



*Interim Report for the six
months ended 30th June 2009*



Tianjin Capital Environmental Protection Group Company Limited
天津創業環保集團股份有限公司

I. Important

- (1) The board of directors (the “**Board**”) and supervisory committee (the “**Supervisory Committee**”) of Tianjin Capital Environmental Protection Group Company Limited (the “**Company**”) and its Directors (the “**Directors**”), supervisors (the “**Supervisors**”) and senior management confirm that the information in this 2009 interim report (the “**Interim Report**”) does not contain any false information, misleading statements or material omissions, and accept joint and several responsibility for the truthfulness, accuracy and completeness of the contents of this report.
- (2) Mr. Wang Zhanying and Mr. An Pindong, the executive Directors, have not attended this Board meeting due to business engagement and have entrusted Mr. Gu Qifeng, the Vice-chairman, and Ms. Fu Yana, the executive Director, to vote on their behalf respectively.
- (3) The interim financial statements of the Company for the six months ended 30 June 2009 are unaudited.
- (4) None of the controlling shareholders of the Company or its associates has misappropriated the Company’s funds.
- (5) The Company did not provide external guarantees in violation of any specified decision-making procedures.
- (6) The person in charge of the Company, Mr. Gu Qifeng, the person in charge of the accounting function, and Ms. Shi Zhenjuan, the person in charge of the accounting department of the Company (executive in charge for accounting), have warranted the truthfulness and completeness of the financial statements in this Interim Report.

一、重要提示

- (一) 天津創業環保集團股份有限公司(「本公司」)董事會(「董事會」)、監事會(「監事會」)及其董事(「董事」)、監事(「監事」)及高級管理人員保證本2009年中期報告(「中期報告」)所載資料不存在任何虛假記載、誤導性陳述或者重大遺漏，並對其內容的真實性、準確性和完整性承擔個別及連帶責任。
- (二) 執行董事王占英先生及安品東先生因公務無法出席本次董事會會議，分別委託副董事長顧啟峰先生及執行董事付亞娜女士代為表決。
- (三) 本公司截至2009年6月30日止半年度財務報告未經審計。
- (四) 本公司不存在被控股股東及其關聯方非經營性佔用資金情況。
- (五) 本公司不存在違反規定決策程序對外提供擔保的情況。
- (六) 本公司負責人、主管會計工作負責人顧啟峰先生及會計機構負責人(會計主管人員)時振娟女士聲明：保證本中期報告中財務報告的真實及完整。

II. Company Profile

二、本公司基本情況

(I) Basic Information of the Company

1. Legal Chinese name

天津創業環保集團股份有限公司

Abbreviation of the legal Chinese name

創業環保

English name

Tianjin Capital Environmental
Protection Group Company Limited

Abbreviation of the English name

TCEPC

2. Place for listing of the A Shares

Shanghai Stock Exchange (the "SSE")

Short form of the A Shares

創業環保

Stock code of the A Shares

600874

Place for listing of the H Shares

The Stock Exchange of Hong Kong Limited (the "HKSE")

Short form of the H Shares

Tianjin Capital

Stock code of the H Shares

1065

3. Registered address

No. 45 Guizhou Road
Heping District
Tianjin
The People's Republic of China (the "PRC")

Address of the Company's office

TCEP Building, 76 Weijin South Road
Nankai District
Tianjin
The PRC

Postal code

300381

Website

<http://www.tjcep.com>

E-mail address

tjcep@tjcep.com

4. Legal representative of the Company

Ms. Ma Baiyu

(一) 本公司基本情況簡介

1、本公司法定中文名稱：

天津創業環保集團股份有限公司

本公司法定中文名稱縮寫：

創業環保

本公司英文名稱：

Tianjin Capital Environmental
Protection Group Company Limited

本公司英文名稱縮寫：

TCEPC

2、本公司A股上市交易所：

上海證券交易所（「上交所」）

本公司A股簡稱：

創業環保

本公司A股代碼：

600874

本公司H股上市交易所：

香港聯合交易所有限公司（「聯交所」）

本公司H股簡稱：

天津創業環保股份

本公司H股代碼：

1065

3、本公司註冊地址：

中華人民共和國（「中國」）
天津市和平區貴州路45號

本公司辦公地址：

中國天津市南開區
衛津南路76號
創業環保大廈

郵政編碼：

300381

本公司國際互聯網網址：

<http://www.tjcep.com>

本公司電子信箱：

tjcep@tjcep.com

4、法定代表人：

馬白玉女士

5. Secretary to the Board

Ms. Fu Yana

Telephone number

86-22-23930128

Facsimile number

86-22-23930126

E-mail

fu_yn@tjcep.com

Correspondence address

TCEP Building, 76 Weijin South Road
Nankai District
Tianjin
The PRC

Company Secretary in Hong Kong

Mr. Lo Wai Keung, Eric

Telephone number

852-2218-0920

Facsimile number

852-2501-0028

E-mail

cosec@tjcep.com

Correspondence address

22/F, Worldwide House,
Central, Hong Kong

Securities Affairs Representative

Ms. Guo Fengxian

Telephone number

86-22-23930128

Facsimile number

86-22-23930126

E-mail

guo_fx@tjcep.com

Correspondence address

TCEP Building, 76 Weijin South Road
Nankai District
Tianjin
The PRC

6. Newspapers for Information Disclosure

Shanghai Securities News

Website designated by China Securities Regulatory Committee ("CSRC") for disclosure of the Interim Report

<http://www.sse.com.cn>

Place where the Interim Report is available for Inspection

Office of the Secretary to the Board at
16/F, TCEP Building, 76 Weijin South Road, Nankai District,
Tianjin, the PRC

5、本公司董事會秘書：
付亞娜女士

電話：

86-22-23930128

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聯繫地址：

中國天津市南開區
衛津南路76號
創業環保大廈

本公司香港秘書：

盧偉強先生

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E-mail：

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聯繫地址：

香港中環
環球大廈22樓

本公司證券事務代表：

郭鳳先女士

電話：

86-22-23930128

傳真：

86-22-23930126

E-mail：

guo_fx@tjcep.com

聯繫地址：

中國天津市南開區
衛津南路76號
創業環保大廈

6、本公司信息披露報紙名稱：
《上海證券報》

登載本公司中期報告的中國證券監督委員會（「中國證監會」）指定國際互聯網網址：

<http://www.sse.com.cn>

本公司中期報告備置地點：

中國天津市南開區
衛津南路76號創業環保大廈16樓
董事會秘書辦公室

7. Other basic information:

Date of first registration of the Company

8 June 1993

The first registered address of the Company

No. 10 Hubei Road, Heping District, Tianjin, the PRC

Dates of changes in registration of the Company

26 August 1998, 8 January 2001,
23 July 2001 and 25 February 2003

Change in registered address of the Company

No. 45 Guizhou Road, Heping District, Tianjin, the PRC

Number of Business Licence of the Company

Qi He Jin Zong Zi No. 009079

Tax Registration Number of the Company:

State tax registration number

Guo Shui Jin Zi 120114103065501

Local tax registration number

Di Shui Jin Zi 120114103065501

Name of PRC auditor appointed by the Company

PricewaterhouseCoopers Zhong Tian Certified Public Accountants Limited Company

Correspondence address of PRC auditor appointed by the Company

11th Floor, PricewaterhouseCoopers Center
202 Hu Bin Road
Shanghai, the PRC

Name of International auditor appointed by the Company

PricewaterhouseCoopers

Correspondence address of International auditor appointed by the Company

22/F, Prince's Building
Central, Hong Kong

7、本公司其他基本情況：

本公司首次註冊登記日期：

1993年6月8日

本公司首次註冊登記地點：

中國天津市和平區湖北路十號

本公司變更註冊登記日期：

1998年8月26日、2001年1月8日、
2001年7月23日、2003年2月25日

本公司變更註冊登記地點：

中國天津市和平區貴州路45號

本公司法人營業執照註冊號：

企合津總字第009079號

本公司稅務登記號碼：

國稅登記號：

國稅津字120114103065501號

地稅登記號：

地稅津字120114103065501號

本公司聘請的中國會計師事務所名稱：

普華永道中天會計師事務所有限公司

本公司聘請的中國會計師事務所辦公地址：

中國上海市
湖濱路202號
普華永道中心11樓

本公司聘請的國際會計師事務所名稱：

羅兵咸永道會計師事務所

本公司聘請的國際會計師事務所辦公地址：

香港中環
太子大廈22樓

(II) Principal accounting data and financial highlights as prepared in accordance with the PRC Accounting Standards

(二) 根據中國會計規則編製的主要會計數據和財務概要

1. Major accounting data and financial indicators

1、主要會計數據和財務指標

Unit: '000 Currency: RMB
單位：千元 幣種：人民幣

		As at the end of this reporting period 本報告期末	Comparison between the end of this reporting period and the end of last year Increase/decrease (%) 本報告期末比上年度期末增減(%)		
			As at the end of last year 上年度期末		
			After adjustment 調整後	Before adjustment 調整前	
Total assets	總資產	7,663,110.00	7,560,263.00		1.36
Equity interests (or shareholder's Equity)	所有者權益 (或股東權益)	3,158,626.00	3,107,702.00		1.64
Net assets value per share (Yuan)	每股淨資產 (元)	2.21	2.18		1.38
		Reporting period (January to June) 報告期 (1-6月)	Comparison between this reporting period and the corresponding period of last year Increase/decrease (%) 本報告期比上年同期增減(%)		
			Corresponding period of last year 上年同期		
			After adjustment 調整後	Before adjustment 調整前	
Operating profit	營業利潤	143,222.00	135,838.00	128,168.00	5.44
Total profit	利潤總額	148,807.00	135,799.00	128,129.00	9.58
Net profit	淨利潤	108,013.00	100,308.00	95,643.00	7.68
Net profit after deduction of extraordinary items	扣除非經常性損益後的淨利潤	103,825.00	100,337.00	95,672.00	3.48
Basic earnings per share (Yuan)	基本每股收益 (元)	0.08	0.07	0.07	14.29
Basic earnings per share after deduction of extraordinary items (Yuan)	扣除非經常性損益後的基本每股收益(元)	0.07	0.07	0.07	—
Diluted earnings per share (Yuan)	稀釋每股收益(元)	0.08	0.07	0.07	14.29
Return ratio on net assets (%)	淨資產收益率(%)	3.42	3.31	3.26	Increased by 0.11% 增加0.11個百分點
Net cash flow from operating activities	經營活動產生的現金流量淨額	740,710.00	218,804.00	218,804.00	238.53
Net cash flow from operating activities per share (Yuan)	每股經營活動產生的現金流量淨額(元)	0.52	0.15	0.15	246.67

2. Extraordinary profit and loss items and amounts

2、非經常性損益項目和金額

Unit: '000 Currency: RMB
單位：千元 幣種：人民幣

Extraordinary profit and loss items

Amount

非經常性損益項目

金額

Government grants charged to income statement, except for those closely relating to the Company's normal operations and continuous enjoying based on certain amount or quantity according to the relevant regulation of the State	計入當期損益的政府補助，但與本公司正常經營業務密切相關，符合國家政策規定、按照一定標準定額或定量持續享受的政府補助除外	5,534
Other non-operating income and expenses except for those described as above	除上述各項之外的其他營業外收入和支出	51
Impact of income tax	所得稅影響額	-1,397
Total	合計	4,188

3. Difference in accounting standards between the PRC and overseas

3、境內外會計準則差異

Difference in net profit and net assets does not exist.

不存在淨利潤和淨資產的差異。

III. Changes in Share Capital and Shareholders

三、股本變動及股東情況

(I) Table of share changes

(一) 股份變動情況表

Unit: shares
單位：股

	Before the changes 本次變動前		Increase/reduction (+, -) 本次變動增減(+, -)					After the changes 本次變動後	
	Quantity 數量	Percentage 比例 (%)	New shares issued 發行新股	Bonus issue 送股	Transfer of surplus to capital 公積金 轉股	Others 其他	Sub-total 小計	Quantity 數量	Percentage 比例 (%)
I. Restricted circulating shares 有限售條件流通股份									
1. State-owned shares 國家持股	664,086,598	46.53	—	—	—	-664,086,598	-664,086,598	0	0
2. State-owned legal person shares 國有法人持股									
3. Shares held by other domestic entities 其他內資持股 Including: Shares held by domestic non-state-owned legal persons 其中：境內非國有法人持股 Shares held by domestic natural persons 境內自然人持股									
4. Shares held by foreign entities 外資持股 Including: Shares held by overseas legal persons 其中：境外法人持股 Shares held by overseas natural persons 境外自然人持股									
Total restricted circulating shares 有限售條件流通股份合計	664,086,598	46.53	—	—	—	-664,086,598	-664,086,598	0	0
II. Non-restricted circulating shares 無限售條件流通股份									
1. RMB ordinary shares 人民幣普通股	423,141,832	29.65	—	—	—	664,086,598	664,086,598	1,087,228,430	76.18
2. Domestic listed foreign shares 境內上市的外資股									
3. Overseas listed foreign shares 境外上市的外資股	340,000,000	23.82	—	—	—	0	0	340,000,000	23.82
4. Others 其他									
Total non-restricted circulating shares 無限售條件流通股份合計	763,141,832	53.47	—	—	—	664,086,598	664,086,598	1,427,228,430	100
III. Total number of shares 股份總數	1,427,228,430	100	—	—	—	0	0	1,427,228,430	100

Approvals for the share changes

Pursuant to the relevant requirements of the Share Segregation Reform Proposal approved at the relevant general meeting for the A shares shareholders of the Company held on 20 March 2006, as at 20 April 2009, there were an aggregate of 664,086,598 restricted circulating A shares of the Company circulating in the market.

股份變動的批准情況

根據本公司2006年3月20日召開的A股市場相關股東會議審議通過的《股權分置改革方案》的有關規定，2009年4月20日，共有664,086,598股有限售條件的流通A股上市流通。

(II) Shareholders and the actual controller of the Company**(二) 股東和實際控制人情況****1. Number of shareholders and their shareholdings****1、股東數量和持股情況**

Total number of shareholders as at the end of the reporting period:

報告期末股東總數：

104,942 shareholders, including 96 shareholders holding H shares

104,942戶，其中H股股東96戶

Shareholdings of the top ten shareholders**前十名股東持股情況**

Shareholders 股東名稱	Nature of the shareholders 股東性質	Percentage of shareholding 持股比例 (%) (%)	Increase/Decrease 增減 (Shares) (股)	Total number of shares held during the reporting period 報告期內 持股總數 (Shares) (股)	Number of restricted circulating shares held 持有有限售 條件流通 股份數量 (Shares) (股)	Number of shares pledged or frozen 質押或凍結 的股份數量 (Shares) (股)
Tianjin Municipal Investment Company Limited ("TMICL") 天津市政投資有限公司 (「市政投資」)	State-owned 國家	54.24	774,111,445	-873,000	0	Pledged 質押 387,490,000
HKSCC Nominees Limited 香港中央結算(代理人)有限公司	Others 其他	23.65	337,536,900	104,000	0	Unknown 未知
Zhou Jun 周軍	Others 其他	0.41	5,922,035	-57,965	0	Unknown 未知
Shenyang Railway Coal Dealing Co., Ltd. 瀋陽鐵道煤炭經銷有限公司	Others 其他	0.21	3,000,000	0	0	Unknown 未知
China Southern Securities Co., Ltd. 南方證券有限公司	Others 其他	0.19	2,725,000	0	0	Unknown 未知
BOC – Shanghai Shenzhen 300 Index Securities Investment Fund 中國銀行－嘉實滬深300指數證券投資基金	Others 其他	0.14	1,975,166	-104,800	0	Unknown 未知
Wang Ming Li 汪明麗	Others 其他	0.11	1,510,000	-62,200	0	Unknown 未知
Huatai Securities- BOC- Huatai Zijinding Bubuwaiying Umbrella Asset Management Plan 華泰證券－中行－華泰紫金鼎步步為盈子集合資產管理計劃	Others 其他	0.11	1,500,000	1,500,000	0	Unknown 未知
Pan Zhi Hong 潘志紅	Others 其他	0.09	1,228,020	0	0	Unknown 未知
Accounting Centre of China Aviation 中國航空結算有限責任公司	Others 其他	0.07	1,000,000	0	0	Unknown 未知

Shareholdings of the top ten non-restricted circulating shares shareholders

前十名無限售條件流通股份股東持股情況

Shareholders 股東名稱		Number of non-restricted circulating shares held 持有無限售條件流通股份數量 (Shares) (股)	Type of shares 股份種類
TMICL	市政投資	774,111,445	RMB Ordinary Shares 人民幣普通股
HKSCC Nominees Limited	香港中央結算(代理人)有限公司	337,536,900	H Shares H股
Zhou Jun	周軍	5,922,035	RMB Ordinary Shares 人民幣普通股
Shenyang Railway Coal Dealing Co., Ltd.	瀋陽鐵道煤炭經銷有限公司	3,000,000	RMB Ordinary Shares 人民幣普通股
China Southern Securities Co., Ltd.	南方證券有限公司	2,725,000	RMB Ordinary Shares 人民幣普通股
BOC – Shanghai Shenzhen 300 Index Securities Investment Fund	中國銀行—嘉實滬深300指數證券投資基金	1,975,166	RMB Ordinary Shares 人民幣普通股
Wang Ming Li	汪明麗	1,510,000	RMB Ordinary Shares 人民幣普通股
Huatai Securities- BOC – Huatai Zijinding Bubueiying Umbrella Asset Management Plan	華泰證券—中行—華泰紫金鼎步步為盈子集合資產管理計劃	1,500,000	RMB Ordinary Shares 人民幣普通股
Pan Zhi Hong	潘志紅	1,228,020	RMB Ordinary Shares 人民幣普通股
Accounting Centre of China Aviation	中國航空結算有限責任公司	1,000,000	RMB Ordinary Shares 人民幣普通股

Notes on the connected relationship or parties acting in concert among the above shareholders

上述股東關聯關係或一致行動的說明

It is not certain whether there is any connected relationship among the top ten shareholders.

第1名至第10名股東之間未知是否存在關聯關係。

It is not certain whether there is any connected relationship between the top ten non-restricted circulating shares shareholders and the top ten shareholders.

前十名無限售條件流通股份股東和前十名股東之間未知是否存在關聯關係。

1. According to the register of members of the Company as provided by HKSCC Nominees Limited, those H shares held by it were held on behalf of various clients. There was no client who owned 5% or more interest in the total share capital of the Company.
2. The top ten shareholders are not strategic investors of the Company.

1. 根據香港中央結算(代理人)有限公司(HKSCC NOMINEES LIMITED)提供的股東名冊,其持有之H股股份乃代表多個客戶所持有,並無任何個別客戶持有本公司總股本5%或以上之權益。
2. 前十名股東均不是本公司的戰略投資者。

2. Changes in controlling shareholder and actual controller of the Company

During the reporting period, there were no changes in controlling shareholder and actual controller of the Company.

3. Substantial shareholders' and other persons' interests and/or short positions in the shares and underlying shares of the Company

As at 30 June 2009, the following entity, other than Director, Supervisor or chief executive of the Company, had interests and/or short positions in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"):

Name of shareholder 股東名稱	Capacity 身份	Number and class of securities 證券數目及類別 (Note 1) (註 1)	Approximate percentage in the relevant class of securities 於有關證券類別 的概約百分比	Approximate percentage in the total issued share capital of the Company 於本公司已發行 總股本的概約百分比
TMICL 市政投資	Beneficial owner 實益擁有人	774,984,445 Shares 774,984,445 股	71.28%	54.30%
ISIS Asset Management Plc.	Investment Manager 投資經理	17,286,000 H Shares (L) 17,286,000 股 H 股 (好倉)	5.08%	1.21%
HSBC Asset Management (Hong Kong) Limited 滙豐投資管理 (香港) 有限公司	Investment Manager 投資經理	20,000,000 H Shares (L) 20,000,000 股 H 股 (好倉)	5.88%	1.40%

Note:

1. The letter "L" represents the entity's long positions in the shares.

Save as disclosed above, there is no person (other than Director, Supervisor or chief executive of the Company) who, as at 30 June 2009, had an interest and/or a short position in the shares and underlying shares of the Company as recorded in the register required to be kept under section 336 of the SFO.

2、控股股東及實際控制人變更情況

本報告期內本公司控股股東及實際控制人沒有發生變更。

3、主要股東及其他人士於本公司股份及相關股份中的權益及／或淡倉

截至2009年6月30日，以下實體（本公司董事、監事或最高行政人員除外）於本公司股份及相關股份中擁有根據《證券及期貨條例》（香港法例第571章）（「證券及期貨條例」）第336條規定存置的登記冊上記錄之權益及／或淡倉：

Name of shareholder 股東名稱	Capacity 身份	Number and class of securities 證券數目及類別 (Note 1) (註 1)	Approximate percentage in the relevant class of securities 於有關證券類別 的概約百分比	Approximate percentage in the total issued share capital of the Company 於本公司已發行 總股本的概約百分比
TMICL 市政投資	Beneficial owner 實益擁有人	774,984,445 Shares 774,984,445 股	71.28%	54.30%
ISIS Asset Management Plc.	Investment Manager 投資經理	17,286,000 H Shares (L) 17,286,000 股 H 股 (好倉)	5.08%	1.21%
HSBC Asset Management (Hong Kong) Limited 滙豐投資管理 (香港) 有限公司	Investment Manager 投資經理	20,000,000 H Shares (L) 20,000,000 股 H 股 (好倉)	5.88%	1.40%

附註：

1. 「好倉」指該實體於股份中的好倉。

除上述者外，於2009年6月30日，概無人士（本公司董事、監事或最高行政人員除外）於本公司股份及相關股份中擁有根據證券及期貨條例第336條規定存置的登記冊上記錄之權益及／或淡倉。

IV. Directors, Supervisors and Senior Management

四、董事、監事和高級管理人員情況

(I) Changes in the shareholding of the Directors, Supervisors and senior management

There was no change in the shareholding of the Directors, Supervisors and senior management during the reporting period.

(一) 董事、監事和高級管理人員持股變動

報告期內本公司董事、監事及高級管理人員持股未發生變化。

(II) Directors', Supervisors' and the Company's chief executives' interests and/or short positions in the shares, underlying shares and debentures of the Company or its associated corporations

As at 30 June 2009, the interests and/or short positions of the Directors, Supervisors and chief executives of the Company in the shares, underlying shares and debentures of the Company or its associated corporations (within the meaning of Part XV of the SFO), which would have to be notified to the Company and the HKSE pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or otherwise, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in the Rules Governing the Listing of Securities on the HKSE ("Listing Rules"), to be notified to the Company and the HKSE were as follows:

(二) 本公司董事、監事及最高行政人員於本公司或其相聯法團股份、相關股份及債券中的權益及／或淡倉

於2009年6月30日，本公司董事、監事及最高行政人員於本公司或其相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債務證券中擁有根據證券及期貨條例第XV部第7及8分部須知會本公司及聯交所的權益(包括證券及期貨條例被當作或視為擁有的權益及淡倉)，或須根據證券及期貨條例第352條記錄於該條例所指的登記冊中的權益，或須根據聯交所證券上市規則(「上市規則」)有關《上市公司董事進行證券交易的標準守則》知會本公司及聯交所的任何權益及淡倉如下：

Name 姓名	The Company/ name of associated corporations 本公司/ 相關法團名稱	Capacity 身份	Number and class of securities 證券數目及類別 (Note) (附註)	Approximate percentage in the total issued share capital of the Company/ associated corporations 於本公司/相聯法團 已發行總股本中的 概約百分比
Director 董事				
Wang Zhanying 王占英	The Company 本公司	Beneficial owner 實益擁有人	6,850 domestic shares (non-restricted circulating shares) (L) 6,850 股內資股 (無限售條件流通股份) (好倉)	0.00048

Name 姓名	The Company/ name of associated corporations 本公司/ 相關法團名稱	Capacity 身份	Number and class of securities 證券數目及類別 (Note) (附註)	Approximate percentage in the total issued share capital of the Company/ associated corporations 於本公司/相聯法團 已發行總股本中的 概約百分比
Supervisor 監事				
Nie Youzhuang 聶有壯	The Company 本公司	Beneficial owner 實益擁有人	959 domestic shares (non-restricted circulating shares) (L) 959 股內資股 (無限售條件流通股份) (好倉)	0.00007

Note: The letter "L" represents the person's long positions in the shares, underlying shares and debentures of the Company or its associated corporations.

附註：字母「好倉」為指於本公司或其相聯法團股份，相關股份及債務證券中的好倉。

Save as disclosed above, none of the Directors, Supervisors or chief executives of the Company, who, as at 30 June 2009, had any interests or short positions in any shares, underlying shares and debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which would have to be notified to the Company and the HKSE pursuant to Divisions 7 and 8 of Part XV of the SFO, or which were required, pursuant to section 352 of the SFO, to be entered in the register referred to therein, or otherwise, pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers, to be notified to the Company and the HKSE.

除披露者外，於2009年6月30日，本公司董事、監事或最高行政人員概無於本公司或其任何相聯法團(定義見證券及期貨條例第XV部)的股份、相關股份及債務證券中擁有根據證券及期貨條例第XV部第7及8分部規定須知會本公司及聯交所的任何權益或淡倉，或須根據證券及期貨條例第352條記錄於該條例所指之登記冊中之權益，或須根據上市規則有關《上市公司董事進行證券交易之標準守則》知會本公司及聯交所之任何權益或淡倉。

(III) Recruitment or removal of the Directors, Supervisors and senior management

- (1) At the 26th meeting of the Fourth Board of the Company held on 5 March 2009, the resignation of Mr. Liu Wenya and Mr. Jia Liang as deputy general managers of the Company, Ms. Chang Xiaolan as chief economist of the Company, and Ms. Chen Yinxing as chief accountant of the Company due to work allocation, and the appointment of Mr. Zhang Qiang, Mr. Yang Guang and Mr. Deng Biao as deputy general managers of the Company (among them, Mr. Deng Biao would continue to hold a concurrent position as the chief engineer of the Company), Mr. Gu Wenhui as the chief economist of the Company and Ms. Shi Zhenjuan as the chief accountant of the Company, were considered and approved.
- (2) Due to work allocation, Mr. Li Yuqing, a member of the Fourth Supervisory Committee of the Company, has applied for resignation as a Supervisor of the Company. At the Eleventh Meeting of the Supervisory Committee of the Company held on 28 April 2009, Ms. Qi Lipin was nominated as a Supervisor of the Fourth Supervisory Committee of the Company. The nomination was approved at the 2008 Annual General Meeting of the Company held on 17 June 2009.
- (3) At the 30th meeting of the Fourth Board of the Company held on 30 June 2009, the resignation of Mr. Deng Biao as the chief engineer of the Company due to working need and the appointment of Mr. Li Yuqing as the chief engineer of the Company were considered and approved.
- (4) On 21 July 2009, due to job rearrangement, Ms. Ma Baiyu, the Chairman and an executive Director of the Company, tendered her resignation as the Chairman and an executive Director of the Company and Mr. Zhang Wenhui, the chairman of the Supervisory Committee, tendered his resignation as the chairman and a Supervisor of the Company's Supervisory Committee. TMICL, the controlling shareholder of the Company, proposed and nominated Mr. Zhang Wenhui as an executive Director of the Fourth Board of the Company and Mr. Li Yang as a Supervisor of the Fourth Supervisory Committee. The nomination will be submitted to the 2009 First Extraordinary General Meeting of the Company to be held on 8 September 2009 for consideration.

(三) 新聘或解聘本公司董事、監事及高級管理人員的情況

- (1) 本公司第四屆董事會於2009年3月5日召開第二十六次會議，審議通過同意副總經理劉文亞先生及賈亮先生、總經濟師常小蘭女士及總會計師陳銀杏女士，因工作調動原因辭去所任職務；並聘任張強先生、楊光先生及鄧彪先生為本公司副總經理，其中鄧彪先生繼續兼任本公司總工程師；聘任顧文輝先生為本公司總經濟師；聘任時振娟女士為本公司總會計師。
- (2) 因工作調動原因，本公司第四屆監事會監事李玉慶先生申請辭去監事職務。本公司監事會於2009年4月28日召開第十一次會議，提名齊麗品女士為本公司第四屆監事會監事，並經2009年6月17日召開的2008年股東週年大會批准通過。
- (3) 本公司第四屆董事會於2009年6月30日召開第三十次會議，審議通過同意鄧彪先生因工作需要辭去所任總工程師職務，並聘任李玉慶先生為本公司總工程師。
- (4) 2009年7月21日，因工作調整，本公司董事長兼執行董事馬白玉女士申請辭去執行董事及董事長職務，監事會主席張文輝先生申請辭去監事及監事會主席職務；本公司控股股東市政投資建議及提名張文輝先生為本公司第四屆董事會執行董事及提名李楊先生為本公司第四屆監事會監事，並提交將於2009年9月8日召開的本公司2009年第一次臨時股東大會審議。

(I) An overview of the overall operations of the Group during the reporting period

During the first half year of 2009, the Company and its subsidiaries (the "Group") recorded an operating income of RMB587,660,000, representing an increase of 14.38% over the corresponding period of 2008, and an operating profit of RMB143,222,000, representing an increase of 5.44% over the corresponding period of 2008, and a net profit of RMB108,013,000 (excluding minorities' profit or loss), representing an increase of 7.68% over the corresponding period of 2008.

The increase in operating income was mainly attributable to: (i) the increase in the processing volume of the Company's sewage water treatment plants which results in the increase in the income as compared to the same period of 2008; (ii) the income of Xi'an Capital Water Company Limited for the same period of 2008 only being the aggregate sum between 17 May and June 2008, as this company commenced formal commercial operation on 17 May 2008, which made a substantial increase in the income for the first half of 2009 as compared to the same period of 2008. The increase in the income led to the increase in operating profit and net profit.

(II) Operations of the principal businesses of the Group

1. Operations by industry

During the reporting period, the Group processed a total of 365,566,000 cubic metres of sewage water, an increase of 18.45% over the same period last year. During the reporting period, the Group and its subsidiaries proactively carried out operational management of its existing projects as well as actively explored markets. Entrusted operation projects such as Hanshan County Sewage Water Treatment Plant and Huoqiu County Sewage Water Treatment Plant in Anhui province were newly added. During the reporting period, the Group was entrusted to manage operating capacity of 365,000 cubic metres per day, and has processed sewage water of 40,169,100 cubic metres. Income from entrusted operation services was RMB8,914,100.

During the reporting period, the tap water uploading volume of the tap water business was 16,930,200 cubic metres, representing a decrease of 11.09% as compared with the same period last year, which is due to the continuous zero flow of Qijing Tap Water Plant No.3 since the end of 2008 and normal water supply was restored until the early of June 2009, resulting in a slight decrease in tap water output for the first half of 2009 as compared with the same period last year. During the reporting period, recycled water business recorded water sales of 1,272,800 cubic metres, representing a growth of 1.89% over the same period last year. During the reporting period, the Group recorded an income of RMB24,249,000 from the toll collection business, a slight increase from the income of RMB23,157,000 for the same period of 2008.

(一) 報告期內本集團總體經營情況

2009年上半年，本公司及其附屬公司（「本集團」）實現營業收入人民幣58,766萬元，較2008年同期增長14.38%；營業利潤為人民幣14,322.2萬元，較2008年同期增長5.44%，實現淨利潤人民幣10,801.3萬元（不包含少數股東損益），較2008年同期增長7.68%。

營業收入增加的主要原因：一是由於本公司污水處理廠處理水量的增加，使得收入較2008年同期有所增加；二是由於西安創業水務有限公司於2008年5月17日正式商業運行，故2008年同期西安創業水務有限公司收入僅為5月17日 - 6月累計金額，使得2009年上半年收入較2008年同期有較大幅度提高。收入的增長促使營業利潤及淨利潤增加。

(二) 本集團主營業務的經營狀況

1、 分行業經營情況

報告期內，本集團共處理污水36,556.6萬立方米，比上年同期增長了18.45%。報告期內，本集團及各下屬子公司在做好既有項目的運營管理的同時積極開拓市場，新增安徽省含山縣污水處理廠、霍邱縣污水處理廠等委託運營項目。報告期內，本集團委託運營規模達到36.5萬立方米/日，實際處理污水4,016.91萬立方米，實現委託運營服務收入人民幣891.41萬元。

報告期內，自來水業務實現上網水量1,693.02萬立方米，與去年同期相比下降了11.09%，是由於曲靖第三自來水廠自2008年年底持續斷流，直至2009年6月初才結束斷流，恢復正常取水，故2009年上半年自來水產量略少於去年同期。報告期內，再生水業務實現售水量127.28萬立方米，比去年同期增長1.89%。報告期內，本集團道路收費業務實現收入人民幣2,424.9萬元，較2008年同期收入人民幣2,315.7萬元略有增長。

2. Principal business by industry

2、主營業務分行業情況表

Unit: '000 Currency: RMB
單位：千元 幣種：人民幣

By industry		Operating income	Operating cost	Profit margin from operations	Increase/	Increase/	Increase/
分行業	營業收入				營業成本	營業利潤率	decrease in operating income as compared with the same period last year
					營業收入	營業成本	營業利潤率
					比上年同期	比上年同期	比上年同期
					增減幅度	增減幅度	增減
Income from sewage water treatment	污水處理收入	515,916.58	228,468.65	55.72%	17.07%	19.56%	-0.92%
Toll fee income	路費收入	24,249.17	3,560.05	85.32%	4.72%	0.00%	0.69%
Income from water recycling pipe connection and water supply	中水管道接駁及供水收入	21,072.00	16,969.90	19.47%	-6.07%	-4.50%	-1.32%
Income from provision of tap water and others	自來水供水及其他	18,845.75	18,460.62	2.04%	-0.37%	47.63%	-31.84%

Notes: The cost of the Company's tap water supply business comparatively increased significantly as a result of the uplift of water resources fee.

