
APPENDIX I:

ACCOUNTANT’S REPORT

The following is the text of a report received from the Company’s reporting accountant, PricewaterhouseCoopers, Certified Public Accountants, Hong Kong, for the purpose of incorporation in [•].



羅兵咸永道會計師事務所

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

[•]

The Directors
Metallurgical Corporation of China Ltd.

[•]

Dear Sirs,

We set out our report on the financial information (the “Financial Information”) of Metallurgical Corporation of China Ltd. (the “Company”) and its subsidiaries (together, the “Group”) in Sections I to III below, for inclusion in [•]. The Financial Information comprises the consolidated balance sheets as at 31 December 2006, 2007 and 2008 and 30 June 2009, the balance sheets of the Company as at 31 December 2008 and 30 June 2009 and the consolidated income statements, the consolidated statements of comprehensive income, the consolidated statements of changes in equity and the consolidated cash flow statements for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009 (the “Relevant Periods”), and a summary of significant accounting policies and other explanatory notes.

The Company was incorporated in the People’s Republic of China (the “PRC” or “China”) on 1 December 2008 as a joint stock company with limited liability under the Company Law of China. Pursuant to a group reorganisation of China Metallurgical Group Corporation (“Parent”), a state-owned enterprise in the PRC, approved by the State-owned Assets Supervision and Administrative Commission (“SASAC”) of the State Council (the “State Council”) of the PRC, as described in Note 1.2 of Section II headed “Organisation and reorganisation” below, the Company became the holding company of the subsidiaries now comprising the Group (the “Reorganisation”).

Details of the principal subsidiaries and associates, in which the Company has direct and indirect interests as at the date of this report, are set out in Note 48 of Section II of this report. All of the companies now comprising the Group have adopted 31 December as their financial year end dates. For the Relevant Periods, the financial statements of these entities were prepared in accordance with relevant accounting principles and financial regulations applicable to PRC enterprises or other accounting principles applicable to these entities in their jurisdictions. The names of the respective auditors are set out in Note 48 of Section II of this report.

The directors of the Company have prepared the consolidated financial statements of the Group for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 and the balance sheets of the Company as at 31 December 2008 and 30 June 2009 in accordance with China Accounting Standards (“CAS Financial Statements”). The CAS Financial Statements were audited by Reanda Certified Public Accountants (“利安達信隆會計師事務所有限公司”) in accordance with China Standards on Auditing.

For the purpose of this report, the directors of the Company have prepared the consolidated financial statements of the Group for the Relevant Periods and the balance sheets of the Company as at 31 December 2008 and 30 June 2009 in accordance with International Financial Reporting Standards (“IFRSs”) (the “IFRS Financial Statements”). The IFRS

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Financial Statements for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 and the balance sheets of the Company as at 31 December 2008 and 30 June 2009 were audited by PricewaterhouseCoopers Zhong Tian CPAs Limited Company (“普華永道中天會計師事務所有限公司”) in accordance with International Standards on Auditing.

The Financial Information has been prepared based on the IFRS Financial Statements, with no adjustment made thereon, and on the basis set out in Note 2 of Section II below.

Directors’ responsibility

The directors of the Company are responsible for the preparation and the true and fair presentation of the IFRS Financial Statements in accordance with IFRSs.

For the financial information for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009, the directors of the Company are responsible for the preparation and the true and fair presentation of the financial information in accordance with IFRSs. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and the true and fair presentation of the financial information that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

For the financial information for the six months ended 30 June 2008, the directors of the Company are responsible for the preparation and the presentation of the financial information in accordance with the basis of presentation set out in Note 2 of Section II below and the accounting policies set out in Note 3 of Section II below, which are in conformity with IFRSs.

Reporting accountant’s responsibility

For the financial information for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009, our responsibility is to express an opinion on the financial information based on our examination and to report our opinion to you. We examined the IFRS Financial Statements used in preparing the financial information, and carried out such additional procedures as we considered necessary in accordance with the Auditing Guideline 3.340 “Prospectuses and the Reporting Accountant” issued by the Hong Kong Institute of Certified Public Accountants.

For the financial information for the six months ended 30 June 2008, our responsibility is to express a conclusion on the financial information based on our review and to report our conclusion to you. We conducted our review in accordance with International Standard on Review Engagements 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”. A review of the financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Opinion and review conclusion

In our opinion, the financial information for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009, for the purpose of this report and presented on the basis set out in Note 2 of Section II below, gives a true and fair view of the state of affairs of the Company as at 31 December 2008 and 30 June 2009 and the state of affairs of the Group as at 31 December 2006, 2007 and 2008 and 30 June 2009 and of the Group’s results and cash flows for respective years and period then ended.

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Based on our review, which does not constitute an audit, nothing has come to our attention that causes us to believe that the financial information for the six months ended 30 June 2008, for the purpose of this report and presented on the basis set out in Note 2 of Section II below, is not prepared, in all material respects, in accordance with the accounting policies set out in Note 3 of Section II below, which are in conformity with IFRSs.

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I FINANCIAL INFORMATION OF THE GROUP

The following is the Financial Information of the Group as at 31 December 2006, 2007, 2008 and 30 June 2009 and for the Relevant Periods.

A. Consolidated Balance Sheets

| | Note | As at 31 December | | | As at |
|---|------|----------------------|-----------------------|-----------------------|-----------------------|
| | | 2006 | 2007 | 2008 | 30 June |
| | | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | | RMB 'million |
| ASSETS | | | | | |
| Non-current assets | | | | | |
| Property, plant and equipment | 7 | 11,942 | 20,203 | 21,486 | 25,317 |
| Land use rights | 8 | 2,019 | 3,235 | 5,767 | 5,925 |
| Mining rights | 9 | 241 | 353 | 3,519 | 3,509 |
| Investment properties | 10 | 498 | 392 | 343 | 323 |
| Intangible assets | 11 | 649 | 2,271 | 3,586 | 4,174 |
| Investments in associates | 13 | 504 | 607 | 923 | 1,098 |
| Available-for-sale financial assets | 15 | 1,127 | 2,310 | 900 | 1,091 |
| Held-to-maturity financial assets | 16 | 17 | 44 | 46 | 47 |
| Deferred income tax assets | 30 | 1,232 | 988 | 1,580 | 1,695 |
| Trade and other receivables | 17 | 1,358 | 1,321 | 1,734 | 1,984 |
| Other non-current assets | | <u>70</u> | <u>89</u> | <u>91</u> | <u>107</u> |
| | | <u>19,657</u> | <u>31,813</u> | <u>39,975</u> | <u>45,270</u> |
| Current assets | | | | | |
| Inventories | 20 | 5,814 | 9,384 | 11,112 | 10,106 |
| Properties under development | 20 | 5,663 | 11,025 | 16,995 | 18,421 |
| Completed properties held for sale | 20 | 245 | 460 | 367 | 911 |
| Trade and other receivables | 17 | 28,467 | 50,785 | 56,783 | 60,446 |
| Amounts due from customers for contract work | 19 | 11,131 | 11,918 | 16,913 | 19,186 |
| Available-for-sale financial assets | 15 | 73 | 55 | 12 | 7 |
| Held-to-maturity financial assets | 16 | 83 | 456 | — | 101 |
| Financial assets at fair value through profit or loss | 18 | 381 | 24 | 2 | 2 |
| Restricted cash | 21 | 612 | 522 | 2,271 | 3,287 |
| Cash and cash equivalents | 22 | <u>18,517</u> | <u>24,281</u> | <u>26,094</u> | <u>26,946</u> |
| | | <u>70,986</u> | <u>108,910</u> | <u>130,549</u> | <u>139,413</u> |
| Total assets | | <u><u>90,643</u></u> | <u><u>140,723</u></u> | <u><u>170,524</u></u> | <u><u>184,683</u></u> |

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| | Note | As at 31 December | | | As at |
|--|------|-------------------|-----------------|----------------|----------------|
| | | 2006 | 2007 | 2008 | 30 June |
| | | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | | RMB 'million |
| EQUITY | | | | | |
| Owner’s equity before the Reorganisation . . . | 24 | (1,754) | 2,598 | — | — |
| Share capital | 23 | — | — | 13,000 | 13,000 |
| Reserves | 24 | — | — | (10,986) | (10,551) |
| Equity attributable to equity holders of the Company | | (1,754) | 2,598 | 2,014 | 2,449 |
| Non-controlling interests | | 4,008 | 3,877 | 5,641 | 6,056 |
| Total equity | | <u>2,254</u> | <u>6,475</u> | <u>7,655</u> | <u>8,505</u> |
| LIABILITIES | | | | | |
| Non-current liabilities | | | | | |
| Borrowings | 26 | 5,095 | 5,975 | 18,718 | 30,445 |
| Deferred income | 27 | 300 | 456 | 431 | 326 |
| Retirement and other supplemental benefit obligations | 28 | 7,438 | 6,962 | 6,225 | 6,054 |
| Provisions for other liabilities and charges . . . | 29 | 46 | 22 | 26 | 34 |
| Trade and other payables | 25 | 290 | 542 | 257 | 350 |
| Deferred income tax liabilities | 30 | 536 | 1,045 | 605 | 629 |
| | | <u>13,705</u> | <u>15,002</u> | <u>26,262</u> | <u>37,838</u> |
| Current liabilities | | | | | |
| Trade and other payables | 25 | 47,919 | 72,499 | 81,904 | 80,947 |
| Dividends payable | | — | 34 | 256 | 2,131 |
| Amounts due to customers for contract work | 19 | 6,389 | 10,051 | 14,030 | 11,016 |
| Current income tax liabilities | | 606 | 1,002 | 791 | 754 |
| Borrowings | 26 | 19,038 | 34,894 | 38,721 | 42,645 |
| Retirement and other supplemental benefit obligations | 28 | 732 | 766 | 905 | 847 |
| | | <u>74,684</u> | <u>119,246</u> | <u>136,607</u> | <u>138,340</u> |
| Total liabilities | | <u>88,389</u> | <u>134,248</u> | <u>162,869</u> | <u>176,178</u> |
| Total equity and liabilities | | <u>90,643</u> | <u>140,723</u> | <u>170,524</u> | <u>184,683</u> |
| Net current (liabilities)/assets | | <u>(3,698)</u> | <u>(10,336)</u> | <u>(6,058)</u> | <u>1,073</u> |
| Total assets less current liabilities | | <u>15,959</u> | <u>21,477</u> | <u>33,917</u> | <u>46,343</u> |

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B. Balance Sheets of the Company

| | Note | As at 31 December 2008 RMB 'million | As at 30 June 2009 RMB 'million |
|---|------|--|--|
| ASSETS | | | |
| Non-current assets | | | |
| Property, plant and equipment | | 33 | 33 |
| Intangible assets | | 6 | 6 |
| Investments in subsidiaries | 12 | 37,620 | 42,330 |
| Trade and other receivables | 17 | 895 | 655 |
| Other non-current asset | | <u>1</u> | <u>2</u> |
| | | <u>38,555</u> | <u>43,026</u> |
| Current assets | | | |
| Inventories | | 8 | 10 |
| Trade and other receivables | 17 | 18,290 | 20,637 |
| Amounts due from customers for contract work | 19 | 25 | 13 |
| Cash and cash equivalents | 22 | <u>3,636</u> | <u>2,470</u> |
| | | <u>21,959</u> | <u>23,130</u> |
| Total assets | | <u><u>60,514</u></u> | <u><u>66,156</u></u> |
| EQUITY | | | |
| Share capital | 23 | 13,000 | 13,000 |
| Reserves | 24 | <u>6,545</u> | <u>6,753</u> |
| Total equity | | <u>19,545</u> | <u>19,753</u> |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Borrowings | 26 | 8,650 | 13,135 |
| Retirement and other supplemental benefit obligations | | <u>29</u> | <u>30</u> |
| | | <u>8,679</u> | <u>13,165</u> |
| Current liabilities | | | |
| Trade and other payables | 25 | 12,590 | 11,638 |
| Dividends payable | | 256 | 2,131 |
| Amounts due to customers for contract work | 19 | 403 | 876 |
| Borrowings | 26 | 19,036 | 18,590 |
| Retirement and other supplemental benefit obligations | | <u>5</u> | <u>3</u> |
| | | <u>32,290</u> | <u>33,238</u> |
| Total liabilities | | <u>40,969</u> | <u>46,403</u> |
| Total equity and liabilities | | <u>60,514</u> | <u>66,156</u> |
| Net current liabilities | | <u>(10,331)</u> | <u>(10,108)</u> |
| Total assets less current liabilities | | <u>28,224</u> | <u>32,918</u> |

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C. Consolidated Income Statements

| | Note | Year ended 31 December | | | Six months ended 30 June | |
|---|------|------------------------|---------------------|---------------------|-----------------------------|---------------------|
| | | 2006 | 2007 | 2008 | 2008 | 2009 |
| | | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Revenue | 6 | 91,706 | 125,056 | 157,899 | 74,114 | 74,866 |
| Cost of sales | 33 | (82,103) | (112,085) | (145,595) | (67,153) | (67,847) |
| Gross profit | | <u>9,603</u> | <u>12,971</u> | <u>12,304</u> | <u>6,961</u> | <u>7,019</u> |
| Selling and marketing expenses . . | 33 | (530) | (709) | (928) | (365) | (385) |
| Administrative expenses | 33 | (5,072) | (5,786) | (6,559) | (3,080) | (2,984) |
| Other income | 31 | 347 | 587 | 1,064 | 327 | 490 |
| Other gains — net | 32 | 126 | 1,390 | 564 | 132 | 71 |
| Other expenses | | (64) | (98) | (85) | (17) | (50) |
| Operating profit | | <u>4,410</u> | <u>8,355</u> | <u>6,360</u> | <u>3,958</u> | <u>4,161</u> |
| Finance income | 35 | 452 | 382 | 548 | 236 | 229 |
| Finance costs | 35 | (1,030) | (1,317) | (3,005) | (1,261) | (1,173) |
| Share of profits of associates . . . | 13 | 26 | 70 | 120 | 52 | 40 |
| Profit before income tax | | <u>3,858</u> | <u>7,490</u> | <u>4,023</u> | <u>2,985</u> | <u>3,257</u> |
| Income tax expense | 37 | (651) | (1,698) | (840) | (605) | (684) |
| Profit for the year/period | | <u><u>3,207</u></u> | <u><u>5,792</u></u> | <u><u>3,183</u></u> | <u><u>2,380</u></u> | <u><u>2,573</u></u> |
| Attributable to: | | | | | | |
| Equity holders of the Company . . | | 1,920 | 3,855 | 3,200 | 2,056 | 2,137 |
| Non-controlling interests | | <u>1,287</u> | <u>1,937</u> | <u>(17)</u> | <u>324</u> | <u>436</u> |
| | | <u><u>3,207</u></u> | <u><u>5,792</u></u> | <u><u>3,183</u></u> | <u><u>2,380</u></u> | <u><u>2,573</u></u> |
| Earnings per share for profit attributable to the equity holders of the Company during the year/period | | | | | | |
| — Basic earnings per share (RMB) | 39 | <u>0.15</u> | <u>0.30</u> | <u>0.25</u> | <u>0.16</u> | <u>0.16</u> |
| — Diluted earnings per share (RMB) | 39 | <u>0.15</u> | <u>0.30</u> | <u>0.25</u> | <u>0.16</u> | <u>0.16</u> |
| Dividends | 40 | <u>—</u> | <u>34</u> | <u>256</u> | <u>—</u> | <u>1,875</u> |

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D. Consolidated Statements of Comprehensive Income

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|----------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Profit for the year/period | 3,207 | 5,792 | 3,183 | 2,380 | 2,573 |
| Other comprehensive income/(expense) | | | | | |
| Fair value gains/(losses) on available-for-sale financial assets, net of tax | 274 | 964 | (1,028) | (482) | 203 |
| Currency translation differences | (17) | (87) | (213) | (46) | (73) |
| Other comprehensive income/(expense) for the year/period, net of tax | <u>257</u> | <u>877</u> | <u>(1,241)</u> | <u>(528)</u> | <u>130</u> |
| Total comprehensive income for the year/period | <u>3,464</u> | <u>6,669</u> | <u>1,942</u> | <u>1,852</u> | <u>2,703</u> |
| Total comprehensive income attributable to | | | | | |
| Equity holders of the Company | 2,136 | 4,411 | 2,160 | 1,696 | 2,265 |
| Non-controlling interests | <u>1,328</u> | <u>2,258</u> | <u>(218)</u> | <u>156</u> | <u>438</u> |
| | <u>3,464</u> | <u>6,669</u> | <u>1,942</u> | <u>1,852</u> | <u>2,703</u> |

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E. Consolidated Statements of Changes in Equity

| | | Attributable to equity holders of the Company | | | | | | |
|------|---|---|-------------------|--|--------------|--------------------------|--------------|---------|
| Note | Share capital | Reserves | Retained earnings | Owner’s equity before the reorganisation | Sub total | Non-controlling interest | Total | |
| | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | |
| | At 1 January 2006 | — | — | — | (3,804) | (3,804) | 1,388 | (2,416) |
| | Profit for the year | — | — | — | 1,920 | 1,920 | 1,287 | 3,207 |
| | Other comprehensive income: | | | | | | | |
| | Fair value gains on available-for-sale financial assets, net of tax | — | — | — | 233 | 233 | 41 | 274 |
| | Currency translation differences | — | — | — | (17) | (17) | — | (17) |
| | Total comprehensive income for the year | — | — | — | 2,136 | 2,136 | 1,328 | 3,464 |
| | Dividends | 40 | — | — | — | — | (184) | (184) |
| | Transaction with non-controlling interests | 49 | — | — | 64 | 64 | 465 | 529 |
| | Attributable to set-up/acquisition of subsidiaries | — | — | — | — | — | 1,065 | 1,065 |
| | Liquidation/disposal of subsidiaries | — | — | — | — | — | (54) | (54) |
| | Deemed distribution | — | — | — | (150) | (150) | — | (150) |
| | At 31 December 2006 | — | — | — | (1,754) | (1,754) | 4,008 | 2,254 |
| | Profit for the year | — | — | — | 3,855 | 3,855 | 1,937 | 5,792 |
| | Other comprehensive income: | | | | | | | |
| | Fair value gains on available-for-sale financial assets, net of tax | — | — | — | 629 | 629 | 335 | 964 |
| | Currency translation differences | — | — | — | (73) | (73) | (14) | (87) |
| | Total comprehensive income for the year | — | — | — | 4,411 | 4,411 | 2,258 | 6,669 |
| | Dividends | 40 | — | — | (34) | (34) | (612) | (646) |
| | Transaction with non-controlling interests | 49 | — | — | 347 | 347 | (3,285) | (2,938) |
| | Attributable to set-up/acquisition of subsidiaries | — | — | — | — | — | 1,670 | 1,670 |
| | Liquidation/disposal of subsidiaries | — | — | — | — | — | (162) | (162) |
| | Deemed distribution | — | — | — | (372) | (372) | — | (372) |
| | At 31 December 2007 | — | — | — | 2,598 | 2,598 | 3,877 | 6,475 |

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| | | <u>Attributable to equity holders of the Company</u> | | | | | |
|--|----------------------|--|--------------------------|---|------------------|---------------------------------|--------------|
| Note | <u>Share capital</u> | <u>Reserves</u> | <u>Retained earnings</u> | <u>Owner’s equity before the reorganisation</u> | <u>Sub total</u> | <u>Non-controlling interest</u> | <u>Total</u> |
| | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million |
| At 31 December 2007 | — | — | — | 2,598 | 2,598 | 3,877 | 6,475 |
| Profit/(loss) for the period from 1 January 2008 to 1 December 2008 | — | — | — | 2,894 | 2,894 | (37) | 2,857 |
| Other comprehensive income: | | | | | | | |
| Fair value losses on available-for-sale financial assets, net of tax | — | — | — | (861) | (861) | (160) | (1,021) |
| Currency translation differences | — | — | — | (162) | (162) | (39) | (201) |
| Total comprehensive income/(expense) for the period from 1 January 2008 to 1 December 2008 | — | — | — | 1,871 | 1,871 | (236) | 1,635 |
| Dividends 40 | — | — | — | — | — | (229) | (229) |
| Transaction with non-controlling interests 49 | — | — | — | (1,417) | (1,417) | 1,735 | 318 |
| Attributable to set-up/acquisition of subsidiaries | — | — | — | — | — | 231 | 231 |
| Liquidation/disposal of subsidiaries | — | — | — | — | — | (48) | (48) |
| Deemed distribution | — | — | — | (537) | (537) | (333) | (870) |
| Capital contribution | — | — | — | 2,327 | 2,327 | — | 2,327 |
| Special distribution | — | — | — | (3,121) | (3,121) | — | (3,121) |
| Additional capital injection to subsidiaries from owners and non-controlling interest proportionally | — | — | — | — | — | 643 | 643 |
| At 1 December 2008 | <u>—</u> | <u>—</u> | <u>—</u> | <u>1,721</u> | <u>1,721</u> | <u>5,640</u> | <u>7,361</u> |

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| | | <u>Attributable to equity holders of the Company</u> | | | | | |
|--|----------------------|--|--------------------------|---|------------------|---------------------------------|--------------|
| Note | <u>Share capital</u> | <u>Reserves</u> | <u>Retained earnings</u> | <u>Owner’s equity before the reorganisation</u> | <u>Sub total</u> | <u>Non-controlling interest</u> | <u>Total</u> |
| | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million |
| At 1 December 2008 | — | — | — | 1,721 | 1,721 | 5,640 | 7,361 |
| Capitalisation and issues of new shares to Parent upon establishment of the Company | 12,870 | (11,149) | — | (1,721) | — | — | — |
| Contribution received from Baosteel Group Co., Ltd (“Baosteel”) 1.2(f) | 130 | 65 | — | — | 195 | — | 195 |
| Profit for the period from 2 December 2008 to 31 December 2008 | — | — | 306 | — | 306 | 20 | 326 |
| Other comprehensive income: | | | | | | | |
| Fair value losses on available-for-sale financial assets, net of tax | — | (7) | — | — | (7) | — | (7) |
| Currency translation differences | — | (10) | — | — | (10) | (2) | (12) |
| Total comprehensive (expense)/income for the period from 2 December 2008 to 31 December 2008 | — | (17) | 306 | — | 289 | 18 | 307 |
| Capital contribution | — | 57 | — | — | 57 | — | 57 |
| Dividends 40 | — | — | (256) | — | (256) | — | (256) |
| Transaction with non-controlling interests 49 | — | 8 | — | — | 8 | (17) | (9) |
| Appropriation | — | 28 | (28) | — | — | — | — |
| At 31 December 2008 | <u>13,000</u> | <u>(11,008)</u> | <u>22</u> | <u>—</u> | <u>2,014</u> | <u>5,641</u> | <u>7,655</u> |

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| | | <u>Attributable to equity holders of the Company</u> | | | | | |
|--|----------------------|--|--------------------------|---|------------------|---------------------------------|--------------|
| Note | <u>Share capital</u> | <u>Reserves</u> | <u>Retained earnings</u> | <u>Owner’s equity before the reorganisation</u> | <u>Sub total</u> | <u>Non-controlling interest</u> | <u>Total</u> |
| | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million |
| At 31 December 2008 | 13,000 | (11,008) | 22 | — | 2,014 | 5,641 | 7,655 |
| Profit for the period | — | — | 2,137 | — | 2,137 | 436 | 2,573 |
| Other comprehensive income: | | | | | | | |
| Fair value gains on available-for-sale financial assets, net of tax | — | 180 | — | — | 180 | 23 | 203 |
| Currency translation differences | — | (52) | — | — | (52) | (21) | (73) |
| Total comprehensive income for the period | — | 128 | 2,137 | — | 2,265 | 438 | 2,703 |
| Dividends 40 | — | — | (1,875) | — | (1,875) | (252) | (2,127) |
| Transaction with non-controlling interests 49 | — | 45 | — | — | 45 | 27 | 72 |
| Attributable to set-up/acquisition of subsidiaries | — | — | — | — | — | 171 | 171 |
| Investments in subsidiaries transferred to investments in associates | — | — | — | — | — | (16) | (16) |
| Additional capital injection from owners and non-controlling interest proportionally | — | — | — | — | — | 47 | 47 |
| Appropriation | — | 208 | (208) | — | — | — | — |
| At 30 June 2009 | <u>13,000</u> | <u>(10,627)</u> | <u>76</u> | <u>—</u> | <u>2,449</u> | <u>6,056</u> | <u>8,505</u> |

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Unaudited consolidated statement of changes in equity for the six months ended 30 June 2008:

| | | Attributable to equity holder of the Company | | | | | |
|--|---------------|--|-------------------|--|--------------|--------------------------|--------------|
| Note | Share capital | Reserves | Retained earnings | Owner’s equity before the reorganisation | Sub total | Non-controlling interest | Total |
| | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million | RMB ‘million |
| | — | — | — | 2,598 | 2,598 | 3,877 | 6,475 |
| At 31 December 2007 | | | | | | | |
| Profit for the period | — | — | — | 2,056 | 2,056 | 324 | 2,380 |
| Other comprehensive income: | | | | | | | |
| Fair value losses on available-for-sale financial assets, net of tax | — | — | — | (318) | (318) | (164) | (482) |
| Currency translation differences | — | — | — | (42) | (42) | (4) | (46) |
| Total comprehensive income for the period | — | — | — | 1,696 | 1,696 | 156 | 1,852 |
| Dividends 40 | — | — | — | — | — | (186) | (186) |
| Transaction with non-controlling interests 49 | — | — | — | (1,459) | (1,459) | 1,804 | 345 |
| Attributable to set-up/acquisition of subsidiaries | — | — | — | — | — | 13 | 13 |
| Liquidation/disposal of subsidiaries | — | — | — | — | — | (6) | (6) |
| Additional capital injection to subsidiaries from owners and non-controlling interest proportionally | — | — | — | — | — | 44 | 44 |
| At 30 June 2008 (Unaudited) | <u>—</u> | <u>—</u> | <u>—</u> | <u>2,835</u> | <u>2,835</u> | <u>5,702</u> | <u>8,537</u> |

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F. Consolidated Cash Flow Statements

| | Note | Year ended 31 December | | | Six months ended 30 June | |
|--|------|------------------------|-----------------|-----------------|-----------------------------|----------------|
| | | 2006 | 2007 | 2008 | 2008 | 2009 |
| | | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Cash flows from operating activities | | | | | | |
| Cash generated from/(used in) operations | 41 | 3,613 | 7,878 | 7,338 | (1,877) | (1,386) |
| Income tax paid | | <u>(389)</u> | <u>(1,036)</u> | <u>(1,742)</u> | <u>(1,297)</u> | <u>(851)</u> |
| Net cash generated from/(used in) operating activities | | <u>3,224</u> | <u>6,842</u> | <u>5,596</u> | <u>(3,174)</u> | <u>(2,237)</u> |
| Cash flows from investing activities | | | | | | |
| Purchases of property, plant and equipment | | (3,376) | (9,015) | (8,092) | (2,709) | (3,851) |
| Purchases of land use rights | | (750) | (4,368) | (2,413) | (1,139) | (630) |
| Purchases of mining rights | | — | (15) | (3,207) | (5) | — |
| Purchases of investment properties | | (165) | (10) | (69) | (33) | — |
| Purchases of intangible assets | | (30) | (1,131) | (1,362) | (689) | (631) |
| Purchases of available-for-sale financial assets | | (73) | (105) | (64) | (42) | (1) |
| Purchases of held-to-maturity financial assets | | (5) | (469) | (43) | (11) | (341) |
| Increase in investment in associates | | (92) | (108) | (262) | (62) | (120) |
| Net cash (outflow)/inflow for acquisition of subsidiaries | 42 | (1,410) | (1,281) | (188) | — | 196 |
| Prepayment for investments | | — | — | — | — | (3,504) |
| Amounts received from related parties and third parties | | (261) | (510) | (883) | (192) | (283) |
| Proceeds from disposal of property, plant and equipment | | 145 | 189 | 94 | 83 | 79 |
| Proceeds from disposal of land use rights | | 18 | 9 | 15 | 5 | — |
| Proceeds from disposal of investment properties | | — | 81 | 60 | 55 | — |
| Proceeds from disposal of intangible assets | | — | — | 3 | 3 | — |
| Proceeds from disposal of available-for-sale financial assets | | 184 | 457 | 666 | 413 | 79 |
| Proceeds from held-to-maturity financial assets upon maturity date | | — | 70 | 500 | 360 | 240 |
| Net cash inflow from disposal of investment in associates | | 232 | 15 | 34 | — | — |
| Net cash inflow/(outflow) on disposal of subsidiaries | 43 | — | 381 | (61) | 11 | — |
| Transaction with non-controlling interests | | 455 | (362) | (1,820) | (1,333) | (149) |
| Dividends received | | <u>85</u> | <u>167</u> | <u>78</u> | <u>30</u> | <u>50</u> |
| Net cash used in investing activities | | <u>(5,043)</u> | <u>(16,005)</u> | <u>(17,014)</u> | <u>(5,255)</u> | <u>(8,866)</u> |

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| Note | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|----------------------|----------------------|-----------------------------|----------------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Cash flows from financing activities | | | | | |
| Proceeds from borrowings | 19,341 | 38,973 | 55,607 | 33,527 | 47,099 |
| Repayments of borrowings | (11,457) | (22,142) | (37,022) | (21,087) | (32,374) |
| Deemed contribution | 160 | — | — | — | — |
| Contribution received from non- controlling interests | 711 | 874 | 874 | 57 | 246 |
| Dividends paid | (186) | (561) | (245) | (170) | — |
| Interest paid | (1,271) | (1,813) | (3,287) | (1,657) | (1,954) |
| Deemed distribution | (150) | (372) | (881) | — | — |
| Contribution received from Baosteel . . | — | — | 195 | — | — |
| Earthquake fund from Parent | — | — | 57 | — | — |
| Changes in restricted cash | <u>188</u> | <u>90</u> | <u>(1,749)</u> | <u>(2,107)</u> | <u>(1,016)</u> |
| Net cash generated from financing activities | <u>7,336</u> | <u>15,049</u> | <u>13,549</u> | <u>8,563</u> | <u>12,001</u> |
| Net increase in cash and cash equivalents | | | | | |
| | 5,517 | 5,886 | 2,131 | 134 | 898 |
| Cash and cash equivalents at beginning of the year/period | 13,007 | 18,517 | 24,281 | 24,281 | 26,094 |
| Exchange losses on cash and cash equivalents | <u>(7)</u> | <u>(122)</u> | <u>(318)</u> | <u>(137)</u> | <u>(46)</u> |
| Cash and cash equivalents at end of the year/period | <u><u>18,517</u></u> | <u><u>24,281</u></u> | <u><u>26,094</u></u> | <u><u>24,278</u></u> | <u><u>26,946</u></u> |

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II NOTES TO THE FINANCIAL INFORMATION**1. Principal activities, organisation and reorganisation****1.1 Principal activities**

The Group is principally engaged in following activities:

- Provision of engineering, construction and other related contracting services for metallurgical and non-metallurgical projects (the “engineering and construction”);
- Development and production of metallurgical equipment, steel structures and other metal products (the “equipment manufacturing”);
- Development, mining and processing of mineral resources and the production of polysilicon (the “resources development”); and
- Development and sale of residential and commercial properties and primary land development (the “property development”).

1.2 Organisation and reorganisation

- (a) The Company was established in the People’s Republic of China (the “PRC” or “China”) on 1 December 2008 as a joint stock company with limited liability as part of the reorganisation of China Metallurgical Group Corporation (“Parent”) and its subsidiaries (collectively, the “Parent Group”). The address of the Company’s registered office is No. 11 Gao Liang Qiao Xiejie, Haidian District, Beijing.
- (b) Prior to the incorporation of the Company, the abovementioned principal activities were carried out by the Parent Group which is operating under the supervision and regulation of SASAC of the State Council.
- (c) Pursuant to the Reorganisation, the principal operations and businesses of engineering and construction, equipment manufacturing, resources development, and property development (the “Core Operations”) of the Parent Group were transferred to the Company.
- (d) In consideration for Parent transferring the above Core Operations to the Company, the Company issued 12,870 million ordinary shares of RMB1.00 per share to Parent representing 99% of the entire registered and paid-up share capital of the Company. Accordingly, Parent became the holding company of the Company.
- (e) In connection with the Reorganisation, the following assets and liabilities (the “Retained Operations”) were not transferred to the Company and were retained by Parent:
 - (i) operating assets and liabilities that were unrelated to the Core Operations, which primarily include manufacture and sale of paper and pulp, operations of certain social and community facilities such as hospitals, schools and hotels; and
 - (ii) certain operating assets and liabilities historically associated with the Core Operations, which mainly represented companies and divisions engaged in minor ancillary construction related services.
- (f) In addition, Baosteel, a state-owned enterprise subscribed for 130 million ordinary shares of RMB1.00 per share of the Company’s registered share capital for a cash consideration of RMB194,463,000.

