

Industrials Conglomerates Equity – China

Hold

Target price (HI Share price (HI Upside/Downsi		26.00 23.90 8.8		
Performance	1M	3M	12M	
Absolute (%) Relative^ (%)	1.7 4.2	3.0 2.5	-6.8 -21.7	
Index^		HSCEI		
RIC Bloomberg		0363.HI 363 HI		
Market cap (USDm) Market cap (HKDm)	3,337 25,878			
Enterprise value (HK Free float (%)	(Dm)		27,242 48	

31 March 2015

Stephen Wan*

Analyst The Hongkong and Shanghai Banking Corporation Limited +852 2996 6566 stephenwan@hsbc.com.hk

Mark Webb*

Head of Conglomerate and Transport Research, Asia Pacific The Hongkong and Shanghai Banking Corporation Limited +852 2996 6574 markwebb@hsbc.com.hk

View HSBC Global Research at: <u>http://www.research.hsbc.com</u>

*Employed by a non-US affiliate of HSBC Securities (USA) Inc, and is not registered/qualified pursuant to FINRA regulations

Issuer of report: The Hongkong and Shanghai Banking Corporation Limited

Disclaimer & Disclosures

This report must be read with the disclosures and the analyst certifications in the Disclosure appendix, and with the Disclaimer, which forms part of it

Shanghai Industrial (363 HK)

Hold: Decent 2014 results; expect a stable 2015

- 2014 results beat our forecast mainly from property profit bookings
- We expect a stable outlook for 2015 given an uncertain property market and slower acquisition pace of water assets
- We establish a Hold rating and set a fair value TP of HKD26 (from HKD25.2)

2014 results beat our forecast mainly on property profit bookings. Shanghai Industrial's (SIHL) reported net profit was HKD3.1bn (+14% y-o-y). We estimate recurring net profit was HKD2.5bn, up 12% from 2013 which was driven by more property sales at higher margins although there were also higher effective tax and minority interest rates. Property EBIT increased 48%, Infrastructure's EBIT grew 11% y-o-y while the tobacco-led Consumer business had EBIT growth of 21%. The result was 15% above our forecast as property bookings in 2H14 was higher than we expected; the result was also 6% below consensus. DPS rose to HKD0.90 (from HKD0.87 in 2013).

A stable outlook. For the property business, Management expects contract sales to be slightly lower than the RMB8.6bn in 2014 given the uncertain China property market. We forecast the tobacco-led led consumer and toll road businesses to have gradual single-digit net profit growth. Finally, we also expect the acquisition pace of its water business will slow as SIHL only has ~36% of SIIC Environment (SIIC SP, NR) ownership and thus acquisitions through SIIE can only be done through debt rather than equity raising (the latter can cause further ownership dilution). We raise our 2015e/2016e earnings by 4%/1% only, as (i) we believe the higher 2014 property profit bookings were from projects which we originally expected to be booked in 2015-16e; and (ii) we factored in higher tax and minority interest rates going forward. We also introduce 2017 earnings forecasts. Our 2015e/16e earnings forecast are 6%/5% below consensus.

We establish a Hold rating. We apply Sum-of-The-Parts valuation and set a fair value target price of HKD26 (from HKD25.2). We raise our TP slightly due to our minor upgrade in earnings. The main downside risks are value destructive deals and a worsening residential property market in Yangtze River Delta. The main upside risks are a continued lowering of China interest rates and an aggressive sales strategy in its cigarettes division.