註：由於水資源費的調高，導致本公司自來水供水業務成本同比大幅增加。

3. Principal business by geographical locations

3、主營業務分地區情況表

Unit: '000 Currency: RMB
單位：千元 幣種：人民幣

		Operating income 營業收入	Operating income for the same period 上年同期 營業收入	This year minus last year 本年減去年	Increase/ decrease in operating income as compared with the same period 營業收入 比上年同期 增減	Remarks 備註
Tianjin	天津	404,479	367,643	36,836	10.02%	—
Guizhou	貴州	18,167	16,174	1,993	12.32%	—
Qujing	曲靖	25,510	26,864	(1,354)	-5.04%	—
Fuyang	阜陽	15,814	14,399	1,415	9.83%	—
Baoying	寶應	5,068	5,096	(28)	-0.55%	—
Hangzhou	杭州	57,891	56,480	1,411	2.50%	—
Honghu	洪湖	4,463	3,105	1,358	43.74%	—
Wendeng	文登	11,739	7,328	4,411	60.19%	—
Xi'an	西安	34,466	8,106	26,360	325.19%	Commenced commercial operation in May 2008 2008年5月 投入商業運營
Chibi	赤壁	1,287	—	1,287	—	Commenced commercial operation in May 2009 2009年5月 投入商業運營
Anguo	安國	1,200	—	1,200	—	Commenced commercial operation in April 2009 2009年4月 投入商業運營
Total	合計	580,084	—	—	—	—

(III) The Company's investments

1. Utilisation of the proceeds

During the reporting period, the Company did not raise any funds, or no balance of funds raised in previous years was brought forward to the reporting period.

2. Projects made out of funds other than proceeds raised

During the reporting period, the Group won the bid of Fuyang Yingdong Sewage Water Treatment Plant project, and on 10 August 2009, Fuyang Capital Water Company Limited, the Group's subsidiary, officially entered into the "licensed operation agreement" and the "sewage water treatment service agreement" with the government of Yingdong District, Fuyang.

The Fuyang Yingdong Sewage Water Treatment Plant adopts a BOT licensed operation mode, with a licensed operation period of 30 years. The project is designed with a size of 150,000 cubic metres per day, of which the first stage work is 30,000 cubic metres per day, the second stage work reaches 90,000 cubic metres per day and its long term capacity reaches 150,000 cubic metres per day. The water outflow quality is designed to be grade A.

During the reporting period, the environmental evaluation report and feasibility research report in relation to the upgrading and reconstruction of the Company's four sewage water treatment plants in Jizhuangzi, Dongjiao, Xianyanglu and Beicang of Tianjin have been approved by the relevant departments of Tianjin. The total investment amount for the upgrading and reconstruction is approximately RMB1.04 billion. The upgrading and reconstruction of the Xianyanglu and Beicang sewage water treatment plants commenced during the reporting period. As at the end of the reporting period, an aggregate sum of RMB2.37 million has been invested. The main upgrading and reconstruction of the four sewage water treatment plants are expected to be completed in 2010.

(IV) Liquidity and financial resources

There were no seasonal changes in the Group's borrowings requirement. As at 30th June 2009, there were no bank loans and interests outstanding nor repayable upon maturity. Details of the bank borrowings of the Group are stated in the notes to the condensed consolidated financial statements for the six months ended 30 June 2009 of the Company.

In accordance with the accounting report prepared in accordance with the PRC Enterprise Accounting Standards, as at 30 June 2009, the gearing ratio was 56.31%.

(三) 本公司投資情況

1、 募集資金使用情況

報告期內，本公司無募集資金或前期募集資金使用到本期的情況。

2、 非募集資金項目情況

報告期內，本集團中標阜陽市潁東污水處理廠項目，於2009年8月10日由本集團子公司——阜陽創業水務有限公司與阜陽市潁東區政府正式簽署《特許經營協議》及《污水處理服務協定》。

阜陽市潁東污水處理廠採用BOT特許經營模式，特許經營期為30年。該項目設計規模為15萬立方米/天，其中一期規模為3萬立方米/天，二期規模達到9萬立方米/天，遠期規模達到15萬立方米/天。設計出水水質標準為一級A。

報告期內，本公司所屬天津紀莊子、東郊、咸陽路、北倉四座污水處理廠升級改造工程的環境評價報告、可行性研究報告已經獲天津市相關主管部門批復，升級改造工程總投資約為人民幣10.4億元。咸陽路和北倉污水處理廠升級改造工程已於報告期內正式開工，截止本報告期末，累計完成投資人民幣237萬元，四座污水處理廠升級改造工程主體工程預計於2010年完工。

(四) 流動資金及財務資源

本集團的借貸需要並無季詳性變動。於2009年6月30日，概無已到期而尚未清還的銀行借款及利息。有關本集團的銀行借貸詳情載於本公司截至2009年6月30日簡明綜合財務報表附註。

根據中國企業會計準則所編製的會計報告，於2009年6月30日資產負債率為56.31%。

(V) Foreign exchange risk

Main receivables and payable items of the Group are denominated in RMB. Therefore, there is no material impact on the Group's operation resulting from the fluctuations in foreign exchange rates, and there was no hedge activity made in respect of the foreign exchange risks.

(VI) Employee and emolument policy

As at 30 June 2009, the Company had 561 employees. During the reporting period, remuneration paid to staff of the Company was approximately RMB 24,170,000. The Company determined the income of the management in accordance with their management skills, the content of the management work completed, the risk and responsibility borne by the management and corporate economic effectiveness. The Company adopted a salary-point system for wages. For operating staff, their incomes were determined in accordance with their skill level, labour intensity and difficulty and corporate economic effectiveness. Wages were paid according to their posts and skills.

(VII) Industry analysis and operation plans of the Company for the second half of the year

In the first half of 2009, in order to realize the goal of "growth maintenance", the central government executed proactive fiscal policies and loosened monetary policies, and thoroughly implemented a series of plans in response to the international financial crisis. Positive changes were found in the operation of macroeconomics, and the general trend turned out to be stable and good, which set favorable external conditions for industrial development. With the gradual weakening of impact of the economic crisis, all the industrial participants looked out for breakthroughs and accelerated their development, through frequent occurrence of capital operation manners such as merger loans, acquisition of equity interests, replacement of assets and strategic cooperation. Meanwhile, foreign capital was invested into the water market in the PRC in increasingly diversified manners, which further increased the industrial competition. The environmental protection standards were raised, which promoted the upgrade and renovations of the water plants in various regions, and the capacities in technology, workmanship, design and building imposed an increasingly important impact on the competitive edges of enterprises. In addition, the State Council ascertained 12 key directions for deepening the reform of economic system in 2009, of which the items relating to the water industry included the acceleration of reform in municipal public facilities, promotion of social investment, enlarging the scope of licensed operation, adjustment of water price as well as the discharge right trading pilot. The long term development of water industry would no doubt benefit from the effectively settlement of these problems.

(五) 外幣兌換風險

本集團的主要應收及應付款項均為以人民幣計值。因此，本集團之運作並無受匯率波動的重大影響，且並無就任何外幣風險進行對沖的措施。

(六) 僱員及酬金政策

截至到2009年6月30日，本公司在職員工561名。本報告期內，支付本公司員工的酬金總額約為人民幣24,170千元。本公司對於管理層根據其管理技能、完成的管理工作內容、承擔的管理責任風險及企業經濟效益確定其收入，實行薪點制工資，對於操作層員工根據其技能水準、勞動強度和難度以及企業的經濟效益情況確定其收入，實行崗位技能工資。

(七) 行業分析及本公司下半年經營計劃情況

2009年上半年，中央政府為了實現「保增長」的目標，實施了積極的財政政策和適度寬鬆的貨幣政策，並且全面貫徹落實應對國際金融危機的一攬子計劃。宏觀經濟運行出現了積極變化，總體形勢企穩向好，為行業發展創造了有利的外部條件。伴隨著經濟危機的衝擊性影響的逐漸弱化，行業參與主體紛紛尋求突破、加速發展。並購貸款、股權收購、資產置換、戰略合作等資本運作方式頻繁出現。同時，外資介入中國水務市場的方式也日益多樣化，進一步加劇了行業競爭的激烈程度。環保標準的提升，推動了各地水廠升級改造，技術、工藝、設計、建設等能力對於企業競爭力的影響愈發重要。此外，國務院確定的12個2009年深化經濟體制改革的重點方向，其中與水務行業相關的改革內容包括加快推進市政公用事業改革、帶動社會投資、擴大特許經營範圍、水價調整及排放權交易試點等。這些問題的有效解決無疑有利於水務行業的長期發展。

The Group's overall operation strategies and operation plans of 2009 have been described and explained in the 2008 annual report. In the second half of the year, the Company will go through with its established operation plans, operate its water plants well, and increase efforts on engineering construction and market development.

(VII) Analysis of risk factors

In July 2005, the Municipal Government of Tianjin issued the "Administrative Measures on the Licensed Operation of Municipal Public Utilities of Tianjin" ("**Administrative Measures**"). Rule 22 of the Administrative Measures stipulates that: existing municipal public utilities projects within the required scope can be directly granted to the original operators for licensed operations after a review by the municipal construction administrative authority and the approval by the Municipal People's Government. The municipal construction administrative authority will sign a licensed operation agreement with the operator. The Group has submitted an application to the Tianjin construction administrative authority to apply for the licensed operation of four sewage water treatment plants in the central area of Tianjin after the implementation of the Administrative Measures in November 2005. Currently, the Group is in the deep negotiation over the licensed operation agreement with the Tianjin construction administrative authority.

The main requirements in respect of licensed operations under the Administrative Measures are as follow:

- a. licensed operators for new projects are generally determined by way of public tender;
- b. the municipal construction administrative authority is authorised to organise and implement the licensed operations of municipal public utility services;
- c. licensed operators shall follow the price and service charge standards for municipal public utility services of the PRC and Tianjin;
- d. the term of licensed operations shall not exceed 30 years;
- e. existing municipal public utilities projects can be directly granted to the original operators for licensed operations after a review by the municipal construction administrative authority and the approval by the Municipal People's Government and the municipal construction administrative authority will sign a licensed operation agreement with the operator.

關於本集團2009年整體經營策略及經營計劃已經在2008年年度報告中作了描述和說明。下半年，本公司將貫徹既定的經營計劃，完成好水廠運營、工程建設及市場開發工作。

(八) 風險因素分析

2005年7月，天津市政府頒佈《天津市市政公用事業特許經營管理辦法》(「**管理辦法**」)，管理辦法第二十二條規定：規定範圍內的現有市政公用事業項目，經市建設行政主管部門審核並報市人民政府批准後，可以直接授予原經營者特許經營權，由市建設行政主管部門與經營者簽訂特許經營協議。本集團已經於《管理辦法》施行後(2005年11月)向天津市建設行政管理部門遞交了申請天津市中心城區四座污水處理廠特許經營權的請示。目前，本集團正在與天津市建設行政主管部門就特許經營協議進行深入談判。

《管理辦法》對特許經營的主要規定如下：

- a. 新建項目的特許經營者通過公開招標方式確定；
- b. 授權市建設行政主管部門負責市政公用事業特許經營的組織實施；
- c. 特許經營者應當執行國家和本市市政公用事業產品價格和服務收費標準；
- d. 特許經營期限最長不得超過30年；
- e. 現有市政公用事業項目，經市建設行政主管部門審核並報市人民政府批准後，可以直接授予原經營者特許經營權，由市建設行政主管部門與經營者簽訂特許經營協議。

(IX) Contingent liabilities

The Group did not have any significant contingent liabilities as at 30 June 2009.

(X) Rights of debt

As at 30 June 2009, pursuant to the "Sewage Water Processing Agreement" and the "Sewage Water Processing Interim Service Agreement" and "Sewage Water Plants Fee Agreement" entered into between the Company and Tianjin Sewage Water Company, total receivables and long-term receivables of the Company from Tianjin Sewage Water Company amounted to RMB1,001,097,000, approximately 13.24% of the total market capitalization of the Company as at 30 June 2009.

During the reporting period, Tianjin Sewage Water Company settled a total of approximately RMB780,000,000 of its debts to the Company.

(XI) Charge on assets

The Group did not charge any assets of the Company or its subsidiaries as at 30 June 2009.

(XII) Acquisition and disposal of subsidiaries

During the reporting period, the Company did not acquire or dispose any of its subsidiaries.

(九) 或有負債

於2009年6月30日，本集團並無任何重大或有負債。

(十) 債權

截至2009年6月30日，依據本公司與天津市排水公司簽署的《污水處理委託協議》和《污水處理臨時服務協定》及《在建工程收費協定》，本公司對天津市排水公司的應收帳款和長期應收帳款總額為人民幣1,001,097千元，約為本公司截至2009年6月30日總市值的13.24%。

報告期內，天津市排水公司共計償還所欠本公司污水處理費約人民幣7.8億元。

(十一) 資產抵押

於2009年6月30日，本集團並無就本公司及其附屬公司的資產增設任何抵押。

(十二) 收購及出售附屬公司

於報告期內，本公司並無購買及出售附屬公司。

VI. Major Events

六、重要事項

(I) Corporate governance of the Company

During the reporting period, the Company strictly complied with the requirements under the Company Law and Securities Law of the PRC, the relevant rules and regulations of the CSRC, the provisions under the relevant listing rules of SSE and the “Code on Corporate Governance Practices” as set out in the Appendix 14 to the Listing Rules. The Company devoted a lot of effort to improve its corporate governance structure and standardize the operation of the Company.

The Company had a sound system for the general meetings, the Board and the Supervisory Committee, and achieved a clear division of responsibility and authority and an effective balance between its power authority, decision-making body, supervisory authority and management level. The organization and business of the Company were independent of its shareholders. The controlling shareholder of the Company acted in a regulated manner and did not misappropriate the Company’s funds. The Directors and Supervisors of the Company duly performed their duties.

In accordance with the requirements of the CSRC and SSE, during the reporting period, the Company made continuous effort to improve its internal control system and has currently established a relatively sound internal control system. The Company has established a strict approval and control procedures for its internal major operation and investment decisions and a sound financial management system, which are strictly implemented. The Company has established a prudent information disclosure system and investor relationship system to ensure the timely, fair, true, accurate and complete disclosure of information.

During the reporting period, the Company made amendments to its Articles of Association in accordance with relevant requirements and further ascertained the dividend distribution policies of the Company so as to safeguard the interests of all shareholders.

Corporate governance is a long term exercise. The Company will continually improve its corporate governance and enhance its regulated operation in strict compliance with the relevant requirements of relevant regulatory authorities so as to boost the healthy and steady development of the Company and protect the interests of all shareholders.

(一) 本公司治理的情況

報告期內，本公司嚴格按照中國《公司法》及《證券法》和中國證監會有關法律法規，以及上交所上市規則和聯交所上市規則附錄14所載《企業管治常規守則》所列載條文的要求，不斷完善本公司治理結構及規範本公司運作。

本公司已經具有完善的股東大會、董事會及監事會制度，權力機構、決策機構及監督機構與經理層之間權責分明及有效制衡；相對於股東，本公司機構獨立及業務獨立；控股股東行為規範，不存在非經營性佔用本公司資金情況；本公司董事及監事勤勉盡責。

根據中國證監會及上交所有關要求，報告期內，本公司內部不斷完善內部控制制度，目前已經建立了較為完善的內部控制體系。本公司內部各項重大經營及投資決策均有嚴格的審批及控制程式，已經建立了完善的財務管理制度並嚴格執行；本公司已經建立了嚴謹的資訊披露制度及投資者關係制度，確保本公司資訊披露及時、公平、真實、準確及完整。

報告期內，本公司按照相關規定修訂了本公司《章程》，進一步明確了本公司的分紅政策，保證了全體股東的利益。

本公司治理是一項長期的工作。本公司將嚴格按照監管部門的要求，根據本公司的實際情況，不斷完善本公司治理，提高規範運作水準，促使本公司持續健康發展，維護全體股東的利益。

(II) Implementation of the profit appropriation plan during the reporting period

In the 2008 Annual General Meeting, the 2008 profit appropriation plan was considered and approved. The Company made a payment of RMB0.04 (including tax) in cash per share to holders of A shares and RMB0.04 (equivalent to HK\$0.04536) (including tax) per share to holders of H shares. The Company published an announcement relating to dividend payment to A shares shareholders in the PRC on 31 July 2009. The shareholding registration date was 5 August 2009. The Company also published a notice of the 2008 Annual General Meeting in Hong Kong on 28 April 2009. The shareholding registration date was 15 May 2009. Distributions of the dividends to the holders of A shares and H shares have been completed on 12 August 2009 and 6 August 2009 respectively.

(III) Implementation of the cash dividend payment policy during the reporting period

1. The cash dividend payment policy of the Company:

Pursuant to Article 195 of the Articles of Association of the Company, the Company may distribute dividends by the following ways: the Company may, after making up any prior years' losses and setting aside funds for statutory surplus reserve and discretionary common reserve, distribute dividends by cash or shares according to its actual profit and cash flow.

The Company shall draw attention to reasonable return to investors when making distribution on profit. If the Board of Directors of the Company does not make a cash dividends distribution proposal, it shall disclose in its regular reports the reasons thereof and the Independent Non-executive Directors shall give their independent opinion thereon. In case the fund of the Company is appropriated by a shareholder illegally, the Company shall make a deduction to the cash dividend distributed to that shareholder in order to repay the fund appropriated thereby. If the Company records a profit in the reporting period but does not make a cash dividends distribution proposal, it shall disclose in its regular reports the detailed reasons thereof and how the undistributed profit be used by the Company.

The Company shall maintain a continuous and stable profit distribution policy. The Company may distribute interim dividends in cash.

(二) 報告期實施的利潤分配方案執行情況

本公司2008年股東週年大會審議通過了本公司2008年年度利潤分配方案：向A股股東每1股派發現金人民幣0.04元（含稅）；向H股股東每1股派發人民幣0.04元，即0.04536港幣（含稅）。本公司於2009年7月31日在境內刊登了A股分紅派息公告，股權登記日為2009年8月5日；於2009年4月28日在香港刊登了2008年股東週年大會通告，股權登記日為2009年5月15日；A股紅利於2009年8月12日分派完畢，H股紅利於2009年8月6日分派完畢。

(三) 報告期內現金分紅政策的執行情況

1、本公司現金分紅政策內容：

根據本公司《章程》第一百九十五條規定，本公司可以下列方式分配股利：本公司在彌補以前年度虧損、提取法定公積金及任意公積金後，根據實際利潤情況和現金流情況，可以採取現金或者股票方式分配股利。

利潤分配應重視對投資者的合理投資回報。本公司董事會如未做出現金紅利的分配預案，應在定期報告中披露原因，獨立非執行董事應發表獨立意見；如果存在股東違規佔用本公司資金情況的，本公司扣減該股東所分配的現金紅利，以償還其佔用的資金。如本公司報告期內盈利但未提出現金利潤分配預案，本公司應在定期報告中詳細說明未分紅的原因、未用於分紅的資金留存本公司的用途。

本公司的利潤分配政策應保持連續性和穩定性。本公司可以進行中期現金分紅。

2. Implementation of the cash dividend payment during the reporting period

In the 2008 Annual General Meeting, the 2008 profit appropriation plan was considered and approved. The Company made a payment of RMB0.04 (including tax) in cash per share to holders of A shares and RMB0.04 (equivalent to HK\$0.04536) (including tax) per share to holders of H shares. The Company published an announcement relating to dividend payment to A shares shareholders in the PRC on 31 July 2009. The shareholding registration date was 5 August 2009. The Company also published a notice of the 2008 Annual General Meeting in Hong Kong on 28 April 2009. The shareholding registration date was 15 May 2009. Distributions of the dividends to the holders of A shares and H shares have been completed on 12 August 2009 and 6 August 2009 respectively.

(IV) Significant litigation and arbitration

The Company had no significant litigation or arbitration during the reporting period.

(V) Shareholdings of the Company in other listed companies and financial enterprises

The Company has no shareholdings in other listed companies and financial enterprises during the reporting period.

(VI) Asset acquisition and disposal and mergers during the reporting period

The Company did not have any asset acquisition and disposal, or mergers during the reporting period.

(VII) Major connected transactions of the Company during the reporting period

The Company did not have any major connected transactions during the reporting period.

(VIII) Major contracts and their implementation

1. Custody, subcontracting and leasing

(1) Custody

The Company did not provide any custodian during the reporting period.

(2) Subcontracting

The Company did not provide any subcontracting during the reporting period.

(3) Leasing

The Company did not have any leasing matters during the reporting period.

2、報告期內現金分紅實施情況

本公司2008年股東週年大會審議通過了本公司2008年年度利潤分配方案：向A股股東每1股派發現金人民幣0.04元(含稅)；向H股股東每1股派發人民幣0.04元，即0.04536港幣(含稅)。本公司於2009年7月31日在境內刊登了A股分紅派息公告，股權登記日為2009年8月5日；於2009年4月28日在香港刊登了2008年股東週年大會通告，股權登記日為2009年5月15日；A股紅利於2009年8月12日分派完畢，H股紅利於2009年8月6日分派完畢。

(四) 重大訴訟仲裁事項

本報告期本公司無重大訴訟、仲裁事項。

(五) 本公司持有其他上市公司股權、參股金融企業股權情況

本報告期本公司無持有其他上市公司股權和參股金融企業股權的情況。

(六) 報告期內本公司收購及出售資產、吸收合併事項

本報告期本公司無收購及出售資產和吸收合併事項。

(七) 報告期內本公司重大關聯交易事項

本報告期本公司無重大關聯交易事項。

(八) 重大合同及其履行情況

1、託管、承包、租賃事項

(1) 託管情況

本報告期本公司無託管事項。

(2) 承包情況

本報告期本公司無承包事項。

(3) 租賃情況

本報告期本公司無租賃事項。

2. Guarantee

2、擔保情況

Unit: '000 Currency: RMB
單位：千元 幣種：人民幣

External guarantee granted by the Company (excluding guarantee provided to the subsidiaries of the Company)

本公司對外擔保情況（不包括對子公司的擔保）

Total amount of guarantee granted during the reporting period (excluding guarantee provided to the subsidiaries of the Company)	報告期內擔保發生額合計 (不包括對子公司的擔保)	0
Total amount of outstanding guarantee as at the end of the reporting period (A) (excluding guarantee provided to the subsidiaries of the Company)	報告期末擔保餘額合計 (A) (不包括對子公司的擔保)	0

Guarantee provided to the subsidiaries of the Company

本公司對子公司的擔保情況

Total amount of guarantee provided to the subsidiaries of the Company during the reporting period	報告期內對子公司擔保發生額合計	0
Total amount of outstanding guarantee provided to the subsidiaries as at the end of the reporting period (B)	報告期末對子公司擔保餘額合計 (B)	744,800

Total amount of guarantee granted by the Company (including guarantee provided to the subsidiaries of the Company)

本公司擔保總額情況（包括對子公司的擔保）

Total amount of guarantee (A+B)	擔保總額 (A+B)	744,800
Percentage of the total amount of guarantee to the net assets of the Company (%)	擔保總額佔本公司淨資產的比例 (%)	23.58
Of which:	其中：	
Amount of guarantee provided to the shareholders, actual controller and other related parties (C)	為股東、實際控制人及其關聯方提供擔保的金額 (C)	0
Amount of guarantee provided directly or indirectly to the borrowers with gear ratio of over 70% (D)	直接或間接為資產負債率超過 70% 的被擔保物件提供的債務擔保金額 (D)	0
Total amount of guarantee exceeds 50% of net assets (E)	擔保總額超過淨資產 50% 部分的金額 (E)	0
Total amount of the above three guarantees (C+D+E)	上述三項擔保金額合計 (C+D+E)	0

3. Trust arrangement

3、委託理財情況

The Company did not make any trust arrangements during the reporting period.

本報告期本公司無委託理財事項。

4. Other major contracts

4、其他重大合同

During the reporting period, there were no other major contracts entered into by the Company.

本報告期本公司無其他重大合同。

(IX) Implementation of commitments

Commitments made by shareholders who hold or continued to hold over 5% of the shares and their actual controllers during the reporting period and their implementation

(九) 承諾事項履行情況

持股5%以上股東及其實際控制人在報告期內或持續到報告期內的承諾及其履行情況

Commitments 承諾事項	Content 承諾內容	Implementation 履行情況
Commitment of Share Segregation Reform 股改承諾	<p>(1) Pursuant to the requirements under Article 27 in the "Administrative Measures in respect of Share Segregation Reform of Listed Companies", all the original non-circulating shares shall not be traded or transferred within 12 months commencing from the date of implementation of the Share Segregation Reform.</p> <p>根據《上市公司股權分置改革管理辦法》第二十七條的規定，所有原非流通股股份自股權分置改革方案實施之日起，十二個月內不上市交易或者轉讓。</p> <p>(2) TMICL undertakes that upon expiry of the aforesaid commitment period, the number of shares sold through the SSE shall not exceed 5% of the total number of shares of the Company within 12 months and shall not exceed 10% within 24 months.</p> <p>市政投資承諾：在前項承諾期滿後，通過上交所掛牌交易出售股份，出售數量佔本公司股份總數的比例在十二個月內不超過百分之五，在二十四個月內不超過百分之十。</p> <p>(3) In the event the amount of shares sold through the SSE attained 1% of the total number of the Company's shares, an announcement shall be made within two working days of the occurrence of such event.</p> <p>通過上交所掛牌交易出售的股份數量，達到本公司股份總數百分之一的，在自該事實發生之日起兩個工作日內做出公告。</p>	<p>As at the end of the reporting period, relevant shareholders had been in strict compliance with their commitments made in the share segregation reform.</p> <p>截止報告期末，相關股東嚴格履行了在股權分置改革時所做出的各項承諾。</p>
(1) As at the date of this interim report, was there any business commitment not yet fully performed: None.		(1) 截至本中期報告日期，是否存在尚未完全履行的業績承諾：否
(2) As at the date of this interim report, was there any commitment for asset injection or consolidation not yet fully performed: None.		(2) 截至本中期報告日期，是否存在尚未完全履行的注入資產、資產整合承諾：否

(X) Appointment and dismissal of accounting firm

Any change of accounting firm: No

(XI) Punishments and rectification to listed companies and its directors, supervisors, senior management, shareholders and actual controllers

During the reporting period, the Company and its Directors, Supervisors, senior management, shareholders and actual controller were not subject to any investigation, administrative punishments and criticisms by the CSRC or public reprimand by any stock exchange.

(XII) Other major events and their effects and explanation of solutions

The Company did not have any other major events during the reporting period.

(XIII) Information Disclosure Index

Subject 事項	Name and page of newspaper 刊載的報刊名稱及版面	Date of publication 刊載日期	Website and path of publication 刊載的互聯網網站及檢索路徑
Announcement relating to the discharge of the pledge and the pledge of part of shares held by the Company's controlling shareholders 關於本公司控股股東部分股權解押及質押的公告	"Shanghai Securities News" page A12 《上海證券報》A12版	13 February 2009 2009年2月13日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement of the Resolutions Passed at the 26th Meeting of the Fourth Board 第四屆董事會第二十六次會議決議公告	"Shanghai Securities News" page C36 《上海證券報》C36版	5 March 2009 2009年3月5日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement of the Resolutions Passed at the 27th Meeting of the Fourth Board 第四屆董事會第二十七次會議決議公告	"Shanghai Securities News" page C104 《上海證券報》C104版	25 March 2009 2009年3月25日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/

(十) 聘任、解聘會計師事務所情況

是否改聘會計師事務所： 否

(十一) 上市公司及其董事、監事、高級管理人員、股東、實際控制人處罰及整改情況

本報告期本公司及其董事、監事、高級管理人員、股東、實際控制人均未受中國證監會的稽查、行政處罰、通報批評及證券交易所的公開譴責。

(十二) 其他重大事項及其影響和解決方案的說明

本報告期本公司無其他重大事項。

(十三) 資訊披露索引

Subject 事項	Name and page of newspaper 刊載的報刊名稱及版面	Date of publication 刊載日期	Website and path of publication 刊載的互聯網網站及檢索路徑
Announcement relating to the listing of restricted circulating shares 有限售條件的流通股上市流通的公告	“Shanghai Securities News” page C33 《上海證券報》C33 版	14 April 2009 2009 年 4 月 14 日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement in relation to the resolutions passed at the Eleventh Meeting of the Fourth Supervisory Committee 第四屆監事會第十一次會議決議公告	“Shanghai Securities News” page C80 《上海證券報》C80 版	28 April 2009 2009 年 4 月 28 日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Notice of 2008 annual general meeting 2008 年股東週年大會通知	“Shanghai Securities News” page C80 《上海證券報》C80 版	28 April 2009 2009 年 4 月 28 日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
2008 Annual Report 2008 年年報		28 April 2009 2009 年 4 月 28 日	HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement of final results for the year ended 31 December 2008 截至 2008 年 12 月 31 日止年度之全年業績公告	“Shanghai Securities News” page C80 《上海證券報》C80 版	28 April 2009 2009 年 4 月 28 日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement of the Resolutions Passed at the 28th Meeting of the Fourth Board 第四屆董事會第二十八次會議決議公告	“Shanghai Securities News” page C80 《上海證券報》C80 版	28 April 2009 2009 年 4 月 28 日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/

Subject 事項	Name and page of newspaper 刊載的報刊名稱及版面	Date of publication 刊載日期	Website and path of publication 刊載的互聯網網站及檢索路徑
2009 First Quarterly Report 2009年第一季報告	"Shanghai Securities News" page C80 《上海證券報》C80版	28 April 2009 2009年4月28日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Supplemental announcement related to the 2008 Annual Report	"Shanghai Securities News" page A16	15 May 2009	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
本公司2008年 年報相關事項的 補充公告	《上海證券報》A16版	2009年5月15日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
Announcement on the resolutions passed at the 2008 annual general meeting	"Shanghai Securities News" page C6	17 June 2009	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/
2008年股東 週年大會決議公告	《上海證券報》C6版	2009年6月17日	SSE: www.sse.com.cn ; HKSE: www.hkex.com.hk ; IFN Financial Press Ltd.: http://www.ifn.com.hk/ir/tjcep/ 上交所網站 www.sse.com.cn ; 聯交所網站 www.hkex.com.hk ; 訊捷財經印務有限公司網站 http://www.ifn.com.hk/ir/tjcep/

VII. Financial Accounting Report (unaudited)

七、財務會計報告 (未經審計)

(1) Prepared in accordance with Hong Kong Financial Reporting Standards

(一) 根據香港財務報告準則編製

CONDENSED CONSOLIDATED INTERIM BALANCE SHEET

AS AT 30 JUNE 2009

(All amounts in Rmb thousand unless otherwise stated)

簡明綜合中期資產負債表

於2009年6月30日

(除非特別指明所有金額單位均為人民幣千元)

	Note	As at	
		30 June 2009 Unaudited	31 December 2008 Audited
	附註	2009年 6月30日 未經審計	2008年 12月31日 經審計
ASSETS			
Non-current assets			
Property, plant and equipment	5	2,192,655	2,192,537
Investment property		117,221	118,692
Intangible assets	5	1,938,626	1,884,264
Land use rights		372,472	393,135
Investment in an associate	6	38,951	39,878
Available-for-sale financial assets		4,000	4,000
Trade receivables due after one year	7	697,763	697,763
Long-term receivables	8	322,040	331,254
Other non-current assets	9	49,841	47,252
		<u>5,733,569</u>	<u>5,708,775</u>
Current assets			
Inventories		8,929	9,448
Trade receivables	7	418,925	798,869
Other receivables		67,824	52,137
Prepayments		115,399	81,987
Cash and bank balances		1,318,464	909,047
		<u>1,929,541</u>	<u>1,851,488</u>
Total assets		<u>7,663,110</u>	<u>7,560,263</u>

	Note	As at	
		30 June 2009 Unaudited	31 December 2008 Audited
	附註	2009年 6月30日 未經審計	2008年 12月31日 經審計
EQUITY			
	權益		
Capital and reserves attributable to the Company's equity holders	本公司權益持有人應佔資本及儲備		
Share capital	股本	10	1,427,228
Other reserves	其他儲備		636,431
Retained earnings	保留盈利		1,094,967
- Proposed final dividend	— 擬派末期股息		—
- Undistributed	— 未分配		57,089
			1,094,967
			986,954
			3,158,626
Minority interests	少數股東權益		3,107,702
			120,315
Total equity	權益總額		3,278,941
			3,226,198
LIABILITIES	負債		
Non-current liabilities	非流動負債		
Borrowings	借款	11	2,954,949
Deferred income tax liabilities	遞延所得稅負債		24,492
			2,979,441
			2,472,709
Current liabilities	流動負債		
Trade payables	貿易應付款	12	57,986
Advances from customers	預收款項		245,560
Wages payables	應付職工薪酬		2,972
Income tax payable	應交所得稅		34,060
Other taxes payable	其他應交稅金		7,188
Dividend payable	應付股利		59,130
Other payables	其他應付款項		129,433
Borrowings	借款	11	868,399
			1,404,728
			1,861,356
Total liabilities	負債總額		4,384,169
			4,334,065
Total equity and liabilities	權益及負債總額		7,663,110
			7,560,263
Net current assets/(liabilities)	流動資產／（流動負債）淨值		524,813
			(9,868)
Total assets less current liabilities	總資產減流動負債		6,258,382
			5,698,907

CONDENSED CONSOLIDATED INTERIM STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 30 JUNE 2009

(All amounts in Rmb thousand unless otherwise stated)

簡明綜合中期全面收益表

截至2009年6月30日止六個月期間

(除非特別指明所有金額單位均為人民幣千元)

		Unaudited	
		未經審計	
		Six months ended 30 June	
		截至6月30日止六個月	
		2009	2008
		2009年	2008年
	Note 附註		
Revenue	銷售收入	580,084	509,144
Business tax	營業税金	(21,168)	(20,159)
Cost of sales	銷售成本	(267,459)	(221,573)
Gross profit	毛利	291,457	267,412
Other income - net	其他收益－淨額	10,434	3,400
Administrative costs	行政費用	(42,103)	(48,104)
Operating profit	經營盈利	259,788	222,708
Finance costs - net	融資成本－淨額	(110,054)	(88,428)
Share of (loss)/profits of an associate	應佔聯營公司（虧損）／盈利	(927)	1,519
Profit before income tax	除所得稅前盈利	148,807	135,799
Income tax expense	所得稅	(38,975)	(33,810)
Profit for the period	半年度盈利	109,832	101,989
Other comprehensive income for the period, net of tax	經除稅後其他全面收益	—	—
Total comprehensive income for the period	半年度全面收益總額	109,832	101,989
Attributable to:	應佔:		
Equity holders of the Company	本公司權益持有人	108,013	100,308
Minority interests	少數股東權益	1,819	1,681
		109,832	101,989
Earnings per share for profit attributable to the equity holders of the Company during the period (in Rmb per share)	期間內本公司權益持有人應佔盈利的每股盈利（以每股人民幣元計）		
	16		
- basic	— 基本	0.08	0.07
- diluted	— 攤薄	0.08	0.07
Interim dividends	中期股息	—	—

**CONDENSED CONSOLIDATED INTERIM STATEMENT OF CHANGES
IN EQUITY**

FOR THE SIX MONTHS ENDED 30 JUNE 2009

(All amounts in Rmb thousand unless otherwise stated)

簡明綜合中期權益變動報表

截至2009年6月30日止六個月期間

(除非特別指明所有金額單位均為人民幣千元)

		Unaudited 未經審計				
		Equity holders of the Company 本公司權益持有人			Minority	Total
	<i>Note</i> 附註	Share capital 股本	Reserves 其他儲備	Sub-total 合計	interests 少數股東權益	Total 總權益
Balance at 1 January 2009	2009年1月1日結餘	1,427,228	1,680,474	3,107,702	118,496	3,226,198
Profit for the period	當期盈利	—	108,013	108,013	1,819	109,832
Other comprehensive income	其他全面收益	—	—	—	—	—
Dividends	股息	—	(57,089)	(57,089)	—	(57,089)
Balance at 30 June 2009	2009年6月30日結餘	<u>1,427,228</u>	<u>1,731,398</u>	<u>3,158,626</u>	<u>120,315</u>	<u>3,278,941</u>
Balance at 1 January 2008	2008年1月1日結餘	1,427,228	1,506,498	2,933,726	117,358	3,051,084
Profit for the period	當期盈利	—	100,308	100,308	1,681	101,989
Other comprehensive income	其他全面收益	—	—	—	—	—
Dividends	股息	—	(57,089)	(57,089)	—	(57,089)
Balance at 30 June 2008	2008年6月30日結餘	<u>1,427,228</u>	<u>1,549,717</u>	<u>2,976,945</u>	<u>119,039</u>	<u>3,095,984</u>

CONDENSED CONSOLIDATED INTERIM CASH FLOW STATEMENT
 FOR THE SIX MONTHS ENDED 30 JUNE 2009
 (All amounts in Rmb thousand unless otherwise stated)

簡明綜合中期現金流量表
 截至2009年6月30日止六個月期間
 (除非特別指明所有金額單位均為人民幣千元)

		Unaudited	
		未經審計	
		Six months ended 30 June	
		截至6月30日止六個月	
		2009	2008
		2009年	2008年
Net cash generated from/ (used in)	現金產生／(支用)之淨額		
- operating activities	— 營運活動	740,710	218,804
- investing activities	— 投資活動	(55,722)	(787,129)
- financing activities	— 融資活動	(264,471)	840,373
		<hr/>	<hr/>
Net increase in cash and bank balances	現金及銀行結餘之增加淨額	420,517	272,048
Cash and bank balances at beginning of the period	期初現金及銀行結餘	887,047	324,971
		<hr/>	<hr/>
Cash and bank balances at end of the period*	期末現金及銀行結餘*	<u>1,307,564</u>	<u>597,019</u>

* Excluding restricted cash and bank balances of Rmb10.9 million as at 30 June 2009, representing collateral deposit as guarantee for project bidding (30 June 2008: Rmb39million).