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- (g) The Reorganisation was effective on 1 December 2008, which is the date on which the Company, Parent and Baosteel signed the legally binding agreement that identified (i) all specific assets and liabilities to be transferred to the Company from Parent and (ii) the capital contribution in cash of RMB194,463,000 made by Baosteel.

2. Basis of presentation

- 2.1 The Company, Parent and Baosteel are all state-owned enterprises controlled and owned by SASAC. Accordingly, the Reorganisation has been accounted for as a reorganisation of business under common control transaction in a manner similar to a uniting of interests. The consolidated income statements, statements of comprehensive income, statements of changes in equity and cash flow statements for the Relevant Periods have been presented as if the current group structure had been in existence throughout the Relevant Periods and as if the Retained Operations as described in Note 1.2(e)(ii) were transferred to the Company by Parent at the beginning of the earliest period presented or since the date when the combining entities first came under the control of SASAC, whichever it is a shorter period. The consolidated balance sheets of the Group as at 31 December 2006 and 2007 have been prepared to present the assets and liabilities of the companies now comprising the Group as if the current group structure had been in existence and as if the Retained Operations as described in Note 1.2(e)(ii) were transferred to the Company by Parent as at those dates.
- 2.2 The Financial Information has not included the assets, liabilities and results of the operations that were unrelated to the Core Operations and were not transferred to the Company pursuant to the Reorganisation as described in Note 1.2(e)(i) above, on the basis that these companies are engaged in dissimilar businesses from those of the Group, have separate management personnel and accounting records and have been financed and operated historically as if they were autonomous.
- 2.3 The Financial Information however includes the assets, liabilities and results of the operations of the Retained Operations that were historically associated with the Core Operations as described in Note 1.2(e)(ii) because they could not be clearly distinguished from the Core Operations and were historically under common management and control. Although the aforementioned Retained Operations were not transferred to the Company, the Directors consider that the historical Financial Information should reflect all of the Group’s core costs of doing businesses that had been part of the Group’s businesses and operations.

The assets and liabilities of these Retained Operations that were historically associated with the Core Operations were accounted for as a distribution to Parent at the effective date of the Reorganisation.

The assets, liabilities and operating results of these Retained Operations that were included in the Financial Information as of 31 December 2006, 2007, 2008 and 30 June 2009 and during each of the years ended 31 December 2006, 2007 and 2008 and six months ended 30 June 2009 were summarised as follow:

| | As at 31 December | | | As at |
|-----------------------------------|-------------------|----------------|--------------|-----------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Non-current assets | 251 | 5,462 | — | — |
| Current assets | 211 | 2,795 | — | — |
| Non-current liabilities | (401) | (651) | — | — |
| Current liabilities | <u>(176)</u> | <u>(5,994)</u> | — | — |
| Net assets | <u>(115)</u> | <u>1,612</u> | <u>—</u> | <u>—</u> |

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| | Year ended 31 December | | | Six months ended 30 June | |
|-----------------------------------|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Revenue | <u>315</u> | <u>981</u> | <u>4,708</u> | <u>2,223</u> | <u>—</u> |
| Loss for the year/period. | <u>(3)</u> | <u>(5)</u> | <u>(742)</u> | <u>(113)</u> | <u>—</u> |

3. Summary of significant accounting policies

The principal accounting policies applied in the preparation of the Financial Information are set out below. These policies have been consistently applied to all the years/periods presented.

3.1 Basis of preparation

The Financial Information has been prepared in accordance with International Financial Reporting Standards (“IFRSs”) issued by International Accounting Standard Board.

The Financial Information has been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets, and financial assets and financial liabilities at fair value through profit or loss, which are carried at fair value.

The preparation of the Financial Information in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group’s accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Financial Information are disclosed in Note 5 below.

The following amendments to existing standards have been published and are mandatory for the Group’s accounting periods beginning on or after 1 July 2009 or later periods, but the Group has not early adopted them:

- IASB’s annual improvements project published in April 2009:
 - Amendment to IFRS 8 ‘Operating segments’ (effective from 1 January 2010). Disclosure of information about total assets and liabilities for each reportable segment is required only if such amounts are regularly provided to the chief operating decision maker. The Group will apply IFRS 8 (amendment) from 1 January 2010. The amendment is not expected to have any material impact on the Group’s financial statements;
 - Amendment to IAS 7 ‘Statement of cash flows’ (effective from 1 January 2010). Only expenditures that result in a recognised asset are eligible for classification as investing activities. The Group will apply IAS 7 (amendment) from 1 January 2010. The amendment is not expected to have any material impact on the Group’s financial statements;
 - Amendment to IAS 17 ‘Leases’ (effective from 1 January 2010). The amendment removes the specific guidance on the classification of long-term leases of land as operating leases. When classifying land leases, the general principles applicable to the classification of leases should be applied. The classification of land leases has to be reassessed on adoption of the amendment on the basis of information existing at inception of the leases. The Group will apply IAS 17 (amendment) from 1 January 2010. The amendment is not expected to have any material impact on the Group’s financial statements;
 - Amendment to IAS 36 ‘Impairment of assets’ (effective from 1 January 2010). This clarifies that the largest unit permitted for the goodwill impairment test is the lowest level of operating segment before any aggregation as defined in IFRS 8. The Group will apply IAS 36

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(amendment) from 1 January 2010. The amendment is not expected to have any impact on the Group’s financial statements; and

- Amendment to IAS 38 ‘Intangible assets’ (effective from 1 July 2009). This clarifies the description of the valuation techniques commonly used to measure intangible assets acquired in a business combination when they are not traded in an active market. In addition, an intangible asset acquired in a business combination might be separable but only together with a related contract, identifiable asset or liability. In such cases, the intangible asset is recognised separately from goodwill but together with the related item. The Group will apply IAS 38 (amendment) from 1 January 2010. The amendment is not expected to have any material impact on the Group’s financial statements.

3.2 Consolidation

(a) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that the Group control ceases.

The transfer/acquisition of equity interests in subsidiaries which are regarded as common control combinations are accounted for in a manner similar to a uniting of interests. Assets and liabilities are transferred at book value, adjusted only to harmonise accounting policies, and no goodwill arises. Any difference between the consideration given and the aggregate book value of the assets and liabilities acquired (as of the date of the transaction) is included in equity. The Financial Information incorporates the acquired entity’s results as if both entities (acquirer and acquiree) had always been combined. Consequently, the Financial Information reflects both entities’ full year’s results, even though the business combination may have occurred part of the way through the year. In addition, the corresponding amounts for the previous year also reflect the combined results of both entities, even though the transaction did not occur until the current year.

The acquisition method of accounting is used to account for business combinations other than common control combinations by the Group. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest’s proportionate share of the acquiree’s net assets.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the Group’s share of the identifiable net assets acquired is recorded as goodwill (Note 3.10(a)). If this is less than the fair value of the net assets of the subsidiary acquired in the case of bargain purchase, the difference is recognised directly in the consolidated income statements.

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Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

In the Company’s balance sheet, investments in subsidiaries are stated at cost less provision for impairment losses (Note 12). Dividend income is recognised when the right to receive payment is established.

(b) Transactions with non-controlling interests

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(c) Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. In some cases, the percentage of equity interest in entities accounted for as associates exceeds 50% due to profit sharing arrangements. The Group does not control these entities because the proportion of voting rights held is less than 50%. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. The Group’s investment in associates includes goodwill identified on acquisition, net of any accumulated impairment loss. See Note 3.11 for the impairment of non-financial assets including goodwill.

The Group’s share of its associates’ post-acquisition profits or losses is recognised in the consolidated income statements, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group’s share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

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

3.3 Segment reporting

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

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3.4 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the entities within the Group are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The Financial Information is presented in Renminbi (“RMB”), which is the Company’s functional currency and the Group’s and the Company’s presentation currency.

(b) Transactions and balances

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

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the consolidated income statements within “finance income or costs”. All other foreign exchange gains and losses are presented in the consolidated income statements within “other gains-net”.

Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets such as equities classified as available-for-sale are included in equity.

(c) Group companies

The results and financial position of all the entities within the Group (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (i) assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
- (ii) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions); and
- (iii) All resulting exchange differences are recognised as a separate component of equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations are taken to owners’ equity. When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the consolidated income statements as part of the gain or loss on sale.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

3.5 Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and accumulated impairment losses, if any. Historical cost includes expenditures that are directly attributable to the acquisition of the

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items. Subsequent costs are included in the asset’s carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance costs are charged to the consolidated income statements during the financial period in which they are incurred.

Other than mining structures, depreciation is calculated using the straight-line method to write off the cost less accumulated impairment loss of each asset to its residual value over its estimated useful life, as follows:

| | |
|---|-------------|
| - Buildings | 15-40 years |
| - Plant and machinery | 4-14 years |
| - Transportation equipment | 5-12 years |
| - Furniture, office and other equipment | 3-8 years |

Mining structures (including the main and auxiliary mine shaft and underground tunnels) are depreciated over their expected total production on a unit of production basis using proved reserve. The proved reserve used for depreciation is restricted to the total production expected to be extracted during the licence/lease term.

Construction-in-progress represents buildings, plant and machinery under construction or pending installation and is stated at cost. Cost includes the costs of construction of buildings and costs of plant and machinery. No provision for depreciation is made on construction-in-progress until such time as the relevant assets are completed and ready for intended use. When the assets concerned are brought into use, the costs are transferred to property, plant and equipment and depreciated in accordance with the policy as stated above.

The assets’ residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are recognised within “other gains — net” in the consolidated income statements.

3.6 Deferred overburden removal costs

Overburden and other mine waste materials are often removed during the initial development of a mine site in order to access the mineral deposit. This activity is referred to as development stripping. The directly attributable costs (inclusive of an allocation of relevant overhead expenditure) are capitalised as development costs. Capitalisation of development stripping costs ceases, and depreciation of those capitalised costs commences, at the time that saleable materials begin to be extracted from the mine. Depreciation of capitalised development stripping costs is determined on a unit of production basis for each separate area of interest.

Removal of waste material normally continues throughout the life of a mine. This activity is referred to as production stripping and commences at the time that saleable materials begin to be extracted from the mine. The costs of production stripping are charged to the consolidated income statements as operating costs when the ratio of waste material to ore extracted from an area of interest is expected to be constant throughout its estimated life. When the ratio of waste to ore is not expected to be constant, production stripping costs are accounted for as follows:

- All costs are initially charged to the consolidated income statements and classified as operating costs;
- When the current ratio of waste to ore is greater than the estimated life-of-mine ratio, a portion of the stripping costs (inclusive of an allocation of relevant overhead expenditure) is capitalised; and

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- In subsequent years when the ratio of waste to ore is less than the estimated life-of-mine ratio, a portion of capitalised stripping costs is charged to the consolidated income statements as operating costs.

The amount of production stripping costs capitalised or charged in consolidated income statements is determined so that the stripping expense for the financial year reflects the estimated life-of-mine ratio. Changes to the estimated life-of-mine ratio are accounted for prospectively from the date of the change.

Capitalised development stripping costs are classified as “Plant and machinery” and capitalised production stripping costs are classified as “Mining structures”. These assets are considered in combination with other assets of an operation for the purpose of undertaking impairment assessment. Depreciation policy on these assets are described in Note 3.5.

3.7 Land use rights

Land use rights represent upfront operating lease payments made for the land and are stated at cost less accumulated amortisation and impairment loss. Cost represents consideration paid for the rights to use the land on which various plants and buildings are situated for periods varying from 40 to 70 years. Amortisation of land use rights is calculated on a straight-line basis over the period of the land use right.

3.8 Mining rights

Mining rights are stated at cost less accumulated amortisation and impairment loss and are amortised on a units of production basis using proved reserves.

3.9 Properties

- (a) Investment properties

Property that is held for long-term yields or for capital appreciation or both, and that is not occupied by the companies comprising the Group, is classified as investment property. Investment properties are stated at cost including related transaction costs, less accumulated depreciation and impairment losses. Subsequent expenditure is charged to the asset’s carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed in the consolidated income statements during the financial period in which they are incurred.

If an investment property becomes owner-occupied, it is reclassified as property, plant and equipment. Property that is being constructed or developed for future use as investment property is classified as property, plant and equipment and stated at cost until construction or development is completed, at which time it is reclassified and subsequently accounted for as investment property.

Depreciation is calculated using the straight-line method to amortise and write off the cost of the asset over a period ranging from 20 to 40 years.

The assets’ residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

An asset’s carrying amount is written down immediately to its recoverable amount if the asset’s carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount, and are recognised in the consolidated income statements.

Rental income from investment property is recognised in the consolidated income statements on a straight-line basis over the term of the lease.

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(b) Properties under development

Properties under development are stated at the lower of cost and net realisable value and comprise development expenditure, land use right, professional fees and interest capitalised. Net realisable value is determined by reference to management estimates based on prevailing market conditions less costs to be incurred in selling the property. On completion, the properties are transferred to completed properties held for sale.

(c) Completed properties held for sale

Completed properties held for sale are completed properties remaining unsold at year end and are stated at the lower of cost and net realisable value. Net realisable value is determined by reference to expected sales proceeds of completed properties sold in the ordinary course of business less all estimated selling expenses, or by management estimates based on prevailing marketing conditions.

3.10 Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group’s share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units (“CGUs”) for the purpose of impairment testing. The allocation is made to those CGUs or groups of CGUs that are expected to benefit from the business combinations in which the goodwill arose.

(b) Patent and proprietary technologies

Patents and proprietary technologies are initially recorded at cost and are amortised on a straight-line basis over their useful lives of 5 to 20 years as stated in the contracts.

(c) Computer software

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire the specific software. These costs are amortised over their estimated useful lives of 3 to 5 years.

(d) Concession assets

The Group engages in certain service concession arrangements in which the Group carries out construction work for the granting authority and receives in exchange a right to operate the assets concerned in accordance with the pre-established conditions set by the granting authority. In accordance with IFRIC 12, “Service concession arrangements”, the assets under the concession arrangements may be classified as intangible assets or financial assets. The assets are classified as intangible assets if the operator receives a right (a licence) to charge users of the public service, or as financial assets if paid by the granting authority. The Group classifies the non-current assets linked to the long-term investment in these concession arrangements as “concession assets” within intangible assets classification on the consolidated balance sheets. Once the underlying infrastructure of the concession arrangements has been completed, the concession assets will be amortised over the term of the concession of 30 years on the straight-line basis under the intangible asset model.

3.11 Impairment of investments in subsidiaries, associates and non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the 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 value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows (CGUs). Assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

3.12 Financial assets

3.12.1 Classification

The Group classifies its financial assets in the following categories: financial assets at fair value through profit or loss, loans and receivables, held-to-maturity and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

(a) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are financial assets held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short-term. Derivatives are also categorised as held for trading unless they are designated as hedges. Assets in this category are classified as current assets.

(b) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for those with maturities greater than 12 months after the balance sheet date which are classified as non-current assets. Loans and receivables are included in “trade and other receivables” and “cash and cash equivalents” in the consolidated balance sheets.

(c) Held-to-maturity financial assets

Held-to-maturity financial assets are non-derivative financial assets with fixed or determinable payments and fixed maturities that the Group’s management has the positive intention and ability to hold to maturity. The Group assesses its intention and ability to hold its held-to-maturity investments to maturity at each subsequent balance sheet date. If the Group was to sell other than an insignificant amount of held-to-maturity financial assets, the whole category would be tainted for two full annual reporting periods and reclassified as available-for-sale. Held-to-maturity financial assets are included in non-current assets, except for those with maturities less than 12 months from the balance sheet date which are classified as current assets.

(d) Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the balance sheet date.

3.12.2 Recognition and measurement

Purchases and sales of financial assets are recognised on trade-date — the date on which the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the consolidated income statements. Financial assets are derecognised when the right to receive cash flows from the investment have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value or at cost less provision for impairment if their fair value cannot be measured reliably. At each balance sheet date subsequent to initial recognition, loans and receivables and held-to-maturity financial assets are carried at amortised cost using the effective interest method, less provision for impairment.

Gains or losses arising from changes in the fair value of the “financial assets at fair value through profit or loss” category are presented in the consolidated income statements within “other gains — net” in the period in which they arise. Dividend income from financial assets at fair value through profit or loss is recognised in the consolidated income statements as part of “other income” when the Group’s right to receive payments is established.

Changes in the fair value of monetary and non-monetary securities classified as available-for-sale are recognised in equity. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the consolidated income statements as “Gain/(loss) on disposal of available-for-sale financial assets”.

Interest on available-for-sale securities calculated using the effective interest method is recognised in the consolidated income statements as part of other income. Dividends on available-for-sale equity instruments are recognised in the consolidated income statements as part of other income when the Group’s right to receive payments is established.

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the Group establishes fair value by using valuation techniques. These include the use of recent arm’s length transactions, reference to other instruments that are substantially the same, discounted cash flow analysis and option pricing models, making maximum use of market inputs and relying as little as possible on entity-specific inputs.

The Group assesses at each balance sheet date whether there is objective evidence that a financial asset or a group of financial assets is impaired. In the case of equity securities classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is considered as an indicator that the securities are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss — measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss — is removed from equity and recognised in the consolidated income statements. Impairment losses of available-for-sale financial assets recognised in the consolidated income statements on equity instruments are not reversed through the consolidated income statements. An impairment loss is recognised in profit or loss when there is objective evidence that held-to-maturity financial assets are impaired, and is measured as the difference between the asset’s carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed on initial recognition. Impairment losses of held-to-maturity financial assets are reversed in subsequent periods when an increase in the investment’s recoverable amount can be related objectively to an event occurring after the impairment was recognised, subject

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to the restriction that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised. Impairment testing of trade and other receivables is described in Note 3.14.

3.13 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method. The cost of finished goods and work-in-progress comprises design costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

3.14 Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade and other receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset’s carrying amount and the present value of estimated future cash flows, discounted at the effective interest rate. The carrying amount of the assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the consolidated income statements within “administrative expenses”. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against administrative expenses in the consolidated income statements.

3.15 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less.

3.16 Share capital

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

3.17 Trade payables

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

3.18 Borrowings and borrowing costs

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

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

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Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are included in the cost of that asset. Such borrowing costs are capitalised as part of the cost of the asset when it is probable that they will result in future economic benefits to the entity and the costs can be measured reliably. Other borrowing costs are recognised as an expense in the period in which they are incurred.

3.19 Current and deferred income tax

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

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

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

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

Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

3.20 Employee benefits

(a) Pension obligations

The full-time employees of the Group in the PRC are covered by various government-sponsored pension plans under which the employees are entitled to a monthly pension based on certain formulas. The relevant government agencies are responsible for the pension liability to these retired employees. The Group contributes on a monthly basis to these pension plans. Under these plans, the Group has no obligation for post-retirement benefits beyond the contributions made. Contributions to these plans are expensed as incurred.

The Group also provided supplementary pension subsidies to certain retired employees in the PRC. Such supplementary pension subsidies are considered to be defined benefit plans as the Group is obligated to provide post-employment benefits to these employees. The liability recognised in the consolidated balance sheets in respect of these defined benefit plans is the present value of the defined benefit obligation at the balance sheet date, together with adjustments for unrecognised actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by independent qualified actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using

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interest rates of government securities which have maturity approximating to the terms of the related pension liability. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions in excess of 10% of the defined benefit obligation are charged or credited to the consolidated income statements immediately. Past-service costs are recognised immediately in the consolidated income statements.

(b) Other post-employment obligations

Some Group companies in the PRC provide post-retirement medical benefits to their retired employees. The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit pension plans. Actuarial gains and losses arising from experience adjustments, and changes in actuarial assumptions in excess of 10% of the defined benefit obligation, are charged or credited to the consolidated income statements immediately. These obligations are valued annually by independent qualified actuaries.

(c) Termination and early retirement benefits

Termination and early retirement benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination and early retirement benefits when it is demonstrably committed to either: (i) terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or (ii) providing termination benefits as a result of an offer made to encourage voluntary redundancy. The specific terms vary among the terminated and early retired employees depending on various factors including position, length of service and district of the employee concerned.

(d) Housing funds

All full-time employees of the Group in the PRC are entitled to participate in various government-sponsored housing funds. The Group contributes on a monthly basis to these funds based on certain percentages of the salaries of the employees. The Group’s liability in respect of these funds is limited to the contributions payable in each period.

(e) Bonus entitlements

The expected cost of bonus payments is recognised as a liability when the Group has a present contractual or constructive obligation as a result of services rendered by employees and a reliable estimate of the obligation can be made. Liabilities for bonus are expected to be settled within twelve months and are measured at the amounts expected to be paid when they are settled.

3.21 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

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

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

3.22 Restoration and rehabilitation

The mining, extraction and processing activities normally give rise to obligations for site restoration and rehabilitation. Restoration and rehabilitation works can include facility decommissioning and dismantling; removal or treatment of waste materials; land rehabilitation; and site restoration. The extent of work required and the associated costs are dependent on the requirements of relevant authorities.

Provisions for the cost of each restoration and rehabilitation program are recognised at the time that environmental disturbance occurs. When the extent of disturbance increases over the life of an operation, the provision is increased accordingly. Costs included in the provision encompass all restoration and rehabilitation activity expected to occur progressively over the life of the operation and at the time of closure in connection with disturbances at the reporting date.

Costs arising from unforeseen circumstances, such as the contamination caused by unplanned discharges, are recognised as an expense and liability when the event gives rise to an obligation which is probable and capable of reliable estimation.

Restoration and rehabilitation provisions are measured at the expected value of future cash flows, discounted to their present value and determined according to the probability of alternative estimates of cash flows occurring for each operation. Discount rates used are specific to the country in which the operation is located. Significant judgements and estimates are involved in forming expectations of future activities and the amount and timing of the associated cash flows. Those expectations are formed based on existing environmental and regulatory requirements.

When provisions for restoration and rehabilitation are initially recognised, the corresponding cost is capitalised as an asset, representing part of the cost of acquiring the future economic benefits of the operation. The capitalised cost of restoration and rehabilitation activities is classified as “mining structures” and amortised over the estimated economic life of the operation on a units of production basis. The value of the provision is progressively increased over time as the effect of discounting unwinds, creating an expense recognised in finance charges.

Restoration and rehabilitation provisions are also adjusted for changes in estimates. Those adjustments are accounted for as a change in the corresponding capitalised cost, except where a reduction in the provision is greater than the unamortised capitalised cost, in which case the capitalised cost is reduced to nil and the remaining adjustment is recognised in the consolidated income statements. Changes to the capitalised cost result in an adjustment to future amortisation charges. Adjustments to the estimated amount and timing of future restoration and rehabilitation cash flows are a normal occurrence in light of the significant judgements and estimates involved. Factors influencing those changes include revisions to estimated reserves, resources and lives of operations; development in technology; regulatory requirements and environmental management strategies; changes in the estimated costs of anticipated activities, including the effects of inflation and movements in foreign exchange rates; and movements in interest rates affecting the discount rate applied.

3.23 Government grants

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions.

Government grants relating to costs are deferred and recognised in the consolidated income statements over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred government grants and are credited to the consolidated income statements on a straight-line basis over the expected lives of the related assets.

3.24 Contract work

Contract costs are recognised as expense in the period in which they are incurred. When the outcome of a contract cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. When the outcome of a contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately.

The Group uses the “percentage of completion method” to determine the appropriate amount of profit to be recognised in a given period. The stage of completion is measured by reference to the contract costs incurred up to the balance sheet date as a percentage of total estimated costs for each contract. Costs incurred in the year/period in connection with the future activity of a contract are excluded from contract costs in determining the stage of completion. They are presented as inventories or prepayments, depending on their nature.

Contract work-in-progress is valued at the cost of the work done, plus the expected profit upon completion of the project in proportion to the progress made and less progress billings and provisions. Provisions are recognised for expected losses on contract work-in-progress, as soon as they are foreseen, and deducted from the cost. The cost includes direct project costs, consisting of direct payroll costs, materials, costs of subcontracted work, borrowing costs directly attributable to the relevant contracts, rental charges, maintenance costs for the equipment used and other direct costs.

Profits are not recognised unless a reliable estimate can be made of the result on completion of the project. The balance of the value of contract work-in-progress and progress billings is determined on a project to project basis. For projects where the progress billings exceed the value of contract work-in-progress, the balance is recognised under current liabilities instead of under current assets. The respective balance sheet items are “amounts due to customers for contract work” and “amounts due from customers for contract work”.

3.25 Revenue recognition

Revenue comprises the fair value of the consideration received or receivable for the construction contracts and sale of goods and services in the ordinary course of the Group’s activities. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the Group.

The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the Group’s activities as described below. The amount of revenue is not considered to be reliably measurable until all contingencies relating to the sale have been resolved. The Group bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

(a) **Revenue from construction and service contracts**

When the outcome of a contract can be estimated reliably, revenue from construction and service contracts is recognized under the percentage of completion method and is measured mainly by reference to the contract costs incurred up to the balance sheet date as a percentage of total estimated costs for each contract. When the outcome of a contract cannot be estimated reliably, revenue is recognized only to the extent of contract costs incurred that it is probable will be recoverable and such contract costs is recognized as an expense in the period in which they are incurred.

Variation in contract work, claims and incentive payments are included in the contract revenue to the extent that it is probable that they will result in revenue and they are capable of being reliably measured.

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If circumstances arise that may change the original estimates of revenues, costs or extent of progress toward completion, estimates are revised. These revisions may result in increases or decreases in estimated revenues or costs and are reflected in the consolidated income statements in the period in which the circumstances that give rise to the revision become known by management.

(b) Revenue from mining

Revenue from mining is recognised when the risks and rewards are transferred to the customers, which is at the date when the customer receives and accepts the goods and collectability of the related receivables is reasonably assured.

(c) Revenue from sales of properties

Revenue from sale of properties is recognised when the risks and rewards of the properties are transferred to the customers, which occurs when the construction of relevant properties has been completed and the properties have been delivered to the purchasers pursuant to the sales agreement and collectability of the related receivables is reasonably assured. Deposits and instalments received on properties sold prior to the date of revenue recognition are included in the consolidated balance sheets under current liabilities.

(d) Services rendered

Revenue for services rendered mainly includes technique development, design, consultation and supervision is recognised when services are rendered and when it is probable that the economic benefits associated with the transaction will flow to the entity.

(e) Sales of products

Sales of products are recognised when significant risks and rewards of ownership of the goods are transferred to the customers, and the customer has accepted the products and collectability of the related receivables is reasonably assured.

(f) Rental income

Rental income under operating leases of buildings is recognised on a straight-line basis over the lease term.

(g) Interest income

Interest income is recognised on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

(h) Dividend income

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

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3.26 Operating leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

(a) As a lessee

Payments made under operating leases (net of any incentives received from the lessor) are charged to the consolidated income statements on a straight-line basis over the period of the lease.

(b) As a lessor

Assets leased out under operating leases are included in property, plant and equipment and investment properties on the consolidated balance sheets.

3.27 Research and development

Research expenditure is recognised as an expense as incurred. Costs incurred on development projects (relating to the design and testing of new or improved products) are recognised as intangible assets when the following criteria are fulfilled:

- (i) it is technically feasible to complete the intangible asset so that it will be available for use or sale;
- (ii) management intends to complete the intangible asset and use or sell it;
- (iii) there is an ability to use or sell the intangible asset;
- (iv) it can be demonstrated how the intangible asset will generate probable future economic benefits;
- (v) adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available; and
- (vi) the expenditure attributable to the intangible asset during its development can be reliably measured.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred. Development costs previously recognised as an expense are not recognised as an asset in a subsequent period. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use on a straight-line basis over its useful life.

3.28 Dividend distribution

Dividend distribution to the Group’s equity holders is recognised as a liability in the Financial Information in the period in which the dividends are approved by the Group’s equity holders or directors, where appropriate.

3.29 Financial guarantee contract

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument. A financial guarantee contract is recognised initially at fair value, and subsequently measured (unless they are designated as at fair value through profit or loss) at higher of (i) the amount determined in accordance with IFRS 37, “Provisions, contingent liabilities and contingent assets”, and (ii) the amount initially recognised less, when appropriate, cumulative amortisation recognised over the life of the guarantee on a straight-line basis.

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4. Financial risk management**4.1 Financial risk factors**

The Group’s activities expose it to a variety of financial risks: market risk (including foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. Management monitors these exposures to ensure appropriate measures are implemented in a timely and effective manner.

(a) Foreign exchange risk

The functional currency of a majority of the entities within the Group is RMB and most of the transactions are settled in RMB. However, there were also foreign currency denominated transactions arising from the Group’s foreign operations and purchases of machinery and equipment from overseas suppliers. RMB is not freely convertible into other foreign currencies and conversion of RMB into foreign currencies is subject to rules and regulations of foreign exchange control promulgated by the PRC government.

The Group’s exposure to foreign exchange risk relates principally to its trade and other receivables, cash and cash equivalents, trade and other payables and borrowings that were denominated mainly in United States Dollars (“US dollar”) as at 31 December 2006, 2007 and 2008 and 30 June 2009.

To mitigate the impact of exchange rate fluctuations, the Group continually assesses and monitors its exposure to foreign exchange risk. During the Relevant Periods, management did not consider it was necessary to enter into any hedging transactions in order to reduce the exposure to foreign exchange risk, because the exposure, after netting off the assets and liabilities subject to foreign exchange risk is not significant.

As at 31 December 2006, 2007 and 2008 and 30 June 2009, if RMB had strengthened by 5% against US dollar respectively with all other variables held constant, which were considered reasonably possible at each of the dates by management, the profit after tax for each of the years ended 31 December 2006 and 2007 would have been approximately RMB39 million and RMB111 million lower respectively, and the profit after tax for the year ended 31 December 2008 and the six months ended 30 June 2009 would have been approximately RMB250 million and RMB175 million higher, mainly as a result of foreign exchange losses/gains on translation of US dollar-denominated trade and other receivables, cash and cash equivalents, trade and other payables and borrowings; no other components of equity for the years and period would have been changed.

(b) Interest rate risk

The Group’s exposure to interest rate risk relates principally to its restricted cash, cash and cash equivalents, trade and other receivables and borrowings. Restricted cash, cash and cash equivalents, trade and other receivables and borrowings at variable rates expose the Group to cash flow interest-rate risk, and those at fixed rates expose the Group to fair value interest-rate risk. As at 31 December 2006, 2007 and 2008 and 30 June 2009 approximately nil, RMB109 million, RMB208 million and RMB418 million of the Group’s restricted cash, approximately RMB162 million, RMB401 million, RMB486 million and RMB511 million of the Group’s cash and cash equivalents and approximately RMB21,045 million, RMB32,445 million, RMB20,904 million and RMB29,785 million of the Group’s borrowings were at fixed rates, respectively. The interest rates and maturities of the Group’s restricted cash, cash and cash equivalents, trade and other receivables and borrowings are disclosed in Notes 21, 22, 17 and 26 respectively.

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To mitigate the impact of interest rate fluctuations, the Group continually assesses and monitors its exposure to interest rate risk and entered into fixed rate borrowings arrangements. The interest rates and maturities of these borrowings were disclosed in Note 26.

As at 31 December 2006, 2007 and 2008 and 30 June 2009, if the interest rates on RMB-denominated borrowings had been 27, 54, 54, and 54 basis points higher with all other variables held constant, which were considered reasonably possible at each of the dates by management, profit after income tax for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 would have been RMB4 million, RMB26 million, RMB82 million and RMB128 million lower, respectively, mainly as a result of higher interest expenses on bank borrowings and the amounts due to related parties; no other components of equity for the years and period would have been changed.

As at 31 December 2006, 2007 and 2008 and 30 June 2009, if the interest rates on US dollar-denominated borrowings had been 50 basis points higher with all other variables held constant, which were considered reasonably possible at each of the dates by management, profit after income tax for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 would have been RMB2 million, RMB1 million, RMB5 million and RMB13 million lower, respectively, mainly as a result of higher interest expenses on bank borrowings and the amounts due to related parties; no other components of equity for the years and period would have been changed.

