 2016. In 1995, an asteroid discovered by the Purple Mountain Observatory of the Chinese Academy of Sciences was named "Lui Che Woo Star". Dr. Lui was presented the Outstanding Contribution Award in Guangzhou in 1996. Dr. Lui was awarded the Gold Bauhinia Star by the Government of the HKSAR in July 2005. Dr. Lui was also awarded the Grand Bauhinia Medal by the Government of the HKSAR in June 2012. Dr. Lui was awarded Business Person of the Year 2007 by DHL/SCMP Hong Kong Business Awards and the Lifetime Achievement Award by American Academy of Hospitality Sciences of 2007 respectively. Dr. Lui was presented the Diamond Award by Macau Tatler and the Lifetime Achievement Award by All Leaders Publication Group Limited, both in 2011. Dr. Lui was awarded Asia Pacific Entrepreneurship Awards 2012 – Lifetime Achievement Award by Enterprise Asia in 2012 and Lifetime Achievement Award by Golden Horse Award of China Hotel in 2013. Dr. Lui was presented the Outstanding Contribution Award at the International Gaming Awards, as well as Entrepreneur of the Year at The Asian Awards in 2014. Dr. Lui was awarded the Lifetime Achievement Award and the Outstanding Leadership in Social Responsibility Award by the World Travel Awards in 2015 and 2018 respectively. In 2019, Dr. Lui was awarded as one of the 20 Persons in 20 Years: the Most Valuable Persons of Macao's Tourism and Leisure Industry from 1999 to 2019 by the Macau University of Science and Technology. He was recognized as one of Asia's Most Influential by Tatler Asia from 2021 to 2023. Dr. Lui is also the Founder and Chairman of the Board of Governors cum Prize Council of the Lui Che Woo Prize – Prize for World Civilisation which established in Hong Kong in 2015 for promoting world civilization through sustainable development of the world, betterment of the welfare of mankind and promotion of positive life attitude and enhancement of positive energy. In addition, Dr. Lui is Honorary Trustee of Peking University, Founding Honorary Patron of The University of Hong Kong Foundation for Educational Development and Research, Member of the Board of Trustees of United College of the Chinese University of Hong Kong, Honorary Member of the Court of Hong Kong University of Science and Technology, Honorary Life Chairman of the Hong Kong Polytechnic University Foundation and Member of the Court of the Hong Kong Polytechnic University, Member of the Board of Directors of Fudan University and Life Honorary Chairman of Wuyi University Board of Trustees. Dr. Lui is the father of Mr. Francis Lui Yiu Tung and Mrs. Paddy Tang Lui Wai Yu.

Mr. Francis Lui Yiu Tung, aged 68, joined the Group in 1979. He has been an executive Director of the Company since June 1987 and is the Deputy Chairman and a member of each of the Executive Board, Nomination Committee and Remuneration Committee as well as the Chairman of Corporate Governance Committee of the Company. Mr. Lui is also an executive director of K. Wah International Holdings Limited. He holds a bachelor of science degree in civil engineering and a master of science degree in structural engineering from the University of California at Berkeley, USA. Mr. Lui is a member of the 14th National Committee of the Chinese People's Political Consultative Conference, a member of the Chief Executive Election Committee of the HKSAR and a member of the Chief Executive Election Committee and Tourism Development Committee of Macau SAR. He is also a Vice-Chair of the Council of the Macao Institute for Tourism Studies, a director of the 71st Term of Macao Chamber of Commerce, an Honorary Chairman of the 22nd Term of Kiang Wu Hospital Charitable Association, a member of the 11th Standing Committee of the All-China Federation of Returned Overseas Chinese, an executive director of the Chamber of Tourism of the All-China Federation of Industry and Commerce, an Honorary President of the Greater Bay Area Finance Development Association; a Forever Honorary Chairman of the Association of Macau Travel Industry Professionals and Counsellor of Our Hong Kong Foundation. Mr. Lui was awarded the Medal of Merit – Tourism by Macau SAR in 2012. In 2021, Mr. Lui received the insignia of Officer of the Order of Arts and Letters from the French Government. He was also named the most influential person in the Asian Gaming Power 50 list for the seventh time in 2023. Furthermore, Mr. Lui is the Honorary Citizen of each of Guangzhou City, Shenzhen City and Jiangmen City. Mr. Lui is a son of Dr. Lui Che Woo and a younger brother of Mrs. Paddy Tang Lui Wai Yu.

BIOGRAPHICAL INFORMATION OF DIRECTORS

Mr. Joseph Chee Ying Keung, aged 66, joined the Group in 1982. He has been an executive Director of the Company since April 2004 and is the Managing Director of the Construction Materials Division as well as a member of the Executive Board of the Company. Mr. Chee holds a Master degree in Business Administration from the University of South Australia and a Bachelor degree in Mechanical Engineering from the University of Western Ontario in Canada. He is a Honorary Fellow of The Institute of Quarrying in the UK and has over 35 years of broad experience in the construction materials industry including operations and management, technical and quality assurance, environmental protection, commercial and strategic planning. Mr. Chee was a member of the 11th Yunnan Provincial Committee of the Chinese People's Political Consultative Conference. He was elected as a member of the Standing Committee of the 12th Yunnan Provincial Committee of the Chinese People's Political Consultative Conference and has been re-elected as a member of the Standing Committee of the 13th Yunnan Provincial Committee of the Chinese People's Political Consultative Conference in January 2023. In April 2018 he was appointed as a Council Member of Hong Kong CPPCC (Provincial) Members Association. In 2023 he was elected as President of Association of Hong Kong and Macau Members of CPPCC in Yunnan Province where he also served as Executive Vice Chairman from 2018 to 2022. In addition, he is the Vice President of Macau Ready-Mix Concrete Commerce Association, the Honorary President of Hong Kong (Asia) Youth Association and Yunnan Provincial Federation of Industry and Commerce of Macau. Mr. Chee has been the Chairman of Hong Kong Contract Quarry Association since 2011 where he also served as the Chairman from 2002 to 2008. He was a board member of Pneumoconiosis Compensation Fund Board from 2010 to 2017 and served as an advisor of the board from 2018 to 2021. He served as a member of the Working Group on Construction Waste of the Provisional Construction Industry Co-ordination Board from 2004 to 2006. He was also the Chairman of The Institute of Quarrying in the UK (Hong Kong Branch) and Hong Kong Construction Materials Association from 1998 to 2000 and from 2017 to 2019 respectively.

Mrs. Paddy Tang Lui Wai Yu, *BBS, JP*, aged 69, joined the Group in 1980 and has been an executive Director of the Company since August 1991 as well as a member of the Executive Board of the Company. She is also an executive director of K. Wah International Holdings Limited. She holds a bachelor of commerce degree from McGill University, Canada and is a member of The Institute of Chartered Accountants in England and Wales. Ms. Lui was elected as a member of the Shanghai Committee of the Chinese People's Political Consultative Conference from December 2012 to December 2022. She was appointed as a member of board of trustees of Shanghai Jiao Tong University on 30 October 2014. Ms. Lui was formerly a member of the Standing Committee on Company Law Reform, the Tourism Strategy Group, the Statistic Advisory Board, the Hong Kong Arts Development Council and the Board of Ocean Park Corporation and a non-executive director of the Mandatory Provident Fund Schemes Authority. Ms. Lui has been elected as a member of the Election Committee of the HKSAR since 1998. Ms. Lui is a daughter of Dr. Lui Che Woo and the elder sister of Mr. Francis Lui Yiu Tung.

NON-EXECUTIVE DIRECTOR

Dr. Charles Cheung Wai Bun, *JP*, aged 87, has been a non-executive Director of the Company since October 2015. Dr. Cheung is a member of each of the Audit Committee and Corporate Governance Committee of the Company. Dr. Cheung holds an honorary doctor's degree from John Dewey University, U.S.A., a master degree in business administration and a bachelor of science degree in accounts and finance from New York University, U.S.A.. He was awarded the Directors of the Year Awards 2002 of Listed Company Non-Executive Director by The Hong Kong Institute of Directors. In December 2010, Dr. Cheung received three awards, namely (1) Outstanding Management Award of The Chartered Management Association; (2) Outstanding Director Award of The Chartered Association of Directors; and (3) Outstanding CEO Award of The Asia Pacific CEO Association. Dr. Cheung is a former council member of The Hong Kong Institute of Directors and an advisor of The Institute of ESG & Benchmark. Dr. Cheung was formerly a visiting professor of the School of Business of Nanjing University, PRC. He was formerly the group chief executive and executive deputy chairman of Mission Hills Group, Hong Kong, and a former director and advisor of the Tung Wah Group of Hospitals. He has held senior management positions in various companies of different industries and possessed extensive banking, financial and commercial experiences. Dr. Cheung is an independent non-executive director of Jiayuan International Group Limited (In Liquidation) ("Jiayuan") immediately before the winding up order was granted against Jiayuan on 2 May 2023. He is also an independent non-executive director of Modern Dental Group Limited and Pioneer Global Group Limited, both are listed on the main board of The Stock Exchange of Hong Kong Limited (the "Stock Exchange"). Dr. Cheung is also a director and the vice chairman of executive committee of the Metropolitan Bank (China) Ltd.. He was formerly an independent non-executive director of Universal Technologies Holdings Limited, a company listed on the main board of the Stock Exchange, from September 2011 to June 2023 and Yin He Holdings Limited, whose shares were delisted from GEM of the Stock Exchange, from September 2014 to August 2021.

BIOGRAPHICAL INFORMATION OF DIRECTORS

INDEPENDENT NON-EXECUTIVE DIRECTORS

Mr. James Ross Ancell, aged 70, has been an independent non-executive Director of the Company since April 2004. Mr. Ancell is the Chairman of the Audit Committee and a member of the Corporate Governance Committee of the Company. He holds a Bachelor's degree in Management Studies from University of Waikato in New Zealand. He is a Fellow of Chartered Accountants Australia and New Zealand and has over 40 years of broad experience in building materials and construction sectors, waste management and recycling business gained from multinational corporations. He is currently the Chairman of Churngold Construction Holdings Limited in the UK, a leading specialist groundworks subcontractor carrying out groundworks, with a separate remediation business, cleaning up sites contaminated by previous industrial activity.

Dr. William Yip Shue Lam, LLD, aged 86, has been an independent non-executive Director of the Company since December 2004. Dr. Yip is a member of the Audit Committee as well as the Chairman of the Nomination Committee and the Remuneration Committee of the Company. Dr. Yip holds a Bachelor of Arts degree and an honorary Doctor of Laws degree from the Concordia University, Canada. He is the founder and the chairman of Canada Land Limited ("Canada Land") since 1972. Canada Land engaged in real estate development and tourist attraction business, listed in 1994 on the Australian Stock Exchange and was privatized in May 2013. Dr. Yip remains as the chairman of the company. Dr. Yip was also the chairman of Cantravel Limited, Guangzhou since 1996, became a director in October 2013 and elected the chairman in December 2019 again. Dr. Yip was an independent non-executive director of K. Wah International Holdings Limited, a company listed on the main board of The Stock Exchange of Hong Kong Limited, from June 2008 to June 2023. Dr. Yip has been active in public services and has been appointed as an Honorary Standing Committee Member of The Chinese General Chamber of Commerce (November 2012 – October 2022) and the President of Concordia University Hong Kong Foundation Limited and chairman of Board of Governors, Canadian University Association in Hong Kong. He had been the President (1998 – 2000) and currently the member of the Board of Governors of The Canadian Chamber of Commerce in Hong Kong, and the Fellow Member of The Hong Kong Institute of Directors. In addition, Dr. Yip has been elected a Guangzhou Municipal Honorable Citizen.

Professor Patrick Wong Lung Tak, BBS, JP, aged 75, has been an independent non-executive Director of the Company since August 2008. Professor Wong is a member of each of the Audit Committee, Remuneration Committee, Nomination Committee and Corporate Governance Committee of the Company. He is a Certified Public Accountant (Practising) in Hong Kong and the Managing Practising Director of Patrick Wong CPA Limited. He has over 50 years experience in the accountancy profession. Professor Wong holds a Doctor of Philosophy in Business degree, was awarded a Badge of Honour by the Queen of England in 1993 and was appointed a Justice of the Peace in 1998. He was also awarded a Bronze Bauhinia Star by the Government of the HKSAR in 2010. Professor Wong is an independent non-executive director of Water Oasis Group Limited, Winox Holdings Limited, The Cross-Harbour (Holdings) Limited (elected on 22 May 2023) and Guangzhou Baiyunshan Pharmaceutical Holdings Co., Ltd. (elected on 30 May 2023), all are listed on the Hong Kong Stock Exchange. Professor Wong was formerly an independent non-executive director of BAIC Motor Corporation Limited from December 2014 to March 2021, Li Bao Ge Group Limited from June 2016 to December 2021, Sino Oil and Gas Holdings Limited from August 2010 to November 2022 and C C Land Holdings Limited from October 2007 to May 2023, all are listed on the Hong Kong Stock Exchange.

BIOGRAPHICAL INFORMATION OF DIRECTORS

Mr. Michael Victor Mecca, aged 75, was appointed as a non-executive Director of the Company in May 2018 and has been re-designated as an independent non-executive Director of the Company in March 2023. Prior to his appointment as a non-executive Director of the Company, Mr. Mecca served the Group as President and Chief Operating Officer since 2009 and was the President of the Company since September 2015 until his retirement in April 2018. Mr. Mecca holds a Bachelor degree in Foreign Affairs from the University of Oklahoma in the USA. He has held senior executive roles with a number of globally-recognized gaming and hospitality brands in Las Vegas and Melbourne. Mr. Mecca was formerly a member of the board of directors of Société Anonyme des Bains de Mer et du Cercle des Étrangers à Monaco (“SBM”) from September 2015 to September 2021, SBM’s shares are publicly traded on Euronext Paris and in which the Company holds an indirect interest of approximately 5%. Mr. Mecca has been licensed by the Gaming Commissions in both Nevada and Michigan in the United States, Victoria in Australia and Macau. Mr. Mecca is also the Honorary President of The Macau Gaming Management Association (“MGMA”), Advisory Board Member of Macau University Institute for the Study of Commercial Gaming (“ISCG”), Member of G2E Asia Executive Non-Gaming Advisory Board, Honorary Advisor of International Film Festival & Awards Macao (“IFFAM”) and Honorary President of Macau Responsible Gaming Association.

SENIOR MANAGEMENT

The businesses of the Group are under the direct responsibilities of the executive Directors of the Company who are regarded as senior management of the Group.

GAMING AND HOSPITALITY EXPERTISE

GEG is committed to recruiting and retaining the very best management and employees and will continue to strengthen our gaming and hospitality executive team as we move forward and continue to build GEG to be a leading Asian gaming and entertainment company.

An indicative profile of the depth of our executive talent in our gaming and hospitality team is detailed below:

Kevin Kelley, Chief Operating Officer, Macau. He has extensive experience in gaming, hospitality and entertainment through his career spanning over the USA and Macau. Previously, he held senior executive positions at various well-known casinos and hotels in the USA and Macau.

Ted Chan, Chief Financial Officer. He has extensive experience in gaming, hospitality, business development, and financial management. He joined GEG in 2018 as Chief Operating Officer – Japan Development. Previously, he held senior executive positions with gaming and hospitality companies regionally and locally in Macau.

Raymond Yap, Senior Director – Integrated Resort Services. He has more than 37 years of experience in hotel operations, resort planning, theme park and plaza development, corporate planning and business development. Previously, he held various senior executive positions with a gaming company in Malaysia.

Richard Longhurst, Senior Director – Gaming. He has over 34 years of extensive leadership experience at senior levels gained from the gaming industry. Previously, he held senior executive position with a gaming company in Australia.

Edmond Ting, Director – Project Development. He has over 40 years of project management experience in property development and architectural consultancy firms developing large-scale commercial, luxury hotels, residential and service apartment projects. Previously, he held a senior executive position with a property development firm in Hong Kong.

Andy Lee, Deputy Director – Operations, StarWorld Macau. He has over 27 years of experience in mass marketing, mass and premium gaming hosting and hospitality operations. Previously, he held a senior management position with a resort and gaming company in Singapore.

Roger Lienhard, Executive Vice President – Hospitality, Galaxy Macau™. He has over 39 years of operations management and project development experience gained from the hospitality industry. Previously, he held senior management positions with a number of prestigious hotels and resorts in Macau, Singapore, Australia, Japan, India and Indonesia.

James Koratzopoulos, Executive Vice President – Hotel and MICE Operations. He has over 32 years of experience in hotel operations and food and beverage services. Previously, he held senior management positions with a number of international hotel companies in Australia, Mainland China and the Middle East.

Elmen Lee, Executive Vice President – Business Development and Operations. He has over 31 years of experience in international marketing, casino marketing and hotel operations management gained from the gaming and hospitality industries. Previously, he held senior management position with a gaming and entertainment company in Australia prior to rejoining us.

Jason Barry, Senior Vice President – Table Games, Galaxy Macau™. He has over 32 years of experience in table games. Previously, he held a senior management position with a gaming company in Australia.

Thomas Borman, Senior Vice President – Electronic Games, Galaxy Macau™. He has over 33 years of experience in electronic gaming operations. Previously, he held several senior management positions with gaming companies in the USA.

Nelson Chan, Senior Vice President – Customer Development. He has over 23 years of experience in premium marketing and gaming operations. Previously, he held senior management positions with integrated resorts in Singapore and Vietnam.

This list is by no means exhaustive. With the continued development of our management competence resulting in highly efficient casino and entertainment operations, we believe that it will drive the growth and success of GEG for the years to come.

CORPORATE GOVERNANCE REPORT

The Company is committed to maintaining high standards of corporate governance to enhance the performance of the Company and its subsidiaries (“Group”). We have a well-balanced and effective corporate governance system which sets out the framework for the board of directors of the Company (“Board”) to manage the Company efficiently, emphasizing on effective risk management and internal control to safeguard the interests of shareholders of the Company (“Shareholders”), to enhance Shareholders’ value and to care for the community as a good corporate citizen, with a high level of transparency and accountability to Shareholders, that ultimately translate into the long-term success and sustainability of the businesses of the Group. The Board has applied the code provisions in the Corporate Governance Code (“Code”) as set out in Appendix C1 of the Rules Governing the Listing of Securities (“Listing Rules”) on The Stock Exchange of Hong Kong Limited (“Stock Exchange”) except the deviation is disclosed and explained in this report.

CORPORATE CULTURE

The Company’s vision is to be “Globally recognized as Asia’s leading gaming and entertainment corporation”. This vision will be achieved through the business philosophy stated in the inside front cover of this annual report. The Group is committed to delivering world class unique experiences to its guests and building a sustainable future for the communities in which it operates.

As a leading operator of gaming and integrated resorts in Macau, the Company always strives to achieve its long-term growth and create sustainable value for Shareholders and other stakeholders by delivering gaming, leisure entertainment, hospitality and MICE services to its guests, instilling pride in its employees, and delighting its stakeholders. The Company’s Mission, Vision and Values are available on the Company’s website.

For construction materials section, we continuously in search of excellence and our mission is to satisfy market demand and customer needs with quality products and services at competitive prices with vision, perseverance and teamwork, we strive to be a leader industry that we serve and to provide shareholders the best return on their investment.

In 2023, the Group successfully inaugurated Phase 3 projects including GICC, Galaxy Arena, Andaz Macau and Raffles at Galaxy Macau, with a focus on non-gaming elements that align with the Macau SAR Government’s policy initiatives to foster quality development of exhibitions and conventions combined with commerce and Macau’s establishment as a “City of Performing Arts” and a “City of Sports”. The development of Phase 4 is well under way. The development of Phases 3 and 4 will further diversify and broaden the Group’s non-gaming offerings, attract a more diverse customer base, we explore overseas customers markets, drive forward the “1+4” adequate diversified development strategy, which continues to enrich and support Macau in its vision of becoming a World Centre of Tourism and Leisure.

The Board is responsible for monitoring and evaluating the Company’s culture to ensure that it aligns with its mission, vision and values. The Company’s business philosophy extends from the Board to all the employees of different positions of the Group and at all levels who strive to uphold the highest standard of ethics and integrity in every aspect of the Group’s businesses.

The Company has a strong commitment to ethics and integrity under a robust corporate governance framework, effective risk management and internal control systems, active collaboration with stakeholders. All Directors, management and employees of the Group are expected to act lawfully, ethically and responsibly.

The Company’s culture and vision are taken into account when developing the policies and procedures of the Group and the critical factors in the annual performance evaluation for the management team of the Group, which are clearly communicated to everyone in the Group. The Group provides orientation training and staff handbooks to new employees for their better understanding the Company’s culture and values, and provided appropriate training to senior management from time to time across the Group so that they can continue to refer to the Company’s culture and value and reinforce them when interacting with the employees of the Group. The Board, with the support of the management of the Group, is also responsible for overseeing and monitoring the Group’s operation practices to be executed in alignment with the Company’s corporate culture and its vision, taking into consideration the evaluation of both qualitative and quantitative indicators such as financial performance, workforce engagement, whistleblowing data, and other social and corporate governance related data including employee retention and training health and safety and regulatory compliance.

Having reflected the Company’s corporate culture and vision in the development and implementation of the policies and practices of the Group, which will be reviewed from time to time, the Board is satisfied that the mission, values and strategic directions of the Company are aligned with its culture.

CORPORATE GOVERNANCE REPORT

THE BOARD

The Company is headed by the Board, which is responsible to lead and control the Group and promote the success of the Group by directing and supervising the Group's affairs in an effective manner. The Board which is accountable to Shareholders, sets strategies and priorities for the Company, approves annual budgets and performance targets, determines the appropriate management structure, and monitors the performance of the management.

The names and biographical details of the Directors and their relationships are set out on pages 25 to 28 as well as the Company's website at www.galaxyentertainment.com. The list of Directors and their roles and functions is also disclosed in the websites of the Company and The Hong Kong Exchanges and Clearing Limited ("HKEX").

Chairman, Deputy Chairman and Managing Director of Business Division

The roles of the Chairman of the Board, the Deputy Chairman of the Board and the Managing Director of the Construction Materials Division are separately held by Dr. Lui Che Woo, Mr. Francis Lui Yiu Tung and Mr. Joseph Chee Ying Keung respectively, so as to ensure a balance of power and authority.

The Chairman provides leadership for the Board and ensures that the Board works effectively in discharging its responsibilities, and all key issues are discussed and addressed to in a timely manner and information is provided timely, adequately and accurately. The Deputy Chairman supports and assists the Chairman in performing the above tasks and, together with the Managing Director of the Construction Materials Division, to develop strategic operational plans to implement the Company's strategies and priorities. The Deputy Chairman leads and oversees the day-to-day management of the Group's gaming and hospitality related businesses, while the Managing Director of the Construction Materials Division leads and oversees the day-to-day management of the business of the Construction Materials Division.

Board Composition

The Board has a balanced composition of executive and non-executive Directors, made up of four executive, one non-executive and four independent non-executive Directors. During the year, Mr. Michael Victor Mecca was re-designated from a non-executive Director to an independent non-executive Director of the Company. The number of independent non-executive Directors represents more than one-third of the Board and complies with Rule 3.10A of the Listing Rules. The appropriate mix of skill-sets, experience and diversity of the Board are determined and regularly reviewed on the basis that members of the Board as a whole possess all-rounded business and professional skills essential to manage a successful sizeable enterprise and to support continuous growth. Added to our executive Directors' substantial experience in the Group's businesses, our Directors have brought in a mix of experience and qualifications in corporate management and strategic planning, investment, finance, treasury management, and corporate governance practices. In fulfilling their roles and duties, our Directors provide balanced and independent views to the Board, exercise independent judgment and play a check and balance role on the Board's decisions, particularly on matters that may involve conflicts of interest. The Company believes that the current Board composition is well-balanced and effective, and of a diverse mix appropriate for the businesses of the Group. During the year and as at the date of this report, there has been no change in the Board apart from the re-designation of Mr. Michael Victor Mecca as an independent non-executive Director mentioned above.

Appointment and Re-election of Directors

The responsibility in nominating new Directors to the Board, reviewing the size, structure and composition of the Board and proposing re-election of retiring Directors is delegated to the Nomination Committee.

Non-executive Directors are appointed for a specific term. Mr. James Ross Ancell, Dr. William Yip Shue Lam, Professor Patrick Wong Lung Tak, Dr. Charles Cheung Wai Bun and Mr. Michael Victor Mecca were appointed for a fixed term of three years pursuant to their service contracts.

All Directors except the Chairman are subject to re-election by Shareholders at the annual general meetings and at least once every three years according to the Articles of Association of the Company.

CORPORATE GOVERNANCE REPORT

Mr. Michael Victor Mecca was appointed in May 2018 as a non-executive Director and was re-designated from a non-executive Director to an independent non-executive Director of the Company in March 2023. He has served the Board for less than nine years. All other independent non-executive Directors have served the Board for more than nine years.

At the forthcoming annual general meeting, Mr. Francis Lui Yiu Tung, Mr. James Ross Ancell and Dr. Charles Cheung Wai Bun will retire by rotation. All of them have offered themselves for re-election.

Pursuant to the Code B.2.3 of Appendix C1 of the Listing Rules, the re-appointment of Mr. James Ross Ancell as an independent non-executive Director who served more than 9 years shall be proposed by a separate resolution to be approved by Shareholders. The Board believes that his long service on the Board would not affect his integrity in exercising impartial and independent judgement on the Board matters and his vast experience and knowledge can continue to bring valuable contribution and more perspectives to the Board and the growth of the Company.

Independence of Independent Non-executive Directors

All independent non-executive Directors have met all of the guidelines for assessing independence set out in Rule 3.13 of the Listing Rules. Having considered that (i) the Company has received from each of them a written confirmation of his independence; (ii) they were not involved in the daily management of the business and not performed any executive role or management function in the Group or of any core connected person of the Company, and remain independent from management and any major Shareholder; and (iii) there is no indication of relationship or circumstances that will impact their independent judgment, the Board considers each independent non-executive Director to be independent.

RESPONSIBILITIES OF DIRECTORS

Each Director has a duty to act in good faith in the interests of the Company. The Company believes that it is essential to keep our Directors updated on their duties and responsibilities as well as the conduct, business activities and development of the Group to enable them to provide their maximum contributions. All Directors (including the independent non-executive Directors) have access to the management and Company Secretary for any information relevant to the Group they require in discharging their duties. Company Secretary will collect the requested information and distribute to the Directors. Reports on the Company's performance, annual budget and comparison with budget together with the necessary commentary and explanation on any deviation from budget are provided to our Directors at regular Board meetings. In addition, monthly updates on the market trend and information on the Company's development, finance and operations are provided to Directors as soon as practicable.

The Company has in place directors' and officers' liabilities insurance cover to indemnify our Directors against claims and liabilities arising out of the Group's businesses and activities.

Directors' Time and Directorship Commitments

Each Director will ensure that he/she has sufficient time and attention allocated to the Company to discharge his/her responsibilities effectively and, where possible, attends all Board/Committee meetings and general meetings, and that his/her other commitments do not affect the effectiveness of their contribution or the time available to the Company. The major commitments of non-executive Directors are detailed in their biographies. All Directors have attended all the Board meetings during the year. Please refer to below the details of Directors' attendance records.

Each Director will disclose to the Company at the time of his/her appointment, and in a timely manner for any change, the number, identity and nature of offices held in Hong Kong and overseas listed public companies or organizations and other significant commitments. The Company will provide the updates in respect of their biographies and disclosed such in the annual and interim reports as appropriate. An indication of the time to be involved by Directors on their directorships and other commitments will be disclosed to the Company on an annual basis.

CORPORATE GOVERNANCE REPORT

The independent non-executive Directors have made disclosures about the time spent on the affairs of the Company and also confirm that they are able to give sufficient time and attention to the affairs of the Company. All independent non-executive Directors and non-executive Director have attended the Board/Committee meetings and annual general meeting held by the Company during the year.

The Nomination Committee regularly reviews the time commitments required from a Director to perform his/her responsibilities to ensure that the Board's effectiveness is not compromised. The Board believes, in principle, that Directors' external commitments will benefit the Company by providing them with a diversity of skills, experience, knowledge and perspectives and are relevant to their role in the Company.

Directors' Induction and Continuous Professional Development

All Directors have participated in continuous professional development ("CPD") to develop and refresh their skills and knowledge. During the year, seminars and materials were provided by the Company and/or external qualified professionals including updates on fraud risk management and controls, ESG strategy, enhancement of climate-related disclosures, corporate governance development, updates on laws, rules, regulations; and management to further strengthen their knowledge and skills on their roles, functions and duties as a director.

Updates on legislative and regulatory changes and corporate governance development relevant to the Group and relevant information on the Group's businesses and activities are continuously provided to our Directors on a timely and regular basis, so as to ensure that the Directors are aware of their responsibilities and obligations as well as to maintain good corporate governance practices. A newly appointed Director will receive a comprehensive induction package covering the statutory and regulatory obligations of directors, policies, procedures and codes of the Company applicable to the Directors. The Company keeps a record of training received by each Director, summarized as follows:

Directors	Corporate Governance/ Updates on Laws, Rules & Regulations	Accounting/Financial/ Management/Other Professional Skills
Executive Directors		
Dr. Lui Che Woo	✓	✓
Mr. Francis Lui Yiu Tung	✓	✓
Mr. Joseph Chee Ying Keung	✓	✓
Mrs. Paddy Tang Lui Wai Yu	✓	✓
Non-executive Director		
Dr. Charles Cheung Wai Bun	✓	✓
Independent Non-executive Directors		
Mr. James Ross Ansell	✓	✓
Dr. William Yip Shue Lam	✓	✓
Professor Patrick Wong Lung Tak	✓	✓
Mr. Michael Victor Mecca	✓	✓

CORPORATE GOVERNANCE REPORT

Code of Conduct for Securities Transactions

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers (“Model Code”) set out in Appendix C3 of the Listing Rules as its code of conduct for securities transactions by Directors. The Company, having made specific enquiry of all Directors, confirms that our Directors have complied with the required standard set out in the Model Code throughout the year.

The Board has also established written guidelines on no less exacting terms than the Model Code to be observed by relevant employees of the Group who, because of such offices or employments, are likely to be in possession of Inside Information (which term shall bear the same meaning as in the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)) in relation to the Group or the securities of the Company in respect of their dealings in the securities of the Company. The list and policies will be subject to review by the Company as and when it thinks appropriate.

DELEGATION BY THE BOARD AND BOARD COMMITTEES

To streamline its duties and uphold good corporate governance, the Board has proper delegation of its duties and powers, and has established appropriate Board Committees (as listed below), with specific written terms of reference which deal clearly with their authority and duties, to oversee particular aspects of the Group’s affairs and make recommendations to the Board on specific areas. Individual independent non-executive Directors serving on different Board committees exercise their independent judgement and give their advice. Board Committees are provided with sufficient resources, including the advice of the external Auditor and independent professional advisers to enable them to discharge their duties. Board Committees report to the Board of their decisions and recommendations at the Board meetings. Chairmen and members of the Board Committees are set out in the section headed “Corporate Information” on page 2 of this annual report.

