

# High-Efficiency Fertilisers in China

# 中國高效肥



INTERIM REPORT 2020 中期報告



China XLX Fertiliser Ltd.  
中國心連心化肥有限公司\*

(Incorporated in Singapore with limited liability)

(於新加坡註冊成立之有限公司)

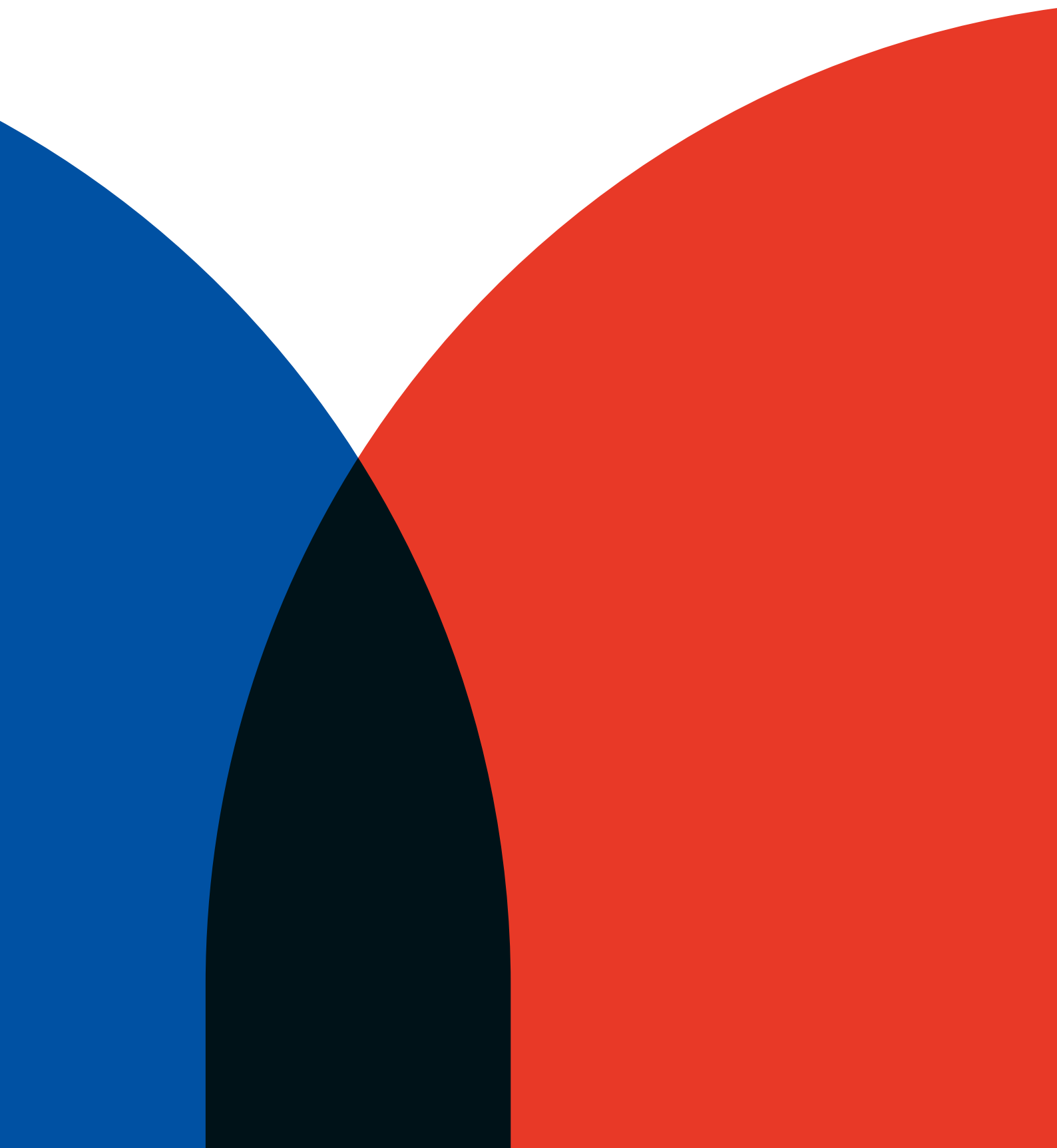
Stock Code 股份代號：1866

\* For identification purpose only 僅供識別

## **CHINA XLX CULTURE** 中國心連心文化

We attribute our achievements and breakthroughs to our dedicated team at China XLX. The team is committed to uphold the vision with integrity, discipline and strong commitment.

我們所有的成績與突破，都歸功於誠信為本、紀律嚴明、專注投入、放眼未來和充滿快樂的中國心連心團隊。



## CHINA XLX DEVELOPMENT STRATEGY:

Adhere to the enhanced development direction of cleaner chemical process of coal, and maintain the privileges and leading status in the chemical fertiliser industry. Meanwhile appropriately develop new energy and new chemical material, establishing the 'Fertiliser as base, fertiliser and chemical side by side' development plan.

### 中國心連心發展戰略：

堅持聚焦潔淨煤化工升級發展方向，確保化肥主業的優勢和行業領先地位。同時適度發展新能源、新材料化工品，總體形成「以肥為主，肥化並舉」的產業發展格局。

## Contents

### 目錄

- 2 Corporate Information  
公司資料
- 4 Management Discussion and Analysis  
管理層討論與分析
- 24 Condensed Consolidated Statement of Comprehensive Income  
簡明綜合全面收益表
- 25 Condensed Consolidated Statement of Financial Position  
簡明綜合財務狀況表
- 28 Condensed Consolidated Statement of Changes in Equity  
簡明綜合權益變動表
- 30 Condensed Consolidated Statement of Cash Flows  
簡明綜合現金流量表
- 32 Notes to the Condensed Consolidated Interim Financial Information  
簡明綜合中期財務資料附註

# Corporate Information

## 公司資料

### BOARD

#### EXECUTIVE DIRECTORS

LIU Xingxu (*Chairman of the Board*)  
ZHANG Qingjin  
YAN Yunhua

#### INDEPENDENT NON-EXECUTIVE DIRECTORS

ONG Kian Guan  
LI Shengxiao  
ONG Wei Jin  
LI Hongxing

### BOARD COMMITTEES

#### AUDIT COMMITTEE

ONG Kian Guan (*Chairman*)  
LI Shengxiao  
ONG Wei Jin  
LI Hongxing

#### REMUNERATION COMMITTEE

ONG Wei Jin (*Chairman*)  
ONG Kian Guan  
LI Shengxiao  
LI Hongxing

#### NOMINATION COMMITTEE

LI Shengxiao (*Chairman*)  
LIU Xingxu  
ONG Kian Guan  
ONG Wei Jin  
LI Hongxing

### CHIEF EXECUTIVE OFFICER

MA Tongsheng

### CHIEF FINANCIAL OFFICER

WONG Wing Wang Paul

### AUTHORISED REPRESENTATIVES UNDER LISTING RULES

YAN Yunhua  
LEUNG Kwan Wai

### 董事會

#### 執行董事

劉興旭 (*董事會主席*)  
張慶金  
閻蘊華

#### 獨立非執行董事

王建源  
李生校  
王為仁  
李紅星

### 董事會委員會

#### 審核委員會

王建源 (*主席*)  
李生校  
王為仁  
李紅星

#### 薪酬委員會

王為仁 (*主席*)  
王建源  
李生校  
李紅星

#### 提名委員會

李生校 (*主席*)  
劉興旭  
王建源  
王為仁  
李紅星

### 首席執行官

馬通生

### 首席財務官

王永宏

### 上市規則下的授權代表

閻蘊華  
梁君慧

## JOINT COMPANY SECRETARIES

LEUNG Kwan Wai  
CHEOK Hui Yee

## AUDITOR

Ernst & Young LLP  
One Raffles Quay  
North Tower, Level 18  
Singapore, 048583  
Partner-in-charge: LEE Lai Hiang

## LEGAL ADVISORS

Reed Smith Richards Butler (Hong Kong)  
Hiways Law Firm (China)  
Shook Lin & Bok LLP (Singapore)

## PRINCIPAL BANKERS

The Export-Import Bank of China  
China Construction Bank  
Bank of China  
Industrial & Commercial Bank of China  
Bank of Communications  
China Minsheng Bank  
China CITIC Bank  
HSBC

## REGISTERED OFFICE

80 Robinson Road  
#02-00, Singapore 068898

## HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS IN PRC

Xinxiang Economic Development Zone  
Henan Province  
PRC 453731

## STOCK CODE

Hong Kong Stock Code: 1866

## CORPORATE WEBSITE

[www.chinaxlx.com.hk](http://www.chinaxlx.com.hk)

## 聯席公司秘書

梁君慧  
石慧儀

## 核數師

安永會計師事務所  
One Raffles Quay  
North Tower, Level 18  
Singapore, 048583  
項目合夥人：李來香

## 法律顧問

禮德齊伯禮律師行(香港)  
海華永泰律師事務所(中國)  
旭齡及穆律師樓(新加坡)

## 主要往來銀行

中國進出口銀行  
中國建設銀行  
中國銀行  
工商銀行  
交通銀行  
民生銀行  
中信銀行  
滙豐銀行

## 註冊辦事處

80 Robinson Road  
#02-00, Singapore 068898

## 總辦事處暨中國主要營業地點

中國河南省  
新鄉經濟開發區  
郵編：453731

## 股票代碼

香港股份代號：1866

## 公司網址

[www.chinaxlx.com.hk](http://www.chinaxlx.com.hk)

# Management Discussion and Analysis

## 管理層討論與分析

The board of Directors (the “**Board**”) of China XLX Fertiliser Ltd. (the “**Company**”) and, together with its subsidiaries, the “**Group**”) is pleased to present this interim report for the six months ended 30 June 2020 (“**1H2020**”).

### (I) BUSINESS REVIEW

With the Novel Coronavirus (“**COVID-19**”) pandemic generally under control in the PRC since April 2020 and the transportation for goods and cargo largely restored to normal, the Group’s performance has correspondingly rebounded. The performance of the Group for the first half of 2020 was better than that for the 3 months ended 31 March 2020.

#### REVENUE

The unaudited consolidated revenue of the Group increased by approximately 3% from approximately RMB4,796 million for the half year ended 30 June 2019 (“**1H2019**”) to approximately RMB4,940 million for 1H2020. The unaudited consolidated net profit of the Group decreased by approximately RMB53 million or 17% from approximately RMB317 million for 1H2019 to approximately RMB264 million for 1H2020. The unaudited total comprehensive income attributable to the owners of the parent decreased by approximately RMB72 million or 28% from approximately RMB252 million for 1H2019 to approximately RMB180 million for 1H2020.

#### UREA

Revenue derived from the sales of urea decreased by approximately RMB316 million or 17% from 1,886 million for 1H2019 to approximately RMB1,570 million for 1H2020. This was due mainly to the decrease in sales volume and the average selling price of urea products of the Group by approximately 5% and 12% year on year (“**YoY**”) respectively. Sales volume of urea for 1H2020 was approximately 992,000 tons. Under the premise of maintaining full production of the urea production line, the Group actively adjusted products combination according to changing market demands, reducing the external sales of urea and thus increasing the production and the sales of compound fertilisers and urea solution for vehicle.

中國心連心化肥有限公司(「**本公司**」，連同其附屬公司統稱「**本集團**」)董事會(「**董事會**」)欣然呈列截至二零二零年六月三十日止六個月(「**二零二零年上半年**」)的本中期報告。

### (I) 業務回顧

自二零二零年四月起新型冠狀病毒(「**COVID-19**」)疫情在中國基本得到控制，並且商品和貨物的運輸基本恢復正常，本集團的業績也相應反彈。本集團於二零二零年上半年的表現優於二零二零年第一季度。

#### 收入

本集團的未經審核綜合收入由截至二零一九年六月三十日止上半年度(「**二零一九年上半年**」)約人民幣4,796,000,000元增加約3%至二零二零年上半年約人民幣4,940,000,000元。本集團的未經審核綜合純利由二零一九年上半年約人民幣317,000,000元減少約人民幣53,000,000元或17%至二零二零年上半年約人民幣264,000,000元。歸屬於母公司擁有人的未經審核全面收益總額由二零一九年上半年約人民幣252,000,000元減少約人民幣72,000,000元或28%至二零二零年上半年的約人民幣180,000,000元。

#### 尿素

尿素的銷售收入由二零一九年上半年的1,886,000,000港元減少約人民幣316,000,000元或17%至二零二零年上半年的約人民幣1,570,000,000元。這主要是由於本集團尿素產品的銷量和平均售價分別按年比下降約5%和12%。二零二零年上半年的尿素銷量約為992,000噸。本集團尿素生產線在保持滿負荷生產的前提下，根據不斷變化的市場需求積極調整產品組合，減少尿素的對外銷量，從而增加了複合肥和車用尿素溶液的產量和銷量。



### UREA SOLUTION FOR VEHICLE

Revenue derived from the sales of urea solution for vehicle increased by approximately RMB233 million or 996% from approximately RMB23.3 million for 1H2019 to approximately RMB255.8 million for 1H2020. The Group recorded a rapid increase in the sales of urea solution for vehicle since the second half of 2019, as we developed and strengthened our selling and distribution network in view of the increased market demand due to the enhanced emission control requirements. In May 2020, PRC government announced further control measures of motor vehicle emission standards which came into effect on 1 July 2020. Urea solution can be used as exhaust treatment fluid for diesel motor vehicles to reduce particles emission. Hence, it is expected that the market for urea solution for vehicle will further expand.