* 未包含2009年6月30日受限制之銀行結餘約人民幣1,090萬元，此受限制銀行結餘為項目投標保證金(2008年6月30日：人民幣3,900萬元)。

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL INFORMATION

(All amounts in Rmb thousand unless otherwise stated)

1 Company profile and principal activities

Tianjin Capital Environmental Protection Group Company Limited (the “Company”) was established on 8 June 1993 in Tianjin, the People’s Republic of China (the “PRC”) as a joint stock limited liability company.

In 2008, the name of the Company was changed to Tianjin Capital Environmental Protection Group Company Limited from Tianjin Capital Environmental Protection Company Limited.

This condensed consolidated interim financial information was approved for issue on 21 August 2009.

This condensed consolidated financial information has not been audited.

The principal activities of the Company and its subsidiaries (the “Group”) include processing of sewage, tap water, recycled water and receipt of toll road collection as described below:

(a) Processing of sewage

Pursuant to relevant agreements (“Sewage Processing Agreements”), the Group currently provides sewage processing services via the following plants:

Location
位置

Agreement date
協議簽訂日期

Customer
客戶

On-going agreements signed in prior years:
以前年度簽訂並仍在執行的合同

Dong Jiao, Tianjin 天津 東郊	10 October 2000 2000年10月10日	Tianjin Sewage Company (“TSC”) 天津市排水公司(「排水公司」)
Ji Zhuang Zi, Tianjin 天津 紀莊子	10 October 2000 2000年10月10日	TSC 排水公司
Xian Yang Lu, Tianjin 天津 咸陽路	10 October 2000 2000年10月10日	TSC 排水公司
Bei Cang, Tianjin 天津 北倉	10 October 2000 2000年10月10日	TSC 排水公司
Guiyang, Guizhou 貴州 貴陽	16 September 2004 2004年9月16日	Guiyang City Administration Bureau (“GCAB”) 貴陽市城市管理局(「貴陽城管局」)
Bao Ying, Jiangsu 江蘇 寶應	13 June 2005 2005年6月13日	Baoying Construction Bureau 寶應縣建設局
Fuyang, Anhui 安徽 阜陽	18 December 2005 2005年12月18日	Anhui Fuyang Construction Committee (“AFCC”) 安徽省阜陽市建設委員會(阜陽建委)
Qujing, Yunnan 雲南 曲靖	25 December 2005 2005年12月25日	Qujing City Water General Company (“QCWG”) 曲靖市城市供排水總公司(曲靖供排水公司)
Hong Hu, Hubei 湖北 洪湖	29 December 2005 2005年12月29日	Honghu Construction Bureau 洪湖市建設局

簡明綜合中期財務資料附註

(除非特別指明所有金額單位均為人民幣千元)

1 公司簡介及主要業務

天津創業環保集團股份有限公司(「本公司」)是於1993年6月8日在中華人民共和國(「中國」)註冊成立的股份有限公司。

2008年本公司名稱由天津創業環保股份有限公司改為天津創業環保集團股份有限公司。

本簡明綜合中期財務資料於2009年8月21日經批准報出。

本簡明綜合中期財務資料未經審核。

本公司及其附屬公司(「本集團」)的主要業務包括污水處理，自來水供水，中水和道路收費站業務，具體如下：

(a) 污水處理業務

依照相關協議(「《污水處理委託協議》」)，本集團通過以下污水處理廠提供污水處理服務：

Location 位置	Agreement date 協議簽訂日期	Customer 客戶
<i>On-going agreements signed in prior years:</i> 以前年度簽訂並仍在執行的合同		
Hang Zhou, Zhejiang 浙江 杭州	12 November 2006 2006年11月12日	Hangzhou Sewage Company 杭州市排水有限公司
Jing Hai, Tianjin 天津 靜海	12 September 2007 2007年9月12日	Tianyu Science Technology Park Administration Committee of Tianjin New Technology Industry Area 天津新技術產業園區天宇科技園管理委員會
Wen Deng, Shandong 山東 文登	19 December 2007 2007年12月19日	Wendeng Construction Bureau 文登市建設局
Xi An, Shanxi 陝西 西安	18 March 2008 2008年3月18日	Xi An Municipal Infrastructure Construction Investment General Company 西安市基礎設施建設投資總公司

The principal terms and the pricing formula as set out in the relevant agreements are briefly summarised below:

Dong Jiao

The Company will have full recovery of actual operating costs, including depreciation and amortisation of property, plant and equipment, excluding interest expenses and foreign exchange gains or losses and at minimum:

- (i) earns a return of 15% per annum of the average balances of the monthly net book value of property, plant and equipment (as defined in the agreement) of the plants; and
- (ii) incentive pricing adjustments will be made for cost saving and/or when actual processing volume exceeds the minimum processing volume as stipulated in the agreement.

Ji Zhuang Zi, Xian Yang Lu and Bei Cang:

Based on the supplementary agreement reached with TSC on 10 March 2006, the Company is entitled to a pre-determined sewage processing fee from the completion date of construction to the completion date of inspection of the Ji Zhuang Zi, Xian Yang Lu and Bei Cang plants. After the inspection of these three plants is completed, processing fee will be collected from TSC based on the same principle as for Dong Jiao plant as described above.

相關協議訂明的主要條款及訂明的主要計價公式簡述如下：

東郊：

本公司應全面彌補實際之經營成本，包括物業、機器及設備之折舊及攤銷，但不包括利息開支及匯兌損益，最少將：

- (i) 賺取按污水處理業務相關物業、機器及設備（定義見協議）之每月平均賬面淨值的年度平均數計算15%之回報，以及；
- (ii) 獲得節省成本或當實際處理量超過協議規定之最低處理量時之獎勵計價調整。

紀莊子、咸陽路及北倉：

根據與排水公司於2006年3月10日達成之臨時協議，本公司於紀莊子、咸陽路及北倉的污水處理廠處理污水水質達標後至竣工驗收日的期間內，按照約定的價格收取污水處理費。於此三家污水處理廠竣工驗收日後，本公司將向排水公司按照與東郊污水處理廠等同的原則收取污水處理費。

All other sewage processing plants :

Initial sewage processing prices are predetermined, thereafter processing price may be revised after considering various factors including renovation of equipment, additional investment, power and energy and labour force, and other significant changes of government policy;

All sewage processing plants outside Tianjin are guaranteed a minimum processing volume by their respective customers except for Gui Yang. If the actual volume is lower than the guaranteed volume, processing fee will be settled using the guaranteed volume.

On 6 December 2006, Guiyang Price Bureau confirmed a new price for the year 2007 which will allow full recovery of all actual costs, including operating cost, amortisation, income tax and a return of 8% on budgeted net assets of the plant.

(b) Tap water supply business

Pursuant to an agreement reached with Qujing City Water General Company on 25 December 2005, a subsidiary of the Company, Qujing Capital Water Co., Ltd., will provide tap water supply service to Qujing City via the Yunnan Qujing tap water processing plant at pre-determined pricing. In addition:

- (i) Processing price as pre-determined above may be revised after considering various cost factors based on contract terms; and
- (ii) Qujing City Water General Company guarantees a minimum supply volume. If the actual volume is lower than that guaranteed, supply fee will be settled using the guaranteed volume.

(c) Toll road collections

Tianjin Municipality Engineering Bureau ("TMEB") granted collection right for six toll stations from 1 July 2003 to 28 February 2029 to the Company but it is not allowed to transfer, lease or pledge the right to other parties without TMEB's consent.

In tandem, the Company entered into an agreement ("Toll Collection Agreement") with Tianjin Toll Collection Office on 24 July 2003 with the following principal terms:

- the Company engaged the Toll Collection Office to collect the tolls at the six toll stations on its behalf for which it will pay a management fee;

其他污水處理廠：

協議規定以約定價格作為初始污水處理服務費單價，並且上述處理費單價將按照合同約定的調價公式視設施設備改造、新增投資及能源動力、勞動力、政府政策的重大變化等因素進行調整；

除貴陽外，其他地區客戶會對本集團確保最低污水處理量，如果實際處理量低於該擔保水量，則污水處理費按照擔保水量結算；

於2006年12月6日，貴陽市物價局核定2007年度新的價格，可令污水處理業務全面彌補實際的經營成本，包括運行成本、攤銷、所得稅及8%的概算淨資產回報。

(b) 自來水供水業務

依照與曲靖市城市供排水總公司於2005年12月25日簽訂的協定，本公司之附屬公司曲靖創業水務有限公司通過雲南曲靖自來水處理廠以約定的價格提供自來水供水服務。並且：

- (i) 上述供水服務單價將按照合同約定的條款根據影響水價成本因素的變動而進行調整；
- (ii) 曲靖市供排水總公司會對本公司確保最低自來水供水量，如果實際供水量低於該擔保水量，則供水服務費按照擔保水量結算。

(c) 道路收費

天津市政局授予本公司6個收費站的收益權，期限自2003年7月1日起至2029年2月28日止。但未經天津市政局允許，本公司不得將該收費權轉讓、租賃或抵押。

本公司於2003年7月24日與天津市車輛通行費徵收辦公室（「徵收辦」）簽訂了《通行費委託徵收協議》。根據此協定：

- 本公司委託徵收辦對6個收費站實行統一收費並支付其管理費；

- the Company is to receive the actual tolls collected from the six stations for the corresponding period/year, subject to minimum toll fee for each period/year based on the forecast traffic flow and tolls for the corresponding period/year as stipulated in a traffic flow and tolls forecast report for the six toll stations issued by a professional consulting company in July 2003; and
- any shortfall to the Company between actual and the agreed minimum will be compensated to the Company by the Toll Collection Office.

2 Basis of preparation

This condensed consolidated interim financial information for the six months ended 30 June 2009 has been prepared in accordance with HKAS 34, Interim financial reporting. The condensed consolidated interim financial information should be read in conjunction with the annual financial statements for the year ended 31 December 2008, which have been prepared in accordance with HKFRSs.

3 Accounting policies

Except as described below, the accounting policies applied are consistent with those of the annual financial statements for the year ended 31 December 2008, as described in those annual financial statements.

Taxes on income in the interim periods are accrued using the tax rate that would be applicable to expected total annual earnings.

(a) The following new standards and amendments to standards are mandatory for the first time for the financial year beginning 1 January 2009.

HKAS 1 (revised), Presentation of financial statements

The revised standard prohibits the presentation of items of income and expenses (that is “non-owner changes in equity”) in the statement of changes in equity, requiring “non-owner changes in equity” to be presented separately from owner changes in equity. All “non-owner changes in equity” are required to be shown in a performance statement.

Entities can choose whether to present one performance statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income).

The Group has elected to present one statement: a statement of comprehensive income. The interim financial statements have been prepared under the revised disclosure requirements.

- 本公司以一家專業顧問公司對該6個收費站於2003年7月簽署的交通流量和通行費的預測報告中列明的各期間／年度收費金額作為核定應收各期間／年度最低收取通行費收入的標準。
- 實際收入低於上述最低收入標準的差額將由徵收辦補給本公司。

2 編製基準

截至2009年6月30日止6個月之半年度簡明綜合中期財務資料系依據香港會計準則34號中期財務報告編製。本簡明綜合中期財務資料應與根據香港財務報告準則編製的截止於2008年12月31日之年度財務報表一並閱讀。

3 會計政策

編製本簡明綜合財務資料所採用之會計政策與截至二零零八年十二月三十一日止年度之年度財務報表所採用的會計政策(見有關的年度財務報表)一致, 惟以下所述者除外。

本中期期間的所得稅按照預期年度總盈利適用的稅率累計。

(a) 以下新準則和修訂必須在二零零九年一月一日開始的財務年度首次採納。

香港會計準則 1 (修訂本)「財務報表的呈列」

此修訂本禁止在權益變動表中呈列收入及支出項目(即「非擁有人的權益變動」), 並規定「非擁有人的權益變動」必須與擁有人的權益變動分開呈列。所有「非擁有人的權益變動」需要在業績報表中呈列。

實體可選擇在一份業績報表(全面收益報表)中, 或在兩份報表(收益表和全面收益報表)中呈列。

本集團已選擇呈列一份報表: 全面收益報表。中期財務報表已根據經修訂的披露規定編製。

HKFRS 8, Operating segments

HKFRS 8, Operating segments, replaces HKAS 14, Segment reporting. It requires a “management approach” under which segment information is presented on the same basis as that used for internal reporting purposes. This has resulted in a change in reportable segments presented, as the previously reported sewage water processing services segment has been split into Tianjin plants, Hangzhou plant and other plants segments, in addition, previous reported tap water supply segment has been combined into sewage water processing – other plants segment. There has been no impact on the Group’s financial position or operating results except for disclosure. Comparatives for 2008 have been reclassified.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker has been identified as managers operating meeting that makes strategic decisions.

Amendment to HKFRS 7, Financial instruments: disclosures

The amendment increases the disclosure requirements about fair value measurement and amends the disclosure about liquidity risk. The amendment introduces a three-level hierarchy for fair value measurement disclosures about financial instruments and requires some specific quantitative disclosures for those instruments classified in the lowest level in the hierarchy. These disclosures will help to improve comparability between entities about the effects of fair value measurements. In addition, the amendment clarifies and enhances the existing requirements for the disclosure of liquidity risk primarily requiring a separate liquidity risk analysis for derivative and non-derivative financial liabilities. It also requires a maturity analysis for financial assets where the information is needed to understand the nature and context of liquidity risk. The Group will make additional relevant disclosures in its financial statements ending 31 December 2009.

香港財務報告準則 8「營運分部」

香港財務報告準則 8「營運分部」取代了香港會計準則 14「分部報告」。此準則要求採用「管理層基準」，即分部資料須按照與內部報告所採用的相同基準呈報。由於之前呈報的污水處理服務分部被分為天津廠、杭州廠和其他地區廠，此外，之前呈報的自來水供水分部已被併入污水處理服務—其他地區廠分部，因此這導致所呈列的可報告分部數目的變動。除披露外對本集團的財務狀況或經營成果並無影響。二零零八年的比較數字已經重新分類。

營運分部按照與向主要經營決策者提供的內部報告貫徹一致的方式報告。主要經營決策者被界定為作出策略性決定的經理辦公會。

香港財務報告準則 7（經修訂）「金融工具：披露」

此項經修訂準則增加有關公平值計量的披露規定，並修訂有關流動資金風險的披露。此經修訂準則引入了有關金融工具公平值計量披露的三層架構，並規定對被分類為架構內最低一層的金融工具某些特定的數量性披露資料。此等披露將有助於改善實體之間對公平值計量影響的可比較性。此外，此經修訂準則澄清並加強了有關流動資金風險披露的現有規定，主要規定須分開衍生和非衍生金融負債的流動資金風險分析。此經修訂準則亦規定必須披露金融資產的到期日分析，當中必須披露有助於瞭解流動資金風險的性質和內容的資訊。本集團將於其截至二零零九年十二月三十一日止年度的財務報表中作出額外的相關披露。

(b) The following new standards, amendments to standards and interpretations are mandatory for the first time for the financial year beginning 1 January 2009, but are not currently relevant for the Group:

HKAS 23 (amendment)	Borrowing costs	香港會計準則23 (經修訂)	借貸成本
HKAS 32 (amendment)	Financial instruments: Presentation	香港會計準則32 (經修訂)	金融工具：呈報
HKAS 39 (amendment)	Financial instruments: Recognition and measurement	香港會計準則39 (經修訂)	金融工具：確認 及計量
HKFRS 2 (amendment)	Share-based payment	香港財務報告準則2 (經修訂)	以股份為基礎的 付款
HK(IFRIC) 9 & HKAS 39 (amendment)	Reassessment of embedded derivatives & Financial instruments: Recognition and measurement	香港(國際財務報告 詮釋委員會)－詮釋9 及香港會計準則39 (經修訂)	重新評估嵌入 衍生金融工具 及金融工具： 確認及計量
HK(IFRIC) 13	Customer loyalty programmes	香港(國際財務報告 詮釋委員會) －詮釋13	客戶忠誠度計劃
HK(IFRIC) 15	Agreements for the construction of real estate	香港(國際財務報告 詮釋委員會) －詮釋15	房地產建築協議
HK(IFRIC) 16	Hedges of a net investment in a foreign operation	香港(國際財務報告 詮釋委員會) －詮釋16	海外業務淨投資 的對沖

(b) 現時與本集團不相關，於二零零九年一月一日開始之會計年度初次要求應用的新訂準則、對現有準則的修訂及詮釋：

(c) The following new standards, amendments to standards and interpretations have been issued, but are not effective for the financial year beginning 1 January 2009 and have not been early adopted:

HKAS 1 (amendment)	Presentation of financial statements (effective from 1 January 2010)
HKAS 7 (amendment)	Statement of cash flows (effective from 1 January 2010)
HKAS 17 (amendment)	Leases (effective from 1 January 2010)
HKAS 36 (amendment)	Impairment of assets (effective from 1 January 2010)
HKAS 38 (amendment)	Intangible assets (effective from 1 July 2009)
HKAS 39 (amendment)	Financial instruments: Recognition and measurement on eligible hedged items (effective from 1 July 2009)
HKAS 39 (amendment)	Financial instruments: Recognition and measurement (effective from 1 January 2010)
HKFRS 2 (amendment)	Share-based payments (effective from 1 July 2009)
HKFRS 3 (revised) & HKAS 27, HKAS 28 and HKAS 31 (amendment)	Business combination & Consolidated and separate financial statements, investments in associates and interests in joint ventures (effective from 1 July 2009)
HKFRS 5 (amendment)	Non-current assets held for sale and discontinued operations (effective from 1 January 2010)

(c) 於二零零九年一月一日開始之會計年度尚未生效而本集團亦無提早採納的新訂準則、對現有準則的修訂及詮釋：

香港會計準則1 (經修訂)	財務報表的呈報 (自二零一零年一月一日起生效)
香港會計準則7 (經修訂)	現金流量表 (自二零一零年一月一日起生效)
香港會計準則17 (經修訂)	租賃(自二零一零年一月一日起生效)
香港會計準則36 (經修訂)	資產減值(自二零一零年一月一日起生效)
香港會計準則38 (經修訂)	無形資產(自二零一零年一月一日起生效)
香港會計準則39 (經修訂)	金融工具：確認及計量－合資格對沖項目 (自二零零九年七月一日起生效)
香港會計準則39 (經修訂)	金融工具：確認及計量(自二零一零年一月一日起生效)
香港財務報告準則2 (經修訂)	以股份為基礎的付款(自二零零九年七月一日起生效)
香港財務報告準則3 (修訂本)及香港會計準則27、28及31(經修訂)	企業合併及綜合及獨立財務報表、投資聯營公司及合營企業(自二零零九年七月一日起生效)
香港財務報告準則5 (經修訂)	持有待售非流動資產及終止經營(自二零一零年一月一日起生效)

HKFRS 8 (amendment)	Operating segments (effective from 1 January 2010)	香港財務報告準則8 (經修訂)	營運分部(自二零一零年一月一日起生效)
HK(IFRIC) 9 (amendment)	Reassessment of embedded derivatives (effective from 1 January 2010)	香港(國際財務報告 詮釋委員會) — 詮釋9(經修訂)	重新評估嵌入衍生金融工具 (自二零一零年一月一日起生效)
HK(IFRIC) 16 (amendment)	Hedges of a net investment in a foreign operation (effective from 1 July 2009)	香港(國際財務報告 詮釋委員會) — 詮釋16 (經修訂)	海外業務淨投資的對沖(自二零零九年七月一日起生效)
HK(IFRIC) 17	Distributions of non-cash assets to owners (effective from 1 July 2009)	香港(國際財務報告 詮釋委員會) — 詮釋17	向擁有人分派非現金資產(自二零零九年七月一日起生效)
HK(IFRIC) 18	Transfers of assets from customers (effective from 1 July 2009)	香港(國際財務報告 詮釋委員會) — 詮釋18	由客戶轉讓資產 (自二零零九年七月一日起生效)

The Group is in the process of assessing the impact of these standards, amendments and interpretations on the financial statements of the Group in the initial application.

本集團正在評估該等準則、修訂及詮釋初次採用於本集團的財務報表所產生的影響。

4. Revenue and segment information

An analysis of sales and contributions to operating profit for the year by principal operations is as follows:

(a) Analysis of the Group's turnover and other income

Revenue from principal operations (Note 4(b))	主營業務收入 (附註 4(b))
Other income - net	其他收益－淨額

(b) Operating segment analysis

The chief operating decision-maker has been identified as the managers operating meeting. This meeting reviews the Group's internal reporting in order to assess performance and allocate resources. Management has determined the operating segments based on these reports.

The meeting considers the business from both an entity and service perspective. From a service perspective, management assesses the performance of sewage water processing, tolls, water recycling and pipeline connection and other operations. Sewage water processing is further evaluated on an entity basis (Tianjin plants, Hangzhou plant and other plants). Tianjin plants represent sewage water processing plants of downtown Tianjin located at Dong Jiao, Ji Zhuang Zi, Xian Yang Lu and Bei Cang respectively.

The managers operating meeting assesses the performance of the operating segments based on a measure of net profit after tax, which is measured in a manner consistent with that in the financial statements.

The revenue from external parties reported to the managers operating meeting is measured in a manner consistent with that in the condensed consolidated interim statement of comprehensive income.

4 營業額及分部資料

以下為按主要經營劃分的營業額及業績分析：

(a) 本集團的營業額及其他收益淨額分析

Unaudited 未經審計	
For the six months ended 截至 6 月 30 日止六個月	
30 June 2009 2009 年	30 June 2008 2008 年
580,084	509,144
10,434	3,400
<u>590,518</u>	<u>512,544</u>

(b) 營運分部分析

主要經營決策者被認定為經理辦公會。此會議審視本集團的內部報告以評估表現和分配資源。管理層已決定根據此等報告釐定營運分部。

此會議從實體和提供服務兩個角度考慮業務。從提供服務角度，管理層評估污水處理、道路收費站、中水處理及管道接駁和其他業務的表現。污水處理服務進一步按實體基準(天津廠、杭州廠和其他地區廠)評估。天津廠包括分別位於天津市區的東郊、紀莊子、咸陽路和北倉的各污水處理廠。

經理辦公會根據除稅後盈利評估營運分部的表現，此計量基準與財務報告的計量方式相一致。

向經理辦公會報告來自外界人士的收益，其計量方法與簡明綜合中期全面收益表內方法一致。

		Unaudited	
		未經審計	
		For the six months ended	
		截至6月30日止六個月	
		30 June 2009	30 June 2008
		2009年	2008年
Segment revenue	分部營業額		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	358,922	322,052
- Hangzhou plant	— 杭州廠	57,891	56,480
- Other plants	— 其他地區廠	117,713	85,021
Tolls	道路收費站	24,249	23,157
Water recycling and pipeline connection	中水處理及管道接駁	21,072	22,434
Other principal operations	其他主要營運	237	—
Sub-total of principal operations	主要營運小計	580,084	509,144
Others	其他	13,321	5,466
		<u>593,405</u>	<u>514,610</u>
Segment expenses	分部營業成本		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	(238,704)	(220,639)
- Hangzhou plant	— 杭州廠	(54,944)	(54,741)
- Other plants	— 其他地區廠	(125,480)	(84,569)
Tolls	道路收費站	121	153
Water recycling and pipeline connection	中水處理及管道接駁	(20,901)	(18,080)
Other principal operations	其他主要營運	(876)	(388)
Sub-total of principal operations	主要營運小計	(440,784)	(378,264)
Others	其他	(2,887)	(2,066)
		<u>(443,671)</u>	<u>(380,330)</u>
Segment results	分部業績		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	120,218	101,413
- Hangzhou plant	— 杭州廠	2,947	1,739
- Other plants	— 其他地區廠	(7,767)	452
Tolls	道路收費站	24,370	23,310
Water recycling and pipeline connection	中水處理及管道接駁	171	4,354
Other principal operations	其他主要營運	(639)	(388)
Sub-total of principal operations	主要營運小計	139,300	130,880
Others	其他	10,434	3,400
		<u>149,734</u>	<u>134,280</u>
Share of (loss)/profits of an associate	應佔聯營公司（虧損）/ 盈利	(927)	1,519
Profit before income tax	除所得稅前盈利	148,807	135,799
Income tax	所得稅	(38,975)	(33,810)
Profit for the period	半年度盈利	<u>109,832</u>	<u>101,989</u>

		Unaudited	
		未經審計	
		For the six months ended	
		截至6月30日止六個月	
		30 June 2009	30 June 2008
		2009年	2008年
Depreciation	折舊		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	46,163	42,433
- Hangzhou plant	— 杭州廠	—	—
- Other plants	— 其他地區廠	—	—
Water recycling and pipeline connection	中水處理及管道接駁	5,332	4,114
Other principal operations	其他主要營運	40	592
		<u>51,535</u>	<u>47,139</u>
Others	其他	1,350	1,350
		<u>52,885</u>	<u>48,489</u>
Amortisation	攤銷		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	4,760	4,330
- Hangzhou plant	— 杭州廠	10,329	10,329
- Other plants	— 其他地區廠	26,997	26,969
Water recycling and pipeline connection	中水處理及管道接駁	18	9
Other principal operations	其他主要營運	—	20
		<u>42,104</u>	<u>41,657</u>
Others	其他	—	141
		<u>42,104</u>	<u>41,798</u>
Capital expenditures	資本支出		
Sewage water processing	污水處理服務		
- Tianjin plants	— 天津廠	1,548	242
- Hangzhou plant	— 杭州廠	92	280
- Other plants	— 其他地區廠	98,266	762,661
Water recycling and pipeline connection	中水處理及管道接駁	58,558	222
Other principal operations	其他主要營運	—	—
		<u>158,464</u>	<u>763,405</u>
Others	其他	—	2,822
		<u>158,464</u>	<u>766,227</u>

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Segment assets	分部資產		
Sewage water processing	污水處理服務		
- Tianjin plants	—天津廠	3,991,364	3,996,686
- Hangzhou plant	—杭州廠	798,355	819,383
- Other plants	—其他地區廠	1,748,571	1,678,800
Tolls	道路收費站	412,635	350,295
Water recycling and pipeline connection	中水處理及管道接駁	518,655	493,689
Other principal operations	其他主要營運	23,678	22,309
		<u>7,493,258</u>	<u>7,361,162</u>
Investment in an associate	投資聯營公司	38,951	39,878
Unallocated	未分配	130,901	159,223
		<u>7,663,110</u>	<u>7,560,263</u>

5. Property, plant and equipment and intangible assets

(a) Property, plant and equipment

5. 物業、機器及設備及無形資產

(a) 物業、機器及設備

		Unaudited 未經審計 For the six months ended 截至6月30日止六個月 30 June 2009 30 June 2008 2009年 2008年	
Net book value, at beginning of period	期初淨值	2,192,537	2,185,826
Additions in construction in progress in respect of:	在建工程增加：		
- sewage plant construction projects	—污水處理廠建設工程	1,354	2,281
- sewage water recycling project of subsidiaries	—子公司中水處理工程	43,268	35,412
- others	—其他	1,900	4,727
Acquisition of sewage water process plant	取得污水處理廠	—	2,138
Additions of other property, plant and equipment	其他物業、機器及設備增加	6,162	317
Disposals	處置	(1,152)	(1,953)
Depreciation	折舊	(51,414)	(47,042)
		<u>2,192,655</u>	<u>2,181,706</u>
Net book value, at end of period	期末淨值	<u>2,192,655</u>	<u>2,181,706</u>

(b) Intangible assets

Concession rights -	特許經營權 -
Net book value, at beginning of period	期初淨值
Addition	增加
Amortisation charge	攤銷
Net book value, at end of period	期末淨值

Certain of the concession rights with net book value of Rmb267 million (31 December 2008: Rmb272 million) have been secured against loan facilities (Note 11(a)(v)).

(b) 無形資產

Unaudited	
未經審計	
For the six months ended	
截至6月30日止六個月	
30 June 2009	30 June 2008
2009年	2008年
1,884,264	1,174,341
90,791	726,452
(36,429)	(25,077)
<u>1,938,626</u>	<u>1,875,716</u>

有淨值為人民幣267百萬元(2008年12月31日: 272百萬元)的特許經營權已被作為借款抵押物(附註11(a)(v))。

6. Investment in an associate

Beginning of the period	期初結餘
Share of loss	所佔虧損
End of the period	期末結餘

Tianjin International Machinery Co., Ltd. (TIMC) is a sino-foreign joint venture registered in the Tianjin Economics Development Area. The principal activities of TIMC include research and development, production and sale of environment protection equipment; engineering technical consultation; trading; manufacturing and sale of general equipment. The Group held 27.5% equity interest of TIMC as at and for the period then ended 30 June 2009.

6 投資聯營公司

Unaudited
未經審計
2009
2009年
39,878
(927)
<u>38,951</u>

天津國際機械有限公司為一家註冊於天津市經濟技術開發區的中外合資企業，其業務範圍為環保機械設備的研發製造和銷售、環保機電設備成套項目及工程技術諮詢、進出口貿易、通用設備的生產銷售等。本期及截至2009年6月30日止，本集團持有天津國際機械有限公司27.5%之股權。

7. Trade receivables

Details of the trade receivables are as follows:

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Due from TSC for:	應收排水公司：		
- Construction of plants	－ 污水處理廠建設	466,185	466,185
- Water processing services	－ 污水處理服務	534,912	955,992
		<u>1,001,097</u>	<u>1,422,177</u>
Less: Portion deemed non-current	減：長期部份	(697,763)	(697,763)
Items with significant individual amount	單項金額重大	303,334	724,414
Other items with insignificant individual amount	其他單項金額不重大	115,591	74,455
		<u>418,925</u>	<u>798,869</u>

(a) Pursuant to an agreement (“Construction Agreement”) between the Company and TSC dated 24 September 2001, the Company is to provide construction services to TSC in respect of the three plants of Xian Yang Lu, Ji Zhuang Zi and Bei Cang. The principal terms of the Construction Agreement are summarised below:

- a fee will be paid by TSC during the period of construction as a reward to remunerate the Company for accepting the responsibility to construct the sewage water processing plants;
- a fee is payable by TSC in advance on a monthly basis according to the percentage of completion of the respective construction projects estimated by the Company. The percentage of completion of each project will be adjusted on a quarterly basis according to the certifications issued by qualified independent surveyors or engineers;
- the Company is responsible for the funding of the construction cost of these plants; and
- upon commencement of operations of the these sewage water processing plants, the rights and obligations between the Company and TSC will follow the terms as specified in the Sewage Water Processing Agreement as applicable to the Tianjin plants (Note1(a)).