Financials & valuation

Financial statements								
Year to	12/2014a	12/2015e	12/2016e	12/2017e				
Profit & loss summary (HK	Dm)							
Revenue	19,967	24,245	22,454	25,823				
EBITDA	7,014	7,080	7,587	8,103				
Depreciation & amortisation	-1,027	-1,145	-1,204	-1,227				
Operating profit/EBIT	5,987	5,935	6,383	6,876				
Net interest	-583	-872	-736	-593				
PBT	6,885	5,268	5,859	6,502				
HSBC PBT	5,604	5,268	5,859	6,502				
Taxation	-2,467	-1,627	-1,785	-2,022				
Net profit	3,195	2,731	3,056	3,360				
HSBC net profit	2,487	2,731	3,056	3,360				
Cash flow summary (HKDn	n)							
Cash flow from operations	1,236	11,057	7,390	11,812				
Capex	-3,215	-2,933	-686	-704				
Cash flow from investment	-3,215	-2,933	-686	-704				
Dividends	-939	-1,118	-956	-1,069				
Change in net debt	8,806	-5,447	-5,700	-10,084				
FCF equity	-1,979	8,124	6,704	11,108				
Balance sheet summary (H	łKDm)							
Intangible fixed assets	14,596	13,785	12,926	12,031				
Tangible fixed assets	20,920	23,824	24,470	25,145				
Current assets	35,045	42,004	46,980	58,249				
Cash & others	25,120	30,567	36,267	46,350				
Total assets	82,422	92,255	97,017	108,067				
Operating liabilities	29,295	33,789	31,387	30,557				
Gross debt	44,573	44,573	44,573	44,573				
Net debt	19,453	14,006	8,306	-1,778				
Shareholders funds	35,518	37,293	39,279	41,463				
Invested capital	16,147	15,258	16,721	18,518				

Valuation data							
Year to	12/2014a	12/2015e	12/2016e	12/2017e			
EV/sales	2.9	2.1	2.1	1.5			
EV/EBITDA	8.3	7.3	6.2	4.7			
EV/IC	0.9	0.8	0.7	0.7			
PE*	10.8	9.5	8.4	7.7			
P/Book value	0.8	0.7	0.7	0.6			
FCF yield (%)	7.0	35.5	24.7	34.8			
Dividend yield (%)	4.2	3.7	4.1	4.6			

Note: * = Based on HSBC EPS (fully diluted)



Note: price at close of 30 Mar 2015

Year to	12/2014a	12/2015e	12/2016e	12/2017e
Y-o-y % change				
Revenue	-7.4	21.4	-7.4	15.0
EBITDA	29.3	0.9	7.2	6.8
Operating profit	35.4	-0.9	7.5	7.7
PBT	42.4	-23.5	11.2	11.0
HSBC EPS	10.6	9.8	11.9	10.0
Ratios (%)				
Revenue/IC (x)	1.7	1.5	1.4	1.5
ROIC	32.8	26.1	27.8	26.9
ROE	7.1	7.5	8.0	8.3
ROA	5.5	4.2	4.3	4.4
EBITDA margin	35.1	29.2	33.8	31.4
Operating profit margin	30.0	24.5	28.4	26.6
EBITDA/net interest (x)	12.0	8.1	10.3	13.7
Net debt/equity	36.4	25.0	14.1	-2.8
Net debt/EBITDA (x)	2.8	2.0	1.1	-0.2
CF from operations/net debt	6.4	78.9	89.0	
Per share data (HKD)				
EPS reported (fully diluted)	2.96	2.53	2.83	3.11
HSBC EPS (fully diluted)	2.30	2.53	2.83	3.11
DPS	1.04	0.89	0.99	1.09
Book value	32.89	34.54	36.38	38.40

Ratio, growth and per share analysis

Better than expected 2014 results from property bookings

1. 2014 results versus 2013 and HSBC estimates

HKDm	2014	2013	Chge	HSBC 2014e	Diff	Major reasons for differences to HSBC estimate
Infrastructure	3,681	3,550	4%	4.114	-11%	
Real estate	12,328	14,374	-14%	8,549	44%	
Consumer	3,958	3,643	9%	3,986	-1%	
Revenue	19,967	21,568	-7%	16,649	20%	
Infrastructure	1,768	1,599	11%	1,600	11%	
Real estate	3,516	2,377	48%	1,758	100%	More property bookings at higher than expected margins
Consumer	1,308	1,077	21%	1,151	14%	
Other	-603	-633	-5%	-633	-5%	
EBIT	5,989	4,421	35%	3,877	54%	
Net interest cost	-710	-620	15%	-633	12%	
AJCE	199	103	95%	151	32%	
Non-recurring	1,281	930	38%	1,686	na	
PBT	6,759	4,834	40%	5,081	33%	
Recurring PBT	5,478	3,904	40%	3,395	61%	
Тах	-2,467	-1,390	78%	-1,180	109%	Effective tax rate of 36% versus our estimate of 23%
MI	-1,223	-742	65%	-744	64%	MI% of 28% versus our estimate of 19%
Net profit	3,069	2,702	14%	3,157	-3%	
Recurring NP	2,487	2,229	12%	2,154	15%	