### COMPOUND FERTILISERS

Revenue derived from the sales of compound fertilisers increased by approximately RMB161 million or 10% from approximately RMB1,586 million for 1H2019 to approximately RMB1,746 million for 1H2020, due mainly to the increase in sales volume by approximately 17% as we strengthened our sales network. The sales volume of compound fertilisers increased to 866,000 tons for 1H2020.

### METHANOL

Revenue derived from the sales of methanol increased by approximately RMB117 million or 264% from approximately RMB44 million for 1H2019 to approximately RMB161 million for 1H2020. The increased sales of methanol mainly derived from the new capacity from Xinjiang production base.

### DIMETHYL ETHER (DME)

Revenue derived from the sales of DME decreased by approximately RMB113 million or 25% from RMB458 million for 1H2019 to approximately RMB345 million for 1H2020. The decrease was due mainly to a decrease in the average selling price and selling volume of DME by 15% and 11% respectively YoY which was in line with the weakened international energy prices.

### 車用尿素溶液

車用尿素溶液的銷售收入由二零一九年上半年的約人民幣23,300,000元增加約人民幣233,000,000元或996%至二零二零年上半年的約人民幣255,800,000元。自二零一九年下半年以來，由於排放控制要求提高推動市場需求增加，我們發展並加強銷售和分銷網絡，因此本集團的車用尿素溶液的銷售額迅速增長。二零二零年五月，中國政府宣佈進一步的機動車排放標準控制措施，該措施於二零二零年七月一日生效。尿素溶液可用作柴油機動車的尾氣處理液，以減少顆粒物的排放。因此，預計車用尿素溶液的市場將進一步擴大。

### 複合肥

複合肥的銷售收入由二零一九年上半年的約人民幣1,586,000,000元增加約人民幣161,000,000元或10%至二零二零年上半年的約人民幣1,746,000,000元，主要是由於我們增強了銷售網絡推動銷量增加約17%。二零二零年上半年複合肥的銷量增加至866,000噸。

### 甲醇

甲醇的銷售收入由二零一九年上半年的約人民幣44,000,000元增加約人民幣117,000,000元或264%至二零二零年上半年的約人民幣161,000,000元。甲醇銷售額的增長主要由於新疆生產基地的新增產能。

### 二甲醚 (DME)

二甲醚的銷售收入由二零一九年上半年的人民幣458,000,000元減少約人民幣113,000,000元或25%至二零二零年上半年的約人民幣345,000,000元。下降的主要原因是二甲醚的平均售價和銷量分別按年比下降15%和11%，這與國際能源價格疲軟相一致。

# Management Discussion and Analysis

## 管理層討論與分析

### MELAMINE

Revenue derived from the sales of melamine decreased by approximately RMB51 million or 14% from RMB368 million for 1H2019 to approximately RMB317 million for 1H2020. The decrease was due mainly to a decrease in the average selling price of melamine by 15% YoY which was largely the result of the weakened demand in domestic chemical products and the negative impact from the outbreak of COVID-19.

### FURFURYL ALCOHOL

Revenue derived from the sales of furfuryl alcohol products increased by approximately RMB26 million or 13% from approximately RMB201 million for 1H2019 to approximately RMB227 million for 1H2020. The increase in sales revenue was due mainly to the increase of sales volume of approximately 23% YoY to 26,626 tons for 1H2020, which was partially offset by a drop in average selling price of furfuryl alcohol products by approximately 8% YoY.

### GROSS PROFIT MARGIN

#### UREA

Gross profit margin of urea of the Group decreased to approximately 26.8% for 1H2020 from approximately 32.1% for 1H2019.

#### UREA SOLUTION FOR VEHICLE

Gross profit margin of sales of urea solution for vehicle increased by approximately 19 percentage points from approximately 18.4% for 1H2019 to 37.7% for 1H2020.

#### COMPOUND FERTILISERS

Gross profit margin of compound fertilisers of the Group increased to approximately 17.4% in 1H2020 from approximately 14.9% in 1H2019. The increase was mainly due to the decrease in average cost of raw material, such as phosphate and potash fertilizers, by approximately 9% and the increase in the sales of high-efficient fertilisers.

### 三聚氰胺

三聚氰胺的銷售收入由二零一九年上半年的人民幣368,000,000元減少約人民幣51,000,000元或14%至二零二零年上半年的約人民幣317,000,000元。下降的主要原因是三聚氰胺的平均售價按年比下降15%，這主要是由於國內化學產品需求疲軟以及COVID-19爆發帶來的負面影響。

### 糠醇

糠醇產品的銷售收入由二零一九年上半年的約人民幣201,000,000元增加約人民幣26,000,000元或13%至二零二零年上半年的約人民幣227,000,000元。銷售收入增加主要是由於二零二零年上半年的銷售量按年比增長約23%至26,626噸，部分被糠醇產品的平均售價按年比下降約8%所抵銷。

### 毛利率

#### 尿素

本集團尿素的毛利率由二零一九年上半年的約32.1%下降至二零二零年上半年的約26.8%。

#### 車用尿素溶液

車用尿素溶液的銷售毛利由二零一九年上半年的約18.4%增加約19個百分點至二零二零年上半年的37.7%。

#### 複合肥

本集團複合肥的毛利率由二零一九年上半年的約14.9%增加至二零二零年上半年的約17.4%，主要由於磷酸鹽和鉀肥等原材料的平均成本下降約9%及高效肥的銷售額增長。



## METHANOL

Gross profit margin of methanol of the Group decreased to approximately negative 2.3% for 1H2020 from approximately 4.3% for 1H2019. This was due mainly to the weakened international energy prices which in turn caused the drop in the average selling price of methanol by approximately 35% and such drop was greater than the drop in the average production cost (purchase price of coal) of methanol.

## DIMETHYL ETHER (DME)

Gross profit margin of DME of the Group decreased by approximately 4 percentage point to approximately 5.7% for 1H2020 from approximately 9.7% for 1H2019. This was a result of a larger decrease in the average selling price of DME of 15% as compared to a 12% decrease in the average production cost.

## MELAMINE

Gross profit margin of melamine of the Group decreased by approximately 7 percentage points to approximately 30.9% for 1H2020 from approximately 37.8% for 1H2019. Under the context that the melamine producers in the PRC have generally recorded losses, the Group leveraged on its technology advantage and cost advantages and managed to maintain the gross profit margin of melamine products above 30%.

## FURFURYL ALCOHOL

Gross profit margin of furfuryl alcohol products increased by approximately 6 percentage points from approximately 7.6% for 1H2019 to 13.1% for 1H2020. By leveraging on its scale advantages, implemented technological transformation and taking advantage of the reduction in the purchase cost of the main raw material (furfural), the Group reduced the cost of sales of furfuryl alcohol by approximately 13% YoY. The reduction was substantially greater than the drop in furfuryl alcohol selling price.

## 甲醇

本集團甲醇的毛利率由二零一九年上半年的約4.3%下降至二零二零年上半年的-2.3%。這主要是由於國際能源價格疲軟，進而導致甲醇的平均銷售價格下降約35%，並且該下降幅度大於甲醇的平均生產成本（煤炭的購買價格）的降幅。

## 二甲醚 (DME)

本集團二甲醚的毛利率由二零一九年上半年的約9.7%下降約4個百分點至二零二零年上半年的約5.7%。這是由於二甲醚的平均售價大幅下降15%，對比平均生產成本僅下降12%。

## 三聚氰胺

本集團三聚氰胺的毛利率由二零一九年上半年的約37.8%下降約7個百分點至二零二零年上半年的約30.9%。在國內三聚氰胺行業出現大面積虧損的情況下，本集團利用自身的技術和成本優勢，使三聚氰胺產品的毛利率維持在30%以上。

## 糠醇

糠醇產品的毛利率由二零一九年上半年的約7.6%增加約6%至二零二零年上半年的13.1%。本集團利用規模優勢並通過技術改造，以及主要原料（糠醛）的採購成本下降，使糠醇的銷售成本按年比下降約13%。而其下降幅度遠大於糠醇售價的降幅。

# Management Discussion and Analysis

## 管理層討論與分析

### OTHER (EXPENSES)/INCOME

Other income increased by approximately RMB48 million or approximately 151% from approximately RMB32 million in 1H2019 to approximately RMB80 million in 1H2020. This was mainly due to the increase in profit on disposal of items of property, plant and equipment by approximately RMB33 million, and decrease in loss on fair value change of derivative financial instrument and loss on fair value change of equity investment by approximately RMB19 million and RMB9 million respectively.

### SELLING AND DISTRIBUTION EXPENSES

Selling and distribution expenses increased by approximately RMB49 million or 20% from approximately RMB252 million in 1H2019 to approximately RMB301 million in 1H2020. Such increase was due mainly to approximately RMB22 million increase in staff selling commission for the increased sales volume of compound fertilisers and approximately RMB21 million increase in transportation expenses due to additional logistics and transportation costs as a result of the epidemic prevention and control measures.

### GENERAL AND ADMINISTRATIVE EXPENSES

General and administrative expenses decreased by approximately RMB8 million or 3% from approximately RMB325 million in 1H2019 to RMB317 million in 1H2020, which due mainly to the decrease of entertainment expenses and professional fees by approximately RMB5 million and RMB3 million respectively.

### FINANCE COSTS

Finance costs increased by approximately RMB17 million or 9% from approximately RMB185 million in 1H2019 to approximately RMB202 million in 1H2020, which was mainly due to the increase in amount of the Group's interest bearing borrowings and average interest rate of the Group's interest bearing borrowings.

### 其他(費用)／收入

其他收入由二零一九年上半年的約人民幣32,000,000元增加約人民幣48,000,000元或約151%至二零二零年上半年的約人民幣80,000,000元。這主要是由於出售物業、廠房及設備項目的溢利增加約人民幣33,000,000元，以及衍生金融工具的公平值變動虧損及權益投資的公平值變動虧損分別減少約人民幣19,000,000元及人民幣9,000,000元。

### 銷售及分銷開支

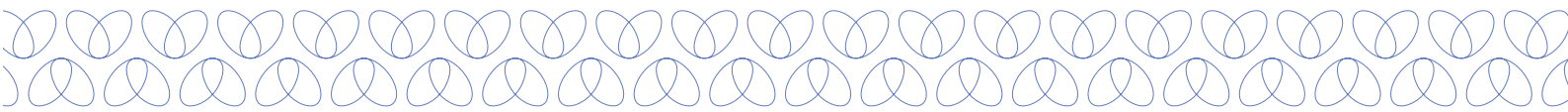
銷售及分銷開支由二零一九年上半年的約人民幣252,000,000元增加約人民幣49,000,000元或20%至二零二零年上半年的約人民幣301,000,000元。該增加主要是由於復合肥銷售量增加促使員工的銷售佣金增加約人民幣22,000,000元，以及由於在疫情防控措施中物流和運輸成本增加，導致運輸費用增加約人民幣21,000,000元。

### 一般及行政開支

一般及行政開支由二零一九年上半年的約人民幣325,000,000元減少約人民幣8,000,000元或3%至二零二零年上半年的人民幣317,000,000元，主要由於招待開支及專業費用分別減少約人民幣5,000,000元及人民幣3,000,000元。

### 財務成本

財務成本由二零一九年上半年的約人民幣185,000,000元增加約人民幣17,000,000萬元或9%至二零二零年上半年的約人民幣202,000,000元，主要是由於本集團的計息借款金額及計息借款平均利率增加。



### INCOME TAX EXPENSE

Income tax expense decreased by approximately RMB12 million or 18% from approximately RMB70 million in 1H2019 to RMB58 million in 1H2020 due to lower profits.

### PROFIT FOR THE PERIOD

The profit for the period decreased by approximately RMB53 million or 17% from approximately RMB317 million in 1H2019 to approximately RMB264 million in 1H2020. This was mainly due to the decrease in gross profit and increase in selling and distribution expense of approximately RMB56 million and RMB49 million respectively. The decrease in profit for the period was partially offset by the increase in other income of approximately RMB48 million.

