



# Beijing North Star Company Limited

## 北京北辰實業股份有限公司

(HKEx Stock Code 港交所股票代號 : 0588; SSE Stock Code 上交所股票代號 : 601588)

### Interim Report

### 中期報告

### 2007





## Interim Report 中期報告

*For the six months ended 30th June 2007* 截至二零零七年六月三十日止六個月

- Sales was RMB1,477,132,000, a 14.2% increase over the same period last year  
營業額為人民幣 1,477,132,000 元，較去年同期上升 14.2%
- Operating profit was RMB314,819,000, a 3.8% increase over the same period last year  
經營溢利為人民幣 314,819,000 元，較去年同期上升 3.8%
- Profit attributable to equity holders of the Company was RMB326,024,000, recording a 79.1% increase over the same period last year  
本公司權益持有人應佔溢利為人民幣 326,024,000 元，較去年同期上升 79.1%
- Earnings per share was RMB0.097, earnings per share in the same period last year was RMB0.098  
每股溢利為人民幣 0.097 元，去年同期每股溢利為人民幣 0.098 元
- The Board resolved that no interim dividend would be declared in respect of the six months ended 30th June 2007 (six months ended 30th June 2006: nil)  
董事會決議不派發截至二零零七年六月三十日止六個月期間之中期股息(截至二零零六年六月三十日止六個月期間：無)

## Condensed Consolidated Balance Sheet

	Note	As at	
		30th June 2007 Unaudited RMB'000	31st December 2006 Audited RMB'000
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	5	824,337	832,272
Investment properties	5	2,128,000	3,100,740
Land use rights	5	1,219	1,235
Properties under development	5	922,520	299,030
Interest in a jointly controlled entity		—	19,286
Deferred income tax assets		34,893	24,061
		<u>3,910,969</u>	<u>4,276,624</u>
<b>Current assets</b>			
Inventories		54,378	53,088
Properties held for sale		846,876	819,627
Properties under development for sale		6,240,333	5,505,585
Trade and other receivables	6	737,253	356,049
Restricted bank deposits		183,290	180,282
Cash and cash equivalents		3,911,000	4,917,721
		<u>11,973,130</u>	<u>11,832,352</u>
<b>Total assets</b>		<u><u>15,884,099</u></u>	<u><u>16,108,976</u></u>
<b>EQUITY</b>			
<b>Capital and reserves attributable to the Company's equity holders</b>			
Share capital	7	3,367,020	3,367,020
Other reserves		3,941,259	3,941,259
Retained earnings			
– Proposed final dividend		—	134,681
– Others		1,780,764	1,454,740
		<u>9,089,043</u>	<u>8,897,700</u>
<b>Minority interests</b>		<u>217,858</u>	<u>183,118</u>
<b>Total equity</b>		<u><u>9,306,901</u></u>	<u><u>9,080,818</u></u>

## 簡明綜合資產負債表

	附註	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
<b>資產</b>			
<b>非流動資產</b>			
物業、廠房和設備	5	824,337	832,272
投資物業	5	2,128,000	3,100,740
土地使用權	5	1,219	1,235
開發中物業	5	922,520	299,030
共同控制實體		—	19,286
遞延稅項資產		34,893	24,061
		<u>3,910,969</u>	<u>4,276,624</u>
<b>流動資產</b>			
存貨		54,378	53,088
待出售已落成物業		846,876	819,627
待出售開發中物業		6,240,333	5,505,585
應收賬款及其他應收款項	6	737,253	356,049
受限制銀行存款		183,290	180,282
現金和現金等價物		3,911,000	4,917,721
		<u>11,973,130</u>	<u>11,832,352</u>
<b>總資產</b>		<u><u>15,884,099</u></u>	<u><u>16,108,976</u></u>
<b>權益</b>			
<b>本公司權益持有人應佔資本之權益</b>			
股本	7	3,367,020	3,367,020
其他儲備		3,941,259	3,941,259
保留溢利			
擬派末期股息		—	134,681
其他		1,780,764	1,454,740
		<u>9,089,043</u>	<u>8,897,700</u>
<b>少數股東權益</b>		<u>217,858</u>	<u>183,118</u>
<b>總權益</b>		<u><u>9,306,901</u></u>	<u><u>9,080,818</u></u>

## Condensed Consolidated Balance Sheet (Continued)

	Note	As at	
		30th June 2007 Unaudited RMB'000	31st December 2006 Audited RMB'000
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Long term borrowings	9	1,600,859	1,798,980
Deferred income tax liabilities		467,399	589,965
		<u>2,068,258</u>	<u>2,388,945</u>
<b>Current liabilities</b>			
Trade and other payables	8	3,849,451	3,882,771
Tax payable		149,489	106,442
Current portion of long term borrowings	9	400,000	400,000
Short term borrowings	9	110,000	250,000
		<u>4,508,940</u>	<u>4,639,213</u>
<b>Total liabilities</b>		<u>6,577,198</u>	<u>7,028,158</u>
<b>Total equity and liabilities</b>		<u>15,884,099</u>	<u>16,108,976</u>
<b>Net current assets</b>		<u>7,464,190</u>	<u>7,193,139</u>
<b>Total assets less current liabilities</b>		<u>11,375,159</u>	<u>11,469,763</u>

The notes on pages 12 to 57 form an integral part of this condensed consolidated interim financial information.

## 簡明綜合資產負債表 (續)

	附註	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
<b>負債</b>			
<b>非流動負債</b>			
長期借款	9	1,600,859	1,798,980
遞延稅項負債		467,399	589,965
		<u>2,068,258</u>	<u>2,388,945</u>
<b>流動負債</b>			
應付賬款及其他應付款項	8	3,849,451	3,882,771
應付稅金		149,489	106,442
一年內到期的長期借款	9	400,000	400,000
短期借款	9	110,000	250,000
		<u>4,508,940</u>	<u>4,639,213</u>
<b>總負債</b>		<u>6,577,198</u>	<u>7,028,158</u>
<b>總權益及負債</b>		<u>15,884,099</u>	<u>16,108,976</u>
<b>流動資產淨值</b>		<u>7,464,190</u>	<u>7,193,139</u>
<b>總資產減流動負債</b>		<u>11,375,159</u>	<u>11,469,763</u>

第12至57頁的附註為本簡明綜合中期財務資料的整體部分。

## Condensed Consolidated Income Statement (unaudited)

	Note	Six months ended 30th June	
		2007 RMB'000	2006 RMB'000
Turnover	4	1,477,132	1,293,180
Cost of sales	11	(926,400)	(827,416)
<b>Gross profit</b>		<b>550,732</b>	<b>465,764</b>
Selling and marketing costs	11	(69,424)	(64,185)
Administrative expenses	11	(165,630)	(98,839)
Other (losses)/gains – net	10	(859)	537
<b>Operating profit</b>		<b>314,819</b>	<b>303,277</b>
Finance income		15,046	4,616
Finance costs		—	(10,058)
Finance income/(costs) – net	12	15,046	(5,442)
Share of loss of a jointly controlled entity		—	(812)
<b>Profit before income tax</b>		<b>329,865</b>	<b>297,023</b>
Income tax credit/(expense)	13	31,368	(84,267)
<b>Profit for the period</b>		<b>361,233</b>	<b>212,756</b>
<b>Attributable to:</b>			
Equity holders of the Company		326,024	182,050
Minority interests		35,209	30,706
		<b>361,233</b>	<b>212,756</b>
<b>Earnings per share for profit attributable to the equity holders of the Company during the period (basic and diluted)</b>	14	<b>RMB9.7 cents</b>	<b>RMB9.8 cents</b>
<b>Interim dividend</b>	15	<b>—</b>	<b>—</b>

The notes on pages 12 to 57 form an integral part of this condensed consolidated interim financial information.

## 簡明綜合損益表 (未經審核)

	附註	截至六月三十日止六個月	
		二零零七年 人民幣千元	二零零六年 人民幣千元
收入	4	1,477,132	1,293,180
銷售成本	11	(926,400)	(827,416)
<b>毛利</b>		<b>550,732</b>	<b>465,764</b>
銷售及推廣費用	11	(69,424)	(64,185)
管理費用	11	(165,630)	(98,839)
其他(虧損)/收益－淨額	10	(859)	537
<b>經營溢利</b>		<b>314,819</b>	<b>303,277</b>
融資收入		15,046	4,616
融資成本		—	(10,058)
融資收入/(成本)－淨額	12	15,046	(5,442)
共同控制實體所佔虧損份額		—	(812)
<b>除稅前溢利</b>		<b>329,865</b>	<b>297,023</b>
所得稅沖回/(費用)	13	31,368	(84,267)
<b>本期溢利</b>		<b>361,233</b>	<b>212,756</b>
<b>應佔溢利：</b>			
本公司權益持有人		326,024	182,050
少數股東權益		35,209	30,706
		<b>361,233</b>	<b>212,756</b>
<b>按當期本公司權益持有人應佔溢利 計算的每股溢利(基本及攤薄)</b>	14	<b>人民幣9.7分</b>	<b>人民幣9.8分</b>
中期股息	15	—	—

第12至57頁的附註為本簡明綜合中期財務資料的整體部分。



## Condensed Consolidated Cash Flow Statement (unaudited)

	Six months ended 30th June	
	2007	2006
	RMB'000	RMB'000
Net cash used in operating activities	(796,229)	(504,863)
Net cash from/(used in) investing activities	264,195	(19,561)
Net cash (used in)/from financing activities	(474,687)	2,278,494
Net (decrease)/increase in cash and cash equivalents	(1,006,721)	1,754,070
Cash and cash equivalents at 1st January	4,917,721	529,164
Cash and cash equivalents at 30th June	<u>3,911,000</u>	<u>2,283,234</u>
Analysis of balances of cash and cash equivalents:		
Cash and bank balances	4,094,290	2,429,086
Restricted bank deposits	(183,290)	(145,852)
	<u>3,911,000</u>	<u>2,283,234</u>

The notes on pages 12 to 57 form an integral part of this condensed consolidated interim financial information.

## 簡明綜合現金流量表 (未經審核)

	截至六月三十日止六個月	
	二零零七年 人民幣千元	二零零六年 人民幣千元
經營活動之現金流出淨額	(796,229)	(504,863)
投資活動之現金流入／(流出)淨額	264,195	(19,561)
融資活動之現金(流出)／流入淨額	(474,687)	2,278,494
現金及現金等價物之(減少)／增加 於一月一日之現金及現金等價物	(1,006,721)	1,754,070
於六月三十日之現金及現金等價物	4,917,721	529,164
現金及現金等價物結餘分析：		
現金和銀行存款	4,094,290	2,429,086
受限制的銀行存款	(183,290)	(145,852)
	3,911,000	2,283,234

第12至57頁的附註為本簡明綜合中期財務資料的整體部分。

## Condensed Consolidated Statement Of Changes In Equity

	Unaudited				
	Attributable to the equity holders of the Company				
	Share capital	Other reserves	Retained earnings	Minority interests	Total
	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
Balance at 1st January 2006	1,867,020	1,863,377	1,286,635	140,530	5,157,562
Profit and total recognised income for the period	—	—	182,050	30,706	212,756
2005 final dividend	—	—	(46,676)	—	(46,676)
<b>Balance at 30th June 2006</b>	<u>1,867,020</u>	<u>1,863,377</u>	<u>1,422,009</u>	<u>171,236</u>	<u>5,323,642</u>
Balance at 1st January 2007	3,367,020	3,941,259	1,589,421	183,118	9,080,818
Profit and total recognised income for the period	—	—	326,024	35,209	361,233
2006 final dividend	—	—	(134,681)	—	(134,681)
Acquisition of additional interests in a subsidiary from minority shareholders	—	—	—	(469)	(469)
<b>Balance at 30th June 2007</b>	<u>3,367,020</u>	<u>3,941,259</u>	<u>1,780,764</u>	<u>217,858</u>	<u>9,306,901</u>

The notes on pages 12 to 57 form an integral part of this condensed consolidated interim financial information.

## 簡明綜合股東權益變動表

	未經審核				
	本公司權益持有人應佔				
	股本	其他儲備	保留溢利	少數股東權益	總額
人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	
二零零六年一月一日	1,867,020	1,863,377	1,286,635	140,530	5,157,562
本期溢利及總確認收益	—	—	182,050	30,706	212,756
二零零五年末期股息	—	—	(46,676)	—	(46,676)
二零零六年六月三十日	<u>1,867,020</u>	<u>1,863,377</u>	<u>1,422,009</u>	<u>171,236</u>	<u>5,323,642</u>
二零零七年一月一日	3,367,020	3,941,259	1,589,421	183,118	9,080,818
本期溢利及總確認收益	—	—	326,024	35,209	361,233
二零零六年末期股息	—	—	(134,681)	—	(134,681)
從少數股東收購一家 附屬公司股份	—	—	—	(469)	(469)
二零零七年六月三十日	<u>3,367,020</u>	<u>3,941,259</u>	<u>1,780,764</u>	<u>217,858</u>	<u>9,306,901</u>

第12至57頁的附註為本簡明綜合中期財務資料的整體部分。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

### 1. GENERAL INFORMATION

Beijing North Star Company Limited (the “Company”) is a joint stock limited company established in the People’s Republic of China (the “PRC”) in April 1997 as part of the reorganisation (the “Reorganisation”) of a state-owned enterprise known as Beijing North Star Industrial Group Company (the “BNSIGC”).

Pursuant to the Reorganisation in preparation for the listing of the Company’s H shares on the Main Board of The Stock Exchange of Hong Kong Limited, the Company took over the principal subsidiaries and business undertakings, together with their related assets and liabilities. The Company was granted the status of a sino-foreign joint venture joint stock limited company on 20th July 1998. The address of its registered office is No.8 Bei Chen Dong Road, Chao Yang District, Beijing, the PRC.

On 25th September 2006, the Company issued 1,500,000,000 A shares at RMB2.4 per share and the shares were listed on the Shanghai Stock Exchange on 16th October 2006. Since then, the Company’s shares were jointly listed on the Main Board of The Stock Exchange of Hong Kong and the Shanghai Stock Exchange.

The Company is principally engaged in property leasing, land and property development, property investment, provision of food and beverage services as well as the operation of a hotel and a department store in the PRC. The subsidiaries are mainly engaged in property development, property management and investment in Beijing, the PRC. The Company and its subsidiaries are herein collectively referred to as the “Group”.

### 2. BASIS OF PREPARATION

This unaudited condensed consolidated interim financial information has been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants and Appendix 16 of the Rules Governing the Listing of Securities on the Main Board of The Stock Exchange of Hong Kong Limited. This condensed consolidated interim financial information should be read in conjunction with the 2006 annual financial report.

## 未經審核簡明綜合中期財務資料附註

### 1. 公司背景

北京北辰實業股份有限公司（「本公司」）為一家於一九九七年四月在中華人民共和國（「中國」）成立之股份有限公司，作為一家國有企業名為北京北辰實業集團公司（「北辰集團」）進行重組（「重組」）之一部分。

根據為本公司之H股在香港聯合交易所有限公司主板上市而進行的重組，本公司收購主要附屬公司及轄下業務，連同其有關資產及負債。於一九九八年七月二十日，本公司取得為中合資股份有限公司之資格。本公司註冊地址為中國北京市朝陽區北辰東路8號。

於二零零六年九月二十五日，本公司以每股人民幣2.4元的價格發行了1,500,000,000股A股，於同年十月十六日在上海證券交易所掛牌上市。從此，本公司成為同時在香港聯合交易所有限公司主板和上海證券交易所上市的公司。

本公司主要業務為在中國進行物業出租、土地及物業開發、物業投資、餐飲業、經營酒店及百貨業。附屬公司之主要業務為在中國北京進行物業發展、物業管理及投資。本公司及其附屬公司統稱為「本集團」。

### 2. 編製基準

未經審核之簡明綜合中期財務資料是按照香港會計師公會頒布之香港會計準則第34條《中期財務報告》及香港聯合交易所有限公司證券上市規則附錄16之有關規定而編製。此簡明綜合中期財務資料應和二零零六年年度財務報告一同閱讀。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies and methods of computation used in the preparation of the condensed consolidated interim financial information are consistent with those used in the annual financial statements for the year ended 31st December 2006.