7 貿易應收款

貿易應收款明細如下：

	Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
應收排水公司：		
－ 污水處理廠建設	466,185	466,185
－ 污水處理服務	534,912	955,992
	<u>1,001,097</u>	<u>1,422,177</u>
減：長期部份	(697,763)	(697,763)
單項金額重大	303,334	724,414
其他單項金額不重大	115,591	74,455
	<u>418,925</u>	<u>798,869</u>

(a) 根據本公司於2001年9月24日與排水公司簽訂的《污水處理(擴建)在建工程收費協議》(「建設收費協議」)，本公司向排水公司提供建設咸陽路、紀莊子和北倉等三個污水處理廠的服務。上述協議的主要條款如下：

- 根據協議，本公司在承擔污水處理廠在建工程建設期間，排水公司同意向本公司支付建設費用，作為鼓勵本公司承擔建設污水處理廠在建工程之報酬；
- 按照建設收費協議，排水公司應每月根據本公司編撰的有關各專案當月之估計完成百分比向本公司預支建設費用，然後在每季度結束時，根據獨立測量師或工程師對已完成工程量之核定作出相應調整；
- 本公司亦負責污水處理廠在建工程所需資金的籌集；以及
- 依據本公司與排水公司簽訂的協議，在這些污水處理廠開始運營後，雙方的權利與義務將按照原污水處理委託協議的具體規定執行(如附註1(a)所述)。

(b) On 25 August 2003, the Company entered into an agreement with TSC (“Co-operative Agreement”). The principal terms of which are:

- the Company would be responsible for the overall execution of the construction of the three plants;
- TSC would be responsible for making use of the original loans from two foreign banks (the “Foreign Loans”) to fund certain property, plant and equipment used in these plants; and
- TSC will sell to the Company these Foreign Loans funded property, plant and equipment after their installation and the receipt of the relevant verification reports, at their carrying value. On 17 April 2004, TSC confirm its intention to settle its debt due to the Company with these mentioned assets.

As mentioned, the construction of these assets was completed in late 2005, and based on the third party completion verification reports dated 27 December 2007 which Tianjin Finance Bureau approved, the verified value of these completed assets amounted to about Rmb698 million.

(c) Settlement plan:

- on 17 April 2007, Tianjin Construction Administration Committee, (“TJCAC”), the government body overseeing the management of construction and operation of infrastructure in Tianjin, reconfirmed that the Tianjin Municipality has agreed to the settlement of the Company’s debts in manner as agreed by TSC in (b) above. In addition, the remaining debt outstanding after such assets settlement will be settled by way of cash.
- on 8 April 2008, TJCAC confirmed that there will be no legal obstacle to the above mentioned assets settlement.
- in December 2008, Tianjin Finance Bureau approved TSC to sell the assets above to the Company.
- on the basis that the above assets settlement will eventually be finalized, about Rmb698 million due from TSC as at 30 June 2009, representing the verified cost of the assets has been reclassified to non-current trade receivables (31 December 2008: Rmb698 million).
- during from January to June 2009, TSC settled about Rmb780 million of its debts relating to sewage water processing services to the Company.

(b) 本公司於2003年8月25日與排水公司簽訂了一份合作協議（「合作協議」）。根據該合作協議：

- 本公司負責污水處理廠在建工程項目整體實施；
- 排水公司負責利用項目從兩間外資銀行所得的原外資貸款（「外資貸款」）開展採購項下污水處理廠所需部分物業、機器及設備；以及
- 排水公司利用外資貸款採購的物業、機器及設備在完成安裝並經本公司驗收合格後一次性由排水公司以帳面價值轉讓予本公司。於2004年4月17日，排水公司確認擬利用上述資產償還積欠本公司的款項。

上述水廠的建設於2005年末基本完成，根據2007年12月27日由第三方出具的經天津市財政局批准的竣工財務決算報告，上述資產決算總金額為人民幣6.98億元。

(c) 結算計劃：

- 天津市基礎設施建設和運營的政府主管部門—天津市建設管理委員會（「市建委」）於2007年4月17日出具承諾函，確認市政府已同意排水公司以(b)中所述的方式償還其欠付本公司的債務，所差部分用資金補齊。
- 2008年4月8日，市建委承諾上述以資產清償債務的交易不存在實質性法律障礙。
- 2008年12月，排水公司將上述資產轉讓給本公司的安排獲得天津市財政局批准。
- 鑒於上述以資產清償債務的交易最終能夠完成，截至2009年6月30日擬用於清償債務的資產決算額約為人民幣6.98億元，相應的貿易應收款重分類至長期貿易應收款（2008年12月31日：人民幣6.98億元）。
- 2009年1月至6月期間，天津市排水公司償還所欠本公司污水處理費共約人民幣7.8億元。

(d) Aging of trade receivables prior to the reclassification is mentioned in (c) as follows:

(d) 上述(c)項按重分類前貿易應收款的賬齡如下：

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Within one year	1年以內	418,925	771,614
One to two years	1至2年	—	27,255
Over two years	2年以上	697,763	697,763
		<u>1,116,688</u>	<u>1,496,632</u>

8. Long-term receivables

8. 長期應收款

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Receivables from toll road concession	道路特許經營權所產生應收款項	322,040	331,254

Receivables from toll road concession represent minimum guarantee toll fee from Toll Collection Office, calculated with reference to forecast traffic flow over the concession period.

道路特許經營權所產生應收款項指在特許經營期內以對未來交通流量的預測為基礎所計算的由徵收辦公室所保證的最小通行費收入。

9. Other non-current assets

9 其他非流動資產

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Total restricted bank deposits	受限銀行存款	58,100	65,700
Less: Due within one year included in bank balance	減：於現金及銀行結餘列示的一年內到期部分	(10,900)	(22,000)
Deposits due over one year (note (i))	一年以上到期部分 (註釋(i))	47,200	43,700
Others	其他	2,641	3,552
		<u>49,841</u>	<u>47,252</u>

note

註釋

(i) As at 30 June 2009, the restricted bank deposits represent deposits for entrusted loan due after one year.

(i) 截至2009年6月30日止，受限制銀行存款指超過一年到期的委託貸款保證金。

10. Share capital

Movement of the Company's authorised, issued and fully paid up capital for the period is tabled below. All of the Company's shares are ordinary shares with par value of one Renminbi.

10 股本

本公司本期的法定、已發行及繳足股本的變動表如下。所有本公司的股份均為每股面值人民幣1元的普通股。

		Unaudited 未經審計				
		"A" shares A 股		"H" shares H 股		
		限制性 流通股份	流通股份	小計	流通股份	合計
		Restricted circulating shares	Circulating shares	Subtotal	Circulating shares	Total
At 31 December 2008	於 2008 年 12 月 31 日	664,087	423,141	1,087,228	340,000	1,427,228
Release of restricted circulating shares	解除受限流通股份	(664,087)	664,087	—	—	—
At 30 June 2009	於 2009 年 6 月 30 日	—	1,087,228	1,087,228	340,000	1,427,228

"A" shares represent shares listed on the Shanghai Stock Exchange and "H" shares represent shares listed on the Main Board of The Stock Exchange of Hong Kong Limited. All the "A" and "H" shares rank pari passu in all respects.

The restricted circulating "A" shares relate to shares held by TMICL, whereby TMICL can only sell a maximum of 10% of its total shares within 3 years after the stock reform in March 2006.

Certain 664 million restricted circulating shares held by TMICL became non-restricted since from 20 April 2009. As at 30 June 2009, all of the Company's shares are circulating shares.

A股是指在上海證券交易所上市的股份，而H股是指在香港聯合交易所主板上市的股份。所有A股及H股在各方面均享有同等權益。

關於天津市政投資有限公司所持有的受限流通的A股，天津市政投資有限公司在2006年3月的股權分置完成後的三年內最多可出售其股份總數的10%的股份。

自2009年4月20日起，天津市政投資有限公司持有本公司部分約664百萬股的受限流通股份已變成流通股份。截至2009年6月30日止，本公司所有股份均為流通股份。

11. Borrowings

11 借款

			Unaudited 未經審計	Audited 經審計
		<i>Note</i> 註釋	30 June 6月30日	31 December 12月31日
			2009 2009年	2008 2008年
<i>Non-current:</i>	<i>長期：</i>			
Long-term bank borrowings	長期銀行借款	(a)	3,016,090	2,812,950
Less: Current portion	減：一年內到期部分	(a)	(192,050)	(494,790)
			2,824,040	2,318,160
Other borrowings	其他借款	(c)	130,909	130,909
			2,954,949	2,449,069
<i>Current:</i>	<i>短期：</i>			
Current portion of long-term bank borrowings	一年內到期的長期借款	(a)	192,050	494,790
Short-term bank borrowings	短期銀行借款	(b)	477,000	821,890
Other borrowings	其他借款	(c)	199,349	167,491
			868,399	1,484,171

(a) Long-term bank borrowings

(a) 長期銀行借款

			Unaudited 未經審計	Audited 經審計
		<i>Note</i> 註釋	30 June 6月30日	31 December 12月31日
			2009 2009年	2008 2008年
Borrowings from:	借款來自：			
State Development Bank Industrial Commerce Bank of China Shanghai Pudong Development Bank	國家開發銀行	(i)	270,000	337,000
Bank of China	中國工商銀行	(ii)	662,800	683,000
Shanghai Pudong Development Bank	上海浦東發展銀行	(iii)	20,000	320,000
Agricultural Bank of China	中國農業銀行	(iv)	618,000	668,000
China Construction Bank	中國建設銀行	(v)	1,250,290	704,950
China Everbright Bank	光大銀行	(vi)	50,000	50,000
Bank of China	中國銀行	(vii)	45,000	50,000
China Zheshang Bank	浙商銀行	(viii)	100,000	—
			3,016,090	2,812,950

- | | |
|--|---|
| <p>(i) Secured by TMEB's guarantee together with its toll road and sewage fee collection rights.</p> | <p>(i) 該借款由天津市政局提供保證並以其道路通行費和污水處理費收費權作為抵押。</p> |
| <p>(ii) Includes Rmb504.8 million(31 December 2008: Rmb525 million) secured by the Company's guarantee and the remaining Rmb158 million (31 December 2008: Rmb158 million) is unsecured.</p> | <p>(ii) 其中人民幣504,800,000元(2008年12月31日：人民幣525,000,000元)由本公司提供保證。另外人民幣158,000,000元為無抵押借款(2008年12月31日：人民幣158,000,000元)。</p> |
| <p>(iii) Includes Rmb20 million (31 December 2008: Rmb 20 million) secured by the Company's controlling shareholder's guarantee.</p> | <p>(iii) 其中人民幣20,000,000元(2008年12月31日：人民幣20,000,000元)由本公司控股股東提供保證。</p> |
| <p>(iv) Includes Rmb498 million and Rmb55 million (31 December 2008: 548 million and Rmb55 million) secured by the guarantee of Tianjin Municipal Infrastructure Construction Investment Group Co., Ltd. and the Company, respectively. The remaining balance of about Rmb65 million (31 December 2008: Rmb65 million) is secured by the Company's guarantee during the construction period of a subsidiary together with certain of the subsidiary's concession right.</p> | <p>(iv) 其中人民幣498,000,000元(2008年12月31日：人民幣548,000,000元)和人民幣55,000,000元(2008年12月31日：人民幣55,000,000元)分別由城投集團和本公司提供保證，另外人民幣65,000,000元(2008年12月31日：人民幣65,000,000元)在一家附屬公司的建設期間由本公司提供保證，項目經營期內除本公司擔保外以該附屬公司項目所形成的特許經營權追加抵押擔保。</p> |
| <p>(v) Includes Rmb175 million (31 December 2008: Rmb180 million) secured by the right to receive tap water and sewage processing fees (Note 5(b)). Includes Rmb400 million (31 December 2008: Rmb150 million) and Rmb25 million (31 December 2008: Rmb31.25 million) secured by the guarantee of Tianjin Municipal Infrastructure Construction Investment Group Co., Ltd and the Company, respectively. The remaining balance of about Rmb650.29 million (31 December 2008: Rmb343.7 million) is unsecured.</p> | <p>(v) 其中人民幣175,000,000元(2008年12月31日：人民幣180,000,000元)的借款，以自來水收入權和污水處理收入權作為抵押(附註5(b))；另外人民幣400,000,000元(2008年12月31日：人民幣150,000,000元)和人民幣25,000,000元(2008年12月31日：人民幣31,250,000元)由城投集團和本公司分別提供保證；餘下人民幣650,290,000元(2008年12月31日：人民幣343,700,000元)為無擔保借款。</p> |
| <p>(vi) Secured by the TSC's right to receive sewage processing fees.</p> | <p>(vi) 該借款由排水公司以其所擁有的污水處理費收費權提供質押擔保。</p> |
| <p>(vii) Secured by the Company's guarantee.</p> | <p>(vii) 該借款由本公司提供保證。</p> |
| <p>(viii) Unsecured bank borrowing.</p> | <p>(viii) 該借款為信用借款。</p> |

(ix) Summary of terms of long-term bank borrowings:

Secured	擔保借款
- Pledge	— 抵押
- Guarantee	— 保證
Unsecured	信用借款

(x) These long term bank borrowings are all interest bearing with weighted average effective interest rate at the end of this period of about 6.7%.

(xi) Long term borrowings mature as follows:

Within one year	一年以內支付
In the second year	第二年内支付
In the third to fifth year	第三年至第五年内支付
After the fifth year	五年以後支付

(xii) As at 30 June 2009, the fair value of the long-term fixed-rate bank borrowing is Rmb210 million (2008: Rmb199 million).

(xiii) Bank borrowings which are exposed to interest-rate changes and the contractual repricing dates are as follows:

6 months or less	6個月及其以內
6 - 12 months	6至12個月

(ix) 長期銀行借款條件匯總如下：

Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
495,000	567,000
1,612,800	1,444,250
908,290	801,700
<u>3,016,090</u>	<u>2,812,950</u>

(x) 本期末長期銀行借款的加權平均年利率為6.7%。

(xi) 長期借款的具體還款期如下：

Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
192,050	494,790
596,570	627,030
1,555,410	1,115,070
672,060	576,060
<u>3,016,090</u>	<u>2,812,950</u>

(xii) 截至2009年6月30日止，固定利率長期銀行借款的公允價值約為人民幣210百萬元（2008年：人民幣199百萬元）

(xiii) 按照合同規定利息變動的期間披露的銀行借款如下：

Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
598,000	1,389,460
2,209,800	727,000
<u>2,807,800</u>	<u>2,116,460</u>

(b) Short-term bank borrowings**(b) 短期銀行借款**

		Unaudited 未經審計	Audited 經審計
	<i>Note</i> 註釋	30 June 6月30日	31 December 12月31日
		2009 2009年	2008 2008年
Borrowings from:	借款來自：		
China Minsheng Bank	中國民生銀行	87,000	187,000
China CITIC Bank	中信銀行	200,000	200,000
Jinggang Entrust Company	金港信託	(i) —	299,890
China Zheshang Bank	浙商銀行	(ii) —	45,000
Huaxia Bank	華夏銀行	90,000	90,000
Industrial Bank	興業銀行	100,000	—
		<u>477,000</u>	<u>821,890</u>

(i) This is an entrusted borrowing from Jinggang Entrust Company via China Construction Bank. The borrowing bears interest at 7% per annum in 2008.

(i) 此等為金港信託公司通過中國建設銀行的委託貸款，其2008年年利率為7%。

(ii) Guaranteed by TMICL.

(ii) 由天津市政投資有限公司提供保證。

(iii) The remaining borrowing is unsecured except for mentioned in (ii). The weighted average interest rate of short-term bank borrowings at the end of this period is 5.19% per annum.

(iii) 除(ii)外其餘借款均為無擔保借款。本期末短期銀行借款的加權平均年利率為5.19%。

(iv) The carrying amounts of short-term bank borrowings approximate their fair values as at 30 June 2009 either due to their short-term maturity or because they bear interest at prevailing market rates throughout their maturity period.

(iv) 截止2009年6月30日，由於以上短期銀行借款於短期內到期或以現行市場利率計息，故其帳面價值近似於公平值。

(v) Summary of terms of short-term bank borrowings:

(v) 短期銀行借款條件匯總如下：

		Unaudited 未經審計	Audited 經審計
		30 June 6月30日	31 December 12月31日
		2009 2009年	2008 2008年
Secured	擔保借款		
- Guarantee	—保證	—	45,000
Unsecured	信用借款	477,000	776,890
		<u>477,000</u>	<u>821,890</u>

(c) Loans payable:**(c) 其他借款**

		Unaudited	Audited
		未經審計	經審計
		30 June	31 December
		6月30日	12月31日
		2009	2008
		2009年	2008年
<i>Long-term</i>	長期應付：		
Due to:			
-TMEB (<i>note(i)</i>)	—天津市政局 (<i>註釋(i)</i>)	130,909	130,909
		<u> </u>	<u> </u>
<i>Short-term</i>	短期應付		
Due to:			
- TMEB	—天津市政局		
• Current portion of long term loan (<i>note(i)</i>)	• 長期借款的短期部分 (<i>註釋(i)</i>)	16,364	16,364
• Others (<i>note(ii)</i>)	• 其他 (<i>註釋(ii)</i>)	101,885	92,514
- Tianjin Municipal Government (<i>note(iii)</i>)	—天津市政府 (<i>註釋(iii)</i>)	81,100	58,613
		<u> </u>	<u> </u>
		<u>199,349</u>	<u>167,491</u>

(i) A Rmb180 million loan was taken from TMEB during 2005 specifically for construction of sewage water processing plants. The loan is repayable in equal installments over eleven years from 2007. The current portion of the long-term loan is Rmb16million as at 30 June 2009. (31 December 2008: Rmb16 million) The loan bears interest at 5% per annum for the first six years. From the seventh year to maturity, the interest will be based on the one-year deposit plus 0.3% premium.

(ii) Amount due to TMEB of Rmb102 million (31 December 2008: Rmb93 million) is specifically for the same purpose and under same terms as the loan described in note (iii) below.

(iii) The Rmb81 million (31 December 2008: Rmb59 million) was borrowed from other Tianjin Municipal Government bodys. Rmb13million is used for the construction of the water recycling plant of Ji Zhuang Zi. Rmb68 million was borrowed from Tianjin finance bureau for the construction of the water recycling plant of Dong Jiao and Bei Chen. The loan is interest free and the method and date of repayment which is supposed to be determined after the completion of the said plant has yet to be finalised.

The repayment scheme for the Rmb102 million and Rmb81 million loans mentioned in (ii) and (iii) above is still being negotiated. As the terms are uncertain, these loans have been classified as current liabilities.

(i) 由天津市政局轉貸之應付借款人民幣1.8億元為2005年污水處理廠建設專項轉貸資金。有關借款從2007年起分11年均償付。因此此項借款於2009年6月30日計算一年內到期的短期部份約為人民幣16百萬元(2008年12月31日：16百萬元)。借款年利率前6年為5%，從第7年起至到期，年利率為1年期存款利率加0.3個百分點。

(ii) 欠付天津市政局的款項工人民幣約102百萬元(2008年12月31日：93百萬元)，其借款目的和借款使用方法如下註釋(iii)所示。

(iii) 人民幣81百萬元(2008年12月31日：59百萬元)為借自天津市市政府其他部門，人民幣13百萬元用於紀莊子污水回用工程建設，人民幣68百萬元為本公司從天津市財政局獲得的專項資金，用於東郊再生水廠和北辰再生水廠的工程建設。以上借款不計息且還款日期和方法於上述廠房落成後商定。

在以上註釋(ii)和(iii)中列示的人民幣102百萬元和人民幣81百萬元的借款還款計劃尚在商討中。由於尚未確定還款期限，這些借款已經被重分類至流動負債。

(d) As at period end, the Group has the following committed undrawn banking facilities:

(d) 截止期末，本集團有如下未使用的銀行授信額度：

		Unaudited 未經審計 30 June 6月30日 2009 2009年	Audited 經審計 31 December 12月31日 2008 2008年
Floating rate:	浮動利率：		
- Expiring within one year	- 1年以內到期	<u>202,000</u>	<u>250,000</u>

12. Trade payables

As at 30 June 2009, the majority of trade payables are aged within one year. The carrying value of trade payables approximates their fair value due to their short-term maturities.

12 貿易應付款

於2009年6月30日，貿易應付款賬齡主要在一一年以內。貿易應付款因於短期內到期，其公允價值與帳面價值近似。

13. Operating profit

Operating profit is stated after (crediting)/ charging the following:

13 經營盈利

經營盈利已計(收入)／扣除下列項目：

		Unaudited 未經審計 For the six months ended 截至6月30日止六個月 30 June 2009 30 June 2008 2009年 2008年	
Crediting:	收入：		
Rental	租金收入	(6,040)	(4,642)
Interest income on bank deposits	銀行存款所產生利息收入	(7,043)	(2,829)
Interest income on financial assets	金融資產所產生利息收入	<u>(5,636)</u>	<u>(5,559)</u>
Charging:	扣除：		
Depreciation and amortisation expenses	折舊及攤銷費用	94,989	90,287
Staff costs	員工成本	43,123	35,330
Raw materials and consumables used	原材料及消耗品使用	15,287	15,275
Repair and maintenance expenses	修理費	<u>13,304</u>	<u>10,834</u>

14. Finance costs-net

Interest expenses of borrowings
Less: Capitalised interest

Less: Interest income
- long-term receivables
- bank deposits

借款利息支出
減：資本化利息

減：利息收入
— 長期應收款
— 銀行存款

14 融資成本－淨額

		Unaudited 未經審計	
		For the six months ended 截至 6 月 30 日止六個月	
		30 June 2009	30 June 2008
		2009 年	2008 年
		124,036	99,792
		(1,303)	(2,976)
		<u>122,733</u>	<u>96,816</u>
		(5,636)	(5,559)
		(7,043)	(2,829)
		<u>110,054</u>	<u>88,428</u>

15. Income tax expense

No Hong Kong profits tax has been provided as the Group has no assessable profit in Hong Kong as at 30 June 2009 (2008: Nil). PRC income tax ranges from the concessionary rate of 7.5% to the statutory rate of 25% for the period (2008: 7.5% to 25%).

15 所得稅費用

由於本集團在截至2009年6月30日止並無在香港地區的應課稅盈利(2008年：無)，所以本期無香港所得稅。中國盈利之稅款介乎於優惠稅率7.5%至法定稅率25%(2008年度：7.5%至25%)來計算。

Tax charge comprises:
Current PRC income tax
Deferred income tax

所得稅構成如下：
當期中國所得稅
遞延所得稅

		Unaudited 未經審計	
		For the six months ended 截至 6 月 30 日止六個月	
		30 June 2009	30 June 2008
		2009 年	2008 年
		38,123	31,892
		852	1,918
		<u>38,975</u>	<u>33,810</u>

16. Earnings per share

Basic earnings per share is calculated based on the profit attributable to equity holders of the Company of Rmb108 million (2008: Rmb100 million) and weighted average number of ordinary shares of 1,427 million shares in issue during the period (2008: 1,427 million shares).

Diluted earnings per share is calculated using the same bases as described above for calculating basic earnings per share as no transaction affecting the Company's ordinary shares in issue is existed.

16 每股盈利

基本每股收益以歸屬於本公司普通股股東的綜合盈利人民幣108百萬元(2008年：人民幣100百萬元)除以本公司發行在外普通股的加權平均數14.27億股(2008年：14.27億股)計算。

由於本公司已不存在影響本公司發行在外普通股的相關事宜，故稀釋每股收益的計算與基本每股收益相同。

		Unaudited 未經審計	
		For the six months ended 截至6月30日止六個月	
		30 June 2009 2009年	30 June 2008 2008年
Profit attributable to equity holders of the Company	本公司權益持有人應佔盈利	108,013	100,308
Weighted average number of ordinary shares in issue (million)	已發行普通股的加權平均數(百萬計)	1,427	1,427
Basic earnings per share (Rmb per share)	每股基本盈利(每股人民幣元)	<u>0.08</u>	<u>0.07</u>

17. Interim dividends

2008 final, declared of Rmb0.04 (gross tax) (2007 final, paid of Rmb0.04 (gross tax)) per share

2008年度，宣告股息人民幣0.04元每股(含稅)(2007年度，支付股息人民幣0.04元每股(含稅))

No interim dividend was proposed by the Board of Directors of the Company for the six months ended 30 June 2009 (2008: nil).

17 中期股息

		Unaudited 未經審計	
		For the six months ended 截至6月30日止六個月	
		30 June 2009 2009年	30 June 2008 2008年
		<u>57,089</u>	<u>57,089</u>

本公司董事會於截止2009年6月30日止六個月期間並無建議派發中期股息(2008年：無)。

18. Commitments

The Group's capital commitments at the balance sheet date are as follows:

18 承擔事項

截至資產負債表日，本集團的資本承擔如下所列：

	Contracted but not provided for 已簽約未撥備		Authorised but not contracted for 已批准未簽約	
	Unaudited 未經審計 30 June 2009 2009年 6月30日 Rmb' million 人民幣百萬元	Audited 經審計 31 December 2008 2008年 12月31日 Rmb' million 人民幣百萬元	Unaudited 未經審計 30 June 2009 2009年 6月30日 Rmb' million 人民幣百萬元	Audited 經審計 31 December 2008 2008年 12月31日 Rmb' million 人民幣百萬元
Sewage water processing plants in:				
	污水處理廠項目：			
- Hang Zhou	— 杭州	341	341	—
- Wen Deng	— 文登	40	60	—
- Jing Hai	— 靜海	17	22	—
- Wu Han	— 武漢	89	108	—
- An Guo	— 安國	24	24	—
- Qu Jing	— 曲靖	14	—	165
- Xian Yang Lu (upgrade project)	— 咸陽路 (升級改造)	20	—	284
- Bei Cang (upgrade project)	— 北倉 (升級改造)	—	—	200
Tap water plants in:	自來水廠項目：			
- An Guo	— 安國	10	15	—
- E Zhou	— 鄂州	—	—	95
Water recycling plants in:	中水廠項目：			
- Dong Jiao	— 東郊	8	8	46
- Bei Chen	— 北辰	4	11	51
- Xian Yang Lu	— 咸陽路	—	—	49
- Ji Zhuang Zi (expansion project)	— 紀莊子 (擴建項目)	14	—	58
		<u>581</u>	<u>589</u>	<u>948</u>
				<u>275</u>

19. Related party transactions

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 the business between the Group and their related parties during the period.

(i) Income:

Related parties 關聯方的名稱	Nature of transaction 交易性質
TICIG 城投集團	Rental income 租金收入

(ii) Key management compensation for the six months ended 30 June 2009 is summarised as follows:

Salaries and other short-term employee benefits	工資及短期員工福利
Other long-term benefits	其他長期福利

19 關聯交易

本期間，除本簡明綜合中期財務資料中已披露的關聯方交易資訊外，本集團與關聯方在日常營運中進行的其他重大交易如下：

(i) 收入：

Unaudited 未經審計	
For the six months ended 截至6月30日止六個月	
30 June 2009 2009年 Rmb' million 人民幣百萬元	30 June 2008 2008年 Rmb' million 人民幣百萬元
3	4

(ii) 核心管理層截至於2009年6月30日止6個月期間之報酬匯總如下：

Unaudited 未經審計	
For the six months ended 截至6月30日止六個月	
30 June 2009 2009年	30 June 2008 2008年
3,534	3,443
519	432
4,053	3,875

(2) Prepared in accordance with the PRC Accounting Standards (二) 根據中國會計規則編製**Balance Sheets**

As at 30 June 2009

(All amounts in RMB thousand unless otherwise stated)

資產負債表

2009年6月30日

(除特別註明外，金額單位為人民幣千元)

	Notes 7	Group 合併		Company 本公司	
		Unaudited 30 June 2009	Audited 31 December 2008	Unaudited 30 June 2009	Audited 31 December 2008
ASSETS					
CURRENT ASSETS					
Cash and bank balances	(1)	1,318,464	909,047	579,478	275,440
Trade receivables	(2)	418,925	798,869	342,434	742,879
Other receivables	(3)	67,824	52,137	271,554	300,769
Prepayments	(4)	115,399	81,987	64,449	33,813
Inventories	(5)	8,929	9,448	4,015	3,360
Total current assets		1,929,541	1,851,488	1,261,930	1,356,261
NON-CURRENT ASSETS					
Receivables due after one year	(6)	1,019,803	1,029,017	1,019,803	1,029,017
Long-term equity investments	(7)	42,951	43,878	1,099,981	1,094,981
Investment properties	(8)	117,221	118,692	91,661	92,876
Fixed assets	(9)	1,939,011	1,985,415	1,793,154	1,837,744
Construction in progress	(9)	253,644	207,122	122,608	111,767
Intangible assets	(10)	2,311,098	2,277,399	368,898	389,561
Other non-current assets	(11)	49,841	47,252	47,200	43,700
Total non-current assets		5,733,569	5,708,775	4,543,305	4,599,646
TOTAL ASSETS		7,663,110	7,560,263	5,805,235	5,955,907

		Notes	Group 合併		Company 本公司	
			Unaudited 30 June 2009 未經審計 2009年 6月30日	Audited 31 December 2008 已經審計 2008年 12月31日	Unaudited 30 June 2009 未經審計 2009年 6月30日	Audited 31 December 2008 已經審計 2008年 12月31日
LIABILITIES AND SHAREHOLDERS' EQUITY	負債及股東權益					
CURRENT LIABILITIES	流動負債					
Short-term borrowings	短期借款	(13)	477,000	821,890	477,000	776,890
Trade payables	應付賬款	(12)	57,986	17,841	6,035	7,277
Advances	預收賬款	(12)	245,560	228,716	67,086	61,130
Wages payable	應付職工薪酬		2,972	5,054	2,065	3,587
Taxes payable	應交稅費	(12)	41,248	23,678	37,659	21,188
Other payables	其他應付款	(12)	129,433	99,848	158,499	132,928
Dividend payable	應付股利	(16(c))	59,130	2,048	57,851	766
Long-term borrowings due within one year	一年內到期的長期借款	(13)	192,050	494,790	134,000	434,000
Other current liabilities	其他流動負債	(13)	199,349	167,491	84,464	64,364
Total current liabilities	流動負債合計		1,404,728	1,861,356	1,024,659	1,502,130
NON-CURRENT LIABILITIES	非流動負債					
Long-term borrowings	長期借款	(13)	2,824,040	2,318,160	1,542,000	1,259,000
Other non-current liabilities	其他非流動負債	(13)	130,909	130,909	130,909	130,909
Deferred income tax liabilities	遞延所得稅負債	(14)	24,492	23,640	10,858	12,258
Total non-current liabilities	非流動負債合計		2,979,441	2,472,709	1,683,767	1,402,167
TOTAL LIABILITIES	負債合計		4,384,169	4,334,065	2,708,426	2,904,297
SHAREHOLDERS' EQUITY	股東權益					
Share capital	股本	(15)	1,427,228	1,427,228	1,427,228	1,427,228
Capital surplus	資本公積	(16(a))	383,338	383,338	380,788	380,788
General reserves	盈餘公積	(16(b))	253,093	253,093	253,093	253,093
Undistributed profits	未分配利潤		1,094,967	1,044,043	1,035,700	990,501
Equity attributable to the shareholders of the Company	歸屬於本公司股東權益合計		3,158,626	3,107,702	3,096,809	3,051,610
Minority Interests	少數股東權益	(17)	120,315	118,496	—	—
Total shareholders' equity	股東權益合計		3,278,941	3,226,198	3,096,809	3,051,610
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	負債及股東權益總計		7,663,110	7,560,263	5,805,235	5,955,907

Income Statements

For the six months ended 30 June 2009

(All amounts in RMB thousand unless otherwise stated)

利潤表

截至 2009 年 6 月 30 日止 6 個月

(除特別註明外，金額單位為人民幣千元)

		Notes 7	Group 合併		Company 本公司	
			Unaudited six months ended 30 June 2009	Unaudited six months ended 30 June 2008	Unaudited six months ended 30 June 2009	Unaudited six months ended 30 June 2008
		附註 (七)	未經審計 截至2009年 6月30日 止6個月	未經審計 截至2008年 6月30日 止6個月 (Restated) (已重述)	未經審計 截至2009年 6月30日 止6個月	未經審計 截至2008年 6月30日 止6個月 (Restated) (已重述)
Income from operations	營業收入	(18)	587,660	513,786	389,910	352,705
Less: Cost for operations	減：營業成本	(18)	(270,037)	(222,815)	(137,541)	(124,721)
Business tax and surcharges	營業稅金及附加	(19)	(21,168)	(20,159)	(19,924)	(19,744)
Administrative expenses	管理費用		(40,036)	(46,046)	(25,232)	(30,485)
Financial expenses - net	財務費用－淨額	(20)	(112,122)	(90,979)	(70,997)	(64,410)
Add: Investment (loss)/income	加：投資（損失）／收益	(7)	(1,075)	2,051	200	—
Including: Share of (loss)/profit of an associate	其中：對聯營企業的投資 （損失）／收益		(927)	2,051	200	—
Operation profit	營業利潤		143,222	135,838	136,416	113,345
Add: Non-operating income	加：營業外收入		5,745	292	—	4
Less: Non-operating expenses	減：營業外支出		(160)	(331)	(97)	(200)
Including: Loss on disposal of non-current assets	其中：非流動資產 處置損失		—	—	—	—
Total profit	利潤總額		148,807	135,799	136,319	113,149
Less: Income tax	減：所得稅費用	(21)	(38,975)	(33,810)	(34,031)	(28,287)
Net profit	淨利潤		109,832	101,989	102,288	84,862
Attributable to shareholders of the Company	歸屬於本公司股東 的淨利潤		108,013	100,308		
Minority interests	少數股東損益		1,819	1,681		
Earnings per share (in Rmb yuan)	每股收益 (人民幣元)	(22)				
– Basic	基本每股收益		0.08	0.07		
– Diluted	稀釋每股收益		0.08	0.07		