Executive Board

The Board has delegated the power, authorities and discretions for the management of the Group’s operations and activities to a formally established Executive Board comprising all executive Directors of the Company. Certain matters including annual budgets and financial statements, dividends and distribution to Shareholders, increase of share capital and allotment of new shares except pursuant to exercise of share options and grant of share awards, derivative tradings, connected transactions which are subject to disclosure and/or Shareholders’ approval requirements, and acquisitions, disposals, investments, financing and charging of assets above certain predetermined thresholds are specifically reserved for approval by the Board.

In respect of the decision making process, the management, pursuant to the levels of authority formally approved by the Executive Board, submits written proposals with detailed analysis and recommendations to the Executive Board for consideration and approval. Where the subject matter exceeds the authority of the Executive Board or relates to any matters specifically reserved to the Board as aforesaid, it would be submitted to the Board for approval.

The Executive Board sub-delegates the day-to-day management, administration and operations functions to the executives/committees of the gaming and entertainment division and the construction materials division and where appropriate, special task forces with specified duties to oversee particular business activities or corporate transactions.

Audit Committee

The Audit Committee of the Company has been in place since 1999. It comprises four members with a majority of independent non-executive Directors. Mr. James Ross Ancell is the Chairman of the Audit Committee and Dr. William Yip Shue Lam, Professor Patrick Wong Lung Tak and Dr. Charles Cheung Wai Bun are the members thereof.

The Audit Committee is accountable to the Board and assists the Board to oversee the Company’s financial reporting process and internal control and risk management systems and to review the Group’s interim and annual consolidated financial statements. The Audit Committee has access to and maintains an independent communication with the external Auditor and management. The role and function of the Audit Committee are set out in its revised written terms of reference which are posted on the websites of the Company and HKEX.

CORPORATE GOVERNANCE REPORT

The Audit Committee held two meetings in 2023 with all the members present, with the attendance of the Chief Financial Officer, finance executives of the respective business divisions, the Company Secretary, the Internal Auditor and the external Auditor as invited by the members of the Audit Committee. The Audit Committee submitted its written report to the Board drawing the Board's attention to important issues that the Board should be made aware of, identifying any matters which it considered action or improvement was needed and making appropriate recommendations. In addition, written resolutions of Audit Committee were circulated to its members for approval during the year.

The principal work performed by the Audit Committee during the year included a review of interim and annual consolidated financial statements with accounting policies and practices adopted by the Company, key audit matters to be disclosed in the Independent Auditor's Report, review of audit engagement letter, auditor's independence, audit fee, audit strategy, significant accounting matters, internal audit report and annual audit plan with its resource allocation and requirements and reports from Internal Auditor on effectiveness of internal control and risk management systems, and whistleblowing system, adequacy of resources, staff qualifications and experience as well as training programmes and review of the non-assurance services provided by the Company's auditor. The Group's whistleblowing policy was introduced in September 2022 and the whistleblowing system was launched to encourage reporting of any suspected or potential misconduct of behavior.

Remuneration Committee

The Remuneration Committee of the Company has been in place since early 2006. It comprises three members with a majority of independent non-executive Directors. Dr. William Yip Shue Lam is the Chairman of the Remuneration Committee and Mr. Francis Lui Yiu Tung and Professor Patrick Wong Lung Tak are the members thereof.

The Remuneration Committee is accountable to the Board and with delegated responsibility, regularly reviews, formulates and determines fair and competitive remuneration packages in order to attract, retain and motivate Directors with the quality required to run the Company successfully. The role and function of the Remuneration Committee are set out in its revised written terms of reference which are posted on the websites of the Company and HKEX.

The Remuneration Committee met once in 2023 with all its members present and with the attendance of representative from the human resources department and the Company Secretary. The Remuneration Committee submitted its written report and/or recommendations to the Board after the Remuneration Committee meeting. In addition, written resolutions were circulated to the members for approval during the year.

The principal work performed by the Remuneration Committee during the year included recommendation of Directors' fees by reference to the remuneration benchmarking in the industry and prevailing market conditions, and participation in Board Committees, subject to approval of Shareholders at the annual general meeting; review and recommendations to the Board on the remuneration policy, structure (including options and awards), packages (including discretionary bonus) for executive Directors; recommendations to the Board on the adoption of new share schemes pursuant to the latest amendments in the Listing Rules and the grant of options and awards to Directors.

The remuneration package of executive Directors (who are senior management) includes salaries and allowances, discretionary bonuses and grant of share options and share awards. The grant of options and awards to Directors were made during the financial year, by reference to market data, Director's duties and responsibilities, the Company's performance and profitability, which form part of the remuneration structure and compensation packages to them.

CORPORATE GOVERNANCE REPORT

The remuneration committee is satisfied that the terms and conditions on grant of options and awards to Directors are fair and reasonable, which provides a motivation and long-term incentive to incentivize the Directors to work towards the success of the Company and reinforce their commitment to long term services with the Company. The remuneration committee considers no performance target or clawback mechanism is necessary or shorter vesting period, if applicable as the grants were determined after taking into consideration their past performance/contribution to the Company, and is in line with market practice and the respective objectives of the Share Option Scheme and Share Award Scheme currently in place, being to promote the long term financial success of the Company by aligning the Directors' interest to those of Shareholders; and to attract and retain the best quality personnel for development of the Company.

Non-executive Directors (including Independent Non-executive Directors) do not receive remuneration other than the Directors' fee which does not involve equity-based or performance-related elements. No Director was involved in deciding his own remuneration at the Remuneration Committee meeting. Details of Directors' remuneration are listed out in note 10 to the consolidated financial statements.

Nomination Committee

The Nomination Committee of the Company was set up in 2012. It comprises three members of which a majority is independent non-executive Directors. Dr. William Yip Shue Lam is the Chairman of the Nomination Committee and Mr. Francis Lui Yiu Tung and Professor Patrick Wong Lung Tak are the members thereof. Its major responsibilities are to formulate and implement the policy for nominating candidates for election to the Board, assess the independence of independent non-executive Directors and propose re-election of retiring Directors. The Nomination Committee is empowered to seek any information it requires from the management of the Company in order to perform its duties and to have access to independent professional advice where necessary. The role and function of the Nomination Committee are set out in its revised written terms of reference, details of which are posted on the websites of the Company and HKEX. The Policy for Nomination of Directors and Board Diversity (the "Nomination and Board Diversity Policy") contains the criteria and principles for nomination of Board members.

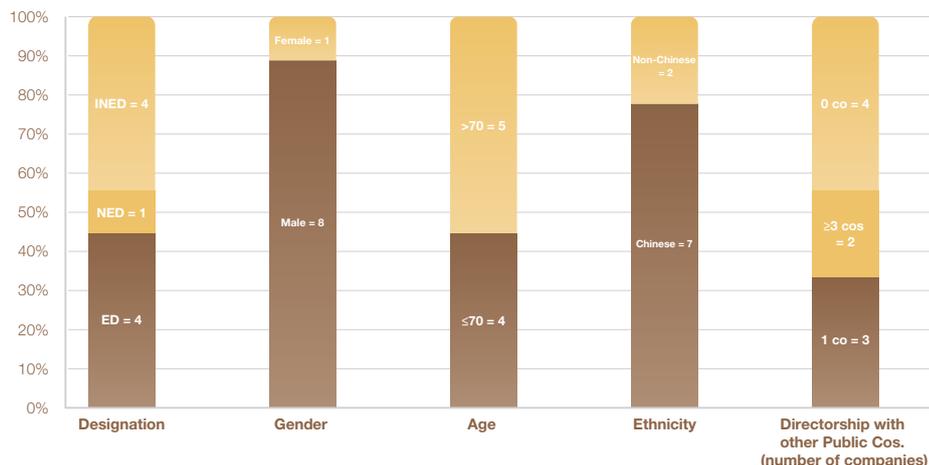
Recognizing the benefits of having a Board that has a balance of skills, experiences and diversity of perspectives, the Nomination and Board Diversity Policy sets out the approach by the Company to achieve diversity on the Board and take into consideration of Board diversity from a number of aspects, including but not limited to gender, age, ethnicity, reputation for integrity, cultural and educational background, professional experience and qualifications, industry and business-related experience, skills, knowledge, length of service and other qualities relevant to the duties of Directors, and other factors that the Nomination Committee may consider relevant from time to time taking into account the Company's business model and specific needs. The Nomination and Board Diversity Policy formally recognizes our practice of ensuring that the independent views and input are made available to the Board and is subject to annual review by the Nomination Committee.

Currently, the Board has a female director out of 9 Directors, which met the target set by the Board. The Company is committed to improving the diversity of the Board based on its needs and as and when suitable candidates are identified. Board appointments will be based on merit measured against objective criteria and perceived contributions that the candidate can bring to the Board, taking into account the corporate strategy and business operations of the Company, and the Company's diversity policy from time to time. The Board also takes opportunities to increase the female proportion over time when selecting and making recommendation on suitable candidates for Board appointments. We held equality and diversity in team member engagement in high regard. Please refer to gender diversity at workforce levels under "Environmental, Social and Governance Report" which is published at the same time as this report on the websites of the Company and HKEX.

Our Directors come from a variety of different backgrounds and have a diverse range of business, financial services and professional experience. The Company requests the Directors to disclose annually to the Company the number and nature of offices held in public companies or organizations and other significant commitments with an indication of the time involved.

CORPORATE GOVERNANCE REPORT

The following chart shows the diversity profile of the Board as at 31 December 2023:



A formal, considered and transparent procedure is in place for the appointment of new Directors to the Board. Candidates to be recommended and selected are experienced and competent and able to fulfill the fiduciary duties and duties of skill, care and diligence to a standard required of for the role of a director of listed companies. In addition, the abilities to provide balanced and independent views, exercise independent judgment and devote sufficient time and attention to the Company's affairs are also criteria for selecting non-executive Directors.

Any Director (after consultation with the Chairman of the Board) may nominate a suitably qualified candidate to serve as a Director of the Company for consideration of the Nomination Committee. The Nomination Committee shall review the candidate profile and then submit a recommendation to the Board for consideration after taking into account all the requirements set out above and all other applicable factors relevant to the Company. The Board then considers the recommendation and forms its opinion as to whether the proposed candidate shall be appointed as a Director.

The Nomination Committee met once in 2023 with all the members present and with the attendance of the Company Secretary. The Nomination Committee submitted its written report and/or recommendations to the Board after the Nomination Committee meeting.

The principal work performed by the Nomination Committee during the year included reviewing the Nomination and Board Diversity Policy to ensure its effectiveness and implementation, reviewing structure, size and composition of the Board and Board Committees to ensure a balanced composition of executive and non-executive directors, balance of skills, experience and diversity of perspectives appropriate for the requirements of the businesses of the Group, reviewing Directors' time commitment for performance of their responsibilities, assessing the independence of independent non-executive Directors according to the relevant rules and requirements under the Listing Rules, considering the sufficiency of time devotion by independent non-executive Directors to perform their duties, recommending the re-appointment of retiring Directors, recommending to the Board the re-designation of Mr. Michael Victor Mecca from non-executive Director to independent non-executive Director for strengthening the independence of the Board and enhancement of Board composition. No Director will vote in respect of recommending his/her own re-appointment and re-designation as Director.

Corporate Governance Committee

The Corporate Governance Committee of the Company was set up in 2012. It comprises four members of which half of them are independent non-executive Directors. Mr. Francis Lui Yiu Tung is the Chairman of the Corporate Governance Committee and Mr. James Ross Ancell, Professor Patrick Wong Lung Tak and Dr. Charles Cheung Wai Bun are the members thereof. The role and function of the Corporate Governance Committee are set out in its revised written terms of reference. Its main responsibilities are to review the Company's policies and practices on corporate governance and sustainability management, training and CPD of Directors and senior management, effectiveness of Shareholders' communication policy, the Group's environmental, social and governance ("ESG") management approach, strategies and performance, compliance with the Code required by the Listing Rules and disclosure on Corporate Governance Report and ESG Report in compliance with the Listing Rules.

CORPORATE GOVERNANCE REPORT

The review of the Group's ESG management approach and strategies include the process used to evaluate, prioritize and manage material ESG-related issues (including risks and opportunities to the Group's businesses); and review and monitor of the ESG performance, and evaluate emerging ESG-related issues, trends and best practices that could impact the business operations and performance of the Group. Sustainability is well integrated into the Group's business strategy and the Board and through the Corporate Governance Committee, has the overall responsibility for Group's ESG reporting and sustainability. The linkage is well articulated in the "ESG Governance" which forms part of the ESG Report.

A policy on corporate governance (the "CG Policy") was adopted with the aim to enhance Shareholders' value and to achieve high level of transparency, integrity and accountability. The CG Policy was updated to put more emphasis on good corporate governance as required under the Code.

The Corporate Governance Committee met once in 2023 with all its members present and with the attendance of the Company Secretary. The Corporate Governance Committee submitted its written report and/or recommendations to the Board after the Corporate Governance Committee meeting.

The principal work performed by the Corporate Governance Committee during the year included review of the Company's policies and practices on corporate governance, the CG Policy and implementation of Shareholders' communication policy and its effectiveness, compliance with the Companies Ordinance (Chapter 622) ("Companies Ordinance"), Listing Rules and any applicable laws, rules and regulations related to the business requirements of the Group, code of conduct on securities transactions by Directors and employees, training and CPD of Directors and senior management, compliance with the Code, Corporate Governance Report and ESG Report.

BOARD PROCESS AND DIRECTORS' ATTENDANCE

An open and transparent culture is maintained in the boardroom where Directors are provided with the necessary information before the meeting, and sufficient time is allowed for discussion at the meeting before putting the resolutions to vote. Each Director is given an opportunity to express his own view. Non-executive Directors can seek independent advice if they need to.

The Board schedules four regular Board meetings in advance to give Directors the opportunity to participate actively. Directors are consulted for matters to be included in the agenda for regular Board meetings. Directors receive written notice of the meeting at least fourteen days in advance and an agenda with supporting Board papers no less than three days prior to the meeting. Throughout the year, Directors also participated in the consideration and approval of any matter requiring the attention of the Board by way of circulation of written resolutions. Supporting written materials were provided in the circulation and verbal briefings were given by the management or the Company Secretary when required. Where necessary, special Board meetings will be convened. Except for those circumstances permitted by the Articles of Association of the Company and the Listing Rules, a Director who has material interest in any contract, transaction, arrangement or any other kind of proposal put forward to the Board for consideration abstains from voting on the relevant resolution and such Director is not counted in the quorum.

In addition to Board meetings, the Chairman also has regular gatherings with Directors, occasionally with independent non-executive Directors and without the presence of other Directors, to consider issues in an informal setting. The independent non-executive Directors are encouraged to freely provide their independent views and recommendations to the Board.

CORPORATE GOVERNANCE REPORT

Details of all Directors' attendance at the Board, Board Committees and general meetings held in the year are set out in the following table:

	Board (4)	Audit Committee (2)	Remuneration Committee (1)	Nomination Committee (1)	Corporate Governance Committee (1)	Annual General Meeting (1)
Number of Meetings						
Executive Directors						
Dr. Lui Che Woo	4/4	–	–	–	–	1/1
Mr. Francis Lui Yiu Tung	4/4	–	1/1	1/1	1/1	1/1
Mr. Joseph Chee Ying Keung	4/4	–	–	–	–	1/1
Mrs. Paddy Tang Lui Wai Yu	4/4	–	–	–	–	1/1
Non-executive Director						
Dr. Charles Cheung Wai Bun	4/4	2/2	–	–	1/1	1/1
Independent non-executive Directors						
Mr. James Ross Ancell	4/4	2/2	–	–	1/1	1/1
Dr. William Yip Shue Lam	4/4	2/2	1/1	1/1	–	1/1
Professor Patrick Wong Lung Tak	4/4	2/2	1/1	1/1	1/1	1/1
Mr. Michael Victor Mecca	4/4	–	–	–	–	1/1

COMPANY SECRETARY

The Company Secretary of the Company is responsible for facilitating the Board processes, ensuring the Board procedures are followed and Board activities are efficiently and effectively conducted, as well as ensuring good information flow among Board members with management and Shareholders. All Directors have access to the advice and services of the Company Secretary to ensure that Board procedures, and all applicable rules and regulations are followed.

All draft and final minutes of Board meetings and Board Committees meetings with records in sufficient details regarding the matters considered and decisions made, are sent to Directors and Board Committees members for comments and approval. Minutes of the Board, Board Committees and general meetings are kept by the Company Secretary and are made available and circulated to all Directors on quarterly basis.

The Company Secretary sends updates on legislative, regulatory and corporate governance developments relevant to the Group on regular basis and arranges in-house seminars for the Directors.

The Company Secretary had complied with Rule 3.29 of the Listing Rules during the year under review.

FINANCIAL REPORTING

The Board is accountable to Shareholders and is committed to presenting comprehensive and timely information to Shareholders on assessment of the Company's performance, financial position and prospects.

CORPORATE GOVERNANCE REPORT

Directors' Responsibility

The Directors acknowledge their responsibilities for preparing the consolidated financial statements of the Company and give a true and fair view thereof and comply with all applicable regulatory requirements and accounting standards. In preparing the consolidated financial statements for the year ended 31 December 2023, the Directors have selected appropriate accounting policies and applied them consistently, and made judgments and estimates that are prudent and reasonable. The Directors are not aware of any material uncertainties relating to events or conditions that may cast significant doubt upon the Company's ability to continue as a going concern as at 31 December 2023. Accordingly, the Directors have prepared the consolidated financial statements for the year ended 31 December 2023 on a going concern basis.

Throughout the year, the Company devoted sufficient resources and maintained adequate qualified and experienced staff responsible for the accounting and financial reporting function.

Independent Auditor's Responsibility

The external Auditor of the Company is PricewaterhouseCoopers, Certified Public Accountants. A statement by the Independent Auditor about their reporting responsibilities is included in the Independent Auditor's Report on the Company's consolidated financial statements on pages 61 to 65.

In arriving at their opinion, the external Auditor conducted a full scope audit without any restrictions and had access to individual Directors (including Audit Committee members) and management of the Company.

Independent Auditor's Remuneration

Fees for auditing services and non-auditing services provided by the external Auditor for the year ended 31 December 2023 are included in note 9 to the consolidated financial statements.

Fees for non-auditing services include HK\$2,297,000 for the services provided in respect of taxation and advisory services.

RISK MANAGEMENT AND INTERNAL CONTROL

The Board acknowledges its responsibility for establishing and maintaining the Group's system of risk management and internal controls and it receives timely updates from management identifying, evaluating, monitoring and managing the risks within the businesses of the Group. The system of risk management and internal controls is designed to manage rather than eliminate the risk of failure to achieve the Group's business objectives and provide reasonable assurance against material misstatement or loss, and focuses on facilitating its effectiveness and efficiency of:

- Operation by enabling it to respond appropriately to significant business, operational, financial, compliance and other risks in achieving the Group's objectives;
- Financial controls to ensure the maintenance of proper accounting records for the provision of reliable financial information used within the businesses and for external reporting;
- Compliance controls to ensure the compliance with relevant legislation and regulations, and also with the Group's policies and procedures with respect to the conduct of business;
- Cybersecurity to ensure the systems and data required to conduct essential operations and key controls to address significant risks are not compromised; and
- Business continuity and crisis management plans to cope with disastrous events so as to ensure the Group's ability to maintain uninterrupted operations.

CORPORATE GOVERNANCE REPORT

The key elements that the Group has established for an effective risk management and internal controls include a well-defined management structure with clear roles and responsibilities and limits of authority, clear and written policies, standard operation procedures, periodic self-assessment of risks and controls, and an effective management reporting system for all major operating units of the Group.

Risk Management Department facilitates the implementation of the risk management processes with the respective departments and ensures appropriate processes are in place to identify, evaluate and manage risks that may impede the achievement of objectives. Meanwhile, the Risk Management Policy articulates the guiding principles, philosophy, risk categories and risk management process.

In the forthcoming year, being part of the continuous improvement process, Risk Management Department will facilitate discussion with department heads on risk identification and assessment, and relevant mitigating controls, where appropriate. An Enterprise Risk Register summarizing key risks by department along with the risk assessment results will then be prepared and reviewed on a periodic basis or as and when required by senior executives.

Risk Management Department, Internal Audit Department and other governance bodies meet periodically to share the output of risk assessments, the assurance work performed and knowledge on risk and governance related matters so as to provide visibility and a better understanding of risk management framework.

All department heads are accountable for their daily operations and management of their corresponding operational, financial, compliance, and business risks. The Group's Internal Audit Department is responsible to conduct independent assessment over the Group's risk management and internal control systems on a regular basis, in order to provide reasonable assurance to the Board and the executive management on whether the Group's risk management and internal controls system is designed and operated efficiently and effectively.

Internal Audit Department conducts risk assessment through (i) the audit universe compiled from various sources, including risk assessment results from the Risk Management Department; and (ii) interview with the Group's senior executives and function heads biannually to understand the Group's objectives and priorities in order to prioritize and rank auditable areas to assemble the risk-based audit plan. The risk-based internal audit plan is prepared on annual basis and would be updated whenever necessary. It will be approved by the Audit Committee before execution. During the year, Internal Audit Department performs audit reviews with objectives to ensure all material controls of financial, operational and compliance are in place and functioning effectively. Significant risk management and internal control weaknesses are brought to the attention of senior executive who takes immediate actions for rectification of deficiencies.

Internal Audit Department reports to the Audit Committee on a biannual basis on whether the Group's risk management and internal controls system is designed, maintained and operated effectively in compliance with the Group's policies and procedures, as well as with the requirements that are laid down by external regulators.

Policies and procedures including pre-clearance on dealing the Company's securities by notification of regular blackout period and securities dealing restrictions to Directors and relevant employees, handling and dissemination of insider information, handling whistleblowing matters, and anti-corruption laws and regulations have been implemented by the Group to guard against possible mishandling of inside information, improprieties and corruptions within the Group.

For the financial year ended 31st December 2023, Internal Audit Department is not aware of any internal control issues that would have significant adverse impact on the financial position or operations of the Group. The Board, through the review of the Audit Committee, considers that (i) the risk management and internal controls system of the Group are effective and adequate and the Group complied with the provisions on risk management and internal controls as set forth in the Code; and that (ii) the resources, qualifications, experience, training programs, budget of the accounting and financial reporting and the internal audit functions of the Group are adequate.

CORPORATE GOVERNANCE REPORT

SHAREHOLDERS ENGAGEMENT AND INVESTMENT COMMUNITY

The Company places a great deal of emphasis on timely, accurate and transparent communication with Shareholders and the investment community. The Board has adopted a Shareholders' communication policy which sets out the Group's commitment of maintaining an effective ongoing dialogue with Shareholders, provides a framework to maintain direct, open and timely communication with Shareholders, and ensure that effective and timely dissemination of relevant information at all times. The Shareholders' communication policy is reviewed by the Corporate Governance Committee on a regular basis to ensure its effectiveness.

In addition to publishing interim and annual results in accordance with the Listing Rules requirements, the Company voluntarily releases unaudited key financial information on a quarterly basis to enable stakeholders to better assess the performance of the Group.

An Investor Relations Team with contact details displayed in the Company's website and annual/interim reports has been designated to maintain purposeful dialogue and ongoing relationships with investors, analysts and media. Quality information is provided to Shareholders and the investment community.

The Company establishes different communication channels with Shareholders and investors. Shareholders are given the option of electing to receive corporate communication (including but not limited to annual reports, interim reports, notices of meetings, circulars and proxy forms) by electronic means (the "Website Version"). Shareholders may request at any time change their choice of language or means of receiving the Company's corporate communications free of charge by giving not less than seven days' notice in writing to the Company's Share Registrar. Moreover, a wide range of information on the Group is available to Shareholders and investors through the Investor Relations page on the Company's website which is a valuable platform and contains a dedicated investor relations section offering timely and direct access to the Company's most current information including financial reports, corporate announcements, press releases and other business information.

To promote electronic dissemination of corporate communications, the Company will seek consents from all Shareholders to receiving the Website Version of the Company's corporate communications and similar consent will be sought from existing Shareholders who elected to receive hard copies and new Shareholders annually at the time when the Company published its annual report. The detailed manner for dissemination of corporate communications to the Shareholders is available on the website of the Company.

SHAREHOLDERS' RIGHTS

As one of the measures to safeguard Shareholders' interest and rights, separate resolutions are proposed at Shareholders' meetings on each substantial issue, including the election of individual directors, for Shareholders' consideration and voting. All resolutions put forward at Shareholders' meeting will be voted by poll pursuant to the Listing Rules and the poll voting results will be posted on the HKEX's website and the Company's website after the relevant Shareholders' meeting. Shareholders are encouraged to attend all general meetings of the Company.

Convening General Meetings

Pursuant to Article 67 of the Articles of Association of the Company, the Board may, whenever it thinks fit, convene a general meeting, and general meetings shall also be convened on requisition, as provided by the Companies Ordinance, or, in default, may be convened by the requisitionists.

In accordance with Section 566 of the Companies Ordinance, Shareholders representing at least 5% of the total voting rights of all Shareholders having a right to vote at general meetings may request the Directors to call a general meeting. The request must state the general nature of the business to be dealt with at the meeting and may include the text of a resolution that may properly be moved and is intended to be moved at the meeting. The request must be signed and sent to the registered office of the Company at 22nd Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong for the attention of the Company Secretary in hard copy form, and be authenticated by the person or persons making it (including the way of signing by such person(s)).

CORPORATE GOVERNANCE REPORT

Putting Forward Proposals at General Meetings

Pursuant to Section 580 of the Companies Ordinance, Shareholders representing at least 2.5% of the total voting rights of all Shareholders who have a relevant right to vote, or at least 50 Shareholders who have a relevant right to vote, may request the Company to circulate, to Shareholders entitled to receive notice of a general meeting, a statement of not more than 1,000 words with respect to (a) a matter mentioned in a proposed resolution to be dealt with at that meeting, or (b) other business to be dealt with at that meeting. The request must be sent to the Company in hard copy form, identify the statement to be circulated, be authenticated by the person or persons making it (including by way of signing by such person(s)) and be received by the Company at the registered office stated above at least 7 days before the meeting to which it relates.

Pursuant to Section 615 of the Companies Ordinance, Shareholders representing at least 2.5% of the total voting rights of all Shareholders or at least 50 Shareholders, who have a right to vote on the resolution at the annual general meeting to which the requests relate, may request the Company to give, to Shareholders entitled to receive notice of the annual general meeting, notice of a resolution that may properly be moved and is intended to be moved at that meeting. The request must be sent to the Company in hard copy form, identify the resolution of which notice is to be given, be authenticated by the person or persons making it (including by way of signing by such person(s)), and be received by the Company at the registered office stated above not later than 6 weeks before the annual general meeting to which the requests relate or if later, the time at which notice is given of that meeting.

If a Shareholder intends to propose a person other than a retiring Director for election as a Director, the procedures have been set out in the Company's website.

Enquiries to the Board

The Company values comments and suggestions from Shareholders. Shareholders may send their enquiries and concerns to the Board to the registered office address or by email for the attention of the Company Secretary.

CONSTITUTIONAL DOCUMENTS

The Company's Articles of Association has been published on the websites of the Company and HKEX. There was no change during the year ended 31 December 2023.

COMPLIANCE WITH THE CODE

Throughout the year under review, the Company had complied with all the code provisions in the Code, except code provision B.2.2.

B.2.2 – Given that the other Directors do retire by rotation in accordance with the Articles of Association of the Company, the Board considers that the Group is best served by not requiring the Chairman to retire by rotation as his continuity in office is of considerable benefit to and his leadership, vision and profound knowledge in the widespread geographical businesses of the Group is an asset of the Company.

REPORT OF THE DIRECTORS

The Directors hereby present to the shareholders of the Company this annual report together with the audited consolidated financial statements of the Company and its subsidiaries (the “Group”) for the year ended 31 December 2023.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal subsidiaries, joint ventures and associated companies of the Company are primarily engaged in operation in casino games of chance or games of other forms, provision of hospitality and related services in Macau, and the manufacture, sale and distribution of construction materials in Hong Kong, Macau and Mainland China, and their principal activities and other particulars are set out in note 44 to the consolidated financial statements.

RESULTS

The results of the Group for the year ended 31 December 2023 are set out in the consolidated income statement on page 66 of this annual report.

DIVIDEND POLICY

The Company will evaluate its distribution policy and distributions made in any particular year in light of its financial position, the prevailing economic climate and expectations about the future macroeconomic environment and business performance. The determination to make distributions will be made at the sole discretion of the Board of Directors after consideration of the Company’s operations and earnings, development pipeline, cash flow, financial position, capital and other reserve requirements and surplus and any other conditions or factors which the Board of Directors deems relevant.

DIVIDENDS

A special dividend of HK\$0.20 per share of the Company (the “Share”) for the year ended 31 December 2023 was paid to the shareholders of the Company on 27 October 2023.

The Board of Directors does not recommend the payment of a final dividend for the year ended 31 December 2023 (2022: nil). Total dividend paid to shareholders of the Company for the year ended 31 December 2023 was HK\$0.20 per Share (2022: HK\$0.30 per Share).

On 28 February 2024, the Board of Directors has resolved to declare special dividend of HK\$0.30 per Share totaling approximately HK\$1,310 million, payable to shareholders whose names appear on the register of members of the Company on 28 March 2024. This special dividend is expected to be paid on or about 26 April 2024.

DISTRIBUTABLE RESERVES

The Company’s reserves available for distribution to its shareholders as at 31 December 2023, calculated under Part 6 of the Hong Kong Companies Ordinance (Cap. 622), amounted to HK\$83,340,567,000 (2022: HK\$84,224,270,000).

BUSINESS REVIEW

A review of the businesses of the Group during the year, a discussion on the Group’s future business developments and principal risks and uncertainties that the Group may be facing, is provided in the Chairman’s Statement on pages 10 and 11 and Management Discussion and Analysis on pages 17 to 24 of this annual report.

The financial risk management objectives and policies of the Group can be found in note 5 to the consolidated financial statements. The particulars of important events affecting the Group that have occurred since the end of the financial year ended 31 December 2023, if any, can also be found in the abovementioned sections and the notes to the consolidated financial statements.

An analysis of the Group’s performance during the year using financial key performance indicators is provided in the Financial & Operational Highlights on pages 6 to 9 of this annual report.

In addition, discussions on the Group’s environmental policies and performance, compliance with relevant laws and regulations which have a significant impact on the Group and an account of the Group’s key relationships with its employees, customers and suppliers and others which have a significant impact on the Group are contained in the below Environmental, Social and Governance (“ESG”) section. Further details of the ESG are contained in a standalone ESG Report which is available on the websites of both The Hong Kong Exchanges and Clearing Limited and the Company at the same time as this annual report is published.