Source: Company data, HSBC estimates

Valuation and Risks

We apply sum-of-the-parts methodology. We raise our appraised value to HKD47 (from HKD46) mainly due to our minor upgrade in earnings. We apply an unchanged 45% NAV discount and arrive at a TP of HKD26 (from HKD25.2). Our fair value target price implies 8.8% upside to the current share price; therefore, we establish a Hold rating on the stock.

The main downside risks are (1) value destructive acquisitions/disposals; and (2) a worsening residential property market in Yangtze River Delta, where SIHL's projects are mostly located. The main upside risks are: (1) A continued lowering of China interest rates, which would lower the required returns for its assetheavy investments such as toll roads; and (2) aggressive sales strategy in its cigarettes division.

	EV	Net debt	Equity value	HKD/ share	% Equity	Pre-disc 2015e PE	Post-disc 2015e PE	Assumptions
Properties	36,373	(10,220)	26,153	24.2	51%	31	17	Land at 15% discount, 12% WACC for DP, 7.5% net cap rate for IP
Tollroads	13,259	(901)	12,358	11.4	24%	15	8	DCF using 10.5% WACC, implied 11x 2014e PE
Water	5,096	(386)	4,710	4.4	9%	14	8	SIIC at current price, others at 20x PE
Tobacco	8,733	(144)	8,589	8.0	17%	12	7	7.0x 2016e EV/EBITDA of Tobacco sector (which factors in a 40% discount)
Printing	974	(16)	958	0.9	2%	6	3	3.05x 2016e EV/EBITDA based on AMVIG (closest peer)
HO costs	(1,781)	-	(1,781)	-1.6	-3%	10	6	r ·)
Total	62,654	(11,667)	50,987	47.2	100%	19	10	

Note: * The high property PE is mainly due to SIHL's conservative launch schedule.

Source: HSBC estimates



Disclosure appendix

Analyst Certification

The following analyst(s), economist(s), and/or strategist(s) who is(are) primarily responsible for this report, certifies(y) that the opinion(s) on the subject security(ies) or issuer(s) and/or any other views or forecasts expressed herein accurately reflect their personal view(s) and that no part of their compensation was, is or will be directly or indirectly related to the specific recommendation(s) or views contained in this research report: Stephen Wan and Mark Webb

Important disclosures

Equities: Stock ratings and basis for financial analysis

HSBC believes an investor's decision to buy or sell a stock should depend on individual circumstances such as the investor's existing holdings, risk tolerance and other considerations and that investors utilise various disciplines and investment horizons when making investment decisions. Ratings should not be used or relied on in isolation as investment advice. Different securities firms use a variety of ratings terms as well as different rating systems to describe their recommendations and therefore investors should carefully read the definitions of the ratings used in each research report. Further, investors should carefully read the entire research report and not infer its contents from the rating because research reports contain more complete information concerning the analysts' views and the basis for the rating.

From 23rd March 2015 HSBC has assigned ratings on the following basis:

The target price is based on the analyst's assessment of the stock's actual current value, although we expect it to take six to 12 months for the market price to reflect this. When the target price is more than 20% above the current share price, the stock will be classified as a Buy; when it is between 5% and 20% above the current share price, the stock may be classified as a Buy or a Hold; when it is between 5% below and 5% above the current share price, the stock will be classified as a Hold; when it is between 5% and 20% below the current share price, the stock may be classified as a Hold; when it is between 5% and 20% below the current share price, the stock may be classified as a Hold; when it is more than 20% below the current share price, the stock may be classified as a Hold or a Reduce; and when it is more than 20% below the current share price, the stock will be classified as a Reduce.