(c) Price risk

The Group is exposed to equity securities price risk because the Group’s equity securities investments are classified as available-for-sale financial assets or financial assets at fair value through profit or loss which are required to be stated at their fair values.

The following table details the Group’s sensitivity to a 1% increase and 1% decrease in equity price on the available-for-sale financial assets or financial assets at fair value through profit or loss at each balance sheet date while all other variables were held constant. Management has used 1% to illustrate the equity price risk as the fluctuation in equity price is unpredictable.

| | As at 31 December | | | As at |
|----------------------------------|-------------------|------|------|--------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| Change in equity price | 1% | 1% | 1% | 1% |

| | For the year ended 31 December | | | Six months ended 30 June 2009 |
|---|-----------------------------------|-----------------|-----------------|--|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Impact on profit attributable to equity holders of the Company | | | | |
| Increase/(decrease) in profit attributable to equity holders of the Company for the year/period | | | | |
| — as a result of increase in equity price | 4 | — | — | — |
| — as a result of decrease in equity price | (4) | — | — | — |
| Impact on equity | | | | |
| Increase/(decrease) in equity for the year/period | | | | |
| — as a result of increase in equity price | 4 | 10 | 3 | 5 |
| — as a result of decrease in equity price | (4) | (10) | (3) | (5) |

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(d) Credit risk

The carrying amounts of cash and cash equivalents, restricted cash, held-to-maturity financial assets, trade and other receivables (except for prepayment to suppliers and staff advances), represent the Group’s maximum exposure to credit risk in relation to those financial assets.

Substantially all of the Group’s cash and cash equivalents are held in major financial institutions located in the PRC, which management believes are of high credit quality. None of cash at bank, bank deposits, restricted cash and held-to-maturity financial assets of the Group and the Company that were fully performing has been renegotiated during the Relevant Periods.

The Group has policies in place to ensure that services are rendered and products are sold to customers with appropriate credit history and the Group performs periodic credit evaluations of its customers. Normally the Group does not require collaterals from trade debtors. The directors consider the Group does not have a significant concentration of credit risk. No single customer accounted for more than 5% of the Group’s total revenues during the Relevant Periods.

(e) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The Group aims to maintain flexibility in funding by keeping committed credit lines available. The Group finances its working capital requirements through a combination of funds generated from operations and bank and other borrowings.

The maturity analysis of borrowings that shows the remaining contractual maturities is disclosed in Note 26(e). Generally there is no specific credit period granted by the suppliers but the related trade payables are normally expected to be settled within one year after receipt of goods or services.

The table below analyses the Group and the Company’s financial liabilities that will be settled into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant.

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Group

| | <u>Less than 1 year</u> RMB 'million | <u>Between 1 and 2 years</u> RMB 'million | <u>Between 2 and 5 years</u> RMB 'million | <u>Over 5 years</u> RMB 'million |
|------------------------------------|---|--|--|-------------------------------------|
| As at 31 December 2006 | | | | |
| Borrowings | 19,831 | 1,807 | 3,466 | 830 |
| Trade and other payables | <u>29,522</u> | <u>268</u> | <u>22</u> | <u>—</u> |
| | <u>49,353</u> | <u>2,075</u> | <u>3,488</u> | <u>830</u> |
| As at 31 December 2007 | | | | |
| Borrowings | 36,488 | 3,463 | 2,332 | 1,465 |
| Trade and other payables | <u>44,399</u> | <u>442</u> | <u>100</u> | <u>—</u> |
| | <u>80,887</u> | <u>3,905</u> | <u>2,432</u> | <u>1,465</u> |
| As at 31 December 2008 | | | | |
| Borrowings | 41,227 | 8,353 | 8,496 | 5,707 |
| Trade and other payables | <u>49,252</u> | <u>174</u> | <u>83</u> | <u>—</u> |
| | <u>90,479</u> | <u>8,527</u> | <u>8,579</u> | <u>5,707</u> |
| As at 30 June 2009 | | | | |
| Borrowings | 46,164 | 11,416 | 16,265 | 7,971 |
| Trade and other payables | <u>52,731</u> | <u>108</u> | <u>27</u> | <u>215</u> |
| | <u>98,895</u> | <u>11,524</u> | <u>16,292</u> | <u>8,186</u> |

Company

| | <u>Less than 1 year</u> RMB 'million | <u>Between 1 and 2 years</u> RMB 'million | <u>Between 2 and 5 years</u> RMB 'million | <u>Over 5 years</u> RMB 'million |
|------------------------------------|---|--|--|-------------------------------------|
| As at 31 December 2008 | | | | |
| Borrowings | 20,065 | 781 | 5,134 | 5,362 |
| Trade and other payables | <u>12,442</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| | <u>32,507</u> | <u>781</u> | <u>5,134</u> | <u>5,362</u> |
| As at 30 June 2009 | | | | |
| Borrowings | 19,717 | 1,433 | 8,037 | 6,723 |
| Trade and other payables | <u>11,579</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| | <u>31,296</u> | <u>1,433</u> | <u>8,037</u> | <u>6,723</u> |

4.2 Fair value estimation

The carrying amounts of the Group’s financial assets, including cash and cash equivalents, deposits in approved financial institutions, trade and other receivables and financial liabilities including trade and other payables, short-term borrowings, approximate their fair values because of their short maturities. The face values less any estimated credit adjustments for financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values.

The fair value of financial instruments traded in active markets (such as trading and available-for-sale securities) is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price.

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The fair value of financial liabilities is estimated by discounting the future contractual cash flows at the current market interest rate available to the Group for similar financial instruments. The fair values of non-current borrowings are disclosed in Note 26.

4.3 Capital risk management

The Group’s objectives when managing capital are to safeguard the Group’s ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as the total borrowings, as shown in the consolidated balance sheets, less cash and cash equivalents. Total capital is calculated as total equity, as shown in the consolidated balance sheets, plus net debt. The Group aims to maintain the gearing ratio at a reasonable level.

The gearing ratios as at 31 December 2006, 2007 and 2008 and 30 June 2009 are as follows:

| | As at 31 December | | | As at |
|---|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Total borrowings (Note 26) | 24,133 | 40,869 | 57,439 | 73,090 |
| Less: Cash and cash equivalents (Note 22) | (18,517) | (24,281) | (26,094) | (26,946) |
| Net debt | 5,616 | 16,588 | 31,345 | 46,144 |
| Total equity | 2,254 | 6,475 | 7,655 | 8,505 |
| Total capital | 7,870 | 23,063 | 39,000 | 54,649 |
| Gearing ratio | 71% | 72% | 80% | 84% |

5. Critical accounting estimates and judgments

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will seldom completely equal the final actual results theoretically. The estimates and 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 addressed below.

(a) Construction contracts

Revenue from individual contracts is recognised under the percentage of completion method which requires estimations by management. Anticipated losses are fully provided on contracts when identified. Because of the nature of the activity undertaken in construction and engineering businesses, the date at which the contract activity is entered into and the date when the activity is completed usually fall into different accounting periods.

The Group reviews and revises the estimates of both contract revenue and contract costs (including material costs) in the budget prepared for each contract as the contract progresses. Management regularly reviews the progress of the contracts and the corresponding costs of the contract. If circumstances arise that may change the original estimates of revenues, costs or extent of progress

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toward completion, estimates are revised. These revisions may result in increases or decreases in estimated revenues or costs and are reflected in the consolidated income statements in the period in which the circumstances that give rise to the revision become known by management.

(b) Useful lives and residual value of property, plant and equipment

The Group's management determines the residual value, useful lives and related depreciation charges for its property, plant and equipment. This estimate is based on the historical experience of the actual residual value and useful lives of plant and equipment of similar nature and functions. It could change significantly as a result of technical innovations and competitor actions in response to severe industry cycles. Management will increase the depreciation charge where residual value or useful lives are less than previously estimated, or it will write-off or write-down technically obsolete or non-strategic assets that have been abandoned or sold.

(c) Impairment of assets

At each balance sheet date, the Group considers both internal and external sources of information to assess whether there is any indication that assets are impaired. If any such indication exists, the recoverable amount of the asset is estimated and an impairment loss is recognised to reduce the carrying amount of the asset to its recoverable amount. Accordingly, there will be an impact to the future results if there is a significant change in the recoverable amounts of the assets.

(d) Current taxation and deferred taxation

The Group is subject to income taxes in several jurisdictions. Judgment is required in determining the provision for income taxes in each of these jurisdictions. There are many transactions and calculations for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the periods in which such determination are made.

Deferred tax assets relating to certain temporary differences and tax losses are recognised as management considers it is probable that future taxable profit will be available against which the temporary differences or tax losses can be utilised. Where the expectation is different from the original estimate, such differences will impact the recognition of deferred tax assets and taxation in the periods in which such estimates are changed.

(e) Fair value of derivatives and other financial instruments

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each balance sheet date.

(f) Pension and post employment obligations

The present value of the pension and post employment obligations depends on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost (income) for provisions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations.

The Group determines the appropriate discount rate at the end of each year/period. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Group

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considers the interest rates of government securities which have maturity approximating to the terms of the related pension liability.

Other key assumptions for pension obligations are based in part on current market conditions. Additional information is disclosed in Note 28.

6. Segment information

Management has determined the operating segments based on the reports reviewed by the President’s office that are used to make strategic decisions.

The President’s office consider the business from a products and services perspective, which mainly includes four reportable operating segments: (i) engineering and construction; (ii) equipment manufacturing; (iii) resources development and (iv) property development.

The “others” segment mainly comprises trading for import and export and consulting services. Neither of these constitutes a separately reportable segment.

Unallocated costs consist of corporate expenses. Inter-segment transactions were conducted at terms mutually agreed amongst those operating segments.

Segment assets consist primarily of property, plant and equipment, land use rights, mining rights, investment properties, intangible assets, investment in associates, held-to-maturity financial assets, other non-current assets, inventories, properties under development, completed properties held for sale, amounts due from customers for contract work, trade and other receivables, restricted cash and cash and cash equivalents. Unallocated assets comprise deferred taxation, available-for-sale financial assets, and financial assets at fair value through profit or loss.

Segment liabilities comprise operating liabilities. Unallocated liabilities comprise items such as taxation and borrowings.

Capital expenditure comprises additions to property, plant and equipment (Note 7), land use rights (Note 8), mining rights (Note 9), investment properties (Note 10), and intangible assets (Note 11), including additions resulting from acquisitions through business combinations (Notes 7, 8 and 9).

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The segment information provided to the President’s office for the reportable segments is as follow:

(a) As at and for the year ended 31 December 2006:

The segment results for the year ended 31 December 2006 are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Segment revenue | 75,186 | 5,374 | 9,114 | 731 | 1,659 | (358) | 91,706 |
| Inter-segment revenue | (9) | (343) | — | — | (6) | 358 | — |
| Revenue | <u>75,177</u> | <u>5,031</u> | <u>9,114</u> | <u>731</u> | <u>1,653</u> | <u>—</u> | <u>91,706</u> |
| Segment result | 3,573 | 716 | 151 | 48 | 29 | — | 4,517 |
| Unallocated costs | | | | | | | (107) |
| Operating profit | | | | | | | 4,410 |
| Finance income | | | | | | | 452 |
| Finance costs | | | | | | | (1,030) |
| Share of profit of associates . . | 26 | — | — | — | — | — | 26 |
| Profit before income tax | | | | | | | 3,858 |
| Income tax expense | | | | | | | (651) |
| Profit for the year | | | | | | | <u>3,207</u> |

Other segment items included in the consolidated income statements are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Total</u> |
|---|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Depreciation (Notes 7, 10) | 912 | 100 | 176 | 13 | 42 | 1,243 |
| Amortisation (Notes 8, 9, 11) | 18 | 3 | 17 | 15 | 1 | 54 |
| Provision for impairment of property, plant and equipment (Note 7) | 33 | — | — | — | — | 33 |
| Provision for/(reversal of) impairment of inventories (Note 20) | 1 | 4 | (21) | — | — | (16) |
| Foreseeable losses on construction contracts (Note 33) | 74 | — | — | — | — | 74 |
| Provision for/(reversal of) impairment on trade and other receivables (Note 17). . | 128 | 44 | 311 | (6) | — | 477 |

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The segment assets and liabilities as at 31 December 2006 and capital expenditure for the year then ended are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|--------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-----------------|--------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Assets | | | | | | | |
| Segment assets | 65,083 | 6,281 | 11,219 | 7,984 | 583 | (3,824) | 87,326 |
| Investments in associates | 242 | — | 2 | 260 | — | — | 504 |
| Unallocated assets | | | | | | | <u>2,813</u> |
| Total assets | | | | | | | <u>90,643</u> |
| Liabilities | | | | | | | |
| Segment liabilities | 52,281 | 4,916 | 3,915 | 5,542 | 284 | (3,824) | 63,114 |
| Unallocated liabilities | | | | | | | <u>25,275</u> |
| Total liabilities | | | | | | | <u>88,389</u> |
| Capital expenditure | <u>3,442</u> | <u>550</u> | <u>2,366</u> | <u>672</u> | <u>125</u> | <u>—</u> | <u>7,155</u> |

Reportable segments’ assets and liabilities are reconciled to total assets and liabilities as follows:

| | <u>Assets</u> | <u>Liabilities</u> |
|---|---------------|--------------------|
| | RMB 'million | RMB 'million |
| Segment assets/liabilities | 87,326 | 63,114 |
| Investments in associates | 504 | — |
| Unallocated: | | |
| Deferred tax | 1,232 | 536 |
| Current tax | — | 606 |
| Current borrowings | — | 19,038 |
| Non-current borrowings | — | 5,095 |
| Available-for-sale financial assets | 1,200 | — |
| Financial assets at fair value through profit or loss | <u>381</u> | <u>—</u> |
| Total | <u>90,643</u> | <u>88,389</u> |

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(b) As at and for the year ended 31 December 2007:

The segment results for the year ended 31 December 2007 are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|---|---|------------------------------------|----------------------------------|---------------------------------|-----------------|--------------------|---------------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Segment revenue | 97,856 | 8,531 | 13,338 | 3,888 | 2,317 | (874) | 125,056 |
| Inter-segment revenue | <u>(518)</u> | <u>(225)</u> | <u>(63)</u> | <u>—</u> | <u>(68)</u> | <u>874</u> | <u>—</u> |
| Revenue | <u>97,338</u> | <u>8,306</u> | <u>13,275</u> | <u>3,888</u> | <u>2,249</u> | <u>—</u> | <u>125,056</u> |
| Segment result | 6,426 | 817 | 674 | 471 | 80 | — | 8,468 |
| Unallocated costs | | | | | | | <u>(113)</u> |
| Operating profit | | | | | | | 8,355 |
| Finance income | | | | | | | 382 |
| Finance costs | | | | | | | (1,317) |
| Share of profit of associates . . | 70 | — | — | — | — | — | <u>70</u> |
| Profit before income tax | | | | | | | 7,490 |
| Income tax expense | | | | | | | <u>(1,698)</u> |
| Profit for the year | | | | | | | <u><u>5,792</u></u> |

Other segment items included in the consolidated income statements are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Total</u> |
|---|---|------------------------------------|----------------------------------|---------------------------------|-----------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Depreciation (Notes 7, 10) | 918 | 130 | 312 | 19 | 9 | 1,388 |
| Amortisation (Notes 8, 9, 11) | 49 | 6 | 33 | 13 | — | 101 |
| Provision for impairment of property, plant and equipment (Note 7) | 5 | — | — | — | — | 5 |
| Provision for impairment of inventories (Note 20) | 5 | — | 126 | — | — | 131 |
| Foreseeable losses on construction contracts (Note 33) | 1 | — | — | — | — | 1 |
| Provision for impairment on trade and other receivables (Note 17) | 448 | 39 | 21 | 5 | 3 | 516 |

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The segment assets and liabilities as at 31 December 2007 and capital expenditure for the year then ended are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|--------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-----------------|--------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Assets | | | | | | | |
| Segment assets | 95,180 | 17,585 | 17,389 | 15,919 | 6,328 | (15,662) | 136,739 |
| Investments in associates | 285 | — | 2 | 320 | — | — | 607 |
| Unallocated assets | | | | | | | <u>3,377</u> |
| Total assets | | | | | | | <u>140,723</u> |
| Liabilities | | | | | | | |
| Segment liabilities | 69,905 | 12,530 | 9,317 | 9,583 | 5,169 | (15,172) | 91,332 |
| Unallocated liabilities | | | | | | | <u>42,916</u> |
| Total liabilities | | | | | | | <u>134,248</u> |
| Capital expenditure | <u>5,346</u> | <u>5,812</u> | <u>3,023</u> | <u>2,741</u> | <u>134</u> | <u>—</u> | <u>17,056</u> |

Reportable segments’ assets and liabilities are reconciled to total assets and liabilities as follows:

| | <u>Assets</u> | <u>Liabilities</u> |
|---|-----------------|--------------------|
| | RMB 'million | RMB 'million |
| Segment assets/liabilities | 136,739 | 91,332 |
| Investments in associates | 607 | — |
| Unallocated: | | |
| Deferred tax | 988 | 1,045 |
| Current tax | — | 1,002 |
| Current borrowings | — | 34,894 |
| Non-current borrowings | — | 5,975 |
| Available-for-sale financial assets | 2,365 | — |
| Financial assets at fair value through profit or loss | <u>24</u> | <u>—</u> |
| Total | <u>140,723</u> | <u>134,248</u> |

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(c) As at and for the year ended 31 December 2008:

The segment results for the year ended 31 December 2008 are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|---|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Segment revenue | 128,041 | 15,649 | 9,538 | 4,199 | 2,400 | (1,928) | 157,899 |
| Inter-segment revenue | (1,265) | (265) | (260) | — | (138) | 1,928 | — |
| Revenue | <u>126,776</u> | <u>15,384</u> | <u>9,278</u> | <u>4,199</u> | <u>2,262</u> | <u>—</u> | <u>157,899</u> |
| Segment result | 5,511 | 562 | 240 | 271 | 17 | (116) | 6,485 |
| Unallocated costs | | | | | | | (125) |
| Operating profit | | | | | | | 6,360 |
| Finance income | | | | | | | 548 |
| Finance costs | | | | | | | (3,005) |
| Share of profit of associates . . | 115 | — | — | 5 | — | — | 120 |
| Profit before income tax | | | | | | | 4,023 |
| Income tax expense | | | | | | | (840) |
| Profit for the year | | | | | | | <u>3,183</u> |

Other segment items included in the consolidated income statements are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Total</u> |
|--|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Depreciation (Notes 7, 10) | 875 | 384 | 326 | 29 | 16 | 1,630 |
| Amortisation (Notes 8, 9, 11) | 117 | 11 | 33 | 1 | 13 | 175 |
| Provision for impairment of inventories (Note 20) | 18 | 128 | 448 | — | 50 | 644 |
| Foreseeable losses on construction contracts (Note 33) | 93 | — | — | — | — | 93 |
| Provision for/(reversal of) impairment on trade and other receivables (Note 17) . . . | 430 | (8) | (20) | 1 | 4 | 407 |

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The segment assets and liabilities as at 31 December 2008 and capital expenditure for the year then ended are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|--------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-----------------|--------------------|-----------------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Assets | | | | | | | |
| Segment assets | 122,651 | 14,067 | 20,634 | 23,969 | 9,977 | (24,191) | 167,107 |
| Investments in associates | 124 | 362 | 335 | 2 | 100 | — | 923 |
| Unallocated assets | | | | | | | <u>2,494</u> |
| Total assets | | | | | | | <u><u>170,524</u></u> |
| Liabilities | | | | | | | |
| Segment liabilities | 87,207 | 7,817 | 7,702 | 14,155 | 5,595 | (18,442) | 104,034 |
| Unallocated liabilities | | | | | | | <u>58,835</u> |
| Total liabilities | | | | | | | <u><u>162,869</u></u> |
| Capital expenditure | <u>7,496</u> | <u>2,877</u> | <u>3,782</u> | <u>725</u> | <u>70</u> | <u>—</u> | <u><u>14,950</u></u> |

Reportable segments’ assets and liabilities are reconciled to total assets and liabilities as follows:

| | <u>Assets</u> | <u>Liabilities</u> |
|---|-----------------------|-----------------------|
| | RMB 'million | RMB 'million |
| Segment assets/liabilities | 167,107 | 104,034 |
| Investments in associates | 923 | — |
| Unallocated: | | |
| Deferred tax | 1,580 | 605 |
| Current tax | — | 791 |
| Current borrowings | — | 38,721 |
| Non-current borrowings | — | 18,718 |
| Available-for-sale financial assets | 912 | — |
| Financial assets at fair value through profit or loss | <u>2</u> | <u>—</u> |
| Total | <u><u>170,524</u></u> | <u><u>162,869</u></u> |

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(d) For the six months ended 30 June 2008:

The unaudited segment results for the six months ended 30 June 2008 are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|-------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Segment revenue | 59,894 | 7,584 | 5,406 | 1,057 | 1,123 | (950) | 74,114 |
| Inter-segment revenue | <u>(633)</u> | <u>(147)</u> | <u>(131)</u> | <u>—</u> | <u>(39)</u> | <u>950</u> | <u>—</u> |
| Revenue | <u>59,261</u> | <u>7,437</u> | <u>5,275</u> | <u>1,057</u> | <u>1,084</u> | <u>—</u> | <u>74,114</u> |
| Segment result. | 3,159 | 394 | 424 | 78 | 10 | (54) | 4,011 |
| Unallocated costs. | | | | | | | <u>(53)</u> |
| Operating profit. | | | | | | | 3,958 |
| Finance income | | | | | | | 236 |
| Finance costs. | | | | | | | (1,261) |
| Share of profit of associates . . . | 52 | — | — | — | — | — | <u>52</u> |
| Profit before income tax | | | | | | | 2,985 |
| Income tax expense | | | | | | | <u>(605)</u> |
| Profit for the period. | | | | | | | <u><u>2,380</u></u> |

The unaudited other segment items included in the consolidated income statements are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Total</u> |
|---|---|------------------------------------|----------------------------------|---------------------------------|-------------------------|-------------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Depreciation (Notes 7, 10) | 462 | 181 | 169 | 9 | 10 | 831 |
| Amortisation (Notes 8, 9, 11) | 49 | 12 | 22 | — | — | 83 |
| Provision for impairment of inventories (Note 20) | — | — | 122 | — | — | 122 |
| Foreseeable losses on construction contracts (Note 33) | 104 | — | — | — | — | 104 |
| Provision for/(reversal of) impairment on trade and other receivables (Note 17). . . | 323 | (49) | 16 | — | — | 290 |

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(e) As at and for the six months ended 30 June 2009:

The segment results for the six months ended 30 June 2009 are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|---|-------------------------------------|--------------------------------|------------------------------|-----------------------------|---------------------|---------------------|---------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Segment revenue | 65,475 | 4,375 | 3,061 | 1,831 | 1,083 | (959) | 74,866 |
| Inter-segment revenue | <u>(805)</u> | <u>(30)</u> | <u>—</u> | <u>—</u> | <u>(124)</u> | <u>959</u> | <u>—</u> |
| Revenue | <u>64,670</u> | <u>4,345</u> | <u>3,061</u> | <u>1,831</u> | <u>959</u> | <u>—</u> | <u>74,866</u> |
| Segment result | 3,398 | 267 | 236 | 227 | 100 | (36) | 4,192 |
| Unallocated costs | | | | | | | <u>(31)</u> |
| Operating profit | | | | | | | 4,161 |
| Finance income | | | | | | | 229 |
| Finance costs | | | | | | | (1,173) |
| Share of profit of associates | 33 | 15 | — | (8) | — | — | <u>40</u> |
| Profit before income tax | | | | | | | 3,257 |
| Income tax expense | | | | | | | <u>(684)</u> |
| Profit for the period | | | | | | | <u><u>2,573</u></u> |

Other segment items included in the consolidated income statements are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Total</u> |
|---|-------------------------------------|--------------------------------|------------------------------|-----------------------------|---------------------|---------------------|
| | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> | <u>RMB 'million</u> |
| Depreciation (Notes 7, 10) | 431 | 90 | 238 | 9 | 11 | 779 |
| Amortisation (Notes 8, 9, 11) | 64 | 6 | 22 | — | — | 92 |
| Provision for/(reversal of) impairment of inventories (Note 20) | 3 | — | (10) | — | — | (7) |
| Foreseeable losses on construction contracts (Note 33) | (10) | — | — | — | — | (10) |
| Provision for impairment on trade and other receivables (Note 17) | 345 | 24 | 30 | 2 | 3 | 404 |

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The segment assets and liabilities as at 30 June 2009 and capital expenditure for the period then ended are as follows:

| | <u>Engineering and construction</u> | <u>Equipment manufacturing</u> | <u>Resources development</u> | <u>Property development</u> | <u>Others</u> | <u>Elimination</u> | <u>Total</u> |
|--------------------------------------|---|------------------------------------|----------------------------------|---------------------------------|-----------------|--------------------|-----------------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Assets | | | | | | | |
| Segment assets | 130,476 | 16,261 | 22,852 | 30,004 | 10,700 | (29,503) | 180,790 |
| Investments in associates | 763 | 16 | 2 | 317 | — | — | 1,098 |
| Unallocated assets | | | | | | | <u>2,795</u> |
| Total assets. | | | | | | | <u><u>184,683</u></u> |
| Liabilities | | | | | | | |
| Segment liabilities | 84,473 | 8,306 | 5,424 | 14,327 | 8,530 | (19,355) | 101,705 |
| Unallocated liabilities | | | | | | | <u>74,473</u> |
| Total liabilities | | | | | | | <u><u>176,178</u></u> |
| Capital expenditure | <u>962</u> | <u>1,460</u> | <u>2,690</u> | <u>144</u> | <u>11</u> | <u>—</u> | <u><u>5,267</u></u> |

Reportable segments’ assets and liabilities are reconciled to total assets and liabilities as follows:

| | <u>Assets</u> | <u>Liabilities</u> |
|---|-----------------------|-----------------------|
| | RMB 'million | RMB 'million |
| Segment assets/liabilities | 180,790 | 101,705 |
| Investments in associates | 1,098 | — |
| Unallocated: | | |
| Deferred tax | 1,695 | 629 |
| Current tax | — | 754 |
| Current borrowings | — | 42,645 |
| Non-current borrowings | — | 30,445 |
| Available-for-sale financial assets | 1,098 | — |
| Financial assets at fair value through profit or loss | <u>2</u> | <u>—</u> |
| Total | <u><u>184,683</u></u> | <u><u>176,178</u></u> |

(f) Revenue from external customers for each category is as follow:

| | <u>Year ended 31 December</u> | | | <u>Six months ended 30 June</u> | |
|----------------------------------|-------------------------------|-----------------------|-----------------------|---------------------------------|----------------------|
| | <u>2006</u> | <u>2007</u> | <u>2008</u> | <u>2008</u> | <u>2009</u> |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Construction contracts | 75,177 | 97,338 | 126,776 | 59,261 | 64,670 |
| Sales of goods | 14,876 | 25,469 | 28,861 | 13,769 | 9,237 |
| Others (i) | <u>1,653</u> | <u>2,249</u> | <u>2,262</u> | <u>1,084</u> | <u>959</u> |
| | <u><u>91,706</u></u> | <u><u>125,056</u></u> | <u><u>157,899</u></u> | <u><u>74,114</u></u> | <u><u>74,866</u></u> |

(i) Others mainly represented rendering of export and import and consulting service.

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(g) Revenue from external customers in the PRC and other countries is as follow:

| | Year ended 31 December | | | Six months ended 30 June | |
|---------------------------|------------------------|----------------|----------------|-----------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| The PRC | 89,384 | 122,226 | 148,878 | 69,880 | 68,387 |
| Other countries | <u>2,322</u> | <u>2,830</u> | <u>9,021</u> | <u>4,234</u> | <u>6,479</u> |
| | <u>91,706</u> | <u>125,056</u> | <u>157,899</u> | <u>74,114</u> | <u>74,866</u> |

(h) The total of non-current assets other than financial instruments and deferred tax assets (there are no employment benefit assets and rights arising under insurance contracts) located in the PRC is RMB17,270 million, RMB28,168 million, RMB30,618 million and RMB33,219 million, and the total of these non-current assets located in other countries is RMB11 million, RMB303 million, RMB6,831 million and RMB9,218 million, as at 31 December 2006, 2007 and 2008 and 30 June 2009 respectively.