The following new standards, amendments to standards and interpretations are mandatory for financial year ending 31st December 2007.

- HK(IFRIC)-Int.7, "Applying the Restatement Approach under HKFRS 29 Financial reporting in Hyperinflationary Economics", effective for annual periods beginning on or after 1st March 2006. This interpretation is not relevant to the Group's operations;
- HK(IFRIC)-Int.8, 'Scope of HKFRS 2', effective for annual periods beginning on or after 1st May 2006. HK(IFRIC)-Int.8 requires consideration of transactions involving the issuance of equity instruments - where the identifiable consideration received is less than the fair value of the equity instruments issued - to establish whether or not they fall within the scope of HKFRS 2. This interpretation does not have any impact on this unaudited condensed consolidated interim financial information;
- HK(IFRIC)-Int.9, "Reassessment of Embedded Derivatives", effective for annual periods beginning on or after 1st June 2006. HK(IFRIC)-9 requires an entity to assess whether an embedded derivative is required to be separated from the host contract and accounted for as a derivative when the entity first becomes a party to the contract. Subsequent reassessment is prohibited unless there is a change in the terms of the contract that significantly modifies the cash flows that otherwise would be required under the contract, in which case reassessment is required. As none of the group entities have changed the terms of their contracts, HK(IFRIC)-9 is not relevant to the Group's operations;
- HK(IFRIC)-Int.10, "Interim Financial reporting and Impairment", effective for annual periods beginning on or after 1st November 2006. HK(IFRIC)-Int.10 prohibits the impairment losses recognised in a previous interim period on goodwill, investments in equity instruments and investments in financial assets carried at cost to be reversed at a subsequent balance sheet date. This interpretation does not have any impact on this unaudited consolidated condensed interim financial information; and
- HKFRS 7, "Financial instruments: Disclosures", effective for annual periods beginning on or after 1st January 2007. HKAS 1, "Amendments to capital disclosures", effective for annual periods beginning on or after 1 January 2007. The Group has assessed that the major impact is the new disclosures relating to sensitivity analysis for market risks and capital required under HKAS 1.

## 未經審核簡明綜合中期財務資料附註 (續)

### 3. 主要會計政策

編製此簡明綜合中期財務資料之會計政策及計算方法與編製截至二零零六年十二月三十一日止年度財務報表所採用者一致。

以下新訂準則，對準則的修訂和詮釋必須在截至二零零七年十二月三十一日止財政年度採用。

- 香港(國際財務報告詮釋委員會)－詮釋7「應用香港財務報告準則29下的重列法」，自二零零六年三月一日或以後開始的會計期間生效。此項詮釋與本集團無關；
- 香港(國際財務報告詮釋委員會)－詮釋8「香港財務報告準則2的範圍」，自二零零六年五月一日或以後開始的會計期間生效。香港(國際財務報告詮釋委員會)－詮釋8規定考慮發行股權工具的交易-當收到的可識別的對價款低於發行的股權工具的公允價值時-是否屬於香港財務準則2的範圍。此項解釋與對未經審核的簡明綜合中期財務資料沒有任何影響；
- 香港(國際財務報告詮釋委員會)－詮釋9—「重新評估勘入式衍生工具」，自二零零六年六月一日或以後開始的會計期間生效。香港(國際財務報告詮釋委員會)－詮釋9規定當實體首次成為主合約的一方，必須評估該勘入式衍生工具是否需要與該主合約分開處理，並記帳為衍生工具。此項準則禁止進行後期評估，但假如合約條款有變導致大幅度修改了合約原有的現金流量，則可在有需要時進行重估。由於沒有集團成員已經修改了合同的條件，此項修訂與本集團無關；
- 香港(國際財務報告詮釋委員會)－詮釋10—「中期財務報告和減值」，自二零零六年十一月一日或以後開始的會計期間生效。香港(國際財務報告詮釋委員會)－詮釋10規定禁止在中期期間確認的商譽、權益工具的投資和按成本值列賬的金融資產投資的減值虧損，在之後的結算日撥回，此項修訂對未經審核的簡明綜合中期財務資料沒有任何影響；及
- 香港財務報告準則7「金融工具：披露」，自二零零七年一月一日或以後開始的會計期間生效。香港會計準則1「資本披露的修訂」，自二零零七年一月一日或以後開始的會計期間生效。本集團已評估香港財務報告準則7以及對香港會計準則1修訂的影響，結論為主要的額外披露將為香港會計準則1修訂所規定對市場風險的敏感性分析和資本披露。



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 3. SIGNIFICANT ACCOUNTING POLICIES *(Continued)*

The following new standards, amendments to standards and interpretations have been issued but are not effective for 2007 and have not been early adopted by the Group.

- HK(IFRIC)-Int.11, "HKFRS 2 – Group and Treasury Share Transactions", effective for annual periods beginning on or after 1st March 2007. HK(IFRIC)-Int.11 addresses how to apply HKFRS 2 Share-based Payments to share-based payment arrangements involving an entity's own equity instruments or equity instruments of another entity in the same group. Management does not expect the interpretation to be relevant to the Group;
- HK(IFRIC)-Int.12, "Service Concession Arrangements", effective for annual periods beginning on or after 1st January 2008. HK(IFRIC)-12 provides guidance on the accounting by operators in public-to-private service concession arrangements. As the Group does not participate in service concession arrangements, HK(IFRIC)-12 is not relevant to the Group's operations;
- HKFRS 8, "Operation Segments", effective for annual periods beginning on or after 1st January 2009. HKFRS 8 replaces HKAS 14, "Segment Reporting" and specifies how an entity should report information about its operating segments in annual financial statements and as a consequential amendment to HKAS 34, "Interim Financial Reporting", requires an entity to report selected information about its operating segments in interim financial information. This standard also sets out requirements for related disclosures about products and services, geographical areas and major customers. Management is currently assessing the impact of this standard on the Group's consolidated financial information; and
- HKAS 23 (revised 2007), "Borrowing Costs", effective for annual periods beginning on or after 1st January 2009. HKAS 23 (revised 2007) removes the option of expensing borrowing costs and requires an entity to capitalise borrowing costs attributable to qualifying assets. Management believes that this revised standard should not have any significant impact on the Group's consolidated financial information.

## 未經審核簡明綜合中期財務資料附註 (續)

### 3. 主要會計政策 (續)

下列已發出但在二零零七年仍未生效的新訂準則、對準則的修訂和詮釋並無提早採納。

- 香港(國際財務報告詮釋委員會)－詮釋11「香港財務報告準則2—集團及庫存股份交易」，自二零零七年三月一日或以後開始的會計期間生效。香港(國際財務報告詮釋委員會)－詮釋11規定了在股本基礎的付款協議中當涉及到實體自身的股權工具或同一集團下其它實體的股權工具時如何應用香港財務報告準則2。管理層預期此項詮釋與本集團無關；
- 香港(國際財務報告詮釋委員會)－詮釋12「服務特許權協議」，自二零零八年一月一日或以後開始的會計期間生效。香港(國際財務報告詮釋委員會)－詮釋12提供了關於公共對私人的服務特許權協議的會計指導。由於本集團沒有參與服務特許權協議，此項詮釋與本集團無關；
- 香港財務報告準則8「營運分部」，自二零零九年一月一日或以後開始的會計期間生效。香港財務報告準則8取代香港會計準則14「分佈報告」詳細規定了實體如何在年度財務報告中公佈與其營運分部相關的信息，並且同時作為香港會計準則34「中期財務報告」的詮釋，規定了實體如何在中期財務報告中公佈選定的營運分部信息。本準則同時確立了與產品和服務、區域分佈及主要消費者相關的披露的要求。管理層正在評估這項修訂對集團綜合財務資料的影響；及
- 香港會計準則23(修訂2007)「借貸成本」，自二零零九年一月一日或以後開始的會計期間生效。香港會計準則23(修訂2007)取消了借貸成本可費用化的選擇並要求實體將可歸於有資格的資產的借貸成本資本化。管理層預期此項修訂對本集團綜合財務資料沒有重大影響。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 4. SEGMENT INFORMATION

Primary reporting format – business segments:

At 30th June 2007, the Group is organised in the PRC into four main business segments:

- (1) Sales of properties and land use rights;
- (2) Retail operations;
- (3) Rental from investment properties; and
- (4) Operation of hotels

Other operations of the Group mainly comprise property management, restaurant and recreation operations, none of which are of a sufficient size to be reported separately.

The segment results for the six months ended 30th June 2007 are as follows:

	Unaudited					Group RMB'000
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Total segment turnover	879,244	226,496 <sup>(a)</sup>	150,844	171,261	68,645	1,496,490
Inter-segment sales	—	—	—	—	(19,358)	(19,358)
Turnover from external customers	<u>879,244</u>	<u>226,496</u>	<u>150,844</u>	<u>171,261</u>	<u>49,287</u>	<u>1,477,132</u>
Segment results	<u>175,190</u>	<u>38,484</u>	<u>70,207</u>	<u>42,609</u>	<u>752</u>	<u>327,242</u>
Unallocated costs						(12,423)
Operating profit						314,819
Finance income – net						15,046
Profit before income tax						329,865
Income tax credit						31,368
Profit for the period						<u>361,233</u>

Note (a) Analysis of revenue from retail operations is as follows:

	Unaudited	
	Six months ended 30th June 2007 RMB'000	2006 RMB'000
Sales of owned merchandise	164,488	177,525
Commission income from concessionary sales*	62,008	57,175
	<u>226,496</u>	<u>234,700</u>

\* Gross sales of the merchandise under such concessionary arrangement amounted to RMB 254,072,000 (six months ended 30th June 2006: RMB 262,023,000).

## 未經審核簡明綜合中期財務資料附註 (續)

### 4. 分部資料

主要報告形式－業務分部資料：

於二零零七年六月三十日，本集團於中華人民共和國（「中國」）經營四項主要業務分部：

- (1) 物業及土地使用權銷售；
- (2) 零售商業業務；
- (3) 投資物業租金收入；和
- (4) 酒店業務

本集團其他業務主要為物業管理、餐廳及娛樂業務，三者的規模皆不足以作出獨立報告。

截至二零零七年六月三十日止六個月期間的分部業績如下：

	未經審核					本集團 人民幣千元
	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	
分部收入總額	879,244	226,496 <sup>(a)</sup>	150,844	171,261	68,645	1,496,490
分部間收入額	—	—	—	—	(19,358)	(19,358)
淨收入	879,244	226,496	150,844	171,261	49,287	1,477,132
分部業績	175,190	38,484	70,207	42,609	752	327,242
未分配成本						(12,423)
經營溢利						314,819
融資收入－淨額						15,046
除稅前溢利						329,865
所得稅沖回						31,368
本期溢利						361,233

附註(a) 零售商業業務收入分析如下：

	未經審核	
	截至六月三十日止六個月期間 二零零七年 人民幣千元	二零零六年 人民幣千元
商品銷售－直接銷售收入	164,488	177,525
特許專櫃銷售佣金收入*	62,008	57,175
	226,496	234,700

\* 特許專櫃銷售全額收入為人民幣254,072,000元（截至二零零六年六月三十日止六個月期間：人民幣262,023,000元）。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 4. SEGMENT INFORMATION (Continued)

The segment results for the six months ended 30th June 2006 are as follows:

	Unaudited					Group RMB'000
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Total segment turnover	720,203	234,700	150,401	150,338	50,792	1,306,434
Inter-segment sales	—	—	—	—	(13,254)	(13,254)
Turnover from external customers	<u>720,203</u>	<u>234,700</u>	<u>150,401</u>	<u>150,338</u>	<u>37,538</u>	<u>1,293,180</u>
Segment results	<u>178,893</u>	<u>39,050</u>	<u>74,768</u>	<u>30,921</u>	<u>(2,838)</u>	<u>320,794</u>
Unallocated costs						(17,517)
Operating profit						303,277
Finance costs-net						(5,442)
Share of loss of a jointly controlled entity	—	—	—	—	(812)	(812)
Profit before income tax						297,023
Income tax expense						(84,267)
Profit for the period						<u>212,756</u>

Unallocated costs represent corporate expenses. Inter-segment transactions are entered into under the similar terms that would also be available to unrelated third parties.

## 未經審核簡明綜合中期財務資料附註 (續)

### 4. 分部資料 (續)

截至二零零六年六月三十日止六個月期間的分部業績如下：

	未經審核					本集團 人民幣千元
	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	
分部收入總額	720,203	234,700	150,401	150,338	50,792	1,306,434
分部間收入額	—	—	—	—	(13,254)	(13,254)
<b>淨收入</b>	<u>720,203</u>	<u>234,700</u>	<u>150,401</u>	<u>150,338</u>	<u>37,538</u>	<u>1,293,180</u>
分部業績	<u>178,893</u>	<u>39,050</u>	<u>74,768</u>	<u>30,921</u>	<u>(2,838)</u>	320,794
未分配成本						(17,517)
經營溢利						303,277
融資成本－淨額						(5,442)
共同控制實體 所佔虧損份額	—	—	—	—	(812)	(812)
<b>除稅前溢利</b>						<u>297,023</u>
所得稅費用						(84,267)
<b>本期溢利</b>						<u><u>212,756</u></u>

未分配成本指企業開支。分部間轉撥或交易按非關第三方亦可取得的一般商業條款訂立。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 4. SEGMENT INFORMATION (Continued)

Other segment terms included in the income statement are as follows:

	Unaudited					Group
	Six months ended 30th June 2007					
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Depreciation	663	6,441	5,132	17,883	1,429	31,548
Amortisation	26,094	—	—	—	—	26,094
Reversal of provision for impairment of receivables	(840)	—	—	—	—	(840)
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
	Unaudited					Group
	Six months ended 30th June 2006					
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Depreciation	423	6,292	5,702	18,628	2,733	33,778
Amortisation	11,053	—	—	—	—	11,053
Reversal of provision for impairment of receivables	(20)	—	—	—	—	(20)
Reversal of provision for inventories	—	(370)	—	—	—	(370)
Reversal of impairment of properties held for sale	(39,725)	—	—	—	—	(39,725)
	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 4. 分部資料 (續)

其他包含於損益表的分部業績如下：

	未經審核					本集團 人民幣千元
	截至二零零七年六月三十日止六個月					
	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	
折舊	663	6,441	5,132	17,883	1,429	31,548
攤銷	26,094	—	—	—	—	26,094
沖回呆賬準備	(840)	—	—	—	—	(840)
	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>

	未經審核					本集團 人民幣千元
	截至二零零六年六月三十日止六個月					
	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	
折舊	423	6,292	5,702	18,628	2,733	33,778
攤銷	11,053	—	—	—	—	11,053
沖回呆賬準備	(20)	—	—	—	—	(20)
沖回存貨跌價準備	—	(370)	—	—	—	(370)
沖回待出售 已落成物業跌價準備	(39,725)	—	—	—	—	(39,725)
	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>	<u>        </u>



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 4. SEGMENT INFORMATION (Continued)

The segment assets and liabilities at 30th June 2007 and capital expenditure for the six months then ended are as follows:

	Unaudited					Group RMB'000
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Segment assets	9,984,285	174,428	2,210,097	657,629	58,705	13,085,144
Unallocated assets						2,798,955
Total assets						<u>15,884,099</u>
Segment liabilities	5,602,338	121,816	116,836	34,888	143,328	6,019,206
Unallocated liabilities						557,992
Total liabilities						<u>6,577,198</u>
Capital expenditure	<u>633,611</u>	<u>260</u>	<u>9,065</u>	<u>2,849</u>	<u>1,954</u>	<u>647,739</u>

The segment assets and liabilities at 31st December 2006 and capital expenditure for the six months ended 30th June 2006 are as follows:

	Unaudited					Group RMB'000
	Sales of properties and land use rights RMB'000	Retail operations RMB'000	Investment properties RMB'000	Hotel operations RMB'000	Other operations RMB'000	
Audited						
Segment assets	7,789,616	223,781	3,159,398	679,114	41,255	11,893,164
Jointly controlled entity	—	—	—	—	19,286	19,286
Unallocated assets						4,196,526
Total assets						<u>16,108,976</u>
Segment liabilities	5,489,317	126,698	542,201	34,439	142,912	6,335,567
Unallocated liabilities						692,591
Total liabilities						<u>7,028,158</u>
Unaudited						
Capital expenditure	<u>641,035</u>	<u>961</u>	<u>11,593</u>	<u>3,363</u>	<u>3,633</u>	<u>660,585</u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 4. 分部資料 (續)

於二零零七年六月三十日的分部資產和負債以及截至二零零七年六月三十日止六個月期間的資本開支列示如下：

	未經審核					本集團 人民幣千元
	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	
	分部資產	9,984,285	174,428	2,210,097	657,629	
未分配資產						2,798,955
總資產						15,884,099
分部負債	5,602,338	121,816	116,836	34,888	143,328	6,019,206
未分配負債						557,992
總負債						6,577,198
資本開支	633,611	260	9,065	2,849	1,954	647,739

於二零零六年十二月三十一日的分部資產和負債以及截至二零零六年六月三十日止六個月期間的資本開支列示如下：

	物業及土地 使用權銷售 人民幣千元	零售商業 業務 人民幣千元	投資物業 人民幣千元	酒店業務 人民幣千元	其他業務 人民幣千元	本集團 人民幣千元	
	經審核						
	分部資產	7,789,616	223,781	3,159,398	679,114	41,255	11,893,164
共同控制實體	—	—	—	—	19,286	19,286	
未分配資產						4,196,526	
總資產						16,108,976	
分部負債	5,489,317	126,698	542,201	34,439	142,912	6,335,567	
未分配負債						692,591	
總負債						7,028,158	
未經審核							
資本開支	641,035	961	11,593	3,363	3,633	660,585	

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 4. SEGMENT INFORMATION (Continued)

Segment assets consist primarily of property, plant and equipment, investment properties, land use rights, properties, inventories, receivables and operating cash. They exclude interest in a jointly controlled entity, deferred income tax assets and corporate assets.