Our ratings are re-calibrated against these bands at the time of any 'material change' (initiation or resumption of coverage, change in target price or estimates).

Upside/Downside is the percentage difference between the target price and the share price.

Prior to this date, HSBC's rating structure was applied on the following basis:

For each stock we set a required rate of return calculated from the cost of equity for that stock's domestic or, as appropriate, regional market established by our strategy team. The target price for a stock represented the value the analyst expected the stock to reach over our performance horizon. The performance horizon was 12 months. For a stock to be classified as Overweight, the potential return, which equals the percentage difference between the current share price and the target price, including the forecast dividend yield when indicated, had to exceed the required return by at least 5 percentage points over the succeeding 12 months (or 10 percentage points for a stock classified as Volatile*). For a stock to be classified as Underweight, the stock was expected to underperform its required return by at least 5 percentage points over the succeeding 12 months (or 10 percentage points for a stock classified as Volatile*). For a stock to be classified as Underweight, the stock was expected to underperform its required return by at least 5 percentage points over the succeeding 12 months (or 10 percentage between these bands were classified as Neutral.

*A stock was classified as volatile if its historical volatility had exceeded 40%, if the stock had been listed for less than 12 months (unless it was in an industry or sector where volatility is low) or if the analyst expected significant volatility. However, stocks which we did not consider volatile may in fact also have behaved in such a way. Historical volatility was defined as the past month's average of the daily 365-day moving average volatilities. In order to avoid misleadingly frequent changes in rating, however, volatility had to move 2.5 percentage points past the 40% benchmark in either direction for a stock's status to change.



Rating distribution for long-term investment opportunities

As of 30 March 2015, the distribution of all ratings published is as follows:					
Buy	41%	(30% of these provided with Investment Banking Services)			
Hold	39%	(28% of these provided with Investment Banking Services)			
Sell	20%	(21% of these provided with Investment Banking Services)			

For the purposes of the distribution above the following mapping structure is used during the transition from the previous to current rating models: under our previous model, Overweight = Buy, Neutral = Hold and Underweight = Sell; under our current model Buy = Buy, Hold = Hold and Reduce = Sell. For rating definitions under both models, please see "Stock ratings and basis for financial analysis" above.

Share price and rating changes for long-term investment opportunities



From	То	Date	
Overweight	Neutral	28 August 2014	
Target Price	Value	Date	
Price 1	27.00	01 April 2012	
Price 2	29.50	03 June 2013	
Price 3	30.00	29 August 2013	
Price 4	30.50	31 March 2014	
Price 5	29.00	26 June 2014	
Price 6	27.50	28 August 2014	
Price 7	25.20	14 October 2014	

Source: HSBC



HSBC & Analyst disclosures

Disclosure checklist							
Company	Ticker	Recent price	Price Date	Disclosure			
SHANGHAI INDUSTRIAL	0363.HK	23.90	30-Mar-2015	6			

Source: HSBC

- 1 HSBC has managed or co-managed a public offering of securities for this company within the past 12 months.
- 2 HSBC expects to receive or intends to seek compensation for investment banking services from this company in the next 3 months.
- 3 At the time of publication of this report, HSBC Securities (USA) Inc. is a Market Maker in securities issued by this company.
- 4 As of 28 February 2015 HSBC beneficially owned 1% or more of a class of common equity securities of this company.
- 5 As of 28 February 2015, this company was a client of HSBC or had during the preceding 12 month period been a client of and/or paid compensation to HSBC in respect of investment banking services.
- 6 As of 28 February 2015, this company was a client of HSBC or had during the preceding 12 month period been a client of and/or paid compensation to HSBC in respect of non-investment banking securities-related services.
- 7 As of 28 February 2015, this company was a client of HSBC or had during the preceding 12 month period been a client of and/or paid compensation to HSBC in respect of non-securities services.
- 8 A covering analyst/s has received compensation from this company in the past 12 months.
- 9 A covering analyst/s or a member of his/her household has a financial interest in the securities of this company, as detailed below.
- 10 A covering analyst/s or a member of his/her household is an officer, director or supervisory board member of this company, as detailed below.
- 11 At the time of publication of this report, HSBC is a non-US Market Maker in securities issued by this company and/or in securities in respect of this company