### 所得稅開支

所得稅開支由二零一九年上半年的約人民幣 70,000,000 元減少約人民幣 12,000,000 元或 18% 至二零二零年上半年的人民幣 58,000,000 元，原因是溢利減少。

### 期內溢利

期內溢利由二零一九年上半年的約人民幣 317,000,000 元減少約人民幣 53,000,000 元或 17% 至二零二零年上半年的約人民幣 264,000,000 元。溢利減少主要是由於毛利減少及銷售及分銷開支分別增加約人民幣 56,000,000 元及人民幣 49,000,000 元所致。期內溢利減少部分被其他收入增加約人民幣 48,000,000 元所抵銷。

# Management Discussion and Analysis

## 管理層討論與分析

### (II) FINANCIAL REVIEW

#### GEARING

The Group monitors capital using a gearing ratio, which is net debt divided by the sum of total capital plus net debt. The Group's policy is to keep the gearing ratio below 90%.

		30 June 2020 二零二零年 六月三十日 RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 RMB'000 人民幣千元
Trade payables	貿易應付款項	400,788	366,636
Bills payable	應付票據	1,202,409	809,050
Contract liabilities	合約負債	284,305	582,181
Accruals and other payables	應計費用及其他應付款項	1,561,246	1,198,812
Amounts due to related companies	應付關連公司款項	12,019	7,543
Loan from a non-controlling interest	非控股權益貸款	48,670	48,670
Interest-bearing bank and other borrowings	計息銀行及其他借款	8,216,720	6,513,256
Bonds payable	應付債券	991,205	888,697
Lease liabilities	租賃負債	155,073	170,400
Less: Cash and cash equivalents	減：現金及現金等價物	(1,190,894)	(884,448)
Less: Pledged time deposits	減：已抵押定期存款	(867,053)	(499,356)
Net debt	負債淨額	10,814,488	9,201,451
Equity attributable to owners of the parent	母公司擁有人應佔權益	4,321,654	4,235,241
Less: Statutory reserve fund	減：法定儲備金	(145,518)	(145,518)
Total capital	總資本	4,176,136	4,089,723
Capital and net debt	資本和負債淨額	14,990,624	13,291,174
Gearing ratio	資產負債比率	72.14%	69.23%

Net debt includes interest-bearing bank and other borrowings, trade and bills payables, amounts due to related companies, accruals and other payables, bonds payable, contract liabilities, loan from a non-controlling interest and lease liabilities, less cash and cash equivalents and pledged time deposits. Capital includes equity attributable to owners of the Company less the statutory reserve fund.

### (II) 財務回顧

#### 資產負債比率

本集團使用資產負債比率（負債淨額除以總資本加負債淨額的總和）監控資本。本集團的政策是將資產負債比率維持在90%以下。

負債淨額包括計息銀行及其他借款、貿易應付款項及應付票據、應付關連公司款項、應計費用及其他應付款項、應付債券、合約負債、非控股權益貸款及租賃負債，減現金及現金等價物以及已抵押定期存款。資本包括本公司擁有人應佔權益減法定儲備金。

### (III) MATERIAL ACQUISITION AND DISPOSAL

On 24 February 2020, Henan Qingli Energy Co., Ltd., (“**Qingli Energy**”), a wholly-owned subsidiary of the Company, entered into the Subscription Agreement and the Share Transfer Agreements with each of Xinxiang Ruicheng Technology Co., Ltd. (the “**Ruicheng Tech**”) and its 26 shareholders, respectively, pursuant to which Qingli Energy proposed to subscribe for and acquire a total of 31,875,000 shares in Ruicheng Tech, representing 51% of the enlarged total share capital of Ruicheng Tech, for an aggregate consideration of RMB141,525,000. Ruicheng Tech is principally engaged in the research and development, production and sales of pharmaceutical intermediates and nucleoside products and its shares are listed on the National Equities Exchange and Quotations since April 2016. In June 2020, the transactions contemplated under the Subscription Agreement and the Share Transfer Agreements completed and Ruicheng Tech became a subsidiary owned as to 51% by the Company. Please refer to the announcements of the Company dated 24 February 2020 and 1 July 2020 for further details of the transactions.

On 19 June 2020, the Company and its subsidiary, Henan Xinlianxin Chemicals Group Co., Ltd. (“**Henan XLX**”), entered into the Investment Agreement with Central SOEs Industrial Investment Fund for Poor Area Co., Ltd. (the “**Investor**”) pursuant to which the Investor as a strategic investor proposed to subscribe for and Henan XLX proposed to issue 50,000,000 shares, representing approximately 2.638% of the total registered capital of Henan XLX upon completion of the Investment Agreement, for an aggregate subscription price of RMB200,000,000. The Investor is a fund initiated by the Ministry of Finance of the PRC and under the direct supervision of the State-owned Assets Supervision and Administration Commission (SASAC) of the State Council of the PRC. It has assets under management (AUM) of more than RMB30 billion which was funded by over 90 prominent State-owned enterprises. The subscription completed in June 2020. Please refer to the announcements of the Company dated 19 June 2020 and 1 July 2020 for further details of the transactions.

### (III) 重大收購及出售

於二零二零年二月二十四日，河南氫力能源有限公司（「**氫力能源**」，本公司之全資附屬公司）分別與新鄉瑞誠科技股份有限公司（「**瑞誠科技**」）及其26位股東訂立認購協議及股份轉讓協議，據此，氫力能源擬認購及收購合共31,875,000股瑞誠科技股份，佔瑞誠科技經擴大後總股本的51%。總代價為人民幣141,525,000元。瑞誠科技主要從事醫藥中間體和核苷類產品的研發、生產及銷售，其股份自二零一六年四月起在新三板上市。於二零二零年六月，認購協議及股份轉讓協議項下擬進行的交易已完成，瑞誠科技成為本公司擁有51%權益的附屬公司。有關交易的更多詳情，請參閱本公司日期為二零二零年二月二十四日及二零二零年七月一日的公告。

於二零二零年六月十九日，本公司及其附屬公司河南心連心化學工業集團股份有限公司（「**河南心連心**」）與中央企業貧困地區產業投資基金股份有限公司（「**投資者**」）簽訂一份投資協議。據此，作為戰略投資者的投資者建議認購及河南心連心擬於完成投資協議後發行50,000,000股股份，約佔河南心連心註冊資本總額的2.638%，總認購價為人民幣200,000,000元。投資者是由中國財政部發起並受中國國務院國有資產監督管理委員會直接監督的基金。它的資產管理規模超過人民幣300億元，由90多家知名國有企業提供資金。認購已於二零二零年六月完成。有關交易的更多詳情，請參閱本公司日期為二零二零年六月十九日及二零二零年七月一日的公告。

# Management Discussion and Analysis

## 管理層討論與分析

### (IV) PROSPECTS

The domestic and international economic environment has become more complex and volatile recently. Not to mention the continued weakness of international energy prices and the impact of the COVID-19 epidemic. All of these have led to a reduction in the prices of the Group's major chemical products such as methanol, dimethyl ether and melamine. With the domestic epidemic generally under control and the arrival of the winter peak season for the sales of chemical products in the second half of the year, it is expected that the market demand for the Group's major chemical products will gradually recover.

The market integration in the domestic urea industry has been accelerating. The Group expects that the supply and demand of urea products will maintain a tight balance to provide support for domestic urea prices. At the same time, domestic land re-cultivation and land transfer policies are being implemented steadily, which is expected to further promote the modernization of China's agriculture industry. The shortage of food supply in some overseas regions and the increase in domestic food prices as a result of the epidemic will further stimulate the market's demand for high-efficient fertilisers. The Group will also take this opportunity to further advance its product differentiation strategy and strengthen the research and promotion of high-efficient fertilisers, thereby enhancing the Group's profitability and market competitiveness.

In terms of project construction, the Group's Xinxiang production plant relocation project and the Jiangxi base construction project are proceeding as scheduled. The Xinxiang production plant relocation project is expected to be completed and put into production in the third quarter, and the Jiangxi base construction project is expected to be completed and put into production in the fourth quarter of this year. By then, the Group's advantages in scale, technology and cost will be further enhanced.

In the first half of this year, in the face of the impact of the epidemic and the complicated economic environment, the Group has achieved satisfactory results amongst its peers through product mix adjustments and increasing in the proportion of sales of high-efficient fertilizers. In the second half of the year, the Group is still likely to face many uncertainties. The Company will continue to work hard to enhance its market competitiveness to respond to market risks.

### (IV) 前景

近期國內及國際經濟環境變得更加複雜和多變，國際能源價格持續疲軟及COVID-19產生巨大影響。該等因素導致本集團的甲醇、二甲醚及三聚氰胺等主要化工產品價格下跌。隨著國內疫情基本得到控制，以及下半年冬季化工品旺季的到來，預計本集團的主要化工品市場需求會逐步恢復。

隨著國內尿素行業市場整合速度的加快，本集團預計尿素產品的供需將保持緊平衡，為國內尿素價格提供支持。同時，國內的土地復耕和土地流轉政策在穩步實施，此舉預計將進一步推動中國農業現代化。再加上疫情導致的國際局部地區糧食供應緊張和國內糧食價格上漲，將會進一步刺激市場對高效肥的需求。本集團也將借此機會進一步推進產品差異化戰略，加強高效肥的研究和推廣，從而提升本集團的盈利能力和市場競爭力。

項目建設方面，本集團新鄉工廠搬遷項目和江西基地建設項目正在如期進行。新鄉工廠搬遷項目預計在三季度完成投產，江西基地建設項目預計在今年四季度完成投產。屆時，本集團的規模優勢、技術優勢和成本優勢將進一步得到提升。

今年上半年，面對疫情的影響和複雜的經濟環境，本集團通過產品結構調整和提高高效肥的銷售佔比，在行業中仍然取得了優異的成績。下半年本集團仍然可能面對諸多不確定性，本公司將繼續努力提升自身市場競爭力來應對市場風險。



## (V) DIRECTORS' AND CHIEF EXECUTIVE'S INTERESTS IN SHARES

As at 30 June 2020, the interests of the directors and chief executive of the Company in shares of the Company, as recorded in the register required to be kept by the Company pursuant to Section 164 of the Companies Act (Chapter 50) of Singapore (the "Companies Act") and Section 352 of the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong) (the "SFO"), or as otherwise notified to the Company and The Stock Exchange of Hong Kong Limited (the "SEHK") pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Rules Governing the Listing of Securities on the SEHK (the "Listing Rules"), were as follows:

### LONG POSITIONS

## (V) 董事及主要行政人員於股份的權益

於二零二零年六月三十日，本公司董事及主要行政人員於本公司的股份中擁有記載於按新加坡法例第50章公司法（「公司法」）第164條及香港法例第571章證券及期貨條例（「證券及期貨條例」）第352條由本公司存置的登記冊內的權益，或根據香港聯合交易所有限公司（「聯交所」）證券上市規則（「上市規則」）附錄十上市發行人董事進行證券交易的標準守則（「標準守則」）須知會本公司及聯交所的權益如下：

### 好倉

Name of directors/ chief executive 董事／主要行政人員姓名	Number of issued ordinary shares interested 持有權益的已發行普通股數目			Approximate percentage <sup>#</sup> of the Company's issued share capital 約佔本公司已發行股本百分比 <sup>#</sup>
	Personal interests 個人權益	Corporate interests 公司權益	Total interests 總權益	
Mr. Liu Xingxu 劉興旭先生	600,000	413,007,999 (Note 附註(a))	413,607,999	35.30%
Ms. Yan Yunhua 閔蘊華女士	300,000	276,465,000 (Note 附註(b))	276,765,000	23.62%
Mr. Ong Kian Guan 王建源先生	100,000	–	100,000	0.01%
Mr. Ma Tongsheng 馬通生先生	8,000	–	8,000	0.00%

<sup>#</sup> The percentage represents the number of issued ordinary shares interested divided by the number of the Company's issued shares as at 30 June 2020.

<sup>#</sup> 該百分比指持有權益的已發行普通股數目除以本公司於二零二零年六月三十日的已發行股份數目。

# Management Discussion and Analysis

## 管理層討論與分析

Notes:

- (a) These shares were held by Pioneer Top Holdings Limited (“**Pioneer Top**”), an investment holding company established in the British Virgin Islands (the “**BVI**”). Mr. Liu Xingxu beneficially owned 42% of the equity interest in Pioneer Top and held the remaining 58% of the equity interest in Pioneer Top in trust for 7 beneficiaries (including Mr. Zhang Qingjin) under a trust agreement dated 26 July 2016. Pursuant to the trust agreement, Mr. Liu Xingxu is irrevocably granted the absolute discretion to exercise the voting rights and the rights to the day-to-day management of Pioneer Top.
- (b) These shares were held by Go Power Investments Limited (“**Go Power**”) an investment holding company established in the BVI. Ms. Yan Yunhua beneficially owned 12.74% of the equity interest in Go Power and held the remaining 87.26% of the equity interest in Go Power in trust for more than 1,000 beneficiaries under a trust agreement dated 26 July 2016. Pursuant to the trust agreement, Ms. Yan Yunhua is irrevocably granted the absolute discretion to exercise the voting rights and the rights to the day-to-day management of Go Power.

Save as disclosed above, as at 30 June 2020, none of the directors and chief executive of the Company nor their associates had or was deemed to have any interests or short positions in the shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO), which has been recorded in the register maintained by the Company pursuant to Section 164 of the Companies Act and Section 352 of the SFO, or which has been notified to the Company and the SEHK pursuant to the Model Code.