Segment liabilities comprise operating liabilities. They exclude items such as deferred income tax liabilities, corporate borrowings and dividends payable.

Capital expenditure comprises additions to property, plant and equipment, investment properties, land use rights and properties under development.

#### Secondary reporting format – geographical segments

Since all the Group's sales and operating profit are derived from activities in the PRC, no geographical analysis is shown.

### 5. CAPITAL EXPENDITURE

	Property, plant and equipment RMB'000	Investment properties RMB'000	Unaudited Land use rights RMB'000	Properties under development RMB'000
Opening net book amount as at				
1st January 2006	879,475	3,052,740	94,200	570,974
Additions	19,647	—	121,208	519,730
Disposals	(55)	—	—	—
Depreciation/amortisation charged to expense	(33,778)	—	(7,717)	—
Depreciation recorded in properties under development for sale	(219)	—	—	—
Closing net book amount as at	<u>865,070</u>	<u>3,052,740</u>	<u>207,691</u>	<u>1,090,704</u>
30th June 2006				
Opening net book amount as at				
1st January 2007	832,272	3,100,740	1,235	299,030
Acquisition of a subsidiary	9,735	—	—	—
Additions	14,362	—	—	633,377
Disposals (note a)	(484)	(972,740)	—	—
Depreciation/amortisation charged to expense	(31,548)	—	(16)	(9,887)
Closing net book amount as at	<u>824,337</u>	<u>2,128,000</u>	<u>1,219</u>	<u>922,520</u>
30th June 2007				

## 未經審核簡明綜合中期財務資料附註 (續)

### 4. 分部資料 (續)

分部資產主要包括物業、廠房及設備、投資物業、土地使用權、物業、存貨、應收賬款和營業資金。不包括共同投資實體的投資，遞延稅項資產及企業資產。

分部負債由營運負債組成。此等負債不包括遞延稅項負債、企業貸款以及應付股利。

資本開支包括本期新增物業、廠房及設備，投資物業，土地使用權及開發中物業的支出。

#### 次要報告形式—地區分部資料

由於本集團的營業額及經營溢利全部來自中國，因此並沒有為區域割分作分析。

### 5. 資本開支

	未經審核			
	物業、 廠房和設備 人民幣千元	投資物業 人民幣千元	土地使用權 人民幣千元	開發中物業 人民幣千元
二零零六年一月一日淨值	879,475	3,052,740	94,200	570,974
添置	19,647	—	121,208	519,730
處置	(55)	—	—	—
折舊及攤銷在費用列支	(33,778)	—	(7,717)	—
折舊計入				
待出售開發中物業	(219)	—	—	—
二零零六年六月三十日淨值	<u>865,070</u>	<u>3,052,740</u>	<u>207,691</u>	<u>1,090,704</u>
二零零七年一月一日淨值	832,272	3,100,740	1,235	299,030
收購一家附屬公司	9,735	—	—	—
添置	14,362	—	—	633,377
處置 (附註a)	(484)	(972,740)	—	—
折舊及攤銷在費用列支	(31,548)	—	(16)	(9,887)
二零零七年六月三十日淨值	<u>824,337</u>	<u>2,128,000</u>	<u>1,219</u>	<u>922,520</u>

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 5. CAPITAL EXPENDITURE *(Continued)*

Note (a) On 2nd March 2007, the Company reached an agreement with the Beijing Municipal Government (the "Government") and BNSIGC, under which the Company would transfer a piece of land to the Government for the use of 2008 Olympic Games held in Beijing for a consideration equivalent to the book value of the land. Consideration of such transfer amounted to approximately RMB537,670,000 (after deducting the unpaid portion of the land use rights amounting to RMB435,070,000).

In April 2007, the Company received 50% of the proceeds amounting to RMB268,835,000. The remaining portion of the proceeds of RMB 268,835,000 was included as other receivable as at 30th June 2007 and was subsequently settled in July 2007.

### 6. TRADE AND OTHER RECEIVABLES

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Trade receivables	42,795	32,006
Less: provision for impairment of receivables	(10,209)	(10,905)
Trade receivables – net	32,586	21,101
Prepaid tax – Income tax	80,732	52,916
Prepaid tax – Others	133,065	94,287
Deposits of land use rights	148,176	148,176
Other prepayments	24,541	12,221
Other receivables – net	48,238	25,834
Amounts due from BNSIGC (note a)	269,915	—
Dividend receivable	—	1,514
	<u>737,253</u>	<u>356,049</u>

Note (a) Amounts due from BNSIGC include the remaining portion of the proceeds from the transfer of land to the Government of RMB268,835,000 (note 5 (a)).

## 未經審核簡明綜合中期財務資料附註 (續)

### 5. 資本開支 (續)

附註(a) 於二零零七年三月二日，本公司與北京市政府(以下稱「政府」)及北辰集團達成協議，本公司的一塊土地被政府徵用，用於二零零八年北京奧運會，為此本公司將收到與賬面金額相等的補償金。本公司應收到的淨款項約為人民幣537,670,000元(扣除尚未支付的土地出讓金人民幣435,070,000元)。

於二零零七年四月，本公司收到50%款項人民幣268,835,000元，於二零零七年六月三十日剩餘款項人民幣268,835,000元計入其他應收款項並於二零零七年七月收回。

### 6. 應收賬款及其他應收款項

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
應收賬款	42,795	32,006
減：呆賬準備	(10,209)	(10,905)
應收賬款－淨額	32,586	21,101
預付稅款－企業所得稅	80,732	52,916
預付稅款－其他稅項	133,065	94,287
土地使用權定金	148,176	148,176
其他預付款項	24,541	12,221
其他應收款－淨額	48,238	25,834
應收北辰集團款項(附註a)	269,915	—
應收股利	—	1,514
	<u>737,253</u>	<u>356,049</u>

附註(a) 應收北辰集團款項包括被政府徵用地塊的剩餘補償金人民幣268,835,000元(附註5(a))。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 6. TRADE AND OTHER RECEIVABLES (Continued)

At 30th June 2007 and 31st December 2006, the ageing analyses of the trade receivables are as follows:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Within half year	22,554	12,913
Over half year and within one year	6,560	5,121
Over one year and within two years	2,451	1,942
Over two years and within three years	2,010	1,105
Over three years	9,220	10,925
	<u>42,795</u>	<u>32,006</u>

The credit terms in connection with sales of properties and land use rights granted to the customers are set out in the sale and purchase agreements and vary from agreements. There is no concentration of credit risk with respect to trade receivables as the Group has a large number of customers.

## 未經審核簡明綜合中期財務資料附註 (續)

### 6. 應收賬款及其他應收款項 (續)

於二零零七年六月三十日及二零零六年十二月三十一日，應收賬款之賬齡分析如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
半年以內	22,554	12,913
半年至一年	6,560	5,121
一年至兩年	2,451	1,942
兩年至三年	2,010	1,105
三年以上	9,220	10,925
	<u>42,795</u>	<u>32,006</u>

物業和土地使用權銷售給予客戶之信貸期限按不同之買賣合約而訂立。由於本集團有眾多顧客，因此貿易應收款並無集中的信貸風險。



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 7. SHARE CAPITAL

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Registered, issued and fully paid:		
Liquid shares subject to sales restrictions		
1,160,000,000 (31st December 2006: 1,160,000,000) shares of RMB1 each held by State owned legal person	1,160,000	1,160,000
550,000,000 (31st December 2006: 750,000,000) shares of RMB1 each held by domestic legal person (note a)	550,000	750,000
	<u>1,710,000</u>	<u>1,910,000</u>
Listed shares		
950,000,000 (31st December 2006: 750,000,000) shares of RMB1 each listed in the Mainland (A shares) (note a)	950,000	750,000
707,020,000 (31st December 2006: 707,020,000) foreign invested shares of RMB1 each listed in Hong Kong (H shares)	707,020	707,020
	<u>1,657,020</u>	<u>1,457,020</u>
Total	<u><u>3,367,020</u></u>	<u><u>3,367,020</u></u>

Note (a) Pursuant to the approval document Zheng Jian Fa Xing Zi [2006] No.44 issued by the China Securities Regulatory Commission, the Company held a public offer of 1,500,000,000 Renminbi-denominated ordinary shares (A shares) on the Shanghai Stock Exchange at an offer price of RMB2.4 per share, of which 200,000,000 shares were placed offline to book-building targets. The 200,000,000 shares placed to book-building targets accounted for 13.33% of the total A shares issued and this portion of A shares would become eligible for listing and circulation after a 3-month lock-up period starting from the listing date of the public offer shares offered to public investors (16th October 2006). Accordingly, such A shares became eligible for listing and circulation from 16th January 2007.

## 未經審核簡明綜合中期財務資料附註 (續)

### 7. 股本

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
註冊、已發行及繳足股本：		
有限售條件的流通股		
1,160,000,000股(二零零六年 十二月三十一日：1,160,000,000股) 每股人民幣1元的國有法人持有股	1,160,000	1,160,000
550,000,000股(二零零六年十二月三十一日： 750,000,000股)每股人民幣1元 的境內法人持有股(附註a)	550,000	750,000
	<u>1,710,000</u>	<u>1,910,000</u>
無限售條件的流動股		
950,000,000股(二零零六年十二月三十一日： 750,000,000股)每股人民幣1元 的境內上市的人民幣普通股(A股)(附註a)	950,000	750,000
707,020,000股(二零零六年十二月三十一日： 707,020,000股)每股人民幣1元 的境外上市的外資股股數(H股)	707,020	707,020
	<u>1,657,020</u>	<u>1,457,020</u>
合計	<u>3,367,020</u>	<u>3,367,020</u>

附註(a) 根據中國證券監督管理委員會證監發行字[2006]44號文核准，本公司在上海證券交易所向社會公開發行人民幣普通股(A股)150,000萬股，發行價格2.40元/股，其中網下向詢價對象配售20,000萬股。詢價對象配售的20,000萬股佔本次A股發行數量的13.33%，該部分A股將於向社會公眾投資者公開發行的股票上市之日(即二零零六年十月十六日)起鎖定三個月後方可上市流通，即二零零七年一月十六日起開始上市流通。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 8. TRADE AND OTHER PAYABLES

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Trade payables	148,540	149,939
Advance from customers	2,842,815	2,407,318
Dividends payable to minority shareholders of a subsidiary	7,938	7,944
Accrued construction costs	4,300	4,699
Accrued properties under development costs	415,594	378,734
Amounts due to BNSIGC	35,126	95,387
Accrued bond interests	5,813	37,571
Land premium payable	—	435,070
Special purpose payable (note a)	109,164	114,308
Other payables	280,161	251,801
	<u>3,849,451</u>	<u>3,882,771</u>

Note (a) This represented refund of consideration paid for land use rights from the relevant government authority. In accordance with a notice issued on 1st September 1995 by the Beijing Municipal Government, the Group is required to use the proceeds from such refund for municipal infrastructure and green belt construction of one of the Group's properties under development. During the six months ended 30th June 2007, approximately RMB5,144,000 (six months ended 30th June 2006: RMB3,194,000) was paid for the project.

At 30th June 2007 and 31st December 2006, the ageing analyses of the trade payables are as follows:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Within half year	106,660	123,895
Over half year and within one year	11,935	14,258
Over one year	29,945	11,786
	<u>148,540</u>	<u>149,939</u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 8. 應付賬款及其他應付款項

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
應付賬款	148,540	149,939
預收賬款	2,842,815	2,407,318
應付一附屬公司少數股東股利	7,938	7,944
應計工程款	4,300	4,699
應計開發中物業成本	415,594	378,734
應付北辰集團款項	35,126	95,387
預提債券利息	5,813	37,571
應付土地出讓金	—	435,070
專項應付款(附註a)	109,164	114,308
其他應付款	280,161	251,801
	<u>3,849,451</u>	<u>3,882,771</u>

附註(a) 本項目核算的是從相關政府部門收回的土地出讓金。根據北京市政府於一九九五年九月一日發佈的《關於本市國有土地有償使用收入返還問題的通知》，該款項僅能用於本集團一處在建物業的城市基礎設施建設和城市隔離帶綠化建設項目。截至二零零七年六月三十日止六個月期間為該項目支出約人民幣5,144,000元(截至二零零六年六月三十日止六個月期間：人民幣3,194,000元)。

於二零零七年六月三十日及二零零六年十二月三十一日，應付賬款之賬齡分析如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
半年以內	106,660	123,895
半年至一年	11,935	14,258
一年以上	29,945	11,786
	<u>148,540</u>	<u>149,939</u>

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 9. BORROWINGS

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Long term bank loans		
secured	120,000	120,000
unsecured	400,000	600,000
current portion	(400,000)	(400,000)
	<u>120,000</u>	<u>320,000</u>
Bond	1,480,859	1,478,980
	<u>1,600,859</u>	<u>1,798,980</u>
Short term bank loans		
unsecured	110,000	250,000
Current portion of long term loans	400,000	400,000
Total borrowings	<u><u>2,110,859</u></u>	<u><u>2,448,980</u></u>

Movements in borrowings are analysed as follows:

	Six months ended 30th June 2006 Unaudited RMB'000
Opening amount as at 1st January 2006	870,000
New bank loans	1,515,000
Repayment of bank loans	(500,000)
Bond issued	1,484,170
Closing amount as at 30th June 2006	<u><u>3,369,170</u></u>
	Six months ended 30th June 2007 Unaudited RMB'000
Opening amount as at 1st January 2007	2,448,980
New bank loans	10,000
Repayment of bank loans	(350,000)
Amortisation of bond	1,879
Closing amount as at 30th June 2007	<u><u>2,110,859</u></u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 9. 借款