Cash Flow Statements

For the six months ended 30 June 2009

(All amounts in RMB thousand unless otherwise stated)

現金流量表

截至2009年6月30日止6個月

(除特別註明外，金額單位為人民幣千元)

		Group		Company	
		合併		本公司	
		Unaudited six months ended 30 June 2009 未經審計 截至2009年 6月30日 止6個月	Unaudited six months ended 30 June 2008 未經審計 截至2008年 6月30日 止6個月	Unaudited six months ended 30 June 2009 未經審計 截至2009年 6月30日 止6個月	Unaudited six months ended 30 June 2008 未經審計 截至2008年 6月30日 止6個月
1. Cash flows from operating activities	一、經營活動產生的現金流量				
Cash received from sales of goods and rendering of services	銷售商品、提供服務收到的現金	994,349	413,448	802,249	258,206
Cash received from tax refund	收到的稅費返還	5,559	—	—	—
Cash received relating to other operating activities	收到的其他與經營活動有關的現金	82,798	111,344	91,485	159,573
Sub-total of cash inflows	經營活動現金流入小計	1,082,706	524,792	893,734	417,779
Cash paid for goods and services	購買商品、接受勞務支付的現金	(153,628)	(116,629)	(73,243)	(53,584)
Cash paid to and on behalf of employees	支付給職工以及為職工支付的現金	(48,435)	(34,036)	(26,691)	(17,843)
Payments of taxes and levies	支付的各项稅費	(47,713)	(129,795)	(41,186)	(118,892)
Cash payments relating to other operating activities	支付的其他與經營活動有關的現金	(92,220)	(25,528)	(42,943)	(13,257)
Sub-total of cash outflows	經營活動現金流出小計	(341,996)	(305,988)	(184,063)	(203,576)
Net cash flows from operating activities	經營活動產生的現金流量淨額	740,710	218,804	709,671	214,203
2. Cash flows from investing activities	二、投資活動產生的現金流量				
Cash received from disposal of investments	收回投資所收到的現金	100	2,885	200	400
Cash received from returns on investments	取得投資收益收到的現金	279	800	—	—
Net cash received from disposal of fixed assets	處置固定資產收回的現金	20	87	—	4
Cash received relating to other investing activities	收到的其他與投資活動有關的現金	33,100	64,707	20,100	62,186
Sub-total of cash inflows	投資活動現金流入小計	33,499	68,479	20,300	62,590
Cash paid to acquire fixed assets, intangible assets and other long-term assets	購建固定資產、無形資產和其他長期資產所支付的現金	(89,221)	(854,920)	(18,572)	(518,023)
Cash paid to acquire equity investments	權益性投資所支付的現金	—	—	(11,590)	(282,000)
Cash paid relating to other investing activities	支付的其他與投資活動有關的現金	—	(688)	—	—
Sub-total of cash outflows	投資活動現金流出小計	(89,221)	(855,608)	(30,162)	(800,023)
Net cash flows from investing activities	投資活動產生的現金流量淨額	(55,722)	(787,129)	(9,862)	(737,433)

		Group		Company	
		合併		本公司	
		Unaudited six months ended	Unaudited six months ended	Unaudited six months ended	Unaudited six months ended
		30 June 2009	30 June 2008	30 June 2009	30 June 2008
		未經審計 截至2009年 6月30日 止6個月	未經審計 截至2008年 6月30日 止6個月	未經審計 截至2009年 6月30日 止6個月	未經審計 截至2008年 6月30日 止6個月
3. Cash flows from financing activities	三、籌資活動產生的現金流量				
Cash received from borrowings	借款所收到的現金	750,000	1,367,890	500,000	1,007,890
Cash received relating to other financing activities	收到的其他與籌資活動有關的現金	11,100	37,020	3,000	25,576
Sub-total of cash inflows	籌資活動現金流入小計	761,100	1,404,910	503,000	1,033,466
Repayments of amounts borrowed	償還債務所支付的現金	(898,340)	(382,388)	(816,890)	(322,000)
Payments for distribution of dividends or profits and interest expenses	分配股利、利潤或償付利息所支付的現金	(125,231)	(143,084)	(78,881)	(111,391)
Cash payments relating to other financing activities	支付的其他與籌資活動有關的現金	(2,000)	(39,065)	—	(30,003)
Sub-total of cash outflows	籌資活動現金流出小計	(1,025,571)	(564,537)	(895,771)	(463,394)
Net cash flows from financing activities	籌資活動產生的現金流量淨額	(264,471)	840,373	(392,771)	570,072
4. Effect of foreign exchange rate changes on cash	四、匯率變動對現金的影響	—	—	—	—
5. Net increase in cash (Note 7(24)(b))	五、現金淨增加額 (附註七(24)(b))	420,517	272,048	307,038	46,842
Add: Cash balances at beginning of period	加：期初現金餘額	887,047	324,971	262,440	80,633
6. Cash balances at end of period	六、期末現金餘額	1,307,564	597,019	569,478	127,475

Notes to the Financial Statements

For the six months ended 30 June 2009

(All amounts in RMB thousand unless otherwise stated)

1. COMPANY PROFILE

Tianjin Capital Environmental Protection Group Company Limited (the "Company") was established on 8 June 1993 in Tianjin, the People's Republic of China (the "PRC") as a joint stock limited liability company.

In 2008, the name of the Company was changed to Tianjin Capital Environmental Protection Group Company Limited from Tianjin Capital Environmental Protection Company Limited.

The holding company and ultimate holding company of the Company is Tianjin Municipal Investment Company Limited ("TMICL") and Tianjin City Infrastructure Construction and Investment Group Company Limited ("TICIG") respectively.

The principal activities of the Company and its subsidiaries (the "Group") include processing of sewage, tap water, recycled water and receipt of toll road collection as described below:

(a) Processing of sewage

Pursuant to relevant agreements ("Sewage Processing Agreements"), the Group currently provides sewage processing services via the following plants:

Plant Location 位置

Agreement Date 協議簽訂日期

Customer 客戶

*On-going agreements signed in prior years:
以前年度簽訂並仍在執行的合同：*

Dong Jiao, Tianjin 天津 東郊	10 October 2000 2000年10月10日	Tianjin Sewage Company ("TSC") 天津市排水公司(「排水公司」)
Ji Zhuang Zi, Tianjin 天津 紀莊子	10 October 2000 2000年10月10日	TSC 排水公司
Xian Yang Lu, Tianjin 天津 咸陽路	10 October 2000 2000年10月10日	TSC 排水公司
Bei Cang, Tianjin 天津 北倉	10 October 2000 2000年10月10日	TSC 排水公司
Guiyang, Guizhou 貴州 貴陽	16 September 2004 2004年9月16日	Guiyang City Administration Bureau 貴陽城市管理局
Baoying, Jiangsu 江蘇 寶應	13 June 2005 2005年6月13日	Baoying Construction Bureau 寶應縣建設局
Fuyang, Anhui 安徽 阜陽	18 December 2005 2005年12月18日	Anhui Fuyang Construction Committee 阜陽市建設委員會
Qujing, Yunnan 雲南 曲靖	25 December 2005 2005年12月25日	Qujing City Water General Company 曲靖市供排水總公司
Honghu, Hubei 湖北 洪湖	29 December 2005 2005年12月29日	Honghu Construction Bureau 洪湖市建設局
Hangzhou, Zhejiang 浙江 杭州	20 November 2006 2006年11月20日	Hangzhou Sewage Company Limited 杭州市排水有限公司
Jing Hai, Tianjin 天津 靜海	12 September 2007 2007年9月12日	Tianyu Science Technology Park 天津新技術產業園區天宇科技園管理委員會
Wen Deng, Shandong 山東 文登	19 December 2007 2007年12月19日	Wendeng Construction Bureau 文登市建設局
Xi'an, Shanxi 陝西 西安	18 March 2008 2008年3月18日	Xi'an Infrastructure Investment Group 西安市基礎設施建設投資總公司

財務報表附註

截至2009年6月30日止6個月

(除特別註明外，金額單位為人民幣千元)

一 公司基本情況

天津創業環保集團股份有限公司(「本公司」)是於1993年6月8日在中華人民共和國(「中國」)天津市註冊成立的股份有限責任公司。

2008年本公司名稱由天津創業環保股份有限公司改為天津創業環保集團股份有限公司。

天津市政投資有限公司(「市政投資」)為本公司的控股公司，天津城市基礎設施建設投資集團有限公司(「城投集團」)為本公司的最終控股公司。

本公司及其子公司(「本集團」)的主要業務包括污水處理，自來水供水，中水和道路收費站業務，具體如下：

(a) 污水處理業務

依照相關協議(「《污水處理委託協議》」)，本集團通過以下污水處理廠提供污水處理服務：

The principal terms and the pricing formula as set out in the relevant agreements are briefly summarised below:

Dong Jiao:

The Company will have full recovery of actual operating costs, including depreciation of fixed assets, excluding interest expenses and foreign exchange gains or losses and at minimum:

- (i) earns a return of 15% per annum of the average balance of the monthly net book value of fixed assets (as defined in the agreement) of the plants; and
- (ii) incentive pricing adjustments will be made for cost saving and/or when actual processing volume exceeds the minimum processing volume stipulated in the agreement.

Ji Zhuang Zi , Xian Yang Lu and Bei Cang:

Based on the supplementary agreement reached with TSC on 10 March 2006, the Company is entitled to a predetermined sewage processing fee from the completion date of construction to the completion date of inspection of Ji Zhuang Zi, XianYang Lu and Bei Cang plants. After the inspection of these plants is completed, processing fee will be collected from TSC based on the same principle as for Dong Jiao plant as described above.

Other sewage processing plants:

Initial sewage processing prices are predetermined, thereafter processing price may be revised after considering various factors including renovation of equipment, additional investment, power and energy and labour force, and other significant changes of government policy;

All sewage processing plants outside Tianjin are guaranteed a minimum processing volume by their respective customers except for Gui Yang. If the actual volume is lower than the guaranteed volume, processing fee will be settled using the guaranteed volume.

On 6 December 2006, Guiyang Price Bureau confirmed a new price for the year 2007 which will allow full recovery of all actual costs, including operating cost, amortisation, income tax and a return of 8% on budgeted net assets of the plant.

相關協議的主要條款及訂明的主要計價公式如下所述：

東郊：

公司應全面彌補實際的經營成本，包括固定資產的折舊，但不包括利息開支及滙兌損益，最少將：

- (i) 賺取按污水處理業務相關固定資產（定義見協議）的每月平均賬面淨值的年度平均數計算15%的回報，以及；
- (ii) 獲得節省成本或當實際處理量超過協議規定的最低處理量時的獎勵計價調整。

紀莊子、咸陽路及北倉：

根據與排水公司在2006年3月10日達成的臨時協議，本公司於紀莊子、咸陽路及北倉污水處理廠處理污水水質達標後至竣工驗收日的期間內，按照約定的單價收取污水處理費。竣工驗收日後本公司將向排水公司按照與東郊污水處理廠等同的原則收取污水處理費。

其他污水處理廠：

協議規定以約定價格作為初始污水處理服務費單價，並且上述處理費單價將按照合同約定的調價公式視設施設備改造、新增投資及能源動力、勞動力、政府政策的重大變化等因素進行調整；

除貴陽外，其他地區客戶會對本集團確保最低污水處理量，如果實際處理量低於該擔保水量，則污水處理費按照擔保水量結算；

於2006年12月6日，貴陽市物價局核定2007年度新的價格，可令污水處理業務全面彌補實際的經營成本，包括運行成本、攤銷、所得稅及8%的概算淨資產回報。

(b) Tap water supply business

Pursuant to an agreement reached with Qujing City Water General Company on 25 December 2005, a subsidiary of the Company, Qujing Capital Water Co., Ltd., will provide tap water supply service to Qujing City via the Yunnan Qujing tap water processing plant at pre-determined pricing. In addition:

- (i) Processing price as pre-determined above may be revised after considering various cost factors based on contract terms; and
- (ii) Qujing City Water General Company guarantees a minimum supply volume. If the actual volume is lower than that guaranteed, supply fee will be settled using the guaranteed volume.

(c) Toll road collections

Tianjin Municipality Engineering Bureau ("TMEB") granted collection right for six toll stations from 1 July 2003 to 28 February 2029 to the Company but it is not allowed to transfer, lease or pledge the right to other parties without TMEB's consent.

In tandem, the Company entered into an agreement ("Toll Collection Agreement") with Tianjin Toll Collection Office on 24 July 2003 with the following principal terms:

- the Company engaged the Toll Collection Office to collect the tolls at the six toll stations on its behalf for which it will pay a management fee;
- the Company is to receive the actual tolls collected from the six stations for the corresponding period/year, subject to minimum toll fee for each period/year based on the forecast traffic flow and tolls for the corresponding period/year as stipulated in a traffic flow and tolls forecast report for the six toll stations issued by a professional consulting company in July 2003; and
- any shortfall to the Company between actual and the agreed minimum will be compensated to the Company by the Toll Collection Office.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Group adopted the Basic Standard and 38 specific standards of the Accounting Standards for Business Enterprises issued by the Ministry of Finance on 15 February 2006, and the Application Guidance for Accounting Standard for Business Enterprises, Interpretation of Accounting Standards for Business Enterprises and other relevant regulations issued thereafter (hereafter referred to as "the Accounting Standard for Business Enterprises" or "CAS").

(b) 自來水供水業務

依照與曲靖市城市供排水總公司於2005年12月25日簽訂的協議，本公司之子公司曲靖創業水務有限公司通過雲南曲靖自來水處理廠以約定的價格提供自來水供水服務。並且：

- (i) 上述供水服務單價將按照合同約定的條款根據影響水價成本因素的變動而進行調整；
- (ii) 曲靖市供排水總公司會對本公司確保最低自來水供水量，如果實際供水量低於該擔保水量，則供水服務費按照擔保水量結算。

(c) 道路收費

天津市政局授予本公司6個收費站的收益權，期限自2003年7月1日起至2029年2月28日止。未經天津市政局允許，本公司不得將該收費權轉讓、租賃或抵押。

本公司於2003年7月24日與天津市車輛通行費徵收辦公室（「徵收辦」）簽訂了《通行費委託徵收協議》。根據此協議：

- 本公司委託徵收辦對6個收費站實行統一收費並支付其管理費；
- 本公司以一家專業顧問公司對該6個收費站於2003年7月簽署的交通流量和通行費的預測報告中列明的各期間／年度收費金額作為核定應收各期間／年度最低收取通行費收入的標準；及
- 實際收入低於上述最低收入標準的差額將由徵收辦補給本公司。

二 財務報表的編製基礎

本財務報表按照財政部於2006年2月15日頒佈的《企業會計準則——基本準則》和38項具體會計準則、其後頒佈的企業會計準則應用指南、企業會計準則解釋以及其他相關規定（以下合稱「企業會計準則」）編製。

3. STATEMENT OF COMPLIANCE OF CAS

The financial statements of the Group and the Company for the six months ended 30 June 2009 truly and completely present the financial position as of 30 June 2009 and the operating results, cash flows and other information for the period then ended of the Group and the Company in compliance with the Accounting Standards for Business Enterprises.

4. SIGNIFICANT ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

(1) Accounting period

The accounting year starts on 1 January and ends on 31 December.

(2) Recording currency

The recording currency is Renminbi ("Rmb").

(3) Measurement bases

The Group adopts historical cost convention, unless otherwise measured in fair value, net realizable value or present value.

(4) Foreign currency translation

Foreign currency transactions are translated into Rmb using the exchange rates prevailing at the dates of the transactions.

At the balance sheet date, monetary items denominated in foreign currency are translated into Rmb using the spot exchange rate on the balance sheet date. Exchange differences arising from these translations are recognised in profit or loss for the current period, except for those attributable to foreign currency borrowings that have been taken out specifically for the acquisition, construction or production of qualifying assets, which are capitalised as part of the cost of those assets. Non-monetary items denominated in foreign currency that are measured in terms of historical cost are translated at the balance sheet date using the spot exchange rate at the date of the transaction. The effect of exchange rate changes on cash is presented separately in the cash flow statement.

(5) Cash and cash equivalents

For the purpose of the cash flow statement, cash comprises cash in hand and deposits held at call with bank, cash equivalents refer to short-term and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

三 遵循企業會計準則的聲明

本集團和本公司截至2009年6月30日止6個月財務報表符合企業會計準則的要求，真實、完整地反映了本集團和本公司2009年6月30日的合併及公司財務狀況以及截至2009年6月30日止6個月的合併及公司經營成果和現金流量等有關信息。

四 重要會計政策和會計估計

(1) 會計年度

會計年度為公曆1月1日起至12月31日止。

(2) 記賬本位幣

記賬本位幣為人民幣。

(3) 計量屬性

除特別說明採用公允價值、可變現淨值、現值等計量屬性之外，一般採用歷史成本計量。

(4) 外幣折算

外幣交易按交易發生日的即期匯率將外幣金額折算為人民幣入賬。

於資產負債表日，外幣貨幣性項目採用資產負債表日的即期匯率折算為人民幣，所產生的折算差額除了為購建或生產符合資本化條件的資產而借入的外幣專門借款產生的滙兌差額按資本化的原則處理外，直接計入當期損益。以歷史成本計量的外幣非貨幣性項目，於資產負債表日採用交易發生日的即期匯率折算。匯率變動對現金的影響額在現金流量表中單獨列示。

(5) 現金及現金等價物

列示於現金流量表中的現金是指庫存現金及可隨時用於支付的存款，現金等價物是指持有的期限短、流動性強、易於轉換為已知金額現金及價值變動風險很小的投資。

(6) Financial assets

Financial assets include receivables, which are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, which include trade receivables and other receivables (Note 4(7)).

(a) Recognition and measurement

Financial assets are recognised at fair value on the balance sheet when the Group becomes a party to the contractual provisions of the financial instrument. The related transaction cost of other financial assets are included in the initial recognition amounts. A financial asset is derecognised when the contractual rights to receive cash flows from the financial asset have expired or all substantial risks and rewards of ownership of the financial asset have been transferred.

Receivables and held-to-maturity investments are carried at amortised cost using the effective interest method.

(b) Impairment of financial assets

The Group assesses the carrying amount of a financial asset other than that at fair value through profit or loss at each balance sheet date. If there is objective evidence that the financial asset is impaired, the Group shall determine the amount of any impairment loss.

If an impairment loss on a financial asset carried at amortised cost has been incurred, the amount of loss is measured at the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred). If there is objective evidence that the value of the financial asset recovered and the recovery is related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed and the amount of reversal is recognised in profit or loss.

(7) Receivables

Receivables comprise accounts receivable and other receivables. Accounts receivable arising from sale of goods or rendering of services are initially recognised at fair value of the contractual payments from the buyer. Receivables are presented at amortised cost using the effective interest method net of provision for bad debts.

Receivables that are individually significant are subject to separate impairment assessment, if there is objective evidence that the Group will not be able to collect the full amounts according to the original terms, a provision for impairment of the receivable is established at the difference between the carrying amount of the receivable and the present value of estimated future cash flows.

(6) 金融資產

金融資產為應收款項，是指在活躍市場中沒有報價、回收金額固定或可確定的非衍生金融資產，包括應收賬款和其他應收款等(附註四(7))。

(a) 確認和計量

金融資產於本集團成為金融工具合同的一方時，按公允價值在資產負債表內確認。金融資產的相關交易費用計入初始確認金額。當收取某項金融資產現金流量的合同權利已終止或與該金融資產所有權上幾乎所有的風險和報酬已轉移時，終止確認該金融資產。

應收款項以及持有至到期投資採用實際利率法，以攤餘成本計量。

(b) 金融資產減值

本集團於資產負債表日對金融資產的賬面價值進行檢查，如果有客觀證據表明某項金融資產發生減值的，計提減值準備。

以攤餘成本計量的金融資產發生減值時，按預計未來現金流量(不包括尚未發生的未來信用損失)現值低於賬面價值的差額，計提減值準備。如果有客觀證據表明該金融資產價值已恢復，且客觀上與確認該損失後發生的事項有關，原確認的減值損失予以轉回，計入當期損益。

(7) 應收款項

應收款項包括應收賬款、其他應收款等。本集團對外銷售商品或提供勞務形成的應收賬款，按從購貨方應收的合同或協議價款的公允價值作為初始確認金額。應收款項採用實際利率法，以攤餘成本減去壞賬準備後的淨額列示。

對於單項金額重大的應收款項，單獨進行減值測試。當存在客觀證據表明本集團將無法按應收款項的原有條款收回所有款項時，根據其預計未來現金流量現值低於其賬面價值的差額，計提壞賬準備。

Receivables that are not individually significant together with those receivables that have been individually evaluated for impairment and found not to be impaired are grouped on the basis of similar credit risk characteristics. The impairment losses are determined, considering the current conditions, on the basis of historical loss experience for the groups of receivables with the similar credit risk characteristics.

(8) Inventories

Inventories include raw materials, finished goods, spare parts and low cost consumables, and are presented at the lower of cost and net realisable value.

Cost is determined using the weighed average method. The cost of finished goods comprises raw materials, direct labour and an allocation of all production overheads expenditures incurred based on normal operating capacity. Low cost consumables are expensed upon each usage.

Provisions for declines in the value of inventories are determined at the carrying value of the inventories net of their net realisable value. Net realisable value is determined based on the estimated selling price in the ordinary course of business, less the estimated costs to completion and estimated costs necessary to make the sale and relevant taxes.

The Group adopts the perpetual inventory system.

(9) Long-term equity investments

Long-term equity investments comprise the Company's long-term equity investments in its subsidiaries, the Group's long-term equity investments in its joint ventures and associates as well as the long-term equity investments where the Group does not have control, joint control or significant influence over the investees, and which are not quoted in an active market and whose fair value cannot be reliably measured.

(a) Subsidiaries

Subsidiaries are all investees over which the Company is able to control, i.e. has the power to govern the financial and operating policies so as to obtain benefits from their operating activities. The existence and effect of potential voting rights (including that derived from the convertible bonds and warrants that are currently convertible or exercisable) is considered to determine whether the Group has control over the investee. Investments in subsidiaries are measured using the cost method in the Company's financial statements, and adjusted using the equity method when preparing the consolidated financial statements.

對於單項金額非重大的應收款項，與經單獨測試後未減值的應收款項一起按信用風險特徵劃分為若干組合，根據以前年度與之相同或相類似的、具有類似信用風險特徵的應收賬款組合的實際損失率為基礎，結合現時情況確定應計提的壞賬準備。

(8) 存貨

存貨包括原材料、產成品、零部件和低值易耗品等，按成本與可變現淨值孰低列示。

存貨發出時的成本按加權平均法核算，產成品成本包括原材料、直接人工以及在正常生產能力下按系統的方法分配的製造費用。低值易耗品採用分次攤銷法進行攤銷。

存貨跌價準備按存貨成本高於其可變現淨值的差額計提。可變現淨值按日常活動中，以存貨的估計售價減去至完工時估計將要發生的成本、估計的銷售費用以及相關稅費後的金額確定。

本集團的存貨盤存制度採用永續盤存制。

(9) 長期股權投資

長期股權投資包括本公司對子公司的長期股權投資、本集團對聯營企業的長期股權投資以及本集團對被投資單位不具有控制、共同控制或重大影響，並且在活躍市場中沒有報價、公允價值不能可靠計量的長期股權投資。

(a) 子公司

子公司是指本公司能夠對其實施控制，即有權決定其財務和經營政策，並能據以從其經營活動中獲取利益的被投資單位。在確定能否對被投資單位實施控制時，被投資單位當期可轉換公司債券、當期可執行認股權證等潛在表決權因素亦同時予以考慮。對子公司的投資，在本公司財務報表中按照成本法確定的金額列示，在編製合併財務報表時按權益法調整後進行合併。

Long-term equity investments accounted for using the cost method are measured at the initial investment cost. Investment income is recognised in profit or loss for the cash dividends or profit declared by the investee. Such recognition is made only to the extent of the distributions received from accumulated net profits of the investees arising after the investment was made. Cash dividends or distributions received in excess of such profits are regarded as a recovery of the initial cost of the investments.

(b) Associates

Associates are all investees that the Group has significant influence on their financial and operating policies.

Investments in associates are accounted for using the equity method. Where the initial investment cost exceeds the Group's share of the fair value of the investee's identifiable net assets at the time of acquisition, the investment is initially measured at cost. Where the initial investment cost is less than the Group's share of the fair value of the investee's identifiable net assets at the time of acquisition, the difference is included in profit or loss for the current period and the cost of the long-term equity investment is adjusted accordingly.

When using the equity method of accounting, the Group recognised the investment income based on its share of net profit or loss of the investee. The Group discontinues recognising its share of net losses of an investee after the carrying amount of the long-term equity investment together with any long-term interests that, in substance, form part of the investor's net investment in the investee are reduced to zero. However, if the Group has obligations for additional losses and the conditions on recognition of provision are satisfied in accordance with the accounting standards on contingencies, the Group continues to recognise the investment losses and the provision. For changes in owner's equity of the investee other than those arising from its net profit or loss, the Group record directly in capital surplus its proportion, provided that the Group's proportion of shareholding in the investee remains unchanged. The carrying amount of the investment is reduced by the Group's share of the profit or cash dividends declared by an investee. The unrealised profits or losses arising from the intra-group transactions between the Group and its investees are eliminated to the extent of the Group's interest in the investees, on the basis of which the investment gain or losses are recognised. The loss on the intra-group transaction between the Group and its investees, of which the nature is asset impairment, is recognised in full amount, and the relevant unrealised gain or loss is not allowed to be eliminated.

採用成本法核算的長期股權投資按照初始投資成本計量。被投資單位宣告分派的現金股利或利潤，確認為投資收益計入當期損益。確認的投資收益，僅限於被投資單位接受投資後產生的累積淨利潤的分配額，所獲得的分配利潤或現金股利超過上述數額的部分作為初始投資成本的收回。

(b) 聯營企業

聯營企業是指本集團對其財務和經營決策具有重大影響的被投資單位。

對聯營企業投資採用權益法核算。初始投資成本大於投資時應享有被投資單位可辨認淨資產公允價值份額的，以初始投資成本作為長期股權投資成本；初始投資成本小於投資時應享有被投資單位可辨認淨資產公允價值份額的，其差額計入當期損益，並相應調增長期股權投資成本。

採用權益法核算時，本集團按應享有或應分擔的被投資單位的淨損益份額確認當期投資損益。確認被投資單位發生的淨虧損，以長期股權投資的賬面價值以及其他實質上構成對被投資單位淨投資的長期權益減記至零為限，但本集團負有承擔額外損失義務且符合或有事項準則所規定的預計負債確認條件的，繼續確認投資損失並作為預計負債核算。被投資單位除淨損益以外股東權益的其他變動，在本集團持股比例不變的情況下，按照持股比例計算應享有或承擔的部分直接計入資本公積。被投資單位分派的利潤或現金股利於宣告分派時按照本集團應分得的部分，相應減少長期股權投資的賬面價值。本集團與被投資單位之間未實現的內部交易損益按照持股比例計算歸屬於本集團的部分，予以抵銷，在此基礎上確認投資損益。本集團與被投資單位發生的內部交易損失，其中屬於資產減值損失的部分，相應的未實現損失不予抵消。

(c) Other long-term equity investments

Other long-term equity investments where the Group does not have control, joint control or significant influence over the investee, and which are not quoted in an active market and whose fair value cannot be reliably measured are accounted for using the cost method.

(c) 其他長期股權投資

其他本集團對被投資單位不具有控制、共同控制或重大影響，並且在活躍市場中沒有報價、公允價值不能可靠計量的長期股權投資，採用成本法核算。

(10) Investment properties

Investment properties are buildings that held for the purpose of lease, is measured initially at cost. Subsequent expenditures incurred for an investment property is included in the cost of the investment property when it is probable that economic benefits associated with the investment property will flow to the Group and its cost can be reliably measured, otherwise the expenditure is recognised in profit and loss in the period in which they are incurred.

The Group adopts the cost model for subsequent measurement of the investment property. Buildings and land use rights are depreciated or amortised to their estimated net residual values over their estimated useful lives. The estimated useful lives, the estimated net residual values expressed as a percentage of cost and the annual depreciation (amortisation) rates of the investment properties are as follows:

(10) 投資性房地產

投資性房地產是以出租為目的的建築物，以成本進行初始計量。與投資性房地產有關的後續支出，在相關的經濟利益很可能流入本集團且其成本能夠可靠的計量時，計入投資性房地產成本；否則，在發生時計入當期損益。

本集團採用成本模式對所有投資性房地產進行後續計量，按其預計使用壽命及淨殘值率對建築物計提折舊或攤銷。投資性房地產的預計使用壽命、淨殘值率及年折舊(攤銷)率列示如下：

	Estimated useful lives 預計使用壽命	Estimated residual value rate 預計淨殘值率	Annual depreciation (amortisation) rate 年折舊(攤銷)率
Buildings 建築物	40-50 years 40-50年	5%	1.9%-2.4%

When an investment property is changed to an owner-occupied property, it is transferred to fixed asset at the date of the change. When an owner-occupied property is changed to be held to earn rentals or for capital appreciation, the fixed asset is transferred to investment property at the date of the change at the carrying amount of the property.

The estimated useful life, net residual value of the investment property and the depreciation (amortisation) method applied are reviewed, and adjusted as appropriate at each financial year-end.

An investment property is derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal. The amount of proceeds on sale, transfer, retirement or damage of an investment property less its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

投資性房地產的用途改變為自用時，自改變之日起，將該投資性房地產轉換為固定資產。自用房地產的用途改變為賺取租金或資本增值時，自改變之日起，將固定資產轉換為投資性房地產。發生轉換時，以轉換前的賬面價值作為轉換後的入賬價值。

對投資性房地產的預計使用壽命、預計淨殘值和折舊(攤銷)方法於每年年度終了進行復核並作適當調整。

當投資性房地產被處置、或者永久退出使用且預計不能從其處置中取得經濟利益時，終止確認該項投資性房地產。投資性房地產出售、轉讓、報廢或毀損的處置收入扣除其賬面價值和相關稅費後計入當期損益。

(11) Fixed assets

Fixed assets comprise buildings, machinery and equipment, motor vehicles, computer and electronic equipment and office equipment. Fixed assets purchased or constructed by the Group are initially measured at cost at the time of acquisition.

Subsequent expenditures incurred for a fixed asset are included in the cost of the fixed asset when it is probable that the economic benefits associated with the fixed asset will flow to the Group and its cost can be reliably measured. The carrying amount of those parts that are replaced is derecognised and all the other subsequent expenditures are recognised in profit or loss in the period in which they are incurred.

Fixed assets are depreciated using the straight-line method to allocate the cost of the assets to their estimated residual values over their estimated useful lives. For the fixed assets being provided for impairment loss, the related depreciation charge is prospectively determined based upon the adjusted carrying amounts over their remaining useful lives.

The estimated useful lives, the estimated residual values expressed as a percentage of cost and the annual depreciation rates are as follows:

	Estimated useful lives 預計使用壽命	Estimated residual value rate 預計淨殘值率	Annual depreciation rate 年折舊率
Buildings and structures 房屋及建築物	10-50 years 10-50年	0% to 5%	1.9% to 9.5%
Machinery and equipment 機器設備	10-20 years 10-20年	0% to 5%	4.8% to 10%
Motor vehicles and others 運輸車輛及其他	5-10 years 5-10年	0% to 5%	9.5% to 20%

Pipelines network laid outside the plant are included in structures and are depreciated over their estimated useful lives of 25 years.

The estimated useful life, the estimated net residual value of a fixed asset and the depreciation method applied to the asset are reviewed, and adjusted as appropriate at least at each financial year-end.

A fixed asset classified as an asset held for sale is presented as other current asset at the lower of the carrying amount and the fair value less costs to sell. An excess of the original carrying amount over the fair value less the costs to sell is recognised as an asset impairment loss.

A fixed asset is derecognised on disposal or when no future economic benefits are expected from its use or disposal. The amount of proceeds on sale, transfer, retirement or damage of a fixed asset net of its carrying amount and related taxes and expenses is recognised in profit or loss for the current period.

(11) 固定資產

固定資產包括房屋及建築物、機器設備、運輸工具及其他等。購置或新建的固定資產按取得時的成本進行初始計量。

與固定資產有關的後續支出，在相關的經濟利益很可能流入本集團且其成本能夠可靠的計量時，計入固定資產成本；對於被替換的部分，終止確認其賬面價值；所有其他後續支出於發生時計入當期損益。

固定資產折舊採用年限平均法並按其入賬價值減去預計淨殘值後在預計使用壽命內計提。對計提了減值準備的固定資產，則在未來期間按扣除減值準備後的賬面價值及依據尚可使用年限確定折舊額。

固定資產的預計使用壽命、淨殘值率及年折舊率列示如下：

建築物包括廠房以外鋪設的管網，預計使用年限為25年。

於每年年度終了，對固定資產的預計使用壽命、預計淨殘值和折舊方法進行復核並作適當調整。

符合持有待售條件的固定資產，以賬面價值與公允價值減去處置費用孰低的金額列示為其他流動資產。公允價值減去處置費用低於原賬面價值的金額，確認為資產減值損失。

當固定資產被處置、或者預期通過使用或處置不能產生經濟利益時，終止確認該固定資產。固定資產出售、轉讓、報廢或毀損的處置收入扣除其賬面價值和相關稅費後的金額計入當期損益。

(12) Construction in progress

Construction in progress is measured at actual cost. Actual cost comprises construction costs, other costs necessary to bring the the fixed assets ready for their intended use. Borrowing costs that are eligible for capitalization incurred before the assets are ready for their intended use. Construction in progress is transferred to fixed assets when the assets are ready for their intended use, and depreciation begins from the following month.

(13) Intangible assets

Intangible assets are including land use rights and concession rights.

(a) Land use rights

Land use rights are amortised on the straight-line basis over their estimated useful lives of 25 to 50 years. If the purchase costs of land use rights and attached buildings cannot be reliably allocated between the land use rights and buildings, for the purchase costs are recognised as fixed assets.