附註：

- (a) 該等股份由 Pioneer Top Holdings Limited (「**Pioneer Top**」) (一間於英屬處女群島(「**英屬處女群島**」)成立之投資控股公司)持有。劉興旭先生實益擁有 Pioneer Top 42% 股權，並根據日期為二零一六年七月二十六日的信託協議為 7 名受益人(包括張慶金先生)信託持有 Pioneer Top 餘下 58% 股權。根據該信託協議，劉興旭先生獲不可撤回地授予權利，全權酌情行使 Pioneer Top 的投票權及其日常管理權。
- (b) 該等股份由 Go Power Investments Limited (「**Go Power**」) (一間於英屬處女群島成立之投資控股公司)持有。閻蘊華女士實益擁有 Go Power 12.74% 股權，並根據日期為二零一六年七月二十六日的信託協議為逾 1,000 名受益人信託持有 Go Power 餘下 87.26% 股權。根據該信託協議，閻蘊華女士獲不可撤回地授予權利，全權酌情行使 Go Power 的投票權及其日常管理權。

除上述所披露者外，於二零二零年六月三十日，本公司董事、主要行政人員或彼等的聯繫人士概無於本公司或其任何相聯法團(定義見證券及期貨條例第 XV 部)的股份、相關股份或債券中擁有或被視為擁有記載於按公司法第 164 條及證券及期貨條例第 352 條須由本公司存置的登記冊內的權益或淡倉，或根據標準守則須知會本公司及聯交所的權益或淡倉。

## (VI) SUBSTANTIAL SHAREHOLDERS' INTERESTS IN SHARES

As at 30 June 2020, the following parties had interests of 5% or more in the issued shares of the Company according to the register of interests required to be kept by the Company pursuant to Section 88 of the Companies Act and Section 336 of the SFO, or as the Company is aware:

### LONG POSITIONS

Name of substantial shareholders 主要股東名稱	Capacity 身份	Number of issued ordinary shares interested 持有權益的已發行普通股數目	Approximate percentage <sup>#</sup> of the Company's issued share capital 約佔本公司已發行股本百分比 <sup>#</sup>
Pioneer Top (Note 附註(a))	Beneficial owner 實益擁有人	413,007,999	35.25%
Go Power (Note 附註(b))	Beneficial owner 實益擁有人	276,465,000	23.60%
Nitro Capital Limited ("Nitro") (Note 附註(c))	Beneficial owner 實益擁有人	112,640,000	9.61%
Primavera Capital (Cayman) Fund I L.P.	Interested of controlled corproation 受控法團權益	112,640,000	9.61%

<sup>#</sup> The percentage represents the number of issued ordinary shares interested divided by the number of the Company's issued shares as at 30 June 2020.

<sup>#</sup> 該百分比指持有權益的已發行普通股數目除以本公司於二零二零年六月三十日的已發行股份數目。

## (VI) 主要股東於股份的權益

於二零二零年六月三十日，按本公司根據公司法第88條及證券及期貨條例第336條須存置的權益登記冊，或據本公司所知，以下各方於本公司已發行股份擁有5%或以上的權益：

### 好倉

# Management Discussion and Analysis

## 管理層討論與分析

### Notes:

(a) Pioneer Top is an investment holding company established in the BVI. Mr. Liu Xingxu beneficially owned 42% of the equity interest in Pioneer Top and held the remaining 58% of the equity interest in Pioneer Top in trust for 7 beneficiaries under a trust agreement dated 26 July 2016, including 7% for Mr. Zhang Qingjin, the Company's executive director; 7% for Mr. Li Yushun and 7% for Mr. Wang Nairen, the Company's senior management; 7% for Mr. Ru Zhengtao, 7% for Mr. Zhu Xingye (retired) and 7% for Mr. Shang Dewei, the Company's employees; and 16% for Mr. Li Buwen, the Company's former executive director. Mr. Liu Xingxu has the absolute discretion to exercise the voting rights held by Pioneer Top in the Company in accordance with the trust agreement. Such interest held by Pioneer Top has also been disclosed as the interest of Mr. Liu Xingxu in the above section headed "Directors' and Chief Executive's Interests in Shares".

(b) Go Power is an investment holding company established in the BVI. Ms. Yan Yunhua beneficially owned 12.74% of the equity interest in Go Power and held the remaining 87.26% of the equity interest in Go Power in trust for more than 1,000 beneficiaries under a trust agreement dated 26 July 2016. Ms. Yan Yunhua has the absolute discretion to exercise the voting rights held by Go Power in the Company in accordance with the trust agreement. Such interest held by Go Power has also been disclosed as the interest of Ms. Yan Yunhua in the above section headed "Directors' and Chief Executive's Interests in Shares".

(c) Nitro is an investment holding company established in the Cayman Islands and is a wholly-owned subsidiary of Primavera Capital (Cayman) Fund I L.P.

Save as disclosed above, as at 30 June 2020, no person, other than the directors and chief executive of the Company whose interests are set out in the section headed "Directors' and Chief Executive Interests in Shares" above, had an interest or a short position in the shares, underlying shares or debentures of the Company that was required to be recorded in the register maintained by the Company pursuant to Section 88 of the Companies Act and Section 336 of the SFO.

### 附註：

(a) Pioneer Top 乃於英屬處女群島成立之投資控股公司。劉興旭先生實益擁有 Pioneer Top 42% 股權，並根據日期為二零一六年七月二十六日的信託協議為 7 名受益人信託持有 Pioneer Top 餘下 58% 股權，該 7 名受益人包括本公司執行董事張慶金先生 (7%)；本公司的高級管理人員李玉順先生 (7%) 及王乃仁先生 (7%)；本公司的僱員茹正濤先生 (7%)、朱性業先生 (已退休) (7%) 及尚德偉先生 (7%)；以及本公司的前執行董事李步文先生 (16%)。根據該信託協議，劉興旭先生可全權酌情行使 Pioneer Top 於本公司持有的投票權。Pioneer Top 持有的該權益亦在上文「董事及主要行政人員於股份的權益」一節披露為劉興旭先生的權益。

(b) Go Power 乃於英屬處女群島成立之投資控股公司。閻蘊華女士實益擁有 Go Power 12.74% 股權，並根據日期為二零一六年七月二十六日的信託協議為逾 1,000 名受益人信託持有 Go Power 餘下 87.26% 股權。根據該信託協議，閻蘊華女士可全權酌情行使 Go Power 於本公司持有的投票權。Go Power 持有的該權益亦在上文「董事及主要行政人員於股份的權益」一節披露為閻蘊華女士的權益。

(c) Nitro 為於開曼群島成立的投資控股公司及為春華資本集團 (開曼) 一號基金的全資附屬公司。

除上文所披露者外，於二零二零年六月三十日，除於上文「董事及主要行政人員於股份的權益」一節所載本公司董事及主要行政人員的權益外，概無人士於本公司的股份、相關股份或債券中擁有按公司法第 88 條及證券及期貨條例第 336 條須記載於由本公司存置的登記冊內的權益或淡倉。

## (VII) SUPPLEMENTARY INFORMATION

### 1. OPERATIONAL AND FINANCIAL RISKS

#### (I) MARKET RISK

The major market risks of the Group include changes in the average selling prices of key products, changes in the costs of raw materials (mainly coal) and fluctuations in interest and exchange rates.

#### (II) COMMODITY PRICE RISK

The Group is also exposed to commodity price risk arising from fluctuations in product sale prices and costs of raw materials.

#### (III) INTEREST RATE RISK

The major market interest rate risk that the Group is exposed to includes the Group's long-term debt obligations which are subject to floating interest rates.

#### (IV) FOREIGN EXCHANGE RISK

The Group's revenue and costs are primarily denominated in RMB. Some costs may be denominated in Hong Kong dollars, United States dollars or Singapore dollars.

#### (V) INFLATION AND CURRENCY RISK

According to the data released by the National Bureau of Statistics of China, the consumer price index of the PRC increased by 3.8% in the six months ended 30 June 2020 as compared to an increase of 2.2% in the same period in 2019. Such inflation in the PRC did not have a significant impact on the Group's operating results.

## (VII) 補充資料

### 1. 營運及財務風險

#### (I) 市場風險

本集團的主要市場風險包括主要產品平均售價變動、原材料(主要為煤)的成本變動及利率和匯率的波動。

#### (II) 商品價格風險

本集團亦面臨因產品售價及原材料成本波動而產生的商品價格風險。

#### (III) 利率風險

本集團承擔的主要市場利率風險包括本集團受浮動利率影響的長期債務承擔。

#### (IV) 外匯風險

本集團的收入及成本主要以人民幣計值。部分成本可能以港元、美元或新加坡元計值。

#### (V) 通脹及貨幣風險

根據中國國家統計局公佈的數據，中國的消費者物價指數於截至二零二零年六月三十日止六個月上漲3.8%，而二零一九年同期則上漲2.2%。中國的通脹對本集團的經營業績並無重大影響。



## Management Discussion and Analysis

### 管理層討論與分析

#### (VI) LIQUIDITY RISK

The Group monitors its risk exposure to shortage of funds. The Group considers the maturity of both its financial investments and financial assets (e.g. trade receivables and other financial assets) and projected cash flows from operations. The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans. As at 30 June 2020, approximately RMB3,740 million (31 December 2019: RMB2,774 million), or 45.51% (31 December 2019: 46%) of the Group's debts will mature in less than one year based on the carrying value of the borrowings reflected in the financial statements. Currently, the Group is adjusting the loan structures and obtained sufficient long term bank credit.

#### (VI) 流動資金風險

本集團監控其資金短缺的風險。本集團考慮其財務投資及金融資產(例如貿易應收款項及其他金融資產)的到期情況及經營業務的預測現金流量。本集團的目標是通過使用銀行透支及銀行貸款，維持資金持續及靈活性之間的平衡。於二零二零年六月三十日，根據於財務報表內所反映的借款的賬面值，本集團債務中約人民幣3,740,000,000元(二零一九年十二月三十一日：人民幣2,774,000,000元)或45.51%(二零一九年十二月三十一日：46%)將於一年內到期。現時本集團正在調整貸款結構，並已取得充足的長期銀行信貸。



## (VII) GEARING RISK

The Group monitors its capital ratios in order to support its business and maximise shareholders' value. The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may raise new debt or issue new shares. No changes were made in the objectives, policies or processes for managing capital in 2019 and 2018. The gearing ratio of the Group as at 30 June 2020 (calculated as net debt divided by the sum of total capital plus net debt) was 72.14%, representing a decrease of 2.9 percentage points as compared to 31 December 2019.

## 2. CONTINGENT LIABILITIES

As at 30 June 2020, the Group had no material contingent liabilities (2019: Nil).

## 3. MATERIAL LITIGATION AND ARBITRATION

As at 30 June 2020, the Group was not involved in any material litigation or arbitration (2019: Nil).

## 4. AUDIT COMMITTEE

The audit committee of the Company (the "Audit Committee") has reviewed the accounting principles and standards adopted by the Group, and has discussed and reviewed the internal control and reporting matters. The interim results for the six months ended 30 June 2020 have been reviewed by the Audit Committee.

## (VII) 資產負債比率風險

本集團監控其資本比率，以支持其業務及最大化股東價值。本集團根據經濟狀況變動管理資本結構及就此作出調整。本集團可以透過籌集新債或發行新股以保持或調整資本結構。於二零一九年及二零一八年，管理資本的目標、政策或程序概無任何變動。於二零二零年六月三十日，本集團的資產負債比率（負債淨額除以總資本加負債淨額的總和）為72.14%，較二零一九年十二月三十一日下降2.9個百分點。

## 2. 或然負債

於二零二零年六月三十日，本集團並無任何重大或然負債（二零一九年：無）。

## 3. 重大訴訟及仲裁

於二零二零年六月三十日，本集團並未牽涉任何重大訴訟或仲裁（二零一九年：無）。

## 4. 審核委員會

本公司的審核委員會（「審核委員會」）已檢討本集團採納的會計原則及準則，並討論及檢討內部監控及申報事宜。審核委員會已審閱截至二零二零年六月三十日止六個月的中期業績。



## Management Discussion and Analysis

### 管理層討論與分析

#### 5. COMPLIANCE WITH THE CODE ON CORPORATE GOVERNANCE PRACTICES

The Company devotes to maintaining good practice of corporate governance, and has complied with all the code provisions of the Corporate Governance Code as set out in Appendix 14 to the Listing Rules for the six months ended 30 June 2020.

#### 6. COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Board has adopted the Model Code as set out in Appendix 10 to the Listing Rules and its amendments from time to time as its own code of conduct regarding securities transaction by the directors of the Company. The Board confirms that, having made specific enquiries with all directors of the Company, during the six months ended 30 June 2020, all directors have complied with the required standards of the Model Code.