REPORT OF THE DIRECTORS

ESG section***Environmental Stewardship***

The Group is strongly committed to protecting the environment and building a greener world for our future. To enhance our environmental performance and minimize our environmental impacts on the planet, the Group integrates green building standards in the construction of new properties.

The Group remains committed to promoting a culture of sustainable development, and strives to mitigate the environmental footprint of our operations. The Board stays on top of latest developments through the inclusion of sustainability-related matters in meeting agendas, plays an active role in overseeing the Group's overall ESG strategy, and reviews the Group's ESG performance annually. To evaluate Group's ESG performance, the Group establish consistent reduction targets every year, and compare those with their set baselines. In 2023, the Group exceeded its annual environmental targets of reducing energy and water consumption by 3%, and improving waste diversion rates by 4-5%, while maintaining full compliance with all local environmental legislations.

On 1 January 2023, the Group entered into a new chapter, reflecting the beginning of our new ten-year gaming concession tenure with the Macau SAR Government. As we look towards a new horizon, the Group looks forward to continuing supporting the Macau SAR Government's policies and directions to develop a healthy and orderly leisure industry, explore overseas customers markets, drive forward the "1+4" adequate diversified development strategy, Macau's development as a World Centre of Tourism and Leisure, contribute to the community's development, and to support China's "dual carbon" target of reaching peak carbon emissions by 2030 and carbon neutrality by 2060.

Throughout the year, the Group began forming appropriate ESG risk management approaches to identify risks, ensuring that the Group remains resilient against the impacts of climate change.

Key Relationships with Stakeholders

Team members, customers, suppliers, and community members form our main stakeholder groups. The Group understands that regular stakeholder engagement efforts are pivotal to maintain our world-class services, and to ensure that important concerns can be raised and effectively addressed. The Group engages our stakeholder groups in our annual materiality assessment. In 2023, we expanded the assessment scope to evaluate ESG material topics based on their importance to stakeholders and the Group, as well as the significance of their potential impacts on the external environment, society, and economy if not managed by the Group's operations properly. Through this annual exercise, we noted a total of nine material topics that were deemed highly important to the Group and our stakeholder groups and pose significant potential impacts on the environment, society and economy.

Developing Our Team Members

The Group takes care to promote equality and diversity in our workforce, and strives to create equal employment opportunities regardless of age, culture, gender, race, or ability. In 2023, we noted a near equal ratio of male to female employees. Besides nurturing an inclusive workplace culture, we foster team members' development.

Prioritizing Our Customers

The Group is committed to maximizing our customer experience through optimizing our customer experience journey, and ensuring that we have a myriad of offerings surrounding new non-gaming tourism and leisure experiences, as symbolized by the opening of hotels and entertainment facilities of our Phase 3 and continuing with the construction of Phase 4.

Engaging Our Supply Chain Partners

The Group prioritized the creation of partnerships with local suppliers and SMEs. In 2023, 62% of our suppliers were local businesses. The Group hosted one-on-one business matching sessions to connect our suppliers who were local SMEs, building bridges that contributed to the development of the local economy.

REPORT OF THE DIRECTORS

Caring For Our Community

Upholding our philosophy of “what is taken from the community is to be used for the good of the community”, the Group continued to launch various initiatives related to supporting youth nurturing, promoting sports, arts, and cultural development, and extending care to underprivileged communities.

Compliance with relevant laws and regulations that have a significant impact on the Group

During the year, the Group complies with all relevant laws and regulations that have a significant impact on our business operations, including those related to business ethics, health and safety, employees, customers, and the environment, which are the basic requirements of how we operate.

SHARES ISSUED

Details of the Shares issued by the Company during the year are set out in note 28 to the consolidated financial statements.

During the year, a total of 780,453 new ordinary Shares were issued pursuant to the share option scheme of the Company as a result of the exercise of share options by option holders, and a total of 3,894,565 new ordinary Shares were allotted for the purpose of satisfying the share awards granted under the share award scheme. Details are mentioned in the sections headed “Share Options Schemes” and “Share Award Schemes” respectively below.

DEALINGS IN LISTED SECURITIES

During the year, the trustee of the Share Award Scheme 2021 (as defined in the section headed “Share Options Schemes” as below), purchased on The Stock Exchange of Hong Kong Limited (the “Stock Exchange”) a total of 504,488 Shares for a total consideration of approximately HK\$25.83 million for satisfying the share awards granted to the connected persons (“Connected Persons”), as defined under the Rules Governing the Listing of Securities on the Stock Exchange (“Listing Rules”), who are also employees of the Group. All 504,488 Shares were subsequently transferred to the Connected Persons on the respective vesting dates of the share awards.

Upon the expiration of the share award scheme adopted by the Company on 4 August 2014 (“Award Scheme 2014”), there were no unvested awards under the scheme and the trustee of the scheme sold 320,216 forfeited Awarded Shares due to lapse of awards in August 2023 for HK\$16.52 million. The sales proceeds were remitted to the Company.

Save as disclosed above, neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Shares during the year ended 31 December 2023.

DIRECTORS

The list of Directors of the Company during the year and up to date of this report is set out below:

Executive Directors:

Dr. Lui Che Woo, *Chairman*
Mr. Francis Lui Yiu Tung, *Deputy Chairman*
Mr. Joseph Chee Ying Keung
Mrs. Paddy Tang Lui Wai Yu

Non-executive Director:

Dr. Charles Cheung Wai Bun

Independent Non-executive Directors:

Mr. James Ross Ancell
Dr. William Yip Shue Lam
Professor Patrick Wong Lung Tak
Mr. Michael Victor Mecca (re-designated from a non-executive Director to an independent non-executive Director on 1 March 2023)

REPORT OF THE DIRECTORS

The biographical details of the Directors are set out on pages 25 to 28 of this annual report. Details of Directors' remuneration are listed out in note 10 to the consolidated financial statements.

In accordance with Article 106(A) of the Articles of Association of the Company, Mr. Francis Lui Yiu Tung, Dr. Charles Cheung Wai Bun and Mr. James Ross Ancell will retire from office by rotation and being eligible, offered themselves for re-election at the forthcoming annual general meeting.

None of the Directors proposed for re-election has a service contract with the Company or any of its subsidiaries which is not determinable within one year without payment of compensation (other than statutory compensation).

Subject to the approval of shareholders of the Company at the forthcoming annual general meeting, the following directors' fees in respect of the year ended 31 December 2023 will be payable to the Directors:

	Chairman (HK\$)	Member (HK\$)
The Board	430,000	390,000
Audit Committee	210,000	170,000
Corporate Governance Committee	110,000	85,000
Nomination Committee	110,000	85,000
Remuneration Committee	110,000	85,000

A list of directors who have served on the boards of the subsidiaries of the Company included in the annual consolidated financial statements for the financial year ended 31 December 2023 during the year and up to the date of this report is kept at the Company's registered office and made available for inspection by the shareholders of the Company free of charge during business hours.

DIRECTORS' MATERIAL INTERESTS IN TRANSACTIONS, ARRANGEMENTS AND CONTRACTS

Save as disclosed in this report, no transactions, arrangements and contracts of significance in relation to the Group's business, to which the Company or its subsidiaries was a party and in which a Director or his or her connected entity has or had a material beneficial interest, whether directly or indirectly, subsisted as at 31 December 2023 or at any time during the year.

DIRECTORS' INTERESTS IN COMPETING BUSINESS

None of the Directors or their respective close associates has any competing interests which need to be disclosed pursuant to Rule 8.10 of the Listing Rules.

DIRECTORS' INTERESTS IN SECURITIES AND UNDERLYING SHARES

As at 31 December 2023, the interests or short positions of each Director in the Shares, underlying Shares and debentures of the Company, and the details of any right to subscribe for Shares and of the exercise of such rights, as recorded in the register required to be kept under section 352 of Part XV of the Securities and Futures Ordinance, Chapter 571 of the Laws of Hong Kong ("SFO") or as otherwise notified to the Company and the Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers contained in Appendix C3 to the Listing Rules, were as follows:

REPORT OF THE DIRECTORS

(a) Shares (including underlying Shares)

Name	Number of Shares (including underlying Shares) held				Total	Percentage of Shares in issue
	Personal Interests	Family Interests	Corporate Interests	Other Interests		
Lui Che Woo	42,066,404	2,181,518	363,726,401 ⁽¹⁾	1,362,225,231 ⁽²⁾	1,770,199,554	40.47
Francis Lui Yiu Tung	54,009,379	–	398,150,099 ⁽³⁾	1,362,225,231 ⁽²⁾	1,814,384,709	41.49
Joseph Chee Ying Keung	1,571,051	–	–	–	1,571,051	0.04
Paddy Tang Lui Wai Yu	14,283,247	–	–	1,362,225,231 ⁽²⁾	1,376,508,478	31.47
James Ross Ancell	250,000	–	–	–	250,000	0.01
William Yip Shue Lam	250,000	–	–	–	250,000	0.01
Patrick Wong Lung Tak	–	–	–	–	–	–
Charles Cheung Wai Bun	–	–	–	–	–	–
Michael Victor Mecca	1,275,612	–	–	–	1,275,612	0.03

Notes:

- (1) 305,401 Shares, 295,421,000 Shares and 68,000,000 Shares were held by Po Kay Securities & Shares Company Limited, Lui Che Woo Foundation Limited and Lui Che Woo Prize Limited (“LUI Che Woo Prize”) respectively, all of which are controlled by Dr. Lui Che Woo. LUI Che Woo Prize is a charitable organization.
- (2) A discretionary family trust established by Dr. Lui Che Woo as settlor was interested in 1,362,225,231 Shares. Dr. Lui Che Woo, Mr. Francis Lui Yiu Tung and Mrs. Paddy Tang Lui Wai Yu, as discretionary beneficiaries of the discretionary family trust, are deemed to have an interest in those Shares in which the trust has an interest.
- (3) 103,096,039 Shares and 2,000,000 Shares were held by Recurrent Profits Limited (“Recurrent Profits”) and Sincere Concept Holdings Limited (“Sincere Concept”) respectively. Top Notch Opportunities Limited (“Top Notch”) was indirectly interested in 171,916,021 Shares. Kentlake International Investments Limited (“Kentlake”) was directly and indirectly interested in 121,138,039 Shares. Recurrent Profits, Sincere Concept, Top Notch and Kentlake are companies controlled by Mr. Francis Lui Yiu Tung.

(b) Underlying Shares – Share Options and Share Awards

Details are set out in the sections headed “Share Option Schemes” and “Share Award Schemes” below.

All the interests stated above represent long positions.

Save as disclosed above, as at 31 December 2023, none of the Directors of the Company had any interests or short positions in the Shares, underlying Shares and debentures of the Company or any of its specified undertakings or its other associated corporations (within the meaning of Part XV of the SFO and the Hong Kong Companies Ordinance (Cap. 622)).

REPORT OF THE DIRECTORS

SUBSTANTIAL SHAREHOLDERS' AND OTHER SHAREHOLDERS' INTERESTS

As at 31 December 2023, the interests or short positions of every person (not being a Director or chief executive of the Company) in the Shares and underlying Shares as recorded in the register required to be kept under section 336 of Part XV of the SFO were as follows:

Name	Capacity	Number of Shares/underlying Shares in long position (L)/short position (S) held	Percentage of Shares in issue ⁽⁴⁾
City Lion Profits Corp.	Beneficial owner	973,282,206 (L)	22.25
CWL Assets (PTC) Limited	Trustee	1,362,225,231 (L)	31.15
HSBC International Trustee Limited	Trustee	1,363,000,491 ⁽¹⁾ (L)	31.16
Super Focus Company Limited	Beneficial owner	112,010,107 (L)	6.28
	Interests of controlled corporations	162,484,047 (L)	
Lui Che Woo Foundation Limited	Beneficial owner	295,421,000 (L)	6.75
The Capital Group Companies, Inc.	Interests of controlled corporations	348,536,742 (L)	7.97
JPMorgan Chase & Co. ("JPMC")	Interests of controlled corporations	19,849,367 (L)	5.09
	Interests of controlled corporations	23,654,417 (S)	
	Investment manager	23,814,166 (L)	
	Investment manager	49,210 (S)	
	Person having a security interest in shares	182,645 (L)	
	Trustee	6,345 (L)	
	Approved lending agent	178,879,939 (L)	

Notes:

- (1) HSBC International Trustee Limited, the trustee of the trust established by Dr. Lui Che Woo as settlor, was interested in 1,362,225,231 Shares.
- (2) It included an aggregate interest in 9,449,573 underlying Shares through JPMC's holding of certain listed derivatives (physically settled: 2,009,000 Shares; cash settled: 153,600 Shares) and unlisted derivatives (physically settled: 1,205,203 Shares; cash settled: 6,081,770 Shares).
- (3) It included an aggregate interest in 17,224,405 underlying Shares through JPMC's holding of certain listed derivatives (physically settled: 114,000 Shares; cash settled: 5,195,000 Shares) and unlisted derivatives (physically settled: 3,324,334 Shares; cash settled: 8,591,071 Shares).
- (4) The approximate percentages were calculated based on 4,373,586,962 Shares of the Company in issue as at 31 December 2023 (rounded down to two decimal places).

There was duplication of interests of:

- (i) 1,362,225,231 Shares between Dr. Lui Che Woo, Mr. Francis Lui Yiu Tung, Mrs. Paddy Tang Lui Wai Yu, CWL Assets (PTC) Limited and HSBC International Trustee Limited;
- (ii) 973,282,206 Shares between City Lion Profits Corp. and CWL Assets (PTC) Limited;
- (iii) 274,494,154 Shares between CWL Assets (PTC) Limited and Super Focus Company Limited; and
- (iv) 295,421,000 Shares between Lui Che Woo Foundation Limited and Dr. Lui Che Woo.

Save as disclosed above, as at 31 December 2023, the Company was not notified by any person who had interests or short positions in the Shares or underlying Shares which were required to be recorded in the register required to be kept under section 336 of Part XV of the SFO.

REPORT OF THE DIRECTORS

SHARE OPTION SCHEMES

At the annual general meeting of the Company held on 22 May 2023, the shareholders of the Company approved the adoption of a new share option scheme (the “Share Option Scheme 2023”) in compliance with amendments of Chapter 17 of the Listing Rules requirements and the share option scheme adopted on 13 May 2021 (the “Share Option Scheme 2021”) was terminated on the same date (i.e. 22 May 2023). Following the termination of Share Option Scheme 2021, no further options will be granted under the Share Option Scheme 2021 but the subsisting options granted thereunder prior the date of termination will continue to be valid and exercisable in accordance with the terms of Share Option Scheme 2021. No options were granted under the Share Option Scheme 2021 during the year. A total of 11,194,000 options have been granted under the Share Option Scheme 2023 since its adoption.

The Share Option Scheme 2023, unless otherwise cancelled or amended, will remain in force for 10 years from 22 May 2023. A summary of the Share Option Scheme 2023 is set out below.

(1) Purpose

To attract and retain the best quality personnel for the development of the Company’s businesses; to provide additional incentives to eligible participants; and to promote the long term financial success of the Company by aligning the interests of option holders to shareholders of the Company.

(2) Participants

- (i) any person employed by the Company or by any of its subsidiaries or chief executive officer, executive or non-executive director (including independent non-executive directors) of the Company or any subsidiary of it and any person who has contracted to be employed by the Company or any of its subsidiaries but whose employment has not commenced and any person to whom the Board wishes to offer options as an inducement to become an executive or director of the Company or any of its subsidiaries; or
- (ii) any director, chief executive or person employed by any of the holding companies, fellow subsidiaries or associated companies of the Company; or
- (iii) any person who provides services to the Group on a continuing or recurring basis in its ordinary and usual course of business which are in the interests of the long-term growth of the Group, including but not limited to any consultant, independent contractor or adviser (“Service Provider”):
 - (a) where the continuity and frequency of their services are akin to those of employees; or
 - (b) after stepping down from an employment or director position with the Group,
excluding (for the avoidance of doubt):
 - (aa) placing agents or financial advisers providing advisory services for fund-raising, mergers or acquisitions,
 - (bb) professional service providers (including but not limited to auditor or valuers) who provide assurance, or are required to perform their services with impartiality and objectivity.

(3) Total number of Shares available for issue

Mandate Limit – Subject to the paragraph below, the total number of Shares which may be issued upon exercise of all options and other incentive grants granted or which may be granted under the Share Option Scheme 2023 and any other share scheme adopted or to be adopted by the Company (the “Share Incentive Scheme”), including the Share Award Scheme 2023, must not in aggregate exceed 436,914,130 Shares, being 10% of the Shares in issue as at 22 May 2023, the date of passing of an ordinary resolution of the shareholders adopting the scheme.

Service Provider Sublimit – The total number of Shares that may be issued in respect of all options and other incentive grants granted or which may be granted to the Service Provider under the Share Option Scheme 2023 and any other Share Incentive Scheme (including Share Award Scheme 2023) shall be subject to a sublimit and must not in aggregate exceed 43,691,413 Shares, being 10% of the number of Shares in the above-mentioned mandate limit. No options and awards were granted to Service Provider under the respective Share Option Scheme 2023 and the Share Award Scheme 2023 since these adoption.

REPORT OF THE DIRECTORS

As at the date of this annual report, a total of 11,169,000 Shares may be issued upon exercise of all outstanding options which had been granted and yet to be exercised under the Share Option Scheme 2023, representing approximately 0.26% of the issued Shares, and a total of the number of 3,035,500 outstanding share awards granted pursuant to the Share Award Scheme 2023, representing approximately 0.07% of the issued Shares. The total number of Shares available for issue under the Share Option Scheme 2023 and Share Award Scheme 2023 is 422,709,630 Shares, representing approximately 9.67% of the issued Shares.

(4) Maximum entitlement of each participant

The total number of Shares issued and to be issued upon exercise of options and other incentive grants, including Share Award Scheme 2023 (whether exercised or outstanding) in any 12-month period granted to each participant must not exceed 1% of the aggregate number of Shares in issue.

Subject to separate approval by the shareholders of the Company in general meeting with the relevant participant and his/her close associates (or associates if the participant is a connected person of the Company) abstaining from voting provided the Company must issue a circular to its shareholders before such approval is sought, the Company may grant options and other incentive grants to a participant which would exceed this limit.

(5) Option period

The period within which the Shares must be taken up under an option shall be determined by the Board in its absolute discretion at the time of grant, but such period must not be more than 10 years from the date of grant of the relevant option.

(6) Vesting period of options granted

The minimum period, if any, for which an option must be held before it can vest shall not be less than 12 months unless (in the case of employee participants) one of the short vesting circumstances referred to the Company's circular dated 20 April 2023 applies.

(7) Payment on acceptance of the option

HK\$1.00 is payable by the participant to the Company on acceptance of the option offer. An offer must be accepted within 28 days from the date of grant (or such longer period as the Board may specify in writing).

(8) Basis of determining the subscription price

The subscription price shall be determined by the Board in its absolute discretion at the time of the grant but shall not be less than the higher of:

- (i) the closing price of the Shares on the date of grant; or
- (ii) the average closing prices of the Shares for the five business days immediately preceding the date of grant.

(9) Remaining life

The life of the Share Option Scheme 2023 is 10 years commencing on its adoption date, being 22 May 2023 and will expire on 22 May 2033.

REPORT OF THE DIRECTORS

The particulars of the movements in the options held by each of the Directors of the Company and their associates, and the employees of the Group in aggregate granted under the Share Option Scheme 2023, Share Option Scheme 2021 and under any other share option scheme of the Company during the year ended 31 December 2023 were as follows:

Name	Date of grant	Number of Options				Held at 31 December 2023	Exercise price (HK\$)	Exercise period
		Held at 1 January 2023	Granted during the year	Exercised during the year	Lapsed during the year			
Lui Che Woo	28 Dec 2018	2,651,000	-	-	-	2,651,000	48.65	28 Dec 2019 – 27 Dec 2024
	07 Oct 2022	3,614,760	-	-	-	3,614,760	48.65	07 Oct 2023 – 06 Oct 2028
	29 Dec 2023	-	1,348,000	-	-	1,348,000	43.75	29 Dec 2024 – 28 Dec 2029
Francis Lui Yiu Tung	28 Dec 2018	3,749,000	-	-	-	3,749,000	48.65	28 Dec 2019 – 27 Dec 2024
	07 Oct 2022	4,366,000	-	-	-	4,366,000	48.65	07 Oct 2023 – 06 Oct 2028
	29 Dec 2023	-	1,907,000	-	-	1,907,000	43.75	29 Dec 2024 – 28 Dec 2029
Joseph Chee Ying Keung	26 Jul 2017	130,000	-	(130,000) ^(a)	-	-	46.95	26 Jul 2018 – 25 Jul 2023
	28 Dec 2018	140,000	-	-	-	140,000	48.65	28 Dec 2019 – 27 Dec 2024
	29 Sep 2020	200,000	-	-	-	200,000	52.58	29 Sep 2021 – 28 Sep 2026
	07 Oct 2022	221,000	-	-	-	221,000	48.65	07 Oct 2023 – 06 Oct 2028
	29 Dec 2023	-	200,000	-	-	200,000	43.75	29 Dec 2024 – 28 Dec 2029
Paddy Tang Lui Wai Yu	28 Dec 2018	116,000	-	-	-	116,000	48.65	28 Dec 2019 – 27 Dec 2024
	07 Oct 2022	193,440	-	-	-	193,440	48.65	07 Oct 2023 – 06 Oct 2028
	29 Dec 2023	-	71,000	-	-	71,000	43.75	29 Dec 2024 – 28 Dec 2029
James Ross Ancell	-	-	-	-	-	-	-	-
William Yip Shue Lam	-	-	-	-	-	-	-	-
Patrick Wong Lung Tak	-	-	-	-	-	-	-	-
Charles Cheung Wai Bun	-	-	-	-	-	-	-	-
Michael Victor Mecca	-	-	-	-	-	-	-	-
Employees ^(b) (in aggregate)	26 Jul 2017	335,000	-	(322,000) ^(a)	(13,000)	-	46.95	26 Jul 2018 – 25 Jul 2023
	27 Dec 2017	312,000	-	-	(312,000)	-	62.36	27 Dec 2018 – 26 Dec 2023
	21 Nov 2018	3,187,893	-	(243,841) ^(a)	(10,668)	2,933,384	46.75	21 Nov 2019 – 20 Nov 2024
	28 Dec 2018	1,266,346	-	(47,336) ^(a)	(14,000)	1,205,010	48.65	28 Dec 2019 – 27 Dec 2024
	30 Dec 2019	906,352	-	-	(308,015)	598,337	57.70	30 Dec 2020 – 29 Dec 2025
	29 Sep 2020	1,064,000	-	(33,158) ^(a)	(36,508)	994,334	52.58	29 Sep 2021 – 28 Sep 2026
	17 Jun 2021	692,526	-	-	(137,526)	555,000	62.19	17 Jun 2022 – 16 Jun 2027
	07 Oct 2022	11,332,180	-	(4,118) ^(a)	(290,266)	11,037,796	48.65	07 Oct 2023 – 06 Oct 2028
29 Dec 2023	-	7,668,000	-	-	7,668,000	43.75	29 Dec 2024 – 28 Dec 2029	
Total		34,477,497	11,194,000	(780,453)	(1,121,983)	43,769,061		

Notes:

- a. The weighted average closing price of the Shares immediately before the date on which the options were exercised during the year was HK\$49.41.

REPORT OF THE DIRECTORS

- b. Employees include associates of Directors. The movements in the options held by each of the associates of Directors during the year with exercise price and period shown above were as follows:

Name	Date of grant	Number of Options			Held at 31 December 2023
		Held at 1 January 2023	Granted during the year	Exercised during the year	
Eileen Lui Wai Ling	28 Dec 2018	426,000	–	–	426,000
	07 Oct 2022	723,360	–	–	723,360
	29 Dec 2023	–	276,000	–	276,000
Andrew Nicholas Lui	07 Oct 2022	10,420	–	–	10,420
	29 Dec 2023	–	5,000	–	5,000

- c. The weighted average closing price of the Shares immediately before the date on which the options were exercised during the year was HK\$52.90.

The vesting period for all options is 1/3 vesting on each of the first, second and third anniversary of the date of grant except those 8,418,060 options granted on 7 October 2022 which is 50% vesting on each of the first and second anniversary of the date of grant.

Vesting period may accelerate if triggered by certain events stated in the respective Share Option Scheme 2023, Share Option Scheme 2021 and previous share option scheme adopted on 22 June 2011. The consideration paid by each grantee for each grant of options was HK\$1.00.

Details of the options granted, exercised or lapsed during the year are set out above. No options were cancelled during the year.

The fair values of the options granted during the year are estimated based on the Black-Scholes valuation model, and such fair values and significant inputs into the model are as follows:

	Fair value per option (HK\$)	Share price at date of grant (HK\$)	Exercise price (HK\$)	Standard deviation of expected share price return	Expected life of options	Expected dividend paid out rate	Annual risk-free interest rate
Grant of share options on 29 December 2023							
– 11,194,000 options outstanding as at 31 December 2023	13.19	43.75	43.75	40.0% to 41.1%	3.5 years to 4.5 years	2%	2.944% to 3.019%

The volatility measured at the standard deviation of expected share price return is based on the historical share price movement of the Company in the relevant periods matching expected time to exercise prior to the date of grant. Changes in the subjective input assumptions could materially affect the fair value estimate.

The closing price of the Shares immediately before the date on which the share options were granted on 29 December 2023 was HK\$43.75 and there is no performance target or clawback mechanism attached to the share options.

REPORT OF THE DIRECTORS

SHARE AWARD SCHEMES

At the annual general meeting of the Company held on 22 May 2023, the shareholders of the Company approved the adoption of a new share award scheme (the “Share Award Scheme 2023”) in compliance with the amendments of Chapter 17 of the Listing Rules requirements and the share award scheme adopted on 13 May 2021 (the “Share Award Scheme 2021”) was suspended on the same date (i.e. 22 May 2023) and there were no awards granted under the Share Award Scheme 2021 during the year. Following the suspension of the Share Award Scheme 2021, no further awards will be granted and all outstanding share awards granted under the scheme shall remain unvested and will continue to be valid until vested or lapsed in accordance with the terms of the scheme. A summary of the Share Award Scheme 2021 is stated in the 2022 Annual Report on pages 105 to 107.

A total of 3,036,900 share awards were granted under the Share Award Scheme 2023 since its adoption.

The Share Award Scheme 2023, unless otherwise cancelled or amended, will remain in force for 10 year from 22 May 2023. A summary of the Share Award Scheme 2023 is set out below:

(1) Purpose

To attract and retain the best quality personnel for the development of the Company’s businesses, to provide additional incentives to eligible participants; and to promote the long term financial success of the Company by aligning the interests of award holders to shareholders of the Company.

(2) Participants

- (i) any person employed by the Company or by any of its subsidiaries or chief executive officer, executive or non-executive director (including independent non-executive directors) of the Company or any subsidiary of it and any person who has contracted to be employed by the Company or any of its subsidiaries but whose employment has not commenced and any person to whom the Board wishes to offer awards as an inducement to become an executive or director of the Company or any of its subsidiaries; or
- (ii) any director, chief executive or person employed by any of the holding companies, fellow subsidiaries or associated companies of the Company; or
- (iii) any person who provides services to the Group on a continuing or recurring basis in its ordinary and usual course of business which are in the interests of the long-term growth of the Group, including but not limited to any consultant, independent contractor or adviser (“Service Provider”):
 - (a) where the continuity and frequency of their services are akin to those of employees; or
 - (b) after stepping down from an employment or director position with the Group,
 excluding (for the avoidance of doubt):
 - (aa) placing agents or financial advisers providing advisory services for fund-raising, mergers or acquisitions,
 - (bb) professional service providers (including but not limited to auditors or valuers) who provide assurance, or are required to perform their services with impartiality and objectivity.

(3) Total number of Shares available for issue

Mandate Limit and Service Provider Sublimit

Please refer to the paragraph (3) above under “Share Option Schemes” section.

REPORT OF THE DIRECTORS

(4) Maximum entitlement of each participant

Please refer to the paragraph (4) above under “Share Option Schemes” section.

(5) Vesting period of awards granted

When an award holder has satisfied the vesting criteria and conditions specified by the Board and become entitled to the awarded shares, the Board will inform the relevant award holder of the vesting of the awarded shares and the means of effecting the vesting shall be determined by the Board at its sole discretion. The vesting date of share awards shall not be less than 12 months from the date of grant unless (in the case of employee participants) one of the short vesting circumstance referred to the Company’s circular dated 20 April 2023 applies.

(6) Payment on acceptance of the awards

HK\$1.00 is payable by the participant to the Company on acceptance of the award offer. An offer must be accepted within 28 days from the date of grant (or such longer period as the Board may specify in writing).

(7) Basis of determining the purchase price of the awards

No purchase price is determined. The Board may from time to time determine the terms and conditions of the awards.

(8) Remaining life

The life of the Share Award Scheme 2023 is 10 years commencing on its adoption date, being 22 May 2023 and will expire on 22 May 2033.

The awards granted under Share Award Scheme 2023 will be satisfied by the issuance and allotment of new Shares to a trustee that will hold those Shares on trust for the grantees and will transfer the underlying Shares to the grantees on vesting of the awards, subject to the terms and conditions of the Share Award Scheme 2023.

Under Share Award Scheme 2021, in addition to issue of new Shares to satisfy the grant of awards, the Company will pay to the trustee the purchase price and related purchase expenses from its resources in respect of the awarded shares to be purchased on the market by the trustee.

No award holder shall enjoy any of the rights of a shareholder of the Company unless and until the relevant awarded shares are transferred to the award holder by the trustee after the vesting of the award granted. Unless otherwise specified by the Board in the share award agreement, an award holder shall not have any right to the income derived from the awarded shares underlying the award. The trustee shall not exercise the voting rights in respect of any Shares held for the Share Award Scheme 2023 and the Share Award Scheme 2021 (including but not limited to the awarded shares, the returned shares, any bonus shares and scrip shares).

The movement of share awards under the share award schemes and the Shares held by the respective trustees is shown below:

Share Award Scheme 2023

During the year, a total of 3,036,900 share awards were granted under the Share Award Scheme 2023, comprising 1,064,200, 89,500 and 1,883,200 share awards to the Directors of the Company, and their respective associates and the employees of the Group respectively. No trustee has been appointed for the scheme during the year.

Share Award Scheme 2021

During the year, a total of 3,894,565 Shares were allotted to the trustee of the Share Award Scheme 2021 at a price of HK\$0.01 each, and 504,488 Shares were purchased by the trustee on the Stock Exchange for a total consideration of approximately HK\$25.83 million. 1,890,377 share awards were vested under the scheme. As at 31 December 2023, the trustee held 3,284,614 Shares for the scheme and a total of 953,225 share awards were granted to the Connected Persons under the scheme and these share awards will be satisfied by the purchase of Shares on the market.

Share Award Scheme 2014

The Share Award Scheme 2014 expired on 21 June 2021. As there was no unvested awards under the scheme, the trustee for the scheme sold 320,216 forfeited Shares due to lapse of awards and remitted the sales proceeds together with the cash remaining in the trust to the Company. The trust was terminated in September 2023.