(b) Concession rights

Concession rights represent the rights to charge users of public service that the Group obtained under service concession arrangements, which are amortised on the straight-line basis over its respecting concession periods of 25 to 30 years.

(c) Periodical review of useful life and amortisation method

For an intangible asset with a finite useful life, review and adjustment on useful life and amortization method are performed at each year-end.

(12) 在建工程

在建工程按實際發生的成本計量。實際成本包括建築費用、其他為使在建工程達到預定可使用狀態所發生的必要支出以及在資產達到預定可使用狀態之前所發生的符合資本化條件的借款費用。在建工程在達到預定可使用狀態時，轉入固定資產並自次月起開始計提折舊。

(13) 無形資產

無形資產包括土地使用權和特許經營權等。

(a) 土地使用權

土地使用權按使用年限25至50年平均攤銷。外購土地及建築物的價款難以在土地使用權與建築物之間合理分配的，全部作為固定資產。

(b) 特許經營權

特許經營權為公司按照特許經營協議從事服務向公共服務使用者收費的權利，根據特許經營期限按照25至30年平均攤銷。

(c) 定期復核使用壽命和攤銷方法

對使用壽命有限的無形資產的預計使用壽命及攤銷方法於每年年度終了進行復核並作適當調整。

(14) Impairment of long-term assets

Fixed assets, construction in progress, intangible assets with finite useful lives, investment properties measured using the cost model and long-term equity investments in subsidiaries and associates are tested for impairment if there is any indication that an asset may be impaired at the balance date. If the result of the impairment test indicates that the recoverable amount of the asset is less than its carrying amount, a provision for impairment and an impairment loss are recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and the present value of the future cash flows expected to be derived from the asset. A provision for asset impairment is determined and recognised on an individual asset basis. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of the group of assets to which the asset belongs is determined. A group of assets is the smallest group of assets that is able to generate independent cash inflows

Once the asset impairment loss mentioned above is recognised, it is not allowed to be reversed for the value recovered in the subsequent periods.

(15) Borrowing costs

The borrowing costs that are directly attributable to the acquisition and construction of a fixed asset that needs a substantially long period of time of acquisition and construction for its intended use commence to be capitalised and recorded as part of the cost of the asset when expenditures for the asset and borrowing costs have been incurred, and the activities relating to the acquisition and construction that are necessary to prepare the asset for its intended use have commenced. The capitalisation of borrowing costs ceases when the asset under acquisition or construction becomes ready for its intended use, the borrowing costs incurred thereafter are recognised in profit or loss for the current period. Capitalisation of borrowing costs is suspended during periods in which the acquisition or construction of a fixed asset is interrupted abnormally and the interruption lasts for more than 3 months, until the acquisition or construction is resumed.

(16) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred, and subsequently stated at amortised costs using the effective interest method. Borrowings of which the period is within one year (one year included) are classified as the short-term borrowings, and the others are classified as long-term borrowings.

(14) 長期資產減值

固定資產、在建工程、使用壽命有限的無形資產、以成本模式計量的投資性房地產及對子公司、聯營公司的長期股權投資等，於資產負債表日存在減值跡象的，進行減值測試。減值測試結果表明資產的可收回金額低於其賬面價值的，按其差額計提減值準備並計入減值損失。可收回金額為資產的公允價值減去處置費用後的淨額與資產預計未來現金流量的現值兩者之間的較高者。資產減值準備按單項資產為基礎計算並確認，如果難以對單項資產的可收回金額進行估計的，以該資產所屬的資產組確定資產組的可收回金額。資產組是能夠獨立產生現金流入的最小資產組合。

上述資產減值損失一經確認，以後期間不予轉回價值得以恢復的部分。

(15) 借款費用

發生的可直接歸屬於需要經過相當長時間的購建活動才能達到預定可使用狀態之固定資產的購建的借款費用，在資產支出及借款費用已經發生、為使資產達到預定可使用狀態所必要的購建活動已經開始時，開始資本化並計入該資產的成本。當購建的資產達到預定可使用狀態時停止資本化，其後發生的借款費用計入當期損益。如果資產的購建活動發生非正常中斷，並且中斷時間連續超過3個月，暫停借款費用的資本化，直至資產的購建活動重新開始。

(16) 借款

借款按其公允價值扣除交易成本後的金額進行初始計量，並採用實際利率法按攤餘成本進行後續計量。借款期限在一年以下(含一年)的借款為短期借款，其餘借款為長期借款。

(17) Employee benefits

Employee benefits mainly include wages or salaries, bonuses, allowances and subsidies, staff welfare, social security contributions, housing funds, labour union funds, employee education funds and other expenditures incurred in exchange for service rendered by employees.

Employee benefits are recognised as a liability in the accounting period in which an employee has rendered service, and as costs of assets or expenses to whichever the employee service is attributable.

(18) Deferred tax assets and deferred tax liabilities

Deferred tax assets and deferred tax liabilities are calculated and recognised based on the differences arising between the tax base of assets and liabilities and their carrying amount (temporary differences). Deferred tax asset is recognized for the deductible losses that can be carried forward to subsequent years for deduction of the taxable profit in accordance with the tax law. No deferred tax liability is recognised for a temporary difference arising from the initial recognition of goodwill. No deferred tax asset or deferred tax liability is recognized for the temporary differences resulting from the initial recognition of assets or liabilities due to a transaction other than a business combination, which affects neither accounting profit nor taxable profit (or deductible loss) At the balance sheet date, deferred tax assets and deferred tax liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled.

Deferred tax assets are only recognised for deductible temporary differences, deductible losses and tax credits to the extent that it is probable that taxable profit will be available in the future against which the deductible temporary differences, deductible losses and tax credits can be utilised.

Deferred tax liabilities are recognised for temporary differences arising from investments in subsidiaries and associates, except where the Group is able to control the timing of the reversal of the temporary difference, and it is probable that the temporary difference will not reverse in the foreseeable future. When it is probable that the temporary differences arising from investments in subsidiaries and associates will be reversed in the foreseeable future and that the taxable profit will be available in the future against which the temporary differences can be utilized, the corresponding deferred tax assets are recognized.

(17) 職工薪酬

職工薪酬主要包括工資、獎金、津貼和補貼、職工福利費、社會保險費及住房公積金、工會經費和職工教育經費等其他與獲得職工提供的服務的相關支出。

於職工提供服務的期間確認應付的職工薪酬，並根據職工提供服務的受益對象計入相關資產成本和費用。

(18) 遞延所得稅資產和遞延所得稅負債

遞延所得稅資產和遞延所得稅負債根據資產和負債的計稅基礎與其賬面價值的差額（暫時性差異）計算確認。對於按照稅法規定能夠於以後年度抵減應納稅所得額的可抵扣虧損，確認相應的遞延所得稅資產。對於商譽的初始確認產生的暫時性差異，不確認相應的遞延所得稅負債。對於既不影響會計利潤也不影響應納稅所得額（或可抵扣虧損）的非企業合併的交易中產生的資產或負債的初始確認形成的暫時性差異，不確認相應的遞延所得稅資產和遞延所得稅負債。於資產負債表日，遞延所得稅資產和遞延所得稅負債，按照預期收回該資產或清償該負債期間的適用稅率計量。

遞延所得稅資產的確認以很可能取得用來抵扣可抵扣暫時性差異、可抵扣虧損和稅款抵減的應納稅所得額為限。

對子公司及聯營企業投資相關的暫時性差異產生的遞延所得稅負債，除非本集團能夠控制暫時性差異轉回的時間且該暫時性差異在可預見的未來很可能不會轉回的情況外，確認為負債。對子公司及聯營企業投資相關的暫時性差異產生的遞延所得稅資產，當暫時性差異在可預見的未來很可能轉回且未來很可能獲得用來抵扣可抵扣暫時性差異的應納稅所得額時，確認為資產。

Deferred tax assets and liabilities are offset when:

- The deferred taxes are relate to the same tax payer within the group and same fiscal authority, and;
- That tax payer has a legally enforceable right to offset current tax assets against current tax liabilities.

(19) Revenue recognition

The amount of revenue is determined in accordance with the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the Group's activities. Revenue is shown net of value-added tax, rebates, discounts and returns.

Revenue is recognised when the economic benefits associated with the transaction will flow to the Group, the relevant revenue can be reliably measured and specific revenue recognition criteria have been met for each of the Group's activities as described below:

(i) Rendering of services

Services income is recognized upon services rendered.

(ii) Sale of goods

Revenue from the sale of goods is recognized when significant risks and rewards of ownership of the goods are transferred to the buyer, the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold, and it is probable that the economic benefit associated with the transaction will flow to the Group and the relevant revenue and costs can be measured reliably.

(iii) Transfer of asset use rights

Interest income is recognised on a time-proportion basis using the effective interest method.

Income from an operating lease is recognised on a straight-line basis over the period of the lease.

(20) Dividend distribution

Proposed cash dividend is recognised as a liability in the period in which it is approved by the shareholders' meeting.

同時滿足下列條件的遞延所得稅資產和遞延所得稅負債以抵銷後的淨額列示：

- 遞延所得稅資產和遞延所得稅負債與同一稅收徵管部門對本集團內同一納稅主體徵收的所得稅相關；
- 本集團內該納稅主體擁有以淨額結算當期所得稅資產及當期所得稅負債的法定權利。

(19) 收入確認

收入的金額按照本集團在日常經營活動中銷售商品和提供勞務時，已收或應收合同或協議價款的公允價值確定。收入按扣除增值稅、商業折扣、銷售折讓及銷售退回的淨額列示。

與交易相關的經濟利益能夠流入本集團，相關的收入能夠可靠計量且滿足下列各項經營活動的特定收入確認標準時，確認相關的收入：

(i) 服務收入

服務收入於提供服務時確認。

(ii) 銷售產品

銷售產品收入在已將產品所有權上的主要風險和報酬轉移給購貨方，並且不再對該產品實施繼續管理和控制，與交易相關的經濟利益能夠流入本集團，相關的收入和成本能夠可靠計量時確認銷售收入的實現。

(iii) 讓渡資產使用權

利息收入以時間比例為基礎，採用實際利率計算確定。

經營租賃收入按照直線法在租賃期內確認。

(20) 股利分配

現金股利於股東大會批准的當期，確認為負債。

(21) Preparation of consolidated financial statements

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries.

Subsidiaries are fully consolidated from the date on which the Group obtains control and are de-consolidated from the date that such control ceases.

The financial statements of subsidiaries are adjusted in accordance with the accounting policies and accounting period of the Company during the preparation of the consolidated financial statements, where the accounting policies and the accounting periods are inconsistent between the Company and subsidiaries.

All significant inter-group balances, transactions and unrealised profits are eliminated in the consolidated financial statements. The portion of a subsidiary's equity and the portion of a subsidiary's net profits and losses for the period not held by the Company are recognized as minority interests and presented separately in the consolidated balance sheet within equity and net profits respectively.

(22) Segment reporting

A business segment is a distinguishable component of the Group that is engaged in providing an individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other business segments.

(23) Critical accounting estimates and judgments

The Group continually evaluates the critical accounting estimates and key judgments applied based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The critical accounting estimates and key assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are outlined below:

Impairment for receivables

The Group determines the impairment of trade and other receivables based on objective evidence of impairment and historical loss experience of the respective individual balances. Management believes that trade and other receivables as at 30 June 2009 are not impaired.

(21) 合併財務報表的編製方法

編製合併財務報表時，合併範圍包括本公司及全部子公司。

從取得子公司的實際控制權之日起，本集團開始將其納入合併範圍；從喪失實際控制權之日起停止納入合併範圍。

在編製合併財務報表時，子公司與本公司採用的會計政策或會計期間不一致的，按照本公司的會計政策或會計期間對子公司財務報表進行必要的調整。

集團內所有重大往來餘額、交易及未實現利潤在合併財務報表編製時予以抵銷。子公司的股東權益及當期淨損益中不屬於本公司所擁有的部分分別作為少數股東權益及少數股東損益在合併財務報表中股東權益及淨利潤項下單獨列示。

(22) 分部報告

業務分部是指本集團內可區分的、能夠提供單項或一組相關產品或勞務的組成部分，該組成部分承擔了不同於其他組成部分的風險和報酬。

(23) 重要會計估計和判斷

本集團根據歷史經驗和其他因素，包括對未來事項的合理預期，對所採用的重要會計估計和關鍵判斷進行持續的評價。

下列重要會計估計及關鍵假設存在會導致下一會計年度資產和負債賬面價值出現重大調整的重要風險：

應收款項的減值

本集團根據單項應收款項餘額存在減值的客觀證據和歷史壞賬損失情況確定壞賬準備。管理層確信截至2009年6月30日的應收款項不存在減值。

5. SIGNIFICANT CHANGES IN ACCOUNTING POLICIES

The details of changes in accounting policies which are relevant to the accounting period on 1 January 2008 have been reflected in the financial statements as follows:

(a) Summary of the effects of the adoption of China Accounting Standards Interpretation 2 No.5 ("CAS Int 2")

In second half of 2008, the Group adopted CAS Int 2 relating to contractual arrangements whereby a private sector operator participates in the construction of infrastructure for public sector services in way of Build-Operate-Transfer ("BOT"), which is relevant to its operations. Consequently, certain comparatives of first half of 2008 have been restated accordingly.

CAS Int 2 applies to contractual arrangements whereby a private sector operator participates in the construction of infrastructure for public sector services in way of Build-Operate-Transfer ("BOT"). The adoption of CAS Int 2 resulted in a change in accounting policy for the Group's sewage treatment, tap water supply and toll roads operations.

Before adoption of CAS Int 2, the Group's sewage treatment, water supply and toll roads assets were recorded as property, plant and equipment. In accordance with CAS Int 2, the Group's sewage treatment infrastructure outside Tianjin and water supply infrastructure was recognised as intangible assets, to the extent that the Group receives a right to charge users of the public service. The toll road infrastructure was recognised as financial assets, to the extent that the Group has an unconditional contractual right to receive cash at the direction of the grantor.

五 重大會計政策變更

與2008年1月1日開始會計年度有關，並已在本財務報告中反映的會計政策變更詳情如下：

(a) 採用企業會計準則解釋第二號第五條影響概要

於2008下半年度，本集團採用了與其運營相關的企業會計準則解釋第二號第五條企業採用建設經營移交方式 (BOT) 參與公共基礎設施建設業務，由此需要對2008上半年度的對比數字相應進行重述。

企業會計準則解釋第二號第五條適用於企業採用建設經營移交方式(BOT)參與公共基礎設施建設業務。採用企業會計準則解釋第二號第五條導致本集團的污水處理、自來水供應及道路收費業務的會計政策發生變更。

採用企業會計準則解釋第二號第五條前，本集團將與污水處理、自來水供水、道路收費有關資產確認為固定資產。根據企業會計準則解釋第二號第五條的要求，將本集團已獲取向公共服務的使用者收費的權利的天津之外的污水處理及自來水設施確認為無形資產；由於本集團能夠無條件從授予方獲取收入，因此將道路收費站設施確認為金融資產。

(b) Effect of changes in accounting policies on prior period

The following tables illustrate the adjustments made to each of the financial statements line item as a result of the adoption of CAS Int 2 No.5 in respect of income statements for the six months ended 30 June 2008 presented.

Income statements for the period ended 30 June 2008

		As previously reported	Group Increase/ (decrease)	Restated	As previously reported	Company Increase/ (decrease)	Restated
		重述前	增加/ (減少)	重述後	重述前	增加/ (減少)	重述後
Income from operations	營業收入	527,559	(13,773)	513,786	366,478	(13,773)	352,705
Cost for operations	營業成本	(238,699)	15,884	(222,815)	(132,711)	7,990	(124,721)
Financial expenses - net	財務費用－淨額	(96,538)	5,559	(90,979)	(69,969)	5,559	(64,410)
Operation profit	營業利潤	128,168	7,670	135,838	113,569	(224)	113,345
Total profit	利潤總額	128,129	7,670	135,799	113,373	(224)	113,149
Less: Income tax	減：所得稅費用	(31,893)	(1,917)	(33,810)	(28,343)	56	(28,287)
Net profit	淨利潤	96,236	5,753	101,989	85,030	(168)	84,862
Net profit attributable to shareholders of the Company	歸屬於本公司股東的淨利潤	95,643	4,665	100,308	85,030	(168)	84,862
Minority interests	少數股東損益	593	1,088	1,681	—	—	—
Earnings per share (in Rmb yuan)	每股收益 (人民幣元)						
– Basic	– 基本每股收益	0.067	0.003	0.070			
– Diluted	– 稀釋每股收益	0.067	0.003	0.070			

(b) 會計政策變更對前期數據的影響

下表披露根據企業會計準則解釋第二號第五條，截至2008年6月30日止6個月利潤表各科目作出的調整。

截至2008年6月30日止6個月利潤表

6. TAXATION

六 稅項

The applicable taxes and tax rates of the Group are mainly presented as follows:

本集團本年度適用的主要稅種及其稅率列示如下：

Tax by category 稅種	Tax rate 稅率	Basis of Tax 稅基
Enterprise income tax 企業所得稅	7.5% to 25% 7.5%至25%	Taxable income 應納稅所得額
Value Added Tax 增值稅	6% to 17% 6%至17%	Taxable value added amount (Tax payable is calculated using the taxable sales amount multiplied by the effective tax rate less deductible VAT input of current period) 應納稅增值額(應納稅額按應納稅銷售額乘以適用稅率扣除當期允許抵扣的進項稅後的餘額計算)
Business tax 營業稅	5% 5%	Taxable service income 應納稅營業額
City construction tax and education surcharge 城建稅及教育稅附加	7% and 3% 7%及3%	The amount of business tax or value added tax 營業稅額或增值稅額

7. NOTES TO THE FINANCIAL STATEMENTS

七 財務報表附註

(1) CASH AND BANK BALANCES

(1) 貨幣資金

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Cash on hand and in bank	現金和銀行存款	1,365,664	957,747	626,678	319,140
Less: Restricted bank deposits included in non-current assets (note (a))	減：於非流動資產列示的受限銀行存款(註釋(a))	(47,200)	(43,700)	(47,200)	(43,700)
		<u>1,318,464</u>	<u>909,047</u>	<u>579,478</u>	<u>275,440</u>
Including:	其中：				
- Special funds for construction in progress (note (b))	- 在建工程專用資金(註釋(b))	84,651	38,609	84,651	38,609
- Restricted bank deposits due within one year (note (c))	- 一年內到期的受限銀行存款(註釋(c))	10,900	22,000	10,000	13,000

(a) As at 30 June 2009, the restricted bank deposits (Note 7(11)) represent deposits for entrusted loan due after one year (2008: deposit for entrusted loan).

(a) 於2009年6月30日，該受限銀行存款(附註七(11))為到期日一年以上的委託貸款保證金(2008年：委託貸款保證金)。

(b) The special funds for construction in progress represent the unutilised balances of the special loans for sewage processing plants projects.

(b) 在建工程專用資金主要為污水處理廠建設專有借款賬戶尚未使用的銀行存款餘額。

(c) The bank deposits represented deposits for project bids due within one year of Rmb10.9 million (31 December 2008: Rmb22 million).

(c) 保證金為一年內到期的項目投標保證金共計人民幣10,900千元(2008年12月31日：人民幣22,000千元)。

(2) TRADE RECEIVABLES

Details of accounts receivable are as follows:

(2) 應收賬款

應收賬款明細如下：

		Group		Company	
		合併		本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Due from TSC for:	應收排水公司				
- Construction of sewage processing plants	- 污水處理廠建設費收入	466,185	466,185	466,185	466,185
- Sewage processing services	- 污水處理收入	534,912	955,992	534,912	955,992
		1,001,097	1,422,177	1,001,097	1,422,177
Less: Portion deemed non-current	減：長期應收款	(697,763)	(697,763)	(697,763)	(697,763)
Individually items with significant amount	單項金額重大	303,334	724,414	303,334	724,414
Other items with insignificant amount	其他單項金額不重大	115,591	74,455	39,100	18,465
		418,925	798,869	342,434	742,879

(a) Pursuant to an agreement ("Construction Agreement") between the Company and TSC dated 24 September 2001, the Company is to provide construction services to TSC in respect of the three plants of Xian Yang Lu, Ji Zhuang Zi and Bei Cang. The principal terms of the Construction Agreement are summarised below:

- a fee will be paid by TSC during the period of construction as a reward to remunerate the Company for accepting the responsibility to construct the sewage processing plants;
- A fee is payable by TSC in advance on a monthly basis according to the percentage of completion of the respective construction projects estimated by the Company. The percentage of completion of each project will be adjusted on a quarterly basis according to the certifications issued by qualified independent surveyors or engineers;
- the Company is responsible for the funding of the construction cost of these plants; and
- upon commencement of operations of these sewage processing plants, the rights and obligations between the Company and TSC will follow the terms as specified in the Sewage Processing Agreement as applicable to the Tianjin plants.

(a) 根據本公司於2001年9月24日與排水公司簽訂的《污水處理(擴建)在建工程收費協議》(「建設收費協議」)，本公司向排水公司提供建設咸陽路、紀莊子和北倉等三個污水處理廠的服務。上述協議的主要條款如下：

- 根據協議，本公司在承擔污水處理廠在建工程建設期間，排水公司同意向本公司支付建設費用，作為鼓勵本公司承擔建設污水處理廠在建工程的報酬；
- 按照建設收費協議，排水公司應每月根據本公司編製的有關各項目當月估計完工百分比向本公司預付建設費用，然後在每季度結束時，根據獨立監理師或工程師對已完成工程量的核定作出相應調整；
- 本公司亦負責污水處理廠在建工程所需資金的籌集；以及
- 依據本公司與排水公司簽訂的協議，在這些污水處理廠開始運營後，雙方的權利與義務將按照原污水處理委託協議的具體規定執行。

(b) On 25 August 2003, the Company entered into an agreement with TSC (“Co-operative Agreement”). The principal terms of which are:

- the Company would be responsible for the overall execution of the construction of the three plants;
- TSC would be responsible for making use of the original loans from two foreign banks (the “Foreign Loans”) to fund certain property, plant and equipment used in these plants;
- TSC will sell to the Company these Foreign Loans funded property, plant and equipment after their installation and the receipt of the relevant verification reports, at their carrying value. On 17 April 2004, TSC confirmed its intention to settle its debt due to the Company with these mentioned assets.

As mentioned, the construction of these assets was completed in late 2005, and based on the third party completion verification reports dated 27 December 2007 which Tianjin Finance Bureau approved, the verified value of these completed assets amounted to about Rmb698 million.

(c) Settlement plan:

- On 17 April 2007, Tianjin Construction Administration Committee, (“TJCAC”), the government body overseeing the management of construction and operation of infrastructure in Tianjin, reconfirmed that the Tianjin Municipality has agreed to the settlement of the Company’s debts in manner as agreed by TSC in (b) above. In addition, the remaining debt outstanding after such assets settlement will be settled by way of cash.
- On 8 April 2008, TJCAC confirmed that there will be no legal obstacle to the above mentioned assets settlement.
- In December 2008, Tianjin Finance Bureau approved TSC to sell the assets above to the Company.
- Based on the procedures undertaken to recover the debts as described above, the Directors believe that the amount due from TSC is eventually fully recoverable. On the basis that the assets settlement will eventually be finalized, about Rmb698 million due from TSC as at 30 June 2009, representing the verified cost of the assets has been reclassified to non-current trade receivables (31 December 2008: Rmb698 million).
- During from January to June 2009, TSC settled about Rmb780 million of its debts relating to sewage water processing services to the Company.

(b) 本公司於2003年8月25日與排水公司簽訂了一份合作協議（「合作協議」）。根據該合作協議：

- 本公司負責污水處理廠在建工程項目整體實施；
- 排水公司負責利用項目原外資貸款開展採購項下污水處理廠所需部分固定資產；
- 排水公司利用外資貸款採購的固定資產在完成安裝並經本公司驗收合格後一次性由排水公司以賬面價值轉讓予本公司。於2004年4月17日，排水公司確認擬利用上述資產償還積欠本公司的款項。

上述水廠的建設於2005年末基本完成，根據2007年12月27日由第三方出具的天津市財政局批准的竣工財務決算報告，上述資產決算總金額為人民幣6.98億元。

(c) 結算計劃：

- 天津市基礎設施建設和運營的政府主管部門—天津市建設管理委員會（「市建委」）於2007年4月17日出具承諾函，確認市政府已同意排水公司以 (b)中所述的方式償還其欠付本公司的債務，所差部分用資金補齊。
- 2008年4月8日，市建委承諾上述以資產清償債務的交易不存在實質性法律障礙。
- 2008年12月，排水公司將上述資產轉讓給本公司的安排獲得天津市財政局批准。
- 鑒於上述以資產清償債務的交易最終能夠完成，截至2009年6月30日擬用於清償債務的資產決算額約為人民幣6.98億元，相應的應收賬款重分類至長期應收款（2008年12月31日：人民幣6.98億元）。
- 2009年1-6月，天津市排水公司共計償還所欠本公司污水處理費約人民幣7.8億元。

(d) Aging of trade receivables prior to the reclassification mentioned in (c) is as follows:

(d) 所述的重分類前的應收賬款賬齡如下：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Within one year	1年以內	418,925	771,614	342,434	721,733
One to two years	1-2年	—	27,255	—	21,146
Over two years	2年以上	697,763	697,763	697,763	697,763
		<u>1,116,688</u>	<u>1,496,632</u>	<u>1,040,197</u>	<u>1,440,642</u>

(e) As at 30 June 2009 there were no trade receivables from any of the shareholders of the Company who hold 5% or more of voting shares (31 December 2008: Nil).

(e) 於2009年6月30日應收賬款中無持有本公司5% (含5%) 以上表決權股份的股東的欠款 (2008年12月31日：無)。

(f) As at 30 June 2009 the top five debtors is about Rmb1,089 million, representing 97% of total trade receivables. (31 December 2008: Rmb1,472 million and 98%) Among which, Rmb391 million is aged within one year and Rmb698 million is over 2 years (31 December 2008: Rmb722million and Rmb698 million).

(f) 於2009年6月30日應收賬款前五名債務人欠款金額合計為人民幣1,089百萬元，佔應收賬款總額的97% (2008年12月31日：人民幣1,472百萬元和98%)。其中1年以內約人民幣391百萬元，2年以上約人民幣698百萬元 (2008年12月31日：人民幣722百萬元和人民幣698百萬元)。

(3) OTHER RECEIVABLES

(3) 其他應收款

Other receivables include:

其他應收款包括：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Project deposits	項目定金及投標保證金	28,928	29,893	27,050	25,550
Other receivables from customers	為客戶代墊費用	10,228	8,914	—	—
Receivables from subsidiaries	應收子公司款項	—	—	216,000	262,000
Others	其他	28,668	13,330	28,504	13,219
		<u>67,824</u>	<u>52,137</u>	<u>271,554</u>	<u>300,769</u>

(a) The ageing of the Group's other receivables is analysed below:

(a) 合併其他應收款帳齡分析如下：

		Unaudited		Audited	
		30 June 2009		31 December 2008	
		未經審計		已經審計	
		於2009年6月30日		於2008年12月31日	
		% of total		% of total	
		Amount	balance	Amount	balance
		金額	佔總額比例	金額	佔總額比例
Within 1 year	一年以內	16,263	24%	14,060	27%
1 to 2 years	一到二年	45,681	67%	32,067	61%
2 to 3 years	二到三年	5,810	9%	5,677	11%
Over 3 years	三年以上	70	—	333	1%
		<u>67,824</u>	<u>100%</u>	<u>52,137</u>	<u>100%</u>

(b) As at 30 June 2009 there were no receivables from any of the shareholders of the Company who hold 5% or more of voting shares (31 December 2008: Nil).

(b) 於2009年6月30日其他應收款餘額中無持有本公司5% (含5%) 以上表決權股份的股東的欠款 (2008年12月31日：無)。

(c) As at 30 June 2009, the top five debtors is about Rmb38,447 thousand, representing 57% of total other receivables (31 December 2008: 38,514 thousand and 74%). Among which, amount of Rmb4,711 thousand (31 December 2008: Rmb2,136 thousand) is aged within one year, amount of Rmb31,016 thousand (31 December 2008: Rmb30,938 thousand) is between 1 to 2 years, and amount of Rmb2,720 thousand (31 December 2008: Rmb5,440 thousand) is over 2 years.

(c) 於2009年6月30日其他應收款前五名債務人欠款金額合計為38,447千元，佔其他應收款總額的57% (2008年12月31日：38,514千元和74%)。其中帳齡在一年以內4,711千元 (2008年12月31日：人民幣2,136千元)，一年至二年31,016千元 (2008年12月31日：人民幣30,938千元)，二年以上2,720千元 (2008年12月31日：人民幣5,440千元)。

(4) PREPAYMENTS

(4) 預付款項

(a) The aging of prepayments is analysed as below:

(a) 預付款項賬齡如下：

		Group		Company	
		合併		本公司	
		Unaudited	Audited	Unaudited	Audited
		30 June	31 December	30 June	31 December
		2009	2008	2009	2008
		未經審計	已經審計	未經審計	已經審計
		於2009年	於2008年	於2009年	於2008年
		6月30日	12月31日	6月30日	12月31日
Within 1 year	1年以內	90,737	59,303	60,965	30,391
1 to 2 years	1-2年	24,662	22,684	3,484	3,422
		<u>115,399</u>	<u>81,987</u>	<u>64,449</u>	<u>33,813</u>

The prepayments aged over one year were mainly for recycled water pipeline connection for which the projects have not completed and hence balances remain outstanding.

帳齡超過1年以上的預付款項主要為中水管道接駁工程款，因為工程尚未竣工，該款項尚未完全結清。

(b) As at 30 June 2009 and 31 December 2008, there were no prepayments to any of the shareholders of the Company who hold 5% or more of voting shares.

(b) 於2009年6月30日和2008年12月31日預付款項餘額中無持有本公司5% (含5%) 以上表決權股份的股東的欠款。

(5) INVENTORIES**(5) 存貨**

		Group		Company	
		合併		本公司	
		Unaudited	Audited	Unaudited	Audited
		30 June	31 December	30 June	31 December
		2009	2008	2009	2008
		未經審計	已經審計	未經審計	已經審計
		於2009年	於2008年	於2009年	於2008年
		6月30日	12月31日	6月30日	12月31日
Raw materials	原材料	7,918	8,458	3,923	3,257
Finished goods	產成品	3,768	3,768	—	—
Spare parts and low cost consumables	零部件和低值易耗品	243	222	92	103
		11,929	12,448	4,015	3,360
Less: Provision for declines in the value of inventories	減：存貨跌價準備	(3,000)	(3,000)	—	—
		8,929	9,448	4,015	3,360

(6) RECEIVABLES DUE AFTER ONE YEAR**(6) 長期應收款**

		Group		Company	
		合併		本公司	
		Unaudited	Audited	Unaudited	Audited
		30 June	31 December	30 June	31 December
		2009	2008	2009	2008
		未經審計	已經審計	未經審計	已經審計
		於2009年	於2008年	於2009年	於2008年
		6月30日	12月31日	6月30日	12月31日
Due from TSC (Note 7(2)(b))	應收排水公司（附註七 2 (b)）	697,763	697,763	697,763	697,763
Receivables from toll road concession (note)	道路特許經營權所產生的應收賬款（註釋）	322,040	331,254	322,040	331,254
		1,019,803	1,029,017	1,019,803	1,029,017

note:

Receivables from toll road concession represent the minimum guaranteed toll fee from Toll Collection Office, calculated with reference to forecast traffic flow over the concession period.

註釋：

道路特許經營權所產生應收款項指在特許經營期內以對未來交通流量的預測為基礎所計算的由徵收辦公室所保證的最小通行費收入。

(7) LONG-TERM EQUITY INVESTMENTS**(7) 長期股權投資**

		Group		Company	
		合併		本公司	
		Unaudited	Audited	Unaudited	Audited
		30 June	31 December	30 June	31 December
		2009	2008	2009	2008
		未經審計	已經審計	未經審計	已經審計
		於2009年	於2008年	於2009年	於2008年
		6月30日	12月31日	6月30日	12月31日
Investment in subsidiaries (note (a))	子公司投資 (註釋 (a))	—	—	1,117,981	1,112,981
Less: Impairment provision for long-term investment (note (c))	減: 長期投資減值準備 (註釋 (c))	—	—	(22,000)	(22,000)
		—	—	1,095,981	1,090,981
Investment in an associate (note (b))	聯營企業投資 (註釋 (b))	38,951	39,878	—	—
Other long-term equity investments	其他長期股權投資	4,000	4,000	4,000	4,000
		<u>42,951</u>	<u>43,878</u>	<u>1,099,981</u>	<u>1,094,981</u>

(a) Investments in subsidiaries

The Company's subsidiaries are registered and established in China other than Tianjin Capital Environmental Protection (Hong Kong) Co., Ltd, which is registered in Hong Kong.

All subsidiaries are limited liability companies.