HSBC and its affiliates will from time to time sell to and buy from customers the securities/instruments (including derivatives) of companies covered in HSBC Research on a principal or agency basis.

Analysts, economists, and strategists are paid in part by reference to the profitability of HSBC which includes investment banking revenues.

Whether, or in what time frame, an update of this analysis will be published is not determined in advance.

For disclosures in respect of any company mentioned in this report, please see the most recently published report on that company available at www.hsbcnet.com/research.

Additional disclosures

- 1 This report is dated as at 31 March 2015.
- 2 All market data included in this report are dated as at close 30 March 2015, unless otherwise indicated in the report.
- 3 HSBC has procedures in place to identify and manage any potential conflicts of interest that arise in connection with its Research business. HSBC's analysts and its other staff who are involved in the preparation and dissemination of Research operate and have a management reporting line independent of HSBC's Investment Banking business. Information Barrier procedures are in place between the Investment Banking and Research businesses to ensure that any confidential and/or price sensitive information is handled in an appropriate manner.



Disclaimer

* Legal entities as at 30 May 2014

'UAE' HSBC Bank Middle East Limited, Dubai; 'HK' The Hongkong and Shanghai Banking Corporation Limited, Hong Kong; 'TW' HSBC Securities (Taiwan) Corporation Limited; 'CA' HSBC Bank Canada, Toronto; HSBC Bank, Paris Branch; HSBC France; 'DE' HSBC Trinkaus & Burkhardt AG, Düsseldorf; 000 HSBC Bank (RR), Moscow; 'IN' HSBC Securities and Capital Markets (India) Private Limited, Mumbai; 'JP' HSBC Securities (Japan) Limited, Tokyo; 'EG' HSBC Securities Egypt SAE, Cairo; 'CN' HSBC Investment Bank Asia Limited, Beijing Representative Office; The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch; The Hongkong and Shanghai Banking Corporation Limited, Seoul Securities Branch; The Hongkong and Shanghai Banking Corporation Limited, Seoul Securities Branch; The Hongkong and Shanghai Banking Corporation Limited, Seoul Securities Couth Africa) (Pty) Ltd, Johannesburg; HSBC Bank plc, London, Madrid, Milan, Stockholm, Tel Aviv; 'US' HSBC Securities (USA) Inc, New York; HSBC Yatirim Menkul Degerler AS, Istanbul; HSBC México, SA, Institución de Banca Múltiple, Grupo Financiero HSBC; HSBC Bank Brasil SA – Banco Múltiplo; HSBC Bank Australia Limited; HSBC Bank Argentina SA; HSBC Saudi Arabia Limited; The Hongkong and Shanghai Banking Corporation Limited, New Zealand Branch incorporated in Hong Kong SAR; The Hongkong and Shanghai Banking Corporation Limited, Bangkok Branch Issuer of report The Hongkong and Shanghai Banking Corporation Limited Level 19, 1 Queen's Road Central Hong Kong SAR Telephone: +852 2843 9111 Fax: +852 2596 0200