(i) Total assets

Total assets are allocated based on the location of the assets as follows:

| | As at 31 December | | | As at |
|------------------------------|-------------------|----------------|----------------|----------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| The PRC | 85,304 | 130,805 | 154,279 | 163,783 |
| Other countries | <u>2,526</u> | <u>6,541</u> | <u>13,751</u> | <u>18,105</u> |
| | 87,830 | 137,346 | 168,030 | 181,888 |
| Unallocated assets | <u>2,813</u> | <u>3,377</u> | <u>2,494</u> | <u>2,795</u> |
| | <u>90,643</u> | <u>140,723</u> | <u>170,524</u> | <u>184,683</u> |

(j) Capital expenditures

Capital expenditure is allocated based on where the assets are located.

| | Year ended 31 December | | | Six months ended 30 June | |
|---------------------------|------------------------|---------------|---------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| The PRC | 6,989 | 16,629 | 13,515 | 3,692 | 5,176 |
| Other countries | <u>166</u> | <u>427</u> | <u>1,435</u> | <u>166</u> | <u>91</u> |
| | <u>7,155</u> | <u>17,056</u> | <u>14,950</u> | <u>3,858</u> | <u>5,267</u> |

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**7. Property, plant and equipment
Group**

| | <u>Mining structure</u> | <u>Buildings</u> | <u>Plant and machinery</u> | <u>Transportation equipment</u> | <u>Furniture, office and other equipment</u> | <u>Construction- in-progress</u> | <u>Total</u> |
|--|-----------------------------|------------------|--------------------------------|-------------------------------------|--|--------------------------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cost | | | | | | | |
| At 1 January 2006 | — | 5,127 | 6,144 | 1,369 | 548 | 1,479 | 14,667 |
| Additions | — | 693 | 682 | 358 | 193 | 2,536 | 4,462 |
| Attributable to acquisition of subsidiaries (Note 42) | — | 164 | 646 | 11 | — | 104 | 925 |
| Transfer upon completion | — | 1,581 | 448 | 86 | 8 | (2,123) | — |
| Disposals/write-off | — | (697) | (565) | (343) | (141) | — | (1,746) |
| Transfer to investment properties . . . | — | (28) | — | — | — | — | (28) |
| At 31 December 2006 | — | 6,840 | 7,355 | 1,481 | 608 | 1,996 | 18,280 |
| Additions | — | 1,317 | 4,648 | 344 | 145 | 4,198 | 10,652 |
| Attributable to acquisition of subsidiaries (Note 42) | 37 | 80 | 54 | 15 | 1 | 41 | 228 |
| Transfer upon completion | — | 955 | 684 | 30 | 95 | (1,764) | — |
| Disposals/write-off | (37) | (1,220) | (419) | (223) | (208) | — | (2,107) |
| Exchange differences | — | — | (52) | — | — | — | (52) |
| Attributable to disposal of subsidiaries | — | (39) | (97) | (40) | (3) | — | (179) |
| At 31 December 2007 | — | 7,933 | 12,173 | 1,607 | 638 | 4,471 | 26,822 |
| Additions | 33 | 340 | 1,068 | 242 | 142 | 6,413 | 8,238 |
| Attributable to acquisition of subsidiaries (Note 42) | — | 186 | 144 | 4 | 1 | 3 | 338 |
| Transfer upon completion | 3 | 1,356 | 1,396 | 16 | 52 | (2,823) | — |
| Disposals/write-off | — | (1,051) | (415) | (137) | (181) | (77) | (1,861) |
| Attributable to disposal of subsidiaries | — | (3) | (1) | — | — | — | (4) |
| Exchange differences | — | — | (75) | — | — | — | (75) |
| Transfer to investment properties . . . | — | (18) | — | — | — | — | (18) |
| Distribution to Parent | — | (343) | (3,692) | (22) | — | (702) | (4,759) |
| At 31 December 2008 | 36 | 8,400 | 10,598 | 1,710 | 652 | 7,285 | 28,681 |
| Additions | — | 56 | 240 | 107 | 25 | 4,320 | 4,748 |
| Transfer upon completion | — | 125 | 203 | 5 | 2 | (335) | — |
| Disposals/write-off | — | (94) | (57) | (53) | (28) | — | (232) |
| Exchange differences | — | — | (39) | — | — | — | (39) |
| Transfer to investment properties . . . | — | (3) | — | — | — | — | (3) |
| At 30 June 2009 | <u>36</u> | <u>8,484</u> | <u>10,945</u> | <u>1,769</u> | <u>651</u> | <u>11,270</u> | <u>33,155</u> |

APPENDIX I:

ACCOUNTANT’S REPORT

Group

| | <u>Mining structure</u> | <u>Buildings</u> | <u>Plant and machinery</u> | <u>Transportation equipment</u> | <u>Furniture, office and other equipment</u> | <u>Construction- in-progress</u> | <u>Total</u> |
|---|-----------------------------|------------------|--------------------------------|-------------------------------------|--|--------------------------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Accumulated depreciation | | | | | | | |
| At 1 January 2006 | — | 1,718 | 3,515 | 745 | 269 | — | 6,247 |
| Depreciation charge for the year | — | 448 | 509 | 180 | 87 | — | 1,224 |
| Disposals/write-off | — | (282) | (552) | (266) | (103) | — | (1,203) |
| Transfer to investment properties | — | (7) | — | — | — | — | (7) |
| At 31 December 2006 | — | 1,877 | 3,472 | 659 | 253 | — | 6,261 |
| Depreciation charge for the year | 2 | 455 | 620 | 188 | 96 | — | 1,361 |
| Disposals/write-off | (2) | (460) | (216) | (142) | (136) | — | (956) |
| Attributable to disposal of subsidiaries | — | (29) | (59) | (22) | (2) | — | (112) |
| At 31 December 2007 | — | 1,843 | 3,817 | 683 | 211 | — | 6,554 |
| Depreciation charge for the year | 4 | 498 | 799 | 196 | 105 | — | 1,602 |
| Disposals/write-off | — | (429) | (165) | (125) | (75) | — | (794) |
| Transfer to investment properties | — | (2) | — | — | — | — | (2) |
| Distribution to Parent | — | (30) | (165) | (2) | — | — | (197) |
| At 31 December 2008 | 4 | 1,880 | 4,286 | 752 | 241 | — | 7,163 |
| Depreciation charge for the period | 2 | 208 | 408 | 104 | 46 | — | 768 |
| Disposals/write-off | — | (55) | (14) | (31) | (24) | — | (124) |
| Transfer to investment properties | — | (1) | — | — | — | — | (1) |
| At 30 June 2009 | <u>6</u> | <u>2,032</u> | <u>4,680</u> | <u>825</u> | <u>263</u> | <u>—</u> | <u>7,806</u> |

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Group

| | Mining structure | Buildings | Plant and machinery | Transportation equipment | Furniture, office and other equipment | Construction- in-progress | Total |
|--|---------------------|-----------------|------------------------|-----------------------------|--|------------------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Impairment provision | | | | | | | |
| At 1 January 2006 | — | 21 | 24 | 11 | 2 | — | 58 |
| Impairment charge for the year | — | 17 | 14 | 1 | 1 | — | 33 |
| Disposals | — | (3) | (8) | (3) | — | — | (14) |
| At 31 December 2006 | — | 35 | 30 | 9 | 3 | — | 77 |
| Impairment charge for the year | — | 2 | — | 3 | — | — | 5 |
| Disposals | — | (5) | (5) | (7) | — | — | (17) |
| At 31 December 2007 | — | 32 | 25 | 5 | 3 | — | 65 |
| Disposals | — | (15) | (14) | (2) | (2) | — | (33) |
| At 31 December 2008 | — | 17 | 11 | 3 | 1 | — | 32 |
| At 30 June 2009 | — | 17 | 11 | 3 | 1 | — | 32 |
| Net book value | | | | | | | |
| At 31 December 2006 | <u>—</u> | <u>4,928</u> | <u>3,853</u> | <u>813</u> | <u>352</u> | <u>1,996</u> | <u>11,942</u> |
| At 31 December 2007 | <u>—</u> | <u>6,058</u> | <u>8,331</u> | <u>919</u> | <u>424</u> | <u>4,471</u> | <u>20,203</u> |
| At 31 December 2008 | <u>32</u> | <u>6,503</u> | <u>6,301</u> | <u>955</u> | <u>410</u> | <u>7,285</u> | <u>21,486</u> |
| At 30 June 2009 | <u>30</u> | <u>6,435</u> | <u>6,254</u> | <u>941</u> | <u>387</u> | <u>11,270</u> | <u>25,317</u> |

(a) Depreciation of the Group’s property, plant and equipment has been charged to the consolidated income statements as follows:

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Cost of sales | 945 | 1,068 | 1,204 | 614 | 576 |
| Administrative expenses | 274 | 281 | 386 | 194 | 184 |
| Selling and marketing expenses | <u>5</u> | <u>12</u> | <u>12</u> | <u>6</u> | <u>8</u> |
| | <u>1,224</u> | <u>1,361</u> | <u>1,602</u> | <u>814</u> | <u>768</u> |

(b) Bank borrowings are secured by certain property, plant and equipment of the Group with an aggregate carrying value of approximately RMB1,670 million, RMB1,683 million, RMB1,248 million and RMB1,252 million as at 31 December 2006, 2007 and 2008 and 30 June 2009, respectively (Note 26).

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8. Land use rights

Group

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---|------------------------|--------------|--------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cost | | | | |
| At beginning of the year/period | 1,439 | 2,158 | 3,418 | 6,047 |
| Additions | 1,555 | 5,261 | 4,817 | 630 |
| Attributable to acquisition of subsidiaries (Note 42) | — | — | 268 | — |
| Disposals | (24) | (318) | (217) | (52) |
| Transfer to investment properties | — | — | (4) | — |
| Transfer to properties under development | (812) | (3,683) | (1,648) | (355) |
| Distribution to Parent | — | — | (587) | — |
| At end of the year/period | <u>2,158</u> | <u>3,418</u> | <u>6,047</u> | <u>6,270</u> |
| Accumulated amortisation | | | | |
| At beginning of the year/period | 108 | 139 | 183 | 280 |
| Amortisation for the year/period | 41 | 79 | 142 | 70 |
| Disposals | (6) | (23) | (31) | (5) |
| Transfer to properties under development | (4) | (12) | — | — |
| Distribution to Parent | — | — | (14) | — |
| At end of the year/period | <u>139</u> | <u>183</u> | <u>280</u> | <u>345</u> |
| Net book value | <u>2,019</u> | <u>3,235</u> | <u>5,767</u> | <u>5,925</u> |

The Group's interests in land use rights represent prepaid operating lease payments. All of the Group's land use rights are located in the PRC and are with the lease periods as follows:

| | As at 31 December | | | As at 30 June 2009 |
|--|-------------------|--------------|--------------|--------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Leases of between 10 to 50 years | 1,793 | 2,827 | 4,584 | 4,585 |
| Leases of over 50 years | <u>226</u> | <u>408</u> | <u>1,183</u> | <u>1,340</u> |
| | <u>2,019</u> | <u>3,235</u> | <u>5,767</u> | <u>5,925</u> |

- (a) Amortisation of the Group's land use rights has been charged to the consolidated income statements as follows:

| | Year ended 31 December | | | Six months ended 30 June | |
|-----------------------------------|------------------------|--------------|--------------|--------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Administrative expenses | <u>41</u> | <u>79</u> | <u>142</u> | <u>70</u> | <u>70</u> |

- (b) Bank borrowings are secured by certain land use rights of the Group with an aggregate carrying value of approximately RMB917 million, RMB867 million, RMB1,453 million and RMB1,348 million as at 31 December 2006, 2007 and 2008 and 30 June 2009, respectively (Note 26).

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9. Mining rights

Group

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---|------------------------|--------------|--------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cost | | | | |
| At beginning of the year/period | — | 241 | 359 | 3,531 |
| Additions | 11 | 15 | 3,207 | — |
| Attributable to acquisition of subsidiaries (Note 42) | 230 | 124 | — | — |
| Exchange differences | — | (21) | (35) | (7) |
| At end of the year/period | <u>241</u> | <u>359</u> | <u>3,531</u> | <u>3,524</u> |
| Accumulated amortisation | | | | |
| At beginning of the year/period | — | — | 6 | 12 |
| Amortisation for the year/period | — | 6 | 6 | 3 |
| At end of the year/period | — | 6 | 12 | 15 |
| Net book value | <u>241</u> | <u>353</u> | <u>3,519</u> | <u>3,509</u> |

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10. Investment properties

Group

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---|------------------------|--------------|--------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cost | | | | |
| At beginning of the year/period | 452 | 646 | 541 | 497 |
| Additions | 166 | 15 | 69 | — |
| Transfer from property, plant and equipment | 28 | — | 18 | 3 |
| Transfer from land use rights | — | — | 4 | — |
| Disposals | — | (120) | (135) | (20) |
| At end of the year/period | <u>646</u> | <u>541</u> | <u>497</u> | <u>480</u> |
| Accumulated depreciation | | | | |
| At beginning of the year/period | 109 | 135 | 136 | 153 |
| Depreciation charge for the year/period | 19 | 27 | 28 | 11 |
| Transfer from property, plant and equipment | 7 | — | 2 | 1 |
| Disposals | — | (26) | (13) | (9) |
| At end of the year/period | <u>135</u> | <u>136</u> | <u>153</u> | <u>156</u> |
| Impairment provision | | | | |
| At beginning of the year/period | 3 | 13 | 13 | 1 |
| Additions | 10 | — | — | — |
| Disposals | — | — | (12) | — |
| At end of the year/period | <u>13</u> | <u>13</u> | <u>1</u> | <u>1</u> |
| Net book value | <u>498</u> | <u>392</u> | <u>343</u> | <u>323</u> |
| Fair value(a) | <u>1,560</u> | <u>1,694</u> | <u>1,424</u> | <u>1,408</u> |

- (a) The investment properties are valued by Jones Lang LaSalle Sallmanns Limited, an independent valuer. Valuations are based on current price in an active market for all investment properties, except for those located in areas where such information is not available, where discounted cash flow projections are used.
- (b) All of the Group’s investment properties are located in the PRC and have lease periods of between 10 to 40 years.
- (c) The following amounts have been recognised in the consolidated income statements:

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|--------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Rental income | <u>124</u> | <u>134</u> | <u>167</u> | <u>81</u> | <u>68</u> |
| Depreciation recorded as other expenses | <u>19</u> | <u>27</u> | <u>28</u> | <u>17</u> | <u>11</u> |

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11. Intangible assets

Group

| | <u>Goodwill</u> | <u>Patent and proprietary technologies</u> | <u>Purchased computer software</u> | <u>Concession assets</u> | <u>Total</u> |
|---------------------------------------|-----------------|--|--|--------------------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cost | | | | | |
| At 1 January 2006 | 10 | 3 | 25 | — | 38 |
| Additions | <u>586</u> | <u>10</u> | <u>20</u> | <u>16</u> | <u>632</u> |
| At 31 December 2006 | 596 | 13 | 45 | 16 | 670 |
| Additions | 488 | 3 | 14 | 1,162 | 1,667 |
| Exchange differences | <u>(29)</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>(29)</u> |
| At 31 December 2007 | 1,055 | 16 | 59 | 1,178 | 2,308 |
| Additions | 25 | 11 | 46 | 1,305 | 1,387 |
| Exchange differences | (42) | — | — | — | (42) |
| Disposals | <u>—</u> | <u>(1)</u> | <u>(9)</u> | <u>—</u> | <u>(10)</u> |
| At 31 December 2008 | 1,038 | 26 | 96 | 2,483 | 3,643 |
| Additions | — | 9 | 11 | 611 | 631 |
| Exchange differences | (21) | — | — | — | (21) |
| Disposals | <u>—</u> | <u>(3)</u> | <u>(3)</u> | <u>—</u> | <u>(6)</u> |
| At 30 June 2009 | <u>1,017</u> | <u>32</u> | <u>104</u> | <u>3,094</u> | <u>4,247</u> |
| Accumulated amortisation | | | | | |
| At 1 January 2006 | — | 1 | 7 | — | 8 |
| Amortisation for the year | <u>—</u> | <u>5</u> | <u>8</u> | <u>—</u> | <u>13</u> |
| At 31 December 2006 | — | 6 | 15 | — | 21 |
| Amortisation for the year | <u>—</u> | <u>4</u> | <u>11</u> | <u>1</u> | <u>16</u> |
| At 31 December 2007 | — | 10 | 26 | 1 | 37 |
| Amortisation for the year | — | 5 | 16 | 6 | 27 |
| Disposals | <u>—</u> | <u>—</u> | <u>(7)</u> | <u>—</u> | <u>(7)</u> |
| At 31 December 2008 | — | 15 | 35 | 7 | 57 |
| Amortisation for the period | — | 2 | 12 | 5 | 19 |
| Disposals | <u>—</u> | <u>—</u> | <u>(3)</u> | <u>—</u> | <u>(3)</u> |
| At 30 June 2009 | <u>—</u> | <u>17</u> | <u>44</u> | <u>12</u> | <u>73</u> |
| Net book value | | | | | |
| At 31 December 2006 | <u>596</u> | <u>7</u> | <u>30</u> | <u>16</u> | <u>649</u> |
| At 31 December 2007 | <u>1,055</u> | <u>6</u> | <u>33</u> | <u>1,177</u> | <u>2,271</u> |
| At 31 December 2008 | <u>1,038</u> | <u>11</u> | <u>61</u> | <u>2,476</u> | <u>3,586</u> |
| At 30 June 2009 | <u>1,017</u> | <u>15</u> | <u>60</u> | <u>3,082</u> | <u>4,174</u> |

(a) Amortisation of the Group’s intangible assets for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009 amounting to RMB13 million,

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RMB16 million, RMB27 million, RMB11 million and RMB19 million has been charged to the consolidated income statements as administrative expenses, respectively.

- (b) For the purposes of impairment testing, goodwill has been allocated to 7, 14, 17 and 17 individual cash generating units (“CGU”) which comprise 7, 14, 17 and 17 subsidiaries arising from business combinations other than common control combinations as set out in Note 42 for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009, respectively. The carrying amounts of goodwill as at 31 December 2006, 2007 and 2008 and 30 June 2009 which were allocated to the significant CGU in comparison with the Group’s total carrying amount of goodwill were as follows:

| | As at 31 December | | | As at |
|---|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Beijing Guangyuanli Real Estate Development Co., Ltd ⁽ⁱ⁾ | 171 | 171 | 171 | 171 |
| MCC Minera Sierra Grande S.A. ⁽ⁱⁱ⁾ | 312 | 283 | 241 | 220 |
| Beijing Hargongda Yataikongjian Real Estate Development Co., Ltd ⁽ⁱⁱⁱ⁾ | — | 318 | 318 | 318 |

None of the goodwill of other CGUs is significant in comparison with the Group’s total carrying amount of goodwill.

- (i) The recoverable amount is determined based on value-in-use calculations. The recoverable amount is based on certain similar key assumptions. Value-in-use calculations use cash flow projections based on financial forecasts approved by the management covering a 5-year period. Cash flows beyond the five-year period are extrapolated using the expected growth rates. Cash flow projections during the forecast period for the CGU are based on the expected growth rate and gross margin during the forecast period. Forecast growth rate is based on expected growth rate for the industry. Forecast gross margin has been determined based on past performance and management’s expectations for the market development. The pre-tax discount rate used in value-in-use calculation is 7.5%.
As at 31 December 2006, 2007 and 2008 and 30 June 2009, management of the Group is of the view that there was no impairment of goodwill and believes that any reasonably possible change in any of the key assumptions would not cause the carrying amount of the CGU to exceed its recoverable amount.
- (ii) The recoverable amount is determined based on value-in-use calculations. The recoverable amount is based on certain similar key assumptions. Value-in-use calculations use cash flow projections based on financial forecasts approved by the management covering a 5-year period, and a pre-tax discount rate of 10%. Cash flow projections during the forecast period for the CGU are based on the expected growth rate gross margin during the forecast period. Forecast growth rate is based on the expected growth rate for the industry. Forecast gross margin has been determined based on past performance and management’s expectations for the market development.
As at 31 December 2006, 2007 and 2008 and 30 June 2009, management of the Group is of the view that there was no impairment of goodwill and believes that any reasonably possible change in any of the key assumptions would not cause the carrying amount of the CGU to exceed its recoverable amount.
- (iii) The recoverable amount is determined based on fair value less costs to sell as the Company has entered into agreement to sell the business. Fair value less costs to sell was based on a price in a binding sale agreement in an arm’s length transaction, adjusted for incremental costs that would be directly attributable to the disposal of the business.
As at 31 December 2007 and 2008 and 30 June 2009, management of the Group is of the view that there was no impairment of goodwill and believes that any reasonably possible change in any of the key assumptions would not cause the carrying amount of the CGU to exceed its recoverable amount.

12. Investments in subsidiaries

Company

| | As at | As at |
|---|------------------|---------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| Unlisted investments, at cost | <u>37,620</u> | <u>42,330</u> |

Particulars of the Company’s principal subsidiaries are set out in Note 48.

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13. Investments in associates

Group

| | As at 31 December | | | As at |
|-------------------------------|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Share of net assets | <u>504</u> | <u>607</u> | <u>923</u> | <u>1,098</u> |

(a) Movements of investment in associates are set out as follows:

Group

| | Year ended 31 December | | | Six months |
|--|------------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | ended |
| | RMB 'million | RMB 'million | RMB 'million | 30 June |
| At beginning of year/period | 913 | 504 | 607 | 923 |
| Additions | 113 | 108 | 262 | 120 |
| Attributable to acquisition of subsidiaries (Note 42) | 3 | — | — | — |
| Transfer from investments in subsidiaries | — | — | — | 16 |
| Share of profit | 26 | 70 | 120 | 40 |
| Dividend distribution | (8) | (14) | (45) | (1) |
| Disposals | (232) | (17) | (21) | — |
| Transfer to available-for-sale financial assets | (311) | — | — | — |
| Transfer to subsidiaries | — | (44) | — | — |
| At end of year/period | <u>504</u> | <u>607</u> | <u>923</u> | <u>1,098</u> |

(b) The Group’s share of the results of its associates, all of which are unlisted, and its share of the aggregated assets and liabilities are as follows:

Group

| | As at 31 December | | | As at |
|-------------------------------------|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Total assets | 1,052 | 1,631 | 2,920 | 3,427 |
| Total liabilities | (539) | (1,015) | (1,984) | (2,301) |
| Non-controlling interests | <u>(9)</u> | <u>(9)</u> | <u>(13)</u> | <u>(28)</u> |
| | <u>504</u> | <u>607</u> | <u>923</u> | <u>1,098</u> |

| | Year ended 31 December | | | Six months ended 30 June | |
|--------------------------------------|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Revenue | <u>102</u> | <u>493</u> | <u>1,244</u> | <u>875</u> | <u>1,214</u> |
| Profit for the year/period | <u>26</u> | <u>70</u> | <u>120</u> | <u>52</u> | <u>40</u> |

There are no material contingent liabilities and commitments relating to the Group’s interests in the associates and no material contingent liabilities and commitments of the associates themselves. Particulars of the Group’s principal associates are set out in Note 48.

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14. Financial instruments by category

Group

| | <u>Loans and receivables</u> | <u>Assets at fair value through profit or loss</u> | <u>Held-to-maturity</u> | <u>Available-for-sale</u> | <u>Total</u> |
|---|----------------------------------|--|-------------------------|---|----------------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| As at 31 December 2006 | | | | | |
| Assets as per consolidated balance sheets | | | | | |
| Available-for-sale financial assets (Note 15) | — | — | — | 1,200 | 1,200 |
| Held-to-maturity financial assets (Note 16) | — | — | 100 | — | 100 |
| Trade receivables (Note 17) | 21,436 | — | — | — | 21,436 |
| Deposits and other receivables (Note 17) | 4,797 | — | — | — | 4,797 |
| Financial assets at fair value through profit or loss (Note 18) | — | 381 | — | — | 381 |
| Restricted cash (Note 21) | 612 | — | — | — | 612 |
| Cash and cash equivalents (Note 22) | <u>18,517</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>18,517</u> |
| Total | <u>45,362</u> | <u>381</u> | <u>100</u> | <u>1,200</u> | <u>47,043</u> |
| | | | | <u>Other financial liabilities</u> | <u>Total</u> |
| | | | | RMB 'million | RMB 'million |
| Liabilities as per consolidated balance sheets | | | | | |
| Borrowings (Note 26) | | | | 24,133 | 24,133 |
| Trade payables (Note 25) | | | | 26,405 | 26,405 |
| Accrued expenses, deposits payable and other payables (Note 25) | | | | <u>3,407</u> | <u>3,407</u> |
| Total | | | | <u>53,945</u> | <u>53,945</u> |

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Group

| | <u>Loans and receivables</u> RMB 'million | <u>Assets at fair value through profit or loss</u> RMB 'million | <u>Held-to-maturity</u> RMB 'million | <u>Available-for-sale</u> RMB 'million | <u>Total</u> RMB 'million |
|---|--|--|---|---|------------------------------|
| As at 31 December 2007 | | | | | |
| Assets as per consolidated balance sheets | | | | | |
| Available-for-sale financial assets (Note 15) | — | — | — | 2,365 | 2,365 |
| Held-to-maturity financial assets (Note 16) | — | — | 500 | — | 500 |
| Trade receivables (Note 17) . . | 30,267 | — | — | — | 30,267 |
| Deposits and other receivables (Note 17) | 5,985 | — | — | — | 5,985 |
| Financial assets at fair value through profit or loss (Note 18) | — | 24 | — | — | 24 |
| Restricted cash (Note 21) . . . | 522 | — | — | — | 522 |
| Cash and cash equivalents (Note 22) | <u>24,281</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>24,281</u> |
| Total | <u>61,055</u> | <u>24</u> | <u>500</u> | <u>2,365</u> | <u>63,944</u> |

| | <u>Other financial liabilities</u> RMB 'million | <u>Total</u> RMB 'million |
|---|--|------------------------------|
| Liabilities as per consolidated balance sheets | | |
| Borrowings (Note 26) | 40,869 | 40,869 |
| Trade payables (Note 25) | 38,896 | 38,896 |
| Accrued expenses, deposits payable and other payables (Note 25) | <u>6,045</u> | <u>6,045</u> |
| Total | <u>85,810</u> | <u>85,810</u> |

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| | <u>Loans and receivables</u> RMB 'million | <u>Assets at fair value through profit or loss</u> RMB 'million | <u>Held-to-maturity</u> RMB 'million | <u>Available-for-sale</u> RMB 'million | <u>Total</u> RMB 'million |
|--|--|--|---|---|------------------------------|
| As at 31 December 2008 | | | | | |
| Assets as per consolidated balance sheets | | | | | |
| Available-for-sale financial assets (Note 15) | — | — | — | 912 | 912 |
| Held-to-maturity financial assets (Note 16) | — | — | 46 | — | 46 |
| Trade receivables (Note 17) . . | 32,939 | — | — | — | 32,939 |
| Deposits and other receivables (Note 17) | 6,583 | — | — | — | 6,583 |
| Financial assets at fair value through profit or loss (Note 18) | — | 2 | — | — | 2 |
| Restricted cash (Note 21) . . . | 2,271 | — | — | — | 2,271 |
| Cash and cash equivalents (Note 22) | <u>26,094</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>26,094</u> |
| Total | <u>67,887</u> | <u>2</u> | <u>46</u> | <u>912</u> | <u>68,847</u> |
| | | | | <u>Other financial liabilities</u> | <u>Total</u> |
| | | | | RMB 'million | RMB 'million |
| Liabilities as per consolidated balance sheets | | | | | |
| Borrowings (Note 26) | | | | 57,439 | 57,439 |
| Trade payables (Note 25) | | | | 40,211 | 40,211 |
| Accrued expenses, deposits payable, amounts due to Parent and other payables (Note 25) | | | | <u>9,298</u> | <u>9,298</u> |
| Total | | | | <u>106,948</u> | <u>106,948</u> |

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| | <u>Loans and receivables</u> RMB 'million | <u>Assets at fair value through profit or loss</u> RMB 'million | <u>Held-to-maturity</u> RMB 'million | <u>Available-for-sale</u> RMB 'million | <u>Total</u> RMB 'million |
|---|--|--|---|---|------------------------------|
| As at 30 June 2009 | | | | | |
| Assets as per consolidated balance sheets | | | | | |
| Available-for-sale financial assets (Note 15) | — | — | — | 1,098 | 1,098 |
| Held-to-maturity financial assets (Note 16) | — | — | 148 | — | 148 |
| Trade receivables (Note 17) . . | 35,596 | — | — | — | 35,596 |
| Deposits and other receivables (Note 17) | 7,428 | — | — | — | 7,428 |
| Financial assets at fair value through profit or loss (Note 18) | — | 2 | — | — | 2 |
| Restricted cash (Note 21) . . . | 3,287 | — | — | — | 3,287 |
| Cash and cash equivalents (Note 22) | <u>26,946</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>26,946</u> |
| Total | <u>73,257</u> | <u>2</u> | <u>148</u> | <u>1,098</u> | <u>74,505</u> |

| <u>Other financial liabilities</u> RMB 'million | <u>Total</u> RMB 'million |
|--|------------------------------|
|--|------------------------------|

Liabilities as per consolidated balance sheets

| | | |
|---|-----------------------|-----------------------|
| Borrowings (Note 26) | 73,090 | 73,090 |
| Trade payables (Note 25) | 43,607 | 43,607 |
| Accrued expenses, deposits payable, amounts due to Parent and other payables (Note 25) | <u>9,474</u> | <u>9,474</u> |
| Total | <u>126,171</u> | <u>126,171</u> |

Company

| <u>Loans and receivables</u> RMB 'million | <u>Total</u> RMB 'million |
|--|------------------------------|
|--|------------------------------|

As at 31 December 2008,

Assets as per balance sheet

| | | |
|---|----------------------|----------------------|
| Trade receivables (Note 17) | 1,481 | 1,481 |
| Amounts due from subsidiaries and other receivables (Note 17) | 17,478 | 17,478 |
| Cash and cash equivalents (Note 22) | <u>3,636</u> | <u>3,636</u> |
| Total | <u>22,595</u> | <u>22,595</u> |

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| | <u>Other financial liabilities</u> RMB ’million | <u>Total</u> RMB ’million |
|---|--|------------------------------|
| Liabilities as per balance sheet | | |
| Borrowings (Note 26) | 27,686 | 27,686 |
| Trade payables (Note 25) | 178 | 178 |
| Interest payable, amounts due to Parent, subsidiaries and other payables (Note 25) | <u>12,264</u> | <u>12,264</u> |
| Total | <u>40,128</u> | <u>40,128</u> |

Company

| | <u>Loans and receivables</u> RMB ’million | <u>Total</u> RMB ’million |
|---|--|------------------------------|
| As at 30 June 2009 | | |
| Assets as per balance sheet | | |
| Trade receivables (Note 17) | 2,077 | 2,077 |
| Amounts due from subsidiaries and other receivables (Note 17) | 17,520 | 17,520 |
| Cash and cash equivalents (Note 22) | <u>2,470</u> | <u>2,470</u> |
| Total | <u>22,067</u> | <u>22,067</u> |

| | <u>Other financial liabilities</u> RMB ’million | <u>Total</u> RMB ’million |
|---|--|------------------------------|
| Liabilities as per balance sheet | | |
| Borrowings (Note 26) | 31,725 | 31,725 |
| Trade payables (Note 25) | 109 | 109 |
| Interest payable, amounts due to Parent, subsidiaries and other payables (Note 25) | <u>11,470</u> | <u>11,470</u> |
| Total | <u>43,304</u> | <u>43,304</u> |

15. Available-for-sale financial assets

Group

(a) Movements of the Group’s available-for-sale financial assets are set out as follows:

| | <u>Year ended 31 December</u> | | | <u>Six months ended 30 June 2009</u> |
|---|-------------------------------|-----------------------------|-----------------------------|--------------------------------------|
| | <u>2006</u> RMB ’million | <u>2007</u> RMB ’million | <u>2008</u> RMB ’million | <u>RMB ’million</u> |
| At beginning of year/period | 592 | 1,200 | 2,365 | 912 |
| Additions | 73 | 104 | 64 | 1 |
| Transfer from investment in associates | 311 | — | — | — |
| Disposals | (166) | (396) | (969) | (58) |
| Net fair value gains/(losses) transferred to equity | <u>390</u> | <u>1,457</u> | <u>(548)</u> | <u>243</u> |
| At end of year/period | 1,200 | 2,365 | 912 | 1,098 |
| Less: non-current portion | <u>(1,127)</u> | <u>(2,310)</u> | <u>(900)</u> | <u>(1,091)</u> |
| Current portion | <u>73</u> | <u>55</u> | <u>12</u> | <u>7</u> |

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(b) Available-for-sale financial assets include the following:

| | As at 31 December | | | As at |
|---|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Listed securities | | | | |
| — Equity securities — China | <u>566</u> | <u>1,720</u> | <u>301</u> | <u>498</u> |
| Unlisted securities | | | | |
| — Equity securities — China | <u>634</u> | <u>645</u> | <u>611</u> | <u>600</u> |
| | <u>1,200</u> | <u>2,365</u> | <u>912</u> | <u>1,098</u> |
| Market value of listed securities | <u>566</u> | <u>1,720</u> | <u>301</u> | <u>498</u> |

(c) All available-for-sale financial assets are denominated in RMB.

16. Held-to-maturity financial assets

Group

(a) The movement of the Group's held-to-maturity financial assets are set out as follows:

| | Year ended 31 December | | | Six months |
|---------------------------------------|------------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | ended |
| | RMB 'million | RMB 'million | RMB 'million | 30 June |
| | | | | 2009 |
| | | | | RMB 'million |
| At beginning of year/period | 92 | 100 | 500 | 46 |
| Additions | 5 | 469 | 43 | 341 |
| Accrued interest | 3 | 1 | 3 | 1 |
| Settlement upon maturity | <u>—</u> | <u>(70)</u> | <u>(500)</u> | <u>(240)</u> |
| At end of year/period | 100 | 500 | 46 | 148 |
| Less: non-current portion | <u>(17)</u> | <u>(44)</u> | <u>(46)</u> | <u>(47)</u> |
| Current portion | <u>83</u> | <u>456</u> | <u>—</u> | <u>101</u> |

There were no impairment provisions on held-to-maturity financial assets for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009.

(b) The fair value of held-to-maturity financial assets is based on quoted market bid prices. The carrying amount of the held-to-maturity financial assets as at 31 December 2006, 2007 and 2008 and 30 June 2009 approximates their fair values.

(c) All held-to-maturity financial assets are denominated in RMB.

17. Trade and other receivables

Group

| | As at 31 December | | | As at |
|-----------------------------|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Trade receivables | | | | |
| Trade receivables | 17,806 | 23,724 | 26,895 | 29,288 |
| Retentions | 255 | 301 | 839 | 1,121 |
| Notes receivables | <u>3,375</u> | <u>6,242</u> | <u>5,205</u> | <u>5,187</u> |
| | 21,436 | 30,267 | 32,939 | 35,596 |

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| | As at 31 December | | | As at |
|--|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Less: Provision for impairment | (3,125) | (2,787) | (2,199) | (2,529) |
| Trade receivables — net | 18,311 | 27,480 | 30,740 | 33,067 |
| Other receivables | | | | |
| Prepayments to suppliers | 8,365 | 18,528 | 21,393 | 18,387 |
| Deposits | 2,448 | 3,259 | 3,439 | 4,085 |
| Amounts due from related parties and third parties | 1,433 | 1,916 | 2,512 | 2,795 |
| Staff advances | 277 | 218 | 367 | 682 |
| Prepayment for investments | — | — | — | 3,504 |
| Others | 916 | 810 | 632 | 548 |
| | 13,439 | 24,731 | 28,343 | 30,001 |
| Less: Provision for impairment | (1,925) | (105) | (566) | (638) |
| Other receivables — net | 11,514 | 24,626 | 27,777 | 29,363 |
| Total trade and other receivables | 29,825 | 52,106 | 58,517 | 62,430 |
| Less: Non-current portion | | | | |
| — Trade receivables | (1,103) | (1,020) | (895) | (863) |
| — Retentions | (255) | (301) | (839) | (1,121) |
| | (1,358) | (1,321) | (1,734) | (1,984) |
| Current portion | 28,467 | 50,785 | 56,783 | 60,446 |

Please refer to Note 47 for the Group’s trade and other receivables due from related parties.