(a) 子公司投資

除天津創業環保(香港)有限公司在香港註冊外，其他子公司均在中國境內註冊設立。

本公司所有子公司均為有限責任公司。

		Investment cost at the beginning 初始 投資成本	31 December 2008 2008年 12月31日	Carrying Value 賬面價值		Interest Held(%) 持股比例%
				Additions during this period 本期增加	30 June 2009 2009年 6月30日	
Xi'an Capital Water Co., Ltd.	西安創業水務有限公司	270,000	270,000	—	270,000	100
Hangzhou Tianchuang Water Co., Ltd	杭州天創水務有限公司	180,212	180,212	—	180,212	70
Qijing Capital Water Co., Ltd.	曲靖創業水務有限公司	108,081	108,081	5,000	113,081	90
Tianjin Water Recycling Co., Ltd.	天津中水有限責任公司	98,000	98,000	—	98,000	98
Guizhou Capital Water Co., Ltd.	貴州創業水務有限公司	95,000	95,000	—	95,000	95
Tianjin Capital Environmental Protection (HK) Co., Ltd.	天津創業環保(香港) 有限公司	62,988	62,988	—	62,988	100
Wendeng Capital Water Co., Ltd.	文登創業水務有限公司	48,000	48,000	—	48,000	100
Wuhan Tianchuang Environmental Protection Co.,Ltd	武漢天創環保有限公司	47,230	47,230	—	47,230	100
Fuyang Capital Water Co., Ltd.	阜陽創業水務有限公司	44,100	44,100	—	44,100	99.90
Anguo Capital Water Co., Ltd.	安國創業水務有限公司	41,000	41,000	—	41,000	100
Chibi Capital Water Co., Ltd.	赤壁創業水務有限公司	33,250	33,250	—	33,250	99.75
Baoying Capital Water Co., Ltd.	寶應創業水務有限責任公司	26,600	26,600	—	26,600	70
Tianjin Capital New Materials Co., Ltd.	天津創業建材有限公司	26,500	26,500	—	26,500	71
Honghu Capital Water Co., Ltd.	洪湖市創業水務有限公司	18,020	18,020	—	18,020	90
Tianjin Jinghai Capital Water Co., Ltd.	天津靜海創業水務有限公司	12,000	12,000	—	12,000	100
Tianjin Kaiying Environmental Engineering Technology Consultant Co., Ltd.	天津凱英環境工程技術諮詢 有限公司	2,000	2,000	—	2,000	100
			<u>1,112,981</u>	<u>5,000</u>	<u>1,117,981</u>	

The Group is not exposed to significant restriction on recovery or remittance of return on long-term investments

本集團不存在長期投資變現及收益滙回的重大限制。

(b) Investment in an associate:

(b) 聯營企業投資

		Percentage of shareholdings and Registered voting rights		30 June 2009		For the six months ended 30 June 2009	
		Capital	holding and voting rights	Total assets	Total liabilities	Revenue	Net loss
		Registered Capital	holding and voting rights	assets	liabilities	Revenue	Net loss
		註冊資本	表決權比例	資產總額	負債總額	營業收入	淨損失
Tianjin International Machinery Co., Ltd	天津國際機械有限公司	120,000	27.5%	543,075	388,829	572,206	(3,371)

Tianjin International Machinery Co., Ltd. (TIMC) is a sino-foreign joint venture registered in the Tianjin Economics Development Area. The principal activities of TIMC include research and development, production and sale of environment protection equipment; engineering technical consultation; trading; manufacturing and sale of general equipment.

天津國際機械有限公司為一家註冊於天津市經濟技術開發區的中外合資企業，其業務範圍為環保機械設備的研發製造和銷售、環保機電設備成套項目及工程技術諮詢、進出口貿易、通用設備的生產銷售等。

The movements of the Group's investment in TIMC are as follows:

本集團對天津國際機械有限公司的投資變動如下：

		Investment cost at the beginning	31 December 2008	Adjusted net loss	30 June 2009
		Initial investment cost	2008年12月31日	按權益法調整的淨損失	2009年6月30日
Tianjin International Machinery Co., Ltd	天津國際機械有限公司	33,000	39,878	(927)	38,951

(c) As at 30 June 2009, impairment provision for long-term investment of approximately Rmb22 million (31 December 2008: Rmb22 million) represents the estimated impairment of the investment in Tianjin Capital New Materials Co., Ltd.

(c) 截止2009年6月30日，本公司對持有的天津創業建材有限公司投資計提減值準備約為人民幣22百萬元（2008年12月31日：22百萬元）。

(8) INVESTMENT PROPERTIES**(8) 投資性房地產**

Buildings 建築物		Group 合併	Company 本公司
Cost	原值		
At 31 December 2008	2008年12月31日	129,005	102,279
At 30 June 2009	2009年6月30日	129,005	102,279
Accumulated depreciation	累計折舊		
At 31 December 2008	2008年12月31日	(10,313)	(9,403)
Charge for the period	本期計提	(1,471)	(1,215)
At 30 June 2009	2009年6月30日	(11,784)	(10,618)
Net book value	淨值		
At 30 June 2009	2009年6月30日	117,221	91,661
At 31 December 2008	2008年12月31日	118,692	92,876

(9) FIXED ASSETS AND CONSTRUCTION IN PROGRESS**(9) 固定資產及在建工程**

(a) Group

(a) 合併

		Buildings and structure 房屋及建築物 (note (i)) (註釋(ii))	Machinery and equipment 機器設備	Motor vehicles and others 運輸車輛及其他	Total 合計
Cost	原值				
At 31 December 2008	於2008年12月31日	2,433,113	251,364	111,871	2,796,348
Transfer from construction in progress	在建工程轉入	—	—	1,330	1,330
Additions during this period	本期其他增加	261	2,449	2,122	4,832
Disposals during this period	本期減少	—	—	(4,045)	(4,045)
At 30 June 2009	2009年6月30日	2,433,374	253,813	111,278	2,798,465
Accumulated depreciation	累計折舊				
At 31 December 2008	於2008年12月31日	(554,334)	(183,956)	(62,643)	(800,933)
Charge for the period	本期計提	(41,923)	(5,542)	(3,949)	(51,414)
Disposals	本期減少	—	—	2,893	2,893
At 30 June 2009	2009年6月30日	(596,257)	(189,498)	(63,699)	(849,454)
Impairment	減值準備				
At 31 December 2008/ At 30 June 2009	2008年12月31日/ 2009年6月30日	(5,000)	(4,068)	(932)	(10,000)
Net book value	淨值				
At 30 June 2009	2009年6月30日	1,832,117	60,247	46,647	1,939,011
At 31 December 2008	2008年12月31日	1,873,779	63,340	48,296	1,985,415

(b) Company

(b) 公司

		Buildings and structure 房屋及 建築物 (note (i)) (註釋(ii))	Machinery and equipment 機器設備	Motor vehicles and others 運輸車輛 及其他	Total 合計
Cost	原價				
At 31 December 2008	於2008年12月31日	2,314,587	204,660	82,215	2,601,462
Transfers from construction in progress	在建工程轉入	—	—	332	332
Additions during this period	本期其他增加	261	—	1,977	2,238
At 30 June 2009	2009年6月30日	2,314,848	204,660	84,524	2,604,032
Accumulated depreciation	累計折舊				
At 31 December 2008	2008年12月31日	(540,236)	(166,506)	(56,976)	(763,718)
Charge for the period	本期計提	(41,063)	(3,423)	(2,674)	(47,160)
At 30 June 2009	2009年6月30日	(581,299)	(169,929)	(59,650)	(810,878)
Net book value	淨值				
At 30 June 2009	2009年6月30日	1,733,549	34,731	24,874	1,793,154
At 31 December 2008	2008年12月31日	1,774,351	38,154	25,239	1,837,744

(i) All of the Group's buildings, structures and plants are located in the PRC.

(ii) Of the Group's net book value of fixed assets as at 30 June 2009, about Rmb262 million (As at 31 December 2008: Rmb231 million) relates to the Company's subsidiary, Tianjin Water Recycling Co. Ltd. As at 30 June 2009, the accumulated loss is approximately Rmb10 million (31 December 2008: Rmb11 million). However, given the promising prospects of water recycling industry as encouraged by the PRC government, the Directors believe there is no indication at the current stage that these assets may be permanently impaired.

(iii) Ownership of certain land and buildings included in property, plant and equipment, investment properties and land use rights with cost of Rmb311 million (31 December 2008: Rmb311 million) has yet to be or is in the process of being transferred to the Group. As these assets are supported by legal sale and purchase agreements, the Directors believe that the titles will be received in due course without additional significant cost to the Group, if any.

(iv) Buildings and structures include pipeline networks with carrying value of approximately Rmb675 million as at 30 June 2009.

(i) 本集團的所有房屋及建築物和廠房均位於中國境內。

(ii) 於2009年6月30日，本公司子公司天津中水有限責任公司固定資產賬面淨值約為人民幣2.62億元(2008年12月31日：人民幣2.31億元)。儘管截至2009年6月30日止，累計虧損約為人民幣10百萬元(2008年12月31日：11百萬元)。鑒於中水業務為中國政府鼓勵產業，本公司董事認為現階段此類資產無減值跡象。

(iii) 固定資產和土地使用權中包括成本為人民幣311百萬元(2008年12月31日：人民幣311百萬元)的外購資產，其產權轉讓手續尚未辦理或正在辦理中。鑒於上述外購資產均依照相關合法協議進行，本公司董事確信其產權轉移不存在任何法律障礙，也不會產生重大的追加成本。

(iv) 房屋及建築物包括管網於2009年6月30日的賬面價值約為人民幣675百萬元。

(v) As at 30 June 2009, fixed assets include the Company's sewage treatment infrastructure located in Tianjin with net book value of RMB1,728 million (31 December 2008: RMB1,772 million). The terms of the related service concession arrangements are currently under negotiation, the results of which will determine the eventual classification of these assets.

(v) 截止於2009年6月30日，固定資產中包括本公司位於天津的污水處理設施賬面淨值為人民幣1,728百萬元（2008年12月31日：1,772百萬元）。相關服務特許經營權協議的條款正在協商之中，其協商結果將決定這些資產的最終分類。

(c) Construction in progress comprised of the following projects:

(c) 在建工程包括項目如下：

		31 December 2008		Additions during this period	Transfers to fixed assets during this period	30 June 2009	Sources of funds	Incurring costs to budget costs ratio (%)
	Budget cost	2008年12月31日	本期增加	本期轉入固定資產	2009年6月30日	資金來源	工程投入佔預算的比例(%)	
Water recycling plants: 中水廠								
- Dong Jiao 一東郊	129,072	70,037	3,343	—	73,380	Self-raised fund 自籌	57	
- Bei Chen 一北辰	97,000	34,193	5,530	—	39,723	Self-raised fund 自籌	41	
Sewage processing plants: 污水處理廠								
- XianYang Lu 一咸陽路		4,970	537	—	5,507	Self-raised fund 自籌		
- Dong Jiao 一東郊		412	—	—	412	Self-raised fund 自籌		
Others 其他		2,155	1,763	(332)	3,586	Self-raised fund 自籌		
Total - Company 合計—公司		111,767	11,173	(332)	122,608			
Water recycling plants: 中水廠								
- Xian Yang Lu 一咸陽路	141,000	93,773	2,450	—	96,223	Self-raised fund 自籌	68	
- Ji Zhuang Zi 一紀莊子		—	15,946	—	15,946	Self-raised fund 自籌		
Others 其他		1,582	18,283	(998)	18,867	Self-raised fund 自籌		
Total - Group 合計—集團		207,122	47,852	(1,330)	253,644			
Including: Capitalised borrowing costs 其中：借款費用資本化金額		2,445	713	—	3,158			

Borrowing costs have been capitalized for the six months ended 30 June 2009 at an average interest rate of 6.5% per annum.

2009年1-6月用於確定借款費用資本化金額的資本化率為年利率6.5%。

(10) INTANGIBLE ASSETS**(10) 無形資產**

		Group		Company	
		合併		本公司	
		Unaudited	Audited	Unaudited	Audited
		30 June	31 December	30 June	31 December
		2009	2008	2009	2008
		未經審計	已經審計	未經審計	已經審計
		於2009年	於2008年	於2009年	於2008年
		6月30日	12月31日	6月30日	12月31日
Concession rights (note (a))	特許經營權 (註釋 (a))	1,938,626	1,884,264	—	—
Land use rights (note (b))	土地使用權 (註釋 (b))	372,472	393,135	368,898	389,561
		<u>2,311,098</u>	<u>2,277,399</u>	<u>368,898</u>	<u>389,561</u>

(a) The movements of concession rights are as follows:

(a) 特許經營權變動如下：

		Group
		合併
Cost	成本	
At 31 December 2008	2008年12月31日	2,022,574
Additions during this period	本期增加	90,791
		<u>2,113,365</u>
At 30 June 2009	2009年6月30日	
Accumulated amortisation	累計攤銷	
At 31 December 2008	2008年12月31日	(138,310)
Charged for the period	本期攤銷	(36,429)
		<u>(174,739)</u>
At 30 June 2009	2009年6月30日	
Net book value	淨值	
At 30 June 2009	2009年6月30日	<u>1,938,626</u>
At 31 December 2008	2008年12月31日	<u>1,884,264</u>

Certain of the concession rights with net book value of Rmb267 million (31 December 2008: 272 million) have been secured against loan facilities (Note 7(13)(a)(v)).

特許經營權中有淨值為人民幣267百萬元 (2008年12月31日：272百萬元) 的部分已被作為借款抵押物 (附註七(13)(a)(v))。

(b) Land use rights

(b) 土地使用權

		Group 合併	Company 本公司
Cost	原值		
At 31 December 2008	2008年12月31日	495,927	485,454
Additions/(decrease) during this period	本期增加(減少)	(14,988)	(14,988)
At 30 June 2009	2009年6月30日	<u>480,939</u>	<u>470,466</u>
Accumulated amortisation	累計攤銷		
At 31 December 2008	2008年12月31日	(102,792)	(95,893)
Charged for the period	本期攤銷	(5,675)	(5,675)
At 30 June 2009	2009年6月30日	<u>(108,467)</u>	<u>(101,568)</u>
Net book value	淨值		
At 30 June 2009	2009年6月30日	<u>372,472</u>	<u>368,898</u>
At 31 December 2008	2008年12月31日	<u>393,135</u>	<u>389,561</u>

(11) OTHER NON-CURRENT ASSETS

(11) 其他非流動資產

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Total restricted bank deposits	受限銀行存款	58,100	65,700	57,200	56,700
Less: Due within one year included in cash and bank balance (Note 7(1)(c))	減：於貨幣資金列示的一年內到期部分(附註七(1)(c))	(10,900)	(22,000)	(10,000)	(13,000)
Deposits due over one year (Note 7(1)(a))	一年以上到期部分(附註七(1)(a))	47,200	43,700	47,200	43,700
Others	其他	2,641	3,552	—	—
		<u>49,841</u>	<u>47,252</u>	<u>47,200</u>	<u>43,700</u>

(12) TRADE PAYABLES, ADVANCES, TAXES PAYABLE AND OTHER PAYABLES (12) 應付賬款、預收帳款、應交稅費及其他應付款

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Trade payables (note (a))	應付賬款 (註釋 (a))	57,986	17,841	6,035	7,277
Advances (note (b))	預收賬款 (註釋 (b))	245,560	228,716	67,086	61,130
Other payables (note (c))	其他應付款 (註釋 (c))	129,433	99,848	158,499	132,928
		<u>432,979</u>	<u>346,405</u>	<u>231,620</u>	<u>201,335</u>

(a) As at 30 June 2009, the majority of trade payables are aged within one year.

(a) 於2009年6月30日應付賬款賬齡主要在一
年以內。

(b) Advances comprise:

(b) 預收賬款明細如下：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
For pipeline connection Received from project of Han Gu	預收中水管道接駁費 預收漢沽項目款	178,151	167,586	—	—
Received from TSC	預收排水公司款項	39,701	32,220	39,701	32,220
Other advances	其他	27,385	27,385	27,385	27,385
		323	1,525	—	1,525
		<u>245,560</u>	<u>228,716</u>	<u>67,086</u>	<u>61,130</u>

(c) Other payables comprise:

(c) 其他應付款明細如下：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Construction costs payable	應付建設成本	96,021	53,708	93,440	34,823
Payable for purchase of fixed assets and concession rights of plants	應付購買固定資產和水廠特許經營權款項	20,373	26,610	—	—
Others	其他	13,039	19,530	65,059	98,105
		<u>129,433</u>	<u>99,848</u>	<u>158,499</u>	<u>132,928</u>

There were no trade payables, advances and other payables from any of the shareholders of the Company who hold 5% or more of voting shares.

應付帳款、預收帳款和其他應付款年末餘額中無持有本公司5% (含5%) 以上表決權股份的股東的款項。

(d) The balance of taxes payable mainly comprise income tax payable.

(d) 應交稅費餘額主要為應交企業所得稅。

(13) Long-term borrowings, short-term borrowings and other liabilities

(13) 長期借款、短期借款及其他負債

		Note 註釋	Group 合併		Company 本公司	
			Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Non-current:	長期：					
Long-term bank borrowings	長期銀行借款	(a)	3,016,090	2,812,950	1,676,000	1,693,000
Less: Current portion	減：一年內到期部分	(a)	(192,050)	(494,790)	(134,000)	(434,000)
			<u>2,824,040</u>	<u>2,318,160</u>	<u>1,542,000</u>	<u>1,259,000</u>
Other non-current liabilities	其他非流動負債	(c)	130,909	130,909	130,909	130,909
			<u>2,954,949</u>	<u>2,449,069</u>	<u>1,672,909</u>	<u>1,389,909</u>
Current:	短期：					
Current portion of long-term bank borrowings	一年內到期的長期借款	(a)	192,050	494,790	134,000	434,000
Short-term bank borrowings	短期銀行借款	(b)	477,000	821,890	477,000	776,890
Other current liabilities	其他流動負債	(c)	199,349	167,491	84,464	64,364
			<u>868,399</u>	<u>1,484,171</u>	<u>695,464</u>	<u>1,275,254</u>

(a) Long-term bank borrowings:

(a) 長期銀行借款

	Note	Group 合併		Company 本公司	
		Unaudited 30 June 2009	Audited 31 December 2008	Unaudited 30 June 2009	Audited 31 December 2008
	註釋	未經審計 於2009年 6月30日	已經審計 於2008年 12月31日	未經審計 於2009年 6月30日	已經審計 於2008年 12月31日
Borrowings from:	借款來自：				
State Development Bank	國家開發銀行 (i)	270,000	337,000	270,000	337,000
Industrial Commerce Bank of China	中國工商銀行 (ii)	662,800	683,000	158,000	158,000
Shanghai Pudong Development Bank	上海浦東發展銀行 (iii)	20,000	320,000	—	300,000
Agricultural Bank of China	中國農業銀行 (iv)	618,000	668,000	498,000	548,000
China Construction Bank	中國建設銀行 (v)	1,250,290	704,950	600,000	300,000
China Everbright Bank	中國光大銀行 (vi)	50,000	50,000	50,000	50,000
Bank of China	中國銀行 (vii)	45,000	50,000	—	—
China Zheshang Bank	浙商銀行 (viii)	100,000	—	100,000	—
		<u>3,016,090</u>	<u>2,812,950</u>	<u>1,676,000</u>	<u>1,693,000</u>

(i) Secured by TMEB's guarantee together with its toll road and sewage fee collection rights.

(i) 該借款由天津市政局提供擔保並以其道路通行費和污水處理費收費權作為抵押。

(ii) Includes Rmb504.8 million (31 December 2008: Rmb525 million) secured by the Company's guarantee and the remaining Rmb158 million (31 December 2008: Rmb158 million) is unsecured.

(ii) 其中人民幣504,800,000元(2008年12月31日：人民幣525,000,000元)由本公司提供擔保。另外人民幣158,000,000元為信用借款(2008年12月31日：人民幣158,000,000元)。

(iii) Includes Rmb20 million (31 December 2008: Rmb20 million) secured by the Company's holding company's guarantee.

(iii) 人民幣20,000,000元(2008年12月31日：人民幣20,000,000元)由本公司控股股東提供擔保。

(iv) Includes Rmb498 million and Rmb55 million (31 December 2008: 548 million and Rmb55 million) secured by the guarantee of Tianjin Municipal Infrastructure Construction Investment Group Co., Ltd. and the Company, respectively. The remaining balance of about Rmb65 million (31 December 2008: Rmb65 million) is secured by the Company's guarantee during the construction period of a subsidiary together with certain of the subsidiary's concession right.

(iv) 其中人民幣498,000,000元(2008年12月31日：人民幣548,000,000元)和人民幣55,000,000元(2008年12月31日：人民幣55,000,000元)分別由城投集團和本公司提供擔保，另外人民幣65,000,000元(2008年12月31日：人民幣65,000,000元)在一家子公司的建設期間由本公司提供擔保，項目經營期內除本公司擔保外以該子公司項目所形成的特許經營權追加抵押擔保。

- (v) Includes Rmb175 million (31 December 2008: Rmb180 million) secured by the right to receive tap water and sewage processing fees (Note 7(10)(b)). Includes Rmb400 million (31 December 2008: Rmb150 million) and Rmb25 million (31 December 2008: Rmb31.25 million) secured by the guarantee of Tianjin Municipal Infrastructure Construction Investment Group Co., Ltd and the Company, respectively. The remaining balance of about Rmb650.29 million (31 December 2008: Rmb343.7 million) is unsecured.
- (vi) Secured by the TSC's right to receive sewage processing fees.
- (vii) Secured by the Company's guarantee.
- (viii) Unsecured bank borrowing.
- (ix) Summary of terms of long-term bank borrowings:

- (v) 其中人民幣175,000,000元(2008年12月31日:人民幣180,000,000元)的借款,以自來水收入權和污水處理收入權作為抵押(附註七(10)(b));另外人民幣400,000,000元(2008年12月31日:150,000,000)和人民幣25,000,000元(2008年12月31日:人民幣31,250,000元)由城投集團和本公司分別提供擔保;餘下人民幣650,290,000元(2008年12月31日:343,700,000)為信用借款。
- (vi) 該借款由排水公司以其所擁有的污水處理費收費權提供質押擔保。
- (vii) 該借款由本公司提供擔保。
- (viii) 該借款為信用借款。
- (ix) 長期銀行借款條件滙總如下:

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Secured	擔保借款				
- Pledge	- 抵押	495,000	180,000	320,000	—
- Guarantee	- 保證	1,612,800	1,831,250	498,000	935,000
Unsecured	信用借款	908,290	801,700	858,000	758,000
		<u>3,016,090</u>	<u>2,812,950</u>	<u>1,676,000</u>	<u>1,693,000</u>

- (x) These long-term bank borrowings are all interest bearing with weighted average effective interest rate of about 6.7% per annum for the six months ended 30 June 2009.

- (x) 2009年1-6月長期借款的加權平均年利率為6.7%。

(xi) These borrowings mature as follows:

(xi) 長期借款的具體還款期如下：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009	Audited 31 December 2008	Unaudited 30 June 2009	Audited 31 December 2008
		未經審計 於2009年 6月30日	已經審計 於2008年 12月31日	未經審計 於2009年 6月30日	已經審計 於2008年 12月31日
Within one year	一年以內支付	192,050	494,790	134,000	434,000
In the second year	第二年在內支付	596,570	627,030	493,000	541,000
In the third to fifth year	第三年至 第五年在內支付	1,555,410	1,115,070	1,049,000	718,000
After the fifth year	五年以後支付	672,060	576,060	—	—
		<u>3,016,090</u>	<u>2,812,950</u>	<u>1,676,000</u>	<u>1,693,000</u>

(b) Short-term bank borrowings

(b) 短期銀行借款

		Group 合併		Company 本公司	
		Unaudited 30 June 2009	Audited 31 December 2008	Unaudited 30 June 2009	Audited 31 December 2008
		未經審計 於2009年 6月30日	已經審計 於2008年 12月31日	未經審計 於2009年 6月30日	已經審計 於2008年 12月31日
China Minsheng Bank	中國民生銀行	87,000	187,000	87,000	187,000
Huaxia Bank	華夏銀行	90,000	90,000	90,000	90,000
Jinggang Entrust Company	金港信託	—	299,890	—	299,890
China CITIC Bank	中信銀行	200,000	200,000	200,000	200,000
China Zheshang Bank	浙商銀行	—	45,000	—	—
Industrial Bank	興業銀行	100,000	—	100,000	—
		<u>477,000</u>	<u>821,890</u>	<u>477,000</u>	<u>776,890</u>

(i) Above loans are all unsecured loans, and the weighted average interest rate of short-term borrowings for the period ended 30 June 2009 is 5.95% per annum.

(i) 上述借款均為信用借款。2009年1-6月短期借款的加權平均年利率為5.19%。

(ii) Summary of terms of short-term bank borrowings:

(ii) 短期銀行借款條件滙總如下：

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Secured	擔保借款				
- Guarantee	- 保證	—	45,000	—	—
Unsecured	信用借款	477,000	776,890	477,000	776,890
		<u>477,000</u>	<u>821,890</u>	<u>477,000</u>	<u>776,890</u>

(c) Other liabilities

(c) 其他負債

		Group 合併		Company 本公司	
		Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日	Unaudited 30 June 2009 未經審計 於2009年 6月30日	Audited 31 December 2008 已經審計 於2008年 12月31日
Non-current:	長期：				
Due to:	欠				
- TMEB (note(i))	- 天津市政局 (註釋 (i))	130,909	130,909	130,909	130,909
Current:	短期：				
Due to:	欠				
- TMEB	- 天津市政局				
Including:	其中				
Current portion of long-term loans (note (i))	長期借款的一年內 到期部分 (註釋 (i))	16,364	16,364	16,364	16,364
Others (note (ii))	其他 (註釋 (ii))	101,885	92,514	—	—
- Tianjin governmental bodies (note (iii))	- 天津市政府 (註釋 (iii))	81,100	58,613	68,100	48,000
		<u>199,349</u>	<u>167,491</u>	<u>84,464</u>	<u>64,364</u>

(i) A Rmb180 million loan was taken from TMEB during 2005 specifically for construction of sewage processing plants. The loan is repayable in equal installments over eleven years from 2007. The current portion of the long-term loan is Rmb16 million at 30 June 2009 (31 December 2008: Rmb16 million). The loan bears interest at 5% per annum for the first six years. From the seventh year to maturity, the interest will be based on the one-year deposit plus 0.3% premium.

(i) 由天津市政局轉貸之應付借款人民幣1.8億元為2005年污水處理廠建設專項轉貸資金。有關借款從2007年起分11年平均償還。因此此項借款於一年內到期的短期部份約為人民幣16百萬元(2008年12月31日：16百萬元)。借款年利率前6年為5%，從第7年起至到期，年利率為1年期存款利率加0.3個百分點。

- (ii) Amount due to TMEB of Rmb102 million (31 December 2008: Rmb93 million) is specifically for the same purpose and under same terms as the loan described in note (iii) below.
- (iii) The Rmb81 million (31 December 2008: Rmb59 million) was borrowed from other Tianjin governmental bodies. Rmb13 million is used for the construction of the water recycling plant of Ji Zhuang Zi. Rmb68 million was borrowed from Tianjin Finance Bureau for the construction of the water recycling plant of Dong Jiao, Bei Chen and Xian Yang Lu. The loan is interest free and the method and date of repayment which is supposed to be determined after the completion of the said plant has yet to be finalised.

The repayment scheme for the Rmb102 million and Rmb81 million loans mentioned in (ii) and (iii) above is still being negotiated. As the terms are uncertain, these loans have been classified as current liabilities.

- (ii) 欠付天津市政局的款項人民幣約102百萬元(2008年12月31日: 93百萬元), 其借款目的和借款使用方法如下註釋 (iii)所示。
- (iii) 人民幣81百萬元(2008年12月31日: 59百萬元)為應付天津市市政府其他部門, 人民幣13百萬元用於紀莊子污水回用工程建設, 人民幣68百萬元為本公司從天津市財政局獲得的專項資金, 用於東郊再生水廠、北辰再生水廠及咸陽路污水廠升級改造的工程建設。以上借款不計息且還款日期和方法於上述工程完成後商定。

在以上註釋 (ii)和 (iii)中列示的人民幣102百萬元和人民幣81百萬元的借款還款計劃尚在商討中。由於尚未確定還款期限, 這些借款已經被重分類至流動負債。

(14) DEFERRED INCOME TAX LIABILITIES

(14) 遞延所得稅負債

		Unaudited 未經審計		Audited 已經審計	
		30 June 2009 2009年6月30日		31 December 2008 2008年12月31日	
		Deferred income tax liabilities	Taxable temporary differences	Deferred income tax liabilities	Taxable temporary differences
		遞延 所得稅負債	應納稅 暫時性差異	遞延 所得稅負債	應納稅 暫時性差異
Depreciation of fixed assets	固定資產折舊	24,492	97,968	23,640	94,560

(15) SHARE CAPITAL

Movement of the Company's authorised, issued and fully paid up capital is tabled below. All of the Company's shares are ordinary shares with par value of one Renminbi.

		A shares A股		H shares H股		
		Restricted circulating shares 限制性 流通股份	Circulating shares 流通股份	Subtotal 小計	Circulating shares 流通股份	Total 合計
At 31 December 2008	2008年12月31日	664,087	423,141	1,087,228	340,000	1,427,228
Release of restricted circulating shares	解除受限流通股份	(664,087)	664,087	—	—	—
At 30 June 2009	2009年6月30日	—	1,087,228	1,087,228	340,000	1,427,228

"A" shares represent shares listed on the Shanghai Stock Exchange and "H" shares represent shares listed on the Main Board of The Stock Exchange of Hong Kong. All the "A" and "H" shares rank pari passu in all respects.

The restricted circulating "A" shares relate to shares held by TMICL, whereby TMICL can only sell a maximum of 10% of its total shares within 3 years after the stock reform in March 2006.

Certain 664 million restricted circulating "A" shares held by TMICL became non-restricted since from 20 April 2009. As at 30 June 2009, all of the Company's shares are circulating shares.

(16) CAPITAL SURPLUS, STATUTORY COMMON RESERVE AND DIVIDEND

(a) **Capital surplus:** Capital surplus principally comprises share premium arising from the issuance of shares. This surplus can be utilised to offset prior years' losses or for issuance of bonus shares.

(b) **Statutory common reserve:** According to the PRC Companies Law and the Company's Articles of Association, it is required to transfer 10% of its net profit for the year to the statutory common reserve, which can be ceased till the reserve reaches 50% of the registered capital. This reserve shall only be used to make up losses; or to increase the capital of the Company upon approval from the shareholders.

(15) 股本

本公司的法定、已發行及繳足股本的變動表如下。所有本公司的股份均為每股面值人民幣1元的普通股。

A股指在上海證券交易所上市的股份，H股指在香港聯合交易所上市的股份。所有A股和H股在各方面均享有同等權益。

關於天津市政投資有限公司所持有的受限流通的A股，天津市政投資有限公司在2006年3月的股權分置完成後的三年內最多可出售其股份總數的10%的股份。

2009年4月20日，天津市政投資有限公司持有本公司的部分有限售條件流通股(664,086,598股)上市流通。截至2009年6月30日，本公司所有股份均為無限售條件流通股。

(16) 資本公積及盈餘公積及股利

(a) **資本公積：**餘額主要為發行股份的股本溢價，可用於彌補以前年度虧損或增加股本。

(b) **盈餘公積：**根據《中華人民共和國公司法》和本公司章程，本公司按年度淨利潤的10%提取法定盈餘公積金，當法定盈餘公積金累計額達到股本的50%以上時，可不再提取。法定盈餘公積金經批准後可用於彌補虧損，或者增加股本。

(c) Dividend

Dividend declared: A dividend in respect of year ended 31 December 2008 of Rmb0.4 (gross tax) for every 10 shares held on the basis of the total share of 14.27 billion as at 5 August 2009, amounting to a total dividend of Rmb57 million, was declared at the Annual General Meeting on On 17 June 2009 (2008: a dividend of Rmb0.4 (gross tax) for every 10 shares, amounting to a total dividend of Rmb57 million.)

(c) 股利

宣告發放股利：本公司於2009年6月17日召開的股東大會通過決議，截至2008年12月31日止年度之股利以截至2009年8月5日止之總股本14.27億股為基數，每10股派發現金股利人民幣0.4元(含稅)予股東，共計人民幣0.57億元(2008年：每10股派發現金股利人民幣0.4元(含稅)予股東，共計人民幣0.57億元)

(17) MINORITY INTERESTS

Minority interests attributable to respective subsidiaries' minority shareholders are set out as below:

(17) 少數股東權益

歸屬於各子公司少數股東的少數股東權益

		Group 合併	
		Unaudited 30 June 2009	Audited 31 December 2008
		未經審計 於2009年 6月30日	已經審計 於2008年 12月31日
Hangzhou Tianchuang Capital Water Co., Ltd.	杭州天創水務有限公司	85,035	83,088
Baoying Capital Water Co., Ltd.	寶應創業水務有限責任公司	12,593	12,569
Qijing Capital Water Co., Ltd.	曲靖創業水務有限公司	11,076	11,536
Guizhou Capital Water Co., Ltd.	貴州創業水務有限公司	6,562	6,299
Honghu Capital Water Co., Ltd.	洪湖市創業水務有限公司	1,961	1,944
Tianjin Capital New Materials Co., Ltd.	天津創業建材有限公司	1,838	1,838
Tianjin Water Recycling Co., Ltd.	天津中水有限責任公司	1,164	1,149
Chibi Capital Water Co., Ltd.	赤壁創業水務有限公司	75	64
Fuyang Capital Water Co., Ltd.	阜陽創業水務有限公司	11	9
		<u>120,315</u>	<u>118,496</u>

(18) INCOME FROM AND COST FOR OPERATIONS**(18) 營業收入和營業成本**

		Group 合併			
		Unaudited six months ended 30 June 2009 未經審計 截至2009年6月30日止6個月		Unaudited six months ended 30 June 2008 未經審計 截至2008年6月30日止6個月	
		Income from operations 營業收入	Cost of operations 營業成本	Income from operations 營業收入	Cost of operations 營業成本
Income from principal operations	主營業務	580,084	267,459	505,195	220,785
Other operating income	其他業務	7,576	2,578	8,591	2,030
		<u>587,660</u>	<u>270,037</u>	<u>513,786</u>	<u>222,815</u>

		Company 本公司			
		Unaudited six months ended 30 June 2009 未經審計 截至2009年6月30日止6個月		Unaudited six months ended 30 June 2008 未經審計 截至2008年6月30日止6個月	
		Income from operations 營業收入	Cost of operations 營業成本	Income from operations 營業收入	Cost of operations 營業成本
Income from principal operations	主營業務	383,170	135,554	345,209	121,867
Other operating income	其他業務	6,740	1,987	7,496	2,854
		<u>389,910</u>	<u>137,541</u>	<u>352,705</u>	<u>124,721</u>

(a) The Company's principal operations are substantially from processing of sewage.