REPORT OF THE DIRECTORS

The particulars of the movements in the share awards held by the Directors of the Company and their associates, and the employees of the Group in aggregate granted under the Share Award Scheme 2023 and Share Award Scheme 2021 during the year ended 31 December 2023 were as follows:

Name	Date of grant	Number of Share Awards				Held at 31 December 2023	Vesting Date
		Held at 1 January 2023	Granted during the year	Vested during the year	Lapsed during the year		
Lui Che Woo	17 Jun 2021	56,966	–	(56,966) ^(a)	–	–	17 Jun 2023
	17 Jun 2021	56,968	–	–	–	56,968	17 Jun 2024
	07 Oct 2022	81,633	–	(81,633) ^(a)	–	–	07 Oct 2023
	07 Oct 2022	81,633	–	–	–	81,633	07 Oct 2024
	07 Oct 2022	81,634	–	–	–	81,634	07 Oct 2025
	29 Dec 2023	–	143,766	–	–	143,766	29 Dec 2024
	29 Dec 2023	–	143,766	–	–	143,766	29 Dec 2025
29 Dec 2023	–	143,768	–	–	143,768	29 Dec 2026	
Francis Lui Yiu Tung	17 Jun 2021	80,566	–	(80,566) ^(b)	–	–	17 Jun 2023
	17 Jun 2021	80,568	–	–	–	80,568	17 Jun 2024
	07 Oct 2022	192,633	–	(192,633) ^(b)	–	–	07 Oct 2023
	07 Oct 2022	192,633	–	–	–	192,633	07 Oct 2024
	07 Oct 2022	192,634	–	–	–	192,634	07 Oct 2025
	29 Dec 2023	–	203,400	–	–	203,400	29 Dec 2024
	29 Dec 2023	–	203,400	–	–	203,400	29 Dec 2025
29 Dec 2023	–	203,400	–	–	203,400	29 Dec 2026	
Joseph Chee Ying Keung	07 Oct 2022	33,243	–	–	–	33,243	07 Oct 2024
	07 Oct 2022	66,487	–	–	–	66,487	07 Oct 2025
Paddy Tang Lui Wai Yu	17 Jun 2021	3,000	–	(3,000) ^(a)	–	–	17 Jun 2023
	17 Jun 2021	3,000	–	–	–	3,000	17 Jun 2024
	07 Oct 2022	4,300	–	(4,300) ^(a)	–	–	07 Oct 2023
	07 Oct 2022	4,300	–	–	–	4,300	07 Oct 2024
	07 Oct 2022	4,300	–	–	–	4,300	07 Oct 2025
	29 Dec 2023	–	7,566	–	–	7,566	29 Dec 2024
	29 Dec 2023	–	7,566	–	–	7,566	29 Dec 2025
29 Dec 2023	–	7,568	–	–	7,568	29 Dec 2026	
Employees ^(c) (in aggregate)	17 Jun 2021	369,236	–	(360,700) ^(d)	(8,536)	–	17 Jun 2023
	17 Jun 2021	369,528	–	(24) ^(d)	(16,392)	353,112	17 Jun 2024
	07 Oct 2022	1,120,958	–	(1,110,555) ^(d)	(10,403)	–	07 Oct 2023
	07 Oct 2022	1,403,116	–	–	(17,958)	1,385,158	07 Oct 2024
	07 Oct 2022	1,685,656	–	–	(17,984)	1,667,672	07 Oct 2025
	29 Dec 2023	–	657,452	–	–	657,452	29 Dec 2024
	29 Dec 2023	–	657,452	–	–	657,452	29 Dec 2025
29 Dec 2023	–	657,796	–	–	657,796	29 Dec 2026	
Total		6,164,992	3,036,900	(1,890,377)	(71,273)	7,240,242	

REPORT OF THE DIRECTORS

All the above awards except those granted on 29 December 2023 were granted under Share Award Scheme 2021 where the awards can be satisfied by issue of new shares or purchase of existing shares from the market. In respect of those awards which were granted and will be satisfied by purchase of existing shares from the market, two of the five highest paid individuals were Directors and the particulars of movements in the share awards held by them were disclosed above. Awards granted to the remaining three highest paid individuals will be satisfied by issue of new shares. In addition, awards granted to connected persons will be satisfied by purchase of existing shares from the market and the particulars of movements in the awards held by them during the year were as follows:

Date of grant	Number of Share Awards					Held at 31 December 2023	Vesting Date
	Held at 1 January 2023	Granted during the year	Vested during the year	Lapsed during the year			
17 Jun 2021	14,965	–	(14,965)	–	–	–	17 Jun 2023
17 Jun 2021	14,970	–	–	–	14,970	–	17 Jun 2024
07 Oct 2022	70,425	–	(70,425)	–	–	–	07 Oct 2023
07 Oct 2022	70,425	–	–	–	70,425	–	07 Oct 2024
07 Oct 2022	70,430	–	–	–	70,430	–	07 Oct 2025
Total	241,215	–	(85,390)	–	155,825		

Notes:

- The weighted average closing of the Shares immediately before the date on which the share awards were vested during the year was HK\$48.94.
- The weighted average closing of the Shares immediately before the date on which the share awards were vested during the year was HK\$48.13.
- Employees include associates of Directors. The movements in the share awards held by each of the associates of Directors during the year were as follows:

Name	Date of grant	Number of Share Awards					Vesting Date
		Held at 1 January 2023	Granted during the year	Vested during the year	Held at 31 December 2023		
Eileen Lui Wai Ling	17 Jun 2021	11,633	–	(11,633) ⁽ⁱ⁾	–	–	17 Jun 2023
	17 Jun 2021	11,634	–	–	11,634	–	17 Jun 2024
	07 Oct 2022	64,860	–	(64,860) ⁽ⁱ⁾	–	–	07 Oct 2023
	07 Oct 2022	64,860	–	–	64,860	–	07 Oct 2024
	07 Oct 2022	64,860	–	–	64,860	–	07 Oct 2025
	29 Dec 2023	–	29,366	–	29,366	–	29 Dec 2024
	29 Dec 2023	–	29,366	–	29,366	–	29 Dec 2025
Andrew Nicholas Lui	29 Dec 2023	–	29,368	–	29,368	–	29 Dec 2026
	17 Jun 2021	133	–	(133) ⁽ⁱⁱ⁾	–	–	17 Jun 2023
	17 Jun 2021	134	–	–	134	–	17 Jun 2024
	07 Oct 2022	266	–	(266) ⁽ⁱⁱ⁾	–	–	07 Oct 2023
	07 Oct 2022	266	–	–	266	–	07 Oct 2024
	07 Oct 2022	268	–	–	268	–	07 Oct 2025
	29 Dec 2023	–	466	–	466	–	29 Dec 2024
	29 Dec 2023	–	466	–	466	–	29 Dec 2025
29 Dec 2023	–	468	–	468	–	29 Dec 2026	

- The weighted average closing of the Shares immediately before the date on which the share awards were vested during the year were HK\$47.15.
- The weighted average closing of the Shares immediately before the date on which the share awards were vested during the year were HK\$48.40.

REPORT OF THE DIRECTORS

- d. The weighted average closing of the Shares immediately before the date on which the share awards were vested during the year (excluding associates of director) was HK\$47.79.

Details of the share awards granted, vested or lapsed during the year are set out above. No share awards were cancelled during the year.

The closing price of the Shares immediately before the date on which the share awards were granted pursuant to the Share Award Scheme 2023 on 29 December 2023 was HK\$43.75. The awards were granted at nil purchase price with no performance target or clawback mechanism. The weighted average fair value per Share is HK\$43.08. The fair value of the awarded shares was calculated based on the market price of the Shares at the grant date. The expected dividends during the vesting period have taken into account when assessing the fair value of these awarded shares.

The number of Shares available for grant under mandate limit of the Share Option Scheme 2021 as at 1 January 2023 was 407,164,950 Shares and was further reduced by the number of share awards granted pursuant to the Share Award Scheme 2021, resulting in 400,453,435 Shares were available for grant under the Share Option Scheme 2021 and Share Award Scheme 2021 as at 1 January 2023. Following the termination/suspension of both schemes, no further options or awards will be granted thereunder.

The total number of Shares available for grant under mandate limit of Share Option Scheme 2023 and Share Award Scheme 2023 as at 22 May 2023 (the date of adoption of the schemes) and 31 December 2023 are as follow:

	Ordinary Shares
22 May 2023 (adoption date of the schemes)	436,914,130
31 December 2023	422,683,230

During the year, a total of 14,230,900 new Shares, representing approximately 0.33% of the weighted average number of issued ordinary Shares, may be issued in respect of options and awards granted, excluding those lapsed, under Share Option Scheme 2023 and Share Award Scheme 2023.

Save as disclosed in this report, at no time during the year was the Company or its subsidiaries a party to any arrangements to enable the Directors of the Company to acquire benefits by means of the acquisition of Shares in or debentures of the Company or any other body corporate.

PERMITTED INDEMNITY PROVISION

The Articles of Association of the Company provides that each Director or other officer of the Company shall be entitled to be indemnified out of the assets of the Company against all losses or liabilities which he may sustain or incur in or about the execution of the duties of his office or otherwise in relation thereto. The Company has arranged appropriate directors' and officers' liability insurance coverage for the Directors and officers of the Group.

REPORT OF THE DIRECTORS

MANAGEMENT CONTRACTS

No substantial contracts concerning the management and administration of the whole or any substantial part of the Company's business was entered into or existed during the financial year.

EQUITY-LINKED AGREEMENTS

Other than the share option schemes and share award schemes as disclosed above, no equity-linked agreement that will or may result in the Company issuing Shares or no agreement that requires the Company to enter into an agreement that will or may result in the Company issuing Shares were entered into by the Company during the year ended 31 December 2023 or subsisted at the end of the financial year.

FINANCIAL SUMMARY

A summary of the results and of the assets and liabilities of the Group for the last five financial years, as extracted from the audited consolidated financial statements and adjusted as appropriate, is shown on page 60 of this annual report.

MAJOR CUSTOMERS AND SUPPLIERS

For the year ended 31 December 2023, the aggregate amount of turnover attributable to the Group's five largest customers represented less than 30% of the Group's total turnover; and the aggregate amount of purchases (not including the purchases of items which are of a capital nature) attributable to the Group's five largest suppliers represented less than 30% of the Group's total purchases.

DONATIONS

Charitable and other donations made by the Group during the year amounted to HK\$41,357,000 (2022: HK\$38,336,000).

SUFFICIENCY OF PUBLIC FLOAT

Based on the information that is publicly available to the Company and within the knowledge of the Directors of the Company at the date of this annual report, there was a sufficient public float of the Company as required under the Listing Rules.

AUDITOR

The consolidated financial statements of the Group for the year ended 31 December 2023 have been audited by PricewaterhouseCoopers, who will retire and, being eligible, offer themselves for re-appointment at the forthcoming annual general meeting.

On behalf of the Board

Dr. Lui Che Woo
Chairman

Hong Kong, 28 February 2024

FIVE-YEAR SUMMARY

	Year ended 31 December 2019 HK\$'000	Year ended 31 December 2020 HK\$'000	Year ended 31 December 2021 HK\$'000	Year ended 31 December 2022 HK\$'000	Year ended 31 December 2023 HK\$'000
CONSOLIDATED INCOME STATEMENT					
Revenue	51,901,991	12,876,099	19,695,530	11,473,793	35,684,253
Profit/(loss) attributable to equity holders of the Company	13,041,545	(3,973,078)	1,326,231	(3,433,770)	6,827,956
Dividends	3,940,159	1,950,596	–	1,307,566	873,783
Earnings/(loss) per share (cents)	301.1	(91.6)	30.5	(78.7)	156.2
Dividend per share (cents)	91.0	45.0	–	30.0	20.0
CONSOLIDATED BALANCE SHEET					
Property, plant and equipment and right-of-use assets	37,686,648	41,048,629	46,667,074	50,330,106	54,130,256
Intangible assets	554,524	357,204	152,858	32,949	2,500,024
Joint ventures and associated companies	1,838,274	1,956,446	1,996,185	1,398,522	2,236,930
Other non-current assets	36,100,275	28,904,420	12,864,615	11,287,566	9,140,993
Net current (liabilities)/assets	(1,151,139)	(3,427,275)	8,696,196	2,613,206	6,674,404
Employment of capital	75,028,582	68,839,424	70,376,928	65,662,349	74,682,607
Represented by:					
Share capital and shares held for share award scheme	22,433,668	22,808,468	23,598,057	23,968,153	24,103,725
Reserves	51,153,725	44,615,313	44,826,622	39,945,783	46,655,447
Equity attributable to owners of the Company	73,587,393	67,423,781	68,424,679	63,913,936	70,759,172
Non-controlling interests	567,486	613,401	651,061	551,429	457,919
Long term borrowings	8,931	–	–	–	–
Other non-current liabilities	864,772	802,242	1,301,188	1,196,984	3,465,516
Capital employed	75,028,582	68,839,424	70,376,928	65,662,349	74,682,607
Net assets per share (dollars)	16.98	15.52	15.70	14.63	16.18

INDEPENDENT AUDITOR'S REPORT



羅兵咸永道

To the Members of Galaxy Entertainment Group Limited

(incorporated in Hong Kong with limited liability)

OPINION

What we have audited

The consolidated financial statements of Galaxy Entertainment Group Limited (the “Company”) and its subsidiaries (the “Group”), which are set out on pages 66 to 148, comprise:

- the consolidated balance sheet as at 31 December 2023;
- 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, comprising material accounting policy information and other explanatory information.

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 2023, 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.

INDEPENDENT AUDITOR'S REPORT

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

A key audit matter identified in our audit is summarised as follows:

Key Audit Matter	How our audit addressed the Key Audit Matter
<p>Assessment of recoverable amounts of non-current assets relating to gaming and entertainment operations</p> <p>Refer to notes 2, 6(a), 15, 16 and 17 to the consolidated financial statements.</p> <p>The Group's revenue inflow is highly dependent on its gaming operations which are complemented by its hotel and entertainment operations. The gaming operations are operated under the gaming concession and the new gaming concession was granted on 16 December 2022 for a term of 10 years from 1 January 2023 to 31 December 2032.</p> <p>As at 31 December 2023, the aggregate carrying amounts of non-current assets relating to gaming and entertainment operations including related net working capital was HK\$60.2 billion.</p> <p>As regards to the non-current assets with definite useful lives, the Group is required to review for impairment whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable, and at least annually, review whether there is any change in their expected useful lives.</p>	<p>We obtained the valuation model (fair value model under the income approach) used by management to determine the recoverable amounts of the relevant assets.</p> <p>We obtained an understanding of the assessment process of recoverable amounts of non-current assets relating to gaming and entertainment operations and assessed the inherent risk of material misstatement by considering the degree of estimation uncertainty and level of other inherent risk factors.</p> <p>We tested the mathematical accuracy of the underlying calculations in the valuation model and agreed them to the financial budget and future forecasts. We compared historical actual results to those budgeted to assess the quality of management's forecast.</p> <p>We also assessed the key quantitative and qualitative assumptions made by management in the valuation model. Quantitative factors comprised forecasted revenue and operating costs, future business trend, gaming mix and discount rate used. When assessing these key assumptions, we discussed with management to understand and evaluate their basis for selecting the assumptions, and compared them to various sources including independent research reports, future economic recovery and growth forecasts and historical data for both the Group and industry performance. We assessed the reasonableness of the discount rate used by checking it to the discount rates of comparable companies within the same industry.</p>

INDEPENDENT AUDITOR'S REPORT

Key Audit Matter**How our audit addressed the Key Audit Matter**

The Group performs an assessment of the recoverable amounts for non-current assets relating to gaming and entertainment operations including related net working capital. For the purpose of performing the recoverability assessment, management identifies the gaming and entertainment operations as a single Cash Generating Unit ("CGU"). The recoverable amount of the underlying CGU is determined based on the higher of the fair value less cost of disposal or the value in use. Management concludes that the non-current assets were not impaired as at 31 December 2023.

The assessment contains a number of significant assumptions, both quantitative and qualitative, including revenue trend, continuing recovery from COVID-19 in 2024 and 2025, cost structure, gaming mix, discount rate, compliance with requirements of gaming concession and successful retention of the gaming concession in future years and timely completion of development projects. Changes in these assumptions may lead to potential impairment charges on the carrying value of non-current assets relating to gaming and entertainment operations. The use of assumptions in the assessment also requires estimates and judgments which may be affected by unexpected future market, economic or political conditions. There is inherent estimation uncertainty in determining the recoverable amount of the underlying CGU as significant judgements are made by management, particularly management's view on key internal inputs and external market conditions which impact future cash flows, the discount rate and the long-term growth rate.

We focus on this area as these assets are significant to the Group's operations and the assessment performed by management involves significant estimates and judgements.

We obtained and tested management's sensitivity analysis around the quantitative key assumptions, to ascertain that the selected adverse changes to the key assumptions, both individually and in aggregate, would not cause the carrying amount of the CGU to exceed the recoverable amount.

Qualitative factors comprised ongoing compliance with legal and gaming concession requirements, successful retention of the gaming concession in future years and timely completion of development projects. We discussed with management to understand their assessment on each of the qualitative factors and corroborated management's explanation to the underlying documentation, rules and regulations and market information.

For compliance with legal and gaming concession requirements, we obtained the understanding of the procedures performed by management to comply with the rules and regulations of the Gaming Inspection and Coordination Bureau of Macau SAR and the gaming concession requirements. We also inquired and confirmed with management on their ability to comply with requirements of gaming concession, intention and possibility on successful retention of the gaming concession in future years.

For the timely completion of development projects, we discussed with management to understand how they comply with the land development deadlines with the current project status.

We evaluated management's assessment on the expected useful lives of relevant assets which concluded that they remained appropriate as of the balance sheet date by referencing with the Group's historical experience of using those assets and our understanding in the industry.

We assessed the adequacy of the disclosures related to the recoverable amounts of non-current assets relating to gaming and entertainment operations including related net working capital in the context of HKFRSs disclosure requirements.

Based on the audit procedures performed, we found the Group's estimates and judgements used in the recoverability assessment and review of useful lives of the assets to be supported by the available evidence.

INDEPENDENT AUDITOR'S REPORT

OTHER INFORMATION

The directors of the Company are responsible for the other information. The other information comprises all of the information included in the annual report other than 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 THE AUDIT COMMITTEE FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company 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.

The Audit Committee 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.

INDEPENDENT AUDITOR'S REPORT

- 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 the Audit Committee 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.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Ms. Wan Sau Mei.

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 28 February 2024

CONSOLIDATED INCOME STATEMENT

For the year ended 31 December 2023

	Note	2023 HK\$'000	2022 HK\$'000
Revenue (Note)	7	35,684,253	11,473,793
Other income/gains, net	9(a)	789,574	285,362
Special gaming tax and other related taxes to the Macau Government		(12,681,790)	(3,072,455)
Raw materials and consumables used		(1,351,505)	(1,362,098)
Amortisation and depreciation	9(b)	(2,835,702)	(2,088,338)
Employee benefit expenses	9(b)	(7,202,858)	(5,730,219)
Other operating expenses	9(c)	(5,326,845)	(2,662,257)
Finance costs	11	(183,317)	(106,436)
Share of profits less losses of:			
Joint ventures	18(a)	85,027	(89,806)
Associated companies	19(a)	81	164
Profit/(loss) before taxation	9(b)	6,976,918	(3,352,290)
Taxation charge	12	(102,942)	(95,887)
Profit/(loss) for the year		6,873,976	(3,448,177)
Attributable to:			
Equity holders of the Company	30	6,827,956	(3,433,770)
Non-controlling interests		46,020	(14,407)
		6,873,976	(3,448,177)
Earnings/(loss) per share	13	HK cents	HK cents
Basic		156.2	(78.7)
Diluted		156.2	(78.7)
Note: Analysis of revenue		HK\$'000	HK\$'000
Gross revenue from gaming operations		31,722,235	7,345,002
Commission and incentives		(4,432,367)	(778,390)
Net revenue from gaming operations		27,289,868	6,566,612
Revenue from hotels, mall operations and others		5,396,313	2,020,493
Sales of construction materials		2,998,072	2,886,688
		35,684,253	11,473,793

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

For the year ended 31 December 2023

	2023 HK\$'000	2022 HK\$'000
Profit/(loss) for the year	6,873,976	(3,448,177)
Other comprehensive income/(loss)		
Items that will not be subsequently reclassified to profit or loss		
Change in fair value of financial assets at fair value through other comprehensive income	538,319	30,082
Items that may be subsequently reclassified to profit or loss		
Translation differences of subsidiaries	(16,283)	(108,004)
Share of translation differences of joint ventures	(12,812)	(153,508)
Other comprehensive income/(loss) for the year, net of tax	509,224	(231,430)
Total comprehensive income/(loss) for the year	7,383,200	(3,679,607)
Total comprehensive income/(loss) attributable to:		
Equity holders of the Company	7,347,764	(3,623,733)
Non-controlling interests	35,436	(55,874)
	7,383,200	(3,679,607)

CONSOLIDATED BALANCE SHEET

As at 31 December 2023

	Note	2023 HK\$'000	2022 HK\$'000
ASSETS			
Non-current assets			
Property, plant and equipment	15	49,313,068	45,542,295
Right-of-use assets	16	4,817,188	4,787,811
Intangible assets	17	2,500,024	32,949
Joint ventures	18	2,234,405	1,396,078
Associated companies	19	2,525	2,444
Financial assets at amortised cost	20	4,153,009	6,694,557
Financial assets at fair value through other comprehensive income	21	4,780,218	4,214,239
Financial asset at fair value through profit or loss	22	–	272,104
Other non-current assets	23	207,766	106,666
		68,008,203	63,049,143
Current assets			
Inventories	24	221,888	208,995
Debtors and prepayments	25	1,664,041	1,152,535
Amounts due from joint ventures	26	136,638	174,210
Taxation recoverable		39,405	29,193
Current portion of financial assets at amortised cost	20	2,633,510	2,324,512
Cash and cash equivalents and other bank deposits	27	14,511,770	14,022,744
		19,207,252	17,912,189
Total assets		87,215,455	80,961,332

CONSOLIDATED BALANCE SHEET
As at 31 December 2023

	Note	2023 HK\$'000	2022 HK\$'000
EQUITY			
Share capital and shares held for share award scheme	28	24,103,725	23,968,153
Reserves	30	46,655,447	39,945,783
Equity attributable to owners of the Company		70,759,172	63,913,936
Non-controlling interests		457,919	551,429
Total equity		71,217,091	64,465,365
LIABILITIES			
Non-current liabilities			
Deferred taxation liabilities	32	110,375	167,312
Lease liabilities	16	548,796	433,063
Retention payable	35	288,092	429,012
Macau gaming concession payable		2,341,986	–
Non-current deposits and other payables	35	176,267	167,597
		3,465,516	1,196,984
Current liabilities			
Creditors and accruals	33	10,881,244	7,689,593
Amounts due to joint ventures	26	24,519	6,216
Current portion of lease liabilities	16	79,296	49,922
Borrowings	31	1,452,958	7,505,246
Provision for tax		94,831	48,006
		12,532,848	15,298,983
Total liabilities		15,998,364	16,495,967
Total equity and liabilities		87,215,455	80,961,332
Net current assets		6,674,404	2,613,206
Total assets less current liabilities		74,682,607	65,662,349

Francis Lui Yiu Tung
Director

Joseph Chee Ying Keung
Director

CONSOLIDATED CASH FLOW STATEMENT

For the year ended 31 December 2023

	Note	2023 HK\$'000	2022 HK\$'000
Cash flows from operating activities			
Cash generated from/(used in) operations	34(a)	11,663,166	(2,882,847)
Hong Kong profits tax paid		(34,445)	(23,709)
Mainland China tax and Macau complementary tax paid		(34,880)	(72,825)
Net cash generated from/(used in) operating activities		11,593,841	(2,979,381)
Cash flows from investing activities			
Purchase of property, plant and equipment	34(b)	(5,959,366)	(5,062,701)
Purchase of intangible assets		(58,918)	(14,537)
Proceeds from disposal of property, plant and equipment		273	61,980
Proceeds from disposal of subsidiaries		93,898	–
Investment in joint ventures		(944,240)	–
Decrease in advances to joint ventures and associated companies		12,231	13,190
Increase in deferred receivable		(12,658)	(11,436)
Increase in deposit paid for other non-current assets		(26,064)	–
Decrease in finance lease receivable		–	31,328
Purchase of financial assets		(117,763)	(1,154,080)
Proceeds from redemption of financial assets		2,336,381	3,235,977
Interest received		818,351	1,102,445
(Increase)/decrease in short-term bank deposits with maturity over three months, short-term pledged bank deposits		(7,017,724)	4,469,160
Dividends received from joint ventures		167,259	354,511
Dividends received from listed investments		33,540	9,576
Net cash (used in)/generated from investing activities		(10,674,800)	3,035,413
Cash flows from financing activities			
Issue of new shares		36,868	256,228
Sale of shares by the trustee		16,519	–
Shares purchased by the trustee		(25,828)	(16,862)
New bank loans	34(c)	2,876,263	11,077,148
Repayment of bank loans	34(c)	(9,307,699)	(9,938,568)
Interest paid	34(c)	(137,385)	(109,008)
Principal and interest elements of lease payments	34(c)	(79,461)	(56,365)
Principal and interest elements of Macau gaming concession payment	34(c)	(267,948)	–
Decrease in loan from non-controlling interests		–	(17,102)
Dividends paid to non-controlling interests		(44,789)	(43,797)
Return of capital to non-controlling interests		(322)	–
Dividends paid to shareholders	14	(873,783)	(1,307,566)
Net cash used in financing activities		(7,807,565)	(155,892)
Net decrease in cash and cash equivalents			
Cash and cash equivalents at beginning of year		13,495,789	13,606,743
Translation differences		(8,091)	(11,094)
Cash and cash equivalents at end of year	27	6,599,174	13,495,789

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2023

	Share capital HK\$'000	Shares held for share award scheme HK\$'000	Reserves HK\$'000	Equity attributable to owners of the Company HK\$'000	Non-controlling interests HK\$'000	Total HK\$'000
At 1 January 2022	23,598,067	(10)	44,826,622	68,424,679	651,061	69,075,740
Comprehensive income						
Loss for the year	-	-	(3,433,770)	(3,433,770)	(14,407)	(3,448,177)
Other comprehensive income/(loss)						
Change in fair value of financial assets at fair value through other comprehensive income	-	-	30,082	30,082	-	30,082
Translation differences of subsidiaries	-	-	(84,268)	(84,268)	(23,736)	(108,004)
Share of translation differences of joint ventures	-	-	(135,777)	(135,777)	(17,731)	(153,508)
Total other comprehensive loss, net of tax	-	-	(189,963)	(189,963)	(41,467)	(231,430)
Total comprehensive loss for the year	-	-	(3,623,733)	(3,623,733)	(55,874)	(3,679,607)
Transactions with equity holders						
Injection of capital to non-controlling interests	-	-	-	-	39	39
Dividends paid to non-controlling interests	-	-	-	-	(43,797)	(43,797)
Share award scheme – shares issued to the trustee	12	(12)	-	-	-	-
Share award scheme – shares purchased by the trustee	-	(16,862)	-	(16,862)	-	(16,862)
Shares vested pursuant to share award scheme	68,034	16,873	(84,907)	-	-	-
Issue of shares upon exercise of share options	302,051	-	(45,823)	256,228	-	256,228
Fair value of share awards granted	-	-	87,780	87,780	-	87,780
Fair value of share options granted	-	-	93,410	93,410	-	93,410
Special dividends (note 14)	-	-	(1,307,566)	(1,307,566)	-	(1,307,566)
At 31 December 2022	23,968,164	(11)	39,945,783	63,913,936	551,429	64,465,365
Comprehensive income						
Profit for the year	-	-	6,827,956	6,827,956	46,020	6,873,976
Other comprehensive income/(loss)						
Change in fair value of financial assets at fair value through other comprehensive income	-	-	538,319	538,319	-	538,319
Translation differences of subsidiaries	-	-	(7,382)	(7,382)	(8,901)	(16,283)
Share of translation differences of joint ventures	-	-	(11,129)	(11,129)	(1,683)	(12,812)
Total other comprehensive income/(loss), net of tax	-	-	519,808	519,808	(10,584)	509,224
Total comprehensive income for the year	-	-	7,347,764	7,347,764	35,436	7,383,200
Transactions with equity holders						
Return of capital to non-controlling interests	-	-	-	-	(322)	(322)
Disposal of a subsidiary	-	-	-	-	8,582	8,582
Dividends paid to non-controlling interests	-	-	-	-	(44,789)	(44,789)
Acquisition of non-controlling interest	-	-	92,417	92,417	(92,417)	-
Share award scheme – shares issued to the trustee	39	(39)	-	-	-	-
Share award scheme – shares purchased by the trustee	-	(25,828)	-	(25,828)	-	(25,828)
Share award scheme – sale of shares by the trustee	16,516	3	-	16,519	-	16,519
Shares vested pursuant to share award scheme	71,144	25,842	(96,986)	-	-	-
Issue of shares upon exercise of share options	47,895	-	(11,027)	36,868	-	36,868
Fair value of share awards granted	-	-	138,012	138,012	-	138,012
Fair value of share options granted	-	-	113,267	113,267	-	113,267
Special dividends (note 14)	-	-	(873,783)	(873,783)	-	(873,783)
At 31 December 2023	24,103,758	(33)	46,655,447	70,759,172	457,919	71,217,091

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Galaxy Entertainment Group Limited (“GEG” or the “Company”) is a limited liability company incorporated in Hong Kong and has its listing on the Main Board of The Stock Exchange of Hong Kong Limited (“SEHK”). The address of its registered office and principal place of business is 22nd Floor, Wing On Centre, 111 Connaught Road Central, Hong Kong.

The principal activities of the Company and its subsidiaries (together the “Group”) are operation in casino games of chance or games of other forms, provision of hospitality and related services in Macau, and the manufacture, sale and distribution of construction materials in Hong Kong, Macau and Mainland China.

These consolidated financial statements have been approved for issue by the Board of Directors on 28 February 2024.

2. MACAU GAMING CONCESSION

Gaming in Macau is administered by the Government of the Macau Special Administrative Region (the “Macau Government”) through concession awarded, of which the Company’s principal subsidiary, Galaxy Casino, S.A. (“GCSA”) is one of Concessionaires.