The carrying amounts of the current portion of the Group’s trade and other receivables at 31 December 2006, 2007 and 2008 and 30 June 2009 approximate their fair values. In addition, the fair value of the non-current trade and other receivables as at 31 December 2006, 2007 and 2008 and 30 June 2009 are RMB1,277 million, RMB1,225 million, RMB1,678 million and RMB1,931 million, respectively.

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Company

| | As at 31 December 2008 | As at 30 June 2009 |
|---|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Trade receivables | | |
| Trade receivables | 1,136 | 1,943 |
| Notes receivables | <u>345</u> | <u>134</u> |
| | 1,481 | 2,077 |
| Less: Provision for impairment. | <u>(8)</u> | <u>(9)</u> |
| Trade receivables — net. | <u>1,473</u> | <u>2,068</u> |
| Other receivables | | |
| Prepayments to suppliers | 286 | 252 |
| Amounts due from subsidiaries. | 16,648 | 16,720 |
| Prepayment for investments | — | 1,504 |
| Others | <u>830</u> | <u>800</u> |
| | 17,764 | 19,276 |
| Less: Provision for impairment. | <u>(52)</u> | <u>(52)</u> |
| Other receivables — net. | <u>17,712</u> | <u>19,224</u> |
| Total trade and other receivables. | <u>19,185</u> | <u>21,292</u> |
| Less: Non-current portion | | |
| — Trade receivables. | <u>(895)</u> | <u>(655)</u> |
| Current portion | <u>18,290</u> | <u>20,637</u> |

Please refer to Note 47 for the Company’s trade and other receivables due from related parties.

The carrying amounts of the current portion of the Company’s trade and other receivables at 31 December 2008 and 30 June 2009 approximate their fair values. In addition, the fair value of the non-current trade and other receivables as at 31 December 2008 and 30 June 2009 are RMB881 million and RMB633 million, respectively.

(a) Ageing analysis of the trade receivables are as follows:

Group

| | As at 31 December | | | As at |
|--|-------------------|----------------|----------------|-----------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Less than 1 year. | 16,679 | 24,920 | 26,262 | 25,875 |
| 1 year to 2 years | 2,187 | 2,672 | 4,009 | 6,289 |
| 2 years to 3 years. | 794 | 769 | 1,066 | 1,696 |
| 3 years to 4 years. | 703 | 458 | 466 | 487 |
| 4 years to 5 years. | 459 | 479 | 351 | 445 |
| Over 5 years | <u>614</u> | <u>969</u> | <u>785</u> | <u>804</u> |
| Trade receivables — gross | 21,436 | 30,267 | 32,939 | 35,596 |
| Less: Provision for impairment. | <u>(3,125)</u> | <u>(2,787)</u> | <u>(2,199)</u> | <u>(2,529)</u> |
| Trade receivables — net | <u>18,311</u> | <u>27,480</u> | <u>30,740</u> | <u>33,067</u> |

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Company

| | As at 31 December 2008 | As at 30 June 2009 |
|--|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Less than 1 year | 645 | 1,162 |
| 1 year to 2 years | 57 | 127 |
| 2 years to 3 years | 266 | 52 |
| 3 years to 4 years | 136 | 230 |
| 4 years to 5 years | 172 | 134 |
| Over 5 years | <u>205</u> | <u>372</u> |
| Trade receivables — gross | 1,481 | 2,077 |
| Less: Provision for impairment | <u>(8)</u> | <u>(9)</u> |
| Trade receivables — net | <u>1,473</u> | <u>2,068</u> |

Settlement of trade receivables generated through engineering and construction services is made in accordance with terms specified in the contracts governing the relevant transactions. The Group and the Company do not hold any collateral as security.

- (b) Credit risk of trade and other receivables categorised as financial assets, including trade receivables, deposits, loans to related parties and third parties and others, is analysed by class of financial assets in Note 17 (c), (d) and (e) below.
- (c) As at 31 December 2006, 2007 and 2008 and 30 June 2009, the Group’s trade and other receivables of RMB11,336 million, RMB15,104 million, RMB23,151 million and RMB24,619 million, respectively, were fully performing. As at 31 December 2008 and 30 June 2009, the Company’s trade and other receivables of RMB18,666 million and RMB19,278 million respectively, were fully performing. Trade and other receivables that were fully performing mainly represent those due from customers with good credit history and low default rate. None of trade and other receivables that were fully performing has been renegotiated during the Relevant Periods.
- (d) As at 31 December 2006, 2007 and 2008 and 30 June 2009, the Group’s trade and other receivables of approximately RMB9,099 million, RMB17,202 million, RMB12,693 million and RMB13,915 million respectively were past due but not impaired. As at 31 December 2008 and 30 June 2009, the Company’s trade and other receivables of approximately RMB81 million and RMB94 million respectively were past due but not impaired. These relate to a number of independent customers with no recent history of default. The ageing analysis of these trade and other receivables is as follows:

Group

| | As at 31 December | | | As at 30 June 2009 |
|------------------------------|---------------------|----------------------|----------------------|--------------------------|
| | 2006 | 2007 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | |
| Less than 1 year | 8,554 | 16,172 | 11,697 | 12,796 |
| 1 year to 2 years | 354 | 669 | 484 | 771 |
| 2 years to 3 years | 183 | 346 | 501 | 321 |
| 3 years to 4 years | 7 | 14 | 10 | 25 |
| 4 years to 5 years | <u>1</u> | <u>1</u> | <u>1</u> | <u>2</u> |
| Total | <u>9,099</u> | <u>17,202</u> | <u>12,693</u> | <u>13,915</u> |

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Company

| | As at 31 December 2008 | As at 30 June 2009 |
|----------------------------|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Less than 1 year | <u>81</u> | <u>94</u> |

(e) As at 31 December 2006, 2007 and 2008 and 30 June 2009, the Group’s trade and other receivables of approximately RMB5,798 million, RMB3,946 million, RMB3,678 million and RMB4,490 million respectively were wholly or partially impaired. The amounts of the related provisions for impairment of these receivables were approximately RMB5,050 million, RMB2,892 million, RMB2,765 million and RMB3,167 million, respectively. As at 31 December 2008 and 30 June 2009, the Company’s trade and other receivables of approximately RMB212 million and RMB225 million respectively were wholly or partially impaired. The amounts of the related provisions for impairment of these receivables were approximately RMB60 million and RMB61 million, respectively. The ageing analysis of these impaired trade and other receivables are as follows:

Group

| | As at 31 December | | | As at 30 June 2009 |
|-----------------------------|-------------------|--------------|--------------|--------------------------|
| | 2006 | 2007 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Less than 1 year. | 1,132 | 662 | 802 | 1,421 |
| 1 year to 2 years | 934 | 652 | 446 | 784 |
| 2 years to 3 years. | 621 | 510 | 631 | 415 |
| 3 years to 4 years. | 750 | 458 | 500 | 548 |
| 4 years to 5 years. | 471 | 496 | 373 | 494 |
| Over 5 years | <u>1,890</u> | <u>1,168</u> | <u>926</u> | <u>828</u> |
| Total | <u>5,798</u> | <u>3,946</u> | <u>3,678</u> | <u>4,490</u> |

Company

| | As at 31 December 2008 | As at 30 June 2009 |
|-----------------------------|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Less than 1 year | 150 | 164 |
| 1 year to 2 years | 10 | 9 |
| Over 5 years | <u>52</u> | <u>52</u> |
| Total | <u>212</u> | <u>225</u> |

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(f) The movements of provision for impairment of trade and other receivables are as follows:

Group

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---------------------------------------|------------------------|--------------|--------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At beginning of year/period | 4,586 | 5,050 | 2,892 | 2,765 |
| Additions | 542 | 691 | 425 | 427 |
| Write-off | (13) | (2,674) | (534) | (2) |
| Write-back | (65) | (175) | (18) | (23) |
| At end of year/period | <u>5,050</u> | <u>2,892</u> | <u>2,765</u> | <u>3,167</u> |

Company

| | For the period from 1 December 2008 to 31 December 2008 | | Six months ended 30 June 2009 |
|----------------------------------|---|--|-------------------------------|
| | RMB 'million | | RMB 'million |
| | | | |
| At beginning of period | 53 | | 60 |
| Additions | <u>7</u> | | <u>1</u> |
| At end of period | <u>60</u> | | <u>61</u> |

(g) The carrying amounts of the Group and the Company's trade and other receivables are denominated in the following currencies:

Group

| | As at 31 December | | | As at 30 June 2009 |
|---------------------|-------------------|---------------|---------------|--------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| RMB | 27,616 | 49,570 | 57,427 | 59,580 |
| US dollar | 2,171 | 2,391 | 1,050 | 2,725 |
| Others | <u>38</u> | <u>145</u> | <u>40</u> | <u>125</u> |
| | <u>29,825</u> | <u>52,106</u> | <u>58,517</u> | <u>62,430</u> |

Company

| | As at | |
|---------------------|------------------|---------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| RMB | 16,074 | 17,034 |
| US dollar | 3,111 | 4,256 |
| Others | <u>—</u> | <u>2</u> |
| | <u>19,185</u> | <u>21,292</u> |

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18. Financial assets at fair value through profit or loss

Group

| | Investments in listed equity securities in China |
|---|---|
| | RMB ’million |
| At 1 January 2006 | 245 |
| Additions | 481 |
| Disposals | (429) |
| Increase in fair value through profit or loss | <u>84</u> |
| At 31 December 2006 | 381 |
| Additions | 1,400 |
| Disposals | (1,768) |
| Increase in fair value through profit or loss | <u>11</u> |
| At 31 December 2007 | 24 |
| Additions | 71 |
| Disposals | <u>(93)</u> |
| At 31 December 2008 | 2 |
| Additions | 8 |
| Disposals | <u>(8)</u> |
| At 30 June 2009 | <u><u>2</u></u> |

Changes in fair values of financial assets at fair value through profit or loss are recorded in “other gains — net” in the consolidated income statements (Note 32).

The fair value of all equity securities is based on their current bid prices in an active market.

The carrying amounts of the financial assets at fair value through profit or loss at 31 December 2006, 2007 and 2008 and 30 June 2009 are equal to their market values.

19. Contract work-in-progress

Group

| | As at 31 December | | | As at |
|--|--------------------------|---------------------|---------------------|---------------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB ’million | RMB ’million | RMB ’million | 2009 |
| | RMB ’million | RMB ’million | RMB ’million | RMB ’million |
| Contract cost incurred plus recognised profit less recognised losses | 138,539 | 166,295 | 251,351 | 279,018 |
| Less: Progress billings | <u>(133,797)</u> | <u>(164,428)</u> | <u>(248,468)</u> | <u>(270,848)</u> |
| Contract work-in-progress | <u>4,742</u> | <u>1,867</u> | <u>2,883</u> | <u>8,170</u> |
| Representing: | | | | |
| Amounts due from customers for contract work . . | 11,131 | 11,918 | 16,913 | 19,186 |
| Amounts due to customers for contract work | <u>(6,389)</u> | <u>(10,051)</u> | <u>(14,030)</u> | <u>(11,016)</u> |
| | <u>4,742</u> | <u>1,867</u> | <u>2,883</u> | <u>8,170</u> |

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Group

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|---------------|----------------|-----------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Contract revenue recognised as revenue | <u>70,911</u> | <u>93,295</u> | <u>123,680</u> | <u>58,116</u> | <u>63,736</u> |

Company

| | As at 31 December 2008 | As at 30 June 2009 |
|--|--|--|
| | RMB 'million | RMB 'million |
| Contract cost incurred plus recognised profit less recognised losses | 1,834 | 2,495 |
| Less: Progress billings | <u>(2,212)</u> | <u>(3,358)</u> |
| Contract work-in-progress | <u>(378)</u> | <u>(863)</u> |
| Representing: | | |
| Amounts due from customers for contract work | 25 | 13 |
| Amounts due to customers for contract work | <u>(403)</u> | <u>(876)</u> |
| | <u>(378)</u> | <u>(863)</u> |
| | For the period from 1 December 2008 to 31 December 2008 | Six months ended 30 June 2009 |
| | RMB 'million | RMB 'million |
| Contract revenue recognised as revenue | <u>252</u> | <u>661</u> |

20. Inventories, properties under development and completed properties held for sale

(a) Inventories

Group

| | As at 31 December | | | As at 30 June 2009 |
|----------------------------|-------------------|--------------|---------------|--------------------------|
| | 2006 | 2007 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Raw materials | 3,058 | 4,835 | 6,509 | 5,364 |
| Work-in-progress | 1,468 | 3,129 | 2,307 | 2,764 |
| Finished goods | <u>1,288</u> | <u>1,420</u> | <u>2,296</u> | <u>1,978</u> |
| | <u>5,814</u> | <u>9,384</u> | <u>11,112</u> | <u>10,106</u> |

The movement of provision for impairment of inventories is as follows:

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---------------------------------------|------------------------|--------------|--------------|--|
| | 2006 | 2007 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At beginning of year/period | 94 | 75 | 205 | 728 |
| Additions | 6 | 131 | 652 | 7 |
| Write-off | (3) | (1) | (121) | (543) |
| Write-back | <u>(22)</u> | <u>—</u> | <u>(8)</u> | <u>(14)</u> |
| At end of year/period | <u>75</u> | <u>205</u> | <u>728</u> | <u>178</u> |

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The provision for impairment and write-back have been expense-off in the consolidated income statements for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009.

- (b) Properties under development

Group

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|---|------------------------|---------------|---------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At beginning of year/period | 2,165 | 5,663 | 11,025 | 16,995 |
| Additions | 1,442 | 5,509 | 7,537 | 2,925 |
| Attributable to acquisition of subsidiaries (Note 42) | 1,713 | 2,534 | — | — |
| Transfer from land use rights | 808 | 3,671 | 1,648 | 355 |
| Transfer to completed properties held for sale | (465) | (3,341) | (2,768) | (1,854) |
| Attributable to disposal of subsidiaries | — | (3,011) | (447) | — |
| At end of year/period | <u>5,663</u> | <u>11,025</u> | <u>16,995</u> | <u>18,421</u> |

The analyses as at 31 December 2006, 2007 and 2008 and 30 June 2009 of the properties under development are as follows:

| | As at 31 December | | | As at 30 June 2009 |
|-------------------------------------|-------------------|---------------|---------------|--------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Land use rights | 1,284 | 5,101 | 6,651 | 6,873 |
| Development costs | 4,169 | 5,370 | 9,357 | 10,439 |
| Finance costs capitalised | 210 | 554 | 987 | 1,109 |
| | <u>5,663</u> | <u>11,025</u> | <u>16,995</u> | <u>18,421</u> |

Group

Movements of land use rights in properties under development are as follows:

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|--|------------------------|--------------|--------------|-------------------------------|
| | 2006 | 2007 | 2008 | |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At beginning of year/period | 204 | 1,284 | 5,101 | 6,651 |
| Amortisation of land use rights | (18) | (20) | (11) | (6) |
| Attributable to acquisition of subsidiaries | 321 | 236 | — | — |
| Transfer from land use rights | 808 | 3,671 | 1,648 | 355 |
| Transfer to completed properties held for sale | (31) | (70) | (87) | (127) |
| At end of year/period | <u>1,284</u> | <u>5,101</u> | <u>6,651</u> | <u>6,873</u> |

As at 31 December 2006, 2007 and 2008 and 30 June 2009, certain properties under development with carrying value of RMB2,422 million, RMB2,672 million, RMB4,987 million and RMB4,886 million, are pledged as securities for long-term bank borrowings of RMB1,840 million, RMB1,915 million, RMB4,149 million and RMB2,701 million respectively.

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(c) Completed properties held for sale

The analyses as at 31 December 2006, 2007 and 2008 and 30 June 2009 of the completed properties held for sale are as follows:

Group

| | As at 31 December | | | As at |
|-------------------------------------|-------------------|--------------|--------------|------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Land use rights | 7 | 5 | 19 | 127 |
| Development costs | 227 | 441 | 331 | 753 |
| Finance costs capitalised | 11 | 14 | 17 | 31 |
| | <u>245</u> | <u>460</u> | <u>367</u> | <u>911</u> |

Movements of land use rights in completed properties held for sale are as follows:

| | Year ended 31 December | | | Six months |
|--|------------------------|--------------|--------------|------------|
| | 2006 | 2007 | 2008 | ended |
| | RMB 'million | RMB 'million | RMB 'million | 30 June |
| At beginning of year/period | 8 | 7 | 5 | 19 |
| Transfer from properties under development | 31 | 70 | 87 | 127 |
| Transfer to cost of sales | (32) | (72) | (73) | (19) |
| At end of year/period | <u>7</u> | <u>5</u> | <u>19</u> | <u>127</u> |

The cost of inventories, properties under development and completed properties held for sale recognised as expenses and included in “cost of sales” amounted to RMB23,393 million, RMB32,876 million, RMB23,343 million, RMB13,421 million and RMB10,384 million for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009, respectively.

21. Restricted cash

| | As at 31 December | | | As at |
|--------------------------|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Restricted cash. | <u>612</u> | <u>522</u> | <u>2,271</u> | <u>3,287</u> |

All the Group’s restricted cash are denominated in RMB.

The restricted cash is held in dedicated bank accounts mainly for the issuance of bank acceptance notes to suppliers.

The weighted average effective interest rates per annum on restricted cash, with maturities ranging from 6 months to 1 year, were approximately 2.24%, 3.00%, 3.76% and 2.12% as at 31 December 2006, 2007 and 2008 and 30 June 2009, respectively.

The maximum exposure to credit risk approximates the carrying amounts of the Group’s restricted cash at the respective balance sheet dates.

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22. Cash and cash equivalents

Group

| | As at 31 December | | | As at |
|---|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Cash at bank and in hand | 14,653 | 21,135 | 22,163 | 22,557 |
| Bank deposits | 3,864 | 2,905 | 3,488 | 4,329 |
| Other bank deposits from financial institutions . . . | — | 241 | 443 | 60 |
| Cash and cash equivalents | <u>18,517</u> | <u>24,281</u> | <u>26,094</u> | <u>26,946</u> |
| Denominated in: | | | | |
| — RMB | 17,672 | 21,734 | 23,652 | 24,164 |
| — US dollar | 792 | 1,890 | 844 | 1,538 |
| — Others | <u>53</u> | <u>657</u> | <u>1,598</u> | <u>1,244</u> |
| | <u>18,517</u> | <u>24,281</u> | <u>26,094</u> | <u>26,946</u> |

The maximum exposure to credit risk approximates the carrying amounts of the Group’s cash and cash equivalents at the respective balance sheet dates.

The weighted average effective interest rates per annum on bank deposits were approximately 2.08%, 2.77%, 3.56% and 1.98% as at 31 December 2006, 2007 and 2008 and 30 June 2009, respectively.

Company

| | As at | As at |
|------------------------------------|------------------|--------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| Cash at bank and in hand | <u>3,636</u> | <u>2,470</u> |
| Denominated in: | | |
| — RMB | 3,636 | 2,469 |
| — Others | — | 1 |
| | <u>3,636</u> | <u>2,470</u> |

The maximum exposure to credit risk approximates the carrying amounts of the Company’s cash and cash equivalents at the respective balance sheet dates.

23. Share capital

| | As at 31 December 2008 | | As at 30 June 2009 | |
|--|----------------------------|----------------------------|----------------------------|----------------------------|
| | Number of shares (million) | Share capital RMB 'million | Number of shares (million) | Share capital RMB 'million |
| Registered, issued and fully paid | | | | |
| — State legal person shares of RMB 1.00 each | <u>13,000</u> | <u>13,000</u> | <u>13,000</u> | <u>13,000</u> |

The Company was established on 1 December 2008, with an initial registered share capital of RMB13,000 million, divided into 13,000 million shares with a nominal value of RMB1.00 each. 12,870 million state legal person shares were issued to Parent in consideration for the transfer of the Core Operations to the Company pursuant to the Reorganisation as referred to in Note 1.2 of Section II. Baosteel has purchased 130 million state legal person shares with a nominal value of RMB1.00 each for a cash consideration of RMB194,463,000.

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24. Reserves

Group

| | Note | Capital reserve | Translation differences | Retained earnings | Owner’s equity before the reorganisation | Total |
|--|------|--------------------|----------------------------|----------------------|--|--------------|
| | | RMB ’million | RMB ’million | RMB ’million | RMB ’million | RMB ’million |
| At 1 January 2006 | | — | — | — | (3,804) | (3,804) |
| Profit for the year | | — | — | — | 1,920 | 1,920 |
| Other comprehensive income: | | | | | | |
| Fair value gains on available- for-sale financial assets, net of tax | | — | — | — | 233 | 233 |
| Currency translation differences | | — | — | — | (17) | (17) |
| Total comprehensive income for the year | | — | — | — | 2,136 | 2,136 |
| Transaction with non- controlling interests | | — | — | — | 64 | 64 |
| Deemed distribution (c (i)). | | — | — | — | (150) | (150) |
| At 31 December 2006 | | — | — | — | (1,754) | (1,754) |
| Profit for the year | | — | — | — | 3,855 | 3,855 |
| Other comprehensive income: | | | | | | |
| Fair value gains on available- for-sale financial assets, net of tax | | — | — | — | 629 | 629 |
| Currency translation differences | | — | — | — | (73) | (73) |
| Total comprehensive income for the year | | — | — | — | 4,411 | 4,411 |
| Dividends | 40 | — | — | — | (34) | (34) |
| Transaction with non-controlling interests | | — | — | — | 347 | 347 |
| Deemed distribution (c (i)). | | — | — | — | (372) | (372) |
| At 31 December 2007 | | — | — | — | 2,598 | 2,598 |

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Group

| | Note | Capital reserve RMB 'million | Translation differences RMB 'million | Retained earnings RMB 'million | Owner’s equity before the reorganisation RMB 'million | Total RMB 'million |
|--|------|------------------------------------|--|--------------------------------------|--|-----------------------|
| At 31 December 2007 | | — | — | — | 2,598 | 2,598 |
| Profit for the period from 1 January to 1 December 2008 | | — | — | — | 2,894 | 2,894 |
| Other comprehensive income: | | | | | | |
| Fair value losses on available-for- sale financial assets, net of tax . . . | | — | — | — | (861) | (861) |
| Currency translation differences . . . | | — | — | — | (162) | (162) |
| Total comprehensive income for the period from 1 January to 1 December 2008 | | — | — | — | 1,871 | 1,871 |
| Transaction with non-controlling interests | | — | — | — | (1,417) | (1,417) |
| Deemed distribution (c (ii)) | | — | — | — | (537) | (537) |
| Capital contribution (d) | | — | — | — | 2,327 | 2,327 |
| Special distribution (e) | | — | — | — | (3,121) | (3,121) |
| At 1 December 2008 | | — | — | — | 1,721 | 1,721 |
| Capitalisation and issues of new shares to Parent upon establishment of the Company . . . | | (11,149) | — | — | (1,721) | (12,870) |
| Contribution received from Baosteel | | 65 | — | — | — | 65 |
| Profit for the period from 2 December 2008 to 31 December 2008 | | — | — | 306 | — | 306 |
| Other comprehensive income: | | | | | | |
| Fair value losses on available-for- sale financial assets, net of tax . . . | | (7) | — | — | — | (7) |
| Currency translation differences . . . | | — | (10) | — | — | (10) |
| Total comprehensive (expenses)/income for the period from 2 December 2008 to 31 December 2008 | | (7) | (10) | 306 | — | 289 |
| Capital contribution | | 57 | — | — | — | 57 |
| Dividends | 40 | — | — | (256) | — | (256) |
| Transaction with non-controlling interests | | 8 | — | — | — | 8 |
| Appropriation | | 28 | — | (28) | — | — |
| At 31 December 2008 | | <u>(10,998)</u> | <u>(10)</u> | <u>22</u> | <u>—</u> | <u>(10,986)</u> |

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| | Note | Capital reserve RMB 'million | Translation differences RMB 'million | Retained earnings RMB 'million | Owner’s equity before the reorganisation RMB 'million | Total RMB 'million |
|---|------|---------------------------------|---|-----------------------------------|--|-----------------------|
| At 31 December 2008 | | (10,998) | (10) | 22 | — | (10,986) |
| Profit for the period | | — | — | 2,137 | — | 2,137 |
| Other comprehensive income: | | | | | | |
| Fair value gains on available-for-sale financial assets, net of tax . . . | | 180 | — | — | — | 180 |
| Currency translation differences . . . | | | (52) | — | — | (52) |
| Total comprehensive income/(expense) for the period . . | | 180 | (52) | 2,137 | — | 2,265 |
| Dividends | 40 | — | — | (1,875) | — | (1,875) |
| Transaction with non-controlling interests | | 45 | — | — | — | 45 |
| Appropriation | | 208 | — | (208) | — | — |
| At 30 June 2009 | | <u>(10,565)</u> | <u>(62)</u> | <u>76</u> | <u>—</u> | <u>(10,551)</u> |

- (a) As described in Note 1.2(c) and (d), upon the establishment of the Company on 1 December 2008, 12,870 million state legal person shares were issued to Parent in consideration for the transfer of the Core Operations from the Parent Group to the Company. Pursuant to the Reorganisation, all the then existing capital and reserves of the Parent Group were capitalised and the resulting differences was charged to capital reserve. In view of the above changes in form and nature of the capital and reserves of the Parent Group, separate classes of reserves, including retained earnings and translation reserves of the Parent Group prior to the establishment of the Company have not been separately disclosed in the Financial Information.
- (b) Owner’s equity before the Reorganisation represents the combined equities of the Core Operations owned and operated by the companies now comprising the Group as if the current group structure had been in existence throughout the Relevant Periods and as if the Retained Operations as described in Note 1.2(e)(ii) were transferred to the Company by Parent at the beginning of the earliest period presented or since the date when the combining entities first came under the control of SASAC, whichever it is a shorter period.
- (c) During the Relevant Periods, the deemed distributions made by the Group were as follows:
 - (i) As described in Note 1.2(e)(i) and Note 2.2, the operating assets and liabilities that were unrelated to the Core Operations were not transferred to the Company. As a result, these operating assets and liabilities have not been included in the Financial Information and capital contributions made by the Group into these operations were reflected as deemed distributions to Parent.
 - (ii) As described in Note 1.2(e)(ii) and Note 2.3, certain operating assets and liabilities that were historically associated with the Core Operations have been included in the Financial Information although these operations were not transferred to the Company upon the Reorganisation. The assets and liabilities of these operations were reflected as deemed distributions to Parent at the effective date of the Reorganisation.
- (d) Capital contribution mainly comprised of contribution of certain state-owned land use rights from Parent.

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- (e) Pursuant to the Reorganisation and the applicable PRC financial regulations, the Company is required to make a distribution (the “Special Distribution”) to Parent in an amount equal to its net profit, as determined in accordance with the relevant accounting principles and financial regulations applicable to enterprises in the PRC, generated from 1 January 2008 to 1 December 2008 (the date on which the Company was established), which amounted to RMB3,121 million.

Company

| | <u>Capital reserve</u> RMB 'million | <u>Retained earnings</u> RMB 'million | <u>Total</u> RMB 'million |
|--|--|--|------------------------------|
| Capital surplus from issuance of shares to Parent and Baosteel . . . | 6,459 | — | 6,459 |
| Profit for the period from 2 December 2008 to 31 December 2008 | — | 284 | 284 |
| Other comprehensive income: | | | |
| Currency translation differences | 1 | — | 1 |
| Total comprehensive income for the period from 2 December 2008 to 31 December 2008 | 1 | 284 | 285 |
| Capital contribution | 57 | — | 57 |
| Dividends | — | (256) | (256) |
| Appropriation | <u>28</u> | <u>(28)</u> | <u>—</u> |
| At 31 December 2008 | 6,545 | — | 6,545 |
| Profit for the period and total comprehensive income for the period | — | 2,083 | 2,083 |
| Dividends | — | (1,875) | (1,875) |
| Appropriation | <u>208</u> | <u>(208)</u> | <u>—</u> |
| At 30 June 2009 | <u>6,753</u> | <u>—</u> | <u>6,753</u> |

The profit attributable to equity holders of the Company for the year ended 31 December 2008 and the six months ended 30 June 2009 is dealt with in the financial information of the Company to the extent of profit of RMB284 million and RMB2,083 million, respectively.

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25. Trade and other payables

Group

| | As at 31 December | | | As at |
|--|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Trade payables | <u>26,405</u> | <u>38,896</u> | <u>40,211</u> | <u>43,607</u> |
| Other payables | | | | |
| Accrued payroll and related expenses | 1,926 | 1,966 | 1,598 | 1,230 |
| Accrued expenses | 390 | 485 | 454 | 428 |
| Purchase deposits from customers | 14,691 | 23,758 | 29,047 | 24,786 |
| Deposits payable | 2,122 | 3,466 | 3,259 | 3,246 |
| Other taxes payable | 1,780 | 2,376 | 2,007 | 2,200 |
| Amounts due to Parent | — | — | 2,914 | 2,824 |
| Others | <u>895</u> | <u>2,094</u> | <u>2,671</u> | <u>2,976</u> |
| | <u>21,804</u> | <u>34,145</u> | <u>41,950</u> | <u>37,690</u> |
| Total trade and other payables | 48,209 | 73,041 | 82,161 | 81,297 |
| Less: Non-current portion: | | | | |
| Other payables | <u>(290)</u> | <u>(542)</u> | <u>(257)</u> | <u>(350)</u> |
| Current portion | <u>47,919</u> | <u>72,499</u> | <u>81,904</u> | <u>80,947</u> |

Please refer to Note 47 for the Group’s trade and other payables to related parties.

The carrying amounts of the current portion of the Group’s trade and other payables as at 31 December 2006, 2007 and 2008 and 30 June 2009 approximate their fair values because of their short-term maturities. In addition, the fair value of the Group’s non-current trade and other payables as at 31 December 2006, 2007 and 2008 and 30 June 2009 are RMB273 million, RMB504 million, RMB244 million and RMB332 million, respectively.

Company

| | As at | As at |
|--|---------------|---------------|
| | 31 December | 30 June |
| | 2008 | 2009 |
| | RMB 'million | RMB 'million |
| Trade payables | <u>178</u> | <u>109</u> |
| Other payables | | |
| Purchase deposits from customers | 135 | 48 |
| Accrued payroll and related expenses | — | 3 |
| Other taxes payable | 13 | 8 |
| Interest payable | 381 | 241 |
| Amounts due to Parent | 2,914 | 2,824 |
| Amounts due to subsidiaries | 8,941 | 8,381 |
| Others | <u>28</u> | <u>24</u> |
| | <u>12,412</u> | <u>11,529</u> |
| Total trade and other payables - current portion | <u>12,590</u> | <u>11,638</u> |

Please refer to Note 47 for the Company’s trade and other payables to related parties.