#### 7. COMPLIANCE WITH THE WRITTEN GUIDELINES FOR SECURITIES TRANSACTIONS BY RELEVANT EMPLOYEES OF THE COMPANY

The Company has established written guidelines on no less exacting terms than the Model Code (the “**Employees Written Guidelines**”), governing securities transactions by the relevant employees who are likely to possess inside information of the Company and/or its securities. No incident of non-compliance of the Employees Written Guidelines by relevant employees was noted by the Company during the six months ended 30 June 2020.

#### 5. 遵守企業管治常規守則

本公司致力奉行良好企業管治常規，並已於截至二零二零年六月三十日止六個月遵守上市規則附錄十四所載的企業管治守則的所有守則條文。

#### 6. 遵守上市發行人董事進行證券交易的標準守則

董事會已採納上市規則附錄十所載的標準守則及其不時的修訂本，作為其本身有關本公司董事進行證券交易的行為準則。董事會確認，經向本公司全體董事作出指定查詢後，於截至二零二零年六月三十日止六個月內，全體董事均已遵守標準守則規定的準則。

#### 7. 遵守本公司有關僱員進行證券交易的書面指引

本公司已就監管有關僱員（彼等可能擁有關於本公司及／或其證券的內幕消息）進行證券交易制訂一套書面指引（「**僱員書面指引**」），其條款並不比標準守則所載條文寬鬆。於截至二零二零年六月三十日止六個月，本公司並無發現有關僱員有任何不遵守僱員書面指引的事件。

## 8. PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S SECURITIES

For the six months ended 30 June 2020, neither the Company nor any of its subsidiaries have purchased, sold or redeemed any of the listed securities of the Company.

## 9. CHANGE IN INFORMATION OF DIRECTOR

Pursuant to Rule 13.51B(1) of the Listing Rules, the change in the information of director of the Company is set out below:

- Mr. Ong Kian Guan resigned as an independent non-executive director of IAG Holdings Limited (a company listed on the GEM of SEHK) with effect from 30 April 2020.

## 10. EMPLOYEES AND REMUNERATION POLICY

As at 30 June 2020, there were 7,728 (2019: 7,124) employees in the Group. Staff remuneration packages are determined in consideration of market conditions and the performance of the individuals concerned, and are subject to review from time to time. The Group also provides other staff benefits including medical and life insurance, and grants discretionary incentive bonuses to eligible staff based on their performance and contributions to the Group.

## 11. DISCLOSURE ON THE WEBSITES OF THE SEHK AND THE COMPANY

This report is published on the website of the SEHK (<http://www.hkexnews.hk>) and on the website of the Company (<http://www.chinaxlx.com.hk>).

## 8. 購買、出售或贖回本公司證券

於截至二零二零年六月三十日止六個月，本公司或其任何附屬公司概無購買、出售或贖回本公司任何已上市證券。

## 9. 董事資料變動

根據上市規則第13.51B(1)條，本公司董事資料變動如下：

- 王建源先生已辭任官醞控股有限公司(前稱迎宏控股有限公司，一家於聯交所GEM上市的公司)的獨立非執行董事，自二零二零年四月三十日起生效。

## 10. 僱員及薪酬政策

於二零二零年六月三十日，本集團有7,728名(二零一九年：7,124名)僱員。員工薪酬待遇乃經考慮市況及有關個人的表現後釐定，並可不時予以檢討。本集團亦提供其他員工福利，包括醫療保險及壽險，並根據合資格員工的表現及對本集團的貢獻，授出酌情獎勵花紅。

## 11. 於聯交所及本公司網站的披露

本報告在聯交所網站(<http://www.hkexnews.hk>)及本公司網站(<http://www.chinaxlx.com.hk>)刊發。



## Management Discussion and Analysis

### 管理層討論與分析

#### 12. CORPORATE COMMUNICATIONS

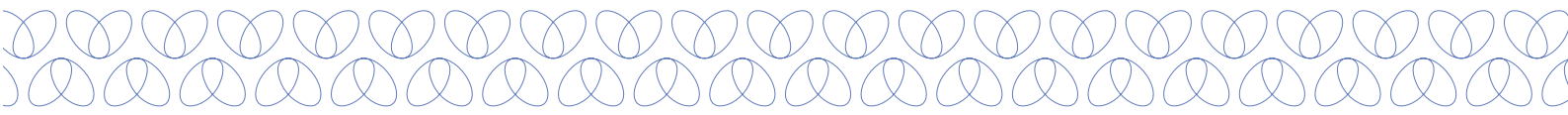
In accordance with the Listing Rules, the Company has ascertained shareholders' wishes regarding their preferences on the language (i.e. English and/or Chinese) and means of receipt (i.e. in printed form or via the Company's website) of the Company's corporate communications\*. Shareholders who have chosen/are deemed to have chosen to receive the corporate communications via the Company's website, and who for any reason have difficulty in receiving or gaining access to the Company's corporate communications will promptly upon request be sent the corporate communications in printed form free of charge. Shareholders have the right at any time to change their choice of language and means of receipt of the Company's corporate communications.

Shareholders may request for a printed copy of the Company's corporate communications or change their choice of language and means of receipt of the Company's corporate communications by sending reasonable prior notice in writing to the Company's branch share registrar and transfer office in Hong Kong, Tricor Investor Services Limited, at Level 54, Hopewell Centre, 183 Queen's Road East, Hong Kong. Shareholders may also send such a notice by email to [chinaxlx-ecom@hk.tricorglobal.com](mailto:chinaxlx-ecom@hk.tricorglobal.com).

#### 12. 公司通訊

根據上市規則，本公司已確認股東對本公司的公司通訊\*所選擇的語言版本（即英文及／或中文）及收取方式（即印刷本或通過本公司網站）的意向。股東如已選擇／被視為已選擇通過本公司網站接收公司通訊，及因任何原因難以接收或讀取本公司的公司通訊，將應要求立即獲免費寄送公司通訊的印刷本。股東有權隨時變更本公司的公司通訊的語言版本及收取方式的選擇。

股東可向本公司的香港股份登記及過戶分處卓佳證券登記有限公司（地址為香港皇后大道東183號合和中心54樓）寄發合理的預先書面通知，要求收取本公司的公司通訊印刷本，或變更本公司的公司通訊的語言版本及收取方式的選擇。股東亦可以電郵方式發送有關通知到 [chinaxlx-ecom@hk.tricorglobal.com](mailto:chinaxlx-ecom@hk.tricorglobal.com)。



Shareholders who have chosen to receive the corporate communications in either the English or Chinese version will receive both English and Chinese versions of this interim report since both languages are bound together into one booklet.

# The Company's corporate communications refer to any document issued or to be issued by the Company for the information or action of holders of any of its securities, including but not limited to: (a) annual report; (b) interim report; (c) notice of meeting; (d) listing document; (e) circular; and (f) form of proxy.

由於本中期報告的中英文版本印列於同一冊子內，股東如已選擇收取公司通訊的英文或中文版本，將同時收取兩個版本。

# 本公司的公司通訊指本公司已發出或將發出以供其任何證券持有人參考或採取行動的任何文件，包括但不限於：(a) 年報；(b) 中期報告；(c) 大會通告；(d) 上市文件；(e) 通函；及(f) 股東委任表格。

By Order of the Board  
**China XLX Fertiliser Ltd.**  
**Yan Yunhua**  
*Executive Director*

承董事會命  
中國心連心化肥有限公司  
執行董事  
閔蘊華

# Condensed Consolidated Statement of Comprehensive Income

簡明綜合全面收益表 For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Notes 附註		
<b>REVENUE</b>	收入	4	4,939,764
Cost of sales	銷售成本		(3,877,460)
<b>Gross profit</b>	毛利		1,062,304
Other income/(expense), net	其他收入/(費用)淨額	4	79,962
Selling and distribution expenses	銷售及分銷開支		(301,242)
General and administrative expenses	一般及行政開支		(316,774)
Finance costs	財務成本	5	(201,949)
<b>PROFIT BEFORE TAX</b>	除稅前溢利	6	322,301
Income tax expense	所得稅開支	7	(58,033)
<b>PROFIT FOR THE PERIOD</b>	期內溢利		264,268
<b>OTHER COMPREHENSIVE INCOME</b>	其他全面收入		
Financial assets at fair value through other comprehensive income Change in fair value	按公平值計入其他全面收入的金融資產 公平值變動		- 1,657
<b>OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF TAX</b>	期內其他全面收入(扣除稅項)		- 1,657
<b>TOTAL COMPREHENSIVE INCOME FOR THE PERIOD</b>	期內全面收入總額		264,268 319,117
<b>Profit attributable to:</b>	應佔溢利：		
Owners of the parent	母公司擁有人		180,143 251,612
Non-controlling interests	非控股權益		84,125 65,848
			264,268 317,460
<b>Total comprehensive income attributable to:</b>	應佔全面收入總額：		
Owners of the parent	母公司擁有人		180,143 253,269
Non-controlling interests	非控股權益		84,125 65,848
			264,268 319,117
<b>EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY</b>	本公司普通股權益擁有人應佔每股盈利		
Basic and diluted (RMB cents per share)	基本及攤薄 (每股人民幣分)	9	15.38 21.48

Details of the dividend paid for the period are disclosed in note 8 to the financial statements.

期內已付股息詳情披露於財務報表附註8。



# Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表 30 June 2020 二零二零年六月三十日

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
<b>NON-CURRENT ASSETS</b>	<b>非流動資產</b>			
Property, plant and equipment	物業、廠房及設備	10	12,444,279	10,474,752
Goodwill	商譽		29,001	29,001
Coal mining rights	煤礦開採權	10	83,219	86,180
Equity investment at fair value through profit or loss	按公平值計入損益的 股權投資	12	6,708	6,708
Deferred tax assets	遞延稅項資產		93,782	93,860
Prepayments for purchases of items of plant and equipment	購置廠房及設備項目的 預付款項	11	754,513	844,713
Prepayments to related companies	預付關連公司款項		13,935	33,788
Right of use asset	使用權資產		1,093,866	1,079,808
Other intangible assets	其他無形資產		34,686	46,883
Other assets	其他資產		146,251	100,877
Investment in an associate	於聯營公司投資		238,619	16,993
Total non-current assets	非流動資產總額		14,938,859	12,813,563
<b>CURRENT ASSETS</b>	<b>流動資產</b>			
Equity investments at fair value through profit or loss	按公平值計入損益的 股權投資	12	19,350	20,903
Due from related companies	應收關連公司款項		14,439	745
Inventories	存貨	13	773,589	983,604
Derivative financial instruments	衍生金融工具		-	1,358
Trade and bills receivables	貿易應收款項及 應收票據	14	502,723	393,419
Prepayments	預付款項	11	319,666	402,564
Deposits and other receivables	按金及其他應收款項		504,569	454,609
Income tax recoverable	可收回所得稅		11,818	22,865
Other assets	其他資產		13,440	13,441
Pledged time deposits	已抵押定期存款	15	867,053	499,346
Cash and cash equivalents	現金及現金等價物	15	1,190,893	884,448
Total current assets	流動資產總額		4,217,540	3,677,302
Total assets	總資產		19,156,399	16,490,865

# Condensed Consolidated Statement of Financial Position

簡明綜合財務狀況表 30 June 2020 二零二零年六月三十日

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
	Notes 附註			
<b>CURRENT LIABILITIES</b>		<b>流動負債</b>		
Due to related companies		應付關連公司款項	12,019	6,092
Trade payables	16	貿易應付款項	400,788	366,636
Bills payable		應付票據	1,202,409	809,050
Bonds payable		應付債券	500,000	500,000
Contract liabilities		合約負債	284,305	582,181
Accruals and other payables		應計費用及其他應付款項	1,561,246	1,091,793
Income tax payable		應付所得稅	27,624	29,720
Deferred grants		遞延補貼	7,976	7,976
Loans from a non-controlling interest		非控股權益貸款	25,000	25,000
Interest-bearing bank and other borrowings	17	計息銀行及其他借款	3,739,761	2,774,169
Lease liabilities		租賃負債	103,637	102,887
Total current liabilities		流動負債總額	7,864,765	6,295,504
<b>NET CURRENT LIABILITIES</b>		<b>流動負債淨額</b>	<b>(3,647,225)</b>	<b>(2,618,202)</b>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<b>總資產減流動負債</b>	<b>11,291,634</b>	<b>10,195,361</b>
<b>NON-CURRENT LIABILITIES</b>		<b>非流動負債</b>		
Loan from a non-controlling interest		非控股權益貸款	23,670	23,670
Due to related companies		應付關連公司款項	-	1,451
Interest-bearing bank and other borrowings	17	計息銀行及其他借款	4,476,959	3,739,087
Deferred grants		遞延補貼	81,943	69,253
Deferred tax liabilities		遞延稅項負債	25,715	52,715
Provision for rehabilitation		恢復撥備	24,276	24,276
Accruals and other payables		應計費用及其他應付款項	86,911	107,019
Lease liabilities		租賃負債	51,436	67,513
Bonds payable		應付債券	491,205	388,697
Total non-current liabilities		非流動負債總額	5,262,115	4,473,681
Total liabilities		負債總額	13,126,880	10,769,185
<b>NET ASSETS</b>		<b>淨資產</b>	<b>6,029,519</b>	<b>5,721,680</b>