On 16 December 2022, the Macau Government and GCSA entered into a new Gaming Concession Contract for a term of 10 years, from 1 January 2023 to 31 December 2032. Under the terms of the new Gaming Concession Contract, GCSA is required to pay the Macau Government fixed and variable annual premium during the 10-year term with effect from 1 January 2023 onwards. The annual premium is comprised of a fixed amount MOP30 million (equivalent to approximately HK\$29.13 million) and an annual amount of MOP300,000 (equivalent to approximately HK\$291,262) for each gaming table exclusively for particular games or players, MOP150,000 (equivalent to approximately HK\$145,631) for each other gaming table, and MOP1,000 (equivalent to approximately HK\$971) for one gaming machine, including slot machines, operated by GCSA. In addition, GCSA commits to invest MOP28.35 billion (approximately HK\$27.52 billion), which includes MOP27.45 billion (approximately HK\$26.65 billion) in non-gaming facilities and activities and MOP0.9 billion (approximately HK\$0.87 billion) on gaming, primarily investing in the tourism and entertainment sectors that will be spent, over the span of the new Gaming Concession Contract, to support the Macau Government’s objectives to further develop and diversify Macau’s economy and attract more overseas visitors. The 2023 aggregate gaming gross revenue of Macau reached the trigger amount specified in the investment increasing mechanism of the investment plan. GCSA will further invest MOP5.4 billion (approximately HK\$5.24 billion) for the remaining term of the Gaming Concession Contract commencing from 2024.

In addition, separate contracts for the reversion of casinos and related assets for gaming business to the Macau Government (the “Reversion of Property Contract”) were signed by the Group on 30 December 2022, pursuant to which, casino areas of Galaxy Macau, StarWorld and Broadway held by subsidiaries of GEG, together with the revertible gaming assets held by GCSA are to be reverted to the Macau Government without compensation and the Macau Government temporarily handed over to the Group for its continuing use in gaming operations during the 10-year term (commencing from 1 January 2023) of the new Gaming Concession Contract. As the control and the economic benefits of these casino areas and gaming assets will be continuously retained by the Group and with the assumption of the subsequent successful retention and tendering of the gaming concession, GCSA will continue to recognise these casino areas and gaming assets as right-of-use assets and property, plant and equipment and depreciate their carrying amounts over their estimated remaining useful lives. In exchange for the use of reverted casino areas and gaming assets, GCSA agreed to make annual payments to the Macau Government for MOP750 (equivalent to approximately HK\$728) per square meter for the first three years, and MOP2,500 (equivalent to approximately HK\$2,427) per square meter for the remaining years of the term of the new Gaming Concession Contract through 31 December 2032, subject to adjustment based on the average price index in Macau. This contractual payment is also considered as part of the consideration of the intangible asset of the right to conduct games of chance in Macau.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

2. MACAU GAMING CONCESSION (Continued)

On 1 January 2023, GCSA recognised an intangible asset and corresponding financial liability of MOP2.79 billion (equivalent to approximately HK\$2.71 billion), with non-current portion of the financial liability of HK\$2.44 billion included in “Macau gaming concession payable” and the current portion of HK\$0.27 billion included in “Creditors and accruals” respectively, representing the right to conduct games of chance in Macau and the unconditional obligation to make payments under the new Gaming Concession Contract and the Reversion of Property Contract. This intangible asset comprises the contractual annual payments of fixed and variable premiums, as well as payments associated with the Reversion of Property Contract. The contractual annual variable premium payments associated with the intangible asset was determined using the total number of gaming tables and gaming machines approved by the Macau Government. The intangible asset is being amortised on a straight-line basis over the 10-year term of the new Gaming Concession Contract. As at 31 December 2023, the net book value of intangible asset recorded as HK\$2.44 billion while non-current and current portion of the financial liability recorded as HK\$2.34 billion and HK\$0.27 billion respectively.

3. BASIS OF PREPARATION AND ACCOUNTING POLICIES

The consolidated financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRS”) issued by the Hong Kong Institute of Certified Public Accountants under the historical cost convention as modified by the revaluation of certain financial assets and financial liabilities, which are carried at fair values.

The preparation of consolidated financial statements in conformity with HKFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the accounting policies of the Group. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in note 6 below.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

3. BASIS OF PREPARATION AND ACCOUNTING POLICIES (Continued)**(a) The adoption of new and amended standards**

In 2023, the Group adopted the following new and amended standards which are relevant to its operations.

HKAS 1 and HKFRS Practice Statement 2 (Amendments)	Disclosure of Accounting Policies
HKAS 8 (Amendments)	Definition of Accounting Estimates
HKAS 12 (Amendments)	Deferred Tax related to Assets and Liabilities Arising from a Single Transaction
HKAS 12 (Amendments)	International Tax Reform – Pillar Two Model Rules
HKFRS 17 and HKFRS 17 (Amendments)	Insurance Contracts
HKFRS 17 (Amendment)	Initial Application of HKFRS 17 and HKFRS 9 – Comparative Information

The Group has assessed the impact of the adoption of these new and amended standards and considered that there was no significant impact on the Group's results and financial position.

The Group is in the process of assessing its exposure to the Pillar Two model rules when it comes into effect. It is not expected to have significant impact to the Group.

(b) Amendments to existing standards and interpretation that are not yet effective

Amendments	Effective for accounting periods beginning on or after	
HKAS 1 (Amendments)	Classification of Liabilities as Current or Non-current	1 January 2024
HKAS 1 (Amendments)	Non-current Liabilities with Covenants	1 January 2024
HKAS 7 and HKFRS 7 (Amendments)	Supplier Finance Arrangements	1 January 2024
HKAS 21 (Amendments)	Lack of Exchangeability	1 January 2025
HKFRS 10 and HKAS 28 (Amendments)	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	To be determined
HKFRS 16 (Amendments)	Lease Liability in a Sale and Leaseback	1 January 2024
HK-Int 5 (2020)	Presentation of Financial Statements – Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause	1 January 2024

The Group has not early adopted the above amendments and is in the process of assessing the impact of these amendments on the Group's accounting policies and consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES

The material accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

4.1 Consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiaries made up to 31 December and the share of post-acquisition results and reserves of its joint ventures and associated companies attributable to the Group.

Results attributable to subsidiaries, joint ventures and associated companies acquired or disposed of during the year are included in the consolidated income statement from the date of acquisition or to the date of disposal as applicable.

The profit or loss on disposal of subsidiaries, joint ventures or associated companies is calculated by reference to the share of net assets at the date of disposal including the attributable amount of goodwill not yet written off.

4.2 Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, 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 fully consolidated from the date on which control is transferred to the Group and are de-consolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. Non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation are measured at either fair value or the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at their acquisition date fair value, unless another measurement basis is required by HKFRS.

Acquisition-related costs are expensed as incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.2 Subsidiaries (Continued)**

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with HKFRS 9 in profit or loss. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

The excess of the aggregate of consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the profit or loss.

Inter-company transactions, balances and income and expenses on transactions between group companies are eliminated. Unrealised losses are also eliminated, unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

In the balance sheet of the Company, investments in subsidiaries are accounted for at cost less impairment losses. Cost includes direct attributable costs of investment. The results of subsidiaries are accounted for by the Company on the basis of dividend received and receivable.

4.3 Non-controlling interests***Change in ownership interests in subsidiaries without change of control***

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

Disposal of subsidiaries

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.4 Joint arrangements**

Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the joint ventures have been changed where necessary to ensure consistency with the policies adopted by the Group.

4.5 Associated companies

An associated company is a company, not being a subsidiary or a joint venture, in which an equity interest is held for the long-term and significant influence but no control is exercised in its management, generally accompanying a shareholding of between 20% to 50% of the voting rights.

Investments in associated companies are accounted for under the equity method of accounting and are initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The investments in associated companies of the Group include goodwill, net of any accumulated impairment loss, identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

The share of post-acquisition profits or losses of associated companies attributable to the Group is recognised in the consolidated income statement, and the share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the share of losses of the Group in an associated company equals or exceeds its interest in the associated company, including any other unsecured receivable, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associated company.

Unrealised gains on transactions between the Group and its associated companies are eliminated to the extent of the interest in the associated companies held by the Group. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associated companies have been changed where necessary to ensure consistency with the policies of the Group.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.6 Goodwill**

Goodwill arises on the acquisition of subsidiaries, and represents the excess of the consideration transferred over the Group's interest in fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

Goodwill on acquisition of subsidiaries is included in intangible assets while goodwill on acquisition of joint ventures and associated companies is included in investments in joint ventures and associated companies.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash-generating units ("CGUs") or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of the CGU containing the goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognised immediately as an expense and is not subsequently reversed.

4.7 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and impairment losses. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the carrying amount of the asset or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance costs are expensed in the consolidated income statement during the financial period in which they are incurred.

No depreciation is provided on assets under construction until it is completed and is ready for use. Depreciation of other property, plant and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives as follows:

Buildings and improvements	20 to 50 years
Leasehold improvements	2 to 20 years
Plant and machinery	3 to 20 years
Gaming equipment	3 to 10 years
Other assets	2 to 20 years

The residual values and useful lives of the assets are reviewed and adjusted if appropriate, at each balance sheet date. Where the carrying amount of an asset is greater than its recoverable amount, it is written down immediately to its estimated recoverable amount.

Gains and losses on disposal are determined as the difference between the net sales proceed and the carrying amount of the relevant asset, and is recognised in the consolidated income statement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.8 Leases**

Leases are initially recognised as a right-of-use asset and corresponding liability at the date of which the leased asset is available for use by the Group.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the fixed payments (including in-substance fixed payments), less any lease incentives receivable.

The lease payments are discounted using the Group's incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to consolidated income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability; and
- any lease payments made at or before the commencement date, less any lease incentive received.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in the consolidated income statement. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise equipment and small items of office furniture.

Lease income from operating leases where the group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included in the consolidated balance sheet based on their nature.

4.9 Gaming licence and reacquired right

Gaming licence and reacquired right are carried at cost less accumulated amortisation and impairment losses. They have finite useful lives and are amortised on a straight-line basis over the remaining term of the licence.

4.10 Computer software

Costs incurred to acquire and bring to use the specific computer software licences are capitalised and are amortised over their estimated useful lives of three years on a straight line basis. Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.11 Impairment of investments in subsidiaries, associated companies, joint ventures and non-financial assets**

Assets that have an indefinite useful life or are not yet available for use are not subject to amortisation and tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of the fair value of an asset less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows. Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

The Group assesses at the end of reporting period whether there is any indication that an impairment loss recognised in prior periods for a non-financial asset other than goodwill may no longer exist or may have decreased. If any such indication exists, the Group estimates the recoverable amount of that asset. A reversal of an impairment loss shall be recognised immediately in profit or loss, unless the asset is carried at revalued amount. Any reversal of an impairment loss of a revalued asset shall be treated as a revaluation increase. The increased carrying amount attributable to a reversal of an impairment loss shall not exceed the carrying amount that would have been determined (net of amortisation or depreciation).

Impairment testing of the investments in subsidiaries is required upon receiving dividends from these investments if the dividend exceeds the total comprehensive income of the subsidiary in the period the dividend is declared or if the carrying amount of the investment in the separate financial statements exceeds the carrying amount in the consolidated financial statements of the investee's net assets including goodwill.

4.12 Financial assets**(i) Classification**

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income ("OCI") or through profit or loss); and
- those to be measured at amortised cost.

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income ("FVOCI").

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.12 Financial assets (Continued)****(ii) Recognition and derecognition**

Regular way purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

(iii) Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated income statement.
- **FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses) and impairment expenses are presented as separate line item in the consolidated income statement.
- **FVPL:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.12 Financial assets (Continued)****(iii) Measurement (Continued)***Equity instruments*

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the Group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the consolidated income statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

(iv) Impairment

The Group assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

4.13 Derivative financial instruments and hedging activities

Derivative financial instruments, including put option of shares and embedded derivative liability of convertible notes, are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured at their fair value.

The Group documents at the inception of the transaction the relationship between hedging instruments and hedged items, as well as its risk management objective and strategy for undertaking various hedge transactions. The Group also documents its assessment, both at hedge inception and on an ongoing basis, of whether the derivatives that are used in hedging transactions are highly effective in offsetting changes in cash flows of hedged items.

The fair value of hedging derivative is classified as a non-current asset or liability where the remaining maturity of the hedged item is more than twelve months, and as a current asset or liability, where the remaining maturity of the hedged item is less than twelve months. Trading derivatives are classified as a current asset or liability.

The effective portion of changes in the fair value of derivatives that are designated and qualified as cash flow hedges is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in the consolidated income statement.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged item affects profit or loss (for example, when the forecast sale that is hedged takes place). The gain or loss relating to the effective portion of interest rate swaps hedging variable rate borrowings is recognised in the consolidated income statement. However, when the forecast transaction that is hedged results in the recognition of a non-financial asset (for example, inventory or plant and equipment), the gains and losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset. The deferred amounts are ultimately recognised in cost of goods sold in the case of inventory or in depreciation in the case of fixed assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.13 Derivative financial instruments and hedging activities (Continued)**

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 equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the consolidated income statement. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was reported in equity is immediately transferred to the consolidated income statement.

4.14 Debtors

Debtors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less expected credit loss. The Group applies the HKFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade debtors and contract assets. To measure the expected credit losses, trade debtors and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the debtors for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade debtors are a reasonable approximation of the loss rates for the contract assets. The carrying amount of debtors is reduced through the use of an allowance account and the amount of the loss allowance is recognised in the consolidated income statement within other operating expenses. When a debtor is uncollectible, it is written off against the allowance account for debtors. Subsequent recoveries of amounts previously written off are credited to the consolidated income statement against other operating expenses.

4.15 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost of construction materials is calculated on the weighted average basis, comprising materials, direct labour and an appropriate proportion of production overhead expenditure. Consumables is determined using the first-in, first-out method and food and beverages using the weighted average method. Net realisable value is determined on the basis of anticipated sales proceeds less estimated selling expenses.

4.16 Cash and cash equivalents

Cash and cash equivalents comprise cash and bank balances, deposits with banks, financial institutions repayable within three months from the date of placement and cash chips of other casinos less bank overdrafts. Cash chips of other casinos include those that form part of the Group's overall cash management and are readily convertible to known amount of cash and subject to an insignificant risk of change in value. Bank overdrafts are shown within borrowings in current liabilities on the consolidated balance sheet.

4.17 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

When the Company re-purchases its equity share capital, the consideration paid, including any directly attributable incremental costs, net of income taxes, is deducted from equity attributable to the equity holders and the shares are cancelled.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.18 Borrowings**

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds, net of transaction costs, and the redemption value is recognised in the consolidated income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least twelve months after the balance sheet date.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

4.19 Creditors and accruals

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

4.20 Provisions

Provisions are recognised when there is a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where a provision is expected to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation, before any tax effects, that reflect current market assessments of the time value of money and the risk specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.21 Current and deferred taxation**

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the Company, its subsidiaries, joint ventures and associated companies operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred taxation is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, if the deferred taxation arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss, it is not accounted for. Deferred taxation is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred taxation asset is realised or the deferred taxation liability is settled.

Deferred taxation assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred taxation liabilities are provided on temporary differences arising on investments in subsidiaries, joint ventures and associated companies, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

4.22 Special gaming tax and other related taxes to the Macau Government***On or before 2022***

According to the gaming concession granted by the Macau government and the relevant legislation, the Group is required to pay 35% gaming tax and 4% public development and social related contributions on the net gaming wins from gaming operations. In addition, the Group is also required to make certain variable and fixed payments to the Macau Government based on the number of tables and slot machines in its possession. These expenses are reported as “special gaming tax and other related taxes to the Macau Government” in the consolidated income statement and are charged to the consolidated income statement as incurred.

On or after 2023

According to the gaming concession granted by the Macau government and the relevant legislation, the Group is required to pay 35% gaming tax and 5% public development and social related contributions on the net gaming wins from gaming operations. These expenses, after deduction of exemption, are reported in net as “special gaming tax and other related taxes to the Macau Government” in the consolidated income statement and are charged to the consolidated income statement as incurred.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.23 Commission and incentives**

Commission and incentives is calculated based on certain percentages of net gaming wins or rolling amount and is recognised when the relevant services have been rendered.

4.24 Contributions from the operations of the City Club Casinos***On or before 26 June 2022***

Contributions from the operations of the City Club Casinos are recognised based on the established rates for the net gaming wins which reflect the gross inflow of economic benefits to the Group. In addition, all relevant operating and administrative expenses relating to the operations of the City Club Casinos are not recognised as expenses of the Group in the consolidated financial statements.

On or after 27 June 2022

The Group maintains the control of the gaming operation of the City Club Casinos and recognises revenue from gaming operation and relevant expenses in the consolidated income statement.

4.25 Employee benefits**(a) *Employees entitlement, benefits and bonus***

Contributions to publicly or privately administered defined contribution retirement or pension plans on a mandatory, contractual or voluntary basis are recognised as employee benefit expense in the financial period when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Employee entitlements to annual leave and long service leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave and long-service leave as a result of services rendered by employees up to the balance sheet date. Employee entitlements to sick leave and maternity leave are not recognised until the time of leave.

Provisions for bonus plans due wholly within twelve months after the balance sheet date are recognised when the Group has a present legal or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made.

(b) *Share-based compensation***(i) *Share options***

The fair value of the employee services received in exchange for the grant of the options under the equity-settled, share-based compensation plan is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the options granted, excluding the impact of any non-market vesting conditions. Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. At each balance sheet date, estimates of the number of options that are expected to become exercisable are revised. The impact of the revision of original estimates, if any, is recognised in the consolidated income statement over the remaining vesting period with a corresponding adjustment to equity. The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised.

On lapse of share options according to the plan, corresponding amount recognised in employee's share-based compensation reserve is transferred to retained earnings.

The grant by the Company of options over its equity instruments to the employees of subsidiary in the Group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value of the share options, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.25 Employee benefits (Continued)****(b) Share-based compensation (Continued)****(ii) Share awards**

The Group also grants shares of the Company to employees under its share award scheme, under which the awarded shares are either newly issued or are purchased from the open market. The cost of share purchased from the open market is recognised in equity as treasury stock. The fair value of the employee services received in exchange for the grant of shares under the scheme is recognised as staff costs in the consolidated income statement with a corresponding increase in a share award reserve under equity. The fair value of the awarded shares is measured by the quoted market price of the shares at grant date and is charged to the consolidated income statement over the respective vesting period. During the vesting period, the number of awarded shares that is expected to vest is reviewed. Any adjustment to the cumulative fair value recognised in prior years is charged or credited in the consolidated income statement for the year of the review, unless the original staff costs qualify for recognition as an asset, with a corresponding adjustment to the employee share-based compensation reserve. On vesting date, the amount recognised as staff costs is adjusted to reflect the actual number of awarded shares that vest (with a corresponding adjustment to the employee share-based compensation reserve) and the cost of awarded shares recognised in equity as treasury stock is transferred to the employee share-based compensation reserve.

4.26 Borrowing costs

Interest and related costs on borrowings directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to complete and prepare the assets for its intended use or sale are capitalised as part of the cost of that asset until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are charged to the consolidated income statement in the financial period in which they are incurred.

4.27 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods supplied, net of value-added tax, returns, rebates and discounts and allowance for credit.

Revenue is recognised when the amount can be reliably measured, it is probable that future economic benefits will flow to the Group and specific criteria for each of the activities have been met. Estimates are based on historical results, taking into consideration the type of customers, the type of transactions and the specifics of each arrangement.

(a) Gaming operations

Revenue from gaming operations, representing the net gaming wins, is recognised when the relevant services have been rendered and is measured at the entitlement of economic inflows of the Group from the business after deduction of commission and incentives, including the allocation of revenue from gaming operations to revenue from hotel operations for services provided on a complimentary basis. Contributions from the operations of the City Club Casinos are recognised in the consolidated income statement as set out in note 4.24 above.

(b) Hotel operations

Revenue from hotel room rental and food and beverages sales is recognised when the relevant services have been rendered.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.27 Revenue recognition (Continued)****(c) Construction materials**

Revenue from sales of construction materials is recognised when or as the control of the goods are transferred to the customer. The timing of revenue recognition for sale of certain construction materials is recognised at a point in time when the underlying construction materials is legally or physically transferred to the customer.

(d) Rental income

Rental income from mall operations, net of any incentives given to the lessee excluding forgiveness of lease payment specified below, is recognised over the periods of the respective leases on a straight-line basis.

On the date the lease payments are forgiven, the Group re-measures the expected credit losses on its operating lease receivables, with any changes being recognised in the consolidated income statement, and derecognises the operating lease receivable, including associated expected credit losses allowance. The forgiven lease payments that the lessor has not recognised as an operating lease receivable is treated as the lease modification, that is, the revised future lease payments under the new lease, including any prepaid or accrued lease payments relating to the original lease, are subsequently recognised as income on a straight-line basis.

(e) Administrative fee

Administrative fee is recognised when the services have been rendered.

(f) Interest income

Interest income is recognised on a time proportion basis using the effective interest method, taking into account the principal amounts outstanding and the interest rates applicable.

(g) Dividend income

Dividend income is recognised when the right to receive payment is established.

4.28 Foreign currency translation

Items included in the consolidated financial statements of each of the entities in the Group are measured using the currency of the primary economic environment in which the Group operates (the “functional currency”). The consolidated financial statements are presented in Hong Kong dollar, which is the functional and presentation currency of the Company.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at the exchange rates ruling at the balance sheet date are recognised in the consolidated income statement.

Translation differences on non-monetary financial assets held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets held at fair value through other comprehensive income are included in other comprehensive income.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.28 Foreign currency translation (Continued)**

The results and financial position of all the entities in the Group that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each balance sheet presented are translated at the exchange rate ruling at the date of that balance sheet;
- (ii) income and expenses for each income statement are translated at average exchange rates; and
- (iii) all resulting exchange differences are recognised in other comprehensive income.

On the disposal of a foreign operation (that is, a disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, a disposal involving loss of joint control over a joint venture that includes a foreign operation, or a disposal involving loss of significant influence over an associate that includes a foreign operation), all of the exchange differences accumulated in equity in respect of that operation attributable to the equity holders of the Company are reclassified to profit or loss.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences is re-attributed to non-controlling interests and is not recognised in profit or loss. For all other partial disposals (that is, reductions in the Group's ownership interest in associates or joint ventures that do not result in the Group losing significant influence or joint control) the proportionate share of the accumulated exchange difference is reclassified to profit or loss.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the exchange rates ruling at the balance sheet date. Exchange differences arising are recognised in equity.

4.29 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors that makes strategic decisions.

4.30 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's and the Company's financial statements in the period in which the dividends are approved by the Company's shareholders or directors, where appropriate.

4.31 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the company or the counterparty.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4. SUMMARY OF MATERIAL ACCOUNTING POLICIES (Continued)**4.32 Financial guarantee contract**

A financial guarantee contract is a contract that requires the issuer (i.e. the guarantor) to make specified payments to reimburse the beneficiary of the guarantee (the “holder”) for a loss the holder incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument. Such financial guarantees are given to banks, financial institutions and other bodies on behalf of subsidiaries, associates, joint ventures and related companies to secure loans, overdrafts and other banking facilities.

The Group regards its financial guarantees provided to its subsidiaries, joint ventures and associated companies as insurance contracts. The Group assesses at each balance sheet date the liabilities under its insurance contracts using current estimates of future cash flows. Changes in carrying amount of these insurance liabilities are recognised in the consolidated income statement.

5. FINANCIAL RISK MANAGEMENT

The major financial instruments of the Group include trade and other receivables, amounts due from related parties, cash and bank balances, restricted bank deposits, cash chips of other casinos, non-current and other investments, trade and other creditors, amounts due to related parties and borrowings. Details of these financial instruments are disclosed in respective notes. The activities of the Group expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk, and other price risk), credit risk and liquidity risk. Management manages and monitors these exposures to ensure appropriate measures are implemented on a timely and effective manner.

The Group seeks to minimise the effects of certain risks by using derivative financial instruments to manage the risk exposures. It does not enter into or trade derivative financial instruments for speculative purpose. The management of the Group identifies, evaluates and manages significant financial risks in the individual operating units of the Group.

5.1 Financial risk factors**(a) Market risk****(i) Foreign exchange risk**

The Group operates principally in Hong Kong, Macau and Mainland China and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the United States dollar, Renminbi, Macau Patacas and other non-Hong Kong dollar currencies. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities, which are denominated in a currency that is not the functional currency of different group companies.

Foreign currency exposures are covered by forward foreign exchange contracts and arrangement of foreign currency borrowings whenever considered appropriate.

The foreign exchange risk mainly arises on the debt securities denominated in United States dollar and cash and bank balances denominated in United States dollar and Renminbi. As at 31 December 2023, if United States dollar weakened/strengthened against Hong Kong dollar by 0.5%, profit (2022: loss) after tax for the year would have been HK\$66,313,000 lower/higher (2022: HK\$39,632,000 higher/lower) as a result of foreign exchange loss/gain on translation of that balance. As at 31 December 2023, if Renminbi weakened/strengthened against Hong Kong dollar by 2%, profit (2022: loss) after tax for the year would have been HK\$25,478,000 lower/higher (2022: HK\$23,075,000 higher/lower) as a result of foreign exchange loss/gain on translation of that balance.

The Group is not exposed to material foreign exchange risk in respect of Hong Kong dollar against Macau Patacas as long as these currencies are pegged.

The foreign exchange risk arisen from assets denominated in other foreign currencies are not significant.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)**5.1 Financial risk factors (Continued)****(a) Market risk (Continued)****(ii) Price risk**

The Group is exposed to price changes arising from investments held by the Group classified on the consolidated balance sheet as FVOCI (see note 21) and FVPL (see note 22). Other than unquoted securities held for strategic purposes, all of these investments are listed. The Group is not exposed to commodity price risk.

All of the Group's unquoted investments are held for long term strategic purposes. Their performance is assessed at least bi-annually, based on the information available to the Group, together with an assessment of their relevance to the Group's long term strategic plans.

At 31 December 2023, if the market values of the Group's FVOCI at that date had been 10% higher/lower with all other variables held constant, total comprehensive income (2022: loss) for the year would have been HK\$478,022,000 higher/lower (2022: HK\$421,424,000 lower/higher).

At 31 December 2023, if the market values of the Group's FVPL at that date had been 10% higher/lower with all other variables held constant, total profit (2022: loss) for the year would have been unchanged (2022: HK\$27,210,000 lower/higher).

(iii) Interest rate risk

The Group is exposed to interest rate risk through the impact of changes in the rates on interest bearing assets and liabilities. The Group follows a policy of developing banking facilities as considered appropriate to match its investments in Hong Kong, Macau, Mainland China and other countries. The policy also involves close monitoring of interest rate movements and replacing and entering into new banking facilities when favourable pricing opportunities arise.

Interest rate exposures are covered by interest rate swap contracts whenever appropriate.

As the Group has no significant interest bearing assets, other than bank deposits, debt securities and loan receivables, the Group's income and operating cash flows are substantially independent of changes in market interest rates. The interest rate risk of the Group mainly arises from borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. At 31 December 2023, if interest rates on borrowings at variable rates at that date had been 0.5% higher/lower with all other variables held constant, profit (2022: loss) after tax for the year would have been HK\$7,265,000 lower/higher (2022: HK\$37,526,000 higher/lower), mainly as a result of higher/lower interest expense on floating rate borrowings.

At 31 December 2023, if interest rates on bank deposits and debt securities which bear interest at floating rate at that date had been 0.5% higher/lower with all other variables held constant, profit (2022: loss) after tax for the year would have been HK\$791,000 higher/lower (2022: HK\$1,603,000 lower/higher).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)**5.1 Financial risk factors (Continued)****(b) Credit risk**

Credit risk arises from contractual cash flow of debt instruments carried at amortised cost, FVOCI, FVPL, deposits with banks and financial institutions, cash chips of other casinos and loan receivables, as well as credit exposures to customers, including outstanding receivables and committed transactions, and the gaming counterparties. For bank deposits, only banks and financial institutions with sound credit ratings are selected to mitigate the risk. Investment in debt securities are limited to financial institutions and corporations with high quality, and are regularly monitored. The issuance and redemption of cash chips are heavily regulated by the rules and regulation of the Macau Government. Cash chips of other casinos can be redeemed for cash at casinos with sound credit quality to mitigate the risk. Management assesses the credit quality of the casinos taking into account their financial position, past experience and other factors.

The Group has policies and guidelines in place to assess the credit worthiness of customers and gaming counterparties to ensure that credits are made to parties with an appropriate credit history and a good history of performance records. Due to the credit driven nature of the VIP business in the gaming industry and also latest situation of Macau VIP gaming market, the Group is exposed to heightened risk in respect of the recoverability of concentration risk arising from the existing VIP gaming operators. The Group monitors the issuance of credit on an ongoing basis to minimise the exposure to credit risk. The activities of individual credit account are monitored regularly for management to decide if the credit facility should be continued, changed or cancelled. Management regularly evaluates the expected credit losses, trade debtors and contract assets have been grouped based on shared credit risk characteristics and the days past due. See note 25 for details of debtors and further disclosure on credit risks.

The maximum exposure to credit risk at 31 December 2023 is the unimpaired carrying amounts of respective financial assets.

(c) Liquidity risk

Liquidity risk is the risk that the Group is unable to meet its current obligations when they fall due. The Group measures and monitors its liquidity through the maintenance of prudent ratios regarding the liquidity structure of the overall assets, liabilities, loans and commitments of the Group.

Cash flow forecasting is performed in the operating entities of the Group and aggregated by Group Treasury. Group Treasury monitors rolling forecasts of the Group's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn borrowing facilities at all times so that the Group does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities. Such forecasting takes into consideration the Group's debt financing plans, covenant compliance, compliance with internal balance sheet ratio targets and, if applicable external regulatory or legal requirements (for example, currency restrictions).

Group Treasury invests surplus cash in interest bearing bank deposits and high quality debt securities, choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient head-room as determined by the above-mentioned forecasts.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)

5.1 Financial risk factors (Continued)

(c) Liquidity risk (Continued)

The contractual maturity of the Group for its financial liabilities, drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group is required to pay and include both interest and principal, is set out below.

	Within one year HK\$'000	Between one to two years HK\$'000	Between two to five years HK\$'000	Over five years HK\$'000	Total HK\$'000
At 31 December 2023					
Bank loans	1,455,325	–	–	–	1,455,325
Creditors and accruals (including non-current Macau gaming concession payable, non-current retention payable, non-current deposits and other payables)	10,850,499	368,504	1,596,231	1,711,310	14,526,544
Lease liabilities	87,650	66,748	172,992	634,283	961,673
Amounts due to joint ventures	24,519	–	–	–	24,519
At 31 December 2022					
Bank loans	7,514,791	–	–	–	7,514,791
Creditors and accruals (including non-current retention payable, non-current deposits and other payables)	7,684,896	263,819	330,619	6,868	8,286,202
Lease liabilities	53,411	50,463	69,673	650,858	824,405
Amounts due to joint ventures	6,216	–	–	–	6,216

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)**5.2 Capital risk management**

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group will consider the macro economic conditions, prevailing borrowing rate in the market and adequacy of cash flows generating from operations and may raise funding through capital market or bank borrowings as necessary. The Group may also adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total assets less cash and bank balances. Net debt is calculated as total borrowings (including "current and non-current borrowings" as shown in the consolidated balance sheet) less cash and bank balances. The Group intends to make use of excess funds to improve its capital structure through early repayment of borrowings to achieve finance cost saving in the future.