(a) 本公司的主要業務為污水處理業務。

(b) No geographical segment analysis is presented since all of the Group's operations are in the PRC.

(b) 由於本集團所有的業務均在中國發生，故未編製分地區業績報告。

(19) BUSINESS TAX AND SURCHARGES**(19) 營業稅金及附加**

		Group 合併		Company 本公司	
		Unaudited 未經審計 six months ended 30 June 2009 截至 2009年 6月30日 止6個月	Unaudited 未經審計 six months ended 30 June 2008 截至 2008年 6月30日 止6個月	Unaudited 未經審計 six months ended 30 June 2009 截至 2009年 6月30日 止6個月	Unaudited 未經審計 six months ended 30 June 2008 截至 2008年 6月30日 止6個月
Business tax	營業稅	20,937	18,177	19,924	17,949
City construction and maintenance fee	城市維護建設費	153	1,376	—	1,256
Education fee surcharge	教育費附加	78	606	—	539
		<u>21,168</u>	<u>20,159</u>	<u>19,924</u>	<u>19,744</u>

(20) FINANCIAL EXPENSES – NET**(20) 財務費用 – 淨額**

		Group		Company	
		合併		本公司	
		Unaudited	Unaudited	Unaudited	Unaudited
		未經審計	未經審計	未經審計	未經審計
		six months	six months	six months	six months
		ended	ended	ended	ended
		30 June	30 June	30 June	30 June
		2009	2008	2009	2008
		截至	截至	截至	截至
		2009年	2008年	2009年	2008年
		6月30日	6月30日	6月30日	6月30日
		止6個月	止6個月	止6個月	止6個月
Interest expenses of bank borrowings	借款利息支出	124,036	99,792	78,873	67,901
Less: Capitalised interest	減：資本化利息	(1,303)	(2,976)	—	—
Net interest expenses	利息支出淨額	122,733	96,816	78,873	67,901
Less: Interest income from:	減：利息收入	(12,679)	(8,388)	(7,916)	(6,020)
– long-term receivables	– 長期應收款利息收入	(5,636)	(5,559)	(5,636)	(5,559)
– bank deposits	– 銀行存款利息收入	(7,043)	(2,829)	(2,280)	(461)
Others	其他	2,068	2,551	40	2,529
		112,122	90,979	70,997	64,410

(21) INCOME TAX**(21) 所得稅費用**

		Group		Company	
		合併		本公司	
		Unaudited	Unaudited	Unaudited	Unaudited
		未經審計	未經審計	未經審計	未經審計
		six months	six months	six months	six months
		ended	ended	ended	ended
		30 June	30 June	30 June	30 June
		2009	2008	2009	2008
		截至	截至	截至	截至
		2009年	2008年	2009年	2008年
		6月30日	6月30日	6月30日	6月30日
		止6個月	止6個月	止6個月	止6個月
Current income tax	當期所得稅	38,123	31,892	35,431	28,343
Deferred income tax	遞延所得稅	852	1,918	(1,400)	(56)
		38,975	33,810	34,031	28,287

(22) EARNINGS PER SHARE

Basic earnings per share is calculated based on the profit attributable to shareholders of the Company of Rmb108 million (2008: Rmb100 million) and weighted average number of ordinary shares of 1,427 million shares in issue during the period (2008: 1,427 million shares).

Diluted earnings per share is calculated using the same bases as described above for calculating basic earnings per share as the transactions of the Company's convertible bonds is not applicable for current period.

(22) 每股收益

基本每股收益以歸屬於本公司普通股股東的合併淨利潤108百萬元(2008年同期：人民幣100百萬元)除以本公司發行在外普通股的加權平均數14.27億股(2008年：14.27億股)計算。

由於本公司已不存在可轉換債券相關事宜，故稀釋每股收益的計算與基本每股收益相同。

		Group 合併	
		Unaudited 未經審計 six months ended 30 June 2009 截至 2009 年 6 月 30 日 止 6 個月	Unaudited 未經審計 six months ended 30 June 2008 截至 2008 年 6 月 30 日 止 6 個月
Profit attributable to shareholders of the Company	歸屬於本公司股東的利潤	108,013	100,308
Weighted average number of ordinary shares in issue (million shares)	發行在外普通股的加權平均數 (百萬股)	1,427	1,427
Basic/Diluted earnings per share (Rmb per share)	基本/稀釋每股收益 (人民幣元每股)	0.08	0.07

(23) NOTES TO THE CASH FLOW STATEMENTS**(23) 現金流量表附註****(a) Reconciliation of net profit to cash flows from operating activities****(a) 將淨利潤調節為經營活動現金流量**

		Group		Company	
		合併		本公司	
		Unaudited	Unaudited	Unaudited	Unaudited
		未經審計	未經審計	未經審計	未經審計
		six months	six months	six months	six months
		ended	ended	ended	ended
		30 June	30 June	30 June	30 June
		2009	2008	2009	2008
		截至	截至	截至	截至
		2009年	2008年	2009年	2008年
		6月30日	6月30日	6月30日	6月30日
		止6個月	止6個月	止6個月	止6個月
Net profit	淨利潤	109,832	101,989	102,288	84,862
Add/(deduct)	加/(減)：				
Depreciation of fixed assets	固定資產折舊	52,885	48,489	48,375	44,166
Amortisation of intangible assets	無形資產攤銷	42,104	41,798	5,675	16,210
Losses/(gain) on disposal of fixed assets	處置固定資產淨損失/(收益)	27	120	—	(4)
Finance expenses-net	財務費用淨額	122,733	91,575	78,873	62,282
Investment loss/(income)	投資損失/(收益)	1,075	(2,051)	(200)	—
Decrease/(increase) in inventories	存貨的減少/(增加)	519	(7,376)	(657)	(160)
Increase in operating receivables	經營性應收項目的增加	457,483	(184,574)	493,778	(104,632)
(Decrease)/increase in operating payables	經營性應付項目的(減少)/增加	(45,948)	128,834	(18,461)	111,479
Net cash flows from operating activities	經營活動產生的現金流量淨額	<u>740,710</u>	<u>218,804</u>	<u>709,671</u>	<u>214,203</u>
Net increase in cash	現金淨增加情況				
Cash at end of period	現金的期末餘額	1,307,564	597,019	569,478	127,475
Less: cash at beginning of period	減：現金的期初餘額	(887,047)	(324,971)	(262,440)	(80,633)
Net increase in cash	現金淨增加額	<u>420,517</u>	<u>272,048</u>	<u>307,038</u>	<u>46,842</u>

(b) Cash and bank balances include the following for the purposes of the cash flow statements:

(b) 列示於現金流量表的現金包括：

		Group 合併		Company 本公司	
		Unaudited 未經審計 30 June 2009 於 2009 年 6 月 30 日	Unaudited 未經審計 30 June 2008 於 2008 年 6 月 30 日	Unaudited 未經審計 30 June 2009 於 2009 年 6 月 30 日	Unaudited 未經審計 30 June 2008 於 2008 年 6 月 30 日
Cash and bank balances	貨幣資金	1,318,464	909,047	579,478	275,440
Less: Restricted bank deposit	減：保證金	(10,900)	(22,000)	(10,000)	(13,000)
Cash and bank balances shown in the cash flow statements	列示於現金流量表的現金	<u>1,307,564</u>	<u>887,047</u>	<u>569,478</u>	<u>262,440</u>

8. SEGMENT REPORTING

八 分部報告

(a) For the period ended and as at 30 June 2009

(a) 截至2009年6月30日止6個月期間及期末

		Sewage processing services	Road toll collection	Recycled water and pipeline connection	Tap water supply	Others	Sub-total of principal operations 主營業務	Others	Group
		污水處理	道路收費	中水管道	自來水	其他	小計	其他	合併
Income from operations (Note 7(18))	營業收入 (附註七(18))	515,917	24,249	21,072	18,609	237	580,084	7,576	587,660
Cost for operations (Note 7(18))	營業成本 (附註七(18))	(228,469)	(3,560)	(16,970)	(17,985)	(476)	(267,459)	(2,578)	(270,037)
Other expenses	其他費用	(166,964)	3,486	(3,931)	(6,591)	(400)	(174,400)	(1,962)	(176,362)
Segment profit	分部利潤	<u>120,484</u>	<u>24,175</u>	<u>171</u>	<u>(5,967)</u>	<u>(639)</u>	<u>138,225</u>	<u>3,036</u>	<u>141,261</u>
Operating profit	營業利潤	<u>120,484</u>	<u>24,175</u>	<u>171</u>	<u>(5,967)</u>	<u>(639)</u>	<u>138,225</u>	<u>4,997</u>	<u>143,222</u>
Segment assets	分部資產	<u>6,234,920</u>	<u>412,635</u>	<u>518,655</u>	<u>303,370</u>	<u>23,678</u>	<u>7,493,258</u>	<u>169,852</u>	<u>7,663,110</u>
Segment liabilities	分部負債	<u>3,783,989</u>	<u>20,584</u>	<u>414,775</u>	<u>140,585</u>	<u>2,152</u>	<u>4,362,085</u>	<u>22,084</u>	<u>4,384,169</u>
Depreciation	折舊	46,163	—	5,332	—	40	51,535	1,350	52,885
Amortisation	攤銷	38,059	—	18	4,027	—	42,104	—	42,104
Capital expenditures	資本性支出	99,901	—	58,558	5	—	158,464	—	158,464

(b) For the period ended 30 June 2008 and as at 31 December 2008

(b) 截至2008年6月30日止期間及於2008年12月31日

		Sewage processing services	Road toll collection	Recycled water and pipeline connection	Tap water supply	Others	Sub-total of principal operations 主營業務 小計	Others	Group
		污水處理	道路收費	中水管道	自來水	其他		其他	合併
For the six months ended 30 June 2008	截至2008年 6月30日止6個月								
Income from operations (Note 7(18))	營業收入 (附註七(18))	440,689	23,157	22,434	18,915	—	505,195	8,591	513,786
Cost for operations (Note 7(18))	營業成本 (附註七(18))	(335,835)	(33)	(18,080)	(18,946)	(388)	(373,282)	(9,723)	(383,005)
Segment profit	分部利潤	104,854	23,124	4,354	(31)	(388)	131,913	(1,132)	130,781
Operating profit	營業利潤	104,854	23,124	4,354	(31)	(388)	131,913	3,925	135,838
Depreciation and amortisation	折舊和 攤銷	79,615	—	4,123	4,446	612	88,796	1,491	90,287
Capital expenditures	資本性支出	763,110	—	222	73	—	763,405	2,822	766,227
As at 31 December 2008	2008年12月31日								
Segment assets	分部資產	6,211,058	350,295	493,689	283,811	22,309	7,361,162	199,101	7,560,263
Segment liabilities	分部負債	3,729,579	22,512	404,792	148,593	16,136	4,321,612	12,453	4,334,065

(c) The geographical segment analysis is not applicable since all of the Group's operations are in the PRC.

(c) 由於本集團所有業務均在中國境內，因此不適用於地區分佈信息。

9 FINANCIAL RISK MANAGEMENT

(a) Financial risk factors:

The Group's activities expose it to a variety of financial risks. The Group's overall risk management seeks to minimise potential adverse effects on the financial performance of the Group.

Foreign currency risk:

The Group has no significant foreign currency risk as the operations and customers of the Group's subsidiaries are located in the PRC with most of the operating assets and transactions denominated and settled in Renminbi. All of the Group's borrowings are denominated in Renminbi.

Cash flow and fair value interest rate risk:

The Group has no significant interest-bearing assets and liabilities, other than bank deposits, long term receivables and borrowings.

The Group has significant bank borrowings. Those taken at variable rates expose the Group to cash flow interest-rate risk, whilst those taken at fixed rates expose the Group to fair value interest-rate risk.

The table below sets out the Group's and the Company's exposure to interest rate risks. Included in the tables are the assets and liabilities at carrying amounts, categorised by the maturity dates.

九 財務風險管理

(a) 財務風險因素：

本集團的業務活動承受各種財務風險。本集團的整體風險管理專注於尋求儘量減低對本集團財務業績的潛在不利影響。

匯率風險：

由於本集團各子公司的運營及客戶都位於中國境內，其大部分運營資產及交易均採用人民幣結算，且本集團所有借款均以人民幣計價。因此，本集團無重大匯率風險。

現金流量及公允值利率風險：

除銀行存款、長期應收款及借款外，本集團並無其他重大計息資產及負債。

本集團擁有重大的銀行借款。變動利率借款令本集團承受現金流量利率風險，而固定利率借款令本集團承受公允值利率風險。

以下表格反應了本集團及本公司的利率風險。包含在以下表格中的資產及負債為帳面價值，以到期日分類。

		Group 合併			Total 合計	Company 公司			Total 合計
		Fixed 固定利率	Non-interest 無息			Fixed 固定利率	Non-interest 無息		
			Floating 浮動利率	bearing 無息			Floating 浮動利率	bearing 無息	
At 30 June 2009	2009年6月30日								
<i>Assets</i>	資產								
Cash and bank balances	現金及銀行餘額	10,900	1,307,564	—	1,318,464	10,000	569,478	—	579,478
Long-term receivables	長期應收款	322,040	—	—	322,040	322,040	—	—	322,040
<i>Liabilities</i>	負債								
Current borrowings	流動借款	406,364	279,050	182,985	868,399	406,364	221,000	68,100	695,464
Non-current borrowings	非流動借款	339,199	2,615,750	—	2,954,949	288,909	1,384,000	—	1,672,909
At 31 December 2008	2008年12月31日								
<i>Assets</i>	資產								
Cash and bank balances	現金及銀行餘額	22,000	887,047	—	909,047	13,000	262,440	—	275,440
Long-term receivables	長期應收款	331,254	—	—	331,254	331,254	—	—	331,254
<i>Liabilities</i>	負債								
Current borrowings	流動借款	606,254	726,790	151,127	1,484,171	606,254	621,000	48,000	1,275,254
Non-current borrowings	非流動借款	332,609	2,116,460	—	2,449,069	288,909	1,101,000	—	1,389,909

At 30 June 2009, if interest rates on bank borrowings had been 1% higher/lower with all other variables held constant, profit for the year would have been lower/higher by Rmb26 million (31 December 2008: Rmb17 million).

The Group also analyses its interest rate exposure by considering refinancing, renewal of existing positions and alternative financing.

Credit risk:

Credit risk arises from deposits with banks and credit exposures to customers.

The Group manages credit risk on bank deposits by placing the majority of its cash and bank balances with state owned/ listed banks in the PRC. The Group has not had any significant loss arising from non-performance by these parties in the past and management does not expect so in the future.

The credit risk on trade receivables is concentrated on a few customers, all of which are PRC government bodies. Thus, management considers that the risk is limited.

The maximum credit risk of the Company includes the carrying value of its financial assets on books and is increased by the notional amount of financial guarantees issued for its subsidiaries.

Liquidity risk:

The Group manages its liquidity risk based on a rolling working capital forecast which comprises a 3-5 year long term plan and a 12 months monthly working capital forecast. The long term plan is renewed annually and the monthly working capital forecast is prepared based on daily operating needs, capital expenditure requirement from new and existing projects and cash received from revenue, to ensure whether the Group has sufficient cash support during the following 12 months.

Generally, approximately 60% of budgeted capital expenditure for new projects is projected for external financing. One of the considerations for management to assess the feasibility of new projects is whether the return can cover the cost of the project external financing and provide a reasonable return to the shareholders.

於2009年6月30日，假若銀行借款利率升高／降低了1%，而所有其他因素維持不變，則報告期的淨利潤會降低／升高人民幣26百萬元（2008年12月31日：人民幣17百萬元）。

本集團亦考慮利用再融資、現有借款的展期及其他可採用的融資等方案分析其利率風險。

信貸風險：

信貸風險來自現金及銀行存款，亦有來自客戶的信用風險。

本集團對銀行存款的信用風險管理，是將大部分現金及銀行存款存儲在中國境內的國有／上市銀行。該集團一直沒有任何由於這些銀行引起的重大的損失並且管理層預期未來也不會發生此等情況。

對應收賬款信用風險，是集中於少數客戶，所有這些客戶都是中國政府機構。因此，管理層認為風險是有限的。

本公司的最大信用風險包括其金融資產的帳面價值，以及其增加了的已知的為其子公司提供的財務擔保合同。

流動資金風險：

本集團對於流動性風險的管理依據公司滾動的現金預算來進行，公司的現金預算包括滾動的3-5年長期的規劃和滾動的未來12個月的按月度的詳細計劃。長期規劃會每年年初更新。另外，公司會每月依據營運資金需求和項目資金需求（含新、舊項目）以及現金收入預計更新滾動現金預算表以確定未來12個月內公司是否有足夠的現金支持。

對於新項目，公司一般會從外部融資60%左右，並將在項目可行性研究階段評價項目的收益是否能償付融資成本並為股東帶來合理收益作為管理層的考慮因素之一。

The Group's financial liabilities (inclusive of interests) are analysed into relevant maturity groupings based on the remaining period at the balance sheet date to the contractual maturity date, using the contracted undiscounted cash flows, as follows:

本集團的金融負債(包含利息)按照相關的到期組別，在其資產負債表日到到期日的剩餘時間分析，其合約性未貼現的現金流量如下：

		Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years	Total 合計
		1年以內	01年到2年	2年到5年	5年以上	
At 30 June 2009	於 2009 年 6 月 30 日					
Long-term bank borrowings	長期銀行借款	207,603	636,746	1,650,189	724,208	3,218,746
Long-term payables	長期應付款	17,182	17,182	50,344	67,122	151,830
Trade and other payables	應付賬款及其他應付款	168,099	—	—	—	168,099
		<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
At 31 December 2008	於 2008 年 12 月 31 日					
Long-term bank borrowings	長期銀行借款	530,768	668,164	1,189,293	620,926	3,009,151
Long-term payables	長期應付款	17,182	17,182	50,344	67,122	151,830
Trade and other payables	應付賬款及其他應付款	117,689	—	—	—	117,689
		<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>

(b) Capital risk management

In managing its capital risk, management considers capital to include paid up capital from shareholders and borrowings. The Group's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns for shareholders.

The Group actively and regularly reviews and manages its capital structure to ensure an optimal capital structure and shareholder returns, taking into consideration the future capital requirements of the Group and capital efficiency, projected operating cash flows, projected capital expenditures and projected strategic investment opportunities.

(b) 資金風險管理

對於資金風險的管理，本集團管理層認為，資本包括實收資本，由權益持有人及銀行融資。該集團的目標是對於資本的管理，是為了維護其能否繼續作為一個持續經營，以提供回報給股本持有人。

本集團主動並定期地復核及管理其資本結構，以確保最理想的資本結構及股東回報，並考慮到本集團未來資本的需求及資本的效率、預期運營的現金流量、預期的資本性開支及預期戰略投資機會等。

The Group's strategy is to maintain a gearing ratio of about 40% - 60%. The gearing ratio of the Group is as follows:

本集團的策略為致力將負債比率維持在40%至60%之間。本集團負債比率如下：

		Unaudited 未經審計 30 June 2009 2009年 6月30日	Audited 已經審計 31 December 2008 2008年 12月31日
Total borrowings	總借款	3,841,748	3,933,240
Less: Cash	減：現金	(1,307,564)	(887,047)
Net debt	債務淨額	2,534,184	3,046,193
Total equity	總權益	3,278,941	3,226,198
Total capital	總資本	5,813,125	6,272,391
Gearing ratio	負債比率	44%	49%

(c) Fair value estimation

The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

(c) 公允值估計

金融負債的公允價值披露的目的是估計貼現未來合約的現金流量，在目前市場利率是提供給集團就類似金融工具。

10. SIGNIFICANT RELATED PARTY RELATIONSHIPS AND TRANSACTIONS

十 重大關聯方關係及其交易

(a) Related parties that have controlling relationship

(a) 存在控制關係的關聯方

Name of related party 關聯方名稱	Registration address 註冊地點	Principal activities 主要業務	Relationship with the Company 與本公司關係	Type of enterprise 經濟性質	Legal representative 法定代表人
Tianjin Municipal Investment Company Limited ("TMICL")	Tianjin, the PRC	Development, construction and management of municipal infrastructures	Controlling shareholder of the Company	Limited company	Ma Bai Yu
天津市政投資有限公司 (市政投資)	中國天津	市政基礎設施的開發建設及經營管理	控股股東	有限公司	馬白玉
Tianjin Infrastructure Construction Investment Group Co., Ltd. ("TICIG")	Tianjin, the PRC	Investment and construction of urban environmental infrastructure, market establishment and development services, lease of private properties, lease of infrastructures, and development and operation of public facilities projects	Ultimate holding company	Limited company	Wang Zhou Xi
天津城市基礎設施建設投資集團有限公司(城投集團)	中國天津	城市環境基礎設施的投資、建設，市場建設開發服務，自有房屋租賃，基礎設施租賃及公用設施項目開發經營等	最終控股公司	有限公司	王周喜
Qu Jing Capital Water Co., Ltd.	Qujing, the PRC	Sewage processing, tap water supply	Subsidiary of the Company	Limited company	Zhang Wen Hui
曲靖創業水務有限公司	中國曲靖	污水處理，自來水供水	子公司	有限公司	張文輝
Gui Zhou Capital Water Co., Ltd.	Guizhou, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Lin Wen Bo
貴州創業水務有限公司	中國貴州	污水處理	子公司	有限公司	林文波
Fu Yang Capital Water Co., Ltd.	Fuyang, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Zhang Wen Hui
阜陽創業水務有限公司	中國阜陽	污水處理	子公司	有限公司	張文輝
Bao Ying Capital Water Co., Ltd.	Baoying, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Lin Wen Bo
寶應創業水務有限責任公司	中國寶應	污水處理	子公司	有限公司	林文波
Chi Bi Capital Water Co., Ltd.	Chibi, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Zhang Wen Hui
赤壁創業水務有限公司	中國赤壁	污水處理	子公司	有限公司	張文輝
Hong Hu Capital Water Co., Ltd.	Honghu, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Zhang Wen Hui
洪湖市創業水務有限公司	中國洪湖	污水處理	子公司	有限公司	張文輝
Tianjin Capital Environmental Protection (HK) Co., Ltd.	Hong Kong, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Ma Bai Yu
天津創業環保(香港)有限公司	中國香港	污水處理	子公司	有限公司	馬白玉

Name of related party 關聯方名稱	Registration address 註冊地點	Principal activities 主要業務	Relationship with the Company 與本公司關係	Type of enterprise 經濟性質	Legal representative 法定代表人
Tianjin Jing Hai Capital Water Co., Ltd.	Tianjin, the PRC	Sewage processing	Subsidiary of the Company	Limited company	Gu Qi Feng
Hang Zhou Tianchuang Capital Water Co., Ltd. 杭州天創水務有限公司	Hangzhou, the PRC 中國杭州	Sewage processing 污水處理	Subsidiary of the Company 子公司	Limited company 有限公司	Gu Qi Feng 顧啟峰
Wen Deng Capital Water Co., Ltd. 文登創業水務有限公司	Wendeng, the PRC 中國文登	Sewage processing 污水處理	Subsidiary of the Company 子公司	Limited company 有限公司	Lin Wen Bo 林文波
天津靜海創業水務有限公司	中國天津	污水處理	子公司	有限公司	顧啟峰
Tianjin Water Recycling Co., Ltd.	Tianjin, the PRC	Production and sales of recycled water, development and construction of recycled water facilities, and technical consulting for water recycling business	Subsidiary of the Company	Limited company	Gu Qi Feng
天津中水有限責任公司	中國天津	中水生產銷售、 中水設施開發建設、 中水技術諮詢	子公司	有限公司	顧啟峰
Xi'an Capital Water Co., Ltd. 西安創業水務有限公司	Xi'an, the PRC 中國西安	Sewage processing 污水處理	Subsidiary of the Company 子公司	Limited company 有限公司	Zhang Wen Hui 張文輝
Tianjin Kaiying Environmental Engineering Technology Consultant Co., Ltd. 天津凱英環境工程技術諮詢有限公司	Tianjin, the PRC 中國天津	Environmental engineering, protection and technical consultation 環境工程治理、 技術諮詢等	Subsidiary of the Company 子公司	Limited company 有限公司	Gu Qi Feng 顧啟峰
Anguo Capital Water Co., Ltd. 安國創業水務有限公司	Anguo, the PRC 中國安國	City water supply and discharge and sewage processing 城區供水、排水、污水處理	Subsidiary of the Company 子公司	Limited company 有限公司	Zhang Wen Hui 張文輝
Wuhan Tianchuang Environmental Protection Co., Ltd. 武漢天創環保有限公司	Wuhan, the PRC 中國武漢	Sewage processing and tap water supply 污水處理和自來水供水	Subsidiary of the Company 子公司	Limited company 有限公司	Zhang Wen Hui 張文輝
Tianjin Capital New Materials Co., Ltd. 天津創業建材有限公司	Tianjin, the PRC 中國天津	Production and sales of new types of construction materials 新型建築材料的製造及銷售	Subsidiary of the Company 子公司	Limited company 有限公司	FuYaNa 付亞娜

(b) Paid up capital of related parties that has controlling relationship and their movements

(b) 存在控制關係的關聯方的註冊資本及其變化

		31 December 2008	Additions during this period	30 June 2009
		於2008年 12月31日	本期增加數	於2009年 6月30日
TMICL	市政投資	1,820,000	—	1,820,000
TICIG	城投集團	67,700,000	—	67,700,000
Qu Jing Capital Water Co., Ltd.	曲靖創業水務有限公司	120,000	5,000	125,000
Gui Zhou Capital Water Co., Ltd.	貴州創業水務有限公司	100,000	—	100,000
Tianjin Water Recycling Co., Ltd.	天津中水有限責任公司	100,000	—	100,000
Tianjin Capital New Materials Co., Ltd.	天津創業建材有限公司	37,500	—	37,500
Fu Yang Capital Water Co., Ltd.	阜陽創業水務有限公司	45,000	—	45,000
Bao Ying Capital Water Co., Ltd.	寶應創業水務有限責任公司	38,000	—	38,000
Chi Bi Capital Water Co., Ltd.	赤壁創業水務有限公司	35,000	—	35,000
Hong Hu Capital Water Co., Ltd.	洪湖市創業水務有限公司	20,000	—	20,000
Hang Zhou Tianchuang Capital Water Co., Ltd.	杭州天創水務有限公司	257,445	—	257,445
Wen Deng Capital Water Co., Ltd.	文登創業水務有限公司	48,000	—	48,000
Tianjin Jing Hai Capital Water Co., Ltd.	天津靜海創業水務有限公司	12,000	—	12,000
Xi'an Capital Water Co., Ltd.	西安創業水務有限公司	270,000	—	270,000
Tianjin Kaiying Environmental Engineering Technology Consultant Co., Ltd.	天津凱英環境工程技術諮詢有限公司	2,000	—	2,000
Anguo Capital Water Co., Ltd.	安國創業水務有限公司	41,000	—	41,000
Wuhan Tianchuang Environmental Protection Co., Ltd.	武漢天創環保有限公司	47,230	—	47,230
		<i>USD'000</i> 美元千元	<i>USD'000</i> 美元千元	<i>USD'000</i> 美元千元
Tianjin Capital Environmental Protection (HK) Co., Ltd.	天津創業環保(香港)有限公司	7,840	—	7,840

(c) Share or equity of the Company held by a related party and its movements

(c) 存在控制關係的關聯方所持本公司股份或權益及其變化

		Reduction		30 June 2009	
		31 December 2008	for the period	於2009年6月30日	
		於2008年12月31日	本期減少數	於2009年6月30日	
		<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>%</i>
		金額(千元)	金額(千元)	金額(千元)	百分比
TMICL	天津市政投資有限公司	774,985	(874)	774,111	54.24
		<u>54.30</u>	<u>(0.06)</u>		

(d) Related party transactions

In addition to the related party information shown elsewhere in the financial statements, the following is a summary of significant related party transactions entered into in the ordinary course of the business between the Group and its related parties during the period:

- (i) Income:
收入:

Related parties	Nature of transaction	six months ended 30 June 2009 截至2009年 6月30日止6個月	six months ended 30 June 2008 截至2008年 6月30日止6個月
關聯方的名稱	交易性質		
TICIG 城投集團	Rental income 租金收入	3,230	3,869
(ii) Key management compensation 關鍵管理人員薪酬		4,053	3,875

(d) 關聯交易及餘額

本期，除本財務報表中已披露的關聯方交易信息外，本集團與關聯方在日常營運中進行的其他重大交易如下：

11. COMMITMENTS

The Group's capital commitments at the balance sheet date are as follows:

十一 承諾事項

截至資產負債表日，本集團的資本承諾如下：

		Contracted but not provided for 已簽約未撥備		Authorised but not contracted for 已批准未簽約	
		Unaudited 30 June 2009 未經審計 截至2009年 6月30日止 In Rmb million 人民幣百萬元	Audited 31 December 2008 已經審計 截至2008年 12月31日止 In Rmb million 人民幣百萬元	Unaudited 30 June 2009 未經審計 截至2009年 6月30日止 In Rmb million 人民幣百萬元	Audited 31 December 2008 已經審計 截至2008年 12月31日止 In Rmb million 人民幣百萬元
Sewage processing plants in:	污水處理廠項目：				
- Hang Zhou	— 杭州	341	341	—	—
- Wendeng	— 文登	40	60	—	—
- Jing Hai	— 靜海	17	22	—	—
- Wu Han	— 武漢	89	108	—	—
- An Guo	— 安國	24	24	—	—
- Qu Jing	— 曲靖	14	—	165	—
- Xian Yang Lu (upgrade project)	— 咸陽路升級改造	20	—	284	—
- Bei Cang (upgrade project)	— 北倉升級改造	—	—	200	—
Tap Water plants in:	自來水廠項目：				
- An Guo	— 安國	10	15	—	33
- E Zhou	— 鄂州	—	—	95	95
Water recycling plants in:	中水廠項目：				
- Dong Jiao	— 東郊再生水	8	8	46	48
- Bei Chen	— 北辰中水廠	4	11	51	51
- Xian Yang Lu	— 咸陽路污水回用工程	—	—	49	48
- Ji Zhuang Zi (expansion project)	— 紀莊子（改擴建）	14	—	58	—
		581	589	948	275

12 APPROVAL OF THE CONSOLIDATED FINANCIAL STATEMENTS

The accounts were approved by the Directors of the Company on 21 August 2009.

十二 財務報表核准發出

本財務報表由本公司董事會於2009年8月21日批准報出。

VIII. Purchase, Sale or Redemption of the Company's listed securities

The Company and its subsidiaries did not purchase, sell or redeem any of the listed securities of the Company during the reporting period.

IX. Audit Committee

On 31 July 2001, the Board approved the establishment of the Audit Committee to review and supervise the Company's financial reporting procedure and internal controls. The Audit Committee comprises the independent non-executive Directors Messrs. Ko Poming, Xie Rong and Di Xiaofeng. The Audit Committee, together with the management of the Group have reviewed the accounting principles and practices adopted by the Group and discussed with the management of the Group the internal controls and financial reporting matters including the review of the unaudited interim results and the Interim Report. The Audit Committee agreed with the accounting principles, standards and methods adopted in the preparation of the Group's unaudited interim accounts for the six months ended 30 June 2009.

X. Code on Corporate Governance Practices

None of the Directors is aware of any information that would reasonably indicate that the Company is not or was not, for any part of the reporting period, in compliance with the code provisions of the Code on Corporate Governance Practices as set out in the Appendix 14 to the Listing Rules.

XI. Model Code for Securities Transactions by the Directors

The Company has adopted a code of conduct regarding the securities transactions by the Directors and Supervisors on the term exactly the same as the required standard set out in the Model Code for Securities Transactions by Directors of Listed Issuers as set out in the Appendix 10 to the Listing Rules. The Company, having made specific enquiry of all the Directors and Supervisors, confirmed that all the Directors and Supervisors have complied with the code of conduct regarding the securities transactions by the Directors and Supervisors during the reporting period.

八、購回、出售或贖回本公司上市證券

報告期內，本公司及其附屬公司概無購回，出售或贖回本公司任何上市證券。

九、審核委員會

董事會於2001年7月31日批准設立審核委員會，負責審閱及監察本公司的財務報告程序及內部監控。本公司審核委員會成員由獨立非執行董事高寶明先生、謝榮先生及邱曉峰先生組成。審核委員會已與管理層已審閱本集團所採納的會計原則及方法，並已討論內部監控及財務匯報等事宜，包括審閱未經審核中期業績及中期報告。審核委員會同意本集團截至二零零九年六月三十日止六個月的未經審計半年度賬目所採納的財務會計原則、準則及方法。

十、企業管治常規守則

董事概不知悉任何有合理跡象顯示本公司現時或在本報告期任何時間內未有遵守《上市規則》附錄14企業管治常規守則的規定。

十一、董事進行證券交易的標準守則

本公司已採納董事及監事證券交易的標準守則，其條款與《上市規則》附錄10上市發行人的董事證券交易標準守則所規定的標準完全相同。本公司已對所有董事及監事作出個別查詢，並確認所有董事及監事於報告期內均已遵守本公司的董事及監事證券交易的標準守則。

XII. Documents Available for Inspection

十二、備查文件目錄

- | | |
|--|--|
| 1. Text and summary of the 2009 Interim Report signed by the vice-chairman of the Company; | 1. 經本公司副董事長簽署的2009年中期報告正文及其摘要； |
| 2. Financial statements signed and sealed by the legal representative, officer in charge of the accounting function and the officer in charge of the accounting department of the Company; | 2. 經本公司法定代表人、主管會計工作的負責人和會計機構負責人簽名並蓋章的財務報告； |
| 3. Original copies of the documents and announcements of the Company which were publicly disclosed on newspapers specified by CSRC during the period covered by this report; and | 3. 報告期內在中國證監會指定報刊上公開披露過的所有文件正本及公告原稿及 |
| 4. The Articles of Association of the Company. | 4. 本公司《章程》。 |

Tianjin Capital Environmental Protection Group Company Limited

天津創業環保集團股份有限公司

Gu Qifeng

顧啟峰

Vice-chairman

副董事長

21 August 2009

2009年8月21日