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(a) The ageing analysis of trade payables is as follows:

Group

| | As at 31 December | | | As at |
|------------------------------|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Within 1 year | 21,281 | 33,233 | 33,382 | 32,716 |
| 1 year to 2 years | 3,006 | 4,005 | 4,843 | 7,957 |
| 2 years to 3 years | 928 | 828 | 1,075 | 1,826 |
| Over 3 years | <u>1,190</u> | <u>830</u> | <u>911</u> | <u>1,108</u> |
| | <u>26,405</u> | <u>38,896</u> | <u>40,211</u> | <u>43,607</u> |

Company

| | As at | As at |
|------------------------------|--------------|--------------|
| | 31 December | 30 June |
| | 2008 | 2009 |
| | RMB 'million | RMB 'million |
| Within 1 year | 143 | 77 |
| 1 year to 2 years | 11 | 7 |
| 2 years to 3 years | <u>24</u> | <u>25</u> |
| | <u>178</u> | <u>109</u> |

(b) The carrying amounts of the Group and the Company’s trade and other payables are denominated in the following currencies:

Group

| | As at 31 December | | | As at |
|---------------------|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| RMB | 46,887 | 69,630 | 76,609 | 78,089 |
| US dollar | 1,270 | 3,353 | 4,950 | 2,786 |
| Others | <u>52</u> | <u>58</u> | <u>602</u> | <u>422</u> |
| | <u>48,209</u> | <u>73,041</u> | <u>82,161</u> | <u>81,297</u> |

Company

| | As at | As at |
|---------------------|---------------|---------------|
| | 31 December | 30 June |
| | 2008 | 2009 |
| | RMB 'million | RMB 'million |
| RMB | 12,382 | 11,545 |
| US dollar | 157 | 85 |
| Others | <u>51</u> | <u>8</u> |
| | <u>12,590</u> | <u>11,638</u> |

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26. Borrowings

Group

| | As at 31 December | | | As at |
|---|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Non-current | | | | |
| Long-term bank borrowings | | | | |
| — Secured ^(a) | 4,867 | 4,560 | 5,780 | 7,493 |
| — Unsecured | 211 | 1,399 | 5,717 | 15,860 |
| | <u>5,078</u> | <u>5,959</u> | <u>11,497</u> | <u>23,353</u> |
| Long-term other borrowings | | | | |
| — Secured ^(a) | 4 | 1 | 3,500 | 3,500 |
| — Unsecured | 13 | 15 | 221 | 92 |
| — Debentures ^{(b (i))} | — | — | 3,500 | 3,500 |
| | <u>17</u> | <u>16</u> | <u>7,221</u> | <u>7,092</u> |
| Total non-current borrowings | <u>5,095</u> | <u>5,975</u> | <u>18,718</u> | <u>30,445</u> |
| Current | | | | |
| Short-term bank borrowings | | | | |
| — Secured ^(a) | 6,314 | 9,318 | 11,598 | 13,684 |
| — Unsecured | 10,011 | 19,310 | 21,635 | 26,566 |
| | <u>16,325</u> | <u>28,628</u> | <u>33,233</u> | <u>40,250</u> |
| Short-term other borrowings | | | | |
| — Secured ^(a) | — | 3,013 | 1 | 701 |
| — Unsecured | — | 1,802 | 6 | 49 |
| — Debentures ^{(b (ii))} | 1,925 | — | 3,500 | — |
| | <u>1,925</u> | <u>4,815</u> | <u>3,507</u> | <u>750</u> |
| Current portion of long-term bank borrowings | | | | |
| — Secured ^(a) | 785 | 1,251 | 1,404 | 1,302 |
| — Unsecured | — | 200 | 577 | 343 |
| | <u>785</u> | <u>1,451</u> | <u>1,981</u> | <u>1,645</u> |
| Current portion of long-term other borrowings | | | | |
| — Secured ^(a) | 3 | — | — | — |
| Total current borrowings | <u>19,038</u> | <u>34,894</u> | <u>38,721</u> | <u>42,645</u> |
| Total borrowings | <u>24,133</u> | <u>40,869</u> | <u>57,439</u> | <u>73,090</u> |

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Company

| | As at 31 December 2008 | As at 30 June 2009 |
|--|------------------------------|--------------------------|
| | RMB ’million | RMB ’million |
| Non-current | | |
| Long-term bank borrowings | | |
| — Unsecured | 5,150 | 9,635 |
| Other long-term borrowings | | |
| — Debentures ^{(b(i))} | <u>3,500</u> | <u>3,500</u> |
| Total non-current borrowings | <u>8,650</u> | <u>13,135</u> |
| Current | | |
| Short-term bank borrowings | | |
| — Unsecured | <u>14,151</u> | <u>17,359</u> |
| Short-term other borrowings | | |
| — Unsecured | 1,000 | 1,000 |
| — Debentures ^{(b(ii))} | <u>3,500</u> | <u>—</u> |
| | <u>4,500</u> | <u>1,000</u> |
| Current portion of long-term bank borrowings | | |
| — Unsecured | <u>385</u> | <u>231</u> |
| Total current borrowings | <u>19,036</u> | <u>18,590</u> |
| Total borrowings | <u>27,686</u> | <u>31,725</u> |

(a) Secured borrowings were secured by the Group’s property, plant and equipment (Note 7), land use rights (Note 8), properties under development (Note 20) and guarantees provided by certain related parties (Note 47).

(b) (i) As approved by the National Development and Reform Commission, the Group has issued debentures in July 2008 at par value of RMB3,500 million, with a maturity of ten years from issuance.

(ii) As approved by the People’s Bank of China, the Group has issued debentures with discount and a maturity of one year from issuance in December 2006.

As approved by the People’s Bank of China, the Group has issued debentures in February 2008 at par value of RMB3,500 million, with a maturity of one year from issuance.

(c) Other borrowings excluding debentures mainly represent borrowings from other state-owned enterprises and third parties, as follows:

Group

| Lender | As at 31 December | | | As at 30 June 2009 |
|---|-------------------|--------------|--------------|--------------------------|
| | 2006 | 2007 | 2008 | RMB ’million |
| | RMB ’million | RMB ’million | RMB ’million | |
| Other state-owned enterprises | — | 1,501 | 128 | 44 |
| Third parties | <u>20</u> | <u>3,330</u> | <u>3,600</u> | <u>4,298</u> |
| | <u>20</u> | <u>4,831</u> | <u>3,728</u> | <u>4,342</u> |

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Company

| <u>Lender</u> | <u>As at 31 December 2008</u> RMB ’million | <u>As at 30 June 2009</u> RMB ’million |
|------------------------|---|---|
| Subsidiaries | <u>1,000</u> | <u>1,000</u> |

(d) The exposure of the Group and the Company’s borrowings to interest rate changes and contractual repricing at the respective balance sheet dates are as follows:

Group

| | <u>As at 31 December</u> | | | <u>As at 30 June 2009</u> |
|-----------------------------|-----------------------------|-----------------------------|-----------------------------|-----------------------------------|
| | <u>2006</u> RMB ’million | <u>2007</u> RMB ’million | <u>2008</u> RMB ’million | RMB ’million |
| 6 months or less | 9,382 | 26,399 | 43,173 | 48,968 |
| 6 to 12 months | 10,248 | 12,649 | 4,882 | 11,715 |
| 1 year to 5 years | 3,774 | 1,700 | 5,760 | 7,758 |
| Over 5 years | <u>729</u> | <u>121</u> | <u>3,624</u> | <u>4,649</u> |
| | <u>24,133</u> | <u>40,869</u> | <u>57,439</u> | <u>73,090</u> |

Company

| | <u>As at 31 December 2008</u> RMB ’million | <u>As at 30 June 2009</u> RMB ’million |
|----------------------------|---|---|
| 6 months or less | 24,186 | 28,225 |
| Over 5 years | <u>3,500</u> | <u>3,500</u> |
| | <u>27,686</u> | <u>31,725</u> |

(e) The maturities of the Group’s and the Company’s total borrowings at respective balance sheet dates are set out as follows:

Group

| | <u>As at 31 December</u> | | | <u>As at 30 June 2009</u> |
|---|-----------------------------|-----------------------------|-----------------------------|-----------------------------------|
| | <u>2006</u> RMB ’million | <u>2007</u> RMB ’million | <u>2008</u> RMB ’million | RMB ’million |
| Within 1 year | 19,038 | 34,894 | 38,721 | 42,645 |
| 1 year to 2 years | 1,495 | 3,054 | 7,020 | 9,539 |
| 2 years to 5 years | <u>2,973</u> | <u>1,901</u> | <u>7,048</u> | <u>14,100</u> |
| Wholly repayable within 5 years | 23,506 | 39,849 | 52,789 | 66,284 |
| Over 5 years | <u>627</u> | <u>1,020</u> | <u>4,650</u> | <u>6,806</u> |
| | <u>24,133</u> | <u>40,869</u> | <u>57,439</u> | <u>73,090</u> |

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Company

| | As at 31 December 2008 | As at 30 June 2009 |
|---|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Within 1 year | 19,036 | 18,590 |
| 1 year to 2 years | 259 | 828 |
| 2 years to 5 years | <u>4,191</u> | <u>7,190</u> |
| Wholly repayable within 5 years | 23,486 | 26,608 |
| Over 5 years | <u>4,200</u> | <u>5,117</u> |
| | <u>27,686</u> | <u>31,725</u> |

(f) The carrying amounts of the Group’s and the Company’s borrowings are denominated in the following currencies:

Group

| | As at 31 December | | | As at 30 June 2009 |
|---------------------|-------------------|---------------|---------------|--------------------------|
| | 2006 | 2007 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | |
| RMB | 23,783 | 40,409 | 54,966 | 68,112 |
| US dollar | <u>350</u> | <u>460</u> | <u>2,473</u> | <u>4,978</u> |
| | <u>24,133</u> | <u>40,869</u> | <u>57,439</u> | <u>73,090</u> |

Company

| | As at 31 December 2008 | As at 30 June 2009 |
|---------------------|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| RMB | 25,591 | 28,476 |
| US dollar | <u>2,095</u> | <u>3,249</u> |
| | <u>27,686</u> | <u>31,725</u> |

(g) The weighted average effective interest rates (per annum) at the respective balance sheet dates are as follows:

Group

| | As at 31 December | | | As at 30 June 2009 |
|-----------------------|-------------------|-------|-------|--------------------------|
| | 2006 | 2007 | 2008 | 2009 |
| Bank borrowings | | | | |
| — RMB | 5.02% | 6.22% | 6.26% | 5.29% |
| — US dollar | 5.40% | 5.23% | 5.69% | 5.14% |
| Other borrowings | | | | |
| — RMB | 3.97% | 5.49% | 7.49% | 7.79% |
| — US dollar | 4.32% | 3.80% | — | — |

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Company

| | <u>As at 31 December 2008</u> | <u>As at 30 June 2009</u> |
|-----------------------|---------------------------------------|-----------------------------------|
| Bank borrowings | | |
| — RMB | 6.50% | 5.54% |
| — US dollar | 5.31% | 3.88% |
| Other borrowings | | |
| — RMB | 5.77% | 5.77% |

(h) The carrying amounts of the current borrowings approximate their fair values because of their short-term maturities. The fair values of non-current borrowings are set out as follows:

Group

| | <u>As at 31 December</u> | | | <u>As at 30 June 2009</u> |
|--|--------------------------|--------------|---------------|-----------------------------------|
| | <u>2006</u> | <u>2007</u> | <u>2008</u> | <u>RMB 'million</u> |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Fair value | | | | |
| — Long-term bank borrowings | 4,915 | 5,822 | 11,095 | 22,317 |
| — Long-term other borrowings (excluding debentures) | 12 | 10 | 3,713 | 3,590 |
| — Debentures | <u>—</u> | <u>—</u> | <u>3,500</u> | <u>3,500</u> |
| | <u>4,927</u> | <u>5,832</u> | <u>18,308</u> | <u>29,407</u> |

The fair values of non-current borrowings are estimated based on discounted cash flows using the prevailing market rates of interest available to the Group for financial instruments with substantially the same terms and characteristics at the respective balance sheet dates.

Company

| | <u>As at 31 December 2008</u> | <u>As at 30 June 2009</u> |
|---------------------------------------|---------------------------------------|-----------------------------------|
| | RMB 'million | RMB 'million |
| Fair value | | |
| — Long-term bank borrowings | 5,150 | 9,635 |
| — Debentures | <u>3,500</u> | <u>3,500</u> |
| | <u>8,650</u> | <u>13,135</u> |

The fair values of non-current borrowings are estimated based on discounted cash flows using the prevailing market rates of interest available to the Company for financial instruments with substantially the same terms and characteristics at the respective balance sheet dates.

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27. Deferred income

Group

| | Government grants relating to research and development expenditure | Government grants relating to property, plant and equipment | Deferred housing rental income | Subsidies relating to housing relocation and demolition | Others | Total |
|--------------------------------------|--|---|--------------------------------|---|--------------|--------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At 1 January 2006 | 1 | 102 | 113 | 56 | 20 | 292 |
| Additions | 13 | 14 | — | — | 4 | 31 |
| Amortisation | <u>(2)</u> | <u>(1)</u> | <u>(5)</u> | <u>(2)</u> | <u>(13)</u> | <u>(23)</u> |
| At 31 December 2006 | 12 | 115 | 108 | 54 | 11 | 300 |
| Additions | 22 | 81 | — | — | 71 | 174 |
| Amortisation | <u>(4)</u> | <u>(2)</u> | <u>(5)</u> | <u>(2)</u> | <u>(5)</u> | <u>(18)</u> |
| At 31 December 2007 | 30 | 194 | 103 | 52 | 77 | 456 |
| Additions | 119 | 70 | — | — | — | 189 |
| Amortisation | <u>(70)</u> | <u>(105)</u> | <u>(5)</u> | <u>(2)</u> | <u>(32)</u> | <u>(214)</u> |
| At 31 December 2008 | 79 | 159 | 98 | 50 | 45 | 431 |
| Additions | 20 | — | — | — | — | 20 |
| Amortisation | <u>(26)</u> | <u>(53)</u> | <u>(3)</u> | <u>(1)</u> | <u>(42)</u> | <u>(125)</u> |
| At 30 June 2009 | <u>73</u> | <u>106</u> | <u>95</u> | <u>49</u> | <u>3</u> | <u>326</u> |

28. Retirement and other supplemental benefit obligations

(a) State-managed retirement plans

The Chinese employees of the Group participate in employee social security plans organised and administrated by the PRC government authority. The PRC companies are required to contribute from 16% to 22%, depending on the applicable local regulations, of payroll costs to the state managed retirement plans. The obligation of these PRC companies with respect to the state-managed retirement plans is to make the specified contributions.

The total cost charged to consolidated income statements during the Relevant Periods are as follows:

Group

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Contributions to state-managed retirement plans | <u>593</u> | <u>675</u> | <u>761</u> | <u>360</u> | <u>401</u> |

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At each balance sheet date, the following amounts due in respect of the reporting period had not been paid to the state-managed retirement plans:

Group

| | As at 31 December | | | As at |
|--|-------------------|--------------|--------------|------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Amounts due to state-managed retirement plans included in trade and other payables | <u>340</u> | <u>313</u> | <u>256</u> | <u>261</u> |

(b) Early retirement and supplemental benefit obligations

The amount of early retirement and supplemental benefit obligations recognised in the consolidated balance sheets are determined as follows:

Group

| | As at 31 December | | | As at |
|---|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Present value of defined benefits obligations | 9,077 | 7,912 | 7,602 | 7,119 |
| Unrecognised actuarial losses | <u>(907)</u> | <u>(184)</u> | <u>(472)</u> | <u>(218)</u> |
| Liability arising from defined benefit obligation . . | 8,170 | 7,728 | 7,130 | 6,901 |
| Less: current portion | <u>(732)</u> | <u>(766)</u> | <u>(905)</u> | <u>(847)</u> |
| Non-current portion | <u>7,438</u> | <u>6,962</u> | <u>6,225</u> | <u>6,054</u> |

The movements of the Group’s early retirement and supplemental benefit obligations for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 are as follows:

Group

| | Year ended 31 December | | | Six months |
|---|------------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | ended |
| | RMB 'million | RMB 'million | RMB 'million | 30 June |
| At beginning of year/period | 8,511 | 8,170 | 7,728 | 2009 |
| For the year/period | | | | RMB 'million |
| — Interest costs (Note 34) | 274 | 277 | 321 | |
| — Payment | (655) | (732) | (709) | |
| — Actuarial losses (Note 34) | 39 | — | 122 | |
| — Transitional provision (Note 34). | 1 | 13 | — | |
| — Past service cost (Note 34). | <u>—</u> | <u>—</u> | <u>(332)</u> | <u>—</u> |
| At end of year/period | <u>8,170</u> | <u>7,728</u> | <u>7,130</u> | <u>6,901</u> |

The above obligations were determined based on actuarial valuations performed by an independent qualified actuarial firm, Towers Perrin Consulting Company Limited (Members of the Society of Actuaries and the China Association of Actuaries), using the projected unit credit actuarial cost method.

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The material actuarial assumptions used in valuing these obligations are as follows:

- (i) Discount rates adopted (per annum):

| | Year ended 31 December | | | Six months ended 30 June 2009 |
|-------------------------|---------------------------|--------------|--------------|--|
| | 2006 | 2007 | 2008 | |
| Discount Rate | <u>3.00%</u> | <u>4.25%</u> | <u>3.00%</u> | <u>3.25%</u> |

- (ii) Early-retirees’ salary and supplemental benefits increase rate: 4.5%;
 (iii) Medical cost trend rate: 8%;
 (iv) Mortality: Average life expectancy of residents in the PRC; and
 (v) Medical costs paid to early retirees are assumed to continue until the death of the retirees.

29. Provisions for other liabilities and charges

Group

| | <u>Lawsuits</u> RMB 'million | <u>Warranties</u> RMB 'million | <u>Others</u> RMB 'million | <u>Total</u> RMB 'million |
|--------------------------------------|---------------------------------|-----------------------------------|-------------------------------|------------------------------|
| At 1 January 2006 | 4 | 36 | — | 40 |
| Additions | 10 | 2 | — | 12 |
| Utilised | <u>—</u> | <u>(6)</u> | <u>—</u> | <u>(6)</u> |
| At 31 December 2006 | 14 | 32 | — | 46 |
| Additions | 23 | — | 4 | 27 |
| Utilised | <u>(15)</u> | <u>(32)</u> | <u>(4)</u> | <u>(51)</u> |
| At 31 December 2007 | 22 | — | — | 22 |
| Additions | 12 | 11 | — | 23 |
| Utilised | <u>(14)</u> | <u>(5)</u> | <u>—</u> | <u>(19)</u> |
| At 31 December 2008 | 20 | 6 | — | 26 |
| Additions | — | 15 | — | 15 |
| Utilised | <u>(4)</u> | <u>(3)</u> | <u>—</u> | <u>(7)</u> |
| At 30 June 2009 | <u>16</u> | <u>18</u> | <u>—</u> | <u>34</u> |

30. Deferred income tax

- (a) Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or

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different taxable entities where there is an intention to settle the balances on a net basis. The offset amounts are as follows:

Group

| | As at 31 December | | | As at |
|--|-------------------|----------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | RMB 'million |
| Deferred income tax assets | | | | |
| — Deferred tax assets to be recovered after more than 12 months | 966 | 808 | 1,173 | 1,275 |
| — Deferred tax assets to be recovered within 12 months | 266 | 180 | 407 | 420 |
| | <u>1,232</u> | <u>988</u> | <u>1,580</u> | <u>1,695</u> |
| Deferred income tax liabilities | | | | |
| — Deferred tax liabilities to be recovered after more than 12 months | (413) | (794) | (385) | (393) |
| — Deferred tax liabilities to be recovered within 12 months | (123) | (251) | (220) | (236) |
| | <u>(536)</u> | <u>(1,045)</u> | <u>(605)</u> | <u>(629)</u> |
| Deferred income tax assets/(liabilities)-net | <u>696</u> | <u>(57)</u> | <u>975</u> | <u>1,066</u> |

Group

The gross movements on the deferred income tax are as follows:

| | Year ended 31 December | | | Six months |
|---|------------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | ended |
| | RMB 'million | RMB 'million | RMB 'million | 30 June |
| | | | | 2009 |
| | | | | RMB 'million |
| At beginning of year/period | 1,186 | 696 | (57) | 975 |
| Attributable to acquisition of subsidiaries | (340) | (221) | (33) | — |
| (Charged)/credited to the consolidated income statements (Note 37). | (36) | (265) | 667 | 130 |
| (Charged)/credited to equity | (114) | (292) | 360 | (59) |
| Exchange differences | — | 25 | 38 | 20 |
| At end of the year/period | <u>696</u> | <u>(57)</u> | <u>975</u> | <u>1,066</u> |

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- (b) The movements in deferred income tax assets and liabilities during the year/period, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

Group

| | Provision for impairment of assets | Provision for retirement and other supplemental benefit obligation | Deductible tax loss | Unrealised profit on inter-company transactions | Government grant for purchase of property, plant and equipment | Valuation surplus of property, plant and equipment and land use rights | Others | Total |
|--|--|---|------------------------|--|---|--|-----------------|-----------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Deferred tax assets | | | | | | | | |
| At 1 January 2006 | 321 | 835 | 52 | — | 5 | — | 22 | 1,235 |
| Credited/(charged) to the consolidated income statement | 17 | (95) | (2) | 19 | 3 | — | 51 | (7) |
| Attributable to acquisition of subsidiaries (Note 42) | — | — | — | — | — | — | 4 | 4 |
| At 31 December 2006 | 338 | 740 | 50 | 19 | 8 | — | 77 | 1,232 |
| (Charged)/credited to the consolidated income statement | (26) | (214) | 21 | 4 | 2 | — | (31) | (244) |
| At 31 December 2007 | 312 | 526 | 71 | 23 | 10 | — | 46 | 988 |
| Credited/(charged) to the consolidated income statement | 285 | (37) | 204 | 11 | (1) | 118 | 12 | 592 |
| At 31 December 2008 | 597 | 489 | 275 | 34 | 9 | 118 | 58 | 1,580 |
| (Charged)/credited to the consolidated income statement | (50) | (34) | 150 | 75 | 2 | (13) | (15) | 115 |
| At 30 June 2009 | 547 | 455 | 425 | 109 | 11 | 105 | 43 | 1,695 |

- (b) The movements in deferred income tax assets and liabilities during the year/period, without taking into consideration the offsetting of balances within the same tax jurisdiction, are as follows:

Group

| | Change in fair value of financial assets | Safety Fund | Welfare payable | Fair value adjustments upon business combination | Others | Total |
|---|---|----------------|--------------------|--|--------------|--------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Deferred tax liabilities | | | | | | |
| At 1 January 2006 | 13 | — | 36 | — | — | 49 |
| Charged to the consolidated income statement | 29 | — | — | — | — | 29 |
| Charged directly to equity | 114 | — | — | — | — | 114 |
| Attributable to acquisition of subsidiaries (Note 42) | — | — | — | 344 | — | 344 |

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| | Change in fair value of financial assets | Safety Fund | Welfare payable | Fair value adjustments upon business combination | Others | Total |
|---|---|----------------|--------------------|--|--------------|--------------|
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| At 31 December 2006 . . . | 156 | — | 36 | 344 | — | 536 |
| (Credited)/charged to the consolidated income statement | (39) | 59 | 14 | (16) | 3 | 21 |
| Charged directly to equity | 292 | — | — | — | — | 292 |
| Attributable to acquisition of subsidiaries (Note 42) | — | — | — | 221 | — | 221 |
| Exchange differences | — | — | — | (25) | — | (25) |
| At 31 December 2007 . . . | 409 | 59 | 50 | 524 | 3 | 1,045 |
| Credited to the consolidated income statement | (6) | (10) | (33) | (24) | (2) | (75) |
| Credited directly to equity | (360) | — | — | — | — | (360) |
| Attributable to acquisition of subsidiaries (Note 42) | — | — | — | 33 | — | 33 |
| Exchange differences | — | — | — | (38) | — | (38) |
| At 31 December 2008 . . . | 43 | 49 | 17 | 495 | 1 | 605 |
| Credited to the consolidated income statement | (3) | (2) | (10) | (1) | 1 | (15) |
| Charged directly to equity | 59 | — | — | — | — | 59 |
| Exchange differences | — | — | — | (20) | — | (20) |
| At 30 June 2009 | <u>99</u> | <u>47</u> | <u>7</u> | <u>474</u> | <u>2</u> | <u>629</u> |

The deferred income tax charged/(credited) to equity during the Relevant Periods is as follows:

Group

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Fair value reserves in equity: | | | | | |
| — Available-for-sale financial assets | <u>114</u> | <u>292</u> | <u>(360)</u> | <u>(200)</u> | <u>59</u> |

In accordance with the PRC tax law or other tax regulations applicable to those companies in their respective jurisdictions, tax losses may be carried forward to offset future taxable income. The Group did not recognise deferred tax assets of RMB298 million, RMB335 million, RMB467 million and RMB424 million in respect of tax losses amounting to RMB902 million, RMB1,338 million, RMB1,868 million and RMB1,696 million as at 31 December 2006, 2007 and 2008 and 30 June

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2009, respectively, as management believes it is more likely than not that such tax losses would not be realised before they expire.

31. Other income

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Dividend income from available-for-sale financial assets ^(a) | 25 | 57 | 32 | 6 | 8 |
| Dividend income from financial assets at fair value through profit or loss ^(a) | 52 | 96 | 1 | — | — |
| Income from liabilities forgiven . . . | 4 | 22 | 177 | 13 | 12 |
| Insurance reimbursement | 2 | 6 | 4 | 1 | 1 |
| Rental income | 150 | 203 | 307 | 104 | 107 |
| Government grants and subsidies ^(b) | 87 | 163 | 493 | 184 | 332 |
| Others | <u>27</u> | <u>40</u> | <u>50</u> | <u>19</u> | <u>30</u> |
| | <u>347</u> | <u>587</u> | <u>1,064</u> | <u>327</u> | <u>490</u> |

(a) Dividend income from listed investments for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009 was RMB61 million, RMB127 million, RMB12 million, RMB5 million and RMB4 million, respectively. Dividend income from unlisted investments for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009 was RMB16 million, RMB26 million, RMB21 million, RMB1 million and RMB4 million, respectively.

(b) Government grants mainly represent value-added tax refund granted by PRC government and subsidy granted by PRC government to support the development of the Group.

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32. Other gains — net

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Financial assets at fair value through profit or loss (Note 18): | | | | | |
| — Fair value gains | 84 | 11 | — | — | — |
| Net foreign exchange losses (Note 36) | (51) | (40) | (142) | (32) | (47) |
| (Loss)/gain on disposal of associates | — | (2) | 13 | — | — |
| Gain on disposal of subsidiaries | — | 317 | 42 | 3 | — |
| Excess of fair value of the Group’s share of the identifiable net assets acquired over the cost of acquisition (Note 42) | 13 | 29 | — | — | 110 |
| Gain on disposal of property, plant and equipment | 4 | 190 | 75 | 46 | 37 |
| Gain on disposal of financial assets at fair value through profit or loss | 32 | 432 | 5 | 8 | — |
| Gain on disposal of held-to-maturity financial assets | — | — | 11 | 8 | — |
| Gain/(loss) on disposal of available-for-sale financial assets | 29 | 311 | 528 | 120 | (21) |
| Impairment loss for available-for-sale financial assets | (2) | — | (2) | (2) | — |
| Others | <u>17</u> | <u>142</u> | <u>34</u> | <u>(19)</u> | <u>(8)</u> |
| | <u>126</u> | <u>1,390</u> | <u>564</u> | <u>132</u> | <u>71</u> |

33. Expenses by nature

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Raw materials, purchased equipment and consumables used | 44,006 | 59,274 | 72,235 | 32,278 | 26,244 |
| Changes in inventories of finished goods and work-in-progress | (4,243) | (7,500) | (6,454) | (3,124) | (1,559) |
| Subcontracting charges | 27,959 | 43,198 | 59,180 | 29,187 | 34,387 |
| Employee benefits (Note 34) | 7,536 | 8,791 | 9,875 | 4,553 | 4,316 |
| Depreciation of property, plant and equipment (Note 7) | 1,224 | 1,361 | 1,602 | 814 | 768 |
| Fuel and heating expenditure | 1,189 | 1,130 | 493 | 207 | 244 |
| Business tax and other transaction taxes | 2,342 | 3,068 | 3,872 | 1,705 | 1,805 |
| Travelling expenses | 775 | 951 | 1,046 | 439 | 499 |
| Office expenses | 1,187 | 1,363 | 1,494 | 630 | 715 |
| Transportation costs | 499 | 481 | 608 | 222 | 206 |
| Operating lease rentals | 1,989 | 2,547 | 3,614 | 1,537 | 1,381 |

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| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|-----------------------|-----------------------|-----------------------------|----------------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Provision for impairment of trade and other receivables (Note 17) | 477 | 516 | 407 | 290 | 404 |
| Research and development costs | 247 | 450 | 1,021 | 243 | 300 |
| Repairs and maintenance | 746 | 836 | 815 | 373 | 388 |
| Advertising expenditure | 79 | 99 | 121 | 40 | 50 |
| Foreseeable losses on construction contracts | 74 | 1 | 93 | 104 | (10) |
| Amortisation of land use rights (Note 8) | 41 | 79 | 142 | 70 | 70 |
| Amortisation of mining rights (Note 9) | — | 6 | 6 | 2 | 3 |
| Depreciation of investment property (Note 10) | 19 | 27 | 28 | 17 | 11 |
| Amortisation of intangible assets (Note 11) | 13 | 16 | 27 | 11 | 19 |
| Provision for impairment of property, plant and equipment (Note 7) | 33 | 5 | — | — | — |
| Provision for impairment of investment property (Note 10) | 10 | — | — | — | — |
| Insurance expenditure | 59 | 45 | 77 | 29 | 33 |
| (Reversal of)/provision for impairment on inventories (Note 20) | (16) | 131 | 644 | 122 | (7) |
| Professional and technical consulting fees | 446 | 643 | 633 | 185 | 336 |
| Auditors’ remuneration | 12 | 23 | 45 | 20 | 21 |
| Bank charges relating to operating activities | 50 | 120 | 242 | 117 | 144 |
| Others | 952 | 919 | 1,216 | 527 | 448 |
| Total cost of sales, selling and marketing expenses and administrative expenses | <u>87,705</u> | <u>118,580</u> | <u>153,082</u> | <u>70,598</u> | <u>71,216</u> |

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34. Employee benefits

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Salaries, wages and bonuses, including restructuring costs and other termination benefits | 5,817 | 6,845 | 7,289 | 3,175 | 2,995 |
| Contributions to pension plans ^(a) | 593 | 675 | 761 | 360 | 401 |
| Early retirement and supplemental pension benefits (Note 28 and b) | | | | | |
| — interest cost | 274 | 277 | 321 | 160 | 108 |
| — actuarial losses | 39 | — | 122 | — | (17) |
| — transitional liability | 1 | 13 | — | — | — |
| — past service cost | — | — | (332) | — | — |
| Housing benefits ^(c) | 180 | 221 | 341 | 138 | 176 |
| Welfare, medical and other expenses . . . | <u>632</u> | <u>760</u> | <u>1,373</u> | <u>720</u> | <u>653</u> |
| | <u>7,536</u> | <u>8,791</u> | <u>9,875</u> | <u>4,553</u> | <u>4,316</u> |

(a) The employees of the group companies in the PRC participate in various retirement benefit plans organised by the relevant municipal and provincial government in the PRC to which the Group is required to make monthly contributions at rates ranging from 16% to 22%, depending on the applicable local regulations, of the employees’ basic salary for the Relevant Periods.

(b) Early retirement benefits are recognised in the consolidated income statements in the period in which the Group entered into an agreement specifying the terms of redundancy or after the individual employee had been advised of the specific terms. These specific terms vary among the terminated and early retired employees depending on various factors including position, length of service and location of the employee concerned.

The Group also provided supplementary pension subsidies to employees who retired prior to 31 December 2007. The costs of providing these pension subsidies are charged to the consolidated income statements so as to spread the service costs over the average service lives of the retirees.

(c) These represent contributions to the government-sponsored housing funds (at rates ranging from 5% to 20% of the employees’ basic salary) in the PRC.

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35. Finance income and costs

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Interest expense | | | | | |
| — Bank borrowings wholly repayable within 5 years | 1,070 | 1,392 | 2,517 | 1,269 | 1,261 |
| — Bank borrowings repayable over 5 years | 7 | 18 | 275 | 99 | 136 |
| — Other borrowings | <u>51</u> | <u>179</u> | <u>547</u> | <u>204</u> | <u>314</u> |
| | 1,128 | 1,589 | 3,339 | 1,572 | 1,711 |
| Less: Amounts capitalised in construction-in-progress (a) | (9) | (30) | (116) | (52) | (76) |
| Less: Amounts capitalised in properties under development (b) | <u>(237)</u> | <u>(459)</u> | <u>(501)</u> | <u>(346)</u> | <u>(515)</u> |
| | 882 | 1,100 | 2,722 | 1,174 | 1,120 |
| Net foreign exchange losses/(gains) on borrowings (Note 36) | 5 | (7) | (4) | 2 | (6) |
| Discount charges on bank acceptance notes | <u>143</u> | <u>224</u> | <u>287</u> | <u>85</u> | <u>59</u> |
| Finance costs | <u>1,030</u> | <u>1,317</u> | <u>3,005</u> | <u>1,261</u> | <u>1,173</u> |
| Interest income on bank deposits | (282) | (362) | (391) | (169) | (166) |
| Interest income on held-to-maturity financial assets | (3) | (3) | (4) | (2) | (1) |
| Interest income on loans to related parties (Note 47(a)) | (5) | (15) | (65) | (6) | (37) |
| Gain on debt restructuring | <u>(162)</u> | <u>(2)</u> | <u>(88)</u> | <u>(59)</u> | <u>(25)</u> |
| Finance income | <u>(452)</u> | <u>(382)</u> | <u>(548)</u> | <u>(236)</u> | <u>(229)</u> |
| Finance costs, net | <u>578</u> | <u>935</u> | <u>2,457</u> | <u>1,025</u> | <u>944</u> |

(a) Interest expense were capitalised as construction-in-progress at the rates of 6.16%, 6.35%, 6.90%, 6.94% and 5.91%, per annum for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009.