The Group also monitors the capital in accordance with external regulatory requirements. According to the provisions of the amended Law No. 16/2001, amended by Law No. 7/2022, GCSA is required to have not less than MOP5 billion (approximately HK\$4.85 billion) paid-up capital and, during the term of Gaming Concession Contract, maintain not less than MOP5 billion (approximately HK\$4.85 billion) of net asset value. As at 31 December 2023, the paid-up capital and net asset value of GCSA were both not less than the required amount.

The gearing ratios at 31 December 2023 and 2022 were as follows:

	2023	2022
	HK\$'000	HK\$'000
Total borrowings (note 31)	(1,452,958)	(7,505,246)
Less: cash and bank balances (note 27)	14,500,341	14,011,464
Net cash	13,047,383	6,506,218
Total assets less cash and bank balances	72,715,114	66,949,868
Gearing ratio (note)	n/a	n/a

Note: The Group was in a net cash position as at 31 December 2023 and 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)

5.3 Fair value estimation

The table below analyses financial instruments that are measured in the consolidated balance sheet at fair value, by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following table presents the Group's assets and liabilities that are measured at fair value at 31 December 2023 and 2022:

	Level 1 HK\$'000	Level 2 HK\$'000	Level 3 HK\$'000	Total HK\$'000
At 31 December 2023				
Assets				
Financial asset at fair value through profit or loss				
– Unlisted investment	–	–	–	–
Financial assets at fair value through other comprehensive income				
– Unlisted investment	–	–	3,113	3,113
– Listed investment	4,777,105	–	–	4,777,105
Total	4,777,105	–	3,113	4,780,218

At 31 December 2022

Assets

Financial asset at fair value through profit or loss				
– Unlisted investment	–	–	272,104	272,104
Financial assets at fair value through other comprehensive income				
– Unlisted investment	–	–	3,018	3,018
– Listed investment	4,211,221	–	–	4,211,221
Total	4,211,221	–	275,122	4,486,343

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)**5.3 Fair value estimation (Continued)**

The fair value of financial instruments traded in active markets is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group is the current price within the bid-ask spread which is the most representative of the fair value in the given circumstances. These instruments are included in level 1. Instruments included in level 1 comprise primarily financial assets at fair value through other comprehensive income.

The fair values of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) are determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Specific valuation techniques used to value financial instruments include:

- Quoted market prices or dealer quotes for similar instruments.
- The fair value of interest rate swap is calculated as the present value of the estimated future cash flows based on observable yield curves.
- For investments in unlisted debt instruments without recent transactions, management has established fair values of these instruments by using appropriate valuation techniques. Such valuation techniques may consider original transaction price and take into account relevant developments since the acquisition of the investments and other factor pertinent to the valuation of the investments such as preferential rights of the shares held, market volatility and initial public offering probability, with reference to recent third party transactions of comparable type of instruments and reliable indicative offers from potential buyers. The higher the discount, the lower the fair values of unquoted direct investment. Independent external valuer has been involved in determining the fair value, when appropriate.
- Other techniques, such as discounted cash flow analysis or prices in recent transactions, are used to determine fair value for the remaining financial instruments.

The Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as of the date of the event or change in circumstances that caused the transfer. There were no significant transfers of financial assets between level 1 and level 2 fair value hierarchy classifications.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

5. FINANCIAL RISK MANAGEMENT (Continued)

5.3 Fair value estimation (Continued)

The following table presents the changes in level 3 instruments (note 21 and 22) for the year ended 31 December 2023 and 2022.

	Financial assets at fair value through other comprehensive income		Financial asset at fair value through profit or loss	
	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000
At beginning of the year	3,018	17,876	272,104	–
Additions	–	–	–	479,521
Gain/(loss) recognised in other comprehensive income	95	(14,858)	–	–
Loss recognised in profit and loss	–	–	(272,104)	(205,173)
Exchange translation difference	–	–	–	(2,244)
At end of the year	3,113	3,018	–	272,104
Total unrealised loss for the year included in profit or loss for assets held at the end of the year	–	–	(272,104)	(205,173)

6. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Estimates and judgments used in preparing the consolidated financial statements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are discussed below:

(a) Carrying amount of non-financial assets other than goodwill

The Group tests for possible impairment or reversal of impairment for non-financial assets other than goodwill. The Group performs an assessment of the recoverable amounts of all non-current assets relating to gaming and entertainment operations including related net working capital with a total carrying amount of HK\$60.2 billion. The Group considers these assets are grouped together as one cash-generating unit as it is the smallest group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. The recoverable amount has been determined based on the higher of fair value less cost of disposal and value-in-use. The methodologies are based upon number of significant assumptions, both quantitative and qualitative, including revenue trend, continuing recovery from COVID-19 in 2024 and 2025, cost structure, gaming mix, discount rate, compliance with requirements of gaming concession, successful retention of the gaming concessions in future years and timely completion of development projects. Changes in these estimates could have a significant impact on the recoverable amount of the assets and could result in impairment charge or reversal of impairment in future periods. In addition, a reversal of an impairment loss is only recognised where there is an increase in the estimated service potential of an asset since the date when an entity last recognised an impairment loss for that asset. The determination of whether there is an increase/decrease in services potential of an asset requires significant judgment. Details of accounting policies and accumulated impairment made are set out in note 4.9 and 17.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

6. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS (Continued)**(a) Carrying amount of non-financial assets other than goodwill (Continued)**

Under the land concession for Galaxy Macau™ Phase 4, the Group is required to complete the relevant development of Phase 4 by required deadlines. The Group has continuously communicated with the Macau Government and will apply for extension when deemed necessary. If the Group is unable to meet the required deadlines and the deadlines for either development are not extended, the Group could lose its land concessions for Galaxy Macau™ Phase 4, which would prohibit the Group from operating those facilities developed under the respective land concessions.

(b) Depreciation of right-of-use assets, property, plant and equipment

The management determines the estimated useful lives and residual values for its right-of-use assets, property, plant and equipment. Management will revise the depreciation charge using the straight-line method where useful lives or lease terms are different from previous estimates, or it will write-off or write-down obsolete or non-strategic assets that have been abandoned or sold.

The Group believes that it will be successful in subsequent retention and tendering of the gaming concession in the future upon the expiry of the new Gaming Concession Contract. Such factor has been taken into consideration in determining and estimating the useful lives of the right-of-use assets and property, plant and equipment by management.

(c) Fair value of financial assets at fair value through other comprehensive income

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each balance sheet date. The fair value also reflects the discounted cash flows that could be expected from the ultimate sale after deducting the estimated expenses directly associated with the sale.

(d) Fair value of financial assets at fair value through profit or loss

The fair value of other financial instruments that are not traded in an active market is estimated using other prices observed in recent transactions or valuation techniques when the market price is not readily available. The Group uses its judgement to select a variety of methods and make assumptions that are mainly based on market conditions existing at the end of each reporting period, as detailed in note 5.3.

(e) Share-based payments

The fair value of share options granted is estimated by independent professional valuers based on the various assumptions on volatility, life of options, dividend paid out rate and annual risk-free interest rate, excluding the impact of any non-market vesting conditions, which generally represent the best estimate of the fair value of the share options or share awards at the date of granting.

(f) Taxation

The Group is subject to taxation in Hong Kong, Macau and Mainland China. Significant judgment is required in determining the provision for taxation for each entity in the Group. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities for potential tax exposures based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred taxation provisions in the financial period in which such determination is made.

(g) Loss allowance for debtors

The policy of loss allowance of the Group is based on the evaluation of collectability and ageing analysis of trade and other debtors and on management's judgment. A considerable amount of judgment is required in assessing the ultimate realisation of these receivables, including the risk of default and expected loss rates. The cumulative provision for loss allowance as at 31 December 2023 was HK\$1,152,072,000 (2022: HK\$1,190,116,000). If the financial conditions of counterparties were to deteriorate, resulting in an impairment of their ability to make payments, additional loss allowance might be required.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

7. REVENUE

Revenue recognised during the year are as follows:

	2023 HK\$'000	2022 HK\$'000
Gaming operations		
Net gaming wins	31,713,587	7,319,848
Contributions from City Club Casinos (note a)	-	17,358
Tips received and administrative fees	8,648	7,796
Gross revenue from gaming operations	31,722,235	7,345,002
Less: Commission and incentives	(4,432,367)	(778,390)
Net revenue from gaming operations	27,289,868	6,566,612
Revenue from hotels, mall operations and others (note b)	5,396,313	2,020,493
Sales of construction materials	2,998,072	2,886,688
	35,684,253	11,473,793

Notes:

- (a) In respect of the operations of City Club Casinos (the "City Club Casinos"), the Group entered into agreements (the "Agreements") with third-party service providers for the provision of a steady flow of customers to the City Club Casinos and for procuring and/or introducing customers to these casinos for a term up to 26 June 2022. After analysing the risks and rewards attributable to the Group under the Agreements, the Group entitled to revenue from the City Club Casino amounting to HK\$17,358,000 during the year ended 31 December 2022. Special gaming tax and other related taxes to the Macau Government, and all relevant operating and administrative expenses relating to the operations of the City Club Casinos are not recognised as expenses of the Group in the consolidated financial statements.

Upon expiration of the Agreements, the Group continued the gaming operation of Waldo Casino only and entered into a new agreement with third-party service provider for the period from 27 June 2022 to 31 December 2025. According to the new agreement, the Group maintains control of the gaming operation and therefore recognise the gaming revenue and relevant expenses including special gaming tax, other related taxes to the Macau Government in the consolidated financial statements.

- (b) Revenue from hotels, mall operations and others includes rental income amounted to approximately HK\$1,611 million (2022: HK\$1,114 million).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. SEGMENT INFORMATION

The Board of Directors is responsible for allocating resources, assessing performance of the operating segment and making strategic decisions, based on a measurement of adjusted earnings/(loss) before interest, tax, depreciation, amortisation and certain items (the “Adjusted EBITDA”). This measurement basis of Adjusted EBITDA excludes the effects of non-recurring income and expenditure from the operating segments, such as pre-opening expenses, donation and sponsorship, foreign exchange gain or loss, fair value change on financial assets at fair value through profit or loss, gain or loss on disposal and write-off of property, plant and equipment, intangible assets and subsidiaries, and impairment charge when the impairment is the result of an isolated, non-recurring event. The Adjusted EBITDA also excludes taxation of joint ventures and associated companies, the effects of share option expenses and share award expenses.

In accordance with the internal financial reporting and operating activities of the Group, the reportable segments are the gaming and entertainment segment and the construction materials segment. Corporate and treasury management represents corporate level activities including central treasury management and administrative function.

The reportable segments derive their revenue from the operations in casino games of chance or games of other forms, provision of hospitality and related services in Macau, and the manufacture, sale and distribution of construction materials in Hong Kong, Macau and Mainland China.

There are no sales or trading transaction between the operating segments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. SEGMENT INFORMATION (Continued)

	Gaming and entertainment HK\$'000	Construction materials HK\$'000	Corporate and treasury management HK\$'000	Total HK\$'000
Year ended 31 December 2023				
Revenue recognised under HKFRS	32,686,181	2,998,072	–	35,684,253
Adjusted EBITDA including share of results of joint ventures and associated companies	9,417,222	697,579	(159,901)	9,954,900
Interest income and dividend income from listed investments				930,166
Amortisation and depreciation				(2,835,702)
Finance costs				(183,317)
Taxation charge				(102,942)
Adjusted items:				
Taxation of joint ventures and associated companies				(17,597)
Pre-opening expenses				(222,280)
Net gain on disposal and write-off of property, plant and equipment and subsidiary				100,840
Share option expenses				(113,267)
Share award expenses				(138,012)
Donation and sponsorship				(41,357)
Foreign exchange loss				(43,371)
Non-recurring employee benefit expenses				(45,566)
Fair value change on financial assets at fair value through profit or loss				(272,104)
Others				(96,415)
Profit for the year				6,873,976
Share of results of joint ventures and associated companies	32,021	53,087	–	85,108

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. SEGMENT INFORMATION (Continued)

	Gaming and entertainment HK\$'000	Construction materials HK\$'000	Corporate and treasury management HK\$'000	Total HK\$'000
Year ended 31 December 2022				
Reportable segment revenue	8,762,440	2,886,688	–	11,649,128
Adjusted for:				
City Club Casinos arrangement set out in note 7				
Revenue not recognised	(197,513)	–	–	(197,513)
Contributions	17,358	–	–	17,358
Others	4,820	–	–	4,820
Revenue recognised under HKFRS	8,587,105	2,886,688	–	11,473,793
Adjusted EBITDA including share of results of joint ventures and associated companies	(1,001,287)	566,208	(118,238)	(553,317)
Interest income, dividend income from listed investments and gross earnings on finance lease				727,564
Amortisation and depreciation				(2,088,338)
Finance costs				(106,436)
Taxation charge				(95,887)
Adjusted items:				
Taxation of joint ventures and associated companies				(15,033)
Pre-opening expenses				(197,399)
Loss on disposal and write-off of certain property, plant and equipment and intangible assets				(105,816)
Share option expenses				(93,410)
Share award expenses				(87,780)
Donation and sponsorship				(38,336)
Foreign exchange loss				(280,614)
Non-recurring employee benefit expenses				(55,761)
Fair value change on financial assets at fair value through profit or loss				(205,173)
Impairment loss of property plant and equipment included in the share of profits less losses of joint ventures				(173,567)
Others				(78,874)
Loss for the year				(3,448,177)
Share of results of joint ventures and associated companies	(4,532)	(85,110)	–	(89,642)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. SEGMENT INFORMATION (Continued)

	Gaming and entertainment HK\$'000	Construction materials HK\$'000	Corporate and treasury management HK\$'000	Total HK\$'000
As at 31 December 2023				
Total assets	77,918,983	5,996,907	3,299,565	87,215,455
Total assets include:				
Joint ventures	68,669	2,165,736	–	2,234,405
Associated companies	–	2,525	–	2,525
Total liabilities	13,701,957	1,753,641	542,766	15,998,364
As at 31 December 2022				
Total assets	68,596,495	4,903,211	7,461,626	80,961,332
Total assets include:				
Joint ventures	41,424	1,354,654	–	1,396,078
Associated companies	–	2,444	–	2,444
Total liabilities	11,877,672	1,243,833	3,374,462	16,495,967
Year ended 31 December 2023				
Additions to non-current assets	8,996,386	1,243,491	734	10,240,611
Year ended 31 December 2022				
Additions to non-current assets	5,637,122	100,532	–	5,737,654

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

8. SEGMENT INFORMATION (Continued)

Geographical analysis

Year ended 31 December	2023 HK\$'000	2022 HK\$'000
Revenue		
Macau	33,254,050	9,152,339
Hong Kong	2,042,548	1,929,137
Mainland China	387,655	392,317
	35,684,253	11,473,793
	As at 31 December 2023 HK\$'000	As at 31 December 2022 HK\$'000
Non-current assets		
Macau	64,138,519	59,756,591
Hong Kong	735,495	616,485
Mainland China	3,134,189	2,676,067
	68,008,203	63,049,143

As at 31 December 2023, the total of non-current assets, other than financial instruments, located in Macau was HK\$55,206 million (2022: HK\$48,849 million), Hong Kong was HK\$734 million (2022: HK\$615 million) and Mainland China was HK\$3,134 million (2022: HK\$2,404 million).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9. OTHER INCOME/GAINS, NET, PROFIT/(LOSS) BEFORE TAXATION AND OTHER OPERATING EXPENSES

	2023 HK\$'000	2022 HK\$'000
(a) Other income/gains, net		
Interest income		
Bank deposits	589,924	338,294
Financial assets at amortised cost (note 20)	303,185	377,678
Loans to joint ventures (note 26(a))	2,612	1,325
Deferred receivables	905	577
Dividend income from listed investments	33,540	9,576
Gross earnings on finance lease	–	114
Net gain/(loss) on disposal and write-off of property, plant and equipment and subsidiary	100,840	(92,468)
Loss on write-off of intangible assets	–	(13,348)
Foreign exchange loss	(43,371)	(280,614)
Consultancy fee and other non-recurring income	14,886	82,272
Fair value change on financial assets at fair value through profit or loss	(272,104)	(205,173)
Others	59,157	67,129
	789,574	285,362
(b) Profit/(loss) before taxation is stated after charging		
Depreciation		
Property, plant and equipment	2,374,521	1,783,897
Right-of-use assets	158,548	135,949
Amortisation		
Macau gaming concession/gaming licence	270,910	51,567
Computer software	30,034	25,554
Reacquired right	–	43,963
Quarry site development	1,689	1,777
Extension premium of gaming concession (note i)	–	45,631
Short term and low-value asset lease expenses	7,137	7,248
Impairment loss of property, plant and equipment included in the share of profits less losses of joint ventures	–	173,567
Staff costs, including Directors' remuneration (notes ii & iii)	7,202,858	5,730,219
Auditor's remuneration		
Audit services		
Provision for the year	12,633	10,939
Under-provision in prior years	1,485	409
Non-audit services		
Provision for the year	2,297	2,214
Under-provision in prior years	27	86

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

9. OTHER INCOME/GAINS, NET, PROFIT/(LOSS) BEFORE TAXATION AND OTHER OPERATING EXPENSES (Continued)

(b) Profit/(loss) before taxation is stated after charging (Continued)

Notes:

- (i) Extension premium of gaming concession
On 23 June 2022, the Macau Government and the Group entered into the Concession Amendment Contract pursuant to which the gaming concession was extended for a further period up to 31 December 2022. The cost of extension premium of MOP47 million (equivalent to approximately HK\$45.63 million) is amortised on a straight-line basis over the extended period of the gaming concession.
- (ii) Staff costs, including Directors' remuneration
Staff costs are stated after amount capitalised in assets under construction in the aggregate of HK\$234,502,000 (2022: HK\$243,166,000), and include share option expenses and share award expenses of HK\$113,267,000 (2022: HK\$93,410,000) and HK\$138,012,000 (2022: HK\$87,780,000) respectively.
- (iii) Retirement benefit schemes
In Hong Kong, the Group makes monthly contributions to the Mandatory Provident Fund (MPF) Scheme equal to 5% of the relevant income of the employees in compliance with the legislative requirement. In addition, the Group also makes defined top-up contributions to the same scheme or the Occupational Retirement Scheme Ordinance (ORSO) Scheme for employees depending on circumstance. For the top-up schemes, the Group's contributions to the schemes may be reduced by contributions forfeited by those employees who leave the scheme prior to vesting fully in the contributions. The assets of the Schemes are held separately from those of the Group in independently administered funds.

The Group also operates a defined contribution scheme which is a unitised scheme, for eligible employees in Macau. This Pension Fund Scheme is established and managed by an independent management company appointed by the Group. Both the Group and the employees make equal share of monthly contributions to the scheme.

Employees in Mainland China participate in various pension plans organised by the relevant municipal and provincial governments under which the Group is required to make monthly defined contributions to these plans at rates ranging from 14% to 16%, dependent upon the applicable local regulations. The Group has no other obligations for the payment of pension and other post-retirement benefits of employees other than the above payments.

The costs of the retirement benefit schemes charged to the consolidated income statement during the year comprise contributions to the schemes of HK\$236,168,000 (2022: HK\$235,603,000), after deducting forfeitures of HK\$17,706,000 (2022: HK\$19,069,000), leaving HK\$2,297,000 (2022: HK\$297,000) available to reduce future contributions.

	2023 HK\$'000	2022 HK\$'000
(c) Other operating expenses		
Utilities and rentals	765,409	593,354
Advertising and promotion	1,918,216	308,199
Repair and maintenance	437,065	352,698
Operating supplies and consumables	621,300	246,242
Food and beverage costs	376,335	225,422
Other support services	223,196	144,577
Distribution costs	284,489	313,420
Subcontracting charges	70,609	138,052
Reversal of provision for loss allowance, net	(28,224)	(1,312)
Other expenses	658,450	341,605
	5,326,845	2,662,257

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10. BENEFITS AND INTERESTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS

(a) Directors' emoluments

	(note iii)					2023 Total HK\$'000
	Directors' fees (note i) HK\$'000	Salary, allowance and benefit in kind (note iv) HK\$'000	Discretionary bonuses (note v) HK\$'000	Retirement benefit scheme contributions HK\$'000	Estimated money value of other benefits (note ii) HK\$'000	
Executive Directors						
Dr. Lui Che Woo	430	10,257	17,255	586	27,533	56,061
Mr. Francis Lui Yiu Tung	670	15,261	24,413	829	38,663	79,836
Mr. Joseph Chee Ying Keung	390	4,734	350	437	3,898	9,809
Mrs. Paddy Tang Lui Wai Yu	390	2,482	-	124	1,450	4,446
	1,880	32,734	42,018	1,976	71,544	150,152
Non-executive Directors						
Mr. James Ross Ancell	685	-	-	-	-	685
Dr. William Yip Shue Lam	780	-	-	-	-	780
Professor Patrick Wong Lung Tak	815	-	-	-	-	815
Dr. Charles Cheung Wai Bun	645	-	-	-	-	645
Mr. Michael Victor Mecca	390	-	-	-	-	390
	3,315	-	-	-	-	3,315
Total 2023	5,195	32,734	42,018	1,976	71,544	153,467

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10. BENEFITS AND INTERESTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS (Continued)
(a) Directors' emoluments (Continued)

	(note iii)					2022 Total HK\$'000
	Directors' fees HK\$'000	Salary, allowance and benefit in kind (note iv) HK\$'000	Discretionary bonuses HK\$'000	Retirement benefit scheme contributions HK\$'000	Estimated money value of other benefits (note ii) HK\$'000	
Executive Directors						
Dr. Lui Che Woo	430	5,861	4,884	586	25,336	37,097
Mr. Francis Lui Yiu Tung	670	11,322	6,910	829	35,754	55,485
Mr. Joseph Chee Ying Keung	390	4,627	900	427	1,636	7,980
Mrs. Paddy Tang Lui Wai Yu	390	2,482	–	124	1,335	4,331
	1,880	24,292	12,694	1,966	64,061	104,893
Non-executive Directors						
Mr. James Ross Ancell	685	–	–	–	–	685
Dr. William Yip Shue Lam	780	–	–	–	–	780
Professor Patrick Wong Lung Tak	815	–	–	–	–	815
Dr. Charles Cheung Wai Bun	645	–	–	–	–	645
Mr. Michael Victor Mecca	390	–	–	–	–	390
	3,315	–	–	–	–	3,315
Total 2022	5,195	24,292	12,694	1,966	64,061	108,208

Notes:

- (i) The amounts represented emoluments paid or payable in respect of a person's services as a director of the Company undertaking for 2022.
- (ii) Other benefits represent share options and share awards. The value of the share options and share awards granted to the Directors under the share option schemes and share award schemes of the Company represents the fair value of these options and awards charged to the consolidated income statement for the year according to their vesting periods.
- (iii) The amounts represented emoluments paid or payable in respect of a person's other services in connection with the management of the affairs of the Company or its subsidiary undertakings.
- (iv) There were arrangements and which Dr. Lui Che Woo and Mr. Francis Lui Yiu Tung agreed to waive 50% of their salaries from 1 January 2022 to 31 March 2023.
- (v) The discretionary bonuses paid in 2023 were in relation to performance and services for 2022.

Save as disclosed above, there was no other arrangement under which a Director waived or agreed to waive any emoluments during the current and prior years.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

10. BENEFITS AND INTERESTS OF DIRECTORS AND FIVE HIGHEST PAID INDIVIDUALS (Continued)

(b) Directors material interests in transactions, arrangements or contracts

No significant transactions, arrangements and contracts in relation to the Group's business to which the Company was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

(c) Five highest paid individuals

The five individuals whose emoluments were the highest in the Group for the year include two (2022: two) Directors whose emoluments are reflected in note (a) above. The emoluments of the remaining three individuals (2022: three) are as follows:

	2023	2022
	HK\$'000	HK\$'000
Salaries and other emoluments	29,182	27,036
Discretionary bonuses	12,632	11,198
Retirement benefits	786	788
Share options and share awards (note 29)	34,910	25,793
	77,510	64,815

The emoluments of these individuals fell within the following bands:

	Number of individuals	
	2023	2022
HK\$17,500,001 – HK\$18,000,000	–	1
HK\$20,500,001 – HK\$21,000,000	2	–
HK\$21,000,001 – HK\$21,500,000	–	1
HK\$25,500,001 – HK\$26,000,000	–	1
HK\$36,000,001 – HK\$36,500,000	1	–
	3	3

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

11. FINANCE COSTS

	2023	2022
	HK\$'000	HK\$'000
Interest expenses		
Bank loans and overdrafts	124,478	106,736
Lease liabilities	21,736	16,468
Liability – Macau gaming concession	169,711	–
Other borrowing costs	1,497	2,535
	317,422	125,739
Amount capitalised in assets under construction (note 15)	(134,105)	(19,303)
	183,317	106,436

12. TAXATION CHARGE

	2023	2022
	HK\$'000	HK\$'000
Current taxation		
Hong Kong profits tax	66,473	30,615
Mainland China income tax and withholding tax	13,567	22,830
Macau complementary tax	26,776	19,603
Net (over)/under-provision in prior years	(850)	24,533
Lump sum in lieu of Macau complementary tax on dividend	53,913	36,408
Deferred taxation (note 32)	(56,937)	(38,102)
Taxation charge	102,942	95,887

Hong Kong profits tax has been provided at the rate of 16.5% (2022: 16.5%) on the estimated assessable profits for the year after setting off available taxation losses brought forward. Taxation assessable on profits generated outside Hong Kong has been provided at the rates of taxation prevailing in the areas in which those profits arose, these rates range from 12% to 25% (2022: 12% to 25%). The weighted average applicable tax rate was 12% (2022: 12%).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

12. TAXATION CHARGE (Continued)

The taxation on the profit/(loss) before taxation of the Group differs from the theoretical amount that would arise using the applicable taxation rate being the weighted average of rates prevailing in the countries in which the Group operates, is as follows:

	2023	2022
	HK\$'000	HK\$'000
Profit/(loss) before taxation	6,976,918	(3,352,290)
Share of profits less losses of Joint ventures	(85,027)	89,806
Associated companies	(81)	(164)
	6,891,810	(3,262,648)
Tax calculated at applicable tax rate	840,238	(414,564)
Income not subject to tax	(78,970)	(50,990)
Profit exempted from Macau Complementary Tax (note a)	(1,064,617)	–
Expenses not deductible for tax purpose	117,545	98,912
Utilisation of previously unrecognised tax losses	(2,130)	(3,825)
Tax losses not recognised	259,727	412,373
Net (over)/under-provision in prior years	(850)	24,533
Mainland China withholding tax	(21,914)	(6,960)
Lump sum in lieu of Macau complementary tax on dividend (note b)	53,913	36,408
Taxation charge	102,942	95,887

Notes:

- (a) Pursuant to the Despatch No. 193/2018 issued by the Chief Executive of the Macau Government on 20 August 2018, the Group is exempted from Macau Complementary Tax on its gaming activities effective from the 2019 year of assessment till 26 June 2022. Further pursuant to the Despatch No. 178/2022 issued by the Chief Executive of the Macau Government on 1 September 2022, the Group is exempted from Macau Complementary Tax on its gaming activities effective from 27 June 2022 to 31 December 2022. Furthermore, pursuant to the Despatch No. 19/2024 issued by the Chief Executive of the Macau Government on 29 January 2024, the Group is exempted from Macau Complementary Tax on its gaming activities for five years effective from the 2023 year of assessment till year 2027.
- (b) In August 2019, GCSA, the Company's principal subsidiary, entered into a Shareholder Dividend Tax Agreement with the Macau Government. The agreement provided for an annual fixed payment in lieu of Macau Complementary Tax otherwise due by the GCSA's shareholders on dividend distributions to them from gaming profits, effective from 1 January 2019 through 26 June 2022 to correspond to the Macau Complementary Tax exemption on its gaming activities. In December 2022, GCSA entered into another Shareholder Dividend Tax Agreement with the Macau Government for an extension of the agreement to 31 December 2022 to correspond to the Macau Complementary Tax exemption on its gaming activities. In February 2024, GCSA entered into a Shareholder Dividend Tax Agreement with the Macau Government. The agreement provided for an annual payment, which is calculated on a percentage of the net gaming wins, in lieu of Macau Complementary Tax otherwise due by the GCSA's shareholders on dividend distributions to them from gaming profits, effective from 1 January 2023 through 31 December 2025. The Company will assess the timing of an application with the Macau Government for an extension of the Shareholder Dividend Tax Agreement.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

13. EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per share is calculated by dividing the profit/(loss) attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

Diluted earnings/(loss) per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Company has two categories of dilutive potential ordinary shares: share options and share awards. For the share options, a calculation was done to determine the number of shares that could have been acquired at fair value (determined as the average annual market share price of the Company's shares) based on the monetary value of the subscription rights attached to outstanding share options. The calculation of number of shares was compared with the number of shares that would have been issued from the share options and the share awards, the dilutive effect of the share award scheme was assumed if the awarded shares were issued by new shares, unless restricted under the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited (the "Listing Rules"). For the year ended 31 December 2023, the Company had outstanding share options and share awards that would potentially dilute the earnings per share. For the year ended 31 December 2022, the diluted loss per share equals to the basic loss per share since the conversion of the outstanding share options and share awards would not have a dilutive effect on the loss per share.

The calculation of basic and diluted earnings/(loss) per share for the year is based on the following:

	2023	2022
	HK\$'000	HK\$'000
Profit/(loss) attributable to equity holders of the Company	6,827,956	(3,433,770)
	Number of shares	
	2023	2022
Weighted average number of shares for calculating basic earnings/(loss) per share	4,370,581,724	4,362,354,183
Effect of dilutive potential ordinary shares		
Share options	537,253	–
Share awards	617,358	–
Weighted average number of shares for calculating diluted earnings/(loss) per share	4,371,736,335	4,362,354,183

14. DIVIDENDS

	2023	2022
	HK\$'000	HK\$'000
Special dividend paid of HK\$0.20 (2022: HK\$0.30) per ordinary share	873,783	1,307,566

The Board of Directors does not declare any final dividend for the year ended 31 December 2023 (2022: nil).