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
長期銀行貸款		
有抵押	120,000	120,000
無抵押	400,000	600,000
流動部分	(400,000)	(400,000)
	<u>120,000</u>	<u>320,000</u>
債券	1,480,859	1,478,980
	<u>1,600,859</u>	<u>1,798,980</u>
短期銀行貸款		
無抵押	110,000	250,000
長期借款的流動部分	400,000	400,000
貸款合計	<u>2,110,859</u>	<u>2,448,980</u>

貸款變動分析如下：

	二零零六年 六月三十日止 六個月期間 未經審核 人民幣千元
於二零零六年一月一日餘額	870,000
新增貸款	1,515,000
償還貸款	(500,000)
發行債券	1,484,170
於二零零六年六月三十日餘額	<u>3,369,170</u>
	二零零七年 六月三十日止 六個月期間 未經審核 人民幣千元
於二零零七年一月一日餘額	2,448,980
新增貸款	10,000
償還貸款	(350,000)
債券折價攤銷	1,879
於二零零七年六月三十日餘額	<u>2,110,859</u>

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 9. BORROWINGS (Continued)

At 30th June 2007, the maturity of the borrowings is as follows:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Within one year	510,000	650,000
Between one and two years	100,000	300,000
Between two and five years	20,000	20,000
Over five years	1,480,859	1,478,980
	<u>2,110,859</u>	<u>2,448,980</u>

### 10. OTHER (LOSSES)/GAINS – NET

Other (losses)/gains – net are analysed as follows:

	Six months ended 30th June 2007 Unaudited RMB'000	2006 Unaudited RMB'000
Compensation payment to vendors	(1,395)	(72)
Compensation income for relocation	192	457
(Loss)/gains on disposal of property, plant and equipment	(73)	11
Others	417	141
	<u>(859)</u>	<u>537</u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 9. 借款 (續)

於二零零七年六月三十日，銀行貸款期限列示如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
一年以內	510,000	650,000
一年至二年	100,000	300,000
二年至五年	20,000	20,000
五年以上	1,480,859	1,478,980
	<u>2,110,859</u>	<u>2,448,980</u>

### 10. 其他(虧損)/收益—淨額

其他(虧損)/收益—淨額分析如下：

	截至六月三十日止六個月期間	
	二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
對業主的違約賠償	(1,395)	(72)
拆遷補償收益	192	457
出售物業、廠房和設備之(虧損)/收益	(73)	11
其他	417	141
	<u>(859)</u>	<u>537</u>



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 11. EXPENSES BY NATURE

Expenses included in cost of sales, selling and marketing costs and administrative expenses are analysed as follows:

	Six months ended 30th June	
	2007	2006
	Unaudited	Unaudited
	RMB'000	RMB'000
Depreciation	31,548	33,778
Amortisation (note a)	26,110	11,053
Reversal of provision for impairment of receivables	(840)	(20)
Reversal of provision for inventories	—	(370)
Reversal of impairment of properties held for sale	—	(39,725)
Employee benefit expense	108,166	106,996
Advertising costs	14,147	11,731
Cost of properties and land use rights sold		
– Land use rights	49,726	44,528
– Finance cost capitalised in cost of properties	12,230	8,406
– Development costs	485,987	445,232
Cost of goods for resale	138,390	150,341
Cost of consumables used	41,282	31,250
Business tax	64,909	54,123
Land appreciation tax	50,924	11,680
Other taxation	17,321	13,127
Office and consumption expenses	44,984	38,916
Energy expenses	19,031	20,686
Consulting and service expenses	21,056	17,866
Repair and maintenance expenses	15,136	13,914
Rental expenses	8,558	6,424
Others	12,789	10,504
Total cost of sales, selling and marketing costs and administrative expenses	<u>1,161,454</u>	<u>990,440</u>

Note (a) Amortisation includes the amortisation of land use rights, properties under development and properties held for sale.

## 未經審核簡明綜合中期財務資料附註 (續)

### 11. 按性質列示之費用

包含於銷售成本、銷售及推廣成本和管理費用中的費用分析如下：

	截至六月三十日止六個月期間	
	二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
折舊	31,548	33,778
攤銷(附註a)	26,110	11,053
沖回呆賬準備	(840)	(20)
沖回存貨跌價準備	—	(370)
沖回待出售已落成物業跌價準備	—	(39,725)
員工成本	108,166	106,996
廣告費用	14,147	11,731
物業和土地使用權銷售成本		
— 土地使用權	49,726	44,528
— 物業成本中的資本化利息	12,230	8,406
— 建築成本	485,987	445,232
轉售貨物成本	138,390	150,341
使用的消耗品成本	41,282	31,250
營業稅	64,909	54,123
土地增值稅	50,924	11,680
其他稅項	17,321	13,127
辦公消耗費用	44,984	38,916
能源費用	19,031	20,686
諮詢服務費	21,056	17,866
資產保養維修費用	15,136	13,914
經營租賃費用	8,558	6,424
其他	12,789	10,504
	<u>1,161,454</u>	<u>990,440</u>
銷售成本，銷售及推廣成本和管理費用總額		

附註(a) 攤銷包括土地使用權，開發中物業和待出售已落成物業的攤銷。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 12. FINANCE INCOME AND COSTS

	Six months ended 30th June	
	2007	2006
	Unaudited	Unaudited
	RMB'000	RMB'000
Interest expense:		
– bank borrowings wholly repayable within five years	23,783	42,126
– bond not wholly repayable within five years	31,986	5,237
– other borrowings wholly repayable within five years	—	7,073
Less: amount capitalised in properties under development with capitalisation rate of 4.64% (2006: 5.17%) per annum	(55,769)	(44,378)
Finance costs	—	10,058
Finance income – interest income on short term bank deposits	(15,046)	(4,616)
Finance (income)/costs – net	<u>(15,046)</u>	<u>5,442</u>

### 13. INCOME TAX CREDIT/(EXPENSE)

	Six months ended 30th June	
	2007	2006
	Unaudited	Unaudited
	RMB'000	RMB'000
PRC income tax	(102,169)	(73,637)
Deferred income tax	133,537	(10,630)
Income tax credit/(expense)	<u>31,368</u>	<u>(84,267)</u>

The Group is not subject to any profits tax in Hong Kong as the Group has no assessable profit in Hong Kong for the period (six months ended 30th June 2006: nil). The Group is subject to PRC income tax on its assessable income at 33% (six months ended 30th June 2006: 33%).

On 16th March 2007, the National People's Congress approved the Corporate Income Tax Law of the People's Republic of China (the "new CIT Law"). The new CIT Law adjusts the corporate income tax rate for domestic enterprises and foreign invested enterprises from 33% and 15% respectively to 25% with effect from 1st January 2008. As a result of the new CIT Law, the carrying values of deferred tax liabilities and deferred tax assets have been decreased by RMB 149,568,000 and RMB 8,804,000 respectively, resulting in a deferred income tax credit of RMB 140,764,000 for the six months period ended 30th June 2007. The new CIT Law provides that further detailed measures and regulations on the determination of taxable profit, tax incentives and grandfathering provisions will be issued by the State Council in due course. As and when the State Council announces the additional regulations, the Group will assess their impact, if any.

## 未經審核簡明綜合中期財務資料附註 (續)

### 12. 融資收入及成本

	截至六月三十日止六個月期間	
	二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
利息費用：		
— 須於五年內全數償還的銀行貸款	23,783	42,126
— 毋須於五年內全數償還的債券	31,986	5,237
— 須於五年內全部償還的其他借款	—	7,073
減：按資本化年率4.64% (二零零六年：5.17%) 計入開發中物業之資本化金額	(55,769)	(44,378)
融資成本	—	10,058
融資收入		
— 短期存款利息收入	(15,046)	(4,616)
融資(收入)／成本－淨額	(15,046)	5,442

### 13. 所得稅沖回／(費用)

	截至六月三十日止六個月期間	
	二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
中國所得稅	(102,169)	(73,637)
遞延稅項	133,537	(10,630)
所得稅沖回／(費用)	31,368	(84,267)

本集團於本期間並無任何香港應課稅溢利，故並無提撥任何香港利得稅準備(截至二零零六年六月三十日止六個月期間：無)。本集團須按其應課稅溢利33%(截至二零零六年六月三十日止六個月期間：33%)繳納中國所得稅。

全國人民代表大會於2007年3月16日通過了《中華人民共和國企業所得稅法》(以下稱「新所得稅法」)。新所得稅法將內資企業和外商投資企業的所得稅稅率分別從33%和15%調整為25%，新所得稅法將自2008年1月1日起施行。由於新所得稅影響，截至2007年6月30日止的六個月期間內遞延稅項負債和遞延稅項資產的賬面價值分別減少人民幣149,568,000元和人民幣8,804,000元，由此造成遞延稅項沖回人民幣140,764,000元。新所得稅法實施中關於應納稅所得額的計算、稅收鼓勵及不可追溯條款的具體辦法或相關法規將由國務院適時發佈。本集團將在國務院頒佈相關規定後，進一步評價其影響。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 14. EARNINGS PER SHARE (BASIC AND DILUTED)

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of shares in issue during the period.

	Six months ended 30th June	
	2007	2006
	Unaudited	Unaudited
Profit attributable to equity holders of the Company (RMB'000)	326,024	182,050
Weighted average number of shares in issue (thousands)	3,367,020	1,867,020
Earnings per share (basic and diluted) (RMB cents per share)	9.7 cents	9.8 cents

The Company has no dilutive potential ordinary shares outstanding during the six months ended 30th June 2007 and 2006 respectively. Therefore, the diluted earnings per share is equal to the basic earnings per share.

### 15. DIVIDEND

The Board has resolved not to declare any interim dividend in respect of the six months ended 30th June 2007 (six months ended 30th June 2006: nil).

### 16. PLEDGED ASSETS

As at 30th June 2007, certain properties under development together with their land use rights were pledged by the Group as security for long term bank loan of RMB 120,000,000 (As at 31st December 2006: RMB120,000,000).

### 17. FINANCIAL GUARANTEE CONTRACTS

The Group has arranged bank financing for certain purchasers of property units and provided guarantees to secure obligations of such purchasers for repayments. The outstanding guarantees amounted to RMB2,218,547,000 as at 30th June 2007 (31st December 2006: RMB1,906,974,000).

Such guarantees terminate upon: (i) issuance of the real estate ownership certificate which will generally be available within six months to two years after the Group delivers possession of the relevant properties to its purchasers; (ii) completion of mortgage registration; and (iii) issuance of the real estate miscellaneous right certificate relating to the relevant property.

Management considers that in case of default in payments, the net realisable value of the related repossessed properties can cover the repayment of the outstanding mortgage principals together with the accrued interest and penalty and therefore no provision has been made in the condensed consolidated interim financial information for the guarantees.

## 未經審核簡明綜合中期財務資料附註 (續)

### 14. 每股溢利(基本和攤薄)

每股基本溢利根據本期間本公司權益持有人應佔本公司溢利和期內已發行普通股的加權平均數目計算。

	截至六月三十日止六個月期間	
	二零零七年 未經審核	二零零六年 未經審核
本公司權益持有人應佔溢利(人民幣千元)	326,024	182,050
已發行普通股的加權平均數(千)	3,367,020	1,867,020
每股溢利(基本和攤薄)(每股人民幣分)	9.7分	9.8分

截至二零零六年及二零零七年六月三十日止六個月期間公司並無潛在之攤薄股份，故每股攤薄溢利與每股基本溢利相等。

### 15. 股息

董事會決議不派發截至二零零七年六月三十日止六個月期間之中期股息(截至二零零六年六月三十日止六個月期間：無)。

### 16. 資產抵押

於二零零七年七月三十日，本集團以若干發展中物業以及其土地使用權作為抵押物，從銀行取得長期借款人民幣120,000,000元(截至二零零六年十二月三十一日：人民幣120,000,000元)。

### 17. 財務擔保合同

本集團已就若干物業單位購買方安排銀行融資，並對該等購買方的還款責任提供擔保。於二零零七年六月三十日，未清償的擔保金額為人民幣2,218,547,000元(二零零六年十二月三十一日：人民幣1,906,974,000元)。

上述擔保將於下列情況下終止：(i)發出房地產所有權證後，而房地產所有權證一般會在本集團將有關物業的擁有權移交買家後6個月至2年內發出；(ii)完成按揭註冊後；及(iii)發出有關物業的房地產雜項權利證後。

管理層認為倘買家拖欠還款，有關物業的可變現淨值足以支付拖欠的按揭本金以及應計利息及罰款，因此並未在簡明綜合中期財務資料中就擔保作出撥備。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 18. COMMITMENTS

- (a) Capital commitments in respect of development costs attributable to properties under development and land use rights:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Properties under development		
Contracted but not provided for	3,309,726	5,001,906
Authorised but not contracted for	<u>6,304,157</u>	<u>1,579,343</u>
Land use rights		
Contracted but not provided for	<u>—</u>	<u>934,850</u>

- (b) The Company's capital commitments in respect of investments in subsidiaries:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Contracted but not provided for	<u>723,750</u>	<u>692,000</u>

- (c) At 30th June 2007 and 31st December 2006, the Group had future aggregate minimum rental payments under non-cancellable operating leases as follows:

	As at 30th June 2007 Unaudited RMB'000	As at 31st December 2006 Audited RMB'000
Rental payables		
Not later than one year	17,115	17,115
Later than one year and not later than five years	53,526	55,659
Later than five years	<u>327,623</u>	<u>334,047</u>
	<u>398,264</u>	<u>406,821</u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 18. 承擔

(a) 開發中物業及土地使用權之發展成本的資本承擔分析如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
開發中物業		
已簽約但未撥備	3,309,726	5,001,906
已批准但未簽約	6,304,157	1,579,343
土地使用權		
已簽約但未撥備	—	934,850

(b) 本公司對投資附屬公司的資本承擔分析如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
已簽約但未撥備	723,750	692,000

(c) 於二零零七年六月三十日及二零零六年十二月三十一日，本集團根據不可撤銷之應付之經營租賃而於未來支付之最低租賃付款總額如下：

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
應付租金		
第一年內	17,115	17,115
第二至第五年內	53,526	55,659
五年後	327,623	334,047
	398,264	406,821



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 19. BUSINESS COMBINATION

In January 2007, the Group acquired the remaining 49% interest of Beijing North Star Neusoft Information Technology Company Limited (“NITCL”) and paid a cash consideration of RMB18,426,000. The above transaction was completed on 5th February 2007, and thereafter NITCL became a wholly owned subsidiary of the Group. The acquired business contributed revenue of RMB10,728,000 and net profit of RMB806,000 to the Group for the period from acquisition to 30th June 2007. If the acquisition had occurred on 1st January 2007, consolidated revenue and consolidated profit for the six months end 30th June 2007 would have been increased by RMB11,292,000 and RMB533,000 respectively. Details of net assets acquired and goodwill are as follows:

Purchase consideration	Unaudited RMB'000
Cash paid	18,426
Total purchase consideration	18,426
Fair value of net identifiable assets acquired (refer to below)	(18,426)
Goodwill	—

The assets and liabilities as of the date of acquisition are as follows:

	Fair value Unaudited RMB'000	Acquiree's carrying amount Unaudited RMB'000
Cash and cash equivalents	13,179	13,179
Inventories	2,232	2,232
Trade and other receivables	3,335	3,335
Property, plant and equipment	4,795	4,795
Trade and other payables	(5,115)	(5,115)
Net identified assets acquired	18,426	18,426
Outflow of cash to acquire business, net of cash acquired:		
– Cash consideration		18,426
– Cash and cash equivalents in subsidiary acquired		(13,179)
Cash outflow on acquisition		5,247

## 未經審核簡明綜合中期財務資料附註 (續)

### 19. 業務合併

於二零零七年一月，本集團購入北京北辰東軟資訊技術有限公司(「北辰東軟」)剩餘49%的股權。本集團為此支付人民幣18,426,000元的現金對價。上述交易於二零零七年二月五日完成，自此北辰東軟變為本集團全資擁有的一家附屬公司。被收購公司自收購日至二零零七年六月三十日止期間收入為人民幣10,728,000元，淨利潤為人民幣806,000元。如果收購於二零零七年一月一日發生，則本集團於二零零七年六月三十日止六個月期間內綜合收入和綜合淨利潤將會分別上升人民幣11,292,000元和人民幣533,000元。收購取得的淨資產及商譽列示如下：

#### 收購對價

	未經審核 人民幣千元
支付現金	18,426
收購總對價	18,426
購入可識別資產的公平價值(參見下文)	(18,426)
商譽	—

資產和負債於購買日列示如下：

	公允價值 未經審核 人民幣千元	被收購者的 賬面價值 未經審核 人民幣千元
現金及現金等價物	13,179	13,179
存貨	2,232	2,232
應收賬款及其他應收款	3,335	3,335
物業、廠房和設備	4,795	4,795
應付帳款及其他應付款項	(5,115)	(5,115)
所購入可識別淨資產	18,426	18,426
現金流出，扣除購入之現金：		
— 現金對價		18,426
— 收購附屬公司之現金及現金等價物		(13,179)
收購之淨現金流出		5,247

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 20. RELATED PARTY TRANSACTIONS

The Group is controlled by Beijing North Star Industrial Group Company (“BNSIGC”), which owns 34.5% of the Company’s shares. The remaining 65.5% of the shares are widely held.