			30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
		Notes 附註		
<b>EQUITY</b>	<b>權益</b>			
Equity attributable to owners of the parent	母公司擁有人應佔權益			
Share capital	股本		<b>1,194,686</b>	1,194,686
Statutory reserve fund	法定儲備金		<b>145,518</b>	145,518
Special reserve	特定儲備		<b>2,433</b>	2,433
Other reserve	其他儲備		<b>2,176,500</b>	2,176,500
Retained profits	保留溢利		<b>802,517</b>	716,104
			<b>4,321,654</b>	4,235,241
Non-controlling interests	非控股權益		<b>1,707,865</b>	1,486,439
<b>Total equity</b>	<b>總權益</b>		<b>6,029,519</b>	5,721,680

# Condensed Consolidated Statement of Changes in Equity

簡明綜合權益變動表 For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

## GROUP

## 本集團

		Share capital	Statutory reserve fund	Other reserve	Special fund	Retained profits	Total	Non- controlling interests	Total equity
		股本	法定儲備金	其他儲備	特定儲備金	保留溢利	總計	非控股權益	總權益
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>(Unaudited)</b>	<b>(未經審核)</b>								
As at 1 January 2020	於二零二零年一月一日	1,194,686	145,518	2,176,500	2,433	716,104	4,235,241	1,486,439	5,721,680
Profit for the period	期內溢利	-	-	-	-	180,143	180,143	84,125	264,268
Disposal of partial interests in subsidiaries without losing control	出售附屬公司部分 權益而未失去 控制權	-	-	-	-	-	-	200,000	200,000
Payment of final 2019 dividend	已付二零一九年 末期股息	-	-	-	-	-	-	(62,699)	(62,699)
2019 proposed dividend	二零一九年建議股息	-	-	-	-	(93,730)	(93,730)	-	(93,730)
<b>As at 30 June 2020</b>	<b>於二零二零年 六月三十日</b>	<b>1,194,686</b>	<b>145,518</b>	<b>2,176,500</b>	<b>2,433</b>	<b>802,517</b>	<b>4,321,654</b>	<b>1,707,865</b>	<b>6,029,519</b>

		Share capital	Statutory reserve fund	Other reserve	Special reserve-fund	Fair value adjustment reserve	Retained profits	Non-controlling interests	Total equity
		股本	法定儲備金	其他儲備	特定儲備金	公平值調整儲備	保留溢利	非控股權益	總權益
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>(Unaudited)</b>	<b>(未經審核)</b>								
As at 1 January 2019	於二零一九年一月一日	1,194,686	45,753	2,060,422	2,433	-	618,520	990,985	4,912,799
Profit for the period	期內溢利	-	-	-	-	-	251,612	65,848	317,460
Acquisition of subsidiaries	收購附屬公司	-	-	-	-	-	-	250,930	250,930
Transfer to statutory reserve fund	轉撥至法定儲備金	-	38,745	-	-	-	(38,745)	-	-
Safety product cost	保障產品成本	-	-	-	7,814	-	(7,814)	-	-
Other comprehensive income for the period	期內其他全面收入	-	-	-	-	1,657	-	-	1,657
Payment of final 2018 dividend	已付二零一八年末期股息	-	-	-	-	-	-	(34,286)	(34,286)
2018 proposed dividend	二零一八年建議股息	-	-	-	-	-	(119,146)	-	(119,146)
<b>As at 30 June 2019</b>	<b>於二零一九年六月三十日</b>	<b>1,194,686</b>	<b>84,498</b>	<b>2,060,422</b>	<b>10,247</b>	<b>1,657</b>	<b>704,427</b>	<b>1,273,477</b>	<b>5,329,414</b>

## Condensed Consolidated Statement of Cash Flows

簡明綜合現金流量表 For the six months ended 30 June 2020 截至二零二零年六月三十日止六個月

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
	Notes 附註		
<b>Cash flows generated from operations</b>	<b>經營活動產生的現金</b>	<b>634,032</b>	740,281
Government grants received	已收取政府補貼	2,977	2,000
Interest received	已收利息	4,964	10,243
Tax paid	已付稅項	(58,033)	(68,876)
<b>Net cash flows generated from operating activities</b>	<b>經營活動產生現金淨額</b>	<b>583,940</b>	683,648
<b>Cash flows from investing activities</b>	<b>投資活動現金流量</b>		
Proceeds from disposal of items of property, plant and equipment	出售物業、廠房及設備項目所得款項	16,348	7,186
Proceeds from disposal of items land use	出售項目土地使用權所得款項	-	1,039
Purchases of items of property, plant and equipment	購置物業、廠房及設備項目	(1,878,743)	(966,500)
Purchases of items of items of other intangible assets	購置其他無形資產項目	-	(3,895)
Cash paid for purchasing subsidiaries	收購附屬公司所付現金	(157,525)	(13,432)
Purchase of financial instruments through profits and loss	購買計入損益的金融工具	-	(51,000)
Proceeds from disposal of financial instruments through profits and loss	出售計入損益的金融工具所得款項	-	64,500
<b>Net cash flows used in investing activities</b>	<b>投資活動所用現金流量淨額</b>	<b>(2,019,920)</b>	(962,102)



Six months ended 30 June  
截至六月三十日止六個月

			2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Cash flows from financing activities</b>	<b>融資活動現金流量</b>			
Dividend paid on non-controlling shares	已付非控股股份股息		(62,699)	(47,540)
Injection of non-controlling interests	非控股權益注資		200,000	-
Interest paid	已付利息		(201,949)	(157,782)
(Increase)/decrease in pledged deposits	已抵押按金 (增加)/減少		(50,000)	(150,000)
Proceeds from loans and borrowings	貸款及借款所得款項		4,381,178	4,073,447
Repayments of loans and borrowings	償還貸款及借款		(2,524,105)	(2,606,744)
<b>Net cash flows from financing activities</b>	<b>融資活動產生現金淨額</b>		<b>1,742,425</b>	1,111,381
<b>Net increase/(decrease) in cash and cash equivalents</b>	<b>現金及現金等價物 增加/(減少)淨額</b>		<b>306,445</b>	832,927
Cash and cash equivalents at beginning of year	年初現金及現金等價物	15	884,448	346,150
<b>Cash and cash equivalents at the end of year</b>	<b>年末現金及現金等價物</b>		<b>1,190,893</b>	1,179,077
<b>Analysis of balance of cash and cash equivalents</b>	<b>現金及現金等價物結餘 分析</b>			
Cash at banks and on hand and cash and cash equivalents as stated in the consolidated statement of financial position	於綜合財務狀況表所述 之銀行存款及現金及 現金及現金等價物	15	1,190,893	1,179,077

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 1. CORPORATE INFORMATION

China XLX Fertiliser Ltd. is a limited liability company incorporated in Singapore on 17 July 2006 under the Singapore Companies Act and its shares are primary-listed on The Stock Exchange of Hong Kong Limited (the “SEHK”). The registered office of the Company is located at 80 Robinson Road, #02-00, Singapore 068898. The principal place of business of the Group is located at Xinxiang Economic Development Zone (Xiaoji Town), Henan Province, the People’s Republic of China (the “PRC”). The principal activity of the Company is investment holding. The principal activities of the Company’s subsidiaries are mainly manufacturing and trading of urea, compound fertiliser, methanol, furfuryl alcohol, melamine, dimethyl ether, liquid ammonia and ammonia solution.

### 2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Singapore Financial Reporting Standards (International) (“SFRS(I)s”) and International Financial Reporting Standards (“IFRSs”). For the purpose of SFRS(I)s, financial statements that have been prepared in accordance and complied with IFRSs are deemed to have also complied with SFRS(I)s. SFRS(I)s comprise standards and interpretations that are equivalent to IFRSs.

These financial statements have been prepared on a historical cost basis, except for equity investments at fair value through profit or loss, which have been measured at fair value. These financial statements are presented in Renminbi (“RMB”) and all values in the tables are rounded to the nearest thousand (“RMB’000”) except when otherwise indicated.

## 1. 公司資料

中國心連心化肥有限公司是一家於二零零六年七月十七日根據新加坡公司法在新加坡註冊成立的有限公司，其股份於香港聯合交易所有限公司（「聯交所」）主板上市。本公司的註冊辦事處位於80 Robinson Road, #02-00, Singapore 068898。本集團的主要營業地點位於中華人民共和國（「中國」）河南省小冀鎮新鄉經濟開發區。本公司的主要業務為投資控股。本公司附屬公司的主要業務是生產及銷售尿素、複合肥、甲醇、糠醇、三聚氰胺、二甲醚、液態氨及氨溶液。

### 2.1 編製基準

該等財務報表是根據新加坡財務報告準則（國際）（「新加坡財務報告準則（國際）」）及國際財務報告準則（「國際財務報告準則」）編制。就新加坡財務報告準則（國際）而言，已按照國際財務報告準則編制並符合國際財務報告準則的財務報表被視為已符合新加坡財務報告準則（國際）。新加坡財務報告準則（國際）包含與國際財務報告準則等效的準則及解釋。

該等財務報表乃根據歷史成本法編製，惟按公平值計入損益的股權投資則按公平值計量。該等財務報表以人民幣（「人民幣」）呈列，除另有指明外，表格中所有金額已約整至最接近的千位（「人民幣千元」）。

## 2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the following standards and interpretation applicable to the Group that have been issued:

Description	Effective for annual periods beginning on or after
IFRS 17 Insurance Contracts	1 January 2020
Amendments to IFRS 3 : Definition of a Business	1 January 2020
Amendments to IFRS 1 and IFRS 8 : Definition of Material	1 January 2020

The directors expect that the adoption of the other standards and interpretation above will have no material impact on the financial statements in the period of initial application.

## 3. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on its products, and has seven reportable operating segments as follows:

- Manufacturing and sale of urea
- Manufacturing and sale of urea solution for vehicle
- Manufacturing and sale of compound fertiliser
- Manufacturing and sale of methanol
- Manufacturing and sale of melamine
- Manufacturing and sale of furfuryl alcohol
- Manufacturing and sale of dimethyl ether (DME)

### ALLOCATION BASIS

Segment results include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly other income, other expenses, selling and distribution expenses, general and administrative expenses, finance costs and income tax expense.

## 2.2 會計政策的變動及披露

本集團已採納下列適用於本公司的已頒佈的準則及詮釋：

說明	於下列日期或之後開始的年度期間生效
國際財務報告準則第17號：保險合約	二零二零年一月一日
國際財務報告準則第3號修訂本：業務的定義	二零二零年一月一日
國際財務報告準則第1號及國際財務報告準則第8號修訂本：重大的定義	二零二零年一月一日

董事預期採納上述其他準則及詮釋將不會對首次應用期間的財務報表產生重大影響。

## 3. 經營分部資料

就管理而言，本集團按其產品劃分為業務單位，並擁有以下七個可申報經營分部：

- 尿素的生產及銷售
- 車用尿素溶液的生產及銷售
- 複合肥的生產及銷售
- 甲醇的生產及銷售
- 三聚氰胺的生產及銷售
- 糠醇的生產及銷售
- 二甲醚(DME)的生產及銷售

### 分配基準

分部業績包括分部直接應佔的項目及按合理基準所分配的項目。未分配項目主要包括其他收入、其他開支、銷售及分銷開支、一般及行政開支、財務成本以及所得稅開支。

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 3. OPERATING SEGMENT INFORMATION (CONTINUED)

### ALLOCATION BASIS (CONTINUED)

Group assets and liabilities cannot be directly attributable to individual segments as it is impracticable to allocate them to the segments. Except for the assets and liabilities of the subsidiary acquired in 2011 which were not material for the purpose of segment reporting, assets of the Group are utilised interchangeably between different segments and there is no reasonable basis to allocate liabilities of the Group between the different segments. Accordingly, it is not meaningful to disclose assets, liabilities and capital expenditure by operating segments.