Details of the special dividend declared subsequent to the year-end are given in note 41.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

15. PROPERTY, PLANT AND EQUIPMENT

	Buildings HK\$'000	Leasehold improvements HK\$'000	Plant and machinery HK\$'000	Gaming equipment and other assets (note a) HK\$'000	Assets under construction HK\$'000	Total HK\$'000
Cost						
At 31 December 2022	22,899,278	847,447	9,702,167	11,628,882	25,566,388	70,644,162
Exchange differences	(8,713)	(34)	(15,553)	(448)	(532)	(25,280)
Additions	387,800	3,381	445,521	418,310	4,953,159	6,208,171
Transfer/reclassification	10,178,013	29,778	2,505,862	3,356,637	(16,070,290)	-
Disposals/write-off	(91,342)	(535)	(323,345)	(182,943)	-	(598,165)
At 31 December 2023	33,365,036	880,037	12,314,652	15,220,438	14,448,725	76,228,888
Accumulated depreciation and impairment						
At 31 December 2022	7,128,169	664,167	6,858,514	10,451,017	-	25,101,867
Exchange differences	(2,390)	(37)	(3,403)	(294)	-	(6,124)
Charge for the year	839,276	44,183	656,953	834,109	-	2,374,521
Disposals/write-off	(84,861)	(340)	(314,095)	(155,148)	-	(554,444)
At 31 December 2023	7,880,194	707,973	7,197,969	11,129,684	-	26,915,820
Net book value						
At 31 December 2023	25,484,842	172,064	5,116,683	4,090,754	14,448,725	49,313,068

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

15. PROPERTY, PLANT AND EQUIPMENT (Continued)

	Buildings HK\$'000	Leasehold improvements HK\$'000	Plant and machinery HK\$'000	Gaming equipment and other assets (note a) HK\$'000	Assets under construction HK\$'000	Total HK\$'000
Cost						
At 31 December 2021	22,849,793	668,389	10,060,517	11,837,401	20,361,314	65,777,414
Exchange differences	(47,462)	(211)	(107,045)	(2,830)	(3,341)	(160,889)
Additions	39,249	179,700	82,155	157,211	5,333,808	5,792,123
Transfer/reclassification	77,000	332	54,793	(6,732)	(125,393)	-
Disposals/write-off	(19,302)	(763)	(388,253)	(356,168)	-	(764,486)
At 31 December 2022	22,899,278	847,447	9,702,167	11,628,882	25,566,388	70,644,162
Accumulated depreciation and impairment						
At 31 December 2021	6,428,453	617,873	6,719,931	10,229,729	-	23,995,986
Exchange differences	(13,283)	(211)	(52,765)	(1,719)	-	(67,978)
Charge for the year	717,517	46,680	545,905	473,795	-	1,783,897
Disposals/write-off	(4,518)	(175)	(354,557)	(250,788)	-	(610,038)
At 31 December 2022	7,128,169	664,167	6,858,514	10,451,017	-	25,101,867
Net book value						
At 31 December 2022	15,771,109	183,280	2,843,653	1,177,865	25,566,388	45,542,295

Notes:

- (a) Other assets comprise barges, furniture and equipment, operating equipment, vessel, aircrafts, and motor vehicles.
- (b) During the year, borrowing costs of HK\$134,105,000 (2022: HK\$19,303,000) were capitalized and included in assets under construction. In 2023, a capitalization rate of 5.1% (2022: 1.9%) was used representing the effective finance costs of the loans used to finance the assets under construction.
- (c) During the year, staff costs of HK\$234,502,000 (2022: HK\$243,166,000) were capitalised and included in assets under construction.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

16. RIGHT-OF-USE ASSETS AND LEASE LIABILITIES

(a) Amounts recognised in the consolidated balance sheet

The consolidated balance sheet shows the following amounts relating to leases:

	2023 HK\$'000	2022 HK\$'000
Right-of-use assets		
Leasehold land and land use rights (note)	4,737,513	4,668,011
Other property, plant and equipment	79,675	119,800
	4,817,188	4,787,811
Lease liabilities		
Current	79,296	49,922
Non-current	548,796	433,063
	628,092	482,985

The Group leases various land, properties and equipment. Rental contracts are typically made for fixed periods of 1 to 50 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor.

Additions to the right-of-use assets during the 2023 financial year were HK\$210,234,000 (2022: HK\$294,000).

Note: The Group received land concessions from Macau Government which have initial terms of 25 years and are renewable at the Group's option, in accordance with Macau law, grants the Group exclusive use of the land. Right-of-use assets for leasehold land and land use right in Macau included a piece of land in Cotai, Macau amounting to HK\$2,787 million (2022: HK\$2,819 million), for which net book value of HK\$1,439 million (2022: HK\$1,215 million) is developed, HK\$1,348 million (2022: HK\$1,604 million) is under development and no land is held for development for specific uses (2022: nil).

(b) Amounts recognised in the consolidated income statement

During the year ended 31 December 2023, the depreciation charges of right-of-use assets for leasehold land and land use rights are HK\$115,636,000 (2022: HK\$89,645,000) and the depreciation charges of right-of-use assets for other property, plant and equipment are HK\$42,912,000 (2022: HK\$46,304,000) (note 9(b)).

During the year ended 31 December 2023, the interest expense of lease liabilities is HK\$21,736,000 (2022: HK\$16,468,000) (note 11).

During the year ended 31 December 2023, the total expenses relating to short-term leases are HK\$7,137,000 (2022: HK\$7,248,000) and the expenses in relation to low-value asset leases are not material (note 9(b)).

During the year ended 31 December 2023, the total cash outflow for leases is HK\$86,598,000 (2022: HK\$63,620,000).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

17. INTANGIBLE ASSETS

	Gaming licence (note a) HK\$'000	Reacquired right (note b) HK\$'000	Macau gaming concession (note c) HK\$'000	Computer software HK\$'000	Total HK\$'000
Cost					
At 31 December 2021	16,887,329	786,700	–	480,555	18,154,584
Exchange difference	–	–	–	(41)	(41)
Additions	–	–	–	14,537	14,537
Disposal/write-off	–	–	–	(45,707)	(45,707)
At 31 December 2022	16,887,329	786,700	–	449,344	18,123,373
Derecognition (note c)	(16,887,329)	(786,700)	–	–	(17,674,029)
Exchange difference	–	–	–	(7)	(7)
Additions	–	–	2,709,103	58,918	2,768,021
Disposal/write-off	–	–	–	(28,401)	(28,401)
At 31 December 2023	–	–	2,709,103	479,854	3,188,957
Accumulated amortisation and impairment					
At 31 December 2021	16,835,762	742,737	–	423,227	18,001,726
Exchange differences	–	–	–	(27)	(27)
Charge for the year	51,567	43,963	–	25,554	121,084
Disposal/Write-off	–	–	–	(32,359)	(32,359)
At 31 December 2022	16,887,329	786,700	–	416,395	18,090,424
Derecognition (note c)	(16,887,329)	(786,700)	–	–	(17,674,029)
Exchange differences	–	–	–	(5)	(5)
Charge for the year	–	–	270,910	30,034	300,944
Disposal/write-off	–	–	–	(28,401)	(28,401)
At 31 December 2023	–	–	270,910	418,023	688,933
Net book value					
At 31 December 2023	–	–	2,438,193	61,831	2,500,024
At 31 December 2022	–	–	–	32,949	32,949

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

17. INTANGIBLE ASSETS (Continued)

Notes:

- (a) Gaming licence represents the fair value of licence acquired on the acquisition of Galaxy Casino, S.A. in 2005 and has been amortised on a straight line basis over the remaining term of the gaming licence which was expired in June 2022. Accumulated amortisation and impairment included an impairment charge made in 2008 amounted to HK\$12,330,305,000.
- (b) Reacquired right represents the right and obligations in regard to the provision of service in the casino at Grand Waldo Hotel pursuant to certain agreements for a term equal to the life of the gaming licence and has been amortised on a straight line basis over the remaining term of the gaming licence which expired in June 2022.
- (c) As at 1 January 2023, the fully amortised gaming license and reacquired right was derecognised by the Group and the Macau gaming concession valid for the period from 1 January 2023 to 31 December 2032 was recognised as intangible assets (details as set out in note 2) and is to be amortised on a straight line basis over the 10-year term of the Gaming Concession Contract.

18. JOINT VENTURES

	2023 HK\$'000	2022 HK\$'000
Share of net assets	2,234,405	1,396,078

- (a) The share of assets, liabilities and results of the joint ventures, which are individually immaterial, attributable to the Group using the equity method is summarised below:

	2023 HK\$'000	2022 HK\$'000
Non-current assets	2,389,047	1,515,142
Current assets	744,555	909,546
Current liabilities	(684,148)	(788,461)
Non-current liabilities	(215,049)	(240,149)
	2,234,405	1,396,078
Income	1,406,163	1,840,455
Expenses	(1,321,136)	(1,930,261)
Share of results for the year	85,027	(89,806)

- (b) Details of the joint ventures are given in note 44(b).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

19. ASSOCIATED COMPANIES

	2023 HK\$'000	2022 HK\$'000
Share of net assets	2,525	2,444

- (a) The share of assets, liabilities and results of the associated companies, which are individually immaterial, attributable to the Group using the equity method is summarised as follows:

	2023 HK\$'000	2022 HK\$'000
Non-current assets	8,692	3,260
Current assets	5,401	4,375
Current liabilities	(11,568)	(113)
Non-current liabilities	-	(5,078)
	2,525	2,444
Income	126	268
Expenses	(45)	(104)
Share of results for the year	81	164

- (b) Details of the principal associated companies are given in note 44(c).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

20. FINANCIAL ASSETS AT AMORTISED COST

	2023 HK\$'000	2022 HK\$'000
Listed debt securities in Hong Kong, at amortised cost (note b)	3,241,393	4,438,333
Listed debt securities in overseas, at amortised cost (note b)	3,545,126	4,580,736
	6,786,519	9,019,069
Less: current portion of financial assets at amortised cost	(2,633,510)	(2,324,512)
	4,153,009	6,694,557

Notes:

- (a) The financial assets at amortised cost represents the Group's investment in listed debt securities issued by large financial institutions and corporations to generate interest income for the Group. The Group intends to hold the assets to maturity to collect contractual cash flows and these cash flows consist solely of payments of principal and interest on the principal amount outstanding.
- (b) As at 31 December 2023 and 2022, the listed debt securities were predominantly denominated in U.S. dollar with weighted average tenor of approximately 1 year (2022: 2 years). Following the maturity of certain listed debt securities in our holding (all of investment grade) in 2023, and without sizeable re-investment of the proceeds in listed debt securities, our listed debt securities investment reduced considerably from HK\$9,019 million as at 31 December 2022 to HK\$6,787 million as at 31 December 2023, of which a significant portion remained in investment grade rated securities.
- (c) As at 31 December 2023 and 2022, the carrying amounts of these listed debt securities approximated their fair values. These financial assets were considered to be of low credit risk and the expected credit loss was immaterial.
- (d) As at 31 December 2023 and 2022, none of the listed debt securities in any individual investee company held by the Group equaled or exceeded 5 percent of the Group's total assets.
- (e) The interest income generated from the above financial assets at amortised cost for the year ended 31 December 2023 amounted to HK\$303 million (2022: HK\$378 million) as disclosed in note 9(a).

21. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2023 HK\$'000	2022 HK\$'000
Unlisted investments in overseas, at fair value (note a)	3,113	3,018
Listed investments in overseas, at fair value (note b)	4,777,105	4,211,221
	4,780,218	4,214,239

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

21. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME (Continued)

Notes:

- (a) Unlisted investments are mainly denominated in Macau Patacas and U.S. dollar.
- (b) As at 31 December 2023, the listed investments in overseas, at fair value included 5.2 million (2022: 5.2 million) listed shares of Wynn Resorts, Limited (“Wynn Resorts”) which represented approximately 4.7% (2022: 4.6%) of the issued share capital of Wynn Resorts. Investment cost was HK\$7.14 billion. The principal businesses of Wynn Resorts are to develop and operate high end hotels and casinos and its shares are listed on the Nasdaq Stock Exchange (stock code: WYNN). This listed investment is denominated in U.S. dollar. The directors of the Group considered that the closing price as at 31 December 2023 and 2022 was the fair value of this listed investment. As of 31 December 2023, fair value of our investment in Wynn Resorts was HK\$3.7 billion (2022: HK\$3.3 billion), representing 4.2% (2022: 4.1%) of the Group’s total asset of HK\$87.2 billion (2022: HK\$80.9 billion). The market value of Wynn Resorts as of 31 December 2023 and 2022, and the performance of the investment during the year ended 31 December 2023 and 2022 are as follows:

	Market value		Unrealised gain/(loss) for the year ended 31 December		Dividend income for the year ended 31 December	
	31 December 2023 HK\$’000	31 December 2022 HK\$’000	2023 HK\$’000	2022 HK\$’000	2023 HK\$’000	2022 HK\$’000
	Wynn Resorts, Limited	3,699,567	3,349,057	350,510	(99,502)	21,339

GEG considers this investment a long term asset and will continue to closely monitor the performance of our passive minority equity investment in Wynn Resorts, which is a globally recognised entertainment corporation with exceptionally high quality assets and significant development pipeline.

22. FINANCIAL ASSET AT FAIR VALUE THROUGH PROFIT OR LOSS

	2023 HK\$’000	2022 HK\$’000
Unlisted investment (note)	–	272,104

Note:

Unlisted investment mainly comprises unlisted preference shares in a private entity established in Cayman Islands and are denominated in U.S. dollar.

23. OTHER NON-CURRENT ASSETS

	2023 HK\$’000	2022 HK\$’000
Deposits paid for property, plant and equipment	94,150	18,968
Deferred expenditure – quarry site development	26,001	27,676
Others	87,615	60,022
	207,766	106,666

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

24. INVENTORIES

	2023	2022
	HK\$'000	HK\$'000
Gaming and entertainment		
Food and beverages	60,176	48,016
Consumables	19,816	16,066
	79,992	64,082
Construction materials		
Aggregates and sand	11,208	18,534
Concrete pipes and piles	10,267	13,505
Slag	1,404	3,523
Cement	44,105	41,568
Spare parts	20,725	21,548
Consumables	54,187	46,235
	141,896	144,913
	221,888	208,995

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25. DEBTORS AND PREPAYMENTS

	2023 HK\$'000	2022 HK\$'000
Trade debtors, net of loss allowance (note a)	705,207	564,298
Other debtors and deposit paid, net of loss allowance (note b)	758,941	377,138
Contract assets (note c)	67,610	83,091
Prepayments	132,283	128,008
	1,664,041	1,152,535

Notes:

- (a) Trade debtors mainly arise from the sales of construction materials and mall operations. The Group has established credit policies which follow local industry standards. The Group normally allows an approved credit period ranging from 30 to 60 days (2022: 30 to 60 days) for customers in Hong Kong, Macau and Mainland China. These are subject to periodic reviews by management. There is no concentration of credit risk with respect to trade debtors as the Group has a large number of customers.

The ageing analysis of trade debtors of the Group based on the invoice dates and net of loss allowance is as follows:

	2023 HK\$'000	2022 HK\$'000
Within one month	396,570	212,266
Two to three months	272,365	276,377
Four to six months	14,917	20,876
Over six months	21,355	54,779
	705,207	564,298

The carrying amounts of trade debtors of the Group are denominated in the following currencies:

	2023 HK\$'000	2022 HK\$'000
Hong Kong dollar	475,608	406,234
Macau Patacas	225,283	154,332
Renminbi	4,316	3,732
	705,207	564,298

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

25. DEBTORS AND PREPAYMENTS (Continued)

Notes: (Continued)

(a) (Continued)

Included in the Group's trade debtors were debtors with a carrying amount of HK\$580,654,000 (2022: HK\$377,116,000) which were not yet due. Debtors with a carrying amount of HK\$124,553,000 (2022: HK\$187,182,000) were past due over their credit terms. The ageing analysis of these trade debtors based on due dates are as follows:

	2023 HK\$'000	2022 HK\$'000
Overdue:		
Within one month	69,402	99,680
Two to three months	27,794	29,125
Four to six months	12,682	33,003
Over six months	14,675	25,374
	124,553	187,182

As at 31 December 2023, cumulative loss allowance for trade debtors of the Group was HK\$186,000 (2022: HK\$300,000). The factors the Group considered in determining whether the trade debtors were impaired are disclosed in note 4.14.

Movements in the loss allowance of trade debtors are as follows:

	2023 HK\$'000	2022 HK\$'000
Balance at 1 January	300	298
Increase in loss allowance	775	388
Reversal of loss allowance	(888)	(379)
Exchange differences	(1)	(7)
Balance at 31 December	186	300

(b) Other debtors and deposit paid, net of loss allowance mainly include interest receivables and advances to customers and gaming counterparties, which are denominated in Hong Kong dollar and U.S. dollar, and repayable on demand. The advances to customers and gaming counterparties are granted with reference to their credit history and business volumes. Such advances are interest free and the Group has the right, pursuant to the relevant credit agreements, to set off the overdue advances with payables due from the Group to these counterparties.

During the year, loss allowance for other debtors and deposits paid of HK\$79,140,000 (2022: HK\$52,932,000) have been provided and HK\$104,937,000 (2022: HK\$54,252,000) have been reversed. As of 31 December 2023, cumulative loss allowance for other debtors of the Group was HK\$1,151,886,000 (2022: HK\$1,189,816,000).

(c) Contract assets primarily relate to the Group's rights to consideration for work completed but not billed. Contract assets are transferred to receivables when the rights become unconditional which usually occurs when the customers are billed.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

26. AMOUNTS DUE FROM/(TO) JOINT VENTURES

	2023 HK\$'000	2022 HK\$'000
Amounts due from joint ventures (note a)	136,638	174,210
Amounts due to joint ventures (note b)	(24,519)	(6,216)

Notes:

- (a) The amounts receivable of HK\$101,556,000 (2022: HK\$138,619,000) are unsecured, interest free and have no fixed terms of repayment. The remaining amounts receivable carry interest at prevailing market rate and are repayable within one year, all of which are unsecured. The amounts receivable are mainly denominated in Hong Kong dollar and Renminbi.

With respect to credit risk arising on amounts due from joint ventures, management regularly assess credit risk for these amounts and reviewing financial information of the joint ventures on a regular basis to minimise credit risk. In addition, the Group monitors the exposure to credit risk in respect of the financial assistance provided to joint ventures through exercising joint control over the relevant activities and reviewing their financial positions on regular basis. The Group exposure to credit risk arising from default of the counterparty is limited as the counterparty has good history of repayment and the Group does not expect to incur a significant loss for uncollected advances to these parties.

- (b) Amounts payable are unsecured, interest free and have no fixed terms of repayment. The amounts payable are mainly denominated in Hong Kong dollar, Renminbi and Macau Patacas.

27. CASH AND CASH EQUIVALENTS AND BANK DEPOSITS

	2023 HK\$'000	2022 HK\$'000
Cash and bank balances	14,500,341	14,011,464
Other cash equivalents – cash chips of other casinos	11,429	11,280
Cash and cash equivalents and other bank deposits	14,511,770	14,022,744
Less: Short-term pledged bank deposits and short-term bank deposits with maturity over three months	(7,316,645)	(298,921)
Less: Bank overdrafts	(595,951)	(228,034)
Cash and cash equivalents	6,599,174	13,495,789
Add: Short-term pledged bank deposits	10,461	298,921
Add: Short-term bank deposits with maturity over three months	7,306,184	–
Add: Bank overdrafts (note 31)	595,951	228,034
Total cash and cash equivalents and bank deposits	14,511,770	14,022,744

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

27. CASH AND CASH EQUIVALENTS AND BANK DEPOSITS (Continued)

The carrying amounts of cash and cash equivalents and bank deposits are denominated in the following currencies:

	2023 HK\$'000	2022 HK\$'000
Hong Kong dollar	6,402,556	1,535,677
Macau Patacas	62,641	4,885,373
Renminbi	705,178	517,572
U.S. dollars	7,340,410	7,082,828
Others	985	1,294
	14,511,770	14,022,744

Cash and short-term deposits of HK\$231 million (2022: HK\$377 million) are held in China and are subject to local exchange control regulations. These local exchange control regulations provide for restrictions on expatriating capital from the country, other than through normal dividends.

The credit quality of cash and cash equivalents and bank deposits of the Group can be assessed by reference to external credit ratings (if available) as follows:

	2023 HK\$'000	2022 HK\$'000
Counterparties with external credit rating (Standard & Poor's or Moody's)		
AA- to AA+	852,924	185,458
A- to A+	12,708,940	13,445,117
BBB	44,826	32,074
Unrated and cash on hand	893,651	348,815
Other cash equivalents – cash chips of other casinos (note)	11,429	11,280
	14,511,770	14,022,744

Note: Represented cash chips of other casinos listed on either the SEHK or New York Stock Exchange, with no defaults in the past.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

28. SHARE CAPITAL AND SHARES HELD FOR SHARE AWARD SCHEME

	Number of ordinary shares	Ordinary shares capital HK\$'000	Shares held for share award schemes HK\$'000	Total HK\$'000
Ordinary shares, issued and fully paid:				
At 31 December 2021 and 1 January 2022	4,359,553,541	23,598,067	(10)	23,598,057
Share award scheme – shares issued to the trustee	1,166,964	12	(12)	–
Share award schemes – shares purchased by the trustee (note a)	–	–	(16,862)	(16,862)
Shares vested pursuant to share award scheme	–	68,034	16,873	84,907
Issue of shares upon exercise of share options	8,191,439	302,051	–	302,051
At 31 December 2022 and 1 January 2023	4,368,911,944	23,968,164	(11)	23,968,153
Share award scheme – shares issued to the trustee	3,894,565	39	(39)	–
Share award scheme – shares purchased by the trustee (note b)	–	–	(25,828)	(25,828)
Share award scheme – sales of shares by the trustee	–	16,516	3	16,519
Shares vested pursuant to share award scheme	–	71,144	25,842	96,986
Issue of shares upon exercise of share options	780,453	47,895	–	47,895
At 31 December 2023	4,373,586,962	24,103,758	(33)	24,103,725

Notes:

- (a) During the year ended 31 December 2022, the trustee of Share Award Scheme 2014 and Share Award Scheme 2021 as defined in note 29(b) purchased on SEHK a total of 206,540 shares and 155,497 shares of the Company for a total consideration of HK\$10.4 million and HK\$6.5 million respectively.
- (b) During the year ended 31 December 2023, the trustee of Share Award Scheme 2021 purchased on SEHK a total of 504,488 shares (2022: 155,497 shares) of the Company for a total consideration of HK\$25.8 million (2022: HK\$6.5 million).
- (c) As at 31 December 2023, a total of 3,284,614 shares (2022: 775,938 shares) of the Company were held by the trustee under the Share Award Scheme 2021. The Share Award Scheme 2014 expired on 21 June 2021 and there were no unvested awards under the scheme, the trustee of the scheme sold 320,216 forfeited shares for the amount of HK\$16.5 million and the sales proceeds were remitted to the Company. The trust of the scheme was terminated in September 2023.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29. EMPLOYEE SHARE-BASED ARRANGEMENTS**(a) Share option scheme**

The Company operates a share option scheme under which options to subscribe for ordinary shares in the Company are granted to selected eligible participants.

At the annual general meeting of the Company held on 22 May 2023, the shareholders of the Company approved the adoption of a new share option scheme (the “Share Option Scheme 2023”) and the share option scheme adopted on 13 May 2021 (the “Share Option Scheme 2021”) was terminated on the same date. All outstanding share options granted under the Share Award Scheme 2021 and previous share option scheme adopted on 22 June 2011 (the “Share Option Scheme 2011”) will continue to be valid and exercisable in accordance with the terms of schemes.

Movements in the number of share options outstanding and their related weighted average exercise price during the year are as follows:

	2023		2022	
	Weighted average exercise price HK\$	Number of share options	Weighted average exercise price HK\$	Number of share options
At beginning of year	49.23	34,477,497	51.13	43,662,658
Granted	43.75	11,194,000	48.65	19,967,380
Exercised	47.24	(780,453)	31.28	(8,191,439)
Replaced	–	–	60.14	(18,791,524)
Lapsed	56.70	(1,121,983)	55.38	(2,169,578)
At end of year	47.67	43,769,061	49.23	34,477,497
Vested at end of year	49.11	20,848,947	49.56	13,905,371

The weighted average share price at the date of exercise for share options exercised during the year was HK\$52.59 (2022: HK\$44.81).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29. EMPLOYEE SHARE-BASED ARRANGEMENTS (Continued)**(a) Share option scheme (Continued)**

The options outstanding at 31 December 2023 have exercise prices ranging from HK\$43.75 to HK\$62.19 (2022: HK\$46.75 to HK\$62.36) with weighted average remaining contractual life of 4.04 years (2022: 4.26 years). Share options outstanding at the end of the year have the following expiry dates and exercise prices:

Exercise period	Exercise price per share HK\$	Number of share options	
		2023	2022
Directors			
26 July 2018 to 25 July 2023	46.95	–	130,000
28 December 2019 to 27 December 2024	48.65	6,656,000	6,656,000
29 September 2021 to 28 September 2026	52.58	200,000	200,000
7 October 2023 to 6 October 2028	48.65	8,395,200	8,395,200
29 December 2024 to 28 December 2029	43.75	3,526,000	–
Employees			
26 July 2018 to 25 July 2023	46.95	–	335,000
27 December 2018 to 26 December 2023	62.36	–	312,000
21 November 2019 to 20 November 2024	46.75	2,933,384	3,187,893
28 December 2019 to 27 December 2024	48.65	1,205,010	1,266,346
30 December 2020 to 29 December 2025	57.70	598,337	906,352
29 September 2021 to 28 September 2026	52.58	994,334	1,064,000
17 June 2022 to 16 June 2027	62.19	555,000	692,526
7 October 2023 to 6 October 2028	48.65	11,037,796	11,332,180
29 December 2024 to 28 December 2029	43.75	7,668,000	–
		43,769,061	34,477,497

The fair value of the options granted on 29 December 2023 is estimated at HK\$13.19 per option based on the Black-Scholes valuation model. The significant inputs into the model was share prices of HK\$43.75 at the date of grant and the exercise price of HK\$43.75, standard deviation of expected share price returns of 40.0% to 41.1%, expected life of options of 3.5 to 4.5 years, expected dividend paid out rate of 2% and annual risk-free interest rate of 2.944% to 3.019%. The volatility measured at the standard deviation of expected share price returns is based on the historical share price movement of the Company in the relevant periods matching expected time to exercise prior to the dates of grant. Changes in the subjective input assumptions could materially affect the fair value estimate.

(b) Share award scheme

The Group has adopted a share award scheme as part of a long term incentive arrangement to attract and retain the best quality personnel for the benefits of the Group and its subsidiaries. The Group may, from time to time, at their absolute discretion select any eligible personnel for participation in the share award scheme and determine the terms and conditions of the awards and the number of shares to be awarded.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

29. EMPLOYEE SHARE-BASED ARRANGEMENTS (Continued)**(b) Share award scheme (Continued)**

At the annual general meeting of the Company held on 22 May 2023, the shareholders of the Company approved the adoption of a new share award scheme (the “Share Award Scheme 2023”) and the share award scheme adopted on 13 May 2021 (the “Share Award Scheme 2021”) was suspended on the same date. All outstanding share awards granted under Share Award Scheme 2021 shall remain unvested and will continue to be valid until vested or lapsed in accordance with the terms of the scheme.

The share award scheme adopted by the Company on 4 August 2014 (the “Share Award Scheme 2014”) expired on 21 June 2021. As there were no unvested awards under the scheme, the trustee of the scheme sold 320,216 forfeited shares due to lapse of awards in August 2023 for the amount of HK\$16.5 million and remit the sales proceeds together with the cash remaining in the trust to the Company. The trust of the scheme was terminated in September 2023.

Pursuant to the share award schemes, existing shares may be acquired by the independent trustee (the “Trustee”) at the cost of the Company (for Share Award Scheme 2021 only) and/or new shares may be allotted and issued to the Trustee under general mandate granted by the shareholders. Such shares will be held in trust for the award holders until the vesting criteria and conditions have been satisfied. As of 31 December 2023, 3,284,614 shares (2022: 775,938 shares) of the Company were held by the Trustee for the Share Award Scheme 2021. The Company has not allotted shares to the Trustee in respect of the Share Award Scheme 2023 as no Trustee has been appointed for the scheme during the year.

The maximum number of shares that could be issued and to be issued upon exercise of options (whether exercised or outstanding) under the Share Option Scheme 2023 and other incentive grants, including all awards (whether the awards are vested or not) under the Share Award Scheme 2023 in any 12-month period granted to each participant must not exceed 1% of the aggregate number of shares in issue.

Movements in the number of shares held for the Share Award Scheme 2023 and Share Award Scheme 2021 and awarded shares for the year are as follows:

	2023		2022	
	Weighted average fair value per share HK\$	Number of share awards	Weighted average fair value per share HK\$	Number of share awards
At beginning of year	50.01	6,164,992	59.19	2,656,797
Granted (note)	43.08	3,036,900	47.85	5,174,060
Vested	51.31	(1,890,377)	57.97	(1,464,666)
Lapsed	52.41	(71,273)	57.85	(201,199)
At end of year	46.74	7,240,242	50.01	6,164,992

Note:

During the year ended 31 December 2023, 1,064,200 (2022: 935,430), 89,500 (2022: 195,380) and 1,883,200 (2022: 4,043,250) share awards were granted under the Share Award Scheme 2023 (2022: under the Share Award Scheme 2021) to the Directors of the Company and their associates and the employees of the Group respectively.