(b) Interest expense were capitalised as properties under development at the rates of 5.78%, 6.30%, 7.28%, 7.36% and 7.07%, per annum for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009.

36. Net foreign exchange losses

The exchange differences charged/(credited) to the consolidated income statements are included as follows:

| | Year ended 31 December | | | Six months ended 30 June | |
|---------------------------------------|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Other gains — net (Note 32) | 51 | 40 | 142 | 32 | 47 |
| Net finance costs (Note 35) | <u>5</u> | <u>(7)</u> | <u>(4)</u> | <u>2</u> | <u>(6)</u> |
| | <u>56</u> | <u>33</u> | <u>138</u> | <u>34</u> | <u>41</u> |

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37. Taxation

(a) Income tax expense

No provision for Hong Kong profits tax has been made as the Group does not have any assessable profit in Hong Kong for the Relevant Periods.

Most of the companies now comprising the Group are subject to PRC enterprise income tax, which has been provided for based on the statutory income tax rate of 33%, 33%, 25% and 25% on the assessable income of each of these companies for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2009 as determined in accordance with the relevant PRC income tax rules and regulations except that certain subsidiaries were exempted or taxed at preferential rate of 7.5% to 15%.

Taxation of overseas companies within the Group has been calculated on the estimated assessable profit for the Relevant Periods at the rates of taxation prevailing in the countries or jurisdictions in which these companies operate.

The amount of income tax expense charged to the consolidated income statements represents:

| | Year ended 31 December | | | Six months ended 30 June | |
|-------------------------------------|------------------------|---------------------|-------------------|-----------------------------|-------------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Current income tax: | | | | | |
| — PRC enterprise income tax . . | 612 | 1,429 | 1,503 | 856 | 810 |
| — Overseas taxation | <u>3</u> | <u>4</u> | <u>4</u> | <u>—</u> | <u>4</u> |
| | 615 | 1,433 | 1,507 | 856 | 814 |
| Deferred income tax (Note 30) . . . | <u>36</u> | <u>265</u> | <u>(667)</u> | <u>(251)</u> | <u>(130)</u> |
| | <u><u>651</u></u> | <u><u>1,698</u></u> | <u><u>840</u></u> | <u><u>605</u></u> | <u><u>684</u></u> |

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The difference between the actual income tax charged in the consolidated income statements and the amounts which would result from applying the enacted tax rate to profit before income tax can be reconciled as follows:

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Profit before income tax | 3,858 | 7,490 | 4,023 | 2,985 | 3,257 |
| Tax calculated at the statutory tax rate of 33% (2008 and 2009: 25%) | 1,273 | 2,472 | 1,006 | 746 | 814 |
| Differential tax rates on income of Group companies | (572) | (975) | (374) | (259) | (246) |
| Tax losses for which no deferred income tax asset was recognised | 127 | 314 | 412 | 161 | 137 |
| Income not subject to taxation | (174) | (199) | (52) | (37) | (48) |
| Expense not deductible for tax purpose | 152 | 153 | 99 | 42 | 59 |
| Additional tax relief | (43) | (86) | (101) | (26) | (23) |
| Utilisation of previously unrecognised tax losses | (123) | (149) | (20) | (7) | (9) |
| Deferred tax changes resulted from statutory tax rate changes | 3 | 156 | (21) | (12) | (8) |
| Tax benefit related to restatement of the tax base of assets | — | — | (118) | — | — |
| Others | 8 | 12 | 9 | (3) | 8 |
| Income tax expense | <u>651</u> | <u>1,698</u> | <u>840</u> | <u>605</u> | <u>684</u> |

(b) Business tax (“BT”) and related taxes

Revenues generated from engineering and construction services and other services provided by the Group are subject to BT at rates ranging from 3% to 5% of the service fee income received and receivable. In addition, the Group is subject to city construction tax (“CCT”) and educational surcharge (“ES”) at rates ranging from 1% to 7% and 3% of BT payable, respectively.

(c) Value-added tax (“VAT”) and related taxes

Revenues generated from sales of goods by the Group are subject to output VAT generally calculated at 17% of the product selling prices. For certain special products, such as sands, the applicable rate is 13%. An input credit is available whereby input VAT previously paid on purchases of raw materials or semi-finished products can be used to offset the output VAT to determine the net VAT payable. Products of certain subsidiaries are subject to output VAT calculated at 6% of the product selling prices with no input credit. The Group is also subject to CCT and ES at rates ranging from 1% to 7% and 3% of net VAT payable, respectively.

38. Directors’, supervisors’ and five highest paid individuals’ emoluments

(a) Directors’ and supervisors’ emoluments

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| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|---------------|---------------|------------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB ’thousand | RMB ’thousand | RMB ’thousand | RMB ’thousand (Unaudited) | RMB ’thousand |
| Directors and supervisors | | | | | |
| — Basic salaries, housing allowances, other allowances and benefits-in-kind | 575 | 1,192 | 1,752 | 829 | 983 |
| — Contributions to pension plans | 73 | 89 | 102 | 55 | 76 |
| — Discretionary bonuses | <u>858</u> | <u>1,204</u> | <u>1,386</u> | <u>—</u> | <u>—</u> |
| | <u>1,506</u> | <u>2,485</u> | <u>3,240</u> | <u>884</u> | <u>1,059</u> |

The emoluments received by individual directors and supervisors are as follows:

(i) For the year ended 31 December 2006:

| Name | Basic salaries, housing allowances, other allowances and benefits-in-kind | Contributions to pension plans | Discretionary bonuses | Total |
|---------------------------------|---|--------------------------------|-----------------------|---------------|
| | RMB ’thousand | RMB ’thousand | RMB ’thousand | RMB ’thousand |
| Directors | | | | |
| — Mr. Shen Heting | 169 | 19 | 308 | 496 |
| — Mr. Jiang Longsheng | — | — | — | — |
| — Mr. Wen Keqin | — | — | — | — |
| — Mr. Liu Li | — | — | — | — |
| Supervisors | | | | |
| — Mr. Han Changlin | 163 | 19 | 298 | 480 |
| — Mr. Peng Haiqing | 93 | 16 | 57 | 166 |
| — Mr. Shao Jinhui | <u>150</u> | <u>19</u> | <u>195</u> | <u>364</u> |
| | <u>575</u> | <u>73</u> | <u>858</u> | <u>1,506</u> |

(ii) For the year ended 31 December 2007:

| Name | Basic salaries, housing allowances, other allowances and benefits-in-kind | Contributions to pension plans | Discretionary bonuses | Total |
|---------------------------------|---|--------------------------------|-----------------------|---------------|
| | RMB ’thousand | RMB ’thousand | RMB ’thousand | RMB ’thousand |
| Directors | | | | |
| — Mr. Liu Benren | 58 | — | — | 58 |
| — Mr. Wang Weimin | 90 | 7 | 181 | 278 |
| — Mr. Shen Heting | 198 | 21 | 356 | 575 |
| — Mr. Jiang Longsheng | 110 | — | — | 110 |
| — Mr. Wen Keqin | 97 | — | — | 97 |
| — Mr. Liu Li | 99 | — | — | 99 |
| Supervisors | | | | |
| — Mr. Han Changlin | 184 | 21 | 341 | 546 |
| — Mr. Peng Haiqing | 171 | 19 | 61 | 251 |
| — Mr. Shao Jinhui | <u>185</u> | <u>21</u> | <u>265</u> | <u>471</u> |
| | <u>1,192</u> | <u>89</u> | <u>1,204</u> | <u>2,485</u> |

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(iii) For the year ended 31 December 2008:

| <u>Name</u> | Basic salaries, housing allowances, other allowances and benefits-in-kind | Contributions to pension plans | Discretionary bonuses | Total |
|-----------------------------|--|---|----------------------------------|----------------------|
| | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> |
| Directors | | | | |
| — Mr. Liu Benren | 172 | — | — | 172 |
| — Mr. Wang Weimin . . . | 377 | 23 | — | 400 |
| — Mr. Shen Heting | 236 | 23 | 490 | 749 |
| — Mr. Jiang Longsheng . . | 122 | — | — | 122 |
| — Mr. Wen Keqin | 107 | — | — | 107 |
| — Mr. Liu Li | 107 | — | — | 107 |
| — Mr. Chen Yongkuan . . | — | — | — | — |
| Supervisors | | | | |
| — Mr. Han Changlin | 214 | 23 | 434 | 671 |
| — Mr. Peng Haiqing | 151 | 10 | 112 | 273 |
| — Mr. Shao Jinhui | 266 | 23 | 350 | 639 |
| | <u>1,752</u> | <u>102</u> | <u>1,386</u> | <u>3,240</u> |

(iv) For the six months ended 30 June 2008:

| <u>Name</u> | Basic salaries, housing allowances, other allowances and benefits-in-kind | Contributions to pension plans | Discretionary bonuses | Total |
|-----------------------------|--|---|----------------------------------|----------------------|
| | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> | <u>RMB ’thousand</u> |
| Directors | | | | |
| — Mr. Liu Benren | 96 | — | — | 96 |
| — Mr. Wang Weimin . . . | 126 | 11 | — | 137 |
| — Mr. Shen Heting | 127 | 11 | — | 138 |
| — Mr. Jiang Longsheng . . | 70 | — | — | 70 |
| — Mr. Wen Keqin | 60 | — | — | 60 |
| — Mr. Liu Li | 62 | — | — | 62 |
| Supervisors | | | | |
| — Mr. Han Changlin | 118 | 11 | — | 129 |
| — Mr. Peng Haiqing | 73 | 11 | — | 84 |
| — Mr. Shao Jinhui | 97 | 11 | — | 108 |
| | <u>829</u> | <u>55</u> | <u>—</u> | <u>884</u> |

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(v) For the six months ended 30 June 2009:

| Name | Basic salaries, housing allowances, other allowances and benefits-in-kind | Contributions to pension plans | Discretionary bonuses | Total |
|-----------------------------------|--|-----------------------------------|--------------------------|---------------|
| | RMB 'thousand | RMB 'thousand | RMB 'thousand | RMB 'thousand |
| Directors | | | | |
| — Mr. Liu Benren | 94 | — | — | 94 |
| — Mr. Wang Weimin | 121 | 13 | — | 134 |
| — Mr. Shen Heting | 122 | 13 | — | 135 |
| — Mr. Jiang Longsheng | 66 | — | — | 66 |
| — Mr. Wen Keqin | 66 | — | — | 66 |
| — Mr. Liu Li | 65 | — | — | 65 |
| — Mr. Guo Wenqing | 113 | 13 | — | 126 |
| — Mr. Chen Yongkuan | 54 | — | — | 54 |
| — Mr. Cheung Yukming | — | — | — | — |
| Supervisors | | | | |
| — Mr. Han Changlin | 113 | 13 | — | 126 |
| — Mr. Peng Haiqing | 77 | 11 | — | 88 |
| — Mr. Shao Jinhui | 92 | 13 | — | 105 |
| | <u>983</u> | <u>76</u> | <u>—</u> | <u>1,059</u> |

(b) Five highest paid individuals

None of the Directors’ and Supervisors’ emoluments as disclosed in Note 38(a) above was included in the emoluments paid to the five highest paid individuals. The five individuals whose emoluments were the highest in the Group during the Relevant Periods are as follows:

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|---------------|---------------|--------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'thousand | RMB 'thousand | RMB 'thousand | RMB 'thousand | RMB 'thousand |
| Basic salaries, housing allowances, other allowances and benefits-in-kind | 2,860 | 3,051 | 3,498 | 501 | 820 |
| Contributions to pension plans | 62 | 83 | 97 | 55 | 62 |
| Discretionary bonuses | <u>4,268</u> | <u>7,681</u> | <u>3,735</u> | <u>4,158</u> | <u>2,532</u> |
| | <u>7,190</u> | <u>10,815</u> | <u>7,330</u> | <u>4,714</u> | <u>3,414</u> |

The emoluments of the above individuals fell within the following bands:

| | Number of Individuals | | | | |
|--|------------------------|----------|----------|--------------------------|----------|
| | Year ended 31 December | | | Six months ended 30 June | |
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| Nil to HK\$1,000,000 | — | — | — | 2 | 5 |
| HK\$1,000,001 to HK\$2,000,000 | 5 | 3 | 5 | 3 | — |
| HK\$2,000,001 to HK\$3,000,000 | — | 1 | — | — | — |
| HK\$3,000,001 to HK\$4,000,000 | — | — | — | — | — |
| HK\$4,000,001 to HK\$5,000,000 | <u>—</u> | <u>1</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| | <u>5</u> | <u>5</u> | <u>5</u> | <u>5</u> | <u>5</u> |

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39. Earnings per share

(a) Basic

The basic earnings per share for each of the years ended 31 December 2006 and 2007 and the six months ended 30 June 2008 is calculated based on the profit attributable to the equity holders of the Company and on the assumption that 12,870 million shares issued upon the establishment of the Company in connection with the Reorganisation were deemed to have been in issue since 1 January 2006.

Basic earnings per share for the year ended 31 December 2008 and the six months ended 30 June 2009 is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year/period.

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|---------------|---------------|-----------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Profit attributable to equity holders of the Company | <u>1,920</u> | <u>3,855</u> | <u>3,200</u> | <u>2,056</u> | <u>2,137</u> |
| Weighted average number of ordinary shares in issue (million) | <u>12,870</u> | <u>12,870</u> | <u>12,881</u> | <u>12,870</u> | <u>13,000</u> |
| Basic earnings per share (RMB) . . | <u>0.15</u> | <u>0.30</u> | <u>0.25</u> | <u>0.16</u> | <u>0.16</u> |

(b) Diluted

As the Company had no dilutive ordinary shares for the Relevant Periods, diluted earnings per share for the relevant periods is the same as basic earnings per share.

40. Dividends

Dividends of nil, RMB34 million and nil as disclosed in the consolidated income statements for each of the years ended 31 December 2006 and 2007 and the six months ended 30 June 2008 respectively represent dividends declared by Parent to its then equity holders.

The rates of dividend and the number of shares ranking for dividends for each of the years ended 31 December 2006 and 2007 and the six months ended 30 June 2008 are not presented as such information is not considered meaningful for the purpose of this report.

The dividend declared by the Company for the year ended 31 December 2008 was RMB256 million (RMB0.02 per state legal person share).

The dividend declared by the Company for the six months ended 30 June 2009 was RMB1,875 million (RMB0.14 per state legal person share).

41. Cash generated from operations

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Profit for the year/period | 3,207 | 5,792 | 3,183 | 2,380 | 2,573 |
| Adjustments for: | | | | | |
| — Income tax expense | 651 | 1,698 | 840 | 605 | 684 |
| — Share of profit from associates | (26) | (70) | (120) | (52) | (40) |

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| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| — Fair value gain on financial assets at fair value through profit or loss | (84) | (11) | — | — | — |
| — Gain on disposal of subsidiaries | — | (317) | (42) | (3) | — |
| — Loss/(gain) on disposal of associates | — | 2 | (13) | — | — |
| — Excess of fair value of the share of the identifiable net assets acquired over the cost of acquisition | (13) | (29) | — | — | (110) |
| — (Gain)/loss on disposal of available-for-sale financial asset | (29) | (311) | (528) | (120) | 21 |
| — Gain on disposal of held-to-maturity financial asset | — | — | (11) | (8) | — |
| — Net loss/(gain) on disposal of property, plant and equipment | 21 | (190) | (75) | (46) | (37) |
| — Dividends income on available-for-sale financial assets | (25) | (57) | (32) | (6) | (8) |
| — Dividends income on financial assets at fair value through profit or loss | (52) | (96) | (1) | — | — |
| — Provision for impairment of financial assets | 2 | — | 2 | 2 | — |
| — Gain on debt restructuring | (162) | (2) | (88) | (59) | (25) |
| — Interest income | (290) | (380) | (460) | (177) | (204) |
| — Interest expense | 1,025 | 1,324 | 3,009 | 1,259 | 1,179 |
| — Net foreign exchange losses/(gains) on borrowings | 5 | (7) | (4) | 2 | (6) |
| — Exchange losses on cash and cash equivalents | 7 | 122 | 318 | 137 | 46 |
| — Provision for impairment of trade and other receivables | 477 | 516 | 407 | 290 | 404 |
| — (Reversal of)/provision for impairment of inventories | (16) | 131 | 644 | 122 | (7) |
| — Provision for impairment of property, plant and equipment | 33 | 5 | — | — | — |
| — Provision for impairment of investment properties | 10 | — | — | — | — |

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| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|----------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| — Depreciation of property, plant and equipment | 1,224 | 1,361 | 1,602 | 814 | 768 |
| — Depreciation of investment properties | 19 | 27 | 28 | 17 | 11 |
| — Amortisation of land use rights | 41 | 79 | 142 | 70 | 70 |
| — Amortisation of intangible assets | 13 | 16 | 27 | 11 | 19 |
| — Amortisation of mining rights | — | 6 | 6 | 2 | 3 |
| — Amortisation of government grants | (23) | (18) | (214) | (67) | (125) |
| — Amortisation of other non-current assets | 13 | 36 | 25 | 26 | 13 |
| — Provision for other non-current assets | 4 | — | — | — | — |
| — Foreseeable losses on construction contracts | 74 | 1 | 93 | 104 | (10) |
| — Income from liabilities forgiven | (4) | (22) | (177) | (13) | (12) |
| — Other exchange losses/(gains) | 44 | (130) | (176) | (105) | (18) |
| Cash flows from operating activities before changes in working capital | <u>6,146</u> | <u>9,476</u> | <u>8,385</u> | <u>5,185</u> | <u>5,189</u> |
| Cash flows from operating activities before changes in working capital | 6,146 | 9,476 | 8,385 | 5,185 | 5,189 |
| Changes in working capital (excluding the effects of acquisition and exchange differences on consolidation): | | | | | |
| — Inventories, property under development and completed properties held for sale | (2,186) | (7,018) | (6,922) | (3,226) | 55 |
| — Trade and other receivables | (3,880) | (17,981) | (10,195) | (10,435) | 243 |
| — Contract work-in-progress | (2,017) | 2,874 | (1,109) | (4,692) | (5,277) |
| — Early retirement and other supplemental benefit obligations | (341) | (442) | (598) | (175) | (229) |
| — Trade and other payables | 5,619 | 20,067 | 17,105 | 11,252 | (1,636) |
| — Provisions | 6 | (19) | 4 | 4 | 8 |
| — Financial assets at fair value through profit or loss | (52) | 368 | 22 | (24) | — |
| — Government grants | 31 | 174 | 189 | 59 | 58 |
| — Interest received | <u>287</u> | <u>379</u> | <u>457</u> | <u>175</u> | <u>203</u> |
| Cash generated from/(used in) operations | <u>3,613</u> | <u>7,878</u> | <u>7,338</u> | <u>(1,877)</u> | <u>(1,386)</u> |

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42. Business combinations other than common control combinations

During the Relevant Periods, certain equity interests in subsidiaries now comprising the Group were acquired from third parties for the purpose expanding into new markets. Acquisitions of equity interests in these subsidiaries were accounted for using the acquisition method of accounting effective from the dates when the subsidiaries were controlled by the Group. Details are as follows:

(a) For the year ended 31 December 2006

In 2006, the Group acquired equity interests in the following companies:

| <u>Company name</u> | <u>Acquisition Date</u> | <u>Percentage of equity interests acquired</u> | <u>Cash Consideration RMB 'million</u> |
|--|-------------------------|--|--|
| Zhejiang Chunnan Water Treatment Engineering Co., Ltd | 1 January 2006 | 90% | 100 |
| MCC Nanjing Real Estate Co., Ltd. | 1 January 2006 | 84% | 84 |
| Beijing Tianrun Construction Engineering Co., Ltd | 1 January 2006 | 100% | 24 |
| Shanghai Wuye Shishihuagong Equipment Examination and Repairing Co., Ltd | 31 January 2006 | 90% | 4 |
| Beijing Shengpeng Real Estate Development Co., Ltd | 8 March 2006 | 100% | 263 |
| Beijing Guangyuanli Real Estate Development Co., Ltd | 7 September 2006 | 100% | 185 |
| Shanghai Baoye Qicheng Gas Co., Ltd | 1 November 2006 | 49% | 2 |
| MCC Minera Sierra Grande S.A. | 17 November 2006 | 70% | 778 |
| Beijing Haike Real Estate Development Co., Ltd | 21 November 2006 | 100% | <u>30</u> |
| | | | <u>1,470</u> |

The acquired businesses contributed revenue of RMB600 million and loss of RMB11 million to the Group for the period from the respective acquisition dates to 31 December 2006.

If the acquisitions had occurred on 1 January 2006, the Group’s revenue for the year would have been RMB91,707 million and profit for the year would have been RMB3,206 million. These amounts have been calculated using the Group’s accounting policies and by adjusting the results of the acquirees to reflect the additional depreciation and amortisation that would have been charged assuming the fair value adjustments to property, plant and equipment and intangible assets had applied from 1 January 2006, together with the consequential tax effects.

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| | <u>RMB 'million</u> |
|---|---------------------|
| Cash consideration | <u>1,470</u> |
| Recognised amounts of identifiable assets acquired and liabilities assumed | |
| Cash and cash equivalents | 60 |
| Property, plant and equipment | 925 |
| Mining rights | 230 |
| Intangible assets | 15 |
| Investments in associates | 3 |
| Deferred income tax assets | 4 |
| Inventories | 66 |
| Properties under development | 1,713 |
| Trade and other receivables | 223 |
| Deferred income tax liabilities | (344) |
| Trade and other payables | (1,762) |
| Borrowings | <u>(5)</u> |
| Total identifiable net assets | 1,128 |
| Non-controlling interests in acquirees | (231) |
| Goodwill | 586 |
| Excess of fair value of the Group’s share of the identifiable net assets acquired over the cost of acquisition (Note 32) | <u>(13)</u> |
| | <u>1,470</u> |

The goodwill of RMB586 million is attributable to the profitability of some acquired businesses and the synergies expected to arise after the acquisition. None of the goodwill recognised is expected to be deductible for income tax purposes.

The excess of fair value of the Group’s share of the identifiable net assets acquired over the cost of acquisition of RMB13 million is attributable to a bargain deal.

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(b) For the year ended 31 December 2007

In 2007, the Group acquired equity interests in the following companies:

| <u>Company name</u> | <u>Acquisition date</u> | <u>Percentage of equity interests acquired</u> | <u>Cash Consideration</u> <u>RMB 'million</u> |
|--|-------------------------|--|--|
| Qingdao Jinzhuadi Real Estate Development Co., Ltd | 1 January 2007 | 50% | 44 |
| Chaoyang Jinchang Mining Group Co., Ltd . . | 18 January 2007 | 87% | 98 |
| MCC Nanfang (Xiangtan) Steel Engineering Co., Ltd | 1 March 2007 | 51% | 3 |
| Ningchengxian Hongda Mining Co., Ltd. | 31 March 2007 | 21% | 21 |
| Guangzhou Baiyunshan Financial Company . . | 26 April 2007 | 100% | 105 |
| Chongqing chengshao Real Estate Development Co., Ltd | 30 April 2007 | 70% | 7 |
| Sichuan Nonggeshan Multi-Metal Mining Co., Ltd | 3 June 2007 | 51% | 52 |
| Beijing Hargongda Yataikongjian Real Estate Development Co., Ltd | 6 June 2007 | 100% | 834 |
| Beijing Huachengtong Real Estate Company. . | 30 June 2007 | 100% | 290 |
| Beijing Xinan Real Estate Development Co., Ltd | 29 August 2007 | 100% | 38 |
| | | | <u>1,492</u> |

The acquired businesses contributed revenue of RMB128 million and profit of RMB5 million to the Group for the period from the respective acquisition dates to 31 December 2007.

If the acquisitions had occurred on 1 January 2007, the Group’s revenue for the year would have been RMB125,058 million and profit for the year would have been RMB5,792 million. These amounts have been calculated using the Group’s accounting policies and by adjusting the results of the acquirees to reflect the additional depreciation and amortisation that would have been charged assuming the fair value adjustments to property, plant and equipment and intangible assets had applied from 1 January 2007, together with the consequential tax effects.

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| | <u>RMB 'million</u> |
|--|---------------------|
| Cash consideration | 1,492 |
| Fair value of equity interests held before the business combination | <u>44</u> |
| | <u>1,536</u> |
| | <u>RMB 'million</u> |
| Recognised amounts of identifiable assets acquired and liabilities assumed | |
| Cash and cash equivalents | 211 |
| Property, plant and equipment | 228 |
| Mining rights | 124 |
| Inventories | 8 |
| Properties under development | 2,534 |
| Trade and other receivables | 248 |
| Other non-current assets | 10 |
| Deferred income tax liabilities | (221) |
| Trade and other payables | (923) |
| Borrowings | <u>(964)</u> |
| Total identifiable net assets | 1,255 |
| Non-controlling interest in acquirees | (178) |
| Goodwill | 488 |
| Excess of fair value of the Group’s share of the identifiable net assets acquired over the cost of acquisition (Note 32) | <u>(29)</u> |
| | <u>1,536</u> |

The goodwill of RMB488 million is attributable to the profitability of some acquired businesses and the synergies expected to arise after the acquisition. None of the goodwill recognised is expected to be deductible for income tax purposes.

The excess of fair value of the Group’s share of the identifiable net assets acquired over the cost of acquisition of RMB29 million is attributable to a bargain deal.

(c) For the year ended 31 December 2008

For the year ended 31 December 2008, the Group acquired equity interests in the following companies:

| <u>Company name</u> | <u>Acquisition date</u> | <u>Percentage of equity interests acquired</u> | <u>Cash consideration</u> RMB 'million |
|---|-------------------------|--|---|
| Dalian Phoelin Safety Evaluation and Examination Co., Ltd | 31 March 2008 | 100% | 3 |
| Shanghai Wu Gang Engineering and Management Co., Ltd | 31 July 2008 | 100% | 37 |
| Shanghai Yi Gang Electrical and Mechanical Co., Ltd | 31 July 2008 | 100% | 84 |
| Beijing Huayuan Hotel Co., Ltd | 30 September 2008 | 100% | 123 |
| MCC Baoding Capital Papermaking Co., Ltd | 18 October 2008 | 100% | <u>6</u> |
| | | | <u>253</u> |

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The acquired businesses contributed revenue of RMB160 million and loss of RMB3 million to the Group for the period from the respective acquisition dates to 31 December 2008.

If the acquisitions had occurred on 1 January 2008, the Group's revenue for the period would have been RMB158,310 million and profit for the year would have been RMB3,192 million. These amounts have been calculated using the Group's accounting policies and by adjusting the results of the acquirees to reflect the additional depreciation and amortisation that would have been charged assuming the fair value adjustments to property, plant and equipment and intangible assets had applied from 1 January 2008, together with the consequential tax effects.

| | <u>RMB 'million</u> |
|---|---------------------|
| Cash consideration | <u>253</u> |
| | <u>RMB 'million</u> |
| Recognised amounts of identifiable assets acquired and liabilities assumed | |
| Cash and cash equivalents | 65 |
| Property, plant and equipment | 338 |
| Land use rights | 268 |
| Inventories | 42 |
| Trade and other receivables | 182 |
| Deferred income tax liabilities | (33) |
| Trade and other payables | (604) |
| Borrowings | <u>(30)</u> |
| Total identifiable net assets | 228 |
| Goodwill | <u>25</u> |
| | <u>253</u> |

The goodwill of RMB25 million is attributable to the profitability of some acquired businesses and the synergies expected to arise after the acquisition. None of the goodwill recognised is expected to be deductible for income tax purposes.

- (d) For the six months ended 30 June 2009

For the six months ended 30 June 2009, the Group acquired equity interests in the following companies:

| <u>Company name</u> | <u>Acquisition date</u> | <u>Percentage of equity interests acquired</u> | <u>Cash consideration</u> RMB 'million |
|---|-------------------------|--|---|
| Changchun Jingcheng Machinery Co., Ltd. | 8 April 2009 | 55% | —* |
| Tianjin Binhai Jintang Instruction Co., Ltd | 22 June 2009 | 90% | <u>90</u> |
| | | | <u>90</u> |

* Cash consideration is less than RMB1 million

The acquired businesses contributed revenue of nil and loss of RMB1 million to the Group for the period from the respective acquisition dates to 30 June 2009.

If the acquisitions had occurred on 1 January 2009, the Group's revenue for the period would have been RMB74,866 million and profit for the period would have been RMB2,572 million. These amounts have been calculated using the Group's accounting policies and by adjusting the results of

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the acquirees to reflect the additional depreciation and amortisation that would have been charged assuming the fair value adjustments to property, plant and equipment and intangible assets had applied from 1 January 2009, together with the consequential tax effects.

| | |
|------------------------------|----------------------------------|
| Cash consideration | <u>RMB 'million</u> <u>90</u> |
|------------------------------|----------------------------------|

RMB 'million

| | |
|--|--------------|
| Recognised amounts of identifiable assets acquired and liabilities assumed | |
| Cash and cash equivalents | 286 |
| Trade and other receivables | 113 |
| Trade and other payables | <u>(99)</u> |
| Total identifiable net assets | 300 |
| Non-controlling interest in acquirees | (100) |
| Excess of fair value of the Group's share of the identifiable net assets acquired over the cost of acquisition (Note 32) | <u>(110)</u> |
| | <u>90</u> |

The excess of fair value of the Group's share of the identifiable net assets acquired over the cost of acquisition of RMB110 million is attributable to a bargain deal.

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43. Disposal of subsidiaries

(a) For the year ended 31 December 2007

In 2007, the Group disposed equity interests in the following companies:

| <u>Company name</u> | <u>Disposal date</u> | <u>Percentage of equity interests disposed</u> | <u>Sales proceeds</u> <u>RMB 'million</u> |
|--|----------------------|--|--|
| Beijing XinAoXiJun Real Estate Development Co., Ltd | 29 April 2007 | 100% | 403 |
| Wuhan Construction and Installation Engineering Co., Ltd | 30 September 2007 | 38% | 19 |
| Wuhan Yiye Construction and Installation Co., Ltd | 30 September 2007 | 35% | 9 |
| Shanghai Baogang Metallurgy Construction Company Kunshan welding Factory | 30 September 2007 | 82% | 8 |
| Wuhan Jingye Subgrade and Foundation Engineering Co., Ltd | 30 September 2007 | 40% | 8 |
| Handan Huaye Xinxing Building Materials Co., Ltd | 30 September 2007 | 70% | 3 |
| MCC Shijiu Construction Shenzhen Company | 30 September 2007 | 100% | —* |
| Beijing Haidian District YeJian Environmental Protection Equipment Factory | 30 September 2007 | 100% | —* |
| Wuhan Jingye Construction and Engineering Company | 30 September 2007 | 54% | —* |
| Xiamen Jingye Construction and Engineering Company | 30 September 2007 | 100% | 1 |
| Beijing China Metallurgical Environmental Protection Technology Company | 30 September 2007 | 100% | —* |
| Beijing Youya Construction Technology Co., Ltd | 30 September 2007 | 50% | —* |
| Beijing Jingye Construction & Design Institute | 30 September 2007 | 100% | 3 |
| Beijing Xingjian Lianhe Metal Product Factory | 30 September 2007 | 100% | —* |
| MCC Baogang Shanghai TeYouFeici Metal Processing Factory | 10 October 2007 | 72% | <u>18</u> |
| | | | <u>472</u> |

* All sales proceeds are less than RMB1 million

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Details of net assets disposed of and gain on disposal are as follows:

| | <u>RMB ’million</u> |
|---|---------------------|
| Sales proceeds | |
| — Cash received | 421 |
| — Cash to be received | <u>51</u> |
| Total sales proceeds | 472 |
| Less: Net assets disposed — as shown below. | <u>(155)</u> |
| Gain on disposal | <u>317</u> |

The effect of the disposal is as follows:

| | <u>RMB ’million</u> |
|--|---------------------|
| Cash and cash equivalents | 40 |
| Property, plant and equipment | 67 |
| Other non-current assets | 14 |
| Inventories | 250 |
| Properties under development | 3,011 |
| Trade and other receivables | 1,117 |
| Borrowings | (2,251) |
| Trade and other payables | <u>(2,026)</u> |
| Net assets | 222 |
| Non-controlling interests | <u>(67)</u> |
| Net assets disposed | <u>155</u> |
| Sales proceeds in cash | 421 |
| Less: Cash and cash equivalents of subsidiaries disposed | <u>(40)</u> |
| Net cash inflow on disposal of subsidiaries | <u>381</u> |

(b) For the year ended 31 December 2008

For the year ended 31 December 2008, the Group disposed equity interests in the following companies:

| <u>Company name</u> | <u>Disposal date</u> | <u>Percentage of equity interests disposed</u> | <u>Sales Proceeds</u> <u>RMB ’million</u> |
|---|----------------------|--|--|
| Gu’an En Fei Industry Manufacture Co., Ltd | 20 March 2008 | 92% | 11 |
| MCC Shenyang Real Estate Co., Ltd. | 31 October 2008 | 100% | <u>31</u> |
| | | | <u>42</u> |

Details of net assets disposed of and gain on disposal are as follows:

| | <u>RMB ’million</u> |
|---|---------------------|
| Sales proceeds — cash received | 11 |
| — cash to be received | 31 |
| Less: Net assets disposed — as shown below. | <u>—*</u> |
| Gain on disposal | <u>42</u> |

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The effect of the disposal is as follows:

| | <u>RMB 'million</u> |
|--|---------------------|
| Cash and cash equivalents | 72 |
| Property, plant and equipment | 4 |
| Land use right | 6 |
| Properties under development | 447 |
| Trade and other receivables | 12 |
| Trade and other payables | (564) |
| Current income tax liabilities | <u>24</u> |
| Net assets | 1 |
| Non-controlling interests | <u>(1)</u> |
| Net assets disposed | <u>—</u> * |
| Sales proceeds | 11 |
| Less: Cash and cash equivalents of subsidiaries disposed | <u>(72)</u> |
| Net cash outflow on disposal of subsidiaries | <u>(61)</u> |

* Net assets disposed are less than RMB1 million

44. Financial guarantee

Group

| | <u>As at 31 December</u> | | | <u>As at</u> |
|--------------------------------------|--------------------------|--------------|--------------|---------------------|
| | <u>2006</u> | <u>2007</u> | <u>2008</u> | <u>30 June</u> |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | <u>RMB 'million</u> |
| Outstanding guarantees (i) | <u>2,135</u> | <u>2,681</u> | <u>2,534</u> | <u>1,958</u> |

Company

| | <u>As at 31 December</u> | <u>As at</u> |
|---------------------------------------|--------------------------|----------------|
| | <u>2008</u> | <u>30 June</u> |
| | RMB 'million | RMB 'million |
| | | |
| Outstanding guarantees (ii) | <u>12,324</u> | <u>15,522</u> |

(i) The Group has acted as the guarantor mainly for various external borrowings made by certain fellow subsidiaries of its Parent and certain third parties.