An analysis by principal activity of contribution to the results is as follows:

For the six months ended 30 June 2020

## 3. 經營分部資料(續)

### 分配基準(續)

本集團的資產及負債不能直接分配至個別分部，因將其分配至分部並不實際可行。除於二零一一年收購的附屬公司資產及負債(對分部申報而言並不重大)外，本集團的資產乃於不同分部之間交替使用，而且沒有合理基準將本集團的負債於不同分部之間分配。因此，按經營分部披露資產、負債及資本開支並無意義。

主要活動對本業績的貢獻之分析如下：

截至二零二零年六月三十日止六個月

		Urea fertiliser 複合肥	Compound fertiliser 複合肥	Methanol 甲醇	Melamine 三聚氰胺	Furfuryl alcohol 糠醇	Dimethyl ether 二甲醚	Urea solution for vehicle 車用尿素 溶液	Others 其他	Total 總計
		(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)	(unaudited) (未經審核)
		RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000	RMB'000
		人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元	人民幣千元
<b>REVENUE</b>	<b>收入</b>									
Sales to external customers	銷售給外部客戶	1,570,032	1,746,402	160,825	316,758	227,010	344,811	255,849	318,077	4,939,764
Total revenue	總收入	1,570,032	1,746,402	160,825	316,758	227,010	344,811	255,849	318,077	4,939,764
Segment profit	分部溢利	421,091	304,643	(3,716)	97,878	29,729	19,487	96,315	96,877	1,062,304
Interest income	利息收入									4,963
Unallocated expenses	未分配開支									(543,017)
Finance costs	財務成本									(201,949)
Profit before tax	除稅前溢利									322,301
Income tax expense	所得稅開支									(58,033)
Profit for the period	期內溢利									264,268

### 3. OPERATING SEGMENT INFORMATION (CONTINUED)

#### ALLOCATION BASIS (CONTINUED)

For the six months ended 30 June 2019

	Urea 尿素 (Unaudited) RMB'000 人民幣千元	Compound fertiliser 複合肥 (Unaudited) RMB'000 人民幣千元	Methanol 甲醇 (Unaudited) RMB'000 人民幣千元	Melamine 三聚氰胺 (Unaudited) RMB'000 人民幣千元	Furfuryl alcohol 糠醇 (Unaudited) RMB'000 人民幣千元	Dimethyl ether 二甲醚 (Unaudited) RMB'000 人民幣千元	Urea solution for vehicle 車用尿素 溶液 (Unaudited) RMB'000 人民幣千元	Others 其他 (Unaudited) RMB'000 人民幣千元	Total 總計 (Unaudited) RMB'000 人民幣千元	
<b>REVENUE</b>	<b>收入</b>									
Sales to external customers	銷售給外部客戶	1,909,162	1,585,621	44,187	368,064	201,176	457,678	23,342	207,264	4,796,494
Total revenue	總收入	1,909,162	1,585,621	44,187	368,064	201,176	457,178	23,342	207,264	4,796,494
Segment profit	分部溢利	608,967	236,209	1,908	139,038	15,222	44,333	4,299	67,865	1,117,841
Interest income	利息收入									10,245
Unallocated other incomes	未分配其他收益									21,651
Unallocated expenses	未分配開支									(576,893)
Finance costs	財務成本									(184,974)
Profit before tax	除稅前溢利									387,870
Income tax expense	所得稅開支									(70,410)
Profit for the period	期內溢利									317,460

### 3. 經營分部資料(續)

#### 分配基準(續)

截至二零一九年六月三十日止六個月

### 4. REVENUE AND OTHER INCOME/(EXPENSES), NET

Revenue, which is also the Group's turnover, represents the net invoiced value of goods sold, after deduction of relevant taxes and allowances for returns and trade discounts.

An analysis of the Group's revenue, other income and other expenses is as follows:

### 4. 收入及其他收入/(開支)，淨額

收入亦為本集團的營業額，指出售貨品並扣除相關稅項、退貨撥備及交易折扣後的淨發票價值。

本集團的收入、其他收入及其他開支分析如下：

Six months ended 30 June  
截至六月三十日止六個月

		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Revenue</b>	<b>收入</b>		
Sale of goods	銷售貨品	4,939,764	4,796,494

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 4. REVENUE AND OTHER INCOME/(EXPENSES), NET (CONTINUED)

## 4. 收入及其他收入／(開支)，淨額 (續)

Six months ended 30 June  
截至六月三十日止六個月

		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
<b>Other income</b>	<b>其他收入</b>		
Bank interest income	銀行利息收入	4,964	10,245
Net profit from sales of by-products	銷售副產品的純利	22,421	27,334
Service fee income	股務費收入	9,389	6,561
Penalty income	罰款收入	5,126	1,120
Subsidy income	補助收入	2,977	1,920
Investment income	投資收入	2,106	24,938
Compensation income	補償收入	2,617	5,893
Profit on disposal of spare parts and others	出售備用零件及其他配件的溢利	14,108	-
Profit on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的溢利	14,092	-
Others	其他	12,551	4,080
		<b>90,351</b>	<b>82,091</b>
<b>Other expenses</b>	<b>其他開支</b>		
Loss on impairment of property, plant and equipment	物業、廠房及設備減值損失	(1,917)	(12,683)
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損	-	(5,128)
Exchange loss, net	匯兌虧損，淨額	-	(1,776)
Loss on fair value change of derivative financial instrument	衍生金融工具公平值變動虧損	-	(18,640)
Loss on fair value change of equity investment	股權投資公平值變動虧損	(1,553)	(9,921)
Donation	捐贈	(4,521)	-
Others	其他	(2,398)	(2,047)
		<b>(10,389)</b>	<b>(50,195)</b>
Other income/(expenses)	其他收入／(開支)	<b>79,962</b>	<b>31,896</b>

## 5. FINANCE COSTS

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Interest on bank loans, overdrafts and other loans, wholly repayable within five years	須於五年內悉數償還的銀行貸款、銀行透支及其他貸款的利息	201,949	184,767
Interest on bank loans, overdrafts and other loans, wholly repayable after five years	須於五年後悉數償還的銀行貸款、銀行透支及其他貸款的利息	-	207
		<b>201,949</b>	<b>184,974</b>

## 6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging:

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cost of inventories sold	銷售存貨成本	3,877,460	3,678,653
Depreciation of property, plant and equipment	物業、廠房及設備折舊	365,229	290,201
Amortisation of prepaid land lease payments	預付土地租賃款項攤銷	-	6,942
Depreciation of right-of-use assets	使用權資產折舊	24,098	23,474
Lease payment	租賃付款	-	26
Employee benefit expenses (including directors' remuneration):	僱員福利開支(包括董事薪酬):		
Salaries and bonuses	薪金及花紅	335,250	369,212
Contributions to defined contribution plans	定期供款計劃的已供款部分	43,750	43,833
Welfare expenses	福利開支	26,610	21,095
		<b>405,610</b>	<b>434,140</b>
Auditors' remuneration	核數師酬金	-	767
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損	-	5,128

## 5. 財務成本

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Interest on bank loans, overdrafts and other loans, wholly repayable within five years	須於五年內悉數償還的銀行貸款、銀行透支及其他貸款的利息	201,949	184,767
Interest on bank loans, overdrafts and other loans, wholly repayable after five years	須於五年後悉數償還的銀行貸款、銀行透支及其他貸款的利息	-	207
		<b>201,949</b>	<b>184,974</b>

## 6. 除稅前溢利

本集團的除稅前溢利乃經扣除：

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Cost of inventories sold	銷售存貨成本	3,877,460	3,678,653
Depreciation of property, plant and equipment	物業、廠房及設備折舊	365,229	290,201
Amortisation of prepaid land lease payments	預付土地租賃款項攤銷	-	6,942
Depreciation of right-of-use assets	使用權資產折舊	24,098	23,474
Lease payment	租賃付款	-	26
Employee benefit expenses (including directors' remuneration):	僱員福利開支(包括董事薪酬):		
Salaries and bonuses	薪金及花紅	335,250	369,212
Contributions to defined contribution plans	定期供款計劃的已供款部分	43,750	43,833
Welfare expenses	福利開支	26,610	21,095
		<b>405,610</b>	<b>434,140</b>
Auditors' remuneration	核數師酬金	-	767
Loss on disposal of items of property, plant and equipment	出售物業、廠房及設備項目的虧損	-	5,128



# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 7. INCOME TAX EXPENSE

The Company is incorporated in Singapore and is subject to an income tax rate of 17% for the six months ended 30 June 2020 (six months ended 30 June 2019: 17%).

Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates.

The Company's subsidiaries in Mainland China are subject to income tax rate of 25% (2019: 25%). For the six months ended 30 June 2020, four subsidiaries were given the New/High Technology Enterprise Award and this award brought these subsidiaries a tax concession of a lower income tax rate of 15%.

The major components of income tax expense for the six months ended 30 June 2020 and 2019 are:

## 7. 所得稅開支

本公司於新加坡註冊成立，於截至二零二零年六月三十日止六個月須按17%（截至二零一九年六月三十日止六個月：17%）的所得稅稅率繳納稅項。

於其他地方應課稅溢利的稅項按本集團經營所在的國家現行的稅率計算。

本公司位於中國內地的附屬公司須按25%（二零一九年：25%）的所得稅稅率繳納稅項。截至二零二零年六月三十日止六個月，四家附屬公司獲得高新技術企業獎，該獎項為該等附屬公司帶來低所得稅率15%的稅收優惠。

截至二零二零年及二零一九年六月三十日止六個月所得稅開支的主要組成為：

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Current – PRC	即期 – 中國		
Charge for the period	期間開支	58,033	83,381
Deferred	遞延	–	(12,971)
Total tax charge for the period	期間稅項開支總額	58,033	70,410

## 8. DIVIDEND

Final dividend of RMB93,730,000 for the year ended 31 December 2019 (year ended 31 December 2018: RMB117,162,000) was proposed during the six months ended 30 June 2020.

The Company did not recommend or declare any interim dividend for the six months ended 30 June 2020 (six months ended 30 June 2019: Nil).

## 8. 股息

截至二零一九年十二月三十一日止年度的末期股息人民幣93,730,000元（截至二零一八年十二月三十一日止年度：人民幣117,162,000元）已於截至二零二零年六月三十日止六個月內宣派。

本公司並無就截至二零二零年六月三十日止六個月建議或宣派任何中期股息（截至二零一九年六月三十日止六個月：無）。

## 9. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE COMPANY

Earnings per share is calculated by dividing the Group's profit for the period attributable to ordinary equity holders of the Company by the weighted average number of 1,171,621,000 (six months ended 30 June 2019: 1,171,621,000) ordinary shares (inclusive of mandatorily convertible instruments issued) outstanding during the period.

There were no potentially dilutive ordinary shares in existence during the six months ended 30 June 2020 and 2019 and therefore the diluted earnings per share amounts for those periods were the same as the basic earnings per share amounts.

## 10. PROPERTY, PLANT AND EQUIPMENT, PREPAID LAND LEASE PAYMENTS AND COAL MINING RIGHTS

During the period, payments for purchases of items of property, plant and equipment, land use rights and coal mining rights and proceeds from disposal of items of property, plant and equipment of the Group amounted to approximately RMB1,903,125,000 and RMB16,348,000 (six months ended 30 June 2019: RMB677,186,965 and RMB353,335,308), respectively.

## 11. PREPAYMENTS

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
<b>NON-CURRENT</b>	<b>非即期</b>		
Prepayments:	預付款項：		
Prepayments for purchases of items of property, plant and equipment	購買物業、廠房及設備項目的預付款項	754,513	844,713
<b>CURRENT</b>	<b>即期</b>		
Prepayments:	預付款項：		
Advanced deposits to suppliers	預付供應商的按金	287,790	386,887
Current portion of prepaid land lease payments	預付土地租賃款項的即期部分	-	-
Other prepayments	其他預付款項	31,876	15,677
		<b>319,666</b>	<b>402,564</b>

## 9. 本公司普通股權益擁有人應佔每股盈利

每股盈利乃根據本公司普通股權益持有人應佔期內本集團溢利，除以期內已發行普通股（包括已發行的強制性可轉換工具）加權平均數 1,171,621,000 股（截至二零一九年六月三十日止六個月：1,171,621,000 股）計算得出。

於截至二零二零年及二零一九年六月三十日止六個月並無潛在攤薄普通股，因此該等期間的每股攤薄盈利金額與每股基本盈利金額相等。

## 10. 物業、廠房及設備、預付土地租賃款項及煤礦開採權

期內，本集團為購買物業、廠房及設備項目、土地使用權及煤礦開採權所支付的款項以及出售物業、廠房及設備項目所得款項分別為約人民幣 1,903,125,000 元及人民幣 16,348,000 元（截至二零一九年六月三十日止六個月：人民幣 677,186,965 元及人民幣 353,335,308 元）。

## 11. 預付款項

## Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

### 12. EQUITY INVESTMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
<b>NON-CURRENT</b>	<b>非即期</b>		
Unlisted equity investment at fair value:	非上市股權投資，按公平值：		
PRC	中國	6,708	6,708
<b>CURRENT</b>	<b>即期</b>		
Listed equity investment, at fair value:	上市股權投資，按公平值：		
Singapore	新加坡	3,194	3,194
Hong Kong	香港	16,156	17,709
Other unlisted debt investment, at fair value:	其他非上市債務投資，按公平值：		
PRC	中國	-	-
		<b>19,350</b>	<b>20,903</b>

The above investment in equity securities have no fixed maturity or coupon rate.