BNSIGC itself is a state-owned enterprise controlled by the PRC government. In accordance with HKAS 24, “Related Party Disclosures”, state-owned enterprises and their subsidiaries, other than BNSIGC, directly or indirectly controlled by the PRC government are also defined as related parties of the Group.

For the purpose of related party transaction disclosure, the Group has procedures in place to assist in the identification of the immediate ownership structure of its customers and suppliers as to whether they are state-owned enterprises. Many state-owned enterprises have multi-layered corporate structure and the ownership structures change over time as a result of transfers and privatisation programmes. Due to the pervasiveness of the Group’s retail transactions with the entities’ employees on corporate business, their key management personnel and close family members, and other related parties, there is no feasible way to track such transactions and ensure the completeness of certain disclosures. Nevertheless, management believes that meaningful information relative to related party transactions has been disclosed.

## 未經審核簡明綜合中期財務資料附註 (續)

### 20. 關聯方交易

本集團受北京北辰實業集團公司(以下簡稱「北辰集團」)所控制，北辰集團持有本公司34.5%的股權，其餘65.5%的股權為公眾股。

北辰集團是受中國政府控制的國有企業。根據香港會計準則24「關聯方披露」規定，除北辰集團外，其他所有受中國政府直接或間接控制的國有企業及其附屬公司，都將被認定是本集團的關聯方。

為了充分披露關聯方交易，本集團設置了適當的程序，通過瞭解客戶及供應商的股權結構，來協助判斷其是否為國有企業。但是很多國有企業擁有多層次的公司架構，並且股權結構隨著公司轉讓和私有化進程在不斷變更。由於本集團對其他企業的僱員、關鍵管理人員及近親、及其他關聯方的零售業務瞭解並不深入，要完全追蹤並揭示所有這樣的交易是不可行的。但是，本集團管理層確信所有關於關聯方交易的具有重大意義的資料都得到了披露。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 20. RELATED PARTY TRANSACTIONS (Continued)

In addition to the related party information shown elsewhere in the condensed consolidated interim financial information, the following is a summary of significant related party transactions entered into in the ordinary course of business between the Group and its related parties during the period and balances arising from related party transactions at the end of the period indicated below:

#### Related party transactions

##### (i) Bank deposits

	30th June 2007 Unaudited RMB'000	31st December 2006 Audited RMB'000
Bank deposits		
State-owned banks	4,093,785	5,097,564

##### (ii) Rental

	Six months ended 30th June	
	2007 Unaudited RMB'000	2006 Unaudited RMB'000
Rental income		
BNSIGC	1,521	644
Other stated owned enterprises	13,396	14,625

Rental income is principally at market prices.

##### (iii) Purchases of goods and services

	Six months ended 30th June	
	2007 Unaudited RMB'000	2006 Unaudited RMB'000
A jointly controlled entity (system integration)	—	670
BNSIGC (operating lease payment for land)	6,424	6,424
BNSIGC (interest payment for delayed dividend)	—	7,073
BNSIGC (purchase of land use right)	—	124,690
BNSIGC (office lease acceptance)	2,134	450
Other stated-owned enterprise		
Fees paid for construction and technical services	452,159	362,266

Purchases of services and goods are carried out in accordance with the terms as mutually agreed between the parties.

## 未經審核簡明綜合中期財務資料附註 (續)

### 20. 關聯方交易 (續)

除了在簡明綜合中期財務資料其他地方披露的關聯方資料，以下是期間內本集團和關聯方之間在正常經營活動中產生的重大關聯方交易匯總，及其產生的相應關聯方期末餘額：

#### 關聯方交易

##### (i) 銀行存款

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
銀行存款		
國有銀行	4,093,785	5,097,564

##### (ii) 租金

	截至六月三十日止六個月期間 二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
租金收入		
北辰集團	1,521	644
其他國有企業	13,396	14,625

租金收入按基本按市場價格計算。

##### (iii) 採購及接受服務

	截至六月三十日止六個月期間 二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
共同控制實體(系統集成)	—	670
北辰集團(土地經營租賃支付)	6,424	6,424
北辰集團(應付股利的利息支出)	—	7,073
北辰集團(土地使用權轉讓)	—	124,690
北辰集團(接受房屋租售)	2,134	450
其它國有企業		
建築和技術、服務費用	452,159	362,266

採購及接受服務遵循關聯方之間達成共識之條款。

## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 20. RELATED PARTY TRANSACTIONS (Continued)

(iv) Balances arising from sales/purchases of goods/services

	30th June 2007 Unaudited RMB'000	31st December 2006 Audited RMB'000
Trade and other receivables from related parties		
Other state-owned enterprises	2,938	1,717
BNSIGC	780	—
	<u>          </u>	<u>          </u>
Trade and other payables to related parties		
Other state-owned enterprises	32,491	41,455
BNSIGC	6,424	95,387
	<u>          </u>	<u>          </u>

The amounts receivables and payables are unsecured, interest free and have no fixed terms of repayment.

At 30th June 2007, there were no provisions for impairment of receivables from related parties (2006: Nil) and there were no provisions for impairment of receivables for related parties charged to income statement for the six months ended 30th June 2007 (six months ended 30th June 2006: Nil).

(v) Borrowings from related parties

	Six months ended 30th June 2007 Unaudited RMB'000	2006 Unaudited RMB'000
Borrowings from state-owned banks:		
Beginning of the period	970,000	870,000
Loan drawn down	10,000	1,515,000
Loan repayment	(350,000)	(500,000)
	<u>          </u>	<u>          </u>
End of the period	630,000	1,885,000
	<u>          </u>	<u>          </u>
	Six months ended 30th June 2007 Unaudited RMB'000	2006 Unaudited RMB'000
Interest income from bank deposits	15,046	4,616
	<u>          </u>	<u>          </u>
Interest expense on bank loans	(23,783)	(42,126)
	<u>          </u>	<u>          </u>

## 未經審核簡明綜合中期財務資料附註 (續)

### 20. 關聯方交易 (續)

#### (iv) 銷售／採購商品／服務的應收／應付款項餘額

	二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
應收和其他應收關聯方款項		
其他國有控股企業	2,938	1,717
北辰集團	780	—
應付和其他應付關聯方款項		
其他國有控股企業	32,491	41,455
北辰集團	6,424	95,387

應收應付款項均無抵押，免息且無固定償還期。

於二零零七年六月三十日，本集團對此類應收款項計提的呆賬準備為人民幣零元（二零零六年：無），計入二零零七年六月三十日止六個月期間損益表的呆賬準備為人民幣零元（二零零六年六月三十日止六個月期間：無）。

#### (v) 關聯方貸款

	截至六月三十日止六個月期間 二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
國有銀行貸款：		
期初餘額	970,000	870,000
增加貸款	10,000	1,515,000
償還貸款	(350,000)	(500,000)
期終餘額	630,000	1,885,000
銀行存款利息收入	15,046	4,616
銀行貸款利息費用	(23,783)	(42,126)



## Notes to the Unaudited Condensed Consolidated Interim Financial Information

(Continued)

### 20. RELATED PARTY TRANSACTIONS (Continued)

(vi) Accept financial guarantee

Pursuant to an agreement signed by BNSIGC and Bank of China (the “BOC”), BNSIGC provides a jointly liability counter-guarantee in favour of BOC with respect to the guarantee provided by the BOC for the 10-year bonds issued by the Company in 2006.

(vii) Key management compensation

	Six months ended 30th June	
	2007	2006
	Unaudited	Unaudited
	RMB'000	RMB'000
Salaries and other short-term employee benefits	2,166	3,687
Post-employment benefits	176	174
	<u>2,342</u>	<u>3,861</u>

### 21. SUBSEQUENT EVENTS

- (a) In July 2007, the Group participated jointly with Beijing City Development Co.,Ltd (“BCDC”) in the tender for certain land use rights of a piece of land located in Changsha, Hunan Province, the PRC and proposed to form a jointly controlled entity with BCDC for development of the land. Upon the establishment of the jointly controlled entity, it will be owned 80% by the Group and 20% by BCDC. The Group and BCDC were jointly awarded the tender on 24th July 2007 at a consideration of RMB9.2 billion.
- (b) On 26th July 2007, the Company acquired additional 2.999% equity interest of its subsidiary, Beichen North Star Real Estate Development Company Limited (“BNSRE”), from Sinopec Beijing Yanshan Chemical Corporation (a wholly state-owned company) at a cash consideration of RMB 20,927,000. After the acquisition, the Company held a 86.204% equity interest in BNSRE.
- (c) In August 2007, the Company was awarded another tender in respect of certain land use rights of a piece of land in Beijing, the PRC at a consideration of RMB1.15 billion.

### 22. RECLASSIFICATION OF COMPARATIVE FIGURES

Certain comparative figures have been reclassified to conform to the current period's presentation.

## 未經審核簡明綜合中期財務資料附註 (續)

### 20. 關聯方交易 (續)

#### (vi) 接受財務擔保

根據北辰集團與中國銀行(以下稱「中行」)奧運支行簽訂的協議，北辰集團於二零零六年就中行奧運支行給本公司10年債券的擔保向中行奧運支行提供連帶責任反擔保。

#### (vii) 主要管理者的報酬

	截至六月三十日止六個月期間	
	二零零七年 未經審核 人民幣千元	二零零六年 未經審核 人民幣千元
薪水及其他當期福利	2,166	3,687
離職後福利	176	174
	<u>2,342</u>	<u>3,861</u>

### 21. 期後事項

- (a) 本集團與北京城市開發集團有限責任公司(以下稱「城開集團」)聯合競買一塊位於中國湖南省長沙市的土地使用權，並約定成立合資公司開發這塊土地，本集團和城開集團分別擁有合資公司80%和20%之股權。於二零零七年七月二十四日，本集團與城開集團以人民幣92億元中標此地塊土地使用權。
- (b) 於二零零七年七月二十六日，本公司從中國石化集團燕山石油化工有限公司收購本公司之附屬公司－北京北辰房地產開發股份有限公司(以下稱「北辰房地產」)－2.999%之股權，本公司為之支付人民幣20,927,000元。上述交易完成後，本公司持有北辰房地產86.204%之股權。
- (c) 本公司於二零零七年八月中標取得另一塊位於中國北京市的土地使用權。投標地價款為人民幣11.5億元。

### 22. 比較期間數字的重列

比較期間的部分數字已按本期的披露方式進行了重列。

## Reconciliation of consolidated interim financial statements

The Group has prepared a separate set of consolidated interim financial statements for the six months ended 30th June 2007 in accordance with the PRC GAAP. The differences between the financial information prepared under the PRC GAAP and HKFRS are summarised as follows:

	Unaudited			
	Profit attributable to equity holders of the Company for the six months ended 30th June		Capital and reserves attributable to the equity holders of the Company	
			As at 30th June	As at 31st December
	2007	2006	2007	2006
	RMB'000	RMB'000	RMB'000	RMB'000
As stated in accordance with PRC GAAP	177,932	163,774	8,083,046	8,039,795
Impact of HKFRS adjustments				
1. Reversal of depreciation of investment properties under PRC GAAP	17,791	19,048	533,828	516,037
2. Fair value adjustment of investment properties under HKFRS	—	—	656,274	656,274
3. Difference in valuation of certain assets	2,818	2,818	(281,291)	(284,109)
4. Amortisation of land use rights in respect of properties under development for sale and properties held for sale under HKFRS	(15,851)	(2,774)	(47,756)	(31,905)
5. Impact on deferred tax arising from investment difference due to adoption of new PRC GAAP	(1,631)	(816)	—	1,608
6. Deferred income tax credit due to the change in tax rate	144,965	—	144,965	—
7. Others	—	—	(23)	—
As stated in accordance with HKFRS	326,024	182,050	9,089,043	8,897,700

## 綜合中期財務報表資料調節表

本集團已按照中國會計準則編製一份截至二零零七年六月三十日止六個月期間之綜合財務報表。根據中國會計準則與香港準則編製的財務資料主要差異如下：

	未經審核			
	截至六月三十日		本公司權益持有人	
	止六個月期間		本公司權益持有人	
	本公司權益持有人		應佔資本之權益	
	之應佔溢利		應佔資本之權益	
			二零零六年	
	二零零七年	二零零六年	二零零七年	十二月
	人民幣千元	人民幣千元	六月三十日	三十一日
			人民幣千元	人民幣千元
按中國會計制度	177,932	163,774	8,083,046	8,039,795
按香港財務報告準則調整專案				
1. 沖回出租物業所計提折舊	17,791	19,048	533,828	516,037
2. 出租物業評估值的變化調整	—	—	656,274	656,274
3. 國內評估師和國際評估師 對某些資產的評估值差異	2,818	2,818	(281,291)	(284,109)
4. 待出售開發中物業及待出售 已落成物業中的土地 出讓金攤銷	(15,851)	(2,774)	(47,756)	(31,905)
5. 執行中國新會計準則對股權 投資差額的遞延稅款影響	(1,631)	(816)	—	1,608
6. 所得稅稅率變動引起的 遞延稅項沖回	144,965	—	144,965	—
7. 其他	—	—	(23)	—
按香港財務報告準則	326,024	182,050	9,089,043	8,897,700

## Review of Operations

Year 2007 is the first full operating year since the Company's A-share issue. As the first domestic property developer achieving simultaneous listings of A shares and H shares, starting from 2007, the Company has been conducting thorough analyses of its changes and development needs after the A-share listing. Based on the Development Strategy Planning Outline (2006-2015) drafted by the Company in 2005, the Company has been following the strategic objectives of creating an enterprise value chain around the property investment business chain and building the Company into a top national large-scale property conglomerate. The Company has also been following the development strategy of accelerating the development of development properties, sustaining the operation of investment properties and steadily expanding the retail operation. Accordingly, the Company realises the principle of allocating capital for the three operations of development properties, investment properties and retail operation in the ratio of 5:3:2. Both the profitability and development potential of the Company's three major operations witnessed improvement, laying the foundation for the Company's further sustained, steady and rapid growth.

### 1. OPERATING ENVIRONMENT AND STRATEGIES

#### *Development Properties*

In the first half of 2007, the problem of excessively fast growth in the property market remained acute and property sales prices continued to hover at high levels, as a result of several factors such as higher demand of properties and the appreciation of Renminbi. Accordingly, the State launched macroeconomic control measures targeting the property market, which include: (a) restraining the investment demand through stringent taxation on various aspects, limiting domestic property purchases by individual foreigners, and raising the bank lending rates for a number of times; (b) increasing the policy-based supply of residential properties and adjusting the supply structure through measures such as a strict implementation of the "70% and 90 m<sup>2</sup>" rule under the "Opinions on Adjusting the Supply of Housing and Stabilising Housing Prices" (《關於調整住房供應結構穩定住房價格的意見》) jointly announced by nine State authorities. Through further implementation of macroeconomic control measures, the establishment of a cascading system on residential property consumption will be sped up and the overly rapid increase in property prices will be reined in, thereby gradually developing and enhancing the system of assured residential housing.