Website: www.research.hsbc.com

This document has been issued by The Hongkong and Shanghai Banking Corporation Limited ("HSBC") in the conduct of its Hong Kong regulated business for the information of its institutional and professional investor (as defined by Securities and Future Ordinance (Chapter 571)) customers; it is not intended for and should not be distributed to retail customers in Hong Kong. The Hongkong and Shanghai Banking Corporation Limited is regulated by the Hong Kong Monetary Authority. All enquires by recipients in Hong Kong must be directed to your HSBC contact in Hong Kong. If it is received by a customer of an affiliate of HSBC, its provision to the recipient is subject to the terms of business in place between the recipient and such affiliate. This document is not and should not be construed as an offer to sell or the solicitation of an offer to purchase or subscribe for any investment. HSBC has based this document on information obtained from sources it believes to be reliable but which it has not independently verified; HSBC makes no guarantee, representation or warranty and accepts no responsibility or liability as to its accuracy or completeness. Expressions of opinion are those of the Research Division of HSBC only and are subject to change without notice. HSBC and its affiliates and/or their officers, directors and employees may have positions in any securities mentioned in this document (or in any related investment) and may from time to time add to or dispose of any such securities (or investment). HSBC and its affiliates may act as market maker or have assumed an underwriting commitment in the securities of companies discussed in this document (or in related investments), may sell them to or buy them from customers on a principal basis and may also perform or seek to perform investment banking or underwriting services for or relating to those companies.

HSBC Securities (USA) Inc. accepts responsibility for the content of this research report prepared by its non-US foreign affiliate. All U.S. persons receiving and/or accessing this report and wishing to effect transactions in any security discussed herein should do so with HSBC Securities (USA) Inc. in the United States and not with its non-US foreign affiliate, the issuer of this report.

In the UK this report may only be distributed to persons of a kind described in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005. The protections afforded by the UK regulatory regime are available only to those dealing with a representative of HSBC Bank plc in the UK. In Singapore, this publication is distributed by The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch for the general information of institutional investors or other persons specified in Sections 274 and 304 of the Securities and Futures Act (Chapter 289) ("SFA") and accredited investors and other persons in accordance with the conditions specified in Sections 275 and 305 of the SFA. This publication is not a prospectus as defined in the SFA. It may not be further distributed in whole or in part for any purpose. The Hongkong and Shanghai Banking Corporation Limited Singapore Branch is regulated by the Monetary Authority of Singapore. Recipients in Singapore should contact a "Hongkong and Shanghai Banking Corporation Limited Singapore Branch" representative in respect of any matters arising from, or in connection with this report. In Australia, this publication has been distributed by The Hongkong and Shanghai Banking Corporation Limited (ABN 65 117 925 970, AFSL 301737) for the general information of its dustributed (AFSL No. 232595). These respective entities make no representations that the products or services mentioned in this document are available to persons in Australia or are necessarily suitable for any particular needs of any recipient. This publication is distributed in New Zealand Branch incorporated in Hong Kong SAR.

In Japan, this publication has been distributed by HSBC Securities (Japan) Limited. It may not be further distributed in whole or in part for any purpose. In Korea, this publication is distributed by The Hongkong and Shanghai Banking Corporation Limited, Seoul Securities Branch ("HBAP SLS") for the general information of professional investors specified in Article 9 of the Financial Investment Services and Capital Markets Act ("FSCMA"). This publication is not a prospectus as defined in the FSCMA. It may not be further distributed in whole or in part for any purpose. HBAP SLS is regulated by the Financial Services Commission and the Financial Supervisory Service of Korea.

In Canada, this document has been distributed by HSBC Bank Canada and/or its affiliates. Where this document contains market updates/overviews, or similar materials (collectively deemed "Commentary" in Canada although other affiliate jurisdictions may term "Commentary" as either "macro-research" or "research"), the Commentary is not an offer to sell, or a solicitation of an offer to sell or subscribe for, any financial product or instrument (including, without limitation, any currencies, securities, commodities or other financial instruments).

© Copyright 2015, The Hongkong and Shanghai Banking Corporation Limited, ALL RIGHTS RESERVED. No part of this publication may be reproduced, stored in a retrieval system, or transmitted, on any form or by any means, electronic, mechanical, photocopying, recording, or otherwise, without the prior written permission of The Hongkong and Shanghai Banking Corporation Limited. MICA (P) 157/06/2014, MICA (P) 136/02/2015 and MICA (P) 041/01/2015