### 12. 按公平值計入損益的股權投資

以上於權益證券的投資無固定到期日或孳息率。

### 13. INVENTORIES

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Raw materials	原材料	349,766	402,599
Parts and spares	部件及備用零件	102,322	130,101
Finished goods	製成品	322,944	452,347
Allowance of inventory obsolescence	過期存貨撥備	(1,443)	(1,443)
		<b>773,589</b>	<b>983,604</b>

### 13. 存貨

## 14. TRADE AND BILLS RECEIVABLES

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Trade receivables	貿易應收款項	278,453	148,006
Bills receivable	應收票據	224,270	245,413
		<b>502,723</b>	<b>393,419</b>

Trade receivables are non-interest-bearing and are normally settled on terms of 30 to 90 days. They are recognised at their original invoice amounts which represent their fair values on initial recognition. The Group's bills receivable are non-interest-bearing and are normally settled on terms of 90 to 180 days. Trade and bills receivables are denominated in RMB.

The Group's trading terms with its customers are mainly payment in advance or on credit for certain customers. Each customer has a maximum credit limit. The Group seeks to maintain strict control over its outstanding receivables and to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned and the fact that the Group's trade receivables relate to a large number of diversified customers, there is no significant concentration of credit risk. The Group does not hold any collateral or other credit enhancements over these balances.

An aged analysis of the trade receivables as at the end of the reporting period, based on the invoice due date and net of provisions, is as follows:

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within 1 month	1個月以內	137,490	90,899
1 to 3 months	1至3個月	77,540	25,693
3 to 6 months	3至6個月	22,820	13,738
6 to 12 months	6至12個月	29,760	10,458
Over 12 months	12個月以上	10,843	7,218
		<b>278,453</b>	<b>148,006</b>

## 14. 貿易應收款項及應收票據

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Trade receivables	貿易應收款項	278,453	148,006
Bills receivable	應收票據	224,270	245,413
		<b>502,723</b>	<b>393,419</b>

貿易應收款項為免息及一般於30至90日內清償。按其原有發票金額(即其於初步確認時的公平值)確認。本集團的應收票據為免息及一般於90至180日內清償。貿易應收款項及應收票據以人民幣計值。

本集團與其客戶的交易條款主要為預付款項，若干客戶或可取得信貸期。各客戶均設有信貸期上限。本集團尋求維持對其尚未到期的應收款項的嚴格控制，以減低信貸風險。逾期結餘會由高級管理層定期審閱。鑒於上文所述，及本集團的貿易應收款項分佈於大量分散的客戶，故並無重大集中的信貸風險。本集團並無就該等結餘持有任何抵押品或其他信貸保證。

貿易應收款項於申報期末的賬齡分析(根據發票到期日及已扣除撥備)如下：

## Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

### 15. CASH AND CASH EQUIVALENTS AND PLEDGED TIME DEPOSITS

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Fixed deposits	定期存款	867,053	499,346
Less: Pledged time deposits	減：已抵押定期存款	(867,053)	(499,346)
Cash at banks and on hand	銀行存款及現金	1,190,893	884,448
Cash and cash equivalents	現金及現金等價物	1,190,893	884,448

As at 30 June 2020, the cash and bank balances of the Group denominated in RMB amounted to RMB1,164,325,000 (31 December 2019: RMB863,666,000). The RMB is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange RMB for other currencies through banks authorised to conduct foreign exchange business.

Cash at banks earns interest at floating rates based on daily bank deposit rates. Short-term time deposits are made for varying periods of between one day and three months depending on the immediate cash requirements of the Group, and earn interest at the respective short-term time deposit rates. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

### 15. 現金及現金等價物以及已抵押定期存款

於二零二零年六月三十日，以人民幣計值的本集團現金及銀行結餘達人民幣1,164,325,000元（二零一九年十二月三十一日：人民幣863,666,000元）。人民幣並不可自由兌換為其他貨幣，然而，根據中國內地的外匯管制條例及結匯、售匯及付匯管理規定，本集團獲准透過獲授權進行外匯業務的銀行將人民幣兌換為其他貨幣。

銀行存款按日常銀行存款利率的浮動利率賺取利息。短期定期存款介乎一日至三個月之間的可變期間，視乎本集團即時的現金需求而定，並按各自的短期定期存款利率賺取利息。銀行結餘及已抵押存款乃存放於信譽可靠兼無近期拖欠記錄的銀行。

## 15. CASH AND CASH EQUIVALENTS AND PLEDGED TIME DEPOSITS (CONTINUED)

## 15. 現金及現金等價物以及已抵押定期存款(續)

		30 June 2020 二零二零年六月三十日			31 December 2019 二零一九年十二月三十一日		
		Contractual Interest rate 合約利率	Maturity 到期日	RMB'000 人民幣千元 (Unaudited) (未經審核)	Contractual Interest rate 合約利率	Maturity 到期日	RMB'000 人民幣千元 (Audited) (經審核)
<b>Group</b>	<b>本集團</b>						
<b>Current</b>	<b>流動</b>						
Bank loans	銀行貸款						
- secured	- 有抵押	4.35%-4.75%	2021 二零二一年	300,000	4.35%-6.35%	2020 二零二零年	244,223
- unsecured	- 無抵押	2.90%-6.18%	2021 二零二一年	3,319,761	3.63%-6.18%	2020 二零二零年	2,346,561
Loan from to government	政府貸款						
- unsecured	- 無抵押	-	-	-	Floating rate at 0.3% above the market prime lending rate 浮動利率 (高於市場貸款基 準利率0.3%)	2020 二零二零年	909
Loan from leasing company/ finance lease payables	租賃公司貸款/ 應支付融資租賃	4.75%	2021 二零二一年	120,000	4.75%	2020 二零二零年	182,476
				<b>3,739,761</b>			<b>2,774,169</b>
<b>Non-current</b>	<b>非流動</b>						
Bank loans	銀行貸款						
- secured	- 有抵押	6.00%	2027 二零二七年	600,000			10,000
- unsecured	- 無抵押	4.75%-6.18%	2021 to 2027 二零二一年至 二零二七年	3,153,712	4.75%-6.18%	2021 to 2026 二零二一年至 二零二六年	3,413,988
Loan from the government	政府貸款						
- unsecured	- 無抵押			-			-
Loan from leasing company/ finance lease payables	租賃公司貸款/ 應支付融資租賃	4.75%-6.83%	2021 to 2023 二零二一年至 二零二三年	723,247	4.75%	2021 to 2022 二零二一年至 二零二二年	315,099
				<b>4,476,959</b>			<b>3,739,087</b>
				<b>8,216,720</b>			<b>6,513,256</b>

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 16. TRADE PAYABLES

An aged analysis of the trade payables as at the end of the reporting period, based on the invoice date, is as follows:

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Within 1 month	1個月以內	233,573	157,435
1 to 3 months	1至3個月	74,039	92,956
3 to 6 months	3至6個月	27,661	51,156
6 to 12 months	6至12個月	30,070	42,167
Over 12 months	12個月以上	35,445	22,922
		<b>400,788</b>	366,636

The trade payables are non-interest-bearing and are normally settled on terms of 30 to 90 days. Trade payables are denominated in RMB.

## 16. 貿易應付款項

貿易應付款項於申報期末的賬齡分析(根據發票日期)如下:

貿易應付款項為無息，通常應於30至90日期限內結算。貿易應付款項以人民幣計值。



## 17. INTEREST-BEARING BANK AND OTHER BORROWINGS

## 17. 計息銀行及其他借款

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Analysed into:	分析為：		
Bank loans repayable:	應償還銀行貸款：		
Within one year or on demand	於一年內或按要求	<b>3,619,761</b>	2,590,784
In the second year	於第二年	<b>1,437,738</b>	2,486,204
In the third to fifth years, inclusive	於第三至第五年 (包括首尾兩年)	<b>1,659,974</b>	896,784
Beyond five years	超過五年	<b>656,000</b>	41,000
		<b>7,373,473</b>	6,014,772
Loan from government within on year or on demand	於一年內或按要求應償還的政府貸款	-	909
Finance lease payables:	應支付融資租賃：		
Within one year or on demand	於一年內或按要求	<b>120,000</b>	182,476
In the second year	於第二年	<b>557,349</b>	119,355
In the third to fifth years, inclusive	於第三至第五年 (包括首尾兩年)	<b>165,898</b>	195,744
		<b>843,247</b>	497,575
		<b>8,216,720</b>	6,513,256

Note:

- (a) The secured bank loans amounting to RMB900 million are secured by certain of the Group's items of property, plant and equipment.

附註：

- (a) 有抵押銀行貸款為人民幣900,000,000元，以本集團的若干物業、廠房及設備項目抵押。

The fair values of the Group's interest-bearing bank and other borrowings approximate to their carrying values.

本集團的計息銀行及其他借款的公平值與其賬面值相若。

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 18. MAJOR NON-CASH TRANSACTION – INTEREST CAPITALISATION

During the period under review, the Group capitalised interest expenses RMB49,545,000 (2019: Nil) to property, plant and equipment.

## 19. CONTINGENT LIABILITIES

As at the end of the reporting period, the Group did not have any significant contingent liabilities.

## 20. COMMITMENTS

## 18. 主要非現金交易 – 利息資本化

於回顧期間，本集團的物業、廠房及設備的資本化利息開支為人民幣49,545,000元（二零一九年：無）。

## 19. 或然負債

於申報期末，本集團並無任何重大或然負債。

## 20. 承擔

		30 June 2020 二零二零年 六月三十日 (Unaudited) (未經審核) RMB'000 人民幣千元	31 December 2019 二零一九年 十二月三十一日 (Audited) (經審核) RMB'000 人民幣千元
Capital commitments	資本承擔		
Contracted, but not provided for:	已訂約但未撥備：		
Buildings	樓宇	1,044,232	826,213
Plant and machinery	廠房及機器	2,041,681	2,919,181
Coal mines	煤礦	30,602	15,408
		3,116,515	3,760,802
Other commitments	其他承擔		
Purchases of raw materials	購買原材料	1,177,337	812,342

## 21. RELATED PARTY TRANSACTIONS

- (a) In addition to the transactions detailed elsewhere in this interim financial information, the Group had the following transactions with related parties during the period:

## 21. 關連方交易

- (a) 除本中期財務資料其他部分載述的交易外，本集團於期內與關連方進行下列交易：

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Sales of electricity, water and steam to:	向以下公司銷售水電及蒸汽：		
– Xinxiang Xinlianxin Chemical Equipment Co., Ltd.*	– 新鄉市心連心化工設備有限公司#	688	202
Operating lease income from:	來自以下公司的經營租賃收入：		
– Xinxiang Xinlianxin Chemical Equipment Co., Ltd.*	– 新鄉市心連心化工設備有限公司#	84	19
Purchases of equipment and service fee expenses from:	向以下公司購買設備及服務費支出：		
– Xinxiang Xinlianxin Chemical Equipment Co., Ltd.*	– 新鄉市心連心化工設備有限公司#	32,218	30,199
Operating lease expenses to:	經營租約開支予：		
– Henan Xinlianxin Chemicals Group Co., Ltd.*	– 河南心連心化工集團有限公司#	–	1,120

\* These companies are subsidiaries of Henan Xinlianxin Chemicals Group Co., Ltd. (“Henan Chemicals”), which has common shareholders with the Company. The Company’s executive directors and executive officers have certain equity interests in Henan Chemicals.

# 該等公司為河南心連心化工集團有限公司（「河南化工」）的附屬公司，河南化工的股東與本公司的股東相同。本公司的執行董事及行政人員於河南化工擁有若干股權。

# Notes to the Condensed Consolidated Interim Financial Information

簡明綜合中期財務資料附註 30 June 2020 二零二零年六月三十日

## 21. RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Compensation of directors and key management personnel of the Group:

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Directors' fees	董事袍金	525	525
Salaries and bonuses	薪金及花紅	2,792	4,554
Contributions to defined contribution plans	定期供款計劃的已供款部分	167	122
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	3,484	5,201

## 22. SEASONALITY OF OPERATIONS

Due to the seasonal weather conditions, the sales of compound fertiliser are subject to seasonal fluctuations, with peak demand in the third quarter of the year.

## 21. 關連方交易(續)

(b) 本集團董事及主要管理人員的薪酬：

		Six months ended 30 June 截至六月三十日止六個月	
		2020 二零二零年 (Unaudited) (未經審核) RMB'000 人民幣千元	2019 二零一九年 (Unaudited) (未經審核) RMB'000 人民幣千元
Directors' fees	董事袍金	525	525
Salaries and bonuses	薪金及花紅	2,792	4,554
Contributions to defined contribution plans	定期供款計劃的已供款部分	167	122
Total compensation paid to key management personnel	支付予主要管理人員的薪酬總額	3,484	5,201

## 22. 經營季節性

由於季節性氣候狀況，複合肥的銷售隨季節波動，通常一年的第三季度為需求高峰期。



China XLX Fertiliser Ltd.  
中國心連心<sup>\*</sup>化肥有限公司<sup>\*</sup>

(Incorporated in Singapore with limited liability)  
(於新加坡註冊成立之有限公司)

Stock Code 股份代號：1866

<sup>\*</sup> For identification purpose only 僅供識別



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