Under the impact of the macroeconomic control measures, the Beijing property market for the first half of 2007 was characterised by a slower growth in development investments, a small growth in area under construction for commodity housing, and reduced growth in residential flat investments. Under the premise of declining supply, the area sold for commodity housing also decreased but the rate of decrease became moderate, while for affordable housing the area commencing construction and the area completed increased at a faster pace.

During the first half of 2007, the Beijing municipality completed property development investments of RMB70,990,000,000, representing a 10.9% increase over the same period last year. Among these, investments in residential flats amounted to RMB36,530,000,000, 9.5% higher than that of the same period last year and the growth rate was down by 21.6 percentage points as compared to the same period last year. Area under construction for commodity housing was 83,901,000 m<sup>2</sup>, up 3.1% over the same period last year. Among commodity housing, the area under construction of 47,126,000 m<sup>2</sup> and the area commencing construction for residential flats of 6,272,000 m<sup>2</sup> continued to decline, with decreases of 6.6% and 21.9% respectively compared to the same period last year.

## 經營回顧

二零零七年是公司A股發行後第一個完整的經營年度。作為國內第一家A+H股房地產類上市公司，本公司自二零零七年開始，在充分分析A股上市後的變化及發展需要的前提下，按照公司二零零五年制定的發展戰略規劃綱要（二零零六年至二零一五年）中確定的圍繞房地產投資產業鏈創造企業價值鏈，創建全國大型一流房地產綜合運營企業的戰略目標以及發展物業加速發展、投資物業持續經營、零售商業穩步擴張的發展策略，落實發展物業、投資物業、零售商業5：3：2的資本配置原則，公司三大業務板塊的收益水平和發展潛力均有所提高，為公司進一步持續、穩定、快速發展奠定基礎。

### 一、 經營環境及經營策略

#### 發展物業

二零零七年上半年，在居民購房需求和人民幣升值等諸多因素的推動下，房地產市場投資增長過快的問題依然突出，房屋銷售價格依然高位運行。為此，國家針對房地產市場的宏觀調控措施主要是：一方面從嚴徵收各環節的稅收、限制外資個人境內購房、多次提高銀行存貸款利率來抑制投資需求；另一方面通過嚴格執行九部門聯合下發了《關於調整住房供應結構穩定住房價格的意見》中「70%和90m<sup>2</sup>」的規定及加大政策性的住房供應等措施來增加供給、調整供應結構，通過調控措施的進一步落實來加快建立梯級住房消費體系，抑制房價過快增長，逐步建立並完善居民住房保障體系。

在宏觀調控政策影響下，二零零七年上半年，北京市房地產市場呈現出開發投資增速放緩，商品房施工面積小幅增長，住宅投資增幅回落的特點。在供給放緩的前提下，商品房銷售面積亦呈現下降，但降幅逐步趨緩，經濟適用房新開面積和竣工面積增長較快。

二零零七年上半年，北京市完成房地產開發投資709.9億元，比去年同期增長10.9%。其中住宅完成投資365.3億元，比去年同期增長9.5%，增幅同比回落21.6個百分點。商品房施工面積達8,390.1萬平方米，比去年同期增長3.1%。在商品房中，住宅施工面積和新開工面積繼續呈下降趨勢，分別為4,712.6萬平方米和627.2萬平方米，比去年同期分別下降6.6%和21.9%。

## Review of Operations (Continued)

The area completed for commodity housing has been maintaining a higher growth rate, with the completion of residential flats being a significant driving force. The area completed for commodity housing was 9,590,000 m<sup>2</sup>, up 20.1% over the same period last year. Among these, the area completed for residential flats totalled 7,310,000 m<sup>2</sup>, up 26% and represented 76.2% of the area completed for commodity housing.

In addition, due to the impact of the 2006 macroeconomic control measures, factors such as planning adjustments for certain development projects led to a decrease in new supply in the market during the first half of 2007. From January to June 2007, the newly authorised pre-sale area for commodity housing was 8,114,000 m<sup>2</sup>, down 26.6% as compared to the same period last year. Among these, residential flats accounted for 5,168,000 m<sup>2</sup>, representing a drop of 31.9%.

As a result of the substantial decrease in supply, the area sold for commodity housing in Beijing also reported a significant drop. During the first half of 2007, the area sold for commodity housing was 6,541,000 m<sup>2</sup>, of which pre-sale of residential flats accounted for 5,393,000 m<sup>2</sup>, representing decreases of 19.5% and 26.3% respectively over the same period last year which were respectively 7.1 percentage points and 5.6 percentage points lower than the rate of decrease in supply. Meanwhile, the respective ratios of pre-sale area over newly authorised pre-sale area for commodity housing and commodity residential flats were 0.806 and 1.044, up 9.6 percentage points and 8 percentage points respectively over the respective figures of 0.735 and 0.964 for the same period last year. In particular, there was a supply shortage for commodity residential flats during the first half of 2007.

Due to the afore-mentioned imbalance between demand and supply, commodity housing prices rose further in the first half of 2007. The commodity housing sales price index stood at 109.3%, up 1.4 percentage points over the same period last year. Among these, prices of ordinary residential flats rose the fastest, with the average pre-sale price for residential flats within the Fifth Ring Road of the city area surpassing the level of RMB10,000 per m<sup>2</sup>.

Facing the development and changes in the Beijing property market, the Company maintains its judgment on the property sector: the macroeconomic control policy is a regular and inevitable phenomenon, while a steady, upward development of the property sector is the long-term trend. The Company believes that rational control policies aim at protecting consumers' interests, restraining short-term speculations and raising the requirements and benchmarks for developers, thereby enhancing the industry's concentration and ensuring a healthy development for the property sector. In terms of long-term development, as a result of further policy controls and self-adjustments of the sector, corporate development becomes more reliant on the enhancement of overall corporate operating abilities and the strengthening of core competitiveness. For the Company's property development operation, this presents not only a challenge, but a precious development opportunity as well.

## 經營回顧 (續)

商品房竣工面積一直保持較高增速，其中住宅竣工拉動作用明顯。商品房竣工面積959萬平方米，比去年同期增長20.1%，其中住宅竣工面積為731.1萬平方米，增長26%，佔商品房竣工面積的比重達76.2%。

另外，受到二零零六年宏觀調控政策影響，部分開發項目因規劃調整等因素致使二零零七年上半年市場新增供應減少，1-6月商品房新批准預售面積811.4萬平方米，較上年同期下降26.6%。其中住宅516.8萬平方米，下降幅度達31.9%。

由於供給的大幅下降，致使北京上半年商品房銷售面積亦出現大幅下降現象。二零零七年上半年，商品期房累計銷售654.1萬平方米，其中住宅期房539.3萬平方米，分別較上年同期下降19.5%和26.3%，比供給的下降速度分別慢7.1和5.6個百分點，同時，商品房和商品住宅的期房銷售面積與新批准預售面積之比分別為0.806和1.044，比上年同期的0.735和0.964分別提高了9.6和8個百分點，特別是二零零七年上半年商品住宅已顯示出供不應求的狀況。

由於存在上述的供需矛盾，進而導致二零零七年上半年商品房價格的繼續上揚。商品房銷售價格指數累計為109.3%，比去年同期提高1.4個百分點。其中普通住宅價格增長最快，市區五環路以內住宅期房均價已過萬元每平方米。

面對北京房地產市場的發展變化，本公司依舊堅持對房地產行業的判斷：宏觀調控政策是經常和必然出現的情況，而房地產業穩定向上發展是長遠趨勢。公司認為理性的政策調控，其目的是保護消費者利益，抑制短期投機炒作行為，提高對開發商的要求和條件，加大行業集中度，保障房地產行業的健康發展。從長遠發展來看，隨著政策調控和行業自身調整的進一步深入，企業發展更依賴於企業整體運營能力的提高與核心競爭力的加強。對於本公司發展物業來說，這是挑戰，更是難得的發展機遇。



## Review of Operations *(Continued)*

Accordingly, in 2007 the Company continues to adopt the strategy of exercising a reasonable control on the development and construction progress of the Company's existing projects and on the daily operations. Among the Company's completed projects, the Beichen Green Garden project continued to produce impressive sales performance while the Changdao Lanqiao Garden Villas project had been sold out and occupants began to move in. Sales for the Bihai Fangzhou Garden Villas project Phase I was basically completed, while the Changhe Yushu Garden Villas project reported outstanding sales performance in the villa sector. The Fragrant Hill Qingqin Villas project also maintained its momentum of rising prices and booming sales.

The Hot Springs D1 project has successfully obtained the letter of opinion on land planning and the transportation evaluation, as well as the Transportation Commission's approval, thereby completing the relevant work regarding the site planning and construction of the project.

Expanding the land reserves for development properties is the top priority of the Company, with a clear objective of consolidating its foothold in Beijing and expanding beyond the capital for the operation of development properties. While actively participating in the construction of Beijing's key new city projects, the Company will also accelerate its expansion beyond Beijing by increasing the scale of its land reserves for sustainable development, as well as selecting the regions and cities with development potential and comparative advantages to achieve breakthroughs in cross-regional development.

### *Investment Properties*

Beijing has maintained its GDP growth at around 10% for several consecutive years, providing the Company with a favourable external development environment for the Company's investment properties operation. During the first half of 2007, the Beijing market witnessed a strong growth in demand and supply. The Grade A office rental market of Beijing reported simultaneous rises in both volume and prices during the first half year, with market demand and average rentals remaining stable with an upward momentum. As for apartments leasing, the differences in locations, hardware quality and service standards between various projects led to discrepancies in rentals and occupancy rates.

Both the average room rate and the occupancy rate for Beijing hotels of four-star or above witnessed substantial increases, ranked the second among major cities nationwide. The average occupancy rates of four-star and five-star hotels were 70%-73%, with average room rates ranging from RMB468 to RMB905.

During the first half of 2007, the Company's investment properties fully utilised the resource advantage of being located within the core of the Olympic Business Circle. Through the strategy of raising property rentals and optimising the clientele structure, our properties' average prices reported substantial increases and this was a major factor contributing to the increase in revenue from our investment properties. The further optimisation of our clientele structure demonstrated the mounting market influence of our investment properties and that the quality of our operation management was further enhanced. Meanwhile, while preparing for the Olympics' hospitality service, the Company pays special attention to the planning of the organisation, management and marketing and sales proposals of its new investment properties' post-Olympics operations, thereby laying a solid foundation for the enhancement of profitability for these new investment properties.

## 經營回顧 (續)

為此，公司在二零零七年繼續採取合理掌控公司現有項目的開發建設進度及日常經營工作為策略，公司已開發的項目中，綠色家園項目繼續保持熱銷局面，長島瀾橋項目已全部告罄並實現入住，碧海方舟項目一期基本銷售完畢，長河玉墅項目在別墅市場銷售表現突出，香山清琴項目繼續保持價格上升、銷售旺盛的態勢。

溫泉D1項目順利取得地塊規劃徵求意見函及項目交通評估和交委審批意見，完成了該項目的規劃建設用地的相關工作。

公司把加大發展物業土地儲備的工作作為第一要務，明確發展物業立足京內，發展京外，在積極參與北京重點新城建設的同時，加速京外擴張的腳步，增加可供持續發展的土地儲備規模，並選擇具有發展潛力及比較優勢的地區和城市，在跨地域發展中實現突破。

### 投資物業

北京市連續多年GDP保持在10%左右的增長速度，為本公司投資物業提供了良好的外部發展環境。二零零七年上半年，北京市寫字樓市場供需增長勢頭強勁，北京甲級寫字樓租賃市場上半年出現了量價齊升的局面，市場需求與平均租金水平呈穩中有升的態勢。出租公寓單個項目之間因區域位置、硬件檔次和服務水平的不同，租金水平與出租率存在一定的差距。

北京市四星級以上飯店平均房價和出租率均有較大提高，位居全國主要城市第二。四星級—五星級飯店平均出租率為70%-73%，平均房價為468-905元人民幣。

本公司投資物業在二零零七年上半年，充分利用地處奧運商圈核心區域的資源優勢，通過提高物業租金和優化客戶結構的策略，平均價格有較大提高，成為投資物業收入增長的主要因素，客戶結構進一步優化，表明投資物業的市場影響力在增強，經營管理水平繼續提高。與此同時，本公司在奧運會服務接待籌備過程中，注重新增投資物業奧運會後運營的組織、管理、營銷方案的策劃，為新增投資物業提高盈利水平打好基礎。

## Review of Operations (Continued)

### *Retail Operation*

During the first half of 2007, Beijing's consumer goods market was booming and sales performance was impressive. The city realised total retail sales of consumer goods amounting to RMB181,840,000,000, up 14.9% over the same period last year. Per capita disposable income of urban residents reached RMB11,242, up 14.7% over the same period last year. The real growth was 13.8% after discounting the price factor.

The Company's retail operation fully exploited the advantage of its professional operation to achieve its operating objectives in the first half of 2007, through a string of measures such as improving the shopping environment, adjusting the brand and product structures, increasing the proportion of famous brands and reducing operating costs, and so forth. In the meantime, the Company also further enhanced the operation and management modes necessary for the development from single-shop to multi-shop chain operation.

## 2. OPERATIONS IN THE FIRST HALF

During the reporting period, the Company realised a turnover of RMB1,477,132,000, up 14.2% over the same period last year. Total profit amounted to RMB329,865,000, up 11.1% over the same period last year. Net profit was RMB361,233,000, up 69.8% as compared to the same period last year.

### *(1) Development Properties*

During the reporting period, the development property operation realised contracted sales of RMB1,296,640,000, down 10% over the same period last year. A cash revenue of RMB1,301,520,000 was realised, up 15% over the same period last year. Turnover amounted to RMB879,244,000, up 22.10% as compared to the same period last year. Area sold was 73,654 m<sup>2</sup>, down 26% as compared to the same period last year.

Table on Settlement and Sales of Property Projects During the Period:

Project Name	Area Settled (‘000 m <sup>2</sup> )	Amount		Area Sold (‘000 m <sup>2</sup> )	Sales Amount (RMB ‘000)
		Settled (RMB ‘000)			
Beichen Green Garden	30.9	377,390		22.1	279,209
Bihai Fangzhou Garden Villas	4.1	95,790		5.6	117,709
Fragrant Hill Qingqin Villas	14.4	394,990		33.3	734,594
Changhe Yushu Garden Villas	—	—		12.7	165,130
Changdao Lanqiao Garden Villas	2.3	38,660		—	—
Hot Springs D1	—	—		—	—

## 經營回顧 (續)

### 零售商業

二零零七年上半年，北京市消費品市場活躍旺銷。全市累計實現社會消費品零售額1,818.4億元，與上年同期相比增長14.9%。城鎮居民家庭人均可支配收入為11,242元，同比增長14.7%，扣除物價因素影響，實際增長13.8%。

本公司零售商業二零零七年上半年，充分發揮專業運營的優勢，通過優化購物環境，調整經營品牌和商品結構，引進知名品牌的比例，降低經營成本等一系列措施，實現了經營目標。同時，進一步完善單店向多店連鎖規模發展所必需的運營與管理模式。

## 二、上半年公司經營情況

報告期內，公司實現營業額為人民幣147,713萬元，較去年同期上升14.2%，除稅前溢利32,987萬元，較去年同期增長11.1%，淨利潤36,123萬元，較去年同期上升69.8%。

### (一) 發展物業

報告期內，發展物業上半年實現合同收入129,664萬元，較去年同期下降10%，實現現金收入130,152萬元，較去年同期上升15%，實現營業額人民幣87,924萬元，較去年同期上升22.10%。銷售面積73,654平米，比去年同期下降26%。

報告期內各項目樓盤結算銷售情況表：

項目名稱	結算面積 (千平方米)	結算金額 (千元)	銷售面積 (千平方米)	銷售金額 (千元)
綠色家園	30.9	377,390	22.1	279,209
碧海方舟	4.1	95,790	5.6	117,709
香山清琴	14.4	394,990	33.3	734,594
長河玉墅	—	—	12.7	165,130
長島瀾橋	2.3	38,660	—	—
溫泉D1	—	—	—	—

## Review of Operations (Continued)

Details of the Company's Projects During the Period:

Project Name	Gross Area (‘000 m <sup>2</sup> )	Area under Construction	Area Completed
		During January- June 2007 (‘000 m <sup>2</sup> )	During January- June 2007 (‘000 m <sup>2</sup> )
Beichen Green Garden	1,644.9	924.9	83.3
Bihai Fangzhou Garden Villas	77.1	—	—
Fragrant Hill Qingqin Villas	203.9	167.4	27.3
Changhe Yushu Garden Villas	204.5	42.0	—
Changdao Lanqiao Garden Villas	113.1	—	—
Hot Springs D1	301.3	—	—
Beichen Building	131.8	131.8	—
National Convention Centre	533.9	533.9	—

### (2) *Investment Properties*

During the reporting period, the investment property operation realised RMB150,844,000 in rental revenue in the first half. Among these, offices realised RMB48,110,000 in rental revenue, apartments realised a revenue of RMB58,950,000, while convention centres recorded a revenue of RMB39,680,000. Revenue from hotels amounted to RMB171,261,000.