(ii) The Company has acted as the guarantor for various external borrowings made by certain subsidiaries of the Company and certain third parties.

45. Contingencies

Group

| | <u>As at 31 December</u> | | | <u>As at</u> |
|---|--------------------------|--------------|--------------|---------------------|
| | <u>2006</u> | <u>2007</u> | <u>2008</u> | <u>30 June</u> |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| | | | | <u>RMB 'million</u> |
| Pending lawsuits/arbitrations | <u>58</u> | <u>77</u> | <u>188</u> | <u>217</u> |

The Group have been named in a number of lawsuits and other legal proceedings arising in the ordinary course of business. Provision as set out in Note 29 have been made for the probable losses to the Group on those claims when management can reasonably estimate the outcome of the lawsuits based on

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management’s judgments and the legal advice. No provision has been made for pending lawsuits when the outcome of the lawsuits cannot be reasonably estimated or management believes the outflow of resources is not probable.

46. Commitments

- (a) Capital commitments

Group

| | As at 31 December | | | As at |
|-------------------------------------|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Contracted but not yet incurred | | | | RMB 'million |
| — Property, plant and equipment . . | 12,873 | 11,406 | 35,468 | 35,734 |
| — Land use rights | — | 55 | — | 388 |
| — Mining rights | — | — | 5,445 | 5,434 |
| — Intangible assets | — | 3,190 | 1,736 | 1,312 |
| Total | <u>12,873</u> | <u>14,651</u> | <u>42,649</u> | <u>42,868</u> |

- (b) Investment commitments

The Group has the following investment commitments at the respective balance sheet dates:

Group

| | As at 31 December | | | As at |
|----------------------------------|-------------------|--------------|--------------|--------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Investment commitments | <u>1,395</u> | <u>128</u> | <u>2,529</u> | <u>1,025</u> |

- (c) Operating leasing commitments

The Group leases various offices, warehouses, residential properties and machinery under non-cancellable operating lease agreements. The leases have varying terms, escalation clauses and renewal rights. The future aggregate minimum lease payments under non-cancellable operating leases are as follows:

Group

| | As at 31 December | | | As at |
|-----------------------------|-------------------|--------------|--------------|-----------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Less than 1 year | 14 | 24 | 4 | 6 |
| 1 year to 5 years | 20 | 3 | 11 | 14 |
| Over 5 years | <u>28</u> | <u>27</u> | <u>27</u> | <u>26</u> |
| Total | <u>62</u> | <u>54</u> | <u>42</u> | <u>46</u> |

47. Related party disclosures

Related parties are those parties that have the ability to control the other party or exercise significant influence in making financial and operating decisions. Parties are also considered to be related if they are subject to common control. The Group is subject to the control of the PRC government which also controls a

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significant portion of the productive assets and entities in the PRC (collectively referred as the “state-owned enterprises”).

In accordance with IAS 24 “Related Party Disclosures”, other state-owned enterprises and their subsidiaries, directly or indirectly controlled by the PRC Government are regarded as related parties of the Group (“other state-owned enterprises”). For the purpose of related party disclosures, the Group has in place procedures to identify the immediate ownership structure of its customers and suppliers to determine whether they are state-owned enterprises. Many state-owned enterprises have multi-layered corporate structures and the ownership structures change over time as a result of transfers and privatisation programs. Nevertheless, management believes that meaningful information relating to related party transactions has been adequately disclosed.

In addition to the related party information shown elsewhere in this report, the following is a summary of significant related party transactions entered into in the ordinary course of business between the Group and its related parties, including other state-owned enterprises, during the Relevant Periods and balances as at 31 December 2006, 2007 and 2008 and 30 June 2009 arising from related party transactions.

The transactions with related parties are carried out on pricing and settlement terms agreed with counter parties in the ordinary course of business.

(a) Significant related party transactions

During the Relevant Periods, the Group had the following significant transactions with related parties:

With Parent and fellow subsidiaries

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Sales of goods or provision of services . . . | 18 | 36 | 346 | 167 | 204 |
| Purchases of goods or services | 15 | 19 | 33 | 21 | 21 |
| Guarantees provided to fellow subsidiaries (i) . . | — | — | 400 | 400 | — |
| Loans to fellow subsidiaries (ii) | 17 | 708 | — | — | — |
| Rental expense | — | — | 17 | 7 | 10 |
| Interest income from loan to fellow subsidiaries . . | <u>5</u> | <u>15</u> | <u>13</u> | <u>3</u> | <u>—</u> |

- (i) Up to 30 June 2009, all the guarantees provided to fellow subsidiaries have been released.
- (ii) As at 31 December 2008, all the loans to fellow subsidiaries have been repaid.

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With associates

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Sales of goods or provision of services . . . | — | — | 2 | 1 | 85 |
| Purchases of goods or services | 82 | 112 | 121 | 38 | 22 |
| Loans to associates | — | 20 | 610 | 361 | 50 |
| Guarantees provided to associates | 20 | — | — | — | — |
| Interest income | <u>—</u> | <u>—</u> | <u>52</u> | <u>3</u> | <u>37</u> |

Impairment charges of receivables due from associates amounting to RMB1 million, RMB7 million, nil, nil and RMB3 million were recognised as expenses for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009, respectively.

With non-controlling interests

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Sales of goods or provision of services . . . | 139 | 216 | 14 | 4 | 642 |
| Purchases of goods or services | 53 | — | 105 | 37 | 35 |
| Loans from non-controlling interests . . . | — | — | 180 | 9 | — |
| Guarantee from non-controlling interests . . . | — | — | — | — | 56 |
| Interest expense | <u>—</u> | <u>—</u> | <u>19</u> | <u>—</u> | <u>—</u> |

Impairment charges of receivables due from non-controlling interests amounting to RMB12 million, RMB13 million, nil, nil and RMB1 million were recognised as expenses for each of the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009, respectively.

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With other state-owned enterprises

| | Year ended 31 December | | | Six months ended 30 June | |
|--|------------------------|--------------|--------------|-----------------------------|--------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million (Unaudited) | RMB 'million |
| Sales of goods or provision of services . . . | 12,749 | 20,501 | 11,824 | 7,953 | 6,877 |
| Purchases of goods or services | 2,132 | 1,193 | 1,529 | 269 | 242 |
| Interest income | 270 | 291 | 290 | 118 | 132 |
| Interest expense | 574 | 796 | 1,947 | 1,040 | 1,130 |
| Guarantees provided to other state-owned enterprises | 951 | 1,169 | 524 | 414 | — |
| Guarantees provided by other state-owned enterprises | <u>290</u> | <u>400</u> | <u>676</u> | <u>651</u> | <u>50</u> |

Impairment charges of receivables due from other state-owned enterprises amounting to RMB27 million, RMB24 million, RMB61 million, RMB25 million and RMB36 million were recognised as expenses for the years ended 31 December 2006, 2007 and 2008 and the six months ended 30 June 2008 and 2009, respectively.

(b) Balances with related parties

Group

| | As at 31 December | | | As at 30 June |
|--|-------------------|--------------|--------------|---------------|
| | 2006 | 2007 | 2008 | 2009 |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Trade and other receivables | | | | |
| Trade receivables due from | | | | |
| — Parent and fellow subsidiaries | 2 | 2 | 7 | 55 |
| — Associates | 5 | 7 | — | 43 |
| — Non-controlling interests | 29 | 42 | 1 | 96 |
| — Other state-owned enterprises | 1,986 | 1,855 | 1,682 | 2,349 |
| Less: provision | <u>(75)</u> | <u>(114)</u> | <u>(142)</u> | <u>(124)</u> |
| | <u>1,947</u> | <u>1,792</u> | <u>1,548</u> | <u>2,419</u> |
| Other receivables due from | | | | |
| — Parent and fellow subsidiaries | 29 | 1,165 | 783 | 14 |
| — Associates | 143 | 168 | 789 | 918 |
| — Non-controlling interests | 16 | 353 | 798 | 789 |
| — Other state-owned enterprises | 345 | 346 | 461 | 410 |
| Less: provision | <u>(1)</u> | <u>(2)</u> | <u>(10)</u> | <u>(12)</u> |
| | <u>532</u> | <u>2,030</u> | <u>2,821</u> | <u>2,119</u> |
| | <u>2,479</u> | <u>3,822</u> | <u>4,369</u> | <u>4,538</u> |

As at 31 December 2006, 2007 and 2008 and 30 June 2009, loans to fellow subsidiaries, associates and non-controlling interests of RMB85 million, RMB769 million, RMB662 million, and RMB747 million respectively included in other receivables due from fellow subsidiaries, associates

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and non-controlling interests bear interests at rates ranging from 6% to 9% per annum with loan periods from 6 months to 3 years.

Apart from a loan to a fellow subsidiary of RMB300 million as at 31 December 2007 which is guaranteed by Parent, loans to fellow subsidiaries, associates and non-controlling interests as at 31 December 2006, 2007 and 2008 and 30 June 2009 are unsecured.

Other than loans to fellow subsidiaries, associates and non-controlling interests, other receivables due from Parent and fellow subsidiaries, associates, non-controlling interests and other state-owned enterprise are unsecured, interest free and have no fixed term of repayment.

Company

| | As at 31 December 2008 | As at 30 June 2009 |
|---|------------------------------|--------------------------|
| | RMB 'million | RMB 'million |
| Trade and other receivables | | |
| Trade receivables due from subsidiaries | 82 | 906 |
| Loans to subsidiaries | — | 5,304 |
| Other receivables due from subsidiaries | <u>16,648</u> | <u>11,416</u> |
| | <u>16,730</u> | <u>17,626</u> |

As at 30 June 2009, loans to subsidiaries bear interests at rates ranging from 5% to 9% per annum with loan periods from 4 months to 27 months.

Other receivables due from subsidiaries are unsecured, interest free and have no fixed term of repayment.

Group

| | As at 31 December | | | As at 30 June 2009 |
|--|-------------------|--------------|--------------|--------------------------|
| | 2006 | 2009 | 2008 | RMB 'million |
| | RMB 'million | RMB 'million | RMB 'million | RMB 'million |
| Trade and other payables | | | | |
| Trade payables due to | | | | |
| — Parent and fellow subsidiaries | 4 | 2 | 22 | 22 |
| — Associates | 55 | 69 | 70 | 44 |
| — Non-controlling interests | 6 | 11 | 1 | 16 |
| — Other state-owned enterprises | <u>183</u> | <u>324</u> | <u>620</u> | <u>548</u> |
| | <u>248</u> | <u>406</u> | <u>713</u> | <u>630</u> |
| Other payables due to | | | | |
| — Parent and fellow subsidiaries | 19 | 31 | 2,955 | 2,885 |
| — Associates | 4 | 1 | — | — |
| — Non-controlling interests | 12 | 329 | 467 | 385 |
| — Other state-owned enterprises | <u>2,154</u> | <u>2,568</u> | <u>2,286</u> | <u>1,370</u> |
| | <u>2,189</u> | <u>2,929</u> | <u>5,708</u> | <u>4,640</u> |
| | <u>2,437</u> | <u>3,335</u> | <u>6,421</u> | <u>5,270</u> |

Other payables due to Parent and fellow subsidiaries, associates, non-controlling interest and other state-owned enterprise are unsecured, interest free and have no fixed term of repayment.

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| | As at 31 December | | | As at |
|---------------------------------------|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Borrowings | | | | RMB 'million |
| — Other state-owned enterprises . . . | <u>15,278</u> | <u>30,986</u> | <u>37,995</u> | <u>48,263</u> |

The maturities of the Group’s borrowings from other state-owned enterprises at respective balance sheet dates are set out as follows:

| | As at 31 December | | | As at |
|---------------------------------------|-------------------|---------------|---------------|---------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Within 1 year | 11,013 | 25,263 | 28,521 | 32,716 |
| 1 year to 2 years | 1,012 | 2,857 | 1,896 | 3,654 |
| 2 years to 5 years | <u>2,696</u> | <u>1,859</u> | <u>6,440</u> | <u>9,037</u> |
| Wholly repayable within 5 years . . . | 14,721 | 29,979 | 36,857 | 45,407 |
| Over 5 years | <u>557</u> | <u>1,007</u> | <u>1,138</u> | <u>2,856</u> |
| | <u>15,278</u> | <u>30,986</u> | <u>37,995</u> | <u>48,263</u> |

Company

| | As at | As at |
|--|------------------|---------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| Trade and other payables | | |
| Trade payables due to subsidiaries | <u>73</u> | <u>61</u> |
| Other payables due to | | |
| — Parent | 2,914 | 2,824 |
| — Subsidiaries | <u>8,941</u> | <u>8,381</u> |
| | <u>11,855</u> | <u>11,205</u> |
| | <u>11,928</u> | <u>11,266</u> |

Other payables due to Parent, Baosteel and subsidiaries are unsecured, interest free and have no fixed term of repayment.

| | As at | As at |
|----------------------|------------------|--------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| Dividend payable | | |
| — Parent | 253 | 2,110 |
| — Baosteel | <u>3</u> | <u>21</u> |
| | <u>256</u> | <u>2,131</u> |

| | As at | As at |
|--------------------------|------------------|--------------|
| | 31 December 2008 | 30 June 2009 |
| | RMB 'million | RMB 'million |
| Borrowings | | |
| — Subsidiaries | <u>1,000</u> | <u>1,000</u> |

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The Company’s borrowings from subsidiaries as at 31 December 2008 are unsecured, bear interest at 5.04% per annum and repayable in May 2009. The Company’s borrowings from subsidiaries as at 30 June 2009 are unsecured, bear interest at 4.86% per annum and repayable in August 2009.

| | As at 31 December | | | As at |
|--|-------------------|---------------|---------------|---------------------|
| | 2006 | 2007 | 2008 | 30 June |
| | RMB 'million | RMB 'million | RMB 'million | 2009 |
| Other balances with other state-owned enterprises | | | | RMB 'million |
| — Restricted cash | 612 | 552 | 1,024 | 1,520 |
| — Cash and cash equivalents | <u>17,389</u> | <u>22,094</u> | <u>22,574</u> | <u>22,522</u> |
| | <u>18,001</u> | <u>22,646</u> | <u>23,598</u> | <u>24,042</u> |

(c) Key management compensation

Key management includes directors (executive and non-executive), supervisors, president, vice presidents, secretary to the Board of Directors and chief accountant of the Company. The compensation paid or payable to key management for employee services is shown below:

| | Year ended 31 December | | | Six months ended 30 June | |
|---|------------------------|---------------|---------------|------------------------------|---------------|
| | 2006 | 2007 | 2008 | 2008 | 2009 |
| | RMB 'thousand | RMB 'thousand | RMB 'thousand | RMB 'thousand (Unaudited) | RMB 'thousand |
| Basic salaries, housing allowances, other allowances and benefits-in-kind | 878 | 1,644 | 2,926 | 1,419 | 1,546 |
| Contributions to pension plans | 117 | 151 | 175 | 115 | 141 |
| Discretionary bonuses | <u>1,401</u> | <u>1,954</u> | <u>3,765</u> | <u>—</u> | <u>—</u> |
| | <u>2,396</u> | <u>3,749</u> | <u>6,866</u> | <u>1,534</u> | <u>1,687</u> |

48. Particulars of principal subsidiaries and associates

(a) Subsidiaries

As at the date of this report, the Group has direct and indirect equity interests in the following principal subsidiaries:

| Company name | Place and date of incorporation and type of legal entities | Issued/paid-in capital million | Attributable equity interest | | Principal activities and place of operation | Auditor | Year of audit |
|---|--|--------------------------------|------------------------------|-----------------|--|---|--------------------------|
| | | | Directly held | Indirectly held | | | |
| Non-listed companies — | | | | | | | |
| Central Research Institute of Building and Construction Co., Ltd, MCC Group | PRC/ 16 October 2002/ Limited liability company | RMB600 | 100% | — | Design and research/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Beijing MCC Equipment Research & Design Corporation Ltd. | PRC/ 7 January 2002/ Limited liability company | RMB235 | 100% | — | Design and research/ PRC | ShineWing Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China Enfi Engineering Co., Ltd | PRC/ 22 February 2002/ Limited liability company | RMB800 | 100% | — | Engineering, procurement and construction (“EPC”)/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |

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| Company name | Place and date of incorporation and type of legal entities | Issued/ paid-in capital million | Attributable equity interest | | Principal activities and place of operation | Auditor | Year of audit |
|---|---|--|------------------------------|-----------------|---|--|--------------------------|
| | | | Directly held | Indirectly held | | | |
| Cheng Du Surveying Geotechnical Research Institute Co.,Ltd. of MCC | PRC/ 20 March 2000/ Limited liability company | RMB25 | 100% | — | Surveying and design/ PRC | Beijing Wulian Fangyuan Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Wuhan Surveying Geotechnical Research Institute Co.,Ltd. of MCC | PRC/ 26 December 2002/ Limited liability company | RMB80 | 100% | — | Surveying and design/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China Second Metallurgical Construction Corporation Ltd. (The 2nd China Metallurgical Construction Company) | PRC/ 14 September 2001/ Limited liability company | RMB433 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Tongsin Resources Ltd. | British Virgin Islands / 18 January 2007/ Limited liability company | USD38 | 100% | — | Resource development/ overseas | Riaz Ahmad & Company Chartered Accountants Pricewaterhouse-Coopers in Pakistan | 2007 2008 |
| MCC Overseas Ltd. | PRC/ 30 September 2006/ Limited liability company | RMB80 | 100% | — | Engineering and construction/ overseas | Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC International Incorporation Ltd | PRC/ 31 October 2006/ Limited liability Company | RMB80 | 100% | — | Engineering and Construction/ overseas | Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Mining (Western Australia) Pty Ltd | Australia/ 8 February 2007/ Limited liability company | USD1 | 100% | — | Resource development/ overseas | Pricewaterhouse-Coopers in Australia | 2007 2008 |
| Beijing central Engineering and Research Incorporation of Iron & Steel Industry Ltd | PRC/ 1 September 2001/ Limited liability company | RMB100 | 100% | — | Design and services/ PRC | ShineWing Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Chongqing Iron and Steel Designing Institute Co., Ltd | PRC/ 23 August 1958/ Limited liability company | RMB366 | 100% | — | Design and services/ PRC | ShineWing Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Wuhan Iron and Steel Design & Research Incorporation Limited | PRC/ 1951/ Limited liability company | RMB63 | 100% | — | Design and services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Maanshan I & S Design & Research Institute Co., Ltd | PRC/ 1 July 1962/ Limited liability company | RMB61 | 100% | — | Design and services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Baotou Engineering and Research Corp. of Iron & Steel Industry | PRC/ 31 March 1984/ Limited liability company | RMB50 | 100% | — | Design and services/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Anshan Engineering & Research Incorporation of Metallurgical Industry | PRC/ 1956/ Limited liability company | RMB69 | 100% | — | Design and services/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Anshan Coking and Refractory Engineering Consulting Corporation | PRC/ 1953/ Limited liability company | RMB96 | 100% | — | Design and services/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |

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| Company name | Place and date of incorporation and type of legal entities | Issued/paid-in capital million | Attributable equity interest | | Principal activities and place of operation | Auditor | Year of audit |
|--|--|-----------------------------------|------------------------------|-----------------|---|---|--------------------------|
| | | | Directly held | Indirectly held | | | |
| Changsha Metallurgical Design & Research Institute Co., Ltd | PRC/ 20 May 1993/ Limited liability company | RMB167 | 100% | — | Design and services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Wuhan Research Institute of Metallurgical Construction Co, Ltd | PRC/ 16 March 2001/ Limited liability company | RMB55 | 100% | — | Design and services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Shenyang Institute of Geotechnical Investigation Corporation MCC | PRC/ 12 July 1991/ Limited liability company | RMB48 | 100% | — | Surveying and design/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China Third Metallurgical Construction Co, Ltd | PRC/ 21 March 1952/ Limited liability company | RMB79 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China 5th Metallurgical Construction Co., Ltd | PRC/ 22 September 1980/ Limited liability company | RMB120 | 100% | — | Metallurgical engineering and construction/ PRC | Beijing Wulian Fangyuan Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China 13th Metallurgical Construction Corporation | PRC/ 11 August 1981/ Limited liability company | RMB133 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China No. 18 Metallurgical Construction Co., Ltd | PRC/ 23 September 1965/ Limited liability company | RMB291 | 100% | — | Metallurgical engineering and construction/ PRC | Beijing Wulian Fangyuan Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China 19th Metallurgical Construction Co., Ltd | PRC/ June 1966/ Limited liability company | RMB1,094 | 100% | — | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China 22nd Metallurgical Construction Corporation Limited | PRC/ 3 February 1978/ Limited liability company | RMB500 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| North China Metallurgical Construction Co., Ltd | PRC/ 18 September 1974/ Limited liability company | RMB66 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Tiangong Construction Corporation Limited | PRC/ 19 June 2006/ Limited liability company | RMB510 | 98% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Huaye Resources Development Co., Ltd | PRC/ 5 December 2005/ Limited liability company | RMB268 | 98% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| CCTEC Engineering Co., Ltd | PRC/ 28 December 2001/ Joint stock company | RMB68 | 96% | 2% | EPC/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Chenggong Construction Co., Ltd | PRC/ 17 April 2007/ Limited liability company | RMB300 | 94% | — | Metallurgical engineering and construction/ PRC | Beijing Wulian Fangyuan Certified Public Accountants Co.,Ltd | 2007 2008 |
| MCC Shijiu Construction Co., Ltd | PRC/ 1 January 2007/ Limited liability company | RMB120 | 93% | 2.5% | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2007 2008 |
| MCC Jingtang Construction Corporation Limited | PRC/ 11 April 2007/ Limited liability company | RMB300 | 90% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2007 2008 |

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| Company name | Place and date of incorporation and type of legal entities | Issued/paid-in capital million | Attributable equity interest | | Principal activities and place of operation | Auditor | Year of audit |
|---|--|-----------------------------------|------------------------------|-----------------|---|--|--------------------------|
| | | | Directly held | Indirectly held | | | |
| MCC Great Land United Consulting and Engineering Co., Ltd | PRC/ 20 February 2006/ Limited liability company | RMB20 | 90% | — | Technical services/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Capital Engineering & Research Incorporation Limited | PRC/ 28 November 2003/ Limited liability company | RMB1,290 | 87% | — | EPC/ PRC | Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Hi-Tech Engineering Co., Ltd | PRC/ 24 November 2005/ Limited liability company | RMB236 | 87% | 13% | Metallurgical engineering and construction/ PRC | Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| ACRE Coking & Refractory Engineering Consulting Corporation, MCC | PRC/ 12 October 2004/ Limited liability company | RMB176 | 86% | — | EPC/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Wuhan Metallurgical Construction Co., Ltd of MCC Group | PRC/ 18 November 2005/ Limited liability company | RMB10 | 85% | — | Research/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| WISDRI Engineering & Research Incorporation Limited | PRC/ 12 March 2004/ Limited liability company | RMB1,000 | 85% | — | EPC/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Northern Engineering & Technology Corporation, MCC | PRC/ 6 February 2005/ Limited liability company | RMB151 | 85% | — | EPC/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Shanghai Baoye Construction Corp., Ltd. | PRC/ 15 January 2003/ Limited liability company | RMB360 | 85% | 1% | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Huatian Engineering & Technology Corporation MCC | PRC/ 1 July 2004/ Limited liability company | RMB189 | 83% | — | EPC/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| BERIS Engineering & Research Corporation | PRC/ 22 December 2004/ Limited liability company | RMB130 | 83% | — | EPC/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Zhong Ye Changtian International Engineering Co.,Ltd | PRC/ 5 June 2003/ Limited liability company | RMB161 | 92% | — | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China First Metallurgical Construction Corporation (The 1st China Metallurgical Construction Company) | PRC/ 25 September 1990/ Limited liability company | RMB300 | 87% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Xiang Xi Mining Co., Ltd | PRC/ 29 September 2006/ Limited liability company | RMB60 | 50% | — | Resource development/ PRC | Tianzhi International Certified Public Accountants Co., Ltd Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC (Guang Xi) Mawu expressway construction & development Co., Ltd | PRC/ 26 October 2006/ Limited liability company | RMB1,148 | 89% | — | Infrastructure investment/ PRC | Beijing Xinghua Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Northeastern Construction Co.,Ltd | PRC/ 29 March 2007/ Limited liability company | RMB168 | 100% | — | Metallurgical engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2007 2008 |
| CISDI Engineering Co., Ltd | PRC/ 18 March 2003 Joint stock company | RMB1,000 | 73% | — | EPC/ PRC | ShineWing Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |

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| Company name | Place and date of incorporation and type of legal entities | Issued/paid-in capital million | Attributable equity interest | | Principal activities and place of operation | Auditor | Year of audit |
|---|---|-----------------------------------|------------------------------|-----------------|--|---|--------------------------|
| | | | Directly held | Indirectly held | | | |
| China Metallurgical Construction Co., Ltd | PRC/ 3 November 2006/ Limited liability company | RMB203 | 82% | 18% | Metallurgical engineering and construction/ PRC | Beijing Wulian Fangyuan Certified Public Accountants Co., Ltd | 2007 2008 |
| Shen Kan Engineering & Technology Corporation, MCC | PRC/ 27 January 2005/ Limited liability company | RMB20 | 70% | 10% | EPC/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China MCC 17 Construction Co., Ltd (The 17th China Metallurgical Construction Company) | PRC/ 1 October 1992/ Limited liability company | RMB300 | 67% | — | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Minera Sierra Grande S.A. | Argentina / 17 November 2006/ Limited liability company | ARP70 | 70% | — | Resource development/ overseas | Etudio Pascual y Asco. S.R.L. | 2007 2008 |
| China MCC 20 Construction Co., Ltd (The 20th China Metallurgical Construction Company) | PRC/ 1 June 1972/ Limited liability company | RMB390 | 69% | — | Metallurgical engineering and construction/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Finance Corporation Ltd. | PRC/ 11 May 2007/ Limited liability company | RMB1,500 | 86% | 14% | Financial management services/ PRC | Reanda Certified Public Accountants Co., Ltd | 2007 2008 |
| MCC-JJJ Mining Development Company Limited | PRC/ 6 August 2007/ Limited liability company | RMB1,662 | 61% | — | Resources development/ PRC | Reanda Certified Public Accountants Co., Ltd | 2007 2008 |
| MCC Baosteel Technology Services Co., Ltd (Shanghai Baosteel Metallurgical Construction Corporation) | PRC/ 4 June 1986/ Limited liability company | RMB285 | 60% | 23% | Maintenance services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Real Estate Co., Ltd | PRC/ 5 September 2001/ Limited liability company | RMB2,000 | 90% | 10% | Property development/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| China MCC International Economic and Trade Co., Ltd | PRC/ 7 December 2002/ Limited liability company | RMB120 | 55% | 45% | Trading services/ PRC | Tianzhi International Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Communication Engineering Technology Co., Ltd | PRC/ 26 December 2005/ Limited liability company | RMB120 | 45% | 55% | Infrastructure engineering and construction/ PRC | Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| MCC Huludao Nonferrous Metals Group Co., Ltd | PRC/ 15 November 2002/ Limited liability company | RMB1,661 | 51% | — | Non-ferrous processing/ PRC | Liaoning Hua Qing Certified Public Accountants Co., Ltd Reanda Certified Public Accountants Co., Ltd | 2006 2007 and 2008 |
| Ramu NiCo Management (MCC) Limited | Papua New Guinea/ 17 August 2005/ Limited liability company | — ⁽¹⁾ | 100% | — | Nico mineral mining and smelting/ overseas | BDO Papua New Guinea | 2006 2007 and 2008 |
| MCC Australia Holding Pty Ltd. | Australia/ 10 July 2008/ Limited liability company | AUD10 | 100% | — | Resources development/ overseas | Pricewaterhouse-Coopers in Australia | 2008 |

(1) The paid-in capital of this company is 1,000 Kina.

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(b) Associates

As at the date of this report, the Group has equity interests in the following principal associates (all are unlisted):

| Name | Place and date of incorporation and type of legal entities | Issued/ paid-in capital million | Attributable equity interest | | Principal activities and place of operation |
|---|--|--|------------------------------|-----------------|---|
| | | | Directly held | Indirectly held | |
| MCC(Xiangtan) Heavy Industrial Equipment Co., Ltd | PRC/ 12 November 2007/ Limited liability company | RMB250 | 51% | — | Equipment fabrication / PRC |
| Tianjin SERI Machinery Equipment Corporation Ltd | PRC/ 12 May 2000/ Limited liability company | RMB130 | 50% | — | Equipment fabrication / PRC |
| New Century Hotel Co, Ltd | PRC/ 21 January 1987/ Limited liability company | RMB72 | 60% | — | Hotel Services/ PRC |
| Shanghai MCC Shinton Investment Co., Ltd | PRC/ 7 January 2008/ Limited liability company | RMB300 | 33% | — | Investment Services/ PRC |

The English names of certain subsidiaries and the associates referred to in this report represent management's best effort at translating the Chinese names of these companies as no English names have been registered.

49. Transaction with non-controlling interests

During the Relevant Periods, transactions with non-controlling interests mainly comprised of further capital contributions to subsidiaries by the Group and/or non-controlling interests, acquisition of additional equity interests in subsidiaries from non-controlling interests and disposal of equity interests in subsidiaries to non-controlling interests.

50. Ultimate holding company

The Directors regard China Metallurgical Group Corporation as being the ultimate holding company of the Company, which is owned and controlled by SASAC of the State Council.

51. Subsequent events

The following events took place subsequent to [•] and up to the date of this report:

[•]

III SUBSEQUENT FINANCIAL STATEMENTS

No audited financial statements have been prepared by the Company or any of the companies now comprising the Group in respect of any period subsequent to 30 June 2009. Save as disclosed in this report, no dividends have been declared or paid by the Company or any of the companies now comprising the Group in respect of any period subsequent to 30 June 2009.

Yours faithfully,
PricewaterhouseCoopers
Certified Public Accountants
 Hong Kong