The fair value of the awarded shares was calculated based on the market price of the Company’s shares at the respective grant date. The expected dividends during the vesting period have taken into account when assessing the fair value of these awarded shares.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

30. RESERVES

	Legal reserve (note) HK\$'000	Investment reserve HK\$'000	Share option reserve HK\$'000	Share award reserve HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1 January 2023	231,055	(3,237,498)	506,588	75,450	(97,010)	42,467,198	39,945,783
Profit for the year	-	-	-	-	-	6,827,956	6,827,956
Other comprehensive income/(loss)							
Change in fair value of financial assets at fair value through other comprehensive income	-	538,319	-	-	-	-	538,319
Translation differences of subsidiaries	-	-	-	-	(7,382)	-	(7,382)
Share of translation differences of joint ventures	-	-	-	-	(11,129)	-	(11,129)
Total other comprehensive income/(loss), net of tax	-	538,319	-	-	(18,511)	-	519,808
Total comprehensive income/(loss) for the year	-	538,319	-	-	(18,511)	6,827,956	7,347,764
Transactions with equity holders							
Acquisition of non-controlling interest	-	-	-	-	-	92,417	92,417
Shares vested pursuant to share award scheme	-	-	-	(96,986)	-	-	(96,986)
Issue of shares upon exercise of share options	-	-	(11,027)	-	-	-	(11,027)
Fair value of share awards granted	-	-	-	138,012	-	-	138,012
Fair value of share options granted	-	-	113,267	-	-	-	113,267
Share options lapsed	-	-	(53,297)	-	-	53,297	-
Special dividends (note 14)	-	-	-	-	-	(873,783)	(873,783)
At 31 December 2023	231,055	(2,699,179)	555,531	116,476	(115,521)	48,567,085	46,655,447

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

30. RESERVES (Continued)

	Legal reserve (note) HK\$'000	Investment reserve HK\$'000	Share option reserve HK\$'000	Share award reserve HK\$'000	Exchange reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1 January 2022	231,055	(3,267,580)	467,762	72,577	123,035	47,199,773	44,826,622
Loss for the year	-	-	-	-	-	(3,433,770)	(3,433,770)
Other comprehensive income/(loss)							
Change in fair value of financial assets at fair value through other comprehensive income	-	30,082	-	-	-	-	30,082
Translation differences of subsidiaries	-	-	-	-	(84,268)	-	(84,268)
Share of translation differences of joint ventures	-	-	-	-	(135,777)	-	(135,777)
Total other comprehensive income/ (loss), net of tax	-	30,082	-	-	(220,045)	-	(189,963)
Total comprehensive income/(loss) for the year	-	30,082	-	-	(220,045)	(3,433,770)	(3,623,733)
Transactions with equity holders							
Shares vested pursuant to share award scheme	-	-	-	(84,907)	-	-	(84,907)
Issue of shares upon exercise of share options	-	-	(45,823)	-	-	-	(45,823)
Fair value of share awards granted	-	-	-	87,780	-	-	87,780
Fair value of share options granted	-	-	93,410	-	-	-	93,410
Share options lapsed	-	-	(8,761)	-	-	8,761	-
Special dividends (note 14)	-	-	-	-	-	(1,307,566)	(1,307,566)
At 31 December 2022	231,055	(3,237,498)	506,588	75,450	(97,010)	42,467,198	39,945,783

Note:

A subsidiary of the Group, incorporated in Macau and limited by shares, is required under the Macau Commercial Code No. 432 to set aside a minimum of 10% of this subsidiary's profit after taxation to the legal reserve until the balance of the reserve reaches a level equivalent to 25% of the subsidiary's capital. At 31 December 2021, the legal reserve reached 25% of the subsidiary's share capital. Legal reserve is not distributable. On 5 December 2022, the shareholders of such subsidiary resolved to increase the share capital from MOP951,900,000 (approximately HK\$924,175,000) to MOP5,000,000,000 (approximately HK\$4,854,369,000). The subsidiary recognised loss for the year ended 31 December 2022 and no additional legal reserve is required to be set aside by the subsidiary during 2023, and an amount of HK\$882,659,000 will be transferred from retained earnings to the legal reserve upon approval by the shareholders of this subsidiary at the next annual general meeting.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31. BORROWINGS

	2023 HK\$'000	2022 HK\$'000
Bank loan – unsecured	857,007	7,277,212
Bank overdrafts	595,951	228,034
Total borrowings	1,452,958	7,505,246
Short-term bank loans and bank overdrafts	(1,452,958)	(7,505,246)
Non-current portion of borrowings	–	–

Notes:

(a) The bank loans and bank overdrafts are repayable as follows:

	2023 HK\$'000	2022 HK\$'000
Within one year	1,452,958	7,505,246

(b) Effective interest rates at balance sheet date are as follows:

	2023				2022			
	HK\$	EUR	RMB	MOP	HK\$	EUR	RMB	MOP
Bank loans	3.9%	4.4%	3.0%	–	4.8%	2.0%	3.8%	5.3%

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31. BORROWINGS (Continued)

Notes: (Continued)

- (c) The exposure of the Group's bank loans and bank overdrafts to interest rate changes and the contractual repricing dates or maturity (whichever is earlier) are as follows:

	2023 HK\$'000	2022 HK\$'000
Six months or less	1,452,958	7,505,246

- (d) The carrying amount and fair value of the borrowings are as follows:

	Carrying amount		Fair value	
	2023 HK\$'000	2022 HK\$'000	2023 HK\$'000	2022 HK\$'000
Bank loans and bank overdrafts	1,452,958	7,505,246	1,452,958	7,505,246

The fair value of the borrowings is calculated using cash flows discounted at prevailing borrowing rates or based on quoted market price. The carrying amounts of other current borrowings approximate their fair value. All borrowings are within level 2 of the fair value hierarchy.

- (e) The carrying amounts of borrowings are denominated in the following currencies:

	2023 HK\$'000	2022 HK\$'000
Hong Kong dollar	595,951	6,188,034
Macau Patacas	–	900,000
Euro	365,517	354,286
Renminbi	491,490	62,926
	1,452,958	7,505,246

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

32. DEFERRED TAXATION LIABILITIES

	2023 HK\$'000	2022 HK\$'000
At beginning of the year	167,312	205,414
Credited to income statement	(56,937)	(38,102)
At end of the year	110,375	167,312

Current taxation assets and liabilities, deferred taxation assets and liabilities are offset when there is a legal right to set off current taxation assets with current taxation liabilities and when the deferred taxation relates to the same authority, respectively. The above liabilities shown in the consolidated balance sheet are determined after appropriate offsetting of the relevant amounts.

Deferred taxation is calculated in full on temporary differences under the liability method using applicable tax rates prevailing in the countries in which the Group operates. Movements on the deferred taxation liabilities are as follows:

	Depreciation allowance HK\$'000	Withholding tax on undistributed profit and others HK\$'000	Fair value adjustments HK\$'000	Total HK\$'000
At 31 December 2021	26,393	83,497	95,524	205,414
Credited to income statement	(13,589)	(21,037)	(3,476)	(38,102)
At 31 December 2022	12,804	62,460	92,048	167,312
Credited to income statement	(6,450)	(47,011)	(3,476)	(56,937)
At 31 December 2023	6,354	15,449	88,572	110,375

Deferred taxation assets of HK\$710,388,000 (2022: HK\$991,977,000) arising from unused tax losses and other temporary differences totalling of HK\$5,812,897,000 (2022: HK\$7,616,914,000) have not been recognised in the consolidated financial statements. Unused tax losses of HK\$92,574,000 (2022: HK\$96,736,000) have no expiry date and the remaining balance will expire at various dates up to and including 2028 (2022: 2027). The majority of unused tax losses arise from hotel operations which are regarded as a supporting function of the Group's gaming activities. These tax losses can be carried forward for 3 years before expiry. No significant taxable profit is expected to be generated from the hotel operations within this period, hence no deferred taxation asset is recognised in the consolidated financial statements. Majority of deferred income tax liabilities are to be recovered after twelve months.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

33. CREDITORS AND ACCRUALS

	2023 HK\$'000	2022 HK\$'000
Trade creditors (note a)	2,769,312	2,263,124
Other creditors (note b)	5,442,959	3,791,511
Chips issued	603,890	273,151
Loans from non-controlling interests (note c)	76,274	76,699
Accruals and provision	1,988,809	1,285,108
	10,881,244	7,689,593

Notes:

- (a) The ageing analysis of trade creditors of the Group based on the invoice dates is as follows:

	2023 HK\$'000	2022 HK\$'000
Within one month	2,549,628	2,033,906
Two to three months	70,314	53,070
Four to six months	49,933	31,860
Over six months	99,437	144,288
	2,769,312	2,263,124

The carrying amounts of trade creditors of the Group are denominated in the following currencies:

	2023 HK\$'000	2022 HK\$'000
Hong Kong dollar	2,170,531	1,896,392
Macau Patacas	470,977	151,417
Renminbi	121,549	212,275
Other	6,255	3,040
	2,769,312	2,263,124

- (b) Other creditors mainly represented gaming tax payable to the Macau Government and construction payable to contractors.
- (c) The loans payable of HK\$40,814,000 (2022: HK\$41,198,000) are unsecured, bear interest at prevailing market rate and repayable within twelve months. The remaining are unsecured, interest free and have no fixed terms of repayment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

34. NOTES TO CONSOLIDATED CASH FLOW STATEMENT

(a) Reconciliation of profit/(loss) before taxation to cash generated from/(used in) operations

	2023 HK\$'000	2022 HK\$'000
Profit/(loss) before taxation	6,976,918	(3,352,290)
Finance costs	183,317	106,436
Share of profits less losses of joint ventures and associated companies	(85,108)	89,642
Depreciation and amortisation	2,835,702	2,088,338
Net (gain)/loss on disposal and write-off of property, plant and equipment and subsidiary	(100,840)	92,468
Loss on write-off of intangible assets	–	13,348
Interest income	(896,626)	(717,874)
Fair value change on financial assets at fair value through profit or loss	272,104	205,173
Gross earnings on finance lease	–	(114)
Dividend from listed investment	(33,540)	(9,576)
Fair value of share options granted	113,267	93,410
Fair value of share awards granted	138,012	87,780
Operating profit/(loss) before working capital changes	9,403,206	(1,303,259)
Increase in inventories	(19,561)	(12,538)
(Increase)/decrease in debtors and prepayments	(419,389)	46,288
Increase/(decrease) in creditors and accruals	2,662,022	(1,559,367)
Increase/(decrease) in amounts due to joint ventures	18,303	(25,196)
Decrease/(increase) in amounts due from joint ventures	18,585	(28,775)
Cash generated from/(used in) operations	11,663,166	(2,882,847)

(b) Purchase of property, plant and equipment

In the consolidated cash flow statement, purchase of property, plant and equipment comprise additions of the year and settlement of related payables in prior year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

34. NOTES TO CONSOLIDATED CASH FLOW STATEMENT (Continued)

(c) The reconciliation of liabilities arising from financing activities is as follows:

	Macau Gaming Concession payable	Borrowings (excluding bank overdrafts)	Lease liabilities	Interest payable	Total
	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
As of 31 December 2021	–	6,386,231	482,873	11,775	6,880,879
Cash flows					
– new bank loans	–	11,077,148	–	–	11,077,148
– repayment of bank loans	–	(9,938,568)	–	–	(9,938,568)
– interest paid	–	–	–	(109,008)	(109,008)
– principal and interest elements of lease payments	–	–	(56,365)	–	(56,365)
Non-cash changes					
– translation differences	–	(19,565)	(3,514)	–	(23,079)
– new leases entered/lease modified	–	–	43,523	–	43,523
– finance cost	–	–	16,468	109,271	125,739
– bank overdrafts	–	(228,034)	–	–	(228,034)
As of 31 December 2022	–	7,277,212	482,985	12,038	7,772,235
Cash flows					
– new bank loans	–	2,876,263	–	–	2,876,263
– repayment of bank loans	–	(9,307,699)	–	–	(9,307,699)
– interest paid	–	–	–	(137,385)	(137,385)
– principal and interest elements of lease payments	–	–	(79,461)	–	(79,461)
– principal and interest elements of Macau gaming concession payment	(267,948)	–	–	–	(267,948)
Non-cash changes					
– translation differences	–	11,231	(458)	–	10,773
– new leases entered/lease modified	–	–	204,012	–	204,012
– recognition of Macau gaming concession payable	2,709,103	–	–	–	2,709,103
– disposal of subsidiary	–	–	(722)	–	(722)
– finance cost	169,711	–	21,736	125,975	317,422
As of 31 December 2023	2,610,866	857,007	628,092	628	4,096,593

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

34. NOTES TO CONSOLIDATED CASH FLOW STATEMENT (Continued)

- (d)** During the year, in the consolidated cash flow statement, the Group has reclassified the cash flows of interest paid from operating activities to financing activities to better reflect the nature of the transactions. The respective comparative figures have been reclassified to conform with the presentation.

35. NON-CURRENT DEPOSITS, OTHER PAYABLES AND RETENTION PAYABLE

	2023 HK\$'000	2022 HK\$'000
Non-current deposits received and other payables (note a)	176,267	167,597
Retention Payable (note b)	288,092	429,012

Notes:

- (a) Non-current deposits received and other payables mainly represent deposits from tenants with remaining contract terms of over one year.
- (b) Retention payables to contractors are settled in accordance with the terms of the respective contracts and the payables are classified as non-current liabilities if they are expected to be settled in more than 12 months from the end of the reporting year.

36. CAPITAL COMMITMENTS

	2023 HK\$'000	2022 HK\$'000
Contracted but not provided for – Property, plant and equipment	7,705,157	10,905,718

37. OPERATING LEASE COMMITMENTS

The Group lease various office, warehouses and equipment under non-cancellable operating leases expiring within 1 year to 29 years. The leases have varying terms, escalation clauses and renewal rights. On renewal, all terms and conditions of the leases are renegotiated.

The Group has recognised right-of-use assets for these leases, except for short-term and low-value asset leases, see note 16.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

38. OPERATING LEASE RENTAL RECEIVABLES

The future aggregate minimum lease rental income in respect of land and buildings and equipment under non-cancellable operating leases is receivable in the following periods:

	2023 HK\$'000	2022 HK\$'000
Less than one year	792,224	655,405
One to two years	526,272	386,886
Two to three years	286,705	237,872
Three to four years	131,083	101,699
Four to five years	81,276	6,733
More than five years	5,792	–
	1,823,352	1,388,595

39. RELATED PARTY TRANSACTIONS

In addition to the transactions or balances disclosed elsewhere in the consolidated financial statements, the significant related party transactions carried out in the normal course of the Group's business activities during the year are as follows:

- (a) Interest income from joint ventures amounting to HK\$727,000 (2022: HK\$1,325,000) are charged at terms agreed among the parties (note 26(a)).
- (b) Management fee received from joint ventures and an associated company amounted to HK\$11,411,000 (2022: HK\$10,109,000) are charged at terms agreed among the parties.
- (c) Rental expenses of HK\$1,427,000 (2022: HK\$1,502,000) were paid to a subsidiary of K. Wah International Holdings Limited, a shareholder of the Company, based on the terms of the rental agreement between the parties. This is a continuing connected transaction which is fully exempted from reporting and disclosure requirements under rule 14A.76(1) of the Rules Governing the Listing of Securities on SEHK.
- (d) Purchases from joint ventures and non-controlling interests amounted to HK\$93,652,000 (2022: HK\$164,470,000) at terms agreed among the parties.
- (e) Sales to non-controlling interests amounted to HK\$7,056,000 (2022: HK\$925,000) at terms agreed among the parties.
- (f) The balances with joint ventures are disclosed in note 26.
- (g) Interest expense to non-controlling interests amounted to HK\$1,468,000 (2022: HK\$2,522,000) at terms agreed among the parties (note 33(c)).
- (h) Key management personnel comprise the Chairman, Deputy Chairman and other Executive Directors. Key management compensation amounted to HK\$153,467,000 for the year ended 31 December 2023 (2022: HK\$108,208,000).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

40. GUARANTEES

The Company executed guarantees in favour of banks in respect of facilities granted to subsidiaries amounting to HK\$4,770 million (2022: HK\$5,770 million). At 31 December 2023, facilities of HK\$596 million (2022: HK\$4,228 million) had been utilised by a subsidiary.

A subsidiary of the Group executed guarantees in favour of banks in respect of facilities granted to joint ventures amounting to HK\$42 million (2022: HK\$43 million). At 31 December 2023, facilities of HK\$20 million (2022: HK\$14 million) had been utilised by joint ventures.

On 16 December 2022, the Macau Government and GCSA entered into a new Gaming Concession Contract for a term of 10 years, from 1 January 2023 to 31 December 2032. Under the terms of the new Gaming Concession Contract, GCSA obtained a bank guarantee amounting to MOP1 billion (equivalent to approximately HK\$0.97 billion) for the period from 1 January 2023 until 180 days after the termination of the new Gaming Concession Contract, which is in favour of the Macau Government against GCSA's obligation under new Gaming Concession Contract, payment of the premium and fulfilment of employment obligations of GCSA.

41. POST BALANCE SHEET EVENT

On 28 February 2024, the Board of Directors declared a special dividend of HK\$0.30 per share, payable to shareholders of the Company whose names appear on the register of members of the Company on 28 March 2024. The total amount of the special dividend to be distributed is estimated to be approximately HK\$1,310 million and will be paid on or about 26 April 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

42. BALANCE SHEET AND RESERVE MOVEMENT OF THE COMPANY

Balance sheet of the Company

	2023 HK\$'000	2022 HK\$'000
Assets		
Non-current assets		
Subsidiaries	1	1
Amounts due from subsidiaries	105,489,170	105,114,296
	105,489,171	105,114,297
Current assets		
Debtors and prepayments	63,037	19,077
Cash and bank balances	3,211,809	7,137,337
	3,274,846	7,156,414
Total assets	108,764,017	112,270,711
Equity		
Share capital and shares held for share award scheme	24,103,725	23,968,153
Reserves (note a)	84,247,813	85,041,547
Equity attributable to owners of the Company	108,351,538	109,009,700
Liabilities		
Current liabilities		
Creditors and accruals	46,961	46,725
Short-term bank loan	365,518	3,214,286
	412,479	3,261,011
Total liabilities	412,479	3,261,011
Total equity and liabilities	108,764,017	112,270,711

Francis Lui Yiu Tung
Director

Joseph Chee Ying Keung
Director

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

42. BALANCE SHEET AND RESERVE MOVEMENT OF THE COMPANY (Continued)

(a) Reserve movement of the Company

	Capital reserve HK\$'000	Share option reserve HK\$'000	Share award reserve HK\$'000	Retained earnings HK\$'000	Total HK\$'000
At 1 January 2023	235,239	506,588	75,450	84,224,270	85,041,547
Loss for the year	-	-	-	(63,217)	(63,217)
Transactions with equity holders					
Shares vested pursuant to share award scheme	-	-	(96,986)	-	(96,986)
Issue of shares upon exercise of share options	-	(11,027)	-	-	(11,027)
Fair value of share awards granted	-	-	138,012	-	138,012
Fair value of share options granted	-	113,267	-	-	113,267
Share options lapsed	-	(53,297)	-	53,297	-
Special dividends (note 14)	-	-	-	(873,783)	(873,783)
At 31 December 2023	235,239	555,531	116,476	83,340,567	84,247,813
At 1 January 2022	235,239	467,762	72,577	48,813,347	49,588,925
Profit for the year	-	-	-	36,709,728	36,709,728
Transactions with equity holders					
Shares vested pursuant to share award scheme	-	-	(84,907)	-	(84,907)
Issue of shares upon exercise of share options	-	(45,823)	-	-	(45,823)
Fair value of share awards granted	-	-	87,780	-	87,780
Fair value of share options granted	-	93,410	-	-	93,410
Share options lapsed	-	(8,761)	-	8,761	-
Special dividends (note 14)	-	-	-	(1,307,566)	(1,307,566)
At 31 December 2022	235,239	506,588	75,450	84,224,270	85,041,547

As at 31 December 2023, reserves of the Company of HK\$83,340,567,000 were available for distribution to shareholders (2022: HK\$84,224,270,000).

43. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The consolidated financial statements were approved by the Board of Directors on 28 February 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES

(a) Subsidiaries

Name of company	Principal place of operation	Issued share capital			Principal activities
		Number of issued ordinary shares	Number of non-voting deferred shares	Percentage of equity held by the Group	
Incorporated in Hong Kong					
Bright Advice Limited	Hong Kong	10,000	–	100	Investment holding
Delight Man Limited	Hong Kong	10,000	–	100	Investment holding
Doran (Hong Kong) Limited	Hong Kong	1,000	–	100	Sale and distribution of concrete pipes
Earnmark Limited	Hong Kong	1	–	100	Investment holding and provision of management services
Extent Sun Limited	Hong Kong	10,000	–	100	Investment holding and provision of management services
Forcecharm (Hong Kong) Enterprises Limited	Hong Kong	10,000	–	80	Provision of management services and investment holding
Forcecharm (Yunnan) Enterprises Limited	Hong Kong	10,000	–	80	Investment holding
Full Kingdom Limited	Hong Kong	1	–	100	Investment holding
Galaxy Entertainment Management Services 2005 Limited	Hong Kong	1	–	100	Provision of management services
Galaxy Entertainment Management Services (International) Limited	Hong Kong	1	–	100	Investment holding
K. Wah Asphalt Limited	Hong Kong	1,100,000	–	100	Manufacture, sale, distribution and laying of asphalt, road base and bituminous materials and provision of road marking services
K. Wah Concrete Company Limited	Hong Kong	10,002	1,000	100	Manufacture, sale and distribution of ready-mixed concrete
K. Wah Construction Materials (Changzhou) Limited	Hong Kong	10,000	–	100	Investment holding and provision of management services
K. Wah Construction Materials (Hong Kong) Limited	Hong Kong	102	2	100	Provision of management services to group and related companies, truck leasing and investment holding
K. Wah Construction Materials (Hong Kong Region) Limited	Hong Kong	1	–	100	Investment holding and provision of management services
K. Wah Construction Materials (Shaoguan) Investment Company Limited	Hong Kong	2	–	100	Trading of construction materials products, provision of management services and investment holding
K. Wah Construction Products Limited	Hong Kong	10,002	1,000	100	Manufacture, sale and distribution of bricks, a kind of concrete products

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES (Continued)
(a) Subsidiaries (Continued)

Name of company	Principal place of operation	Issued share capital			Percentage of equity held by the Group	Principal activities
		Number of issued ordinary shares	Number of non-voting deferred shares			
Incorporated in Hong Kong (Continued)						
K. Wah Materials Limited	Hong Kong	28,080,002	–	100	Trading of cement	
K. Wah Quarry Company Limited	Hong Kong	400,002	100,000	100	Sale of aggregates	
K. Wah Trading and Development Limited	Hong Kong	102	2	100	Investment holding	
K. Wah UEP Asphalt Limited	Hong Kong	10,000	–	70	Provision of management services	
KH Concrete Limited	Hong Kong	10,000	–	60	Manufacture, sale and distribution of ready-mixed concrete	
KWP Quarry Co. Limited	Hong Kong	9,000,000	–	63.5	Trading of construction materials products	
Lightway Limited	Hong Kong	102	2	100	Property investment	
Million Cloud Limited	Hong Kong	10,000	–	100	Investment holding and provision of management services	
Quantum Limited	Hong Kong	2	–	100	Provision for handling services	
Starflow Enterprises Limited	Hong Kong	1	–	100	Investment holding and provision of management services	
Incorporated in Mainland China						
Wholly owned foreign enterprise						
Doran Construction Products (Shenzhen) Co., Ltd.	Shenzhen	HK\$10,000,000		100	Manufacture, sale and distribution of concrete pipes	
K. Wah Consultancy (Guangzhou) Co., Ltd.	Guangzhou	HK\$1,560,000		100	Provision of management services	
嘉華諮詢(上海)有限公司 (K. Wah Consultancy (Shanghai) Co., Ltd.)	Shanghai	US\$350,000		100	Provision of management services	
深圳嘉華混凝土管樁有限公司	Shenzhen	US\$2,100,000		100	Manufacture, sale and distribution of concrete piles	
京港嘉華諮詢(北京)有限公司 (Jing Gang K. Wah Consultancy (Beijing) Co., Limited)	Beijing	HK\$1,500,000		100	Provision of management services	
雲南嘉華亮訊諮詢有限公司	Anning	RMB2,000,000		100	Provision of management services	
Shanghai K. Wah Concrete Co., Ltd.	Shanghai	RMB10,000,000		100	Provision of quality assurance services	
珠海橫琴銀娛體育渡假發展有限公司 (Zhuhai Hengqin GEG Sports Resort Development Company Limited)	Zhuhai	RMB40,500,000		100	Investment holding	
肇慶市嘉華建材有限公司 (Zhaoqing K. Wah Construction Materials Co., Ltd.)	Zhaoqing	RMB2,800,000,000		100	Sale of construction materials, provision of management services	

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES (Continued)

(a) Subsidiaries (Continued)

Name of company	Principal place of operation	Registered capital	Percentage of equity held by the Group	Principal activities
Incorporated in Mainland China (Continued)				
Equity Joint Venture				
Puer Kungang & K. Wah Cement Construction Materials Co., Ltd.	Puer	RMB383,400,000	48 [^]	Manufacture, sale and distribution of cement
遷安首嘉建材有限公司 (Qianan Shougang K. Wah Construction Materials Company Limited)	Qianan	RMB152,442,500	55	Manufacture, sale and distribution of slag
首嘉環科(遷安)有限公司	Qianan	RMB10,000,000	41.25 [^]	Manufacture, sale and distribution of slag
首嘉環保科技(三河)有限公司	Sanhe	RMB100,000	41.25 [^]	Sale of slag, lease of equipment

[^] The Group can exercise control over companies' relevant activities through its representation of the board.

Name of company	Principal place of operation	Number of issued ordinary shares	Par value per share	Percentage of equity held by the Group	Principal activities
Incorporated in Bermuda					
Galaxy Entertainment Aviation CL2012 Limited	Bermuda	1	US\$1	Equity: 85 Profit sharing: 100	Aircraft holding
Incorporated in the Cayman Islands					
Premium Diamond Limited	Cayman Islands	1	US\$1	Equity: 85 Profit sharing: 100	Vessel holding
Incorporated in the British Virgin Islands					
Blossom Fountain Limited	BVI	1	US\$1	100	Investment holding
Canton Treasure Group Ltd.	BVI	10	US\$1	100*	Investment holding
Cheer Profit International Limited	Macau	10	US\$1	100	Property investment
Eternal Profits International Limited	Hong Kong	10	US\$1	100	Property investment
Forcecharm Investments Limited	BVI	10	US\$1	80	Investment holding
GEG Investment Holdings (Monaco) Limited	BVI	1	US\$1	100	Investment holding
High Regard Investments Limited	BVI	20	US\$1	100	Investment holding

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES (Continued)
(a) Subsidiaries (Continued)

Name of company	Principal place of operation	Number of issued ordinary shares	Par value per share	Percentage of equity held by the Group	Principal activities
Incorporated in the British Virgin Islands (Continued)					
K. Wah Construction Materials Limited	Hong Kong	10	US\$1	100*	Investment holding
Profit Access Investments Limited	BVI	10	US\$1	100	Investment holding
Prosperous Fields Limited	Hong Kong	10	US\$1	100	Investment holding
Right Grand Investments Limited	BVI	100	US\$1	80	Investment holding
Taksin Profits Limited	BVI	17	US\$1	100	Investment holding
Wilfred International Limited	Hong Kong	10	US\$1	100	Investment holding

Incorporated in Macau

Galaxy Casino, S.A.	Macau	5,000,000	MOP1,000	Equity: 85 Profit sharing:100	Casino games of chance
Galaxy Travel Transportation Cross-Border (Macau) Limited	Macau	50,000	MOP100	Equity: 85 Profit sharing:100	Provision of cross-border transportation service

* Wholly owned and directly held by the Company.

Name of company	Principal place of operation	Number of quota	Registered capital	Percentage of equity held by the Group	Principal activities
Incorporated in Macau					
Broadway Macau Hotel Company Limited	Macau	2	MOP25,000	Equity: 85 Profit sharing: 100	Property Holding and hospitality
Fast Concrete Limited	Macau	2	MOP200,000	75	Manufacture, sale and distribution of ready-mixed concrete
Fast – I Fong Company Limited	Macau	2	MOP100,000	60	Manufacture and sale of concrete and construction materials products and provision of management services
Galaxy Cotai Project Management Limited	Macau	2	MOP25,000	Equity: 85 Profit sharing:100	Provision of project management services
GC Security Services Limited	Macau	2	MOP1,000,000	Equity: 85 Profit sharing:100	Provision of security services
K. Wah Construction Materials (Macau) Limited	Macau	3	MOP30,000	100	Trading of construction materials
Macau Hengqin Sports and Resort Development Limited	Macau	2	MOP25,000	100	Investment holding

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES (Continued)
(a) Subsidiaries (Continued)

Name of company	Principal place of operation	Number of quota	Registered capital	Percentage of equity held by the Group	Principal activities
Incorporated in Macau (Continued)					
New Galaxy Entertainment 2006 Company Limited	Macau	2	MOP1,000,000	Equity: 85 Profit sharing: 100	Property holding and hospitality
Premium Hotel Management Limited	Macau	2	MOP25,000	100	Hospitality
San Fok Va (International) Import & Export Company Limited	Macau	2	MOP50,000	75	Import and export trading, transportation of construction materials
StarWorld Hotel Company Limited	Macau	2	MOP100,000	Equity: 85 Profit sharing: 100	Property holding and hospitality
Galaxy ICC & Arena Limited	Macau	2	MOP25,000	Equity: 85 Profit sharing: 100	Management of Galaxy International Convention Center & Galaxy Arena

Name of company	Principal place of operation	Number of common shares	Par value per share	Percentage of equity held by the Group	Principal activities
Incorporated in Japan					
Galaxy Entertainment Japan K.K.	Japan	5,000	YEN10,000	100	Investment holding

(b) Joint ventures

Name of company	Principal place of operation	Number of issued ordinary shares	Par value per share	Percentage of equity held by the Group	Principal activities
Incorporated in the British Virgin Islands					
K. Wah Materials and Development (Huidong) Company Limited	Hong Kong	10	US\$1	50	Sale of aggregates and investment holding

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

44. PRINCIPAL SUBSIDIARIES, JOINT VENTURES AND ASSOCIATED COMPANIES (Continued)
(b) Joint ventures (Continued)

Name of company	Principal place of operation	Registered capital	Percentage of equity held by the Group	Principal activities
Incorporated in Mainland China				
Anhui Masteel K. Wah New Building Materials Co., Ltd.	Maanshan	US\$19,574,333	30	Manufacture, sale and distribution of slag
Baoshan Kungang & K. Wah Cement Construction Materials Co., Ltd.	Baoshan	RMB412,580,000	25.6	Manufacture, sale and distribution of cement
廣東韶鋼嘉羊新型材料有限公司(Guangdong Shaogang Jia Yang New Materials Co., Ltd.)	Shaoguan	US\$14,349,200	28.97	Manufacture, sale and distribution of slag
湖北鄂鋼嘉華新型建材有限公司 (Hubei Egang K. Wah New Materials Company Limited)	Hubei	RMB48,000,000	49	Manufacture, sale and distribution of slag
K. Wah Materials (Huidong) Limited	Huidong	US\$14,500,000	50	Quarrying
Maanshan Masteel K. Wah Concrete Co., Ltd.	Maanshan	US\$2,450,000	30	Manufacture, sale and distribution of ready-mixed concrete
Nanjing Nangang K. Wah High Tech Materials Co., Ltd.	Nanjing	RMB176,000,000	50	Manufacture, sale and distribution of slag
Qujing Kungang & K. Wah Cement Construction Materials Co., Ltd.	Qujing	RMB374,520,000	32	Manufacture, sale and distribution of cement
惠東協孚港口綜合開發有限公司 (Huidong Server Port Integrated Development Company Limited)	Huidong	RMB8,620,000	30	Property holding
雲南昆鋼嘉華水泥建材有限公司 (Yunnan Kungang & K. Wah Cement Construction Materials Co., Ltd.)	Kunming	RMB825,000,000	25.6	Manufacture, sale and distribution of cement
昭通昆鋼嘉華水泥建材有限公司 (Zhaotong Kungang & K. Wah Cement Construction Materials Co., Ltd.)	Zhaotong	RMB250,000,000	32	Manufacture, sale and distribution of cement
肇慶交投綠色石場有限公司	Zhaoqing	RMB1,500,000,000	32	Quarrying

(c) Associated Company

Name of company	Principal place of operation	Number of issued ordinary shares	Percentage of equity held by the Group	Principal activities
Incorporated in Hong Kong				
EBG K. Wah Solid Waste Treatment Holdings Limited	Hong Kong	10,000	49	Investment Holding



銀娛 GEG

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