#### Hotel Operation

Unit: RMB/Room/Night

	Average Room Rate for January- June 2007	Average Room Rate for January- June 2006	Change (%)	Occupancy Rate for January- June 2007	Occupancy Rate for January- June 2006	Change (Percentage Points)
				(%)	(%)	
Crowne Plaza Park						
View Wuzhou Beijing	1,104	888	24.32	77.14	83	-5.86
Beijing Continental						
Grand Hotel	434	373	16.35	66.36	73	-6.64

## 經營回顧 (續)

報告期內公司項目一覽表：

項目名稱	總建築面積 (千平方米)	二零零七年	二零零七年
		一至六月 在施面積 (千平方米)	一至六月 竣工面積 (千平方米)
綠色家園	1,644.9	924.9	83.3
碧海方舟	77.1	—	—
香山清琴	203.9	167.4	27.3
長河玉墅	204.5	42	—
長島瀾橋	113.1	—	—
溫泉D1	301.3	—	—
北辰大廈	131.8	131.8	—
國家會議中心項目	533.9	533.9	—

### (二) 投資物業及酒店

報告期內，投資物業上半年實現租金收入為15,084萬元，其中寫字樓實現收入4,811萬元，公寓收入5,895萬元，會議中心收入3,968萬元；酒店收入17,126萬元。

#### 酒店業

單位：元／間／夜

	二零零七年	二零零六年	增減 (%)	二零零七年	二零零六年	增減 (百分點)
	一至六月 平均房價	一至六月 平均房價		一至六月 出租率	一至六月 出租率	
五洲皇冠假日酒店	1,104	888	24.32	77.14	83	-5.86
五洲大酒店	434	373	16.35	66.36	73	-6.64

## Review of Operations (Continued)

### Investment Properties

Unit: RMB/ m<sup>2</sup> /Day

	Average Rental for January- June 2007	Average Rental for January- June 2006	Change (%)	Occupancy Rate for January- June 2007 (%)	Occupancy Rate for January- June 2006 (%)	Change (Percentage Points)
Offices	6.00	6.01	-0.17	97.11	95.13	1.98
Apartments	4.22	4.37	-3.43	77.74	75	2.74
Convention Centres	20.36	16.68	22.06	54.35	61.2	-6.85
Exhibition Hall	13.48	17.74	-24.01	38.4	30.2	8.2

### (3) Retail Operation

During the Period, the Company's retail operation realised a sales revenue of RMB226,496,000 in the first half which was at a similar level as that for the same period last year.

### 3. SUBSEQUENT SIGNIFICANT MATTERS

- On 13th July 2007, a grand opening ceremony was held for the Company's Olympic Media Village project, further enhancing the Company's image and laying a foundation for further sales of the Olympic Media Village.
- On 24th July 2007, Beijing City Development Company Limited and the Company were jointly awarded the tender for certain land use rights of a piece of land located at Xinhe Sanjiaozhou, Kaifu District, Changsha City, Hunan Province, thereby increasing the Company's land reserves by about 5 million m<sup>2</sup> and giving a positive impact on the Company's future development.
- On 10th August 2007, the Company obtained the State-owned land use rights of a piece of land for residential and public facility use (Group A) in Changying Town, Chaoyang District, Beijing, through a tender. The Company's land reserves increased by about 460,000 m<sup>2</sup> accordingly.
- The National Convention Centre project has commenced internal and external decoration and installation and testing of facilities; the main structure of Olympic Media Village has been fully topped out; the wall installation of Beichen Building's main building and podium has been basically finished.

## 經營回顧 (續)

### 投資物業

單位：元／平方米／天

	二零零七年	二零零六年	增減 (%)	二零零七年	二零零六年	增減 (百分點)
	一至六月 平均租金	一至六月 平均租金		一至六月 出租率 (%)	一至六月 出租率 (%)	
寫字樓	6.00	6.01	-0.17	97.11	95.13	1.98
公寓	4.22	4.37	-3.43	77.74	75	2.74
會議	20.36	16.68	22.06	54.35	61.2	-6.85
展館	13.48	17.74	-24.01	38.4	30.2	8.2

### (三) 零售商業

報告期內，公司零售商業上半年實現銷售收入22,650萬元，較去年同期基本持平。

### 三、公司其他重大事項

- 1、二零零七年七月十三日公司奧運媒體村項目舉行了盛大的揭幕儀式，進一步提升了公司形象並為奧運媒體村的下一步銷售奠定了基礎。
- 2、二零零七年七月二十四日，公司與北京城市開發集團有限責任公司組成聯合體成功競得湖南省長沙市開福區新河三角洲一幅地塊，使公司土地儲備增加約500萬平方米，對公司未來發展起到積極作用。
- 3、二零零七年八月十日，公司中標取得北京市朝陽區常營鄉居住及公共服務設施等用地A組團國有土地使用權，使公司土地儲備增加約46萬平方米。
- 4、國家會議中心項目已開始內外裝修與設備安裝調試；奧運媒體村工程全面實現主體結構封頂；北辰大廈主樓、裙樓幕牆安裝基本完成。



## Review of Operations *(Continued)*

### 4. PROSPECTS FOR THE SECOND HALF

For the second half of 2007, amid a variety of factors including the population's continued growth in wealth, the long-standing imbalance in property demand and supply and the expected Renminbi appreciation, we believe that housing prices, which are of consumption and investment natures simultaneously, will maintain their upward momentum for a certain period. The State will continue to strengthen the macroeconomic control measures to expand an effective supply, adjust the supply structure and rein in speculative and investment demand, as well as increasing the supply of affordable housing and low-rent housing, so as to achieve an organic integration of assurance-based demand and market demand. Such factors will provide a favourable operating environment for the Company's development properties.

In the second half of 2007, it is estimated that China's macro-economy will continue to report rapid growth, with consumption rising further and the retail business boom remaining at the peak. With the Olympic Games arriving, Beijing, the biggest beneficiary of the Olympic economy, will witness significant improvement in its urban infrastructure and traffic environment. The Company, located in the Olympic Games District, will see its investment properties and retail operation enjoying massive business opportunities of the Olympic Games.

#### *Development Properties*

The Company's development properties operation will continue to strengthen market analysis, product positioning, detailed planning and strategic marketing and sales. Among our projects, the Beichen Green Garden project will use every effort to push forward the sale of the Olympic Media Village. The Fragrant Hill Qingqin Villas project will fully exploit its natural and humanistic advantages to cultivate market attraction as a new villa project, so as to further enhance the income level. The Bihai Fangzhou Garden Villas project will combine with the geographical advantage to further enhance its market competitiveness and will strive for commencing the construction of Phase II. The Changhe Yushu Garden Villas project will utilise the advantages of its project scale and company brand to further strengthen the effort on development and sales. The Hot Springs D1 project will strive to commence construction, in order to create greater profit for the Company.

The Olympic Media Village project will exploit the opportunities presented by the Olympic Games and will be officially offered for sale in the second half. Beichen Building has completed equipment testing and decoration works and is fully prepared for operational commencement. The construction works of the Beijing Olympic Park National Convention Centre project will be completed as scheduled.

The Company's newly obtained land located at Xinhe Sanjiaozhou, Kaifu District, Changsha City, Hunan Province and the project involving the Group A plot of the residential and public facility land in Changying Town, Chaoyang District, Beijing will gradually commence preliminary preparation work, establishing the project companies and working on market analysis, product positioning, planning and design. Through product innovation and professional operation, the projects will provide the market with quality products that cater to customers' needs and offer a higher price-performance ratio and reliability.

## 經營回顧 (續)

### 四、 下半年工作展望

二零零七年下半年，在居民財富持續增長、長期存在的房地產供需矛盾及人民幣升值預期等多種因素下，我們認為具備消費和投資雙重屬性的房屋價格，仍將在一段時期內保持上漲態勢，國家將繼續加強宏觀調控政策措施，加大有效供給，調整供給結構，抑制投機及投資性需求，同時加大經濟適用房與廉租房的供給，實現保障性供應與市場供應的有機結合。這些因素，都將為本公司發展物業提供良好的經營環境。

二零零七年下半年，預計國家宏觀經濟仍然呈現出較快發展的態勢，消費持續升溫，商品零售行業景氣度繼續維持新高。隨著奧運會的日漸臨近，北京市作為奧運經濟的最大受益城市，城市基礎設施和交通環境都將得到巨大的改善，本公司地處奧運核心區域內，投資物業和零售商業都將面臨巨大的奧運商機。

#### 發展物業

公司發展物業將繼續加強市場分析、產品定位，精心策劃，策略營銷。其中綠色家園項目將全力推進媒體村的銷售工作。香山清琴項目充分利用自然和人文優勢，培育新入市別墅的市場賣點，繼續提高收益水平。碧海方舟項目結合區位優勢，進一步提高市場競爭力，二期力爭開工建設。長河玉墅項目發揮項目規模和公司品牌優勢，加大開發銷售力度。溫泉D1項目力爭開工建設，為公司創造更大收益。

奧運媒體村項目將抓住奧運機遇，下半年正式開盤銷售。北辰大廈完成設備調試及裝修工程，充分做好開業準備。奧運國家會議中心項目按計劃完成建設任務。

公司新取得的長沙市開福區新河三角洲地塊和北京市朝陽區常營鄉居住及公共服務設施A組團地塊項目，將逐步展開項目前期的各項籌備工作，組建項目公司，做好市場分析、產品定位、規劃設計等工作，通過產品創新、專業運作，向市場提供貼近客戶需求、性價比更高、質量更可靠的優質產品。

## Review of Operations (Continued)

### *Investment Properties*

The Company's investment properties operation will enhance its results by consolidating the operating gains for the first half and exploiting the opportunities offered by the Olympic Games. The Company will actively pursue the preparation work for the marketing and sales of Beichen Building and for the post-Olympics operation of the Beijing Olympic Park National Convention Centre project, so as to ensure an impressive head-start in operation.

### *Retail Operation*

The Company will further enhance its strategic control management mode, utilise the professional operation mechanism and actively explore competition approaches other than pricing strategies, so as to facilitate a steady growth in sales. Meanwhile, the Company will actively proceed with the preparation work for the commencement of Beichen Building Luxury Department Store, as well as making preparations for the commercial projects at the National Convention Centre and Beichen Green Garden.

## 經營回顧 (續)

### 投資物業

公司投資物業將鞏固上半年經營成果，抓住奧運商機，提高業績。積極準備北辰大廈市場推廣和銷售以及奧運國家會議中心項目賽後經營的籌備工作，確保高起點運營。

### 零售商業

公司零售商業進一步完善戰略管控型管理模式，發揮專業化運作機制，積極探索價格策略以外的競爭模式，促進銷售額穩步提高。同時積極開展北辰大廈精品店開業的準備工作，籌備國家會議中心商業項目和綠色家園商業項目。

## Discussion and Analysis of the Group's Performance

### FINANCIAL RESOURCES AND CASH FLOW SITUATION

Equity holders' interest as at 30th June 2007 increased by 2.2% compared with that as at 31st December 2006. The increase was mainly due to the increase in the profit attributable to equity holders of RMB326,024,000 for the Period.

Total borrowings of the Group as at 30th June 2007 amounted to RMB2,110,859,000, among which RMB1,480,859,000 was bond issued with a term of 10 years and the remaining balance was bank borrowings. The Group's current assets comprised mainly bank deposits and cash, properties held for sale and properties under development for sale, which amounted to RMB11,973,130,000 whereas current liabilities amounted to RMB4,508,940,000. As at 30th June 2007, balance of bank deposits and cash amounted to RMB3,911,000,000 (excluding restricted bank deposits).

As at 30th June 2007, the land use rights and certain properties under development were pledged by the Group as security for long term bank loan of RMB120,000,000 (as at 31st December 2006: RMB120,000,000). The gearing ratio of the Group was 41% calculated by dividing total liabilities over total assets.

The Group had arranged bank financing for certain purchasers of the Group's properties and provided guarantees to secure the repayment obligations of such purchasers. The outstanding guarantees amounted to RMB2,218,547,000 as at 30th June 2007 (as at 31st December 2006: RMB1,906,974,000).

### COMPARISON OF OPERATING RESULTS

The Group's turnover for the six months ended 30th June 2007 was approximately RMB1,477,132,000, an increase of approximately 14.2% over the same period last year. The increase in turnover is mainly attributed to the substantial increase in revenues from property sales and hotel operation.

Operating profit of the Group for the six months ended 30th June 2007 amounted to approximately RMB314,819,000, an increase of approximately 3.8% over the same period last year. Profit attributable to equity holders amounted to approximately RMB326,024,000, representing an increase of 79.1% over the same period last year.

Sales of properties and land use rights recorded a turnover of RMB879,244,000, representing an increase of 22.1% over the same period last year. The increase in operating profit is mainly due to the profit on sales of Beichen Green Gardan Sections C3, C1 and the commercial project of Phase III (Section B1), and Fragrant Hill Qingqin Villas.

The rental income of investment properties for the six months ended 30th June 2007 amounted to RMB150,844,000, a similar level as that for the same period last year.

## 財務表現的討論及分析

### 財政資源及流動資金狀況

於二零零七年六月三十日的權益持有人應佔資本之權益較二零零六年十二月三十一日有2.2%的上升，此上升主要是由於本期間新增本公司權益持有人應佔溢利人民幣326,024,000元。

本集團在截至二零零七年六月三十日的借款淨額為人民幣2,110,859,000元。本集團的借款中有人民幣1,480,859,000元為十年期債券，其餘借款主要來自銀行，流動資產主要是銀行存款及現金、發展中物業及待售開發中物業。流動資產的數額為人民幣11,973,130,000元，而流動負債數額則為人民幣4,508,940,000元。於二零零七年六月三十日，銀行存款及現金的餘額為人民幣3,911,000,000元（不含受限制銀行存款）。

本集團截至二零零七年六月三十日以若干發展物業在建項目的土地使用權及該在建物業作為抵押物，從銀行取得長期借款人民幣120,000,000元。（截至二零零六年十二月三十一日：人民幣120,000,000元），集團的資本與負債比率為41%（計算方式為總負債除以總資產）。

本集團就若干物業單位為購買方安排銀行融資，並對該等購買方的還款責任提供擔保。於二零零七年六月三十日未清償的擔保金額為人民幣2,218,547,000元（二零零六年十二月三十一日：人民幣1,906,974,000元）。

### 經營業績比較

本集團截至二零零七年六月三十日止六個月期間之營業額約為人民幣1,477,132,000元，較去年同期上升約14.2%，營業額較去年增加的主要原因是物業銷售、酒店營業額大幅增加。

本集團二零零七年六月三十日止六個月期間經營溢利約為人民幣314,819,000元，比去年同期上升約3.8%，股東應佔溢利約為人民幣326,024,000元，比去年同期上升79.1%。

物業及土地使用權銷售營業額人民幣879,244,000元，比去年同期上升22.1%，上升的主要原因是綠色家園C3區、C1區及三期(B1)商業、香山清琴項目確認收入。

截至二零零七年六月三十日止，投資物業實現租金收入人民幣150,844,000元，與去年同期基本持平。

During the Period, the Company's retail operation recorded a turnover of RMB226,496,000, representing a decrease of 3.5% over the same period last year. The decrease is mainly attributable to the road renovation works near the shopping centre, the full refurbishment of the fourth floor and the partial refurbishment of the second and third floors.

Turnover of the hotel operation surged by 13.9% with operating profit amounting to RMB42,609,000. Benefitting from its excellent management and environment, Crowne Plaza Parkview Wuzhou Beijing achieved better occupancy rates than its competitors of the same grade. By collaborating with Beijing International Convention Centre, Beijing Continental Grand Hotel attained steady income growth.

## SHARE CAPITAL AND SHAREHOLDERS

### Share Capital

The Company's registered capital as at 30th June 2007 totalled 3,367,020,000 shares in issue, comprising:

Domestic-listed circulating A shares	2,660,000,000 shares	Representing 79.002%
Foreign-listed H shares	707,020,000 shares	Representing 20.998%

	As at 30th June 2007 <i>Unaudited</i> <i>RMB'000</i>	As at 31st December 2006 <i>Audited</i> <i>RMB'000</i>
Registered, issued and fully paid:		
Liquid shares subject to sales restrictions		
1,160,000,000 (31st December 2006: 1,160,000,000) shares of RMB1 each held by State owned legal person	1,160,000	1,160,000
550,000,000 (31st December 2006: 750,000,000) shares of RMB1 each held by domestic legal person (Note a)	550,000	750,000
	<u>1,710,000</u>	<u>1,910,000</u>
Listed shares		
950,000,000 (31st December 2006: 750,000,000) shares of RMB1 each listed in the Mainland (A shares) (Note a)	950,000	750,000
707,020,000 (31st December 2006: 707,020,000) foreign invested shares of RMB1 each listed in Hong Kong (H shares)	707,020	707,020
	<u>1,657,020</u>	<u>1,457,020</u>
Total	<u><u>3,367,020</u></u>	<u><u>3,367,020</u></u>

零售商業本期間營業收入為人民幣226,496,000元，比去年同期下降約3.5%。下降原因主要是周邊道路改造及四層整體裝修、二三層部分改造。

酒店營業額比去年同期增加13.9%，分部業績人民幣42,609,000元。五洲皇冠假日酒店基於優良的管理和環境，房價，出租率居同類酒店前茅。五洲大酒店與會議中心聯合經營，效益穩步增長。

## 股本與股東

### 股本

本公司於二零零七年六月三十日的總註冊股本為3,367,020,000股已發行股份，其中包括：

境內上市流通股A股	2,660,000,000股	佔79.002%
境外上市H股	707,020,000股	佔20.998%

二零零七年 六月三十日 未經審核 人民幣千元	二零零六年 十二月三十一日 經審核 人民幣千元
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註冊、已發行及繳足股本：

#### 有限售條件的流通股

1,160,000,000股(二零零六年十二月三十一日：

1,160,000,000股)每股人民幣1元的國有法人持有股

1,160,000

1,160,000

550,000,000股(二零零六年十二月三十一日：

750,000,000股)每股人民幣1元的境內法人持有股  
(附註a)

550,000

750,000

1,710,000

1,910,000

#### 無限售條件的流動股

950,000,000股(二零零六年十二月三十一日：

750,000,000股)每股人民幣1元的境內  
上市的人民幣普通股(A股)  
(附註a)

950,000

750,000

707,020,000股(二零零六年十二月三十一日：

707,020,000股)每股人民幣1元的境外上市  
的外資股股數(H股)

707,020

707,020

1,657,020

1,457,020

合計

3,367,020

3,367,020



Note (a) Pursuant to the approval document Zheng Jian Fa Xing Zi [2006] No.44 issued by the China Securities Regulatory Commission, the Company held a public offer of 1,500,000,000 Renminbi-denominated ordinary shares (A shares) on the Shanghai Stock Exchange at an offer price of RMB2.4 per share, of which 200,000,000 shares were placed offline to book-building targets. The 200,000,000 shares placed to book-building targets accounted for 13.33% of the total A shares issued and this portion of A shares would become eligible for listing and circulation after a 3-month lock-up period starting from the listing date of the public offer shares offered to public investors (16th October 2006). Accordingly, such A shares became eligible for listing and circulation from 16th January 2007.

### *Shareholdings of Substantial Shareholders*

As at 30th June 2007, the following persons, other than a director, supervisor or chief executive of the Company, had 5% or more interests in the relevant class of shares of the Company as recorded in the register required to be kept under Section 336 of Part XV of the Securities and Futures Ordinance (“SFO”):

### *Long positions in shares of the Company*

Name of shareholder	Nature of interest	Capacity	Class of shares	Number of share held	Percentage of the relevant class of shares	Percentage of total share capital
Beijing North Star Industrial Group Company	Corporate interest	Beneficial owner	A shares	1,160,000,000	43.609%	34.452%

Save as disclosed above, the register required to be kept under Section 336 of Part XV of the SFO showed that the Company had not been notified of any interests or short positions in the shares or underlying shares of the Company as at 30th June 2007.

## **INTERESTS OF DIRECTORS AND SUPERVISORS OF THE COMPANY**

As at 30th June 2007, none of the directors, supervisors, chief executive of the Company or their associates had any interests or short positions in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) as recorded in the register required to be kept under Section 352 of the SFO, or otherwise notified to the Company and the Stock Exchange pursuant to Divisions 7 and 8 of the SFO or the Model Code for Securities Transactions by Directors of Listed Companies. None of the directors, supervisors, chief executive of the Company or their associates had been granted or had exercised any such rights during the six months ended 30th June 2007.

附註(a) 根據中國證券監督管理委員會證監發行字[2006]44號文核准，本公司在上海證券交易所向社會公開發行人民幣普通股(A股) 150,000萬股，發行價格2.40元/股，其中網下向詢價對象配售20,000萬股。詢價對象配售的20,000萬股佔本次A股發行數量的13.33%，該部分A股將於向社會公眾投資者公開發行的股票上市之日(即二零零六年十月十六日)起鎖定三個月後方可上市流通，即二零零七年一月十六日起開始上市流通。

### 主要股東持股情況

本公司於二零零七年六月三十日，根據《證券及期貨條例》第XV部第336條存置之股份權益及淡倉登記冊所記錄，以下人士(本公司董事、監事或最高行政人員除外)擁有本公司之股份及相關股份5%或以上權益或淡倉：

### 本公司股份的好倉情況

股東姓名	權益性質	身份	股份類別	所持股份數目	佔有關類別股本比率	佔總股本比率
北京北辰實業集團公司	法團權益	實益擁有人	A股	1,160,000,000	43.609%	34.452%

除上述所披露者外，根據證券及期貨條例第336條第XV部而備存的登記冊所示，本公司並無接獲有關於二零零七年六月三十日在本公司股份及相關股份中擁有之任何權益或淡倉的通知。

### 公司董事及監事權益

於二零零七年六月三十日，本公司董事、監事、最高行政人員或其聯繫人等概無對本公司或其任何相聯法團(定義見《證券及期貨條例》第XV部)之任何股份、相關股份或債權證擁有根據《證券及期貨條例》第352條須予備存之登記冊所記錄之任何權益或淡倉；或根據《證券及期貨條例》第7及第8分部或《上市公司董事進行證券交易守則》須知會本公司及香港聯合交易所有限公司之任何權益或淡倉。於截至二零零七年六月三十日止六個月期間內，本公司董事、監事、最高行政人員或其聯繫人等亦無授予或行使上述權利。

## CODE ON CORPORATE GOVERNANCE PRACTICES

The Company has strived to maintain and establish a high level of corporate governance and has fully complied with the code provisions set out in the “Code on Corporate Governance Practices” contained in Appendix 14 of the Listing Rules during the Period.

## MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS

The Company has adopted the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 of the Listing Rules (the “Model Code”). Having made specific enquiries from all directors and supervisors of the Company, the Company confirms that its directors and supervisors have complied with the required standards as set out in the Model Code during the six months ended 30th June 2007.

## AUDIT COMMITTEE

An Audit Committee has been established by the Company to review and supervise the financial reporting process and internal control procedures of the Company. The Group’s interim report for the six months ended 30th June 2007 has been reviewed by the Audit Committee and the Board of the Company. The Audit Committee comprises three independent non-executive directors of the Company.

## QUALIFIED ACCOUNTANT

The Company has not been able to employ a Qualified Accountant with the specified qualifications set out in Rule 3.24 of the Listing Rules. The Company is in the process of finding a suitable candidate to assume such a position as soon as practicable. The Company will keep the shareholders of the Company informed of the progress of the appointment of the Qualified Accountant.

## PURCHASE, SALE OR REDEMPTION OF SECURITIES

The Company had not redeemed any of its shares during the Period. Neither the Company nor any of its subsidiaries had purchased or sold any of the Company’s issued shares during the Period.

## DESIGNATED DEPOSITS AND DUE FIXED DEPOSITS

As at 30th June 2007, the Group had no designated deposits that were placed with financial institutions in the PRC. All of the Group’s cash deposits have been placed with commercial banks in the PRC in compliance with relevant laws and regulations. The Group has not experienced any incidents of not being able to withdraw bank deposits when due.

## 企業管治常規守則

本公司致力維繫及建立高水平的企業管治，本公司在本期間內已完全遵守《上市規則》附錄十四所載的《企業管治常規守則》的守則條文。

## 董事進行證券交易的標準守則

本公司已採納上市規則附錄10所載上市發行人董事進行證券交易的標準守則（「標準守則」）。已向所有本公司董事及監事作出特定查詢後，本公司確認其董事及監事於截至二零零七年六月三十日止六個月內一直遵守標準守則所載規定的標準。

## 審核委員會

本公司已成立審核委員會，以審閱及監督本公司之財務申報程序及內部監控措施。審核委員會及本公司董事會已審閱本集團截至二零零七年六月三十日止六個月之中期報告，審核委員會由本公司三名獨立非執行董事組成。

## 合資格會計師

本公司仍未能聘請符合上市規則第3.24條所指定資格的合資格會計師。本公司現正物色具備條件的會計師，以盡快填補空缺。本公司將通知各股東有關委任合資格會計師的進展。

## 購買、出售或贖回證券

本公司於本期間內並無贖回本公司股份，本公司及其附屬公司概無購買或出售本公司的股份。

## 委託存款及到期定期存款

於二零零七年六月三十日，本集團並無任何委託存款存放於中國金融機構，本集團之所有現金存款現均存放在中國之商業銀行，並符合適用法例及規則。本集團並未遇到銀行存款到期後而未能取回的情況。

## EMPLOYEES

As at 30th June 2007, the Company had 4508 employees. Adjustments of employee remuneration will be made according to the Company's turnover and profitability and are determined by assessing the correlation between the total salary paid and the economic efficiency of the enterprise. Under this mechanism, the management of employee remunerations will be more efficient while employees will be motivated to work hard to bring good results to the Company. Save from the remuneration policies disclosed above, the Company does not maintain any share option scheme for its employees and the employees do not enjoy any bonus. The Company regularly provides for its administrative personnel trainings on various subjects, including operation management, foreign languages, computer skills, industry know-how and policies and laws, in different forms, such as seminars, site visits and study tours.

## STAFF QUARTERS

During the Period, the Company did not provide any staff quarters to its staff.

## DOCUMENT FOR FUTURE REFERENCE

The original copy of the 2007 interim report, signed by the Chairman is available for inspection at the Secretariat of the Board, of which the address is:

Beijing North Star Company Limited  
707, Tower A, Hui Xin Building  
No. 8 Bei Chen Dong Road  
Chao Yang District  
Beijing, the PRC

By Order of the Board  
**HE Jiang-Chuan**  
*Chairman*

Beijing, the PRC  
29th August 2007

## 僱員

截至二零零七年六月三十日止，本公司僱員人數為4,508人。本公司乃按照業績及盈利來檢討僱員的酬金調整幅度，僱員工資總額與公司利潤是互相掛鉤，此政策有助公司於薪酬支出的管理，亦能有效激勵員工為公司業績及發展而努力。除上述酬金政策外，公司未向僱員提供認股計劃，公司僱員亦不享受花紅。本公司定期對經營管理者的培訓包括：經營管理、外語、計算機、業務知識及政策法規等。培訓方式包括：講座、參觀學習、訪問考察等。

## 員工宿舍

於本期間內，本公司並無向員工提供任何員工宿舍。

## 備查文件

經董事長簽署的二零零七年中期報告正本於本公司董事會秘書處可供查閱，地址為：

中國  
北京市  
朝陽區  
北辰東路8號匯欣大廈A座707  
北京北辰實業股份有限公司

承董事會命  
賀江川  
董事長

中國•北京  
二零零七年八月二十九日

## Corporate Information

### 公司資料

Legal name of the Company:	北京北辰實業股份有限公司	公司法定名稱：	北京北辰實業股份有限公司
English name of the Company:	Beijing North Star Company Limited	公司英文名稱：	Beijing North Star Company Limited
Registered address of the Company:	No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the PRC	公司註冊地址：	中國北京市 朝陽區北辰東路8號
Place of business of the Company:	No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the PRC	公司辦公地址：	中國北京市 朝陽區北辰東路8號
Legal representative of the Company:	HE Jiang-Chuan	公司法定代表人：	賀江川
Company secretaries:	GUO Chuan LEE Ka-Sze, Carmelo	公司秘書：	郭川 李嘉士
Person-in-charge on information disclosure:	GUO Chuan	信息披露負責人：	郭川
Company information enquiry unit:	Secretariat of the Board	公司信息披露 諮詢單位：	董事會秘書處

#### COMPANY INFORMATION ENQUIRY

Address:	707, Tower A, Hui Xin Building No. 8 Bei Chen Dong Road, Chao Yang District, Beijing, the PRC	公司信息諮詢 地址：	中國北京市朝陽區 北辰東路8號匯欣大廈A座707
Postal code:	100101	郵編：	100101
Telephone:	86(10) 6499 1277	電話：	86(10) 6499 1277
Fax:	86(10) 6499 1352	傳真：	86(10) 6499 1352
Website:	www.beijingns.com.cn	網址：	www.beijingns.com.cn

## Corporate Information (Continued)

### 公司資料 (續)

#### REGISTRATION

Date and place  
of first registration: 2nd April 1997,  
Beijing, the PRC

Registration number 11509936  
with the Industry  
and Commerce  
Bureau:

Registration number 110105633791930  
with the Taxation  
Bureau:

#### AUDITORS

*PRC auditor:* PricewaterhouseCoopers  
Zhong Tian CPAs Co., Ltd.

*Address:* 11/F, PricewaterhouseCoopers  
Centre,  
No. 202 Hubin Road,  
Shanghai, the PRC

*Postal code:* 200021

*Telephone:* 86(21) 6123 8888

*Fax:* 86(21) 6123 8800

*International auditor:* PricewaterhouseCoopers

*Address:* 22/F, Prince's Building,  
Central, Hong Kong

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#### 註冊登記

首次註冊登記 一九九七年四月二日，  
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工商登記號： 11509936

稅務登記號： 110105633791930

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## Corporate Information (Continued)

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Hong Kong

#### 香港股份過戶登記處

香港證券登記有限公司  
香港灣仔  
皇后大道東183號  
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#### STOCK CODE

0588

#### 股